BYLAWS OF THE IMPERIAL IRRIGATION DISTRICT
WATER CONSERVATION ADVISORY BOARD

ARTICLE 1. PURPOSE

Section 1.01. The purpose for which the Water Conservation Advisory Board (the Board) is organized is to make recommendations to and advise the Board of Directors of the Imperial Irrigation District (the District Board) and the Imperial Valley farming community regarding water conservation.

ARTICLE 2. MEMBERSHIP

Section 2.01. The Board shall consist of fifteen (15) members, all of whom shall have voting privileges.

Section 2.02. Three (3) members shall be appointed by each member of the District Board. The District Board shall appoint members that reside and farm within the irrigation service area. Each member shall be a farmland owner and/or a person engaged in farming.

Section 2.03. The District Board shall designate two of its Directors to serve as liaison to the Board. District staff shall provide support to the Board as needed.

Section 2.04. Each member shall serve at the pleasure of the District Board Director.

Section 2.05. By a vote of not less than nine (9) members of the Board, a member may be removed from the Board for any reason. Further, if a member fails to attend three (3) consecutive Board meetings or five (5) meetings in any year during his term of office, his position may be declared vacant by a majority of the remaining members of the Board.

ARTICLE 3. MEETINGS

Section 3.01. Meetings of the Board shall be held in the Water Control Center Conference Room, located in the Imperial Irrigation District Headquarters, 333 East Barioni Blvd, Imperial, California, or other IID Facilities designated at the discretion of the Chairman or Secretary, as available.
Section 3.02. Each year, at its first regular meeting, the Board shall elect a chairman and vice-chairman and reorganize itself as required by these Bylaws.

Section 3.03. Regular meetings shall be held on the second Thursday of each month, except for August, provided however that the Board may by affirmative vote of a majority of its members change the date of a regular meeting.

Section 3.04. Special meetings of the Board may be called by the chairman, or, in his absence, the vice-chairman, or by a majority of the members of the Board. Special meetings shall be held at the Board’s regular meeting place.

Section 3.05. Notices of regular and special meetings of the Board shall be in letter format, sent to each member and advisor by fax and/or email and posted to the IID Web page by the secretary or other person designated by the chairman. Notice of all meetings shall be sent and posted at least 72 hours in advance.

Section 3.06. All meetings of the Board shall be held in compliance with the requirements of the Ralph M. Brown Act (Chapter 9, Division 2, Title 5 of the Government Code), and shall be open and public unless otherwise authorized by law.

Section 3.07. A quorum shall consist of 7 members. In the absence of a quorum, the Board may take measures to obtain a quorum, take a recess, and/or adjourn, but no other business shall be transacted.

Section 3.08. Each member is entitled to one (1) vote on each matter that requires action. Voting shall be by voice or show of hands, unless a member demands a roll call vote, in which event the secretary shall call the roll and duly record the votes of each Board member.

Section 3.09. Meetings of the Board shall be presided over by the chairman or, in his absence, the vice-chairman, or, in the absence of both, by a chairman chosen by a majority of the members present. The secretary shall act as secretary for all meetings. Meetings shall be governed by IID Policy G-8 to the extent it applies, and otherwise by Roberts Rules of Order, Revised, insofar as such rules are not inconsistent with or in conflict with these Bylaws.

Section 3.10. The Board may add items to the future agendas.
ARTICLE 4. OFFICERS

Section 4.01. The officers of the Board shall be a chairman, a vice-chairman and a secretary.

Section 4.02. The chairman and vice-chairman shall be members and shall be elected at the first meeting of each year by the Board, and shall hold office until removed or until their successors are elected and qualified. Either officer may be removed either with or without cause, by a majority of the Board, at any time.

Section 4.03. The chairman shall preside at all meetings of the Board and, shall, as required, serve ex officio as a member of all committees of the Board.

Section 4.04. In the absence of the chairman, or in the event of his inability or refusal to act, the vice-chairman shall perform all duties of the chairman, and when so acting shall have all powers of and be subject to all restrictions on the chairman.

Section 4.05. A Unit Supervisor of the Imperial Irrigation District shall serve, ex officio, as the Secretary to the Board. They shall not be a member of the Board and shall have no voting privileges. They shall be responsible for certifying and keeping the original of these Bylaws, as amended or otherwise altered, and shall maintain the same at the Imperial Irrigation District Headquarters, together with the book of minutes of all meetings of the Board, recording therein the time and place of holding, whether regular or special, and the proceedings conducted at said meetings. They shall be responsible for giving all notices in accordance with the provisions of these Bylaws or as required by law.

ARTICLE 5. MISCELLANEOUS PROVISIONS

Section 5.01. Committees. The Board and/or Chairman may designate two or more of its members to act as a committee, to investigate and report on such matters as the Board deems permissible under the bylaws. No act of any such committee shall be valid unless approved by vote of the Board itself.

Section 5.02. Fiscal Year. For purposes of these Bylaws, the business of the Board shall be conducted on a calendar year basis.

Section 5.03. No Compensation or Expense Reimbursement. Members shall receive no compensation, salary, or other remuneration for their service as members.
Expenses incurred by Board members, if any, in connection with their service, shall not be reimbursed.

Section 5.04. **Effective Date of Bylaws and Amendments.** Bylaws shall become effective upon their adoption by the Board, and approval by the District Board of Directors. Amendments may be adopted by an affirmative vote of two thirds of its members, subject to approval by the District Board of Directors.

IN WITNESS WHEREOF, the undersigned Secretary of the Water Conservation Advisory Board of the Imperial Irrigation District has executed these bylaws, amended at a regular meeting of the WCAB on January 10, 2013, and ratified by the WCAB on January 10, 2013.

Dated: **January 22, 2013**

[Signature]

SECRETARY, WATER CONSERVATION ADVISORY BOARD

The undersigned, Secretary to the Imperial Irrigation District Board of Directors, does hereby certify that the foregoing bylaws of the Water Conservation Advisory Board were amended at a regularly scheduled meeting on January 10, 2013.

Dated: **1-23-13**

[Signature]

SECRETARY, BOARD OF DIRECTORS
IMPERIAL IRRIGATION DISTRICT