

BYLAWS  
NORTH FORK KINGS GROUNDWATER SUSTAINABILITY AGENCY

*Adopted* [January 10, 2018]

PREAMBLE

These Bylaws are adopted and effective as of January 10, 2018, pursuant to Senate Bill 56, effective January 1, 2017, and codified at California Water Code Appendix Section 143-101, *et seq.* (the “Act”).

ARTICLE 1. THE AGENCY

1.1. *Name of Agency.* The name of the Agency created by the Act is the North Fork Kings Groundwater Sustainability Agency (the “Agency”).

1.2. *Office of Agency.* The principal office of the Agency shall be at the Kings River Conservation District, 4886 East Jensen Avenue, Fresno, CA 93725, or at such other location as the Board may designate by resolution.

ARTICLE 2. BOARD OF DIRECTORS

2.1. *Board of Directors.* The Agency shall be governed by a Board of Directors (the “Board”), pursuant to Sections 143-501 and 143-502 of the Act. Pursuant to said sections, the Board shall be governed by seven Directors. The seven Directors shall be appointed as follows:

(1) One Director shall be a resident or landowner within the territory of the agency chosen by the County of Fresno. The Director shall have experience or expertise in land use, water management, or improving access to drinking water in economically disadvantaged communities.

(2) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of the following entities:

- Clark’s Fork Reclamation District;
- Laguna Irrigation District; and
- Upper San Jose Water Company.

(3) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of special districts that are authorized to provide drinking water within the territory of the agency, who shall be chosen from the members of the governing boards of the special districts, including, but not limited to, the following special districts:

- Laton Community Services District;

- Riverdale Public Utility District; and
- Lanare Community Services District.

(4) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of special districts that are authorized to provide drinking water within the territory of the agency, who shall be chosen from the members of the governing boards of the special districts, including, but not limited to, the following special districts:

- Crescent Canal Company; and
- Stinson Canal and Irrigation Company.

(5) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of the following entities:

- Riverdale Irrigation District; and
- Reed Ditch Company.

(6) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of the following entities:

- Liberty Mill Race Company; and
- Burrel Ditch Company.

(7) One Director shall be a resident or landowner within the territory of the agency chosen by the members of the governing boards of the following entities:

- Liberty Water District; and
- Liberty Canal Company.

2.2. *Alternates.* Pursuant to Water Code Appendix Section 143-501(b), there shall be an alternate for each Director, chosen in the same manner and by the same entities as the Director. The Alternate Director shall act in place of the Director he or she is an alternate for in case of that Director's absence or inability to act.

2.3. *Vacancies.* Any vacancy in any Director or Alternate Director seat because of death, resignation, removal, disqualification, or any other cause will be filled for the balance of the vacated term in the manner prescribed in these Bylaws or Enabling Act for regular appointment to that seat; provided, however, that such vacancies may be filled at any regular or special meeting of the Board.

2.4. *Terms of Office.* Pursuant to Water Code Appendix Section 143-502, the terms of office for the members shall be four (4) years. A Director or Alternate Director may serve more than one term of office.

2.5. *Quorum.* A quorum of the Board for convening any meeting shall consist of a majority of all Directors, or in the absence of a Director, such Director's alternate. A quorum of the Board must be present at the time of any vote on any matter before the Board. An affirmative vote of at least a majority of all Directors, or designated alternate Director, present in a quorum of the Board, shall be required for any action of the Board. Notwithstanding the foregoing, approval of certain types of matters shall require the approval of two-thirds of the Directors of the Board. The items requiring approval of two-thirds of the Directors of the Board are: agenda items to approve or revise budgets, assessments, litigation, the hiring or termination of the chief executive officer, the adoption of bylaws, the adoption of the GSP, the addition of new Members, the termination of Members, and amendments of this Agreement. Directors representing a Member who is delinquent in any past or present monetary contributions shall abstain from voting on all matters.

### ARTICLE 3. BOARD MEETINGS

3.1. *Meetings.* The Board's regular meeting schedule shall be bi-monthly, the fourth Wednesday of the month at 5:30 P.M. at the Riverdale Community Education Center, 3160 West Mt Whitney Avenue, Riverdale, CA 93656. Special meetings of the Board may be called by the Chair or any Director upon written request.

### ARTICLE 4. OFFICERS

4.1. *Officers.* The Officers of the Agency are the Chair, Vice-Chair, and Secretary-Treasurer.

4.2. *Election of Officers.* At the first meeting of the Board after January 1 each year, nominations for the Officers will be made and seconded by a Director. If more than two (2) Directors are nominated for any one office, voting will occur until a nominee receives a majority of the votes cast.

4.3. *Removal of Elected Officers.* An officer may be removed, with or without cause, by a majority vote of the Board at a regular or special meeting.

4.4. *Vacancies.* Any vacancy in the offices because of death, resignation, removal, disqualification, or any other cause will be filled for the balance of the vacated term in the manner prescribed in these Bylaws for regular appointments to that office; provided, however, that such vacancies may be filled at any regular or special meeting of the Board.

4.5. *Resignation of Officers.* Any Officer may resign at any time by giving written notice to the Board Chair or Secretary-Treasurer. Any resignation takes effect at the date of the receipt of that notice or at any later time specified in that notice. Unless otherwise specified in that notice, the acceptance of the resignation is not necessary to make it effective.

4.6. *Responsibilities of Officers.*

4.6.1. The Chair shall (1) preside at and conduct each meeting of the Board, (2) represent the Board as directed by the Board, (3) be an ex-officio member of each committee established by the Board, and (4) perform other such duties as may be imposed by said Board.

4.6.2. The Vice-Chair shall act and perform all of the Chair's duties in the absence of the Chair.

4.6.3. The Chair and/or Vice-Chair shall sign all contracts and agreements as approved by the Board.

4.6.4. The Secretary-Treasurer shall (1) keep or cause to be kept, at the principal executive office of the Agency, a book of minutes of all meetings and actions of Directors and Committees of the Agency; (2) prepare, give, or cause to be given, notice of, and agendas for, all meetings of the Board and committees of the Agency; and (3) exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

## ARTICLE 5. BOARD ADVISORY COMMITTEES

5.1. *Board Committees.* The Board may establish temporary or permanent advisory committees that include persons representing interests of beneficial uses and users of groundwater for purposes of assisting the board in the development and operation of the groundwater sustainability agency and the development and implementation of the agency's groundwater sustainability plan. Through its Enabling Act, the Board has established one standing advisory committee, the Rural Community Advisory Committee. The purpose of the advisory committees is to provide input, recommendations, and feedback to the Board on specific issues. The Board will seek input, recommendations, and feedback from the advisory committees as needed. All standing committee meetings shall be subject to the Ralph M. Brown Act. Temporary or *ad hoc* committees will be subject to the Ralph M. Brown Act if so required by law. Members of all committees shall serve without compensation.

5.2. *Agenda & Meeting Minutes.* The Secretary as identified in Section 4.1 of these Bylaws shall prepare all agendas, agenda packets, and minutes of any committee meetings to ensure compliance with all applicable legal requirements, including but not limited to, the Ralph M. Brown Act.

5.3. *Rural Community Advisory Committee.*

5.3.1. *Purpose.* Pursuant to Section 143-703(b) of the Act, the Agency shall establish a Rural Community Advisory Committee for purposes of assisting the board to consider the interests of all beneficial uses and users of groundwater. The Rural Community Advisory Committee is advisory in nature and has no authority to approve, deny, or require modifications to any matter or project under the committee's consideration. Committee members are responsible for ensuring that they are recognized as interested parties by the Agency and are receiving Agency correspondence. Committee members are responsible for actively participating in the business of the Committee to further the purpose and goals stated previously in these bylaws.

5.3.2. *Chair and Vice-Chair.* The committee members will select a chair and vice-chair for the Committee annually. Appointment of a chair and vice-chair are subject to approval by the Board. The chair, or in his or her absence, the vice-chair, is responsible for relaying updates and meeting summaries as well as any actions taken from the Committee to the Board. This responsibility may be delegated to Agency staff as appropriate.

5.3.3. *Members.* The RCAC shall consist of at least three (3) members and no more than nine (9) members. The committee members shall serve at the pleasure of the board and shall include, but not be limited to, representatives of domestic well owners, municipal well operators, local land use planning agencies, residents served by a public water system that serves 200 or more connections, residents served by a small community water system, residents served by a public water system that serves fewer than 200 connections, and environmental justice organizations or community benefit organizations with demonstrated experience working with disadvantaged communities and with expertise in drinking water, groundwater, or land use. Committee members will be appointed by the Board from applications received based on a willingness and appropriateness to represent the interests of rural communities as outlined in this section. The initial application period shall be no shorter than one month. After the initial application period, the Board may appoint members from applications received on an ongoing basis. At minimum, every two years following the initial application period new applications will be solicited by the Board. Members will serve two-year terms and may be reappointed.

5.3.4. *Meetings.* Regular meetings shall be held on a schedule established by vote of the RCAC. A special meeting may be called by the Chair of the RCAC, or any two members of the RCAC upon written request. A quorum of the committee for convening any meeting shall consist of a simple majority of all members. An affirmative vote of at least a majority of those in attendance at the meeting shall be required for any action. Members have the right to offer a dissenting opinion.

## ARTICLE 6. ETHICS AND CONFLICTS OF INTEREST

6.1. The Agency shall be subject to the conflict of interest rules set forth in the Political Reform Act (commencing with Section 81000 of the Government Code of the State of California) and Sections 1090, *et seq.* of the Government Code. The Agency shall adopt a conflict of interest code.

## ARTICLE 7. AMENDMENT

7.1. These Bylaws may be amended from time to time by resolution of the Board duly adopted pursuant to the Act at a regular or special meeting of the Board.

## ARTICLE 8. DEFINITIONS AND CONSTRUCTION

8.1 Unless specifically defined in these Bylaws, all defined terms shall have the same meaning ascribed to them in the Act. If any of the terms within these Bylaws conflict with any

item of the Act, the Act's terms shall prevail, and these Bylaws shall be amended to eliminate such conflict of terms.