

**BY-LAWS OF THE
METHOW VALLEY IRRIGATION DISTRICT**

Adopted April 9, 2018

Article I

Name

The Methow Valley Irrigation District (District) is organized, formed, and governed by Title 87, Revised Code of Washington State Law. (Title 87)

Article II

Seal

The Seal of the District shall consist of two concentric circles, between which appears the name of the District, and in the center of which shall be inscribed "Organized 1919" and such seal as impressed on the margin hereof and heretofore adopted by resolution of the Board of Directors is the seal of the District.

Article III

Directors, Terms

There shall be three directors, whose terms shall be three years with one being elected each year. (Title 87.03.080)

Article IV

Office, meeting day

The principal place of business is the residence of the appointed secretary. The directors shall meet in public meeting on the second Monday of each month, or on such other day as may be lawfully designated, including, but not limited to, executive meetings, emergency meetings, special meetings, and work sessions. (Title 87.03.115)

Article V

Directors, duties, powers

The directors of the District shall, on the first regular meeting of the year, organize as a Board and shall elect a President and a Vice-President and an Assistant Secretary from their number and appoint a Secretary. A majority of the directors shall constitute a quorum for the transaction of business, and in all matters requiring action by the Board

there shall be a concurrence of at least a majority of the directors. The Board shall have the power and it shall be its duty to adopt, change, modify, amend, or add to the by-laws of the District, as necessary, in order to provide for the government of the District. It shall, also, have the power and it shall be its duty to manage and conduct the business and affairs of the District, to make and execute all necessary contracts, to employ and appoint such agents, officers, and employees as may be necessary, to fix their compensation and to prescribe their duties. The Board will act only in legal meetings and whenever possible will inform management in advance of subjects to be covered. The Board shall make and, as necessary, alter or amend rules and regulations for the distribution and use of water among the owners of land within the District, as may be necessary to secure the just and proper distribution of water and control of waste water within the District, and concerning such other functions as may be properly exercised by the Board. The Board shall also make and amend or alter, as necessary, a system of charges for user services, connections, gates, valves, pipelines, etc. not otherwise included in the annual assessments. The Board shall establish and, as necessary, alter or amend the District's policy for the guidance of personnel in conducting their duties. (Title 87.03.115 and 87.03.140 and 87.03.460)

Article VI

Duties of officers, Secretary, Watermaster

President: The President of the Board of Directors shall preside at all meetings. The President shall sign all deeds and minutes of meetings and shall be the Chief Executive Officer of the District.

Vice-President: The Vice-President shall, in the absence of the President, exercise the duties and powers of that office.

Secretary: the Secretary shall keep the minutes of all meetings of the Board of Directors, shall issue all calls for meetings, make up the agenda for the meetings, issue calls for elections and supervise the same. The Secretary shall prepare the assessment roll, deliver it to the Board, give Notice of the Board of Equalization and complete the assessment roll and deliver it to the County Treasurer for collection. The Secretary shall collect all monies, except assessments, due the District, remitting them at least monthly to the County Treasurer. The Secretary shall keep the minutes of meetings, the books and records of the District, process payments owed by the District, and keep the Board of Directors informed, on a monthly basis, of the financial conditions of all funds and accounts. The Secretary shall perform such other duties as may be required by law or requested by the Board of Directors. The Secretary is responsible for the hiring, supervision, and dismissal of any administrative employees authorized by the Board. (Title 87.03.245 and 87.03.440 and 87.03.272)

Assistant Secretary: the Assistant Secretary shall, in the absence of the Secretary, exercise the duties of that office.

Treasurer: The Treasurer of the District is the County Treasurer. (Title 87.03.440)

Watermaster: The Watermaster shall supervise the distribution of water and shall be responsible to the Board of Directors for the proper maintenance of the District's facilities, including procurement of supplies, maintenance of equipment, and location, design, construction, or reconstruction of all facilities, including canals, pipelines, flumes, laterals, outlet drains, and pump station. The Watermaster shall prepare, and submit to the Board at its regular meeting in October of each year, a written report setting forth the major items of construction and reconstruction accomplished during the immediate preceding season, together with recommendations for the improvements of the system for which funds should be provided during the following construction and irrigation season. The Watermaster shall carry out the policy and instructions of the Board and shall be responsible for the hiring, supervision, and dismissal of any field employees authorized by the Board.

Article VII

Conflict of interest and bids

No member of the Board, officer, or employee of the District shall benefit from any contract or from the purchase or sale of property by the District. The Board of Directors shall call for bids for all construction work not done by District forces and for all major equipment or supplies purchased or replaced unless an emergency is declared by the Board. (Title 87.03.435 and 42.23.030)

Article VIII

By-laws, amendments, changes

These by-laws may be amended, repealed, or altered in whole or in part by a majority vote of the directors at any regular or special meeting, where such proposed action has been announced in the call and notice of such meeting has been published in the *Methow Valley News* for at least two weeks prior to such meeting.

Any resolution adopted by the Board that is in conflict with these by-laws shall not take effect until the by-laws have been amended to remove the conflict.

Article IX

Severability

If any portion of these by-laws shall be adjudged to be in conflict with Title 87, such adjudication shall not affect the by-laws as a whole, or any article, provision, or part thereof, not adjudged to be invalid or in conflict.