

# **CENTRAL PLATTE NATURAL RESOURCES DISTRICT**

## **BYLAWS**

### **ARTICLE I - THE BOARD OF DIRECTORS:**

1. The business and affairs of the Natural Resources District shall be administered by a board of directors, hereinafter referred to as "board".

### **ARTICLE II - THE OFFICERS:**

1. The officers of the board shall be a Chairman, Vice-chairman, Secretary and Treasurer, each of whom shall be elected by the board. The officers shall be elected at the first board meeting of each calendar year or as soon thereafter as possible. The term of office shall be two (2) years. No person may serve more than two (2) full consecutive terms in the same office. The election of the Chairman and Vice-chairman shall be held on odd numbered years; the election of the Secretary and Treasurer shall be held on even numbered years.

2. Each officer shall hold office until his successor has been elected, he resigns, he moves from the confines of the Natural Resources sub-district he represents or becomes incapacitated as determined by the board.

3. A vacancy in any office on the board because of resignation, disqualification or otherwise, shall be filled by the board for the unexpired portion of the term.

4. The Chairman shall:

- a. be the principal officer of the board and subject to the control of the board;
- b. be empowered to make such nonpolicy decisions between meetings as may become necessary in carrying out the works, policies and intents of the Natural Resources District;
- c. in general, supervise the business and affairs of the district;
- d. preside at all meetings of the district board;
- e. may sign, with any proper officer, any agreements, contracts or other instruments which the board has authorized to be executed. Exception would be in cases when the signing and execution shall be expressly delegated by the board or by these bylaws, to some other officer of the board, or shall be required by law to be otherwise signed and executed;
- f. in general, perform all duties incident to the office of Chairman and such other duties as may be prescribed by the board from time to time.

5. In the absence of the Chairman, or in the event of his inability or refusal to act, the Vice-chairman shall perform the duties of the Chairman. When so acting, he shall have all the powers of, and be subject to all the restrictions upon, the Chairman. The Vice-chairman shall perform such other duties as from time to time may be assigned to him by the Chairman or by the board.

6. The Secretary shall:
  - a. keep, or cause to be kept, the minutes of the board;
  - b. see that all notices are duly given in accordance with provisions of these Bylaws or as required by law;
  - c. in general, perform all the duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Chairman or by the board.

7. The Treasurer shall:
  - a. keep, or cause to be kept, an accurate account of all funds received and expended by the Natural Resources District;
  - b. be bonded in the amount required by statutes;
  - c. see that all approved accounts payable are paid and revenues received;
  - d. be empowered to sign checks of the Natural Resources District accounts to retire approved bills and debts of the district;
  - e. upon adoption of a resolution of the board the Treasurer may be authorized to expend monies belonging to the district without specific prior approval for any lawful purpose under the following circumstances:

A disbursement may be made when such disbursement

- (1) is in the best interests of the Central Platte Natural Resources District,
- (2) when approval of the board cannot be obtained within a reasonable time,
- (3) when a disbursement is generally otherwise provided for in an adopted budget, and

(4) when a disbursement does not exceed the amount of the bond of the person actually making such disbursement, provided that all such disbursements shall be promptly reported to the board at their next regular meeting.

- f. the Treasurer may delegate, orally or in writing, the authority vested in him to the Manager of the district, who shall upon such delegation be authorized and bound by such resolution to the same extent as the Treasurer;
  - g. in general perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Chairman or by the board.
8. In case that a quorum could not convene for any reason, the General Manager shall have the authority to approve reoccurring bills and salaries and forward to the Treasurer for his signature as funds are available unless the Treasurer shall delegate the signing of such reoccurring bills and salaries to the General Manager.
  9. In the case of warrants to draw funds from the county treasurers, the Treasurer of the district and the General Manager shall sign the warrants.
  10. In case of the temporary absence of any officer for any reason that the board may deem sufficient, the board may delegate the powers and duties of such officer to any other officer, or to any board member for the time of the temporary absence provided a majority of the board concur therein, except in the case of the board Treasurer because of restrictions imposed due to bonding requirements.

### **ARTICLE III – MEETINGS**

1. The board shall meet as business and affairs require, but in no case less than twelve (12) times annually.
2. Unless otherwise designated, a regular meeting of the board shall be held on the fourth Thursday of each month. Special and emergency meetings of the board may be called by, or at the request of, the Chairman of the board, or by any three (3) members of the board.
3. The Chairman of the board may designate the date, time and place of meetings for any regular or special meeting called according to the Bylaws.
4. Meetings and notices shall comply with the Public Meeting Law and each Natural Resources District director shall receive a copy of the meeting notices and agenda.
5. A quorum for the transactions of business at any meeting of the board shall be at least fifty-one (51) percent of the board. If less than such a quorum is present at a meeting, no official action shall be taken.
6. The act of a majority of the board members present at a meeting at which such a quorum is present shall be the act of the board.
7. Voting on any motion or resolution before the board shall be by roll call vote. When voting for officers and a motion for ballot is properly made, seconded and passed by a majority of the board present, voting may be by ballot.
8. Each member of the board present shall be entitled to one (1) vote upon each matter submitted to a vote at a meeting of the board, including the Chairman if he chooses to vote.

### **ARTICLE IV - COMMITTEES:**

1. Executive Committee -- The officers of the board shall act as the Executive Committee. Their authorities and responsibilities shall be to act for the board, subject to the board's control, in matters assigned them as responsibilities, and to make such non-policy decisions between meetings as may be necessary to carry out the works, policies and intents of the district.
2. Budget Committee -- The Budget Committee shall be composed of the officers of the board and the standing committee chairmen. The purpose of the Budget Committee shall be to analyze the financial needs of the district and develop an annual budget recommendation for the board's consideration and action.

3. Nominating Committee -- A three (3) member Nominating Committee shall be elected by the board. The purpose of the Nominating Committee shall be to develop recommendations for the election of board officers. The election of the Nominating Committee members shall be held not later than each November board meeting.
4. Standing Committees
  - a. At the first board meeting of each calendar year the board shall designate one or more standing committees, each of which shall consist of a minimum of three (3) directors plus such non-voting advisory committee members as shall be so designated. The committees shall have and exercise duties in the best interest and authority of the district. The designation of such committees and the delegation thereto of authority shall not relieve the board, or any individual director of any responsibility imposed upon it, or him, by law.
  - b. At the first board meeting of each calendar year the directors shall be requested to indicate their preference for serving on one (1) or more standing committees. The board Chairman shall have the authority for final approval of committee membership.
  - c. Each standing committee chairman shall be selected by the committee members. Such selection shall take place at the committee's first meeting following the beginning of each calendar year. The board Chairman shall have the authority for final approval of the committee chairman designation.
5. Special Committees -- The board Chairman shall have the authority to establish, and appoint members to, and to terminate temporary committees which may be necessary to deal with special issues as need dictates.
6. Standing or special committees may be terminated by a majority vote of the board members present at a special or regular board meeting, whenever in their judgement the best interests of the district may be served by such termination.
7. Any member may be removed from a standing or special committee by the board whenever in its judgement the best interests of the Natural Resources District may be served by such removal.
8. A committee member may succeed himself on any committee unless otherwise prevented by these Bylaws or by law.
9. Vacancies in the membership of any committee may be filled in the same manner as provided in the case of the original provision for membership.

**ARTICLE V – Parliamentary Authority:**

1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of this organization in all cases of which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order the organization may adopt, and any statutes applicable to this organization that

do not authorize the provisions of these bylaws to take precedence.

**ARTICLE VI - AMENDMENTS:**

1. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the board.
2. Such action may be taken at any regular or special meeting of the board, provided notice of such action is included in the notice of the meeting at which such amendments, alterations or repeals are to be voted upon.