BY-LAWS
OE
\mathbf{OF}
HOLIDAY LAIZE COMMUNITY SEDVICES DISTRICT
HOLIDAY LAKE COMMUNITY SERVICES DISTRICT
${f I}$
1
PRINCIPAL OFFICE
TRINCH AL OFFICE
Section I. The principal office or meeting place for the transaction of
business of the HOLIDAY LAKE COMMUNITY SERVICES DISTRICT is fixed and located at Shingle Springs, El Dorado County, California. The Board of Directors may at
any time, or from time to time, change the location of the principal office or meeting
place from one location to another in Shingle Springs.
TT
II
PURPOSES
<u>remosas</u>
Section 1. These By-Laws set for the terms and conditions and general
rules governing HOLIDAY LAKE COMMMUNITY SERVICES DISTRICT, which hence shall be known as H.L.C.S.D. and shall be deemed as By-Laws.
nonce shair or known as 11.2.0.8.2. and shair or are need as 25 22 ws.
III
<u>MEETINGS</u>
Section 1. The annual meeting of the members of the H.L.C.S.D. shall
be held on the second week of April of each year, the date to be determined by the
availability of the meeting place. Notice of the annual meeting must be in writing not less
than seven (7) nor more than (60) days prior to the date of said meeting and such notice shall specify Reasonable date,
place and hour for said annual meeting. Written notice must be delivered personally or by
deposit in the United States mail, or E-mail, postage prepaid To each voting member
(sans E-mail) of the H.L.C.S.D.; said letter to be addressed to said party at his address as

shown on the records of the H.L.C.S.D., or it is not readily ascertained, at the place where the meeting is regularly held. Notice shall also be posted in at least two conspicuous places designated by the Board.

- Section 2. Special meeting of the members of the H.L.C.S.D. for any purpose or purposes may be called at any time by the President of the H.L.C.S.D. or by any two Directors.
- Section 3. Written notice of the time and place of a special meeting of the members shall be given in the same manner as for a general meeting for the members.
- Section 4. The transactions of any meeting of the Board of Directors of the H.L.C.S.D., however called and noticed, shall be as valid as though at a meeting held after regular call and notice if a quorum is present, and if either before or after the meeting, each of the voting members not present signs a written waiver of notice, or a consent to hold this meeting, or an approval of the minutes of the meeting. All the waivers, consents or approvals shall be filed with the H.L.C.S.D. records or be made a part of the minutes of the meeting.
- Section 5. The Directors and Officers of the H.L.C.S.D. shall make a written report to each and every lot owner and the same shall be furnished to said lot owner at the address set forth in the records of the H.L.C.S.D. Said annual report shall specify all activities and management acts of the H.L.C.S.D. and its Officers and Directors during the year immediately said preceding said date; and in the event an annual independent examination or audit should be determined to be necessary shall include a copy of the same This report shall be furnished to the lot owners thirty (30) days or less after completion

IV

BOARD OF DIRECTORS

Section 1. **NUMBER OF DIRECTORS.** The Board of Directors shall consist of five (5) members.

Section 2. **QUORUM.** Three (3) Members of the board of directors shall constitute a quorum for the transaction of business.

44

Section 3. **POWER OF DIRECTORS.** Subject to the limitations of laws governing community services districts, all District powers shall be exercised by or under the authority of, and the business and affairs of the District shall be controlled by,

the Board of Directors. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Directors shall have the following power to wit:

- (a) To select and remove all the officers, agents and employees of the H.L.C.S.D., prescribe such powers and duties for them that may not be inconsistent with the law, or the By-Laws.
- (b) To conduct, manage and control the affairs and business of the H.L.C.S.D., and to make rules and regulations consistent with California State law.
- (c) To adopt regulations binding upon all persons to govern the use of its facilities and property, including regulations imposing reasonable charges for use thereof.
- (d) To enter into contracts for any and all purposes necessary and convenient for the full exercise of its power.
- (e) To perform any and all acts necessary to carry out fully the provisions of the powers hereinabove set forth, in the government code.

Section 4. **ELECTION AND TERM OF OFFICE.** Except as provided below for the initial term of the Directors, the term of office of each Director of the H.L.C.S.D. shall be for four (4) years or until a successor is elected or appointed. Successors of Directors whose terms of office are then expiring shall be elected on the first Tuesday after the first Monday in November in odd numbered years in accordance with §61201 of the state code.

Section 5. **VACANCIES**. Vacancies on the Board of Directors Shall be selected by a majority of the remaining Directors then in office, even though less than a quorum or by the sole remaining Directors. A successor Director so elected shall serve for the unexpired term of his predecessor. Prior to voting in a vacancy on the Board of Directors, and appointing a successor, the following government codes Sections 1770 to 1782 must be observed.

Section 6. **PLACE OF MEETING**. Regular meetings of the Board of Directors shall be held at any place that has been designated from time to time by resolution of the Board by oral or written consent of all members of the Board.

Section 7. **ORGANIZATION MEETING.** Immediately following each annual meetings of the members, the Board of Directors shall hold a regular meeting for the purpose of organization, and the transaction of other business if necessary.

Section 8. **REGULAR MEETINGS.** Other regular meeting of the Board of Directors shall be held with out call on the second week of the following months: January, March, May, September and November, the date to be determined by the availability of the meeting place, and at an agreeable time.

Section 9. **SPECIAL MEETINGS.** Special meeting of the Board of Directors for any purpose or purposes may be called at any time by the president or by any two directors to represent the inhabitants of the Service District on District problems as may arise, with various regulatory County agencies, bodies or departments. Written

notice of time and place of special meetings shall be given personally to each Director or sent to each Director by mail or by other form of communication, charges pre-paid addressed to him at his address as it is shown on the records of H.L.C.S.D.or if is not shown on the records or is not readily ascertainable, at the place at which the meeting of the Directors is regularly held. The notice shall be mailed at least three (3) days before the time of the holding of the meeting. Transactions of any meeting of the Board of Directors, however called and noticed and wherever held, shall be as valid as though had at a meeting held after regular call and notice, if a quorum is present and if either before or after the meeting each of the Directors not present signs a written waiver of notice or a consent to hold the meeting or an approval of the minutes. All such waivers, consents, or approvals shall be filed with the H.L.C.S.D. records or made a part of the minutes of the meeting.

Section 10. **ACTION WITHOUT A MEETING.** Any action by three (3) members of the Board of Directors may be taken without a meeting if all members of the board individually or collectively consent in writing to this action. Such written consent or consents shall be filed with the minutes of the proceedings of the board.

Section 11. **REMOVAL--COMPENSATION.** Directors may be removed from office, for cause, any Director missing two (2) consecutive meetings in succession without cause will be voted out and replaced by the vote of a majority of the Directors. Directors shall receive no compensation for their services as Directors.

Section 12. **SEATING OF DIRECTORS.** All elected Directors shall take office at noon on the first Friday in December. At the next following meeting, an election between the Board of Directors shall be held to choose Officers.

Section 13 **MEETING PROTOCOL.** Any home owner may enter into the discussion by standing or raising his hand, to be recognized by the president. He shall not waiver from the subject and may be limited to the time of his discussion, by the chair. He will be allowed to speak once, and once only on each motion. All other discussions will be allowed at the appropriate time, also limited to time dependent on the importance and quality of the discussion to be determined by the chair. There will be no discussion between homeowners until after adjournment.

 \mathbf{V}

OFFICERS

Section 1. **OFFICERS.** The officers of the H.L.C.S.D. shall be a President, Vice President, Secretary and Treasurer, and such other officers as the board

1
2 3
4 5
6 7
8
6 7 8 9 10
10 11
11 12 13 14 15 16 17 18 19 20 21 22 23 24 25
13
14
16
17
18
19 20
21
22
23 24
25
26
26 27 28 29 30
20 29
30
31 32
32 33
34
35
36 37
38
39
40
41

of Directors may appoint. One person other than the President may hold more than one of these offices.

- Section 2. **ELECTION**. Following the rules set forth by the election board of El Dorado County all Officers of the H.L.C.S.D. shall be elected for terms of two years,(2) or until their successors are elected and qualified.
- Section 3. **VACANCIES.** A vacancy of office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Board of Directors.
- Section 4. **PRESIDENT.** Subject to the control of the Board of Directors, the President shall have general supervision, direction, and control of the business and affairs of the H.L.C.S.D. He shall preside at all meetings of the members of the members and Directors and shall have such other powers and duties within the guidelines set forth by the By-laws as may be prescribed from time to time by the Board of Directors.
- Section 5. **VICE PRESIDENT**. In the absence or disability of the President, the Vice President shall perform all the duties of the President and in acting shall have all the powers of the President. The Vice President shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Directors.
- Section 6. **SECRETARY.** The Secretary shall keep a full and complete record of the proceedings of the Board of Directors and at annual meetings and handle correspondence as may be required in the regular course of business, shall make service of such notices as may be necessary or proper, shall supervise the keeping of the records of the H.L.C.S.D., and shall discharge such other duties of the office as prescribed by the Board of Directors. The minutes shall be completed and ready no later than ten (10) days following the regular meeting
- Section 7. **TREASURER.** The Treasurer shall receive and safely keep all monetary records of the H.L.C.S.D., and handle the disbursement of all funds for the H.L.C.S.D. Those funds shall be paid out only on the signature of two of the three authorized signatures. The Treasurer shall have other powers and perform other duties as may be prescribed from time to time by the Board of Directors.

VI

APPOINTED POSITIONS

Section 1. **GENERAL MANAGER.** A General Manager shall be appointed by the Board of Directors the duties of the General Manager will be subject to the tasks and powers set forth by the board of Directors. The work load and duties may change from time to time. The term of appointment shall be for two years.

VII MISCELLANEOUS

- Section 1. **CONTACT, ETC., HOW EXECUTED.** The Board of Directors, except as otherwise provided in the By-Laws may authorize any officer or officers, or any agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the District, and such authority may be a general or confined to specific instances; and, unless so authorized by the Board of Directors, no Officer, agent or employee shall any power or authority to bind the District by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.
- Section 2. **RECALL OF DIRECTORS.** Every incumbent of the Office of Director, whether elected by popular vote for a full term or appointed, may be recalled by the voters in accordance with the recall provisions of the of the election code of the State of California.
- Section 3. **CONTRACT BIDS** all contracts for the construction of any unit of work, except as otherwise provided estimated to cost in excess of \$5.000 shall be let to the lowest qualified bidder after competitive bidding.
- Section 4. **BUDGET SESSION.** The regular meeting scheduled for September is hereby designated to be the budget session of the H.L.C.S.D. At said meeting the Board of Directors shall determine what the budget shall be for the next ensuing taxable year. The budget shall be submitted to the auditor of the County of El Dorado, State of California for processing and the approval by the County Board of Supervisors following the September meeting.
- Section 5. **POST OFFICE BOX.** The H.L.C.S.D. shall maintain a United States post office box at the nearest United States post office for the purpose of handling incoming correspondence.
- Section 6. **LIABILITY INSURANCE** The H.L.C.S.D. shall maintain a liability and Directors and Officers policy (errors and omissions), in the amount that is realistic and consistent for that period of time.
- Section 7. **AUDITS.** An audit shall be performed for the H.L.C.S.D. in a realistic amount of time, at least every five (5) years.

1
2
3
4
5
6
7
8
9
10
11
12
12
13
14
15
10
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41

Section 8. **PURCHASES** Any out of pocket Board approved purchases, other than petty cash shall be reimbursed to the Director, Officer or General Manager in a timely manner.

Section 9 CAPITALIZATIONS AND DEPRECIATION

- **I** Threshold for capitalization. One thousand dollars (\$1,000) to be coded to capital outlay accounts. (#6000-#6045)
- **II** Estimated useful life for equipment, seven (7) years.
- III Depreciation method straight line..

VIII

AMENDMENTS

Section 1. These rules and regulations may be altered, amended, repealed in whole or part, and new rules and regulations may be adopted by the Board of Directors from time to time as said Board shall deem necessary. Any changes must be proposed in writing at least one regular meeting before adoption may be completed. Changes must be approved by a majority vote of the members of the Board of Directors in accordance with §61224 of the California Community Service District Law.

VIIII

ELECTIONS

Section 1. **ELECTION CODE PROVISIONS APPLICABLE.** The provisions of the election code relating to the qualifications of electors, the manner of voting, the duty of the election officers, the canvassing of returns, and all other particulars in respect to the management of the general elections so far they may be applicable shall govern all district elections.

Section 2. **NOMINATION OF DIRECTORS** Nomination for the Office of Director shall be made by a statement of qualifications of the secretary not earlier than ninety days before the election. The Secretary shall publish notice pursuant to \$6066 of the Government Code that such petitions may be received. Notice shall be published at least seven days prior to the final date for receiving petitions, to wit, seven day prior to the fiftieth day period.

Section 3. NOTICE OF ELECTION. Notice of District election shall be published once a week for a week for two successive weeks prior to the election, as set forth in §6066 of the government code of the State of California. Section 4. **CANCELLATION OF ELECTION**. If on the fiftieth day prior to a general District election one person only has been nominated for each of the positions of director to be filled at that election, or if no person has been so nominated for any one or more said offices, any petition signed by five percent of the voters requesting that the election to be held has not been presented to the Board, the election shall not be held. In such case the publication heretofore provided for shall instead of calling an election, state that no election is to be held and that the Board of Supervisors will appoint any qualified person or persons. ////

1	
2	
.3	
4	
5	Changes to these By-Laws were proposed and voted on at the Board of
6	Directors meeting held at Buckeye School on April 06, 2006, by a majority vote of the
7	H.L.C.S.D., Board of Directors.
8	11.D.C.S.D., Bould of Birectors.
9	IN WITNESS WHEREOF, we being all of the Directors of H.L.C.S.D.
10	have hereunto set our hands this11 th day ofMay, 2006 to amend
11	the By-laws.
12	·
13	
14	
15	PAUL COWDERY
16	
17	
18	KEN RODERICK
19	
20	BILL Mc CARTY
21 22	DILL MC CART I
23	
24	DOUG Mc CAFFREY
25	
26	
27	SUSAN OTT
28	
29	
30	CERTIFICATE OF SECRETARY
31	
32 33	I, the undersigned, do hereby certify:
34	1. That I am the duly elected and acting Secretary of said H.L.C.S.D.
35	2. That the foregoing By-Laws comprising eleven (11) pages,
36	constitute the By-Laws of said HOLIDAY LAKE COMMMUNITY SERVICES
37	DISTRICT as duly adopted at a meeting of the Board of Directors thereof held on the
38	11thday ofMay, 2006.
39	
40	IN WITNESS WHEREOF, I have hereunto subscribed my name
41	this11th day ofMay,2006.
12	
13	- <u> </u>
14	SUSAN OTT