

**By-Laws**

**and**

**General Rules**

**of**

**Rural Water District No. 9**  
**Jefferson County, Kansas**

Original: July 9, 1969  
Amended: Dec. 6, 1972  
Amended: Feb. 5, 1996  
Revised: Feb. 17, 2004  
Revised: Feb. 17, 2020

**RURAL WATER DISTRICT NO. 9**  
**Jefferson County, Kansas**  
**BYLAWS**

Article 1: Name and Place of Business ..... 3

Article 2: Governing Powers ..... 3

Article 3: Purpose, Objective, and Authority ..... 3

Article 4: Definitions..... 4

Article 5: Water Users..... 4

Article 6: Right to Vote ..... 5

Article 7: Benefit Units ..... 5

Article 8: Election of Directors ..... 7

Article 9: Powers and Duties of Directors ..... 8

Article 10: Duties of Officers ..... 10

Article 11: Books and Records..... 11

Article 12: Annual or Special Meetings of Participating Members..... 11

Article 13: Board Meetings..... 12

Article 14: Manner of Election and Voting..... 12

Article 15: Seal..... 13

Article 16: Fiscal Year ..... 13

Article 17: Amendment ..... 13

Article 18: Basis of Operation ..... 13

Article 19: Benefits and Duties of Participating Members ..... 13

Article 20: Kansas Open Records Act ..... 14

Article 21: Printing ..... 14

## **Article 1: Name and Place of Business:**

**Section 1:** The name of this Corporation shall be Rural Water District No. 9, Jefferson County, Kansas.

**Section 2:** The principal office of this District shall be located within the District in Jefferson County, Kansas.

## **Article 2: Governing Powers:**

The corporate powers of this District shall be vested in the Board of Directors, hereinafter referred to as the Board.

## **Article 3: Purpose, Objective, and Authority:**

The purpose and objectives of this District are:

- (a)** To acquire water and water rights and to build and acquire pipe lines and other facilities, and to operate the same for the purpose of furnishing water for domestic, garden, livestock and other purposes to owners and occupants of land located within the District, and others as authorized by these Bylaws.
- (b)** To borrow money from any Federal or State agency, or from any other source, and to secure said loans by mortgaging or pledging the physical assets and revenue and income of the District, including easements and rights-of-way.
- (c)** To hold such real and personal property as may come into its possession by will, gift, purchase, or otherwise, as authorized by law, and to acquire and dispose of such real and personal property, including rights-of-way and easements, wherever located, as may be necessary and convenient for the proper conduct and operation of the business of the District.
- (d)** To establish rates and impose charges for water furnished to Participating Members and others.
- (e)** To enter into contracts for the purpose of accomplishing the purposes of the District with any person, entity, or governmental agency.
- (f)** To cooperate with any person, entity, or any governmental agency in any undertaking designed to further the purposes of the District.

(g) To do and perform any and all acts necessary or desirable for the accomplishment of the purposes of the District which may lawfully be done by such District under the laws of the State of Kansas and in accordance with K.S.A. 82a-619.

#### **Article 4: Definitions:**

**Participating Members:** Those individuals or entities who possess the legal authority to exercise the rights of a Benefit Unit. A Participating Member may be an individual, firm, partnership, association, or corporation.

**Benefit Unit:** A right to receive water service to meet a customer's requirements, the statutory right to share in the benefits of improvements of the District, and the right to one line from the District's water system to receive water service from the district.

**Owners of land:** One or more persons in whom title to real estate is vested, to include a person or persons owning an equitable interest in real estate by virtue of an installment purchase contract.

**Termination of Water Service:** The cessation of water services due to a delinquency or nonpayment of the water bills issued by the District or violation(s) of any of these Bylaws or the Rules and Regulations of the District.

**Forfeiture of Benefit Unit:** The confiscation of a benefit unit from a participating member by the Water District due to a an ongoing or sustained delinquency or nonpayment of the water bills issued by the District, or a participating members repeated violation(s) of any of the Bylaws or the Rules and Regulations of the District

#### **Article 5: Water Users:**

**Section 1:** Water shall be supplied only to land located within the District: Provided, however, that the Board may make water available to the public for purchase at such distribution points as it may establish.

**Section 2:** No owner of land located within the District shall be eligible

to become a water subscriber unless he or she has first subscribed and paid for one or more Benefit Units. Tenants occupying land located within the District may become water subscribers: Provided, that the owner, or someone on behalf of the owner, has subscribed and paid for one or more Benefit Units in favor of the land the tenant is occupying.

**Section 3:** An applicant for a Benefit Unit shall complete the Water Meter Application form provided by the District and shall sign the Water User Agreement provided by the District at the time of application.

## **Article 6: Right to Vote:**

**Section 1:** Only Participating Members shall have the right to vote, and each Participating Member shall be entitled to a single vote, regardless of the number of Benefit Units to which the member may have subscribed.

**Section 2:** If the Participating member is a firm, partnership, association, or corporation, they may vote by designating one of its members to vote on its behalf.

**Section 3:** No Participating Member shall be allowed to vote unless the payment of charges are current on all of their Benefit Units.

**Section 4:** There shall be no proxy voting.

## **Article 7: Benefit Units:**

**Section 1:** The Board shall establish a fee for Benefit Units. Such fee shall be adopted by the Board by a majority vote with the amount and effective date published to the public. Each Benefit Unit shall carry with it the obligation of paying a minimum monthly meter charge from the time service can be established as determined by the Board of Directors. Additional Benefit Units shall be available only as capacity of the District's facilities permit as determined by the Board of Directors. Subscriptions for Benefit Units shall be given preference and priority by the Board of Directors in the order in which received and paid. The Board may refuse the subscription for a Benefit Unit in favor of a particular tract of land located within the District, or impose special conditions on granting the same if in the judgment of the Board, the granting of said subscription and the furnishing of water pursuant thereto, would impair the service to other

water users in that locality or be uneconomical, unfeasible or place an undue burden on the District

**Section 2:** Upon the purchase of Benefit Units, the owner(s) of land shall designate the tract of land to which the Benefit Units shall be assigned, and the Benefit Unit shall not be transferred from one tract of land to another without the approval of the Board. The owner(s) of lands subscribing to more than one Benefit Unit to be assigned to one tract of land shall be at the time of said subscription designate as nearly as practical the location on said tract where he or she intends to utilize said Benefit Units and no major change in location shall be made without the approval of the Board. Benefit Unit Certificates shall be issued by the Board, signed by the Chairman and Secretary, showing name of owner, and tract of land to which the Benefit Unit is assigned, numbered consecutively in the order in which issued.

**Section 3:** The consideration paid for Benefit Units shall be considered donations to the District and shall in no event and under no circumstances be refunded to the subscriber.

**Section 4:** Benefit Units shall follow the title of land unless the owner of the land designates otherwise. Owners may transfer Benefit Units from one tract of land to another tract owned by them within the District subject, however, to the approval of the Board. No transfer in ownership of Benefit Units shall be permitted without the approval of the Board. No transfer will be approved unless all charges against the Benefit Unit are paid. All transfers, when approved, shall be recorded in the books of the District. In the event the ownership of the land has changed and no request for transfer was initiated by the Benefit Unit owner, then the District shall consider the transfer of the Benefit Unit to the new owner upon proof of ownership of the land.

**Section 5:** Each Benefit Unit shall entitle the owner to not exceed one line from the District's water system. Each line shall serve not to exceed one residence or business establishment together with the necessary and usual out-buildings.

**Section 6:** Failure to timely pay any charges or fees payable to the District, or violation(s) of any of these Bylaws or the Rules and Regulations of the District shall be cause for termination of water service. The District

shall provide notice of any delinquency in payment and the intent to terminate service in payment and intent to terminate service in accordance with policy established by the Board of Directors.

**Section 7:** A Benefit Unit shall be subject to forfeiture any time that any minimum monthly charge or charge for metered water remains unpaid for six months or longer after becoming first due and payable. Forfeiture shall occur only in accordance with the following procedure:

Notice shall be given to the Benefit Unit owner at the owner's last known address by registered mail, return receipt requested. Such notice shall state that the Benefit Unit is subject to forfeiture, the reason therefore, the date, time, and place of the next regular meeting of the Board of Directors, and that the unit shall be subject to forfeiture by action of the Board of Directors at its next regular meeting unless the Benefit Unit owner appears and shows cause why the Benefit Unit should not be forfeited. If the Benefit Unit is not forfeited at the meeting, the same notice shall be given again before that Benefit Unit is forfeited.

## **Article 8: Election of Directors:**

**Section 1:** The Board of Directors shall consist of five (5) members, all of whom shall be a Participating Members of the District. The Participating Members shall elect for a term of three years the number of Directors whose terms of office have expired. Such election shall occur at the District's annual meeting.

**Section 2:** Immediately following the annual meeting of the Participating Members, the Board shall meet and shall elect a Chair, Vice-Chair, Secretary, and Treasurer from among themselves, each of whom shall hold office until the next annual meeting and until the election and qualifications of his or her successor, unless sooner removed by death, resignation or for cause. The offices of Secretary and Treasurer may be held by one person.

**Section 3:** Any vacancy on the Board, other than from the expiration of a term of office, shall be filled by appointment by the remaining members

of the Board. Such appointment shall take effect immediately following confirmation by a majority of the remaining members of the Board. The disqualification of a Director as a Participating Member of the District shall operate to disqualify him or her as a Director and to create a vacancy in the office of the Director.

**Section 4:** A majority of the Board shall constitute a quorum at any meeting of the Board.

**Section 5:** Any Director of the District may be removed from office for cause by a vote of not less than 3/4ths of the Participating Members of the District present at any annual or special meeting called for that purpose. The Director shall be informed in writing of the charges and preferred against him or her at least 10 days before such meeting, whether regular or special, and at the meeting shall have an opportunity to present witnesses and be heard in person in answer thereto. Officers of the Board may be removed for cause by majority vote of the Board.

## **Article 9: Powers and Duties of Directors:**

**Section 1:** The Board, subject to the restrictions of law, and these Bylaws, shall exercise all the powers of the District and without prejudice to or limitation upon their general powers, it is hereby expressly provided that the Board shall have, and is give hereby, full power and authority with respect to the matters as hereinafter set out:

- (a) To select and appoint all agents and employees of the District or remove such agents and employees of the District for just cause, prescribe such duties and designate such powers as may not be inconsistent with these Bylaws, and fix their compensation and pay for faithful services.
- (b) To borrow from any source, money, goods, or services and to make and issue notes and other negotiable and transferable instruments, mortgages, deeds of trust and trust agreements, and to do every act and thing to effectuate the same.
- (c) To prescribe, adopt and amend, from time to time, such equitable and uniform Rules and Regulations, as in their discretion, may be deemed essential or convenient for the



conduct of the business and affairs of the District, and the guidance and control of its agents and employees.

- (d) To fix charges to be paid by each water user for services rendered by the District to the member, the time of payment, and the manner of collection, and to establish rates for services furnished.
- (e) To require all officers, agents, and employees, charged with the responsibility for the custody of any funds of the District to give adequate bond, the cost thereof to be paid by the District, and it shall be mandatory upon the Directors to so require
- (f) To select one or more banks to act as depositories of the funds of the District and to determine the manner of receiving, depositing and disbursing the funds of the District in the form of checks or other recognized means of disbursement, and the
- (g) person by whom the same shall be signed on behalf of the Chair with the power to change such bank or person signing such checks and the form thereof at will.
- (h) Prepare annually an estimated budget for the coming year, adjust water rates, if necessary, to produce sufficient revenue required by such budget, cause an annual audit of the District records and accounts, order a compilation, and make a report on said matters at each annual meeting of Participating Members.
- (i) When a person is sued or prosecuted in a civil or criminal action in his or her capacity as an employee, officer or director of the District, such person shall be indemnified for such claim including the reasonable cost of defense thereof so long as:
  - (1) such person is successful in the defense of the claim, or the claim is settled; and
  - (2) the court finds that such person's conduct fairly and equitably merits such indemnity.

**Section 2:** The Board may employ such employees, agents, managers and contractors upon such terms as the Board of Directors sees fit. However, no Director shall be simultaneously employed by the District as an employee, agent, manager and/or contractor without the express written consent and waiver of the conflict of interest by all current Directors.

## **Article 10: Duties of Officers:**

**Section 1: Chair** The Chair, who shall be a member of the Board, shall preside over all meetings of the District and the Board, call special meetings of the District and the Board, perform all acts and duties usually performed by and executive and presiding officer, and shall sign all Benefit Unit Certificates and such other papers of the District as authorized or directed to sign by the Board, provided that the Board may authorize any person to sign checks, on behalf of the District, provided that all checks must be countersigned by the Treasurer or someone on the Treasurer's behalf. The Chair shall perform such other duties as may be prescribed by the Board.

**Section 2: Vice-Chair** In the absence or disability of the Chair the Vice-Chair, who shall be a member of the Board, shall perform the duties of the Chair.

**Section 3: Secretary** It shall be the duty of the Secretary, who shall be a member of the Board, to keep a record, or cause a record to be kept, of the proceedings of the meetings of the Board and the District. The Secretary shall serve, or cause to be served, all notices required to be served by law of the Bylaws of the District; and, in case of the Secretary's absence, inability, refusal, or neglect to do so, then such notices may be served by any member of the board directed by the Chair.

**Section 4: Treasurer** The Treasurer, who shall be a member of the Board, shall account for all funds of the District, and shall pay out of the Depository only on the checks of the Chair, or someone authorized on the Chair's behalf, countersigned by the Treasurer or someone on the Treasurer's behalf. Deposits and disbursements may be accomplished electronically if generally accepted and proper financial controls are implemented. At each annual meeting of the District, the Treasurer shall submit, for the information of the Participating Members, a complete statement of account for the past year and shall discharge such other

duties pertaining to the Treasurer as shall be prescribed by the Board.

## **Article 11: Books and Records:**

The books and records of the District, and such papers as may be placed on file by a vote of the Board of Directors shall, during reasonable hours be subject to inspection according to law. However, as the District does always not have someone to cover the office hours, such inspection shall typically occur as agreed to by both the inquiring party and the District's Clerk.

## **Article 12: Annual or Special Meetings of Participating Members:**

**Section 1:** The annual meeting of the Participating Members of the District shall be held at some suitable location designated by the Board. Said annual meeting shall be held on the third Tuesday of February.

**Section 2:** Special meetings of Participating Members may be called at any time by the Chair or upon resolution of the Board by a majority vote, or upon written petition to the Chair of the Board, signed by 51% or more of the Participating Members of the District. The purpose of every special meeting shall be stated in the notice thereof and no business shall be transacted except such as is specified in the notice.

**Section 3:** Notice of meetings of Participating Members of the District shall be given by mail to each Participating Member of record directed to the address shown upon the books of the District at least 10 days prior to the meeting, but no failure or irregularity of a notice of any annual meeting, regularly held, shall affect any proceeding taken thereat. Alternative methods of notice, such as email, may be engaged with the prior consent of the Participating Member.

**Section 4:** The Participating Members present at any meeting of Participating Members shall constitute a quorum for the purpose of transacting business.

**Section 5:** The order of business at the regular meeting and, so far as possible, at all other meetings shall be:

- (a) Call to order;

- (b) Proof of notice of meeting;
- (c) Reading and approval of minutes of last meeting;
- (d) Report of officers and committees;
- (e) Election of directors;
- (f) Unfinished or old business;
- (g) Newbusiness;
- (h) Adjournment.

### **Article 13: Board Meetings:**

**Section 1:** The Board shall meet annually, immediately following the annual meeting of Participating Members, and may meet at such other times as may be determined by the Board, or upon the call of the Chair or any two members of the Board.

**Section 2:** The Board shall designate a date for the annual meeting as well as the monthly meeting date, time, and location, which will be communicated to each Director at least two weeks prior to the scheduled meeting.

**Section 3:** The District's clerk will ensure that all Directors are timely notified of any special meetings apart from the regularly scheduled monthly meeting.

### **Article 14: Manner of Election and Voting:**

**Section 1:** At the annual meeting of the District each Participating Member, qualified as stated in these Bylaws, shall be entitled to vote upon all propositions coming before said District. No cumulative voting shall be permitted, and each Participating Member of the District shall have one vote. The methodology of voting will be determined and administered by the Board.

**Section 2:** At all meetings of the District other than the annual meeting,

the Board of Directors as elected, shall be entitled to upon all propositions coming before said District with each member of the Board entitled to have one vote. The methodology of voting will be determined and administered by the Board.

#### **Article 15: Seal:**

The District shall have a corporate seal, consisting of a circle having on its circumference and face the words, "Rural Water District No. 9, Jefferson County, Kansas," which shall be in the custody of the Secretary.

#### **Article 16: Fiscal Year:**

The fiscal year of the District shall begin the first day of January of each year.

#### **Article 17: Amendment:**

These Bylaws may be repealed or amended by a vote of 3/4ths of the Participating Members present at any regular meeting of the District or at any special meeting of the District called for that purpose except that the Participating Members shall not have the power to change the purpose of the District so as to impair its rights and powers under the laws of the State of Kansas or to waive any requirement of bond or other provision for the safety and security of the property and funds of the District or its Participating Members or to deprive any Participating Member or landowner of rights and privileges then existing or to so amend the Bylaws as to affect a fundamental change in the policies of the District. Notice of any amendment to be made at any regular or special meeting of the Participating Members must be given at least 10 days before such meeting and must set forth the amendments to be considered.

#### **Article 18: Basis of Operation:**

The District shall at all times be operating on a non-profit basis for the mutual benefit of its Participating Members.

#### **Article 19: Benefits and Duties of Participating Members:**

**Section 1:** The District shall install, own, maintain and operate a water

distribution system to the point of delivery, which point shall be the discharge side of the water meter located at the property line.

**Section 2:** Each Participating Member shall be entitled to purchase from the District such water as the participating Member may desire subject, however, to the provisions of these Bylaws and such Rules and Regulations as may be prescribed by the Board. The water delivered to each Participating Member shall be metered.

**Section 3:** In the event the total water supply is insufficient to meet all of the needs of the Participating Members and users, or in the event there is a shortage of water, the District may prorate the water available according to the Water Conservation Plan as approved by the Board.

**Section 4:** Each Participating Member is responsible for proper care of the District's water distribution system to include water meters serving a Participating Member's property. Any and all damage, apart from normal wear and tear, and irrespective of cause, is the responsibility of the Participating Member utilizing the subject meter. The District will maintain a schedule of charges for repairing or replacing a damaged meter. Appropriate charges for replacing or repairing a damaged meter will be billed to the Participating Member and any participating member disputing such charge may request a hearing before the Board to review the same.

## **Article 20: Kansas Open Records Act:**

The Kansas Open Records Act (KORA), which applies to the District, mandates that all official records of the District are available for public review. Printed versions of various documents maintained by the District will be available to the public in accordance with KORA and the policies adopted by the Board.

## **Article 21: Printing:**

After adoption, these Bylaws shall be prepared in pamphlet form, and a copy thereof shall be delivered to each participating member.

**Affidavit**

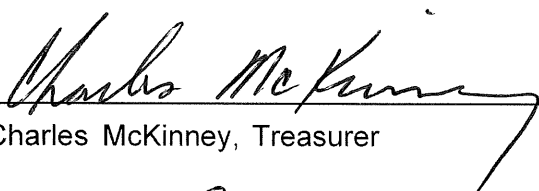
STATE OF KANSAS                    )  
  ) ss:  
COUNTY OF JEFFERSON            )


**ACKNOWLEDGMENT**

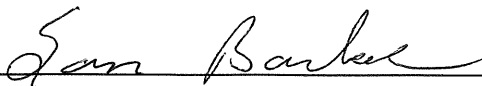
We, The Duly Elected Members of the Board of Directors for Rural Water District No. 9, Jefferson County, Kansas, depose and state, each for him, that the foregoing By-Laws and General Rules of Rural Water District No. 9, Jefferson County, Kansas, were adopted at a meeting of the landowners of said district duly held on the 17th day of February 2020. That there were five landowners present in person and that the vote for the adoption of the By-laws was unanimous.

  
\_\_\_\_\_  
Marc Paramore, Chair

  
\_\_\_\_\_  
Jon Dove, Vice- Chairman

  
\_\_\_\_\_  
Charles McKinney, Treasurer

  
\_\_\_\_\_  
Alan Staus, Secretary

  
\_\_\_\_\_  
Sam Banker, Director