

**BY-LAWS**  
of  
**Nampa**  
&  
**Meridian**  
**Irrigation District**

BY-LAWS OF NAMPA & MERIDIAN IRRIGATION DISTRICT - 1991.

ARTICLE 1. NAME OF THE DISTRICT AND ITS SUBDIVISIONS

Section 1. The name of the district is "NAMPA & MERIDIAN IRRIGATION DISTRICT."

This District is incorporated under the water laws of the State of Idaho, and has its principal place of business in Ada and Canyon Counties, Idaho. The location and post office of its registered office in Idaho is Nampa, Canyon County, Idaho.

Section 2. The District is divided into three precincts, the boundaries of which have been fixed as follows:

PERKINS PRECINCT No. 1: Precinct No. 1 shall consist of all that portion of the territory of the District lying East of the North and South line passing between Sections 4 and 5, Township 3 North, Range 1 East of the Boise Meridian, extending through said District.

MERIDIAN PRECINCT No. 2: Precinct No. 2 shall consist of all that portion of the territory of the District lying between the North and South line passing between Sections 4 and 5, Township 3 North, Range 1 East of the Boise Meridian, extending through the District and the North and South line passing between Sections 4 and 5, Township 3 North, Range 1 West of the Boise Meridian, extending through the District.

NAMPA PRECINCT No. 3: Precinct No. 3 shall consist of all that portion of the territory of the District lying West of the North and South line passing between Sections 4 and 5, Township 3 North, Range 1 West of the Boise Meridian, extending through the District.

ARTICLE II. QUALIFICATIONS OF VOTERS

Section 1. No person shall be entitled to vote at any election held for the purpose of electing directors, for the purpose of determining whether indebtedness shall be created or bonds issued by the District, or for any other purpose, unless he shall possess all the qualifications required of electors under the general laws of the State of Idaho, and unless he shall possess those qualifications required of an elector of an irrigation district by the laws of the State of Idaho governing electors of an irrigation district.

### ARTICLE III. DIRECTORY

Section 1. The directory shall consist of three members, one elected from each precinct, and they shall have the qualifications, and exercise the powers conferred upon them by law.

Section 2. In addition to the qualifications required and powers conferred by state laws, the Directors may exercise such other powers, not contrary to law, as may be provided in the by-laws of the District.

### ARTICLE IV. DUTIES OF THE DIRECTORS

Section 1. On the first Tuesday in January of each year, the Directors shall organize themselves into a Board as provided in Section 43-301 Idaho Code. A majority of the Board shall constitute a quorum for the transaction of business.

Section 2. The Board of Directors shall do such things and perform such duties as are prescribed or required of them by law and these by-laws in the management of the affairs of the District and the conducting of its business as defined in Chapter 3, Title 43, Idaho Code.

### ARTICLE V. DUTIES OF THE PRESIDENT

Section 1. The President shall preside at all the meetings of the Directors. He shall sign as President all instructions in writing which have first been approved by the Board of Directors. He shall sign all warrants on the Treasury. He shall call the Directors together whenever he deems it necessary, or whenever requested to do so by two members of the Board or a majority of the resident land owners of the District.

### ARTICLE VI. DUTIES OF THE VICE-PRESIDENT

Section 1. The Board at time of formation as provided in Section 43-401 Idaho Code shall also elect a Vice-President to act in the absence of the President and perform such duties as may be required of him by the Board of Directors.

### ARTICLE VII. DUTIES OF THE SECRETARY

Section 1. It shall be the duty of the Secretary to perform such duties as may be prescribed for him by the Board of Directors. He shall act as Secretary of the Board and District at all meetings. He shall keep full

and accurate minutes of the proceedings of the meetings, transcribe the same into a minute book of the District and upon approval by the Board of Directors have same signed by the President and attested by the Secretary. He shall further perform any and all duties of secretarial nature having to do with the business of said District under direction of the Board of Directors or as may be required of him by law.

The District shall have a seal and the Secretary shall be the keeper thereof and shall affix said seal to all instruments of the District requiring a seal. The Secretary shall be employed by the Board of Directors.

#### ARTICLE VIII. DUTIES OF THE TREASURER

Section 1. It shall be the duty of the Treasurer of the District to receive and safeguard the funds of the District and to do all things required of him by law and to do all things not contrary to law required by the Board of Directors. It shall be the further duty of the Treasurer to furnish a Surety Bond safeguarding all funds of the District coming into his hands. The Treasurer shall be employed by the Board of Directors.

#### ARTICLE IX. OFFICE MANAGER

Section 1. When the offices of both Secretary and Treasurer of the District are held by the same person, said person shall be manager of the District office and shall have, under the direction of the Board, full authority in the management and care of the District office. He shall have full authority to hire, discharge, and direct all personnel required in the function of the District office.

#### ARTICLE X. WATER SUPERINTENDENT

Section 1. In addition to the employment of regular officers, the Board of Directors may employ a Water Superintendent who shall work under the direction and supervision of the Board. He shall have, under the direction of the Board, full authority in the management and care of District property used in the maintenance of District canals or drains or otherwise necessary to the operation of District canals and drains. He shall, under direction of the Board, have full authority to hire, discharge and direct all personnel whose services are required for the operation and maintenance of District

canals. He shall have, under direction and supervision of the Board, full charge of all drainage within the District. He shall, under direction of the Board, settle all disputes where the District is properly responsible, having to do with the distribution of water. Provided, however, in respect to disputes if the Water Superintendent is unable to settle the same, he shall make a full report to the Board of Directors setting forth the facts, the nature of the dispute, and furnish the Board all information or knowledge he may have affecting the matter and the Board shall take such actions as it deems necessary. Provided further, in all matters affecting disputes or any other matters concerning District property or distribution of water or drainage of the land in said district, he shall be under the jurisdiction of the entire Board and no single Director shall make any decision affecting the same or shall concern himself with any such problem without approval of a majority of the Board.

ARTICLE XI. MEETINGS

Section 1. The meetings of the Board of Directors shall be held in the manner provided by law as more fully appears in Chapter 3, Title 43, Idaho Code.

ARTICLE XII. COMPENSATION AND REMOVAL FROM OFFICE OF ALL OFFICERS AND EMPLOYEES

Section 1. Compensation of all officers, agents or employees entitled to compensation from the District, including the Directors, shall be fixed by the Board of Directors.

Section 2. The Secretary-Treasurer and the Water Superintendent shall be employed on a six month trial basis in which time they may be dismissed without protest.

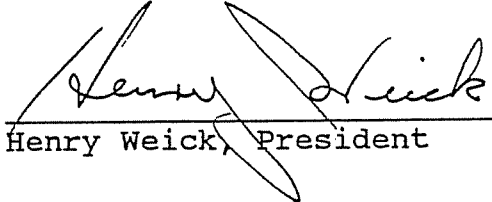
After the expiration of the initial six month trial period, the Secretary-Treasurer and/or the Water Superintendent may not be disciplined, suspended or discharged except for cause. The District shall not terminate the Secretary-Treasurer and/or Water Superintendent without giving the individual at least one warning letter setting forth the employee's deficiencies, if the offense is of a continuing nature. However, in cases of on-the-job intoxication, drug abuse, or behavior which places other employees in severe danger, the individual shall be subject to immediate dismissal from his duties.

In the event the Secretary-Treasurer or Water Superintendent vacates their position for reasons other than cause, then the Secretary-Treasurer or Water Superintendent will have the right to occupy another position within the District for which they are qualified.

ARTICLE XIII. FISCAL YEAR

Section 1. The fiscal year shall commence the first day of January and end the thirty first day of December of each and every year.

The foregoing by-laws were duly and regularly adopted at the regular meeting of the Board of Directors held for that purpose at 3:20 p.m., 3 December 1991, at the office of the Nampa & Meridian Irrigation District at Nampa, Idaho.

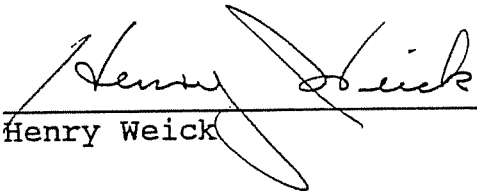
  
Henry Weick, President

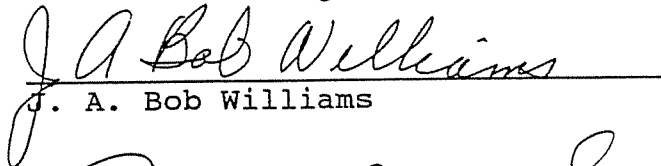
  
Daren R. Coon, Secretary/Treasurer

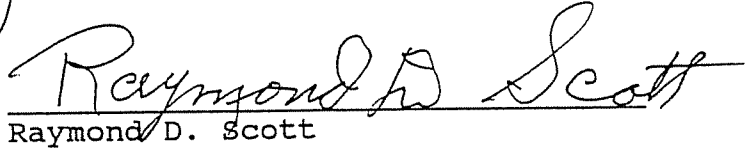


WE, Duly elected, acting Board of Directors of the Nampa & Meridian Irrigation District do hereby adopt the foregoing by-laws.

Dated at Nampa, Idaho, the 3rd day of December 1991.

  
Henry Weick

  
J. A. Bob Williams

  
Raymond D. Scott