

ST. MARY PARISH LEVEE DISTRICT

The St. Mary Levee District does hereby amend, modify and reenact by-laws to:

ST. MARY LEVEE DISTRICT

BY LAWS

The **St. Mary Levee District** is a political subdivision and levee district created by the State of Louisiana under Act No. 259 of the 2007 session of the Louisiana Legislature.

ARTICLE I – BOARD OF COMMISSIONERS

Section I – Definitions

- A. The term “board member” as used herein means a person qualified, nominated, and appointed by the governor pursuant to La. R.S. 38:291.
- B. The term “board” or “board of commissioners” as used herein means the board members as a group.
- C. Unless otherwise clearly indicated, the singular shall include the plural and the masculine shall include the feminine.

Section II – Powers and Duties

The board of commissioners is charged with the responsibility for the management of the business of the board.

President

- A. The president shall have all such executive powers customary and appropriate for a president of a levee district.
- B. The president shall preside as chairman at all meetings of the board. He shall vote to break ties and to amend or alter the by-laws, and may vote at any time his vote will change the outcome of the motion.
- C. The president shall see that the laws of the state pertaining to the purposes and functions of the board and the resolutions and ordinances of the board are faithfully observed and executed.
- D. The president may call special and emergency meetings of the board.
- E. The president, or his designee, shall act as the appointing authority for all personnel with the exception of unclassified employees of the authority and its member districts.
- F. The president shall act for the board in emergency matters.
- G. The president shall appoint all spokesman and committee members and designate a chairperson for each standing committee. Spokesman may be appointed to investigate report and advise the board on particular matters and/or to act as project spokesman for a particular matter.
- H. The president shall designate ad hoc committees of the board and shall appoint their members and chairpersons.
- I. The president shall serve as administrator of the authority and shall prudently execute the policies and decisions of the board.
- J. The president, or his designee, shall be the exclusive spokesperson of the authority in all matters before legislative committees and other governmental bodies, public gatherings, organizations and the media, and in communications with governmental agencies and the media during emergencies.

- K. By a vote of not less than five members of the total membership of the board of commissioners, any decision, action, or policy made by the president can be modified or annulled, provided, however, that contractual obligations shall not be affected thereby.

Vice-President

- A. The vice-president shall perform those duties as are usually incumbent upon such officer.
- B. In case of the absence, inability or failure to act of the president, the vice-president shall perform the duties of the president and shall act in the president's place and stead and shall, in addition to the duties of the vice-president, perform such other duties as are usually incumbent upon the president.
- C. The vice-president shall perform such additional duties as may be directed by the president.

Secretary/Treasurer

- A. The secretary/treasurer shall perform those duties regarding the fiscal matters of the district as are usually incumbent upon such officer.
- B. The secretary/treasurer shall attest to official documents of the board with his signature and, when required, with the impress of the board's official seal.
- C. The secretary/treasurer shall give or cause to be given notice of all meetings of the board and its committees and all other notices required by law or these bylaws.
- D. The secretary/treasurer shall record or cause to be recorded all of the proceedings of the meetings of the board and shall publish in the board's official journal the minutes of all regular and special meetings of the board.
- E. The secretary/treasurer shall perform such additional duties as may be directed by the president.

ARTICLE III – SPOKESMAN/COMMITTEES

Section I - Generally

- A. If the president deems it necessary and appropriate he may, or if directed by a simple majority of the board, he shall, designate a spokesman to investigate report and advise the board on a particular matter or matters.
- B. If the president deems it necessary and appropriate he may, or if directed by a simple majority of the board, he shall designate such committees and appoint their members and chairpersons.
- C. Committees shall be composed of not less than two nor more than three members.
- D. The president shall appoint all committee members and designate a chairperson for each committee.
- E. The members and chairpersons of all committees shall serve at the pleasure of the president.
- F. The members and chairpersons of all committees shall perform such committee duties and functions as these bylaws, the president, and/or a majority of the board shall determine.
- G. The chairpersons of the various committees of the board shall conduct meetings of their respective committees in accordance with law and these bylaws and shall make reports to the board at all regularly scheduled board meetings.

Section II - Procedure

- A. Each committee shall meet at such times as shall be deemed necessary on call of the chairperson. Committee meetings shall be noticed and held in accordance with R.S. 42:11, et. seq. (commonly referred to as the “Open Meetings Law”).
- B. Committees shall act in an advisory capacity to the board and its president and shall make such recommendations as deemed appropriate in those areas for which the committee is organized. The chairperson of the committee shall report its recommendations to the board and the

president which may or may not adopt or act on such recommendations. If the recommendation of the committee is not the unanimous opinion of all of its members, the opinion and reasons therefore of any dissenting member of the committee shall also be reported to the board and its president. Spokesman shall act in an advisory capacity to the board and its president and shall make such recommendations as deemed appropriate.

- C. No recommendation or action of any committee or spokesman shall be binding upon the board until such action is approved at a meeting of the board; however, nothing herein shall prohibit the board from giving advance authority to a spokesman or committee to act on routine matters.
- D. All committees shall keep such minutes of meetings as required by R.S. 42:20.

ARTICLE IV – BOARD MEETINGS

Section I – Definitions

- A. The term “meeting” as used herein means the attendance of board members at any gathering wherein a quorum is present and business of the authority is discussed.
- B. The term “quorum” as used herein means the presence in person of a majority of board members at a board meeting called and organized for the transaction of business.

Section II - Regular Board Meetings

- A. Not less than once each month, the board of commissioners shall hold a regular meeting, said meetings to be held at such time and place as may be designated by a simple majority of the board from time to time; said monthly meeting shall be held on the second Thursday of each month at 6:00 p.m, until changed. The board shall endeavor to hold six meetings during the year at its domicile and the other six meetings during any one year at the Baldwin town hall, or Patterson town hall, or at the Parish Council Meeting Room, 5th Floor of the Courthouse, Franklin. Notice(s) of the time and place of the regular meetings may be made, in accordance with the Louisiana Revised Statutes, at the beginning of each year for the following twelve months but the location of the regular meeting may be changed to another convenient location in the Parish as long as notice of the location change is provided to all board members at least 2 days in advance of such meeting and to the public in accordance with La. R.S. 42.19.
- B. Commissioners desiring any matter to be placed on the agenda should so advise the secretary not later than seven days, exclusive of legal holidays and weekends, prior to the regular meeting and the secretary shall cause such matters to be placed on the agenda. Requests for matters to be placed on the agenda within a week of the regular meeting may be placed upon the agenda, in the president’s discretion.
- C. A draft or written notice of the time, date, place and agenda of regular meetings shall be sent via U. S. Mail or electronically by email or fax to each commissioner not later than two days, exclusive of legal holidays and weekends, prior to each such meeting. Notice shall be deemed to have been given to or waived by any commissioner present at any such meeting.
- D. The presence in person of a simple majority of the board shall constitute a quorum and a board meeting properly called may be organized for the transaction of business whenever a quorum is present. If a meeting cannot be organized because a quorum has not attended, those present may adjourn the meeting to such time and place as they may determine until a quorum is present with no further notice required other than announcement at the meeting.
- E. Proxy voting and voting by telephone or other electronic means are specifically prohibited. Unless a higher percentage is required by law or these bylaws, a majority of votes actually cast shall decide any matter properly brought before the board at a properly called meeting organized for the transaction of business.
- F. Executive sessions may be held in accordance with the provisions of R.S. 42.17, et. seq., as amended from time to time.
- G. After the business noted on the agenda or on the call of the meeting has been disposed of by the board, a commissioner may move the board to consider other such matters as may be

properly brought before it, which said motion shall require the affirmative vote of the number required by the State Open Meetings requirements, now found in R.S. 42.11 et seq.

- H. Minutes of regular meetings shall be kept in accordance with the provisions of R.S. 42:20 and these bylaws.
- I. The public shall be notified as to the time, date, place, and agenda of regular meetings in accordance with the provisions of R.S. 42:19.

Section III – Special Meetings

- A. Whenever circumstances arise where, although not an emergency, time is of the essence, the president or a simple majority of the board may call a special meeting of the board of commissioners. On written request by a simple majority of the board, the president shall call a special meeting of the board of commissioners at the time and place contained in said written request.
- B. Notice of the time, date, place, specific purpose, and agenda of a special meeting shall be given in the same manner as provided for regular meetings. Only matters pertaining to that specific purpose shall be discussed and/or acted upon at that special meeting.
- C. When the secretary determines that any commissioner(s) may not timely receive notice given in the manner provided for regular meetings, the secretary, in addition to the manner of notice provided for regular meetings, may notify such commissioner(s) verbally by telephone or in person. Such verbal notice shall be given personally by the secretary to each such commissioner at the earliest possible time prior to the special meeting. The secretary shall keep a written record of the date, time and manner in which each commissioner was notified. The secretary shall make a good faith effort to notify each commissioner; provided, however, that the inability of the secretary to notify all commissioners shall not invalidate the call of the special meeting. Notice shall be deemed to have been given to, or waived by, any commissioner present at any such meeting.
- D. Unless otherwise specifically provided herein, all of the provisions for regular meetings shall apply to special meetings.

Section IV – Emergency Meetings

- A. Whenever there exist an eminent threat to the persons or property of the citizens within the jurisdiction of the authority, the board may hold an emergency meeting.
- B. Emergency meetings may be called by the president, or in his absence, the vice-president. In the absence of the president and the vice-president, an emergency meeting may be called by any two commissioners.
- C. Verbal notice of emergency meetings is specifically authorized. Verbal notice may be given by any commissioner. The person notifying each commissioner shall record the date, time, and manner in which each commissioner was notified and deliver same to the secretary as soon as practicable. Commissioners need only be given as much prior notice as the emergency conditions causing the call of the meeting and circumstances may permit.
- D. The public shall be given such notice of the emergency meeting as the person calling the meeting deems appropriate and circumstances permit.
- E. As soon as practicable, the person calling an emergency meeting shall notify the secretary as to the date, time, and place the emergency meeting was held, the purpose of the meeting, the names of the commissioners present, the matters brought before the board at the meeting, and the vote of each member as to each such matter. The secretary shall reduce this information to writing and provide all commissioners with a copy of same. One copy signed by each commissioner present at the emergency meeting shall be inserted by the secretary in the Minute Book.
- F. Only matters which directly relate to existing emergency conditions may be properly brought before the board at such a meeting.

- G. Unless otherwise specifically provided herein, all of the provisions for special meetings shall apply to emergency meetings.

ARTICLE V- ADMINISTRATION

Section I - Executive Director

The board may employ an executive director who shall serve at the pleasure of the board. The board shall fix the qualifications, duties, and salary of the director. Additional rules, guidelines authority for the executive director are contained in the District's written employment manual, as approved, amended and modified from time-to-time by the board.

Section II - Employees

The board may employ such employees as it deems necessary for its proper functioning. Rules and guidelines for the District's employees are contained in the District's written employment manual, as approved, amended and modified from time-to-time by the board.

Section III – Legal Counsel

Pursuant to R.S. 38:305, the board may employ one or more attorneys to perform legal services at a rate of compensation to be determined by the board. Such employment shall be by written contract.

ARTICLE VI –FINANCES

Section I – Fiscal Year

The fiscal year of the authority shall be from January 1 through December 31.

Section II - Auditor

The auditor of the board shall be the Louisiana State Legislative Auditor, his designee, or a certified public accountant, as may be approved by the board at least every three years.

Section III – Annual Budget

The board, assisted by the treasurer, shall adopt and submit to an annual budget for the following fiscal year in accordance with the provisions of R.S. 38:318. The board may amend such budgets from time to time as is necessary.

Section IV - Investments

Idle funds of authority and levee districts within its jurisdiction shall be invested in accordance with state law. Deposits in banks and savings and loans shall not exceed the amounts insured by the FDIC unless properly collateralized.

ARTICLE VIII – RULES OF ORDER

Roberts' Rules of Order shall be the authority for all matters of parliamentary procedure not otherwise provided for by these bylaws or prohibited by law.

ARTICLE IX - AMENDMENT OF BYLAWS

- A. These bylaws may be amended at any regular meeting of the board by a vote of five members of the total membership of the board of commissioners. In voting on amendments to the bylaws, the president of the board shall be allowed to vote.
- B. No such amendment shall be considered unless a notice of intention to amend the bylaws and the proposed amendment shall have been given in writing to each commissioner and legal counsel not less than thirty days prior to the regular meeting at which such amendment is to be voted upon.

ARTICLE X - EFFECTIVE DATE OF BYLAWS

- A. These bylaws shall become effective on the date voted and approved by the board and shall not affect, in any way, any actions, contracts, appointments, or other matters previously taken, made, had, or entered into by the board prior to the effective date thereof.

- B. In the event that any provision of these bylaws is contrary to law, such provision shall be considered null and void and considered as not written, and the matters so provided for shall be controlled by applicable law; provided, however, that the validity of all other provisions herein shall not be affected thereby.

ARTICLE VII – REVENUE & DISBURSEMENTS

Section I – Definitions

The term “revenue” as used herein shall mean income derived from taxes, appropriations received from outside sources, or income received from other operations of the district.

The term “disbursements” as used herein shall mean the payment of funds for the retirement of debt, operations, maintenance, the construction of flood protection projects, and any other legal purposes as may be determined valid by the board.

Section II – Revenue

Any revenue collected by the district shall be deposited into an account or accounts and expended for purposes of the district.

Section III - Disbursements

The treasurer shall review all disbursements of the district and monthly submit its recommendation to the board for review and approval.

Section IV - Reimbursements to Board Members

A. Board members shall receive no compensation other than per diem, mileage, and travel reimbursement, as provided in Subsections B, C, and E of this section.

B. Per diem. Board members shall receive a per diem equal to the rate allowed under R.S. 38:308 for their attendance at regular, special and committee meetings.

C. Mileage. In addition to per diem, each board member shall be paid a mileage allowance for travel going to and from their residence or customary place of business at the mileage reimbursement rate used by the Louisiana Legislature (the standard mileage rate used to calculate the deductible costs of operating an automobile for business as provided by Internal Revenue Service, from time to time) to attend to official business of the board within the State of Louisiana.

D. Expense reports shall be submitted to the Treasurer or his designee detailing expenses incurred, including receipts for other travel expenses and purpose of the incurred expenses; and

E. Specific authorization for payment by the Authority of mileage and travel expenses for Authority business activities not listed above shall be required and may be made retroactively under appropriate circumstances.

F. Travel expenses shall be paid in accordance with Louisiana Office of State Purchasing and Travel Guidelines, as modified by the Board from time to time.

Section V – Purchasing

Purchasing guidelines for the District shall be contained in the District’s written employment manual or other written document, as may be approved, amended and modified from time-to-time by the board.