

Florin Resource Conservation District Board By-Laws

The Board of Directors recognizes the need to establish the basic responsibilities, rules, and guidelines for its members in order that they shall most efficiently and properly function as a governing Board.

1. Definitions - The Florin Resource Conservation District will be hereafter referred to as “the District”.
The District Board of Directors will hereafter be referred to as “the Board”.
The General Manager of the District will hereafter be referred to as “the Manager”.
The Presiding officer of the Board will hereafter be referred to as “the Chairperson”.
Government Code Sections 54950 et seq., as amended from time to time by the Legislature will be referred to as “the Brown Act”.
2. Fiscal Year – the Fiscal year of the District will commence on the first day of July and end on the last day of June of the following year.
3. The Florin Resource Conservation District’s Board of Directors shall be comprised of five elected or appointed individuals who are registered voters in the state and who (1) reside within the District and either own real property in the District or alternatively have served, pursuant to the District’s rules, for two years or more as an associate director providing advisory or other assistance to the Board of Directors, or (2) be a designated agent of a resident landowner within the District. Each Board member shall be elected to a term of four years, unless appointed or elected to serve a remaining term.
4. The Board shall appoint up to five associate members who have special expertise in an area of interest to the District. Associate members must reside in the District, may participate in discussion at the Board meetings, but may not vote on any item before the Board or participate in closed session items.
5. Regular Board Meetings - The regular meetings of the Board will be held at a date and time determined by the Board.. The time and date of the regular meetings of the Board may be amended, pursuant to State law, by a majority of the Board.

Notice of meetings stating the time and place of the meeting and an agenda for the meeting shall be provided to the Board and the press through the Secretary of the Board. All committee and special meetings of the Board shall be open to the public except when the Board desires an executive session for the purposes provided in the Brown Act. Special meetings may be called by either the Chairperson or a majority of the Board.

Closed or Executive Session may be called for by any Board member for the purposes provided in the Brown Act during a regular or special meeting, or scheduled by the Manager, or requested by a Board member for a future regular or special meeting.

The Manager shall be present at all meetings of the Board except when excused by the Chairperson.

The NRCS conservationist shall attend quarterly or more frequently when requested by the Board or the Manager.

All Board members shall be present at all Board meetings unless excused by the Chairperson.

All Board meetings are open to the public except during executive session, consistent with the requirements of the Brown Act.

Board meeting minutes will be available for review during regular office hours at the Administrative Office of the District or on the web site. Copies of the Board minutes are available at a cost sufficient to reimburse the District for the expense of duplication from the Secretary to the Board of Directors.

6. Rules of Order – Except as they conflict with the California Government Code, Robert’s Rules of Order, as modified by the Board, shall govern all questions of procedures not otherwise provided in the By-laws.
7. Quorum – A majority of the duly elected and qualified Board members will constitute a quorum. However, if no quorum is present, the Board members attending may either meet as a committee of the Board or adjourn the meeting to a time when a quorum is present.
8. Board Voting - The ayes and nays will be recorded upon the passage of all ordinances and the proposition to a) create any legal liability, b) expend or appropriate money and c) at the request of any member of the Board.

The results of all votes will be recorded in the meeting’s minutes. Any measure will require the Aye vote of at least three Board members for passage. However, if the Government Code or state statute should set different requirements on the voting of any matter, the vote required by the Code or statute will prevail.

9. Agenda – The Manager is responsible for preparation of the agenda for all Board and committee meetings. The Manager, in consultation with legal counsel, shall create and adopt an agenda format but shall have the authority to amend such format from time to time as necessary and in compliance with State and Federal law. The agenda for all Board meetings will be provided by the Manager to the Board members no later than the Friday before a regular Wednesday meeting or at least 3 working days before a regular meeting.

All items submitted, and requests for the District agenda from the public must be in writing. The deadline for the public submitting these items is 4 pm on Monday the week prior to the meeting. The Secretary of the Board receives all such items.

The finalization of the agenda is left to the discretion and is the responsibility of the Chairperson. The Chairperson must explain the reasoning for non-inclusion of an item and inform the interested party or parties of its disposition.

10. Records, Minutes, Resolutions, Ordinances – All ordinances, resolutions, and other proceedings of the Board will be in writing and kept in a regular book of records open to public inspection at all reasonable and proper times as prescribed by the Brown Act. Copies of the documents will be available upon request and upon payment, in advance, of the cost of reproduction, collation, and delivery as provided by Board policy.
11. Postponement of Action – State law prohibits the Board from addressing any items not previously included on the agenda. The Board may receive testimony and set the matter for a subsequent meeting.
12. Suspension of Rules – To suspend a rule to change the order of business, at least a 4/5 vote of the Board is required.
13. Vacancies Declared – A vacancy on the Board can be declared should any Board member die, resign, be declared mentally or physically unable to perform duties by a qualified professional, cease to meet the criteria set forth in paragraph 3 above, be convicted of a felony offense, refuse or neglect to take the oath of office, neglect to attend to the duties of his office, or fail to attend regular or special meetings of the Board for a period of three consecutive calendar months unless excused.
14. Appointment to the Board – In the event a vacancy is declared the vacancy may be filled by appointment by a majority of the remaining members of the Board. Any person so appointed shall hold his office until the next election at which a member of the governing board of the District is elected. At such election, a person shall be elected to fill the vacancy, if there insufficient time to meet the requirements for nomination. Otherwise, the person appointed to fill the vacancy shall hold his office until the expiration of the term for which they have been appointed.
15. Compensation - The Board shall receive no compensation for attending meetings of the District. Board members attending local, state or national meetings/conferences may receive reimbursement for their expenses while representing the District.
16. Election of Officers – The Board shall elect a Chairperson and Vice-Chairperson each year. Each office will serve for a minimum of one year or until successors are elected.

17. Chairperson Appointments – Each year, the Chairperson may appoint Board members to Standing Committees of the District and Ad-hoc Committees as necessary. The committee appointments shall be ratified by a majority of the Board.

18. Duties of the Chairperson and Vice-Chairperson

The Chairperson shall be the chief executive officer of the Board. It shall be his or her duty to preside at all meetings when present; to sign all contracts and other papers authorized by the Board, unless otherwise delegated pursuant to the District's laws; to see that all ordinances of the Board are enforced, and all orders of the Board faithfully executed subject to the direction, ratification, and approval of the Board.

The Vice-Chairperson, during the absence of the President, shall preside at the meetings of the Board and perform such other duties as pertain to that office.

19. Duties of Appointed Officials -

Legal Counsel – Legal counsel shall be the advisor of the District in legal matters, working under the guidance of the Board.

Secretary of the Board – The Secretary of the Board, or designee, shall be present at all regular, special and adjourned meetings of the Board. A complete record of regular and special Board meetings shall be kept, including a tape recording. The tape will be kept until the minutes of the recorded meeting are approved by the Board or 30 days after the recording, whichever is later. These records shall serve as official custodian of minutes and official records; shall sign, along with the Chairperson, all official documents of the Board; and shall have the power to administer oaths and affirmations. The secretary will perform such other duties as directed by the Board.

General Manager – The Manager shall have complete administrative authority over the District and shall be responsible for the efficient operation of the system in all departments/divisions, as designated in their job description. The Manager is responsible for 1) implementing Board policies 2) providing leadership to staff in identifying District needs, establishing priorities and determining the objectives, which will achieve the established goals of the District; encouraging and assisting staff in the performance of their duties and encouraging professional growth, interpreting and publicizing the programs and services of the District for and to the public; leading the District management team in the preparation of the budget, control of expenditures, inventory control, program planning, changing priorities, community relations; participating in community activities; hiring, evaluating, and dismissing District staff or delegating this responsibility to their designee; negotiating all contracts on the District's behalf.

Treasurer – The Board treasurer is responsible for keeping complete and accurate records of District expenditures, issuing receipts for money received by the District, paying District bills, completing monthly financial reports, completing annual

financial reports, depositing checks into the District account, and completing financial audits when required.

20. Powers of the Board - The Board is responsible for formulating and approving policies for the operation, administration, and planning of the District's facilities and activities within the District.
 - a) In the discharge of their duties, Board members act as a Board and not as individuals. The individual Board member has no more authority over District policy or personnel than any other citizen. A Board member has no legal or moral right to speak for the Board, unless specifically authorized to do so by action of the Board.
 - b) To select a Manager as the Board's chief administrative officer and professional advisor and properly delegate to him or her authority and responsibility to execute its policies, enforce its rules and regulations, and administer the facilities, programs, and services of the District.
 - c) Adopt a District budget that provides the best possible facilities, programs and services, within the limits of fiscal responsibility, to the people of the District.
 - d) Adopt a comprehensive set of Board policies to govern the operation of the District. These policies shall be amended and revised as appropriate and shall be compiled and published in a Board Policies Manual. The District shall keep a master copy of such manual, which shall be the official record of the Board policies of the District.

Adopted: February 24, 2010

Amended: