

~~BY-LAWS~~BYLAWS OF WALKER RIVER IRRIGATION DISTRICT

PREAMBLE

~~In pursuance of the provisions of that certain Act of the Legislature of the State of Nevada, known as the Nevada Irrigation District Act, approved March 19, 1919, The provisions of N.R.S. 539.233, among other things, allow the Board of Directors of an irrigation district to establish bylaws. Bylaws were first adopted for the Walker River Irrigation District organized and existing under and by virtue of the provisions of said Act, adopt the following By-Laws: on July 5, 1920. The Bylaws were amended on March 7, 1986. To a large extent, the District Bylaws have consisted of provisions which are either taken verbatim from a portion of N.R.S. Chapter 539, or are a paraphrase of portions of that Chapter. To the extent that the subject matter of a bylaw is provided for in a provision of Nevada law, that law will control.~~

-I-

NAME

The name of this District is: WALKER RIVER IRRIGATION DISTRICT. The name of the District may only be changed as provided in N.R.S. 539.060 as it may be amended from time to time.

-II-

DIVISIONS

The number of divisions ~~of said~~in the District is Five (5). The number of divisions in the District may only be altered or changed as provided in N.R.S. 539.110 as it may be amended from time to time.

-III-

DIRECTORS AND OFFICERS

The governing body of the District shall be a Board of five (5) Directors, who shall be elected one from each division ~~as prescribed by the Nevada Irrigation District Act.~~ The Directors shall elect from their number a President and Vice-President, and shall appoint a Secretary and Treasurer who may or may not be members of the Board, providing one person may be appointed to serve as Secretary and Treasurer. All such officers shall serve at the will of the Board. The number of Directors may only be altered or changed as provided in N.R.S. 539.110 as it may be amended from time to time.

-IV-

VACANCIES

Any vacancy in the office of the ~~Board of Directors by any cause, can be filled by the remaining members of the Board by the appointment of a qualified elector as prescribed by the Nevada Irrigation District Act, from the Division in which the vacancy occurs. Such Director~~directors shall be filled as provided in N.R.S. 539.070 as it may be amended from time to time, and the director appointed to fill the vacancy shall hold ~~his~~ office for the unexpired term of his predecessor in office and until his successor is elected and qualified.

-V-

OFFICE

The office of the District is fixed at 410 North Main Street, in the City of Yerington, State of Nevada. The office of the District may be relocated by the Board of Directors as provided in N.R.S. 539.083 as it may be amended from time to time.

-VI-

MONTHLY MEETING

Regular monthly meetings of the Board of Directors shall be held at the Office of the District on the 7th day of each month, unless the 7th day of the month falls on a weekend or a legal holiday, then the meeting shall be held on the nearest judicial day after the 7th day of the month. Special meetings may be called by the President or by a majority of the Board. The order calling a special meeting shall specify the business to be transacted and shall be entered of record in the Minutes of the Board and the Secretary shall give each member not joining in the order five (5) days notice in writing of the time and purpose of said meeting. No other business shall be transacted at any special meeting than that specified in the call unless all members of the board are present. All meetings shall be noticed and conducted in accordance ~~to the Nevada Open Meeting Law~~with the provisions of N.R.S. Chapter 241 as it may be amended from time to time.

-VII-

QUORUM

A majority of the members of the Board shall constitute a quorum for the transaction of business, but on all questions requiring a vote, there shall be a concurrence of a majority of the members of the Board.

-VIII-

AMENDMENTS

~~These By-Laws~~The provisions of these Bylaws which are not controlled by a provision of Nevada law may be amended at any regular monthly meeting by unanimous vote of the Board of

Directors, or by a majority vote of the Board at a meeting held one month subsequent to the proposal of an amendment or amendments in writing. The provisions of these Bylaws which are controlled by a provision of Nevada law may only be amended in a manner which conforms to that law.

-IX-

ORDER OF BUSINESS

The ~~order of business shall be as follows:~~business at any regular or special meeting of the Board of Directors shall be conducted pursuant to an agenda which complies with the provisions of N.R.S. Chapter 241 as it may be amended from time to time.

- ~~1. Calling meeting to order.~~
- ~~2. Roll call of members.~~
- ~~3. Reading and approval of minutes of last preceding regular and special meetings.~~
- ~~4. Reports of standing and special committees.~~
- ~~5. Reports of officers.~~
- ~~6. Presentation and disposition of claims.~~
- ~~7. Unfinished business.~~
- ~~8. Presentation of petitions.~~
- ~~9. New business.~~

-X-

DUTIES OF OFFICERS

(a) PRESIDENT: The President of the Board of Directors shall preside at all meetings. ~~He shall sign all contracts, warrants, bonds and other instruments to be executed upon the part of the Board, and~~The President shall perform such other duties as ~~usually pertain to the office of President of the Board of Directors of incorporated companies~~are required under Nevada law of the president of an irrigation district, and such other duties as the Board may prescribe.

(b) VICE-PRESIDENT: In the absence or the inability of the President to act, the Vice-President shall perform all the duties and exercise all of the powers of the President. such other duties as may be required of the vice-president of an irrigation district under Nevada law, and such other duties as the Board may prescribe.

(c) SECRETARY: The Secretary shall keep a correct record of ~~all the transactions~~minutes of meetings of the Board of Directors ~~and a file of all instruments, contracts and other records and papers of the Board. He shall sign all bonds issued by the District and shall attach the seal of the District thereto, and shall sign all warrants and keep a correct record of all of the financial transactions of the Board; he shall be the assessor of the District and~~ shall do and perform all other acts and things required under the provisions of ~~the said Nevada Irrigation~~

~~District Act.~~ Nevada law of the secretary of an irrigation district, and such other duties as the Board may prescribe.

(d) TREASURER: The Treasurer shall ~~keep~~ cause to be kept an accurate account of all of the financial transactions of the District: ~~he shall deposit the money coming into his hands as such Treasurer in such bank or banks or other depository as the Board of Directors shall designate, and apportion the same to the various funds to which the same belong, and shall keep, and shall~~ cause to be kept such books and records as shall at all times show the state of the accounts of the several funds into which the money of the District is apportioned. ~~He~~ The Treasurer shall see to and assist that there be an annual independent audit made of ~~said the~~ Districts' financial records ~~and files~~ presented at the Board of Directors monthly meeting in November. ~~He, and~~ shall perform such other duties as ~~are prescribed by the Nevada Irrigation District Act, or as may be required by the Board of Directors; he shall make no disbursements except upon vouchers signed by the President and Secretary authorized by order to~~ may be required under Nevada law of the treasurer of an irrigation district, and as the Board may prescribe.

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BONDS **AGENTS AND EMPLOYEES**

The Board ~~of Directors shall have the power to incur any debt or liability whatever, either by issuing bonds or otherwise, in amounts expressed in and according to paragraphs 539.477 through 539.665, Chapter 549, Nevada Revised State Statutes.~~ may employ and engage such agents, employees or other representative in the interest of the District as may be required, and prescribe their duties and remunerations.

~~——— Limitation on indebtedness; issuance of warrants; levy and collection of assessments.~~

~~——— (a) ——— For the purpose of organization or any of the purposes of the District, the Board of Directors may incur an indebtedness not exceeding in the aggregate the sum of \$180,000, and may cause warrants of the District to issue therefore, bearing interest which must not exceed by more than 5 percent the Index of Revenue Bonds which was most recently published before the bids are received or a negotiated offer is accepted. The Board may levy an assessment on all lands in the District for the payment of those expenses.~~

~~——— (b) ——— Thereafter the Board may levy an annual assessment, in the absence of assessments therefore under any of the other provisions of this Chapter, of not more than \$1.50 per acre on all lands in the District for the payment of the ordinary and current expenses of the District, including the salaries of officers and other incidental expenses.~~

-XII-

ENGINEER

~~———— The Board of Directors may appoint or hire a competent engineer or engineering firm who shall perform such duties and make such reports to the Board of Directors as they may from time to time require.~~

~~-XII-~~

ASSESSMENTS AND TOLLS

~~On the regular board meeting date in February of each year, the Board of Directors shall levy an assessment upon all water right lands within the District, sufficient to pay the interest on all outstanding bonds, and to provide a sinking fund for the redemption of such bonds, as the same shall fall due.~~ The Board may levy such assessments, rates, tolls or charges as are allowed under Nevada law.

For the purpose of defraying the organization and ordinary and current expenses of the District and of the cared, operation, maintenance, management, repair and necessary current improvement or replacement of existing works and property, including salaries of officers, wages of employees and other proper and incidental expenditures, the Board may fix a rate of toll or charge annually for each acre foot of storage water allocated to the water user thereof, which shall be based upon an estimate of the operation and maintenance revenue required for the current or ensuing year to be determined by the Board of Directors. And in addition thereto and for the same purposes, may levy an assessment as determined by the Board of Directors on all of the water right lands of said District. The basis of which shall be by the acres of water right land, including storage, decree and State permitted rights.

Failure to pay the assessment or tolls as hereinbefore provided upon the part of any one subject thereto, shall operate to prevent such person from receiving any storage water until such assessments or tolls are paid, and the manager of the District or such other person or persons as the Board of Directors may designate, shall have power to prevent delivery of storage water to such person or persons in default.

~~-XIV-~~ XIII-

IRRIGATION SEASON

The season for the delivery of Storage Water shall ~~commence on the 1st day of April and end on the 31st day of October~~ be as provided in the District's Rules and Regulations Concerning the Use and Distribution of Water.

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DISTRIBUTION OF STORAGE WATER

All water stored in Topaz and Bridgeport reservoirs comprising the several projects adopted by the District shall be distributed, except as otherwise herein provided, to the land owners

within said District, in proportion to the apportionment of benefits to each parcel in relation to the total benefits apportioned throughout the entire District, and this rule of apportionment shall apply in respect to the water stored in each reservoir individually wherever benefits have been apportioned.

~~-XVI-~~XV-

REVISION OF APPORTIONMENT OF BENEFITS

At the regular meeting of the Board of Directors on the seventh day of March of each year, the Board of Directors may revise the apportionment of benefits by correcting any mistakes or inaccuracies therein and may increase or decrease the benefits theretofore apportioned to any land owner or may apportion benefits to land upon which no benefits have theretofore been apportioned, in accordance ~~to Chapter 539 of the Nevada Revised State Statutes~~with the provisions of and as provided in N.R.S. 539.680 as it may be amended from time to time.

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