

**LEWIS AND CLARK COUNTY
WATER QUALITY PROTECTION DISTRICT
BYLAWS**

**Article I
Creation**

The Lewis and Clark County Water Quality Protection District was created pursuant to the Lewis and Clark County Commission Resolution No. 1992-16, dated January 28, 1992, and the Board of Directors was created pursuant to the Lewis and Clark County Commission Resolution No. 1992-86, dated July 6, 1992. The Lewis and Clark County Water Quality Protection District was created to protect, preserve and improve the quality of surface water and ground water quality within its boundaries (75-13-4501 (3) MCA).

**Article II
Organization and Offices**

- 2.1 The organization shall be known as the Lewis and Clark County Water Quality Protection District (WQPD hereinafter known as the District).
- 2.2 The District shall maintain its office at the Lewis and Clark City-County Health Department located at 1930 9th Avenue, Helena, MT 59601.
- 2.3 The administrative body of the District shall be the Board of Directors of the WQPD (hereinafter known as the Board), Resolution No. 1992-86.

**Article III
Powers and Duties of the Board of Directors**

Powers and duties of the board of directors are based on Section 7-13-4517 MCA. Responsibilities and duties between the Lewis & Clark County Commission, the Lewis & Clark City-County Board of Health (hereinafter known as the Board of Health) and the Lewis & Clark County Water Quality Protection District are delineated in Appendix A: Memorandum of Understanding.

- 3.1 The Board shall have all the powers and duties vested in it by law.
- 3.2 The Board, with the approval of the County Commission, may:
 - 3.2.1 Develop a local water quality program to be submitted to the Board of Environmental Review, for the protection, preservation, and improvement of the quality of surface and ground water in the District. In developing the program, the Board shall consult with the board or boards of supervisors of conservation districts, established as provided

in 76-15-201, whose geographical area of jurisdiction is included within the boundaries of the District.

- 3.2.2 Implement a local water quality program.
- 3.2.3 Administer the budget of the District.
- 3.2.4 Employ personnel
- 3.2.5 Purchase, rent, or lease equipment and materials necessary to develop and implement an effective program.
- 3.2.6 Cooperate or contract with any corporation, association, individual, or group of individuals, including any agency of the federal, state or local governments, in order to develop and implement an effective program.
- 3.2.7 Receive gifts, grants, or donations for the purpose of advancing the program and acquire by gift, deed, or purchase the land necessary to implement the local water quality program.
- 3.2.8 Administer local ordinances that are adopted by the commissioners and governing bodies of the participating cities and towns and that pertain to the protection, preservation, and improvement of the quality of surface water and ground water.
- 3.2.9 Apply for and receive from the federal government or the state government, on behalf of the District, money to aid the District program.
- 3.2.10 Borrow money for assistance in planning or refinancing a District and repay loans with money received from the established fees; and
- 3.2.11 Construct facilities that cost not more than \$5,000 and maintain facilities necessary to accomplish the purposes of the District, including but not limited to facilities for the removal of water-borne contaminants, water quality improvements, sanitary sewage collection, disposal, and treatment, and storm water or surface water drainage collection, and treatment.

Article IV **Membership**

Membership is established pursuant to 7-13-4516 MCA.

- 4.1 The Board shall consist of nine (9) directors to be appointed by the County Commissioners representing the following:

- 4.1.1 County Commission
- 4.1.2 Helena City Commission
- 4.1.3 East Helena City Council
- 4.1.4 Lewis and Clark County Conservation District
- 4.1.5 Lewis and Clark City-County Board of Health
- 4.1.6 Helena Citizens Council, and
- 4.1.7 Three (3) members representing the general public.

- 4.2 Absenteeism. The proper functioning of the Board is impaired by the absence of its members. Absenteeism is the responsibility of the governing body that appoints a director. If a director has two consecutive absences, not related to a work schedule, from regularly scheduled meetings during the year, the appointing governing body may be informed and a replacement requested.

Article V
Officers, Duties, and Committees

- 5.1 The officers of the Board shall be a chairperson and a vice chairperson.
- 5.2 All officers shall be elected for a term of one (1) year by the board of directors during the last regularly scheduled meeting of the fiscal year and shall assume office the first regularly scheduled meeting of the next fiscal year. Any officer may be re-elected for not more than three successive terms.
- 5.3 The chairperson shall preside at all meetings of the Board and shall execute all documents or instruments for or on behalf of the Board.
- 5.4 The vice chairperson shall perform and exercise the authority of the chairperson in the absence of the chairperson.
- 5.5 The chairperson, with the prior approval of the majority of the Board, may appoint committees from the directors, and/or the Board of Health or the general public to perform lawful functions as the Board may prescribe.

Article VI
Meetings

- 6.1 All meetings and special meetings of the Board shall be open public meetings, except as may otherwise be allowed by law to be closed in specific situations, pursuant to 2-3-203 MCA.
- 6.2 The staff shall submit a draft agenda to the chair. The chair will make revisions and approve the agenda for distribution to the Board. Directors may request items be placed on the agenda by submitting their request at least ten (10) days prior to the regularly scheduled meeting.

- 6.3 The Board shall meet a minimum of nine times per calendar year.
- 6.4 Special meetings may be called by the chairperson upon written notice to all members, at least two days in advance of the special meeting, fixing the time and the place thereof. Written notice is not required if the time and place of a special meeting has been fixed at a regular public meeting and absent members are notified by mail in accordance with above. Special meetings may be conducted by telephone conference call provided there is proper notice and opportunity for the public to be in attendance during the teleconference meeting.
- 6.5 The majority of the Board shall constitute a quorum. However, if there is less than a quorum, those directors present at a meeting may take testimony, discuss matters, and then at the next meeting where a quorum is present report to the rest of the Board.
- 6.6 Each member of the Board, including the chairperson, shall have one vote on all matters voted upon. If any member, however, claims a conflict of interest on any issue, such member shall be excused from voting. However, the Board must maintain a quorum when voting.
- 6.7 Proxy voting is not permitted.
- 6.8 No director shall vote on any matter heard, but not voted upon, at a previous meeting not attended by such member, unless a director reviews the public record established at the previous meeting.
- 6.9 If no quorum is present, the chairperson, or vice chairperson, in the absence of the chairperson, or the administrator of the District, in the absence of the chairperson or the vice chairperson, may reschedule a special meeting in accordance with paragraph 5.3 above, or the meeting may be postponed until the next regular meeting of the Board.

Article VII

Parliamentary Procedure- Robert's Rules of Order

- 7.0 For all procedural matters not specifically covered in these bylaws the controlling parliamentary authority for the Board is Robert's Rules of Order, Newly Revised, (*Version 1981*).
- 7.1 The chairperson, being a co-equal member of the Board, shall in addition to presiding, have a right to participate in debate, and shall vote on all motions, and not only where the vote of the chair would create or break a tie.
- 7.2 A motion, once stated and seconded, limits the debate to points relevant to the motion. Prior to a formal motion being stated, general discussion of, and the presentation of information relevant to an agenda item being considered is in order.
- 7.3 Before the consideration of any measure or the taking of any action, concerning which a public hearing has not been previously held, or will not be held, the chairperson may

allow members of the audience to be heard. No member of the audience may be heard during or after the Board discussion. The chairperson may reasonably limit audience participation at any time.

- 7.4 Reconsideration of any action of the Board may be allowed at any time, upon motion of any director. In order to reconsider a previous action of the Board, a majority of those Directors present must vote to reconsider.
- 7.5 Routine matters, such as setting meeting times and adjournment, may be by consensus rather than by motion and vote.

Article VIII
Amendments

- 8.1 Proposed amendments to these bylaws shall be presented at a regular meeting of the Board and voted on no sooner than the next regular meeting. Proposed amendments shall be provided to every member in writing at least twenty (20) days prior to the meeting at which the vote is to be taken.
- 8.2 A two-thirds majority of the directors present and voting in favor of the proposal is required to adopt the amendment to the bylaws.

DATED this _____ day of _____, 2002

Stephen R. Granzow, Chair
Lewis & Clark County
Water Quality Protection District