ARTICLE II – BOARD OF DIRECTORS

2.00 General Powers. All powers, privileges and duties vested in, or imposed upon the District, by law, shall be exercised and performed by and through the Board of Directors, whether set forth specifically or implied in these By-Laws. The Board of Directors may delegate to officers and employees of the District any or all administrative and ministerial powers.

2.01 Qualification and Terms of the Directors. Board members shall be qualified electors of the District. The term of each member shall be determined by relevant statutory provisions with elections held in even-numbered years and conducted in the manner prescribed by Part 8 of Article I, Title 32, C.R.S.

2.02 Directors' Oath of Office. Each member of the Board, before assuming the responsibilities of office, shall, at the expense of the District, file an individual schedule or blanket surety bond in an amount not less than $1,000.00 and shall take and subscribe an oath of office in the following form, to-wit:

OATH OF OFFICE
OF DIRECTOR

STATE OF COLORADO)
)ss
COUNTY OF PUEBLO)

I, _____ will faithfully support the Constitution of the United States and the State of Colorado, and the laws made pursuant thereto, and will faithfully perform the duties of office of Director of the St. Charles Mesa Water District, upon which I am about to enter.

Signature

Subscribed and sworn to before me this _____ day of _____, 20___.

County Clerk, President of the Board of Directors, or Notary Public

2.03 Vacancy on Board. Any vacancy occurring on the Board shall be filled by a majority vote of the Board until the next biennial election when the vacancy shall be filled by election for the remainder of the term or for a new term, as applicable.

2.04 Conflict of Interest. Any member of the Board who has substantial direct or indirect interest in any non-governmental entity participating in a transaction with the District shall disclose a "potential conflicting interest," and if possible, refrain from participating in the transaction. If not possible, a disclosure of the potential conflict of interest shall be made providing 72 hours actual advance written notice to the Secretary of State or to the governing body of the District, in accordance with C.R.S. 18-8-308.

2.05 Directors' Compensation. The director's fee for board meetings attended shall be as set by resolution of the Board of Directors from time to time. At no time shall director compensation exceed that permitted by law.