



OSAGE COUNTY RURAL WATER DISTRICT #15

14415 N 52ND W AVE P O BOX 1029

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NOTICE

REGULAR MEETING OF THE BOARD OF DIRECTORS, OSAGE
COUNTY RURAL WATER MANAGEMENT DISTRICT #15

Date: Tuesday, June 12, 2018

Time: 5:30 p.m. Place: 14415 N. 52nd W. Ave
Skiatook, OK 74070

AGENDA

- I. Call to Order - Butch Barber, Chairman
 - II. Roll Call - Johnna Huddleston, District Manager
 - III. The Board will consider and may vote to approve or not approved minutes from previous meeting
May 8, 2018
 - IV. The Board will review, consider and may discuss the **May 2018** financial reports
 - v. The Board will consider and may vote to approve or not approve monthly expenditures
May 2018
- Complete list available for review anytime during normal business hours prior to meeting.
- VI. The Board may discuss an investment policy and may vote to adopt an investment policy.
 - VII. The Board may discuss and may vote to approve or not approve the purchase of a 2018 Chevrolet 3500HD Silverado VIN# 1GB3KYCY3JF1359636 in the amount of \$42,500
 - VIII. The Board may discuss and may vote to approve or not approve the sale of a 2009 Chevrolet VIN# 1GBJK79689E160422.
 - IX. The Board may discuss and may vote whether to revise and modify the District's Billing Policies and Procedures by deletion of the following paragraph:

If an account is not timely paid when due as specified above, the District will promptly mail the District Customer a notice addressed to the District Customer's mailing address of record advising the District Customer: (a) of the amount then due on the account, including all Late Charges and fees; (b) that if the amount stated therein is not paid on or before the last day of the month,

that the Delinquency Fee then in effect shall be added to the account balance and be immediately due and payable without further notice; (c) that if the amounts so stated are not paid in full by the last day the month, that the District Customer's service is subject to immediate disconnection without further notice on the first day of the next month; and (d) of the District Customer's right to appeal (as hereafter provided) immediate disconnection.

- x. The Board may discuss and may vote to revise and modify the District's *Rules and Regulations* by deletion of the existing provisions governing the "Application for Water Service" and substitution of the following:

APPLICATION FOR WATER SERVICE: All prospective Purchasers of the District's water shall:

1. Submit a signed Application and Water User's Agreement. The form of Application shall be in form and substance from time to time designated by the District's Manager and shall include a copy of the recorded deed describing and covering the tract of land proposed to be served.
2. Pay the then current Benefit Unit Fee.
3. Provide the District with an easement for water lines and connections.
4. Be responsible for the expenses of road crossings and / or borings and any other extraordinary expenses incurred by the District in providing the requested water service to the Applicant.

PROVIDED, that a Tenant or other prospective Purchaser of the District's water which seeks only to become a Water User (a purchaser of the District's water which is not a Participating Member) shall not be required to pay a Benefit Unit Fee or grant an easement. All applications for any purchase of the District's water by a Tenant must be approved by the holder of the Benefit Unit covering the Tract proposed to be served. In the event of any default by a Tenant, the Benefit Unit owner shall remain responsible to the District for all charges, costs and expenses attributable to the Tract served.

- xI. The Board may discuss and may vote to revise and modify the District's *Rules and Regulations* by modification of the existing "Adjustment

Procedure Policy" by changing all references therein from "99,000 gallons" to "75,000 gallons."

- XII. The Board may discuss and may vote to revise and modify the District's *Rules and Regulations* by deletion of the following phrase from the "Reconnect Policy:"

A disconnect notice will be mailed to the address of record at least five (5) days prior to disconnection date.

- XIII. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, Article IV, Section 2, deleting from the definition of "Participating Member" the phrase and words "or having an interest in."

- XIV. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, Article VII, Section 5, "Declaration of Candidacy" revising and modifying the existing provisions thereof by adding the following additional requirements:

D. The person's affirmation that the declarant has reviewed the District's *Bylaws* and meets all qualifications set forth therein to serve as a Director.

E. The person's affirmation that the declarant has reviewed and understands 51 O.S. §6 ("Officers and Deputies Not to Hold Other Offices") and that the declarant's election to the Board would not violate the provisions of said statute.

- xv. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, Article VII, Section 10, "Regular Meetings" deleting the existing provisions thereof and substituting the following:

SECTION 10: Meetings. The Directors shall meet as required by any applicable statute and shall further hold regular monthly meetings at a designated time and place as may from time to time be determined by the Board. The Directors may additionally meet specially at other times and places upon the call of the Chairman or any two (2) Directors. Notice of all meetings except regularly scheduled meetings shall be either: (a) as hereafter provided in Article XIX; or (b) by any such means (including SMS or text message or email) as each Director

may from time to time designate, in writing, to the District's Manager. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice of the meeting. PROVIDED, that the attendance of a Director at a meeting shall constitute a waiver of notice of the meeting, except where a Director attends the meeting solely for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. When all of the Directors are present at any meeting, however called, or consent in writing that such meeting may be held, all proceedings thereat shall be valid as though the previous written notice aforesaid had been given.

- XVI. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, adding thereto the following new Article XX:

ARTICLE XX
GENDER NEUTRAL

These Bylaws shall be deemed to be gender neutral. To the extent that the context shall permit, any masculine pronoun used herein shall be construed to include also the similar feminine pronoun, any feminine pronoun used herein shall be construed to include also the similar masculine pronoun, any singular word so used shall be construed to include also the similar plural word and any plural word so used shall be construed to include also the similar singular word.

- XVII. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, deleting therefrom the entirety of Section 8 of Article XI "Proxies."

- XVIII. The Board may discuss and may vote to recommend to the District's Participating Members a proposed amendment to the District's *Bylaws*, providing for a new Section 8, Article XI, as follows:

Section 8. **Contested Director Elections.** In any year in which there is more than one declared candidate for any Board position to be filled at the Annual Meeting of Participating Members, all Participating Members who would be qualified to vote in person at the Annual Meeting shall be allowed to cast their ballot(s), in advance of the Annual Meeting, for each contested Board position. In each such year, balloting for contested Board positions shall be

in strict conformity with all of the following procedures:

(a) Promptly following the conclusion of the period during which a Declaration of Candidacy may be filed, the District's Manager shall determine whether there is more than one candidate for any Board position to be filled at the Annual Meeting (a "Contested Election.") If not, then the following procedures shall not apply.

(b) If there is a Contested Election for one or more Board positions, then the District shall include with the Notice of the next Annual Meeting of the Participating Members identification of: (i) each Board Position for which there is a Contested Election; and (ii) identification of each candidate for each such Board Position. The District shall include, in each such instance, such biographical information about each candidate as the candidate may furnish on forms to be designated by the District's Manager.

(c) In each year in which there is a Contested Election for one or more Board positions, the Notice of the Annual Meeting shall notify the Participating Members that they may vote for the candidate of their choice in each Contested Election at the District's Offices, during normal business hours, during the period commencing the Wednesday prior to the Annual Meeting and ending on the Monday prior to the Annual Meeting.

Participating Members may only vote in Contested Elections either: (i) at the District's Office prior to each Annual Meeting as provided herein; or (ii) in person at the Annual Meeting.

All Participating Members not voting at the District's Office prior to each Annual Meeting as provided herein may vote at the Annual Meeting. The determination of the person elected to each Board Position at each Annual Meeting will be made at the Annual Meeting. If there is more than one Contested Election in any year, any Participating Member voting at the District's Office prior to Annual Meeting as provided herein may not then vote in any Contested Election at the Annual Meeting at which the Contested Election is to be determined.

There shall be no voting by proxy nor any absentee voting at any Meeting of the Participating Members. The provisions set forth herein for determination of Contested Elections shall only apply to Contested Elections. All Participating Members who wish to vote on any other matter

to be considered at any meeting of the Members must be present at the Meeting in order to vote.

XIX. The Board may discuss and may vote to set a Special Meeting of the District's Participating Members for the purpose of considering possible amendments to the District's Bylaws.

XX. District #15 Operation's Report - Johnna Huddleston, District Manager

XXI. The Board will consider and vote to approve or not approve New Applications, Transfers, Forfeitures, Line Extensions, and Developments

Complete list available for review anytime during normal business hours prior to meeting.

XXII. PROPOSED EXECUTIVE SESSION TO DISCUSS THE EMPLOYMENT (review) OF THE DISTRICT MANAGER. 25 O.S. §307(B)(1).

- A. Discuss then vote to convene in executive session.
- B. Vote to acknowledge returning to open session.
- C. Statement of executive session minutes (topics discussed and persons present).

XXIII. Board may discuss and may vote to change or adjust the Manager's compensation, terms or conditions of employment.

XXIV. ADJOURNMENT

Notice of this regular scheduled meeting was provided to the Osage County Clerk prior to December 15, 2017; and faxed to the Osage County Clerk office by 4:30 p.m. on June 7, 2018. This notice of meeting and agenda was posted on the information board of the District Business office by 4:30 p.m. on the 7th day of June 2018.