

BY-LAWS

OF THE

CENTER SOIL CONSERVATION DISTRICT

REVISED FEBRUARY 22, 1983.

Section 1. Organization. Within the (10) days after the formal organization of this district the Board of Supervisors, hereinafter called the Board, shall meet at some convenient place within or adjacent to the district and shall proceed:

(a) To select 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 offices of secretary and treasurer may be combined; and provided, further, that this section shall be subject to the provisions of Section 12 of these by-laws.

(b) To adopt a seal in accordance with the provisions 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 the further action of the Board, be the principal place of business of the district.

Section 2. Appeals. If the owner of any lands within the district desires, he may appeal from any decision of the Supervisors to the State Board. To establish such an appeal, he must submit his appeal in writing to the State Board within thirty days after the date of the action of the supervisors from which the appeal was taken. The notice of appeal shall state the particular part of the decision of the supervisors from which an appeal is being taken, if less than the

entire decision is being appealed from, and shall state in simple and concise language the reason why the owner considers the decision to be improper.

Section 3. Power and Duties of Officers. The president shall preside at all meetings of the Board and of the land owners within the District. He shall be the executive officer of the district and shall sign, for the district and the Board all contracts, agreements, vouchers, warrants, checks or other papers necessary to the conduct of the affairs of the district, when duly authorized to do so by the Board. He shall have such other duties and powers as usually devolve upon the executive officer of a public corporation.

The vice-president shall act in place of the president in all things in the event of the absence of the president from the district or from any meeting of the district or the Board, or when the president shall be incapacitated from any cause.

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 shall keep accurate and complete minutes of all meetings of the district land owners and the Board, which minutes shall be available for inspection by any owner of land in the district at reasonable times. He 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 shall at all times be charged with their safe-keeping. He shall furnish bond in such amount and with such conditions as shall be required by the Board, and the cost of such bond shall be borne by the district. He shall affix his signature, with that of the president,

to all vouchers, warrants, checks or other instruments for the disbursement of funds of the district. He shall keep at all times an accurate and complete record of the financial transactions of the district and of funds remaining in his hands, and such record shall be available for inspection by any land owner of the district at reasonable times.

The Board of Supervisors has the authority to appoint an Advisory Board to assist it in conducting the business of the District.

Section 4. Meeting of the Board-Quorum. Regular meetings of the Board shall be held once each month at the principal place of business of the district. 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 not less than three (3) days before the date of such meeting. Special meetings of the board may be called at any time by the President or by any three members of the Board as determined by the Board. The presence of three (3) members of the Board shall be necessary to constitute a quorum, and a majority of those present shall prevail, except that in any meeting for the purpose of preparing and certifying a budget a majority of the whole Board shall approve such action.

section 5. Meetings of the Land Owners. The first annual meeting of the land owners of the district shall be held at its principal place of business during the first fifteen (15) days of February, 1945, and subsequent annual meetings shall be held at approximately the same time in each succeeding year, at such time and place as shall be determined by the Board. Special meetings of the land owners of the district may be called by the Board when deemed desirable, or by a

petition signed by twenty-five (25) of such land owners. The secretary shall give notice of such regular or special meetings by mailing to each land owner at his last known address written notice of such meetings not more than thirty (30) days nor less than ten (10) days in advance of the date thereof and/or by publishing once in some newspaper of general circulation within the district a notice of the time and place and the purpose of such meeting not less than ten (10) days prior to the date of such meeting.

At all regular annual meetings the land owners 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 land owners only such matters shall be considered as have been included in the notices mailed to the land owners and/or in the published notice of such meeting.

At any regular annual or special meeting of the land owners of the district a majority of those present in person shall prevail, and those qualified voters present shall constitute a quorum and the majority. The Board of Supervisors shall make all arrangements for and conduct meetings of land owners and holding district elections.

Section 6. Election - Board of Supervisors. The governing body of the district shall consist of a board of five supervisors, referred to in this article as "supervisor", who shall be elected by the qualified electors of the district at an election conducted as provided in Section 35-70-105 and 107 of the Colorado Revised Statutes. Three of the five supervisors must be actively engaged in farming and/or ranching.

Section 7. Voting by Agent. A corporation owning land within this district is entitled to vote if such corporation duly authorizes an agent to vote in the election in its behalf. All such authorizations shall be kept on file at the District office, and the District office shall be informed of any changes prior to voting.

Section 8. Qualification of Voters. Any person interested may be heard at any special or regular meeting of land owners of the district, but only qualified voters, as defined by Section 35-70-104 of the Colorado State Conservation Act shall be permitted to vote. At all such meetings the Board shall appoint a committee on credentials, composed of qualified voters representing all sections of the district, 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 name which has been excluded from the list or included in the list, such report may be accepted or amended by 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 land owners 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. If in the judgement of the qualified voters of a district or the supervisors, a tax levy or assessment is essential to accomplish the purposes of the district as set forth in this article, the levy may be assessed as follows:

(a) The supervisors shall prepare a budget and distribute the amount thereof over the lands within the district in accordance with the valuation for assessment, but in no event shall the assessment on real property be in excess of one-half of one mill. Such tax levy or assessment shall be for the general purpose of the district and not for special purposes as provided for in paragraph (d) 35-70-109 of the State Soil Conservation Act.

(b) Prior to setting a date for an election as provided in paragraph (c) of the State Act, the supervisors shall hold a public hearing concerning the imposition of a tax levy or assessment. Thereafter, if the board of supervisors decide to proceed with an election, it shall give notice by publication, as provided in Section 35-70-105 (6) of the State Act, setting forth the date of the election, the rate or amount of such levy or assessment, a statement as to why such levy or assessment is necessary, and other information concerning the holding of the election.

(c) No tax levy or assessment shall be imposed on this district unless it is first submitted to the qualified electors of the district and approved by a majority of the votes cast. Any such election shall be conducted as provided in Section 35-70-105(7) of the State Conservation Act. Any increase in the tax levy or assessment, if the existing levy or assessment does not equal the one-half mill maximum, shall also be proposed and approved at an election in the same manner as

provided in said paragraph (c). An existing tax levy or assessment may be continued from year to year or decreased as determined by the board of supervisors and approved by the State Board.

(d) If, in the judgement of the qualified voters of a portion of a district or in the judgement of the supervisors, a tax levy or assessment is required for special purposes on real property in said portion of a district for the installation, maintenance, and operation of flood prevention and watershed improvement measures and practices, an assessment or tax levy, in addition to any levy assessed pursuant to paragraph (a) of the State Conservation Act, for such portion of the district may be levied on real property as provided for in said subsection (2), but only the qualified voters owning lands within the aforesaid delineated parts of the district may vote upon the question as to whether or not such levy or assessment shall be imposed. Such tax levy or assessment for special purposes shall be administered in the same manner as set forth in paragraph (a) of the State Act, (2) and when combined with any other levy of the district pursuant to said article, shall be subject to the same one-half mill levy limit set forth in said paragraph (a).

Section 11. Vacancies. Vacancies on the Board shall be filled as provided in Section 35-70-107 of the Colorado Soil Conservation Law. Members of the Board of Supervisors shall serve until such time as their successors are elected.

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 of Supervisors may be removed from office in accordance with Section 32-1-906 and 907 of the Colorado Special District Election Code as amended by the State Soil Conservation Board. Any officers of the Board may be removed from such office at any time by a majority of all of the members 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 secretary or treasurer or both secretary and treasurer, it shall have the power to do so, and it shall have the 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 this section obligate the district beyond the amount of its available funds or reasonable revenue expectancy. (AMENDED 1980) At the Board of Supervisors discretion, the operation of district equipment, record keeping, receipt and dispersment of funds may be delegated to a district employee. Checks may be signed by the district manager and one qualified member of the Board of Supervisors.

Section 14. Amendment of By-Laws. The by-laws of this 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 petition whose text sets forth the proposed amendment in full, signed by not less than three percent of the qualified voters of the

district, must be filed with the supervisors; the complete text of the proposed amendment must be published in the notice of the meeting at which it is to be considered, which notice must be published at least once in a newspaper of general circulation within each county in which property is included, not less than ten days prior to the said meeting; and 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, and the affirmative vote of a majority thereof shall be required to adopt the proposed amendment.