

BYLAWS

SAN LUIS OBISPO COUNTY CHAPTER of the CALIFORNIA SPECIAL DISTRICTS ASSOCIATION

ARTICLE 1 - GENERAL

SECTION 1. NAME

The name of this organization shall be the San Luis Obispo County Chapter of the California Special District Association (SLOCCSDA), hereinafter referred to as "Chapter".

SECTION 2. PURPOSE

The purpose of the Chapter is to provide a local forum of members for the discussion, consideration, and interchange of ideas concerning matters relating to the purposes and powers of special districts and the California Special Districts Association (CSDA).

The Chapter Affiliation Agreement with CSDA is incorporated herein by reference.

SECTION 3. ADMINISTRATIVE OFFICE

The administrative office for the transaction of the business of the Chapter is to be the office of the President of the Chapter unless otherwise designated by the Board of Directors. An alternate designation shall not require an amendment of these Bylaws.

SECTION 4. RULES OF ORDER

Unless otherwise specified within the Bylaws, meetings shall be governed by the most recent edition of Roberts Rules of Order.

ARTICLE 2 - MEMBERSHIP AND VOTING

SECTION 1. MEMBERSHIP

There shall be two (2) classes of Chapter membership available:

- A. **REGULAR MEMBERSHIP.** Any independent special district that is a current Regular Member of CSDA and whose boundaries, in whole or in part, are within the County of San Luis Obispo is a Regular Member of the Chapter. A Regular Member may attend and participate in all meetings and activities of the Chapter, shall have voting rights and shall be eligible to hold office in the Chapter.
- B. **ASSOCIATE MEMBERSHIP.** Any person or organization who has evidenced interest in the purposes and goals of the Chapter, but is not a special district as defined above, may become

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an Associate Member upon payment of dues and approval of the Board of Directors. Associate Members shall be non-voting members of the Chapter and shall not be eligible to hold elective office but may attend and participate in meetings and activities of the Chapter.

SECTION 2. VOTING RIGHTS

Each Regular Member shall be entitled to one vote on all matters brought before the membership for vote. Eligibility to vote requires the Regular Member to be in good standing.

The governing body of each Regular Member shall designate, to the Secretary in writing, one representative and one alternate who shall exercise the right of the Regular Member to vote.

If no designation has been received and a matter is brought before the membership for vote at a general or special meeting, a representative known to be a director or employee of a district shall be allowed to vote, providing the position is not questioned by another director or staff member from that district who is also in attendance at the meeting.

Votes may be taken by voice, by show of hands, electronic ballot, or by written ballot, as determined by the President.

The Board of Directors may, in its discretion, authorize the voting upon any issue by written ballot emailed to each Regular Member. Such authorization shall specify the time and date when such written ballot must be received by the Chapter.

SECTION 3. ANNUAL DUES

Regular and Associate membership dues may be established annually by the Board of Directors and dues shall be the minimum amount required for purposes of conducting the business of the Chapter. Chapter dues, if established, are due and payable on July 1st of each year and shall be delinquent August 1st of each year. If annual dues are established, then any member who is not current with payment of dues shall not be in good standing and shall not be eligible to vote.

SECTION 4. NON-LIABILITY OF MEMBERS

Individual members of the Chapter are not liable for the debts, liabilities, and/or obligations of the Chapter.

ARTICLE 3 - MEETINGS OF MEMBERS

SECTION 1. QUARTERLY MEETINGS

The members shall meet quarterly at a time and place determined by the Board of Directors. All meetings shall be considered to be general membership meetings. Written notice of the membership meetings shall be delivered by email to each member of the Chapter at least ten (10) days before the meeting and shall be posted on the Chapter website.

SECTION 2. SPECIAL MEETINGS

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Special meetings of the members may be called by the President upon request of two (2) members of the Board of Directors or upon request of four (4) Regular Members of the Chapter. Written notice of the time and place of the special meeting of the members shall be delivered by email to each member of the Chapter at least ten (10) days before the meeting, except in cases of unforeseen circumstances or a declared emergency by said petitioners or the President.

SECTION 3. ANNUAL MEETING

An annual meeting of the membership shall be scheduled by the President around the first calendar quarter of each year. Written notice of the time and place of the annual meeting of the members shall be delivered by email to each member of the Chapter at least ten (10) days before the meeting, and shall be posted on the Chapter website.

SECTION 4. QUORUM

A quorum at any of the meetings of the members shall consist of a majority for the Board of Directors of the Chapter or a majority of Regular Members who are in attendance at the meeting.

ARTICLE 4 - BOARD OF DIRECTORS

SECTION 1. NUMBER AND TERM OF OFFICE

The Board of Directors of the Chapter shall consist of four (4) Directors as follows:

President, Vice President, Secretary, and Treasurer.

Each Director elected shall hold office for a term of one year or until a successor is elected. It is the intent of the membership of the Chapter that Directors be elected so as to reflect a broad geographical and varied classification of special districts.

SECTION 2. QUALIFICATION OF ELECTION

Directors shall be elected at the annual meeting of members held each year unless otherwise specified by the Board of Directors. Each Regular Member, through its representative, shall have the right to nominate candidates from the floor for the Board of Directors. No person shall be eligible to be a Director unless such a person is an elected member of the governing body of a Regular Member or an executive staff member. The candidates receiving the greatest number of votes shall be elected as Directors. Voting shall be done by voice vote of all Regular Members that are present at the meeting and voting.

SECTION 3. DISQUALIFICATIONS OF DIRECTORS, VACANCIES

A. All duly elected Directors shall serve in such capacity and term of office as provided for herein, unless such Director shall become disqualified for further service upon the occurrence of any of the following:

1. Where such Director is a member of the governing body of a member special district, and

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such Director's term of office therein expires, or the Director shall fail to be elected or re-elected.

2. Where such Director resigns from their position with a Regular Member.
3. Where such Director fails to attend three (3) consecutive meetings of the Board of Directors without leave of absence, the office as a Director may be declared vacant.
4. Where the Directors' organization ceases to be a member of the Chapter.
5. Where a vacancy exists, the Board of Directors may appoint a replacement to serve the balance of the unexpired term.

SECTION 4. DUTIES

PRESIDENT

- A. Serves as chairperson of the Board of Directors.
- B. Serves as ex-officio member of all Chapter committees.
- C. Appoints committees.
- D. Provides an agenda for member meetings to the Secretary or their designee for circulation to the membership.
- E. Calls meetings of the Board of Directors and special meetings pursuant to the Bylaws.
- F. Serves, or appoints a qualified individual to serve, as the Communications Liaison to facilitate communication between Chapter and CSDA and represent the Chapter at CSDA meetings and shall be the official spokesperson for the Chapter.
- G. Performs other duties necessary to carry out the functions of the office.

VICE PRESIDENT

- A. Performs all duties of the President in absence of the President.

SECRETARY

- A. Prepares the meeting minutes and maintains records of the general membership of the Chapter.
- B. The Secretary shall provide membership information to the Treasurer for the collection of dues.
- C. The Secretary shall give notice or cause to give notice of Chapter and Board of Directors meetings as provided by the Bylaws.
- D. The Secretary shall keep or cause to be kept a membership book containing the name and address of each member and the designated representative and alternate who shall have the right to vote for each Regular Member. In any case where membership has been terminated, such a fact shall be recorded in the book together with the date.
- E. The Secretary shall be responsible for providing information to the webmaster for posting on the Chapter website or may act as the webmaster themselves.

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- F. The Secretary shall perform such other and further duties as may be required by law or as may be prescribed or required from time to time by the Board of Directors or the Bylaws. Prior to leaving the office, all Chapter files and records shall be submitted to the new Secretary.

TREASURER

- A. The Treasurer shall be responsible for billing and collecting annual dues.
- B. The Treasurer shall collect and keep an accurate accounting of all Chapter funds and financial transactions. This includes establishing bank accounts and maintaining authorized signature cards for the four Chapter officers.
- C. The Treasurer shall disburse funds as directed by the Board of Directors. No funds shall be disbursed unless the check or other disbursement is executed by the Treasurer, or in the Treasurer's absence, one of the other three officers.
- D. The Treasurer will report on the balance of Chapter funds at member meetings.
- E. Prior to leaving the office, all financial records and a complete statement of receipts and disbursements shall be submitted to the new Treasurer.

BOARD OF DIRECTORS

Subject to the direction and control of the membership, all Chapter powers shall be exercised by or under the authority of, and the business and affairs of the Chapter shall be controlled by, the Board of Directors which shall have the following powers:

- A. To appoint and remove all officers, agents, and employees for the Chapter and to prescribe such powers and duties for any officers, agents and employees that shall be consistent with law, or the Bylaws.
- B. To conduct, manage and control the affairs and business of the Chapter and to make such rules and regulations therefore that are consistent with law, or the Bylaws.
- C. To designate the time and place for the holding of any regular meeting or other activity.
- D. To disburse funds, provided, however, that no funds shall be disbursed unless the check, draft or other financial instrument is signed by two of the following: the President, Vice President, Secretary, Treasurer, or designated Board of Director Member.
- E. To carry out such actions as provided in these Bylaws or such other actions authorized at a regular or special meeting by the general membership, as long as such actions are consistent with the laws and Chapter Bylaws.

ARTICLE 5 – REPRESENTATION

SECTION 1. SAN LUIS OBISPO LOCAL AGENCY FORMATION COMMISSION

Special Districts shall be represented on the San Luis Obispo Local Agency Formation Commission (SLO LAFCO) in accordance with state statute, representation of which shall be managed by SLO LAFCO.

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SECTION 2. SAN LUIS OBISPO COUNTY INTEGRATED WASTE MANAGEMENT AUTHORITY

Special Districts shall be represented on the San Luis Obispo County Integrated Waste Management Authority (SLOC IWMA) Board of Directors, representation of which shall be managed by the Chapter. Those Special Districts that have solid waste authority shall nominate and elect the special District representative and alternate representative to four-year terms.

(signatures follow on next page)

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CERTIFICATION

In witness whereof, we hereby certify that the foregoing Bylaws were duly adopted by a vote of ___ to ___ of the Regular Membership at a meeting of the Chapter on _____.

Name
Title, Agency
Chapter President

Name
Title, Agency
Chapter Secretary

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