

BYLAWS
of
MILK RIVER JOINT BOARD OF CONTROL

PREAMBLE: The purpose of the Milk River Joint Board of Control shall be to ensure the equitable and efficient delivery of water from the Milk River Irrigation Project.

ARTICLE I.

OFFICES

The principal office of the Milk River Joint Board of Control (hereafter JBC) shall be located in the City of Malta, County of Phillips, State of Montana.

JBC's registered office may be, but need not be, identical with its principal office. The registered office may be changed from time to time by JBC's Board of Directors.

ARTICLE II.

COMPOSITION OF BOARD AND QUORUM

(1) The JBC, created pursuant to M.C.A. 85-7-1601, *et seq.* and related sections thereto, shall be composed of one or more irrigation commissioners from each district involved, who shall be appointed by the board of commissioners of the district which he or they represent for a term of one year, and one member-at-large who shall be appointed by the commissioner members to serve for a period of one year and shall be required to give bond, the same as an irrigation district commissioner. Each member of the Board of Control and the manager, if hired, before entering upon his duties shall give a bond to the Board of Control in the amount of Five Thousand Dollars (\$5,000.00), conditioned upon the faithful performance of his duties.

(2) The JBC shall be composed of the following membership: Five (5) members from the Glasgow and Malta Divisions, to wit: Glasgow Irrigation District, two (2) members; Malta Irrigation District, two (2) members; Dodson Irrigation District, one (1) member; and five (5) members from the Chinook Division, to wit: Harlem Irrigation District, one (1) member; Paradise Valley Irrigation District, one (1) member; Fort Belknap Irrigation District, one (1) member; Alfalfa Valley Irrigation District, one (1) member; Zurich Irrigation District, one (1) member. The one (1) member at large may be appointed to represent the Fort Belknap Business Council and/or Fort Belknap Reservation irrigators. Each district shall also appoint an alternate member in the event a regular member is unable to attend a meeting of the JBC.

(3) Vacancies occurring during the term in the position of commissioner member shall be filled for the remainder of the unexpired term by appointment of the Board of Commissioners of the district involved. Vacancies occurring in the position of member-at-large shall be filled for the remainder of the unexpired term in the same manner as the original appointment.

(4) A quorum for the JBC shall consist of eight (8) members.

ARTICLE III.

ORGANIZATION

At the first monthly meeting after an election, the JBC shall elect a chairman, vice chairman, and treasurer to serve until the first monthly meeting following the next election. The term of the member-at-large shall expire at the first monthly meeting following each election.

ARTICLE IV.

MEETINGS

Regular meetings of the Board shall be held on the third Tuesday of every month at 7:00 p.m. If the day fixed for the monthly meeting shall be a legal holiday of the State of Montana, such meeting shall be held on the next succeeding business day.

Special meetings may be called on twenty-four (24) hours' notice by the chairman or any two (2) members of the Board or in such other manner and upon such other notice as the Board may by rule or bylaw prescribe.

All meetings of the Board may be adjourned as the Board shall order or direct.

ARTICLE V.

POWERS AND DUTIES

(1) As provided by Part 16 of Title 85, Chapter 7 of Montana's 1999 Codes, the Board of Control shall be the operating agent of the contracting districts for the operation and maintenance of the irrigation and/or drainage works and the equitable delivery of water therefrom.

(2) The Board shall make and execute all necessary contracts; employ and appoint such agents, officers, and employees as may be required; and prescribe their duties.

(3) The Board shall have the authority and power to institute and maintain any and all actions and proceedings and suits at law or in equity, necessary or proper in order to fully carry out the provisions of this chapter or to enforce, maintain, protect, or preserve any and all rights, privileges, and immunities created by this article or acquired in pursuance thereof. In all courts, suits, or proceedings, the Board may sue, appear, and defend in person or by its attorneys and in the name of such Board of Control.

(4) The Board may adopt rules and bylaw governing the calling and holding of meetings of the Board; the manner of transacting business thereat; and the publishing or posting of the orders, resolutions, and proceedings of the Board. It shall be the duty of the Board to pass or adopt bylaws and rules for the equitable apportionment and distribution of water to the lands of the contracting districts and for the protection and preservation of the works and other property of the districts. All orders and resolutions shall be passed or adopted by a majority of the members of the Board of Control by a "yea" and "nay" vote, to be entered upon the records of the Board.

(5) The Board of Control shall have power generally to do and perform all other acts as shall be necessary or appropriate to fully carry out the purposes for which it was created under Montana law.

ARTICLE VI.

PER DIEM AND EXPENSES

The members of the JBC, when sitting as a Board or when engaged in the business of the Board, are entitled to compensation of Twenty-Five Dollars (\$25.00) for each day they are actually and necessarily engaged in the performance of irrigation district duties and to reimbursement for travel expenses as provided in M.C.A. 2-18-501 through 2-18-503, and for their necessary expenses.

ARTICLE VII.

MANAGER, EXECUTIVE DIRECTOR, AND EXECUTIVE SECRETARY

The JBC shall have the power to hire a manager to supervise and conduct the operations of the board as it deems advisable in the premises. The manager or managers shall perform all duties as set out for him or them by the JBC.

ARTICLE VIII.

REQUIRED RECORDS

It shall be the duty of the JBC to keep or cause to be kept, in the form prescribed by the Department of Commerce, a full and complete book and record of the accounts, records, contracts, securities, minutes of meetings, and other matters of every kind pertaining to or belonging to the joint operation of the irrigation districts.

ARTICLE IX.

APPORTIONMENT OF COSTS OF JOINT OPERATION

The districts entering into a contract for their joint control shall pay to the JBC, proportionately on an acreage basis, the necessary costs, expenses, and charges for operation of the Milk River JBC.

ARTICLE X.

CUSTODY AND DISBURSEMENT OF FUNDS

The county treasurer of the county wherein the office of the Board is established shall be the custodian of all funds made available for the use of the Board, and he shall pay out such funds upon the order of the Board. Such orders shall be signed by the secretary or treasurer of the JBC and countersigned by the chairman or, in his absence, by the vice chairman of the JBC. The Board funds shall be kept separate and distinct from all other county funds. The county treasurer to whom Board funds are entrusted shall be liable on his bond for the safekeeping of said funds.

ARTICLE XI.

AMENDMENTS

The Board may alter, amend, or repeal these bylaws or adopt new bylaws at any regular or special board meeting, subject to repeal or change by action of the water users. Such amendments, repeals or adoption of new bylaws shall require a two-thirds (2/3) majority vote of the entire Board of Control.

KNOW ALL MEN BY THESE PRESENTS that the undersigned chairman of the Milk River Joint Board of Control does hereby certify that the above and foregoing bylaws were duly adopted by the water users and directors on the 26th day of July, 1999, and the same

now constitute the bylaws of the Milk River Joint Board of Control.

Kay M Blatte
Chairman

Hugh Brookie
Vice-chairman

Melvin Novak
Secretary

Bin Krause
Director

Casey Chienberger
Director

Kurt Kulhak
Director

Steve S. Lealby
Director

Brad T. Herman
Director

Lee Carnwell
Director

Wallace C. Elliot. alt,
Director

Director

Bone Butcher Alt.
Director

Director