

**Farmers Irrigation District**  
**By-Laws**

These By-Laws when adopted by a majority (as defined herein) vote shall nullify and abrogate any and all pre-existing by-laws of Farmers Irrigation District.

**Article I. Organization**

Section 1.1

The name of this District, organized under 73-9-1 N.M.S.A., shall be the Farmers Irrigation District. The purposes of this District shall be in accord with its statutory authority. This District is a political subdivision, organized by the order of the San Juan County Commissioners of June 7, 1954. This District shall be governed by State Statutes and adopted by-laws.

Section 1.2

The offices and principal place of business shall be in San Juan County, New Mexico, as designated by the Board of Directors.

**Article II. The Board of Directors**

Section 2.1

Districts

The irrigation district shall be under the control and supervision of a Board of Directors. All voters of the whole district shall elect the directors. There shall be three districts to this Irrigation District, each as depicted on the map attached hereto as Exhibit A. There shall be three elected directors, one of whom shall be a landowner of district 1, whose boundaries are as follows: from the head of the ditch to Estes Arroyo; the second director shall be a landowner of district 2, whose boundaries are as follows: from Estes Arroyo to Barton Arroyo; the third director shall be a landowner from district 3 whose boundaries are as follows: from Barton Arroyo to the end of the ditch.

Section 2.2

Elections

The Directors shall be elected annually on the first Tuesday following the first Monday in December of each year. The directors, from their number, shall elect a president, a treasurer, and a secretary. . The Irrigation District shall purchase a \$30,000 bond to cover the Board of Directors annually, within 7 days of the election. Each year, one director shall be elected to a term of three years. Thirtydays prior to any election held under these by-laws, the election secretary shall give notice by mailing an approved ballot to each known member of the Irrigation District The board's election secretary shall also give notice of the election by publishing, at least once a week for at least three weeks prior to the election, a notice of the election, in a newspaper of general circulation in the district. Last date of the notice published shall be no less than three (3) days before the election. All owners of land within such district, who are qualified electors under the Election Code [1-1-1 to 1-21-14 NMSA 1978] shall be qualified electors. Only one person shall be permitted to vote at any election as the owner of a tract of land being determined by the county as having a separate tax number for each tract. Each elector shall be entitled to cast and have counted as many votes as he owns acres of land in the district, but no voter may cast more than 100 (one hundred) votes. Votes may be cast by proxy as set out in Section 3.7. An owner of land may be elected as a director even though he is not a resident of the District. The Board of Directors shall appoint three (3) judges, one of whom shall act as a clerk, who shall constitute a board of election for each precinct. The Board of Directors shall meet on the first Monday following the due date of the mail-in ballots to canvass election returns. The secretary of the board shall file with the county clerk a report of the election.

### Section 2.3

#### Quarterly Meetings, Special Meetings, Emergency Meetings, Work Sessions

The Board of Directors shall hold regular quarterly open meetings During the first two weeks January, April, July, and October of each year, and special meetings may be held as required. These meeting may not be delayed at the convenience of a member of the Board of Directors. All special meeting shall be called by the president of the board, or by any two (2) directors. Regular meetings shall have reasonable notice of no less than ten (10) days. Special meetings shall have no less than three (3) days notice. Emergency meetings, where issues concerning threats to health, safety, or property must be acted upon may be held without notice. All meeting of the board must be open and public and 2 (two) members of the Board of Directors shall constitute a quorum for the transaction of business. All items requiring a vote must have a quorum of the Board of Directors. Items to be approved by a vote of the members shall be determined by a majority vote of the members present at the meeting. A quorum for any membership meeting shall consist of the members at the meeting.

Meetings not open and public shall be limited to the following:

- a. Personnel matters: hiring promotion, demotion, dismissal
- b. Meetings with counsel subject to attorney client privilege on threatened or pending litigation

Meetings closed must be:

- a. Closed by a vote made at an open, public meeting by a majority of a quorum of the Board of Directors.
- b. made by citing the specific basis for closure in the minutes
  - c. by vote of each **Board Member** noted in the minutes
  - d. closed meetings can only discuss matters for which meeting was closed.
- e. Minutes of the meeting following the closed meeting shall contain a statement that prior meeting was closed for reasons specified previously, and that no item besides the item specified in the minutes was discussed at the closed meeting.

Minutes shall be written, including, at minimum, the date, time, place of meeting, names of board members in attendance and those absent, a signed list of district landowners present, the substance of proposals considered, a record of any decisions and votes taken showing how each member voted. Draft minutes shall be prepared within 10 (ten) working days after the meeting and shall be approved and or amended at the next regular meeting where a quorum is present. Minutes shall not become official until approved.

The purpose of every special meeting shall be as stated in the notice and no business shall be transacted, except as is specified in the agenda and notice. A written agenda, with items of discussion, as well as a members input section, must be available not less than 24 hours prior to all meetings. Emergency items need not be on an agenda.

The Board of Directors may hold work sessions to conduct daily operations of Farmers Irrigation District. These work sessions shall be limited to assign duties to meet the necessary requirements and functions for the District. A summary of all work sessions shall be provided for the regular quarterly meetings.

### Section 2.4

#### Powers of the Board of Directors

- a. The board shall have all power granted by law, but no contract involving a consideration exceeding \$20,000 (twenty thousand dollars), and no contract for purchase, rental, or delivery, involving annual charges or payments exceeding \$7,000 (seven thousand dollars), per annum shall be binding unless such a contract shall be authorized by a majority vote of the districts qualified electors, according to the number of votes cast at a previous election. Any contract involving payment of more than \$25,000 (twenty five thousand dollars), per year shall only be binding if authorized at an

election held in the manner provided for the issuance of bonds. No Board member may have a direct or indirect interest in any contract entered by the Board. Directors have no power to incur debt other than by express statutory provision. Any large equipment purchases shall be brought to a vote of the voting members present.

- b. The Board shall be responsible for the selection of, and delegating of authority to employees and agents as are necessary to carry out the District's business.
- c. The Board shall determine policy for the management of the District with complete reports made to members at regular meetings.
- d. The Board shall control expenditures by authorizing budgets and shall authorize audits when required by a majority vote of District landowners present at a regular meeting.
- e. The Board shall keep members informed of operations of the District.

## Section 2.5

### Duties of the Board

On or before September 1<sup>st</sup> of each year, the Board shall certify to the County Commissioners, and to the landowners of the District, estimated amounts of money necessary to meet annual maintenance, operating and current expenses for the next fiscal year; also they shall certify any deficiency already incurred requiring funding in the next fiscal year.

On or before September 1<sup>st</sup> of each year, the Board of Directors shall prepare, certify, and submit to the county assessor an accurate description of lands within the District for the purpose of assessment. Any lands assessed for taxes, which have been in arrears for District taxes more than 12 (twelve) months shall have no water delivered to it. The Board of Directors shall make available to all members of the District, a financial statement of Farmers Irrigation District at the first regular quarterly meeting of the year.

## Section 2.6

### Vacancies and Removal

In case of a vacancy in the Board of Directors by death, removal, or inability from any cause to discharge duties, the vacancy shall be filled by the remaining members of the Board. Their failure or inability to act within 30 (thirty) days after the vacancy occurs, then upon petition of five (5) landowners of the District to the County Commissioners, they shall fill such vacancy. Any director appointed as above shall hold his/her position until the next general election and his/her successor is elected and qualified.

If any director on the Board misses three (3) regular or special meeting per year, except for unforeseen emergencies, he/she shall be deemed unable to fulfill his/her duties as a Board of Director and the third absent will be proof of resignation. This vacancy shall be filled in the above mentioned way.

## Section 2.7

### Officers

a. The President shall preside over all meetings of the District, and of all the Board of Directors. The President shall call all special meetings, except as noted above in Section 2.3. The President shall, when duly authorized by the Board of Directors and countersigned by either the Secretary or the Treasurer, sign all vouchers, checks, contracts, and other instruments on behalf of the District.

b. The Treasurer shall be responsible for collection and dispersal of the funds of the District, the preparation of the annual budget, inventory of lands submitted to the county, an annual inventory of each and every item, condition, and use of personal (tools, vehicles, etc) and real property belonging to the District, to see that the proper insurance is obtained for and secured on all items that

insurance is required for; provided he/she may delegate certain tasks, but not the responsibility for his/her duties, to the District bookkeeper and or bookkeeping service. At the end of his/her term all records and monies shall be turned over to his/her successor.

- c. The Secretary shall keep a complete set of minutes of all meetings of the District and shall have general charge of the books and records of the District. He/she shall keep membership records of the District, and make annual reports to the Board and membership. The secretary may delegate duties but not responsibility to the district bookkeeper/bookkeeping service or appropriate personnel. Upon completion of his/her term, it shall be his/her duty to turn over to his/her successor all books, records, and property belonging to the District.
- d. In the absence of inability of the President to sign vouchers, checks, contracts, and other instruments on behalf of the District, the other 2 (two) members of the Board may sign these items. All items requiring signatures must have two (2).

### **Article III. Operation of the Ditch**

#### Section 3.1

##### Ditch Rider and Bookkeeper

- INSERT DUTIES OF EACH or Attach ditch rider job description as Exhibit B

The Board of Directors may delegate the day to day operation of the ditch to a ditch rider. The ditch rider shall be responsible for the supply of waters and maintenance of the ditch and other duties delegated to him/her as assigned by the Board of Directors. The ditch rider shall be required to keep a daily log of duties performed by him/her and for any day or contractual labor.

The Board of Directors may delegate clerical and administrative duties to a bookkeeper and or a bookkeeping service.

The Board of Directors shall provide the ditch rider and bookkeeper and or bookkeeping service with a contract signed by all three Board of Directors at the first regular meeting of each year.

#### Section 3.2

##### Headgates

No headgate may be placed in the ditch bank without express written authorization from the Board of Directors. The Board of Directors will maintain a written record of size, location, and lands served by the headgates. The Board of Directors will determine new headgate sizes required in an open meeting.

#### Section 3.3

##### Pumps

No new future hole or hose in the ditch or ditch bank, to feed a pump or remove water may be placed in the ditch or ditch bank without prior express written authorization of the Board. The Board will maintain a written record of permitted pumps, locations, and pertinent details.

#### Section 3.4

## Siphons

No new siphon shall be placed in or on the main ditch.

### Section 3.5

#### Bridges, Obstructions, and Weakening of the Ditch

No new bridges shall be placed over the ditch without the express prior written approval of the Board of Directors. The Board shall require a bond, release of liability, proof of insurance, and engineered and stamped design plan, to insure the integrity of the ditch.

No person may place any obstruction across or inside of the ditch.

### Section 3.6

#### Sale and Transfer of Land or Water Rights

It shall be the obligation of any party owning an interest in lands or water rights to notify the Board of Directors, within 30 (thirty) days of any transfer of any portion of said lands or water rights.

### Section 3.7

#### Proxies

It shall be the right of the landowners holding title to land or water under the Farmers Irrigation District to give a written and notarized proxy to another landowner holding title to land or water under Farmers Irrigation District and to have counted as many votes as he/she is entitled to have counted for the purposes of annual and special elections. No proxy shall be valid after the first annual meeting of the year.

### **Add section 3.8**

Regarding water banking: Any water rights not being used can be placed in the Farmers Irrigation Water Bank. The District maintains the records of water banked and lease agreements. The district shall make no decisions or have power over monetary compensation or terms of water lease agreements.

### **Add Section 3.9**

Landowner requested work (above and beyond normal maintenance),Upgrades, updates, and non-emergency repairs costing over \$1000 must be brought before membership by the requesting landowner and voted on in a business meeting or special mee

## **Article IV. Amendment**

### Section 4.1

#### Procedure

These by-laws may only be amended by a quorum of the members of Farmers Irrigation District at a duly announced special meeting. A quorum shall be constituted by a majority of the members present at the meeting..

### Section 4.2

#### Approval

These by-laws are adopted this \_\_29\_\_ day of April 2015, by the members of the Farmers Irrigation District.

