



BYLAWS

Confirmed January 2, 2018

ARTICLE I – AUTHORIZING LEGISLATION

The Kennewick Irrigation District, originated in 1917, is organized, formed and governed by Title 87 of the Revised Code of Washington (RCW), and other applicable State Law.

ARTICLE II – MISSION STATEMENT

The Kennewick Irrigation District will deliver irrigation and potable water, and promote related water activities as authorized by Washington State statutes and federal laws, safely, efficiently, reliably and economically, for the maximum benefit of the water users.

ARTICLE III – PLACE OF BUSINESS

The principal place of business and mailing address is 2015 S. Ely Street, Kennewick, WA 99337

ARTICLE IV – MEETINGS

The Directors shall meet on the first and third Tuesdays of each month to conduct the business of the District. If a regularly-scheduled meeting falls on a legal holiday, it will be held the following Thursday. The second regularly scheduled Board meeting in December shall be held on the third Monday to meet the statutory requirement to canvass the annual District election on the Monday following the election. Meetings will commence at 9:00 a.m. at the District's principal place of business.

The Directors shall call special meetings as deemed necessary, setting forth time, date, place and purpose, in accordance with the Open Public Meetings Act, RCW 42.30. Emergency meetings may be called by the Board President or by a majority of the Board.

The Board shall assemble and perform their duties in accordance with RCW 87 and 42.

Board meetings shall be conducted in a respectful and orderly manner, under direction of the Board President.

ARTICLE V – TERMS AND DUTIES

The Board is comprised of five Director Positions with three-year terms. A current list of Directors and their terms is attached hereto.

Elections shall be in accordance with RCW 87.

The Directors shall meet annually to elect a President and Vice President from their number.

The Board shall confirm the appointment of the Secretary, and appoint an Assistant Secretary, Treasurer, Auditing Officer, Law Firm, Claims Agent, and any other agents or officers necessary to fulfill the duties of the District. Persons appointed as a District officer shall serve in that capacity until they leave KID employment or the Board determines to appoint a different person to the office.

The Board shall have the power and duty to adopt a Seal of the District, authorize the District Manager to execute all necessary contracts, establish and maintain equitable bylaws and policies for governing and managing the District, and for equitable distribution of available water supply to irrigable lands within the District.

A majority of the Directors (at least three) shall constitute a quorum for the transaction of business requiring attention by the Board and concurrence shall be by majority vote of the quorum present. Provided, however, certain policies of the District may require initial approvals, amendments or modifications to be by a super majority vote (i.e., four votes out of five) or an unanimous vote (five out of five). These special voting requirements shall not be subject to reduction or other amendment by the later amendment of these Bylaws except by way of a vote which complies with the applicable super majority or unanimous voting requirement.

KID actively participates in the following water resource management organizations and in an effort to have a highly educated board, attendance is strongly encouraged and since no district business will be conducted, more than two directors may attend seminars, workshops and conferences given any budgetary constraints.

- WSWRA (Washington State Water Resource Association)
- NWRA (National Water Resource Association)
- Tri-State meetings of WSWRA, the Oregon Water Congress and the Idaho Water Users Association
- CSRIA (Columbia/Snake River Irrigators Association)
- YBIWRMP (Yakima Basin Integrated Water Resource Management Plan) and/or related subcommittees
- YBJB (Yakima River Joint Board)/Defense Coalition
- Water Strategies
- USBR (United States Bureau of Reclamation)

Ex officio Board members shall include the Board Secretary/District Manager, District Treasurer, Engineering/Operations Manager, Planning Manager and Attorney (when requested to be present). Ex Officio Board members shall not be entitled to a vote.

ARTICLE VI – BOARD COMMITTEES

There are three Board Committees. The Operations and Engineering Committee, the Finance Committee and the Realty Committee shall be comprised of two Directors plus assigned staff. The Board may form other ad hoc committees as deemed necessary. Committee members and chairs shall be appointed by the Board President.

ARTICLE VII – PRESIDENT

The President of the Board of Directors shall preside at all meetings. The President shall sign Board meeting minutes which have been approved by the Board of Directors by motion duly adopted. The President may sign any document which has been approved by the Board of Directors by motion duly adopted and recorded in the official minutes of the District, unless delegated to the Board Secretary/District Manager or a designee. Adopted Resolutions shall be signed by all Directors who voted in favor of the resolution.

ARTICLE VIII – VICE PRESIDENT

The Vice President shall, in the absence of the President, exercise the duties and powers of that office.

ARTICLE IX – BOARD SECRETARY/DISTRICT MANAGER

The District Manager shall be designated as Board Secretary, and shall serve in that capacity until the District Manager leaves KID employment or the Board determines to appoint a different person to that office.

As Board Secretary, the Board Secretary/District Manager shall keep the minutes of all meetings of the Board of Directors, shall issue all calls for meetings, prepare the agenda for the meetings, issue call for elections and supervise the same. The Board Secretary shall prepare the assessment roll, deliver it to the Board, give notice of the meeting of the Board of Equalization, complete the Assessment Roll and deliver it to the Board of Directors in accordance with Title 87 RCW.

The Board Secretary shall collect tolls, fees, charges, assessments and other monies assessed by the District. The Board Secretary shall keep the books and records of the District, process payments owed by the District and keep the Board of Directors informed of the financial condition of all accounts. The Board Secretary shall perform such other duties as may be required by law or requested by the Board of Directors. The Board Secretary shall serve as Treasurer in the Treasurer's absence.

As District Manager, the Board Secretary/District Manager is directed to assist in the work of the Washington State Water Resources Association, the Yakima River Joint Board and the Yakima River Defense Coalition and to cooperate with local governmental agencies and cities.

The District Manager shall be responsible for managing the administrative and operational functions of the District and overseeing through subordinates, the engineering and field operation functions. The District Manager shall also be responsible for acquiring and supervising a staff, developing and managing the annual budget, developing good relations among the rate payers and governmental agencies, coordinating legal activities, maintaining a quality assurance and safety program, ensuring compliance with environmental regulations, developing long-range strategic plans and implementing policies as directed by the Board.

ARTICLE X – ASSISTANT SECRETARY

The Assistant Secretary shall, in the absence of the Board Secretary, assume the duties and powers of that office.

ARTICLE XI – TREASURER

The Board shall act as its own Treasurer in accordance with RCW Title 87, and shall appoint a Treasurer. The Treasurer shall collect and receipt all irrigation assessments on lands within the District. The Treasurer shall deposit and invest funds, and issue warrants or checks for the Board Secretary/District Manager’s signature, as approved by the Board. The Treasurer shall report to the Board at the second meeting of each month the amount in each fund, and receipts of each fund for the preceding month.

A minimum of \$500,000.00 surety bond shall be maintained by the District on this position for protection against defalcations, embezzlement, malfeasance, misfeasance, or any other breach of duty.

ARTICLE XII –POLICIES

The Board shall, from time to time, make, alter or amend Board Policies for the distribution and use of water among the owners of land within the District as may be necessary to ensure the just and equitable distribution of water within the District and concerning such other functions as may be properly exercised by the Board.

The District Manager shall establish administrative procedures consistent to Board Policies providing standards from which business is conducted. These procedures shall be maintained with the Board Policies in the “District Policy Manuals,” which shall be available for public review during all regular working hours.

ARTICLE XIII – PURCHASING RESTRICTIONS

As per RCW 87.06.080(3), no officers or employees of the Kennewick Irrigation District may purchase property being sold for the nonpayment of assessments.

Personal or real property owned by the District having been declared surplus property not required for the operation and maintenance of the District may be purchased by Kennewick Irrigation District employees.

The Board shall approve bid proposals for construction work or purchase of major equipment and supplies beyond the signature authority of KID management. RCW 87 shall govern bidding procedures.

AMENDING THE BYLAWS

These Bylaws will be reviewed annually by the District Manager, in his capacity as Board Secretary, for pertinence and accuracy. The Bylaws may be revised at any time deemed necessary as presented to and approved by the Board of Directors.

Confirmed by the KID Board of Directors this 2nd day of January 2018.

Via telephone

Kirk Rathbun, Director Position 1

Raman Venkata

Raman Venkata, Director Position 2

David McKenzie

David McKenzie, Director Position 3

Dean Dennis

Dean Dennis, Director Position 4

Gene A. Huffman

Gene A. Huffman, Director Position 5

Attest:

CF *FOR CHARLES FREEMAN*

Charles Freeman, Board Secretary/District Manager

Director Statutory Positions

Position One	Kirk Rathbun	Expires 12/2019
Position Two	Raman Venkata	Expires 12/2018
Position Three	David McKenzie	Expires 12/2020
Position Four	Dean Dennis	Expires 12/2019
Position Five	Gene A. Huffman	Expires 12/2018