

By – Laws
of the
WEST OTERO TIMPAS CONSERVATION DISTRICT

Section 1. Organization. Within twenty (20) days after the formal organization of the District, the Board of Supervisors, hereinafter called the Board, shall meet at some place within or adjacent to the district and shall proceed:

- a. To elect from its members a president, vice-president, secretary, and treasurer, provided that if in the opinion of the Board it is wise to do so, the office of secretary and treasurer may be combined. A majority vote of the Board shall be necessary to choose an officer.
- b. To adopt a seal in accordance with the provision of Section 35-70-108 of the Colorado Soil Conservation Act.
- c. To select some place within, or adjacent to, the district which shall thereafter, until further action of the board, be in the principal place of business of the district.

Section 2 Board of Supervisors. The number of members on the Board shall be five and will be elected as provided for in Section 35-70-105 of the Soil Conservation District Act. The members of the Board will have no term limits. A minimum of three (3) of the five (5) supervisors must be actively engaged in farming and or ranching. A concerted effort shall be made by the Board of Supervisors to secure potential supervisors from all different areas of the district. Any resident county extension agent whose jurisdiction lies wholly or in part in the established conservation district shall be an ex-officio member of the Board of Supervisors, serving in an advisory capacity, but without the right to vote.

Section 3. Appeals. If the owner of any lands within the district desires, he/she may appeal any decision of the Board to the State Soil conservation Board. The procedures for the appeal are outlined in Section 35-70-110 of the State Soil Conservation Act.

Section 4. Powers and Duties of Officers. The president shall preside at all meetings of the Board and of the landowners within the district. He/she shall be the executive officer of the district and shall sign, for the district and the Board, any contracts, agreements, or other papers necessary to the conduct of the affairs of the district, when only authorized to do so by the Board. He/she shall have such other duties and powers as are usually associated with the executive officer of a public corporation.

The vice-president shall take the president's place in his absence.

The secretary shall be the custodian of the seal of the district and of all papers, documents, and records of the district and the Board. He/she shall keep accurate and complete minutes of all meetings of the district landowners and the board, which minutes shall be available for inspection by any owner of land in the district at reasonable times. He/she shall attest the

signature of the president to all contracts, agreements, and other papers necessary to the conduct of the affairs of the district, except for the disbursement of funds.

The treasurer shall be the custodian of the funds of the district and at all times is charged with their safe-keeping. He/she shall affix his/her signature to all vouchers, warrants, checks, or other instruments for the disbursement of funds of the district. He/she shall keep at all times an accurate and complete record of the financial transactions of the district, and of funds remaining in her/her hands, and such records shall be available for inspection by any landowner of the district at reasonable times. In the absence of the treasurer the president shall have all powers and authority of the treasurer.

Section 5. Meeting of the Board and Quorum. Regular meetings of the Board shall be held once each month at a location chosen by the Board. At each meeting of the board, the members present shall fix the day and hour of the next regular meeting and the secretary shall notify each member in writing or by telephone or personal message, not less than three (3) days before the date of such meeting. Special meetings of the Board may be called an any time by the president or any other member of the Board on twenty-four (24) hours' notice in writing or by telephone or personal message. The notice of the meeting must be posted in a public place within the boundaries of the district not less than twenty-four (24) hours prior to the holding the meeting. The presence of three (3) members of the Board shall constitute a quorum, except that in any meeting for the purpose of preparing and certifying a budget, five (5) members shall approve such action.

Section 6. Meetings of the Landowners. Annual meetings of the landowners of the district shall be held at a place convenient with, or near the district boundaries at such time and place as shall be determined by the Board. Special meetings of the landowners of the district may be called by the Board when deemed necessary, or by a petition signed by at least twenty-five (25) landowners. The secretary shall give notice of such regular or special meetings by a notice published in a newspaper of general circulation within the district not more than thirty (30) days nor less than ten (10) days in advance of the meeting.

At all regular annual meetings, the landowners shall receive the reports of the officers of the district and shall transact such other business as may come before the meeting.

At any special meeting of the landowners, only such matters shall be considered as have been included in the notice given.

At any regular annual or special meeting of the landowners of the district, a majority of those present in person shall prevail. Those present in person shall constitute a quorum. The Board shall make all arrangements for and conduct the meeting of landowners.

Section 7. Voters by Agent. At any meeting of the landowners of the district, a corporation owning land within the existing district is entitled to vote if such corporation duly authorizes an agent to vote in the election in its behalf. A landowner who is a qualified voter or qualified elector as defined in Section 32-1-103 (5) (a) may authorize a family member who is a registered voter and a renter or manager of the land to vote in an election in its behalf.

Section 8. Qualification of Voters. Any person having an interest may be heard at any special or regular meeting of landowners of the district, but only qualified voters, as defined by Section 35-70-104 of the Colorado Soil conservation Act, or their authorized agents, shall be permitted to vote. At all such meetings the Board shall appoint a committee and such committee shall examine the qualifications of all persons presenting themselves for the purpose of voting and shall report to the president a complete list of qualified voters present in person. Such list shall constitute the voting list of such meeting and in the event of protest as to any portion of such report, or as to any list, such report may be accepted or amended to a majority vote of those qualified voters present against whose qualifications no protest is made.

Section 9. Rules and Order of Business. At all meetings of landowners within the district, Robert's Rules of Order shall govern the conduct of business and the order of business shall be established by the Board.

Section 10. Taxation. Taxes or assessments within the district may be levied in accordance with Section 35-70-109 in the Colorado Soil Conservation Act.

Section 11. Vacancies. Vacancies on the board shall be filled as provided in Section 35-70-107 of the Colorado Soil Conservation Act. Vacancies in the offices of president, vice-president, secretary and treasurer shall be filled by the Board.

Section 12. Removal of Supervisors and Officers. Any member of the Board may be removed from office by the recall procedure outlined in Sections 32-1-906 and 32-1-907 of the Colorado Revised Statutes. Any office of the Board may be removed from such office at any time by a majority of all of the members of the Board. Any Board member may be removed from any committee or other appointment by majority vote of the Board.

Section 13. Employment of Assistance. If in the opinion of the Board it shall be necessary or for the best interests of the district, to employ some person or persons not qualified to vote in the district, as district manager, it shall have the power to do so. It shall also have power to employ such legal, technical or other assistance as may be necessary to the conduct of the affairs of the district, but in no event shall the employment of any assistance authorized in the section obligate the district beyond the amount of its available funds or reasonable revenue expectancy.

Section 14. Finances. The balance of the savings and checking accounts of the West Otero and Timpas soil conservation Districts will be combined to establish the treasury of the consolidated district.

Section 15. Assets. All the current equipment and other property owned by the West Otero and Timpas Soil Conservation Districts will become assets of the consolidated district.

Section 16. Amendment of By-Laws. The by-laws of the soil conservation district may be altered, amended or repealed, or additions made thereto, at any regular or regularly called special meeting of the district upon compliance with the following requirements:

- a. A petition whose text sets forth the [proposed amendments in full, signed by not less than three (3) percent or fifty (50) of the qualified voters of the district, whichever is less, must be filed with the supervisors.
- b. The complete text of the proposed amendment must be published in the notice of the meeting at which it is to be considered, such notice must be published at least once in a newspaper of general circulation within each county in which property included within the district is located not less than ten (10) days prior to said meeting.
- c. Those present at the said meeting at which the proposed amendment is to be considered shall constitute a quorum for the consideration of the proposed amendment.
- d. The affirmative vote of two-thirds majority thereof shall be required to adopt the proposed amendment.

APPROVED at a meeting of the Board held on February 8, 2000.

Revised: February 10, 2014