

**BAYVIEW WATER AND SEWER DISTRICT
BOARD GOVERNANCE POLICY**

A. BOARD OF DIRECTORS DUTIES, POWERS AND RESPONSIBILITIES

1. The Board of Directors shall have and exercise all rights and powers necessary or incidental to or implied from the specific powers granted by Idaho code Title 42, Chapter 32. Such specific powers shall not be considered as a limitation upon any power or action necessary or appropriate to carry out the purposes and intent of Idaho code Title 42, Chapter 32.

B. MEETINGS

1. The Board of Directors shall meet at least once per month on the Third Thursday of the month at the District Office, unless changed by the Board,
2. Special meeting of the Board shall be called by the Board, as provided by Idaho Code.
3. A majority of the Board shall constitute a quorum at any meeting of the Board. A Director may attend the meeting electronically, if needed. A meeting may be held electronically, provided the public notice specifies the electronic platform the public can access to view and participate in the meeting.
4. The Board shall cause a budget hearing to be held at least once each fiscal year at a time and place determined by the Board and with such public notices as required by Idaho Code.

C. ELECTIONS AND APPOINTMENTS

1. The Board of Directors shall consist of five (5) residents of the District, each serving a six-year term.
2. Election to fill Board vacancies shall be held according to the Kootenai County Clerk's Election Department scheduled elections.

3. Any vacancy on the Board, other than expiration of term, shall be filled by appointment by the remaining Board members, to act until the next biennial election.

D. DUTIES OF THE DISTRICT BOARD OFFICERS

1. Duties of the Chairperson: The Chairperson shall call and preside over all meetings of the District membership and the Board, sign all documents of the District, authorize other Board members to sign checks, contracts, and other instruments on behalf of the Board. The Chairperson shall perform such other lawful duties as prescribed by the Board.
2. Duties of the Vice-Chairman: During any absence of the chairperson, the vice-chairperson shall perform the duties of the chairperson. When such case as the chairperson dies, resigns, is disabled, or is removed from office, the Board may declare the office vacant and appoint a successor.
3. Duties of the Secretary/Treasurer: The Secretary/Treasurer shall keep or cause to have kept, a complete record of all meetings of the District membership and Board. They shall have general charge and supervision of the accounting records of the District. The Secretary/Treasurer shall sign all papers as authorized by the Board. The Secretary/Treasurer shall serve or cause to have served all notices and provide complete reports to the Board and membership as required by these Policies and Idaho code, make a full report of all matters relating to the office to the membership at all annual budget hearings, and perform other duties as required by the Board.
4. As with other duties (such as for management, engineering, legal counsel, auditing, CPA or water operators), duties of the Secretary/Treasurer may be contracted out at the discretion of the Board.