

Scotia



Community Services District

BYLAWS

OF THE

SCOTIA COMMUNITY SERVICES DISTRICT

ADOPTED

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ARTICLE 1.0 DISTRICT POWERS

1.1 Powers

Subject to the limitations of laws governing community services districts, all District powers shall be exercised by or under the authority of the Board. The business and affairs of the District shall also be controlled by the Board. The express powers of the District at this time are as follows:

- (a) Select and remove all other officers, agents and employees of the District; prescribe such powers and duties for them that are consistent with law, or the Bylaws; and fix their compensation.
- (b) Conduct, manage and control the affairs and business for the District and to make rules and regulations that are consistent with state or federal law.
- (c) Change the monthly meeting place and/or time; change the principal office for the transaction of business of the District from one location to another within the same District, as provided in this document.
- (d) Represent the inhabitants of the District on any District problems with various regulatory agencies.
- (e) Supply the inhabitants of the District with water for domestic use, irrigation, sanitation, industrial use, fire protection, and recreation.
- (f) Collect, treat, and/or dispose of wastewater, and stormwater of the District and its inhabitants.
- (g) Acquire, construct, improve, maintain and operate public recreation through parks, which may include but not limited to, baseball parks, soccer fields, playgrounds, museum, theater, or other recreation facilities.
- (h) Acquire, construct, improve, maintain and operate community facilities, which may include but not limited to, community center, library, theater, and museum.
- (i) Acquire, construct, improve, maintain and operate historic street lighting.
- (j) Take or acquire real or personal property of every kind within or outside the District by condemnation, contract, deed, devise, gift, grant, lease, or purchase. To convey, dispose of, encumber, hold, manage, and occupy property, and to create a lease hold interest in the property for the benefit of the District.
- (k) Sue and be sued in all actions and proceedings in all courts and tribunals of appropriate jurisdiction in its own name.
- (l) Borrow money, incur or assume debt and issue bonds or other evidences of such debt; provided, however, that the District shall not incur any bonded debt to exceed 15% of all assessed value of all taxable property in the District at the time bonds are issued, except revenue bonds issued.
- (m) Adopt ordinances following state law, and to adopt regulations to govern the use of District facilities and property, including regulations imposing reasonable charges for their use.

- (n) Contract with any city, county, district, JPA, political subdivision, political corporation, other public agency of the state, or Private Corporation, to purchase or acquire from, or to sell to, or jointly acquire, construct, operate or maintain a water or wastewater system.
- (o) Levy and cause to be collected, user fees and benefit assessments for the purpose of carrying on the operations and paying the obligations of the District.
- (p) Enter into and perform all contracts for any and all purposes necessary and convenient for the full exercise of its powers.
- (q) Take any and all actions necessary to carry out the provisions of these powers, and any express or implied powers in the Government Code.

ARTICLE 2.0 ELECTIONS

2.1 Election Code Provisions Applicable

The provisions of the Election Code relating to the qualification of electors, the manner of voting, the duly elected officers, the canvassing of returns, and all other particulars in respect to the management of general elections so far as they may be applicable shall govern all District elections.

2.2 Nomination of Directors

Nominations for the office of director shall be made by petition of not less than ten (10), nor more than twenty (20) registered electors filed with the Humboldt County Elections Department not earlier than seventy-five (75) days nor later than 5:00 p.m. on the fiftieth (50th) day before the election. The Humboldt County Elections Department shall publish notice such petitions as may be received. Notice shall be published at least seven (7) days prior to the final date for receiving petitions.

2.3 Notice of Election

Notice of each District election shall be published by the Humboldt County Elections Department once a week for two (2) successive weeks prior to the election, as set forth in the GC §6066 of the State of California.

2.4 Cancellation of Election

If on the fiftieth (50th) day prior to a general District election one (1) person only has been nominated for each of the positions of director to be filled at that election, or if no person has been so nominated for any one or more of the officers, any petition signed by five percent (5%) of the voters requesting that the election be held has not been presented to the Board, the election shall not be held. In such case, the publication heretofore provided for shall instead of calling an election, state that no election is to be held and that the Board of Supervisors shall, in accordance with Elections Code Section 61043(a), appoint those nominated for the position of director; or if no person has been nominated for the position, the Board of Supervisors will appoint any qualified person or persons.

ARTICLE 3.0 DIRECTORS

3.1 Number of Directors

The authorized number of Directors of the District shall be five (5) until changed by election. The Directors shall be elected at large.

3.2 Election and Term of Office

Directors shall be elected for four (4) year terms on the first Tuesday after the first Monday in November in even numbered years, with terms staggered such that three (3) Directors shall be elected in a single election, and the remaining two (2) Directors elected two (2) years later, in accordance with applicable provisions of the Government Code and Elections Code.

3.3 Seating of Directors

All elected Directors shall take office on December 1, or at the regularly scheduled Board Meeting in December, following election or upon certification of the election.

3.4 Terms of Succeeding Directors

The term of office of each Director shall be four (4) years.

3.5 Vacancies

All vacancies on the Board will be filled by appointment by the remaining Directors. If the Board fails to fill a Director position, the County of Humboldt shall intercede.

3.6 Compensation of Directors

Members of the Board of Directors may receive compensation per state law for each meeting of the Board attended by him/her, or for each day's service rendered as a Director by request of the Board. A "day of service" means each meeting conducted pursuant to the Ralph M. Brown Act regardless of whether or not the meetings are held on the same day and authorized meetings as defined in the following section. The SCSD Board receives compensation in the amount of \$50.00 for a "day of service".

ARTICLE 4.0 OFFICERS AND STAFFING

4.1 Officers

The Officers of the District shall be a President and Vice President. The District shall also have a General Manager and Clerk of the Board. A Director shall not be the General Manager or Clerk of the Board; however, the General Manager and Clerk of the Board may be the same person.

4.2 Compensation

At any time, the Board may appoint, employ, fix the compensation of, and prescribe the authorities and duties of the officers, employees, attorneys, engineers, or independent contractors necessary for the business of the District.

4.3 Performance Bond

The General Manager, Clerk of the Board, and any other employee or assistant of the District, if required to do so by the Board, shall each give a bond to the District conditioned for the performance of his or her duties as the Board may require.

4.4 Board Organization

The Board shall reorganize at the regular meeting of the Board in December each year.

4.5 President of the Board

The President of the Board shall, if present, preside at all meetings of the Board and exercise and perform powers and duties as may be required by the Board or presented by the Bylaws, or the statutes governing the community services districts within the State of California. The President shall be an ex-officio member of all standing committees.

4.6 Vice President of the Board

In the absence or disability of the President, the Vice President shall perform all the duties of the President, and shall have all the powers and restrictions upon the President. The Vice President shall have the powers and duties as from time to time may be required by the Board and Bylaws, or the statutes governing the community services districts within the State of California.

4.7 General Manager

The General Manager shall serve as advisor to the President and Board, and shall, if directed by the Board, execute and direct enforcement of ordinances and resolutions passed by the Board. The General Manager shall develop information pertinent to the services to be performed by the District and report this information to the Board, and shall act as a contact between the Board and all county, city and governmental regulatory bodies. The General Manager shall carry out all orders, directions, and policies of the District. The General Manager shall (a) have full charge and control of the maintenance, construction, and the day-to-day operations of the District; (b) have full power and authority to fill all positions authorized by the Board and to discharge from such positions any employee; (c) prescribe the duties of employees; (d) keep and maintain, or cause to be kept and maintained, all financial records of the District, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, surplus, and shares; (e) deposit all monies in such depositories as may be designated by the Board; (f) disburse funds of the District as may be ordered by the Board, and render to the President and Directors upon request, an account of all of the transactions and of the financial condition of the District; (g) perform other duties imposed by the Board; and (h) report to the Board in accordance with the rules and regulations the Board adopts.

4.8 Clerk of the Board

The Clerk of the Board shall keep or cause to be kept at the principal office, or such other place as the Board of Directors may order, a book of minutes of all meetings of directors with the time and place of meeting, whether regular or special, and if special, who authorized, the notice thereof given and the names of those present at the Director's meetings. The Clerk of the Board shall keep or cause to be kept, at the principal office any register showing the names and addresses of the directors of the service district. The

Clerk of the Board shall give or cause to be given, notice of all meetings of the Board of Directors required by the Bylaws or the laws of the State of California, and shall keep the seal of the service district in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

4.9 Annual Audit

The General Manager shall have a certified auditing firm audit the District's books annually at the end of each fiscal year, and as directed by the Board.

ARTICLE 5.0 DISTRICT OFFICE

5.1 Location

The district office for the transaction of business of the Scotia Community Services District (the "District") is located at 400 Church Street, Scotia, California 95565. The Board has full power and authority to change the district office from one location to another in the District. Any such change shall be noted in the Bylaws or this section may be amended by resolution to state the new location.

ARTICLE 6.0 MEETINGS

6.1 Place and Time of Meetings

Regular monthly meetings of the Board shall be held in the District office on the third Thursday of each and every month, at 5:30 p.m. (unless another meeting place and/or time is set in case of necessity). The place and time of meetings may be changed by the Board by resolution.

6.2 Special Meetings

Non-emergency Special Board meetings may be called by the Board President or by a majority of the Board in accordance with the Ralph M. Brown Act.

6.3 Emergency Meetings

In the event of an emergency involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the Board of Directors may hold an emergency special meeting without complying with the twenty-four (24) hour notice required in Section 3.5.2, above. An emergency means a crippling disaster which severely impairs public health, safety, or both, as determined by a majority of the members of the Board or work stoppage or other activity which severely impairs public health, safety, or both, as determined by a majority of the members of the Board.

Newspapers of general circulation in the District, radio stations and television stations which have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) shall be notified by at least one (1) hour prior to the emergency special meeting. In the event that

telephone services are not functioning, the notice requirement of one hour is waived, but the General Manager, or his/her designee, shall notify such newspapers, radio stations, or television stations of the fact of the holding of the emergency special meeting, and of any action taken by the Board, as soon after the meeting as possible.

No closed session may be held during an emergency special meeting, and all other rules governing special meetings shall be observed with the exception of the twenty-four (24) hour notice. The minutes of the emergency special meeting, a list of persons the General Manager or designee notified or attempted to notify, a copy of the roll call vote(s), and any actions taken at such meeting shall be posted for a minimum of ten (10) days in a public place at the District office as soon after the meeting as possible.

6.4 Public Notification

All meetings, whether regular, special or emergency, shall be open and public and notice shall be given to the Board and to the public in accordance with the provisions of the Board Policies Manual and the Ralph M. Brown Act.

6.5 Form of Action

The Board shall act only by ordinance, resolution, or motion.

6.6 Quorum

A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business (3 constitutes a majority). No ordinance, resolution or motion shall be passed or become effective without the affirmative vote of at least a majority of the members of the Board.

6.7 Board Policies

The Board shall establish rules for its proceedings.

ARTICLE 7.0 DISTRICT ADMINISTRATION

7.1 Depository of District Money

The Board shall designate a financial institution(s) or governmental agency(ies) for the depository of the District's money.

7.2 Inspection of District Records

Inspection of District records shall be open to inspection upon the written demand of any person in accordance with State law.

7.3 Records

All District records shall be retained, in accordance with the District's Records Retention Policy.

7.4 Methods of Payment

All methods of payment shall be made in accordance with the District's Financial Management Policy.

7.5 Contracts

All contracts shall be entered into in accordance with the Financial Management Policy.

7.6 Review of Bylaws

An updated copy of the Bylaws shall be available for review at the District Office within business hours.

7.7 Public Session

All legislative sessions of the Board shall be conducted in accordance with the Ralph M. Brown Act. Public sessions shall generally be conducted in accordance with District Bylaws and applicable statutes.

7.8 Recall of Directors

Every incumbent of the office of Director, whether elected by popular vote for a full term or appointed, may be recalled by the voters in accordance with the recall provisions of the Elections Code of the State of California.

7.9 Seal

The District may adopt a seal and alter it as the Board of Directors shall deem necessary.

7.10 Contract Bids

All contracts for the construction of any unit of work, except as otherwise statutorily provided, shall be in accordance with State law.

ARTICLE 8.0 AMENDMENTS

8.1 Amendments

These Bylaws may be altered, amended, repealed, in whole or in part, and new Bylaws may be adopted by the Board of Directors from time to time as the Board shall deem necessary. Any changes must be proposed in writing at least one regular meeting before adoption may be completed. Changes must be approved by at least a majority vote.