

RESOLUTION NO. 2022-02-02

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
THE SALTON COMMUNITY SERVICES DISTRICT ADOPTING RESTATED
AND AMENDED BYLAWS**

WHEREAS, the Board of Directors of the Salton Community Services District;

NOW, THEREFORE, BE IT RESOLVED that the Salton Community Services District adopts the attached Amended and Restated Bylaws attached hereto as Exhibit "A" and made a part hereof by this reference.

PASSED AND ADOPTED by the Salton Community Services District at a regular meeting held on the 16th day of March 2022, by the following vote:

YES	NO
<u>✓</u>	_____
<u>✓</u>	_____
<u>✓</u>	_____
<u>✓</u>	_____
_____	_____

Rogelio Flores
Rogelio Flores, President of the Board of Directors

ATTEST:
Christopher Murillo
Christopher Murillo , Acting Secretary of the Board of Directors

EXHIBIT "A"

AMENDED AND RESTATED BYLAWS OF THE SALTON COMMUNITY SERVICES DISTRICT BOARD OF DIRECTORS

I. THE BOARD OF DIRECTORS

- A. The Board of Directors of the Salton Community Services District is composed of five members who govern the District at open public meetings. Meetings of the Board of Directors are subject to the Ralph M. Brown Act, Chapter 9 (commencing with Section 54950) of Part 1 of Division 2 of Title 5 of the California Government Code. The Board of Directors is responsible for establishing policies for the operation of the District. The Board of Directors shall provide for the implementation of those policies which is the responsibility of the District's general manager.
- B. Under the Government Code sections 61000 et seq., Directors are elected at large for terms of four years, or until his or her successor takes office, and serve staggered terms; three members are elected in one election cycle and two members are elected in the next election cycle. Directors take office at noon of the first Friday in December following their election in November pursuant to Government Code section 61042. Directors must be registered voters who reside in the District. Employees of the District may not serve as Directors.
- C. All members of the Board of Directors must exercise their independent judgment on behalf of the interests of the entire District, including the residents, property owners, and the public as a whole in furthering the purposes and intent of the District.
- D. Any vacancy in the office of a member elected to a Board of Directors shall be filled pursuant to Government Code Section 1780.
- E. The minutes of the meetings of the Board of Directors shall record the aye and no votes taken by the members of the Board of Directors for the passage of all ordinances, resolutions, or motions. The Board of Directors shall keep a record of all its actions, including financial transactions. The Board of Directors shall adopt policies for the operation of the District, including, but not limited to, administrative policies, fiscal policies, personnel policies, and the purchasing policies required by this division.

II. OFFICERS OF THE BOARD OF DIRECTORS

- A. The officers of the Board of Directors are the President and Vice President.
- B. The President of the Board of Directors shall serve as chairperson at all Board meetings. The President shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and engaging in any discussion.

- C. In the absence of the President, the Vice President of the Board of Directors shall serve as chairperson over all meetings of the Board. If the President and Vice President are both absent, the remaining members shall select one amongst themselves to act as chairperson for the meeting.
- D. The President and Vice President of the Board shall be elected annually by the Board at the first regular meeting in December and the term of office shall commence immediately upon election and continue until replaced.

III. MEETINGS

- A. Regular meetings of the Board of Directors shall commence at 7:00 pm. on the third Wednesday of each calendar month in the District Office located at 1209 Van Buren Ave., Suite I, Salton City, California unless otherwise directed by the Board of Directors. If the agenda includes a closed session, the closed session meeting of the Board of Directors shall commence at 6:00 pm.
- B. At least 72 hours before a regular meeting, the District Secretary, shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting, including items to be discussed in closed session. A brief general description of an item generally need not exceed 20 words. The agenda shall specify the time and location of the regular meeting and shall be posted in a location that is freely accessible to members of the public and on the District's Internet Web site.
- C. Special meetings of the Board of Directors may be called from time to time in accordance with the Ralph M. Brown Act. A special meeting may be called at any time by the presiding officer of the Board, or by a majority of the members of the Board, by delivering written notice to each member of the Board and to each local newspaper of general circulation and radio or television station requesting notice in writing and posting a notice on the District's Internet Web site. The notice shall be delivered personally or by any other means and shall be received at least 24 hours before the time of the meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted or discussed. No other business shall be considered at these meetings by the Board. The call and notice shall be posted at least 24 hours prior to the special meeting in a location that is freely accessible to members of the public. The Board shall not call a special meeting regarding the salaries, salary schedules, or compensation paid in the form of fringe benefits, of a District executive, as defined in subdivision (d) of Government Code Section 3511.1.
- D. No Board action may be taken on an item not on the posted agenda except as otherwise provided in strict accordance with Government Code Section 54956.5 for narrowly defined emergencies.
- E. Pursuant to the Brown Act members of the public shall have the opportunity to directly address the Board on any item of interest to the public, before or during the Board's consideration of the item, that is within the subject matter jurisdiction of the Board, provided that no action shall be taken on any item not appearing on the agenda unless the action is otherwise authorized by Government Code Section 54954.2(b). Public

comments shall be limited to three minutes each. Public comments may exceed three minutes in length only when allowed by the President.

- F. Board Members may briefly respond to statements or questions from the public; and
- G. Board Members may, on their own initiative or in response to public questions, ask questions for clarification, provide references to staff or other resources for factual information,
- H. The President of the Board or a Board majority in open session may take actions to direct staff to place a matter on a future agenda.
- I. The President shall conduct all meetings in a manner consistent with that version of Robert's Rules of Order, as determined by the Board President. All comments shall be directed to the President. The President shall determine the order in which agenda items shall be considered for discussion and/or actions taken by the Board and shall announce the Board's decision on all subjects.
- J. A majority of the total membership of the Board of Directors shall constitute a quorum for the transaction of business. The Board of Directors shall act only by ordinance, resolution, or motion. Except as otherwise specifically provided by law, a majority vote of the total membership of the Board of Directors is required for the Board of Directors to take action. When there is no quorum for a regular meeting, the President, Vice President, or any Board member shall adjourn such meeting, or, if no Board member is present, the Board Secretary shall adjourn the meeting.
- K. A roll call vote shall be taken upon votes on ordinances and resolutions, and shall be entered in the minutes of the Board showing those Board members voting aye, voting no, and those abstaining or absent. Unless a Board member states that they are not voting because of a conflict of interest and recuses himself or herself prior to the discussion of the items, his or her silence shall be recorded as an affirmative vote and vote of abstention shall be recorded as an abstention.
- L. Any person attending a public meeting of the Board of Directors may record the proceedings with an audio or video tape recorder or a still or motion picture camera in the absence of a reasonable finding that the recording cannot continue without noise, illumination, or obstruction of view that constitutes or would constitute a disruption of the proceedings.
- M. All video tape recorders, still and/or motion picture cameras shall remain stationary and shall be located and operated from behind the public speaker's podium once the meeting begins. The President retains the discretion to alter these guidelines, including the authority to require that all video tape recorders, still and/or motion picture cameras be located in the back of the room.

IV. PREPARATION OF MINUTES AND MAINTENANCE OF TAPES

- A. The minutes of the Board shall be kept by the Board Secretary and shall be neatly produced and kept in a file for that purpose, with a record of each particular type of business transacted in paragraphs with proper subheadings;
- B. The Board Secretary shall be required to make a record only of such business as was actually passed or which failed upon by a vote of the Board and except as provided in Section 4.3 below shall not contain remarks Board members or any other person;
- C. Any Director may request for inclusion into the minutes brief comments pertinent to an agenda item, only at the meeting in which the item(s) is discussed.
- D. Written materials delivered to the Board at the meeting that were contained in the Board Agenda Packet for review by the Board prior to the meeting shall be retained along with the Agenda on the District's Internet Website.
- E. Whenever the Board holds a public hearing or acts in a quasi-judicial proceeding, the Board Secretary shall compile a summary of the testimony of the witnesses.
- F. Any electronic media of a District meeting made for whatever purpose, by direction of the District, shall be subject to inspection pursuant to the California Public Records Act. District tape, film, and/or video records shall be retained on the District's Internet Website.

V. DUTIES OF THE MEMBERS OF THE BOARD OF DIRECTORS

- A. Directors shall prepare themselves to discuss agenda items at the meeting of the Board of Directors. Information may be requested from staff before meetings, but a quorum of Directors shall not discuss District business outside of a duly noticed public meeting, either in a single meeting or in a seriatim meeting.
- B. Directors shall at all times conduct themselves with courtesy and respect to each other, to staff and to members of the public present at Board meetings.
- C. Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors takes action, Directors should not create barriers to the implementation of said action.
- D. At the President's discretion, the District legal counsel shall act as parliamentarian.
- E. Directors have no individual authority to act on behalf of the District outside of meetings, to manage or direct the day to day operations of the District or to direct employees of the District. Outside of a duly noticed meeting of the Board of Directors, Directors may not commit the District to any policy, act or expenditure.
- F. The District operates under the Community Services District Law, California Government Code sections 61000 – 61226. The District is authorized to provide waste water treatment services and parks and recreation services within the District's boundaries as permitted under the Cortese Knox Hertzberg Act. The District has all rights

and powers, expressed and implied, necessary to carry out the purposes and intent of the Community Services District law, including, but not limited to, the following powers:

- (a) To adopt ordinances following the procedures of Article 7 (commencing with Section 25120) of Chapter 1 of Part 2 of Division 2 of Title 3 of the Government Code.
- (b) To adopt, by ordinance, and enforce rules and regulations for the administration, operation, and use and maintenance of the facilities and services listed in Part 3 (commencing with Section 61100) of the Government Code.
- (c) To sue and be sued in its own name.
- (d) To acquire any real or personal property within or outside the District, by contract or otherwise, to hold, manage, occupy, dispose of, convey, and encumber the property, and to create a leasehold interest in the property for the benefit of the District.
- (e) To acquire by eminent domain any real or personal property within or outside the District.
- (f) To appoint employees, to define their qualifications and duties, and to provide a schedule of compensation for performance of their duties.
- (g) To engage counsel and other professional services.
- (h) To enter into and perform all contracts, including, but not limited to, contracts pursuant to Article 43 (commencing with Section 20680) of Chapter 1 of Part 3 of the Public Contract Code.
- (i) To adopt a seal and alter it.
- (j) To enter joint powers agreements pursuant to the Joint Exercise of Powers Act, Chapter 5 (commencing with Section 6500) of Division 7 of Title 1 of the Government Code.
- (k) To provide insurance pursuant to Part 6 (commencing with Section 989) of Division 3.6 of Title 1 of the Government Code.
- (l) To provide training that will assist the members of the Board of Directors in the governance of the District.
- (m) To construct any works along, under, or across any street, road, or highway, subject to the consent of the governing body in charge, and along, under, or across any other property devoted to a public use.
- (n) To take any and all actions necessary for, or incidental to, the District's powers expressed or implied.

- G. Directors do not represent any fractional segment of the community, but are, rather, a part of the body, which represents and acts for the community as a whole.
- H. The primary responsibility of the Board of Directors is the formulation of District policy, evaluation of these policies for effectiveness, revision as necessary, and see to their implementation. Routine matters concerning the operational aspects of the District are delegated to the professional staff members of the District by the General Manager.

- I. The Board shall appoint a General Manager. The General Manager is the highest level management appointee who is directly responsible to the Board for the implementation of the policies established by the Board. The General Manager is responsible for all of the following:
 - (a) The implementation of the policies established by the Board for the operation of the District.
 - (b) The appointment, supervision, discipline, and dismissal of the District's employees consistent with the employee relations system established by the Board.
 - (c) The supervision of the District's facilities and services.
 - (d) The supervision of the District's finances.

- J. The Board may establish committees for finance, personnel, architecture, parks and recreation and others.

VI. DIRECTOR GUIDELINES

- A. Board members, by making a request to the General Manager, shall have access to information relative to the operation of the District, including but not limited to statistical information, information serving as the basis for actions of staff, justification for staff recommendations, and other matters.

- B. In handling complaints from residents, property owners within the District, or other members of the public, Directors should listen carefully to the concerns and refer the matter to the General Manager to be addressed appropriately.

- C. Directors, when seeking clarification of policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programming, should confer directly with the General Manager.

- D. When approached by District personnel concerning specific District policy, Directors should direct inquiries to the General Manager.

- E. Directors and General Manager must develop a working relationship so that current issues, concerns and District projects can be discussed comfortably and openly.

- F. When responding to resident requests and concerns, Directors should respond to individuals in a positive manner and route their questions and/or concerns to the General Manager and inform the resident/s the matter will be forwarded to the General Manager for processing. The General Manager will respond to the resident within 48 hours.
- G. Directors are responsible for monitoring the District progress in attaining its goals and objectives, while pursuing its mission.

VII. DIRECTOR COMPENSATION

- A. 1 Each Director is authorized to receive one hundred dollars (\$100.00) as compensation for each regular or special Board meeting they attend. Workshops and Study Sessions are not subject to compensation.
- B. Director compensation shall not exceed two days in any calendar month.
- C. Directors may be reimbursed for certain expenses incurred in connection with District business pursuant to an expense reimbursement policy adopted by the Board in accordance with Government Code Section 53232.2.

VIII. COMMITTEES

- A. Under the Ralph M. Brown Act the following committees are subject to the agenda, public meeting and other requirements of the Act. Such committees include those that are permanent or temporary, decision making or advisory, created by charter, ordinance, resolution, or formal action of the Board. However, advisory committees, composed solely of the members of the Board that are less than a quorum of the Board are not subject to the Ralph M. Brown Act, except that standing committees of the Board, irrespective of their composition, which have a continuing subject matter jurisdiction, or a meeting schedule fixed by charter, ordinance, resolution, or formal action of a Board are subject to the Ralph M. Brown Act.
- B. **ADVISORY COMMITTEES.** The Board may appoint such advisory committees as may be deemed necessary or advisable. The duties of the advisory committee shall be outlined at the time of appointment, and the committee shall be considered dissolved when its final report has been made or at any time that there are no activities.
- C. **STANDING COMMITTEES.** The Board may create standing committees at its discretion. Standing committees shall be advisory committees to the Board of Directors and shall not commit the District to any policy, act or expenditure. Each standing committee may consider District related issues, on a continuing basis, assigned to it by the Board of Directors. The Board of Directors shall appoint committee members.
- D. **Finance Committee.** To be composed of two Board members with three residents having knowledge in finances/bookkeeping/accounting.

- E. Personnel Committee. To be composed of two Board members with three residents having knowledge in human resources management, finances, bookkeeping and accounting.
- F. Recreation Committee. To be composed of five residents with each being appointed by one of the Board of Directors.

Minutes of each meeting of each committee shall be forwarded to the Board of Directors as public record. All proposed committee members shall submit a statement of their qualifications and shall provide other related information requested by staff.

IX. CORRESPONDENCE DISTRIBUTION POLICY

Documents which are relevant to the matters on the agenda shall be included in the Board of Directors agenda packets and shall be placed on the District's Internet Website. However, nothing shall prevent the staff from presenting information related to the agenda items to the Board at or prior to the meeting of the Board of Directors. The General Manager shall establish policy and procedures for receiving, processing and distribution of correspondence.

X. CONFLICTS AND RELATED POLICY

- A. The Political Reform Act, Government Code Section 1090 and other laws prohibit certain conflicts of interest. The purpose of such laws and regulations is to ensure that all actions are taken in the public interest and not based on the financial interests of individual Board members. Board members are required to comply with conflict of interest laws. Directors should consult with District Legal Counsel and/or the Fair Political Practices Commission (FPPC) at (916)322-5660, if they think that they may have a conflict of interest.
- B. Conflict of Interest. Under the Political Reform Act a Director or other public official may not participate in the making of a governmental decision if it is: (1) reasonably foreseeable that the decision will have a (2) material financial effect on the (3) official or a member of his or her family or on an economic interest of the official, and (4) the effect is distinguishable from the effect on the public generally. Additionally, the FPPC regulations relating to interests in real property have recently been changed. If the real property in which the Director has an interest is located within 500 feet of the boundaries of the property affected by decision, that interest is now deemed to be directly involved in the decision. Directors who have a conflict of interest under the Political Reform Act must announce the conflict of interest and recuse themselves from the meeting while the matter is being considered.
- C. Interest in Contracts, Government Code Section 1090. The prohibitions of Government Code Section 1090 provide that the Board of Directors and other public officials may not participate in entering into a contract on behalf of the District in which they have a financial interest. Recusal does not generally cure a conflict under Government Code Section 1090.

- D. Incompatible Office. Government Code Section 1099 provides that public officer shall not simultaneously hold two public offices that are incompatible. Incompatibility is defined may exist where one position may exercise authority of the other or a clash in loyalties.
- E. Conflict of Interest Policy. The Distract must maintain, review and update a conflict of interest policy designating certain employees who are subject to it terms which are similar to the Political Reform Act provisions.
- F. ETHICS TRAINING. Board members and designated District employees must complete mandatory two hour ethics training when taking office and each two years thereafter under Government Code 53234 et seq. Online training resources are available from the Fair Political Practices Commission's Website.
- G. FORM 700. Board members and those employees designated in the District Conflict of Interest Code must file with the District a Form 700 upon taking office, annually and upon vacating office.
- H. VACANCIES. Vacancies on the Board of Directors are to be filled as provided in Government Code Section 1780 which provides in pertinent part as follows:

(1) The District shall notify the county elections official of the vacancy no later than 15 days after either the date on which the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later. The remaining members of the District Board may fill the vacancy either by appointment within sixty (60) days after the date on which the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later or by calling an election pursuant to subdivision. The District shall post a notice of the vacancy in three or more conspicuous places in the District at least 15 days before the District Board makes the appointment. The District shall notify the county elections official of the appointment no later than 15 days after the appointment.

(2) If the vacancy occurs in the first half of a term of office and at least 130 days prior to the next general District election, the person appointed to fill the vacancy shall hold office until the next general District election that is scheduled 130 or more days after the date the District Board is notified of the vacancy, and thereafter until the person who is elected at that election to fill the vacancy has been qualified. The person elected to fill the vacancy shall hold office for the unexpired balance of the term of office.

(3) If the vacancy occurs in the first half of a term of office, but less than 130 days prior to the next general District election, or if the vacancy occurs in the second half of a term of office, the person appointed to fill the vacancy shall fill the balance of the unexpired term of office.