

# Agenda

**Regular Meeting  
of the Board of Directors of  
Upper San Luis Rey Resource Conservation District  
Thursday, January 11, 2024 1:00 P.M.  
Meeting Held at Yuima Municipal Water District  
34928 Valley Center Road, Pauma Valley, CA 92061**

Andy Lyall, President  
Mike Perricone, Director  
Amy Reeh, Director

Greg Kamin, Vice-President

## AGENDA TOPICS

1:00 p.m.

1. **Roll Call** - Determination of Quorum
2. **Pledge of Allegiance**
3. **Approval of Agenda** – At its option, the Board may approve the agenda, delete an item, reorder items and add an item to the agenda per the provisions of Government Code §54954.2.
4. **Public Comment** – This is an opportunity for members of the public to address the Board on matters of interest within the Board’s jurisdiction that are not listed on the agenda. The Brown Act does not allow any discussion by the Board or staff on matters raised during public comment except; 1) to briefly respond to statements made or questions posed; 2) ask questions for clarification; 3) receive and file the matter; 4) if it is within staff’s authority, refer it to them for a reply; or 5) direct that it be placed on a future board agenda for a report or action. Inquiries pertaining to an item on the agenda will be received during deliberation on that agenda item. No action can be taken unless specifically listed on the agenda (Government Code §54954.3)

### I. **CONSENT CALENDAR**

Consent Calendar items will be voted on together by a single motion unless separate action is requested by a Board Member, staff or member of the audience.

1. Approve minutes of the Regular Meeting of November 9, 2023.
2. Approval of Accounts Payables for November 2023.
3. Acceptance of Monthly Financial Reports - November 2023.

### II. **SPECIAL REPORTS**

1. NRCS
2. USLRGMA
3. Resource Conservation District of Greater San Diego
4. Presidents Report

Celine Morales  
Perricone  
Petitt  
Lyll

### III. **ACTION DISCUSSION**

1. An Ordinance Providing for the Calling and Holding of Regular, Adjourned and Special Meetings of The Board of Directors of Upper San Luis Rey Resource Conservation District, Determining the Time and Place of Such Meetings, Determining How Its Records Shall Be Kept and Establishing Rules and Regulations Governing Procedure of Said Board and Rescinding Ordinance No. 6-22.

Lyll

*Background* : The purpose of this ordinance is to change the regular meetings of the RCD to occur on a quarterly basis.

*Recommendation* : That, should the Board agree , they approve the report as presented.

2. Consider Approval of the Upper San Luis Rey Resource Conservation District Fiscal Year 2022-23 Audited Financial Statements. Lyall

*Background:* As required by law, the District engaged the firm of Sonnenberg & Company CPAs to perform the Annual Independent Audit of the 2022-23 Financials. The Auditor found no issues of material concern and indicates that the financial statements have been fairly represented. This item is for the Boards review and acceptance of the Audited Financial Statements.

*Recommendation:* That the Board accept the Audited Financial Statements as presented.

3. Approve Board Meeting Calendar for 2024 Calendar Year. Lyall

*Background:* The revised calendar is a look ahead to plan the regular Board meetings of the 2024 calendar year. The revision was made to reflect quarterly meetings rather than monthly.

*Recommendation:* That, should the Board agree, they approve the calendar as presented.

4. Acceptance of the 2023 San Luis Rey RV Park Arroyo Toad Conservation Area Annual Report. Lyall

*Background:* In accordance with the requirements of the conservation easement reporting requirements to the County of San Diego, the Annual Report of the Arroyo Toad Conservation Easement is presented to the Board for approval.

*Recommendation:* That, should the Board agree, they approve the report as presented.

5. Acceptance of the 2023 Pauma Valley Country Club Easement Conservation Area Annual Report. Lyall

*Background:* In accordance with the requirements of the conservation easement reporting requirements to the County of San Diego, the Annual Report of the Pauma Valley Country Club Conservation Easement is presented to the Board for approval.

*Recommendation:* That, should the Board agree, they approve the report as presented.

6. Appointment of a New Director for the Board of Directors of Upper San Luis Rey Resource Conservation District Lyall

*Background:* The District has had a vacancy in the the Board of Directors since the resignation of Director Watson. The President has reached out to other members of the community in an effort to fill the vacancy. Interest in being appointed has been expressed by Matt Borden, a long time farmer in the Pauma Valley community.

*Recommendation:* That should the Board desire, they appoint Matt Borden to fill the vacancy of Director.

**IV. OTHER BUSINESS**

Next Regular Meeting: Thursday, April 11, 2024, 1:00 p.m.

**V. ADJOURNMENT**

*NOTE: In compliance with the Americans with Disabilities Act, if special assistance is needed to participate in the Board meeting, please contact the General Manager at (760) 742-3704 at least 48 hours before the meeting to enable the District to make reasonable accommodations. The meeting begins at 1:00 p.m. The time listed for individual agenda items is an estimate only. Any writings or documents provided to a majority of the members of the Upper San Luis Rey Resource Conservation District Board of Directors regarding any item on this agenda will be made available for public inspection during normal business hours in the office of the General Manager located at 34928 Valley Center Road, Pauma Valley.*

I.  
CONSENT CALENDAR

**MINUTES OF THE REGULAR MEETING**  
**OF THE BOARD OF DIRECTORS OF**  
**UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT**  
**November 11, 2023**

The Special Meeting of the Board of Directors of the Upper San Luis Rey Resource Conservation District was held at the office Yuima Municipal Water District, 34928 Valley Center Road, Pauma Valley, California on Thursday, the 9<sup>th</sup> day of November 2023.

**1. ROLL CALL – DETERMINATION OF QUORUM**

President Lyall called the meeting to order at 1:01 p.m.

Directors Present:

Andy Lyall, President  
Greg Kamin, Vice-President  
Amy Reeh, Director

President Lyall declared that a quorum of the Board was present.

Directors Absent:

Mike Perricone, Director

**2. PLEDGE OF ALLEGIANCE**

President Lyall led the Pledge of Allegiance.

**3. APPROVAL OF AGENDA**

Director Reeh motioned to approve the agenda; seconded by Director Kamin. The motion was approved unanimously by the following roll-call vote, to wit:

AYES: Lyall, Kamin, Reeh  
NOES: None  
ABSTAIN: None  
ABSENT: Perricone

#### **4. PUBLIC COMMENT**

No speaker requests were received and no other indication to speak was offered by members of the public present.

#### **I. CONSENT CALENDAR**

Upon motion being offered by Director Kamin seconded by Director Reeh, the Minutes of the Regular Meeting of October 12, 2023; the Accounts Payable for October 2023 and the Monthly Financials for October 2023 were approved by the following roll-call vote, to wit:

AYES: Lyall, Kamin, Reeh  
NOES: None  
ABSTAIN: None  
ABSENT: Perricone

#### **II. SPECIAL REPORTS**

##### **1. NRCS**

Celine Morales from NRCS provided a Written report about funding opportunities that and the active practices NRCS is participating in in San Diego County. She provided information about available training for area farmers as well.

##### **2. USLRGMA**

Director Reeh reviewed current status of GSP and nothing new to report.

### **III. ACTION/DISCUSSION**

1. Acceptance of the Quarterly Project Report from the Resource Conservation District of Greater San Diego.

Following a motion by Director Kamin and seconded by Director Reeh, ***The Quarterly Project Report from Resource Conservation District of San Diego*** was approved by the following roll-call vote to wit:

AYES: Lyall, Kamin, Reeh  
NOES: None  
ABSTAIN: None  
ABSENT: Perricone

2. 2024 NACD Conference Participation and Support.

After brief discussion with Rachel Pettitt from RCD of Greater San Diego the Board directed staff to reach out to Ann and see what the USLRRCD can assist with at the conference.

3. NRC3 Regional Conservation Partnership Program Grant and Crop Swap Program.

After brief discussion, staff was directed to research and work with grant coordinator to see if the USLRRCD can apply for grant funds to help with farmer costs of the crop swap program.

### **IV. OTHER BUSINESS**

Next Regular Meeting will be on December 14, 2023, at 1:00 p.m.

### **V. ADJOURNMENT**

There being no further business to come before the Board the meeting was adjourned at 1:55 p.m.

\_\_\_\_\_  
Michael Perricone, Secretary / Treasurer

\_\_\_\_\_  
Andy Lyall, President

12:17 PM

01/08/24

## UPPER SAN LUIS REY RCD

## Check Detail

December 2023

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
<b>Bill Pmt -Check</b>	<b>1001</b>	<b>12/03/2023</b>	<b>Tierra Verde Envi...</b>		<b>PV Country Club ...</b>		<b>-1,225.00</b>
Bill	EOU-...	12/03/2023			Professional Servi...	-1,225.00	1,225.00
TOTAL						-1,225.00	1,225.00
<b>Bill Pmt -Check</b>	<b>1126</b>	<b>12/03/2023</b>	<b>Tierra Verde Envi...</b>		<b>USLRRCD Arroyo...</b>		<b>-1,250.00</b>
Bill	EOY-...	12/03/2023			Professional Servi...	-1,250.00	1,250.00
TOTAL						-1,250.00	1,250.00
<b>Bill Pmt -Check</b>	<b>2302</b>	<b>12/03/2023</b>	<b>Farm Bureau</b>		<b>USLRRCD Gener...</b>		<b>-650.00</b>
Bill	0147...	12/12/2023			Dues and Subscrip...	-650.00	650.00
TOTAL						-650.00	650.00
<b>Bill Pmt -Check</b>	<b>2303</b>	<b>12/03/2023</b>	<b>Sonnenburg &amp; Co.</b>		<b>USLRRCD Gener...</b>		<b>-500.00</b>
Bill	Progr...	11/30/2023			Accounting	-500.00	500.00
TOTAL						-500.00	500.00
<b>Bill Pmt -Check</b>	<b>2304</b>	<b>12/03/2023</b>	<b>Yuima Municipal ...</b>		<b>USLRRCD Gener...</b>		<b>-189.54</b>
Bill	122023	11/15/2023			Office & Other Ad...	-189.54	922.73
TOTAL						-189.54	922.73

## UPPER SAN LUIS REY RCD

## Balance Sheet

As of November 30, 2023

01/08/24

Accrual Basis

	Nov 30, 23
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
PV Country Club Easement CB&T	5,019.74
<b>Restricted Funds</b>	
SD Cty - Rancho Corrido Conserv	4,582.24
SDCCU - Arroyo Toad #5622	150,000.00
USLRRCD Arroyo Toad Chkng-CB&T	7,113.49
Restricted Funds - Other	-23,616.39
<b>Total Restricted Funds</b>	138,079.34
<b>Unrestricted Funds</b>	
RCD Savings #0023048259	30,681.87
SD Cty - USLRRCD	11,431.63
SDCCU - USLRRCD #5524	86,720.15
USLRRCD General Checking - CB&T	64,695.55
<b>Total Unrestricted Funds</b>	193,529.20
<b>Total Checking/Savings</b>	336,628.28
<b>Accounts Receivable</b>	
Accounts Receivable	10,182.44
<b>Total Accounts Receivable</b>	10,182.44
<b>Other Current Assets</b>	
Pre-paid Insurance	19,418.93
<b>Total Other Current Assets</b>	19,418.93
<b>Total Current Assets</b>	366,229.65
<b>Fixed Assets</b>	
Accumulated Depreciation	-12,015.60
Building	9,184.00
Improvements	4,130.00
Land	1,049.00
USLR RCD Signs	3,364.90
<b>Total Fixed Assets</b>	5,712.30
<b>TOTAL ASSETS</b>	<b>371,941.95</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
FEMA Funds	892.42
<b>Total Accounts Payable</b>	892.42
<b>Total Current Liabilities</b>	892.42
<b>Total Liabilities</b>	892.42
<b>Equity</b>	
Beginning Fun Balance	248.29
<b>Net Position</b>	
<b>Restricted</b>	
Pauma Valley Easement	4,939.32
Rancho Corrido	155,834.51
<b>Total Restricted</b>	160,773.83
<b>Total Net Position</b>	160,773.83

12:17 PM

UPPER SAN LUIS REY RCD

**Balance Sheet**

01/08/24

As of November 30, 2023

Accrual Basis

---

	<u>Nov 30, 23</u>
Retained Earnings	222,547.54
Unrestricted Equity	-2,687.56
Net Income	-9,832.57
Total Equity	<u>371,049.53</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u>371,941.95</u></b>

## UPPER SAN LUIS REY RCD

## Profit &amp; Loss

July through November 2023

01/08/24

Accrual Basis

	<u>Jul - Nov 23</u>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
<b>Conservation Easements</b>	
Rancho Corrido	
Interest	600.06
<b>Total Rancho Corrido</b>	<u>600.06</u>
<b>Total Conservation Easements</b>	600.06
Interest Income	415.35
Rental Income (2)	6,000.00
Taxes Revenue	768.94
<b>Total Income</b>	<u>7,784.35</u>
<b>Expense</b>	
<b>Conservation Eastment</b>	
Rancho Corrido	
Professional Services	400.00
<b>Total Rancho Corrido</b>	<u>400.00</u>
<b>Total Conservation Eastment</b>	400.00
Dues and Subscriptions	853.58
<b>Office &amp; Other Admin</b>	
Postage and Delivery	146.00
Taxes	
Property taxes	405.76
<b>Total Taxes</b>	<u>405.76</u>
<b>Office &amp; Other Admin - Other</b>	<u>4,020.36</u>
<b>Total Office &amp; Other Admin</b>	4,572.12
<b>Professional Fees</b>	
Accounting	2,000.00
Consulting	400.00
Legal Fees	9,179.22
Web Site	132.00
<b>Total Professional Fees</b>	<u>11,711.22</u>
<b>Utilities</b>	
Water	80.00
<b>Total Utilities</b>	<u>80.00</u>
<b>Total Expense</b>	<u>17,616.92</u>
<b>Net Ordinary Income</b>	<u>-9,832.57</u>
<b>Net Income</b>	<u><u>-9,832.57</u></u>

**UPPER SAN LUIS REY RCD**  
**Budget vs. Actual**  
**July through November 2023**

	Jul - Nov 23	Budget	\$ Over Budget	% of Budget
<b>Ordinary Income/Expense</b>				
<b>Income</b>				
<b>Conservation Easements</b>				
<b>Rancho Corrido</b>				
Interest	600.06	0.00	600.06	100.0%
<b>Total Rancho Corrido</b>	600.06	0.00	600.06	100.0%
<b>Conservation Easements - Other</b>	0.00	0.00	0.00	0.0%
<b>Total Conservation Easements</b>	600.06	0.00	600.06	100.0%
Interest Income	415.35	0.00	415.35	100.0%
Membership Dues	0.00	0.00	0.00	0.0%
Property Tax Reimb from Tenant	0.00	0.00	0.00	0.0%
Rental Income (2)	6,000.00	0.00	6,000.00	100.0%
Taxes Revenue	768.94	0.00	768.94	100.0%
<b>Total Income</b>	7,784.35	0.00	7,784.35	100.0%
<b>Expense</b>				
Association Meeting Expense	0.00	0.00	0.00	0.0%
Bank Service Charges	0.00	0.00	0.00	0.0%
<b>Conservation Eastment</b>				
<b>Rancho Corrido</b>				
Professional Services	400.00	0.00	400.00	100.0%
<b>Total Rancho Corrido</b>	400.00	0.00	400.00	100.0%
<b>Total Conservation Eastment</b>	400.00	0.00	400.00	100.0%
Dues and Subscriptions	853.58	0.00	853.58	100.0%
<b>Insurance</b>				
Liability Insurance	0.00	0.00	0.00	0.0%
<b>Total Insurance</b>	0.00	0.00	0.00	0.0%
<b>Office &amp; Other Admin</b>				
Postage and Delivery	146.00			
<b>Taxes</b>				
Property taxes	405.76	0.00	405.76	100.0%
<b>Total Taxes</b>	405.76	0.00	405.76	100.0%
<b>Office &amp; Other Admin - Other</b>	4,020.36			
<b>Total Office &amp; Other Admin</b>	4,572.12	0.00	4,572.12	100.0%
<b>Professional Fees</b>				
Accounting	2,000.00			
Consulting	400.00	0.00	400.00	100.0%
Legal Fees	9,179.22	0.00	9,179.22	100.0%
Web Site	132.00			
Professional Fees - Other	0.00	0.00	0.00	0.0%
<b>Total Professional Fees</b>	11,711.22	0.00	11,711.22	100.0%
<b>Utilities</b>				
Water	80.00	0.00	80.00	100.0%
<b>Total Utilities</b>	80.00	0.00	80.00	100.0%
<b>Total Expense</b>	17,616.92	0.00	17,616.92	100.0%
<b>Net Ordinary Income</b>	-9,832.57	0.00	-9,832.57	100.0%
<b>Net Income</b>	-9,832.57	0.00	-9,832.57	100.0%

12:17 PM

01/08/24

## UPPER SAN LUIS REY RCD

## Check Detail

December 2023

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
<b>Bill Pmt -Check</b>	<b>1001</b>	<b>12/03/2023</b>	<b>Tierra Verde Envi...</b>		<b>PV Country Club ...</b>		<b>-1,225.00</b>
Bill	EOU-...	12/03/2023			Professional Servi...	-1,225.00	1,225.00
TOTAL						-1,225.00	1,225.00
<b>Bill Pmt -Check</b>	<b>1126</b>	<b>12/03/2023</b>	<b>Tierra Verde Envi...</b>		<b>USLRRCD Arroyo...</b>		<b>-1,250.00</b>
Bill	EOY-...	12/03/2023			Professional Servi...	-1,250.00	1,250.00
TOTAL						-1,250.00	1,250.00
<b>Bill Pmt -Check</b>	<b>2302</b>	<b>12/03/2023</b>	<b>Farm Bureau</b>		<b>USLRRCD Gener...</b>		<b>-650.00</b>
Bill	0147...	12/12/2023			Dues and Subscrip...	-650.00	650.00
TOTAL						-650.00	650.00
<b>Bill Pmt -Check</b>	<b>2303</b>	<b>12/03/2023</b>	<b>Sonnenburg &amp; Co.</b>		<b>USLRRCD Gener...</b>		<b>-500.00</b>
Bill	Progr...	11/30/2023			Accounting	-500.00	500.00
TOTAL						-500.00	500.00
<b>Bill Pmt -Check</b>	<b>2304</b>	<b>12/03/2023</b>	<b>Yuima Municipal ...</b>		<b>USLRRCD Gener...</b>		<b>-189.54</b>
Bill	122023	11/15/2023			Office & Other Ad...	-189.54	922.73
TOTAL						-189.54	922.73

**UPPER SAN LUIS REY RCD**  
**Deposit Detail**  
 November 2023

Type	Num	Date	Name	Account	Amount
Deposit		11/14/2023	Deposit	SD Cty - USLRCD	422.50
				Taxes Revenue	-422.50
TOTAL					-422.50
Deposit		11/24/2023		RCD Savings #002...	1.26
				Interest Income	-1.26
TOTAL					-1.26
Deposit		11/25/2023		RCD Savings #002...	1.21
				Interest Income	-1.21
TOTAL					-1.21

## UPPER SAN LUIS REY RCD

## Trial Balance

01/08/24

As of November 30, 2023

Accrual Basis

	Nov 30, 23	
	Debit	Credit
PV Country Club Easement CB&T	5,019.74	
Restricted Funds		23,616.39
Restricted Funds:RCD Arroyo Toad Chkg 0020095482	0.00	
Restricted Funds:SD Cty - Rancho Corrido Conserv	4,582.24	
Restricted Funds:SDCCU - Arroyo Toad #5622	150,000.00	
Restricted Funds:USLRRCD Arroyo Toad Chkng-CB&T	7,113.49	
Restricted Funds:USLRRCD Arroyo Toad Svngs-CB&T	0.00	
Union CD/Rancho Corrido Arroyo	0.00	
UnionCD/Rancho Corriod Arroyo T	0.00	
Unrestricted Funds:PV Country Club Eas #0051167823	0.00	
Unrestricted Funds:RCD Checking #0810466545	0.00	
Unrestricted Funds:RCD Savings #0023048259	30,681.87	
Unrestricted Funds:SD Cty - USLRRCD	11,431.63	
Unrestricted Funds:SDCCU - USLRRCD #5524	86,720.15	
Unrestricted Funds:USLRRCD General Checking - CB&T	64,695.55	
Unrestricted Funds:USLRRCD General Savings - CB&T	0.00	
Accounts Receivable	10,182.44	
Accounts Receivable:State Control	0.00	
Pala-Temecula Grade Grant	0.00	
Pre-paid Insurance	19,418.93	
Undeposited Funds	0.00	
Accounts Receivable - Rent	0.00	
Accumulated Depreciation		12,015.60
Building	9,184.00	
Improvements	4,130.00	
Land	1,049.00	
Property Tax Receivable	0.00	
USLR RCD Signs	3,364.90	
Other Assets	0.00	
Upper San Luis Rey RCD .	0.00	
FEMA Funds		892.42
Accounts Payable	0.00	
Accrued property taxes due	0.00	
County Treasury	0.00	
Lilac Rd. Clean Up	0.00	
Pala-Temecula Grade Cleanup Gra	0.00	
Rancho Corrido Payable	0.00	
Rincon Ranch clean up	0.00	
Beginning Fun Balance		248.29
Net Position	0.00	
Net Position:Restricted:Pauma Valley Easement		4,939.32
Net Position:Restricted:Rancho Corrido		155,834.51
Opening Bal Equity	0.00	
Retained Earnings		222,547.54
Unrestricted Equity	2,687.56	
Conservation Easements:Rancho Corrido:Interest		600.06
Interest Income		415.35
Rental Income (2)		6,000.00
Taxes Revenue		768.94
Conservation Eastment:Rancho Corrido:Professional Services	400.00	
Dues and Subscriptions	853.58	
Office & Other Admin	4,020.36	
Office & Other Admin:Postage and Delivery	146.00	
Office & Other Admin:Taxes:Property taxes	405.76	
Professional Fees:Accounting	2,000.00	
Professional Fees:Consulting	400.00	
Professional Fees:Legal Fees	9,179.22	
Professional Fees:Web Site	132.00	
Utilities:Water	80.00	
<b>TOTAL</b>	<b>427,878.42</b>	<b>427,878.42</b>

II.  
SPECIAL REPORTS

III.  
ACTION & DISCUSSION

ORDINANCE NO. 7-23

AN ORDINANCE PROVIDING FOR THE CALLING AND HOLDING OF REGULAR, ADJOURNED AND SPECIAL MEETINGS OF THE BOARD OF DIRECTORS OF UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT, DETERMINING THE TIME AND PLACE OF SUCH MEETINGS, DETERMINING HOW ITS RECORDS SHALL BE KEPT AND ESTABLISHING RULES AND REGULATIONS GOVERNING PROCEDURE OF SAID BOARD AND RESCINDING ORDINANCE NO. 6-22.

BE IT ORDAINED by the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT as follows:

Section 1. The meetings of the Board of Directors of shall be held within the boundary of the territory over which said District exercises jurisdiction. Regular meetings of the Board of Directors shall be held, with 72-hour Public notice, on the 2<sup>nd</sup> Thursday of each month **following the end of a fiscal quarter. A meeting shall occur in the month of January, April, July and October of each calendar year** and shall be held at at 34928 Valley Center Road, Pauma Valley, CA at 1:00 p.m.

Section 2. The special meetings of the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT may be ordered and called at any time by the President of the Board of Directors of the District or by a majority of the members of said Board of Directors, may call a special meeting at any time. For the majority to act, there is implied authority for them to communicated to determine if they want to call a special meeting. Written notice must be sent, and received by, each member of the legislative body (unless waived) in writing by that member) and to each local newspaper of general circulation, and radio or television station in which has requested such notice in writing. The notice must state the time and place of meeting, and all business to be transacted or discussed. It must be posted at least 24 hours prior to the special meeting in a site freely accessible to the public. Media notice must be delivered by personal delivery or any other means which ensures receipt, at least 24 hours before the time of the meeting.

Section 3. If at any time, any regular meeting or any special meeting or any adjourned meeting shall fall on a holiday, such meeting shall be held on the next business day. If, by reason of fire, flood, earthquake or other emergency, it shall be unsafe to meet at the place designated for regular meetings, or at the place specified in the notice of any special meeting, or at the place to which any meeting was adjourned, then such meeting or the adjourned meeting, may be held for the duration of the emergency at such place as is designated by the President of the Board of Directors of the District.

Section 4. The Board of Directors of the District may adjourn any regular, adjourned regular, special or adjourned special meeting to a time and place specified in the order of adjournment. If less than a quorum of directors is present at any regular, adjourned regular meeting or special meeting, the Secretary of the District may declare the meeting adjourned to a stated time and place and he shall cause a written notice of the adjournment to be given in the manner as provided in Section 2 above hereof, unless such notice is waived or dispensed with as provided for in said Section 2 above hereof. If the order of adjournment fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified in the ordinance or resolution for the holding of regular meetings. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the regular, adjourned regular, special or adjourned special meeting was held within twenty-four (24) hours after the adjournment occurs.

Section 5. All meetings of the Board of Directors of the District shall be open and public, and all persons shall be permitted to attend any meeting of the Board of Directors, and all acts and deliberations of the Board of Directors shall be taken and conducted openly; provided, however, that nothing contained herein shall be deemed to prevent the Board of Directors from holding executive sessions to consider the employment or dismissal of a public officer or employee, or to hear complaints or charges brought against a public officer or employee of the District by another public officer, person, or employee, unless such officer or employee requests a public hearing, or prevent the Board of Directors from excluding from any such public or private hearing during the examination of a witness, any or all other witnesses in the matter being investigated by the Board of Directors of the District, to confer with, or receive advice from, its legal counsel regarding pending litigation when

discussion in open session concerning those matters would prejudice the position of the local agency in the litigation, to meet with local agency's designated representative regarding salaries, salary schedules, or fringe benefits of its represented and unrepresented employees, and, for represented employees, any other matter within the statutorily provides cope of representation.

At the first meeting of the Board of Directors in the month of January of each odd-numbered year, the Board of Directors shall appoint one of its members as President of the Board of Directors, one member as Vice President and one member as Secretary/Treasurer, and each shall serve at the pleasure of the Board of Directors.

The President and Vice President shall be chosen from members of the Board of Directors. The Treasurer and the Secretary of the Board of Directors may, but need not be, chosen from members of the Board of Directors.

In the event the positions of President, Vice President or Secretary/Treasurer shall, for any reason, become vacant the Board of Directors by majority vote shall appoint a qualified person to fill such vacated position.

Section 6. A majority of the members of the Board of Directors of the District shall constitute a quorum for the transaction of business. The Board of Directors of the District shall act only by ordinance, resolution or motion. No ordinance, motion or resolution shall be passed or become effective without the affirmative vote of a majority of the members of the Board of Directors Ordinances. Ordinances, resolutions and motions shall require a roll-call vote and the ayes and noes recorded in the minutes of the proceedings of the Board of Directors, and the enacting clause of the ordinance shall be: "BE IT ORDAINED by the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT as follows:"

Section 7. Except as otherwise provided by law or ordinance adopted by this Board of Directors, "Roberts Rules of Order, Revised" are hereby adopted as the rules of practice and procedure governing the conduct of the business and procedure before this Board of Directors. The President shall preside at all meetings and shall have a vote on all matters before the Board of Directors. In the absence of the President, the Vice President shall preside, and in the absence of both, the presiding officer shall be elected by a majority vote of the members of the Board of Directors.

Section 8. The order of business at all regular meetings

of the Board of Directors shall be as follows:

1. Reading and consideration of the minutes of the preceding regular meeting and all intervening special meetings.
2. Reading and consideration of financial reports.
3. Special Reports.
4. Action/Discussion Business.
5. Reading and consideration of all reports of officers, Board of Directors members, special and standing committees, management, or Auditor, submitted to the Board of Directors prior to or at said meeting.
6. Other Business.
7. Adjournment.

Section 9. The minutes of the meetings of the Board of Directors shall be recorded and kept by or under the direction of the Secretary of the Board of Directors in a book maintained for that purpose, entitled "Book of Minutes of the Meetings of the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT." All ordinances and resolutions adopted by the Board of Directors will be referred to in the minutes of the meetings of the Board of Directors by number and title, but the same shall be recorded in full in books kept for that purpose and entitled "Book of Ordinances" and "Book of Resolutions, " respectively.

The President or other person who may preside at the meeting, or the Secretary, shall authenticate the minutes, ordinances and resolutions after these have been transcribed into the appropriate books, and when so authenticated shall constitute the official minutes, ordinances and resolutions of the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT.

Said Book of Minutes, the Book of Ordinances and the Book of Resolutions shall be kept at the office of the District at its principal address, or the office of the record keeping management company.

Section 10. The President and Secretary, in addition to the respective duties imposed on them by the Board of Directors and the President, may from time to time appoint one or more committees. The Treasurer, and such other person or persons as may be authorized by the Board of Directors, shall draw checks or warrants to pay demands on the District when such demands have been audited and approved by the Board of Directors.

Section 11. The Board of Directors shall designate a depository or depositories to have the custody of the funds of the District, who shall give security sufficient to secure the District against possible loss and who shall be authorized to and shall pay warrants or checks drawn by the District for demands against the District when approved by the Board of Directors.

Section 12. No director shall in any manner be interested, directly or indirectly, in any contract awarded or to be awarded by the Board of Directors, and no officer or employee of the District shall in any manner be interested, directly or indirectly, in any contract made by such officer or employee pursuant to discretionary authority vested in him, or in the benefits to be derived therefrom.

Section 13. This ordinance may be amended by a majority vote of the members of the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION DISTRICT at any regular meeting by the adoption of an ordinance amending this ordinance or any section thereof.

Section 14. This ordinance shall take force and be in effect immediately upon and after its adoption.

PASSED and ADOPTED at a Regular Meeting of the Board of Directors of UPPER SAN LUIS REY RESOURCE CONSERVATION

DISTRICT this 14th day of December, 2023, by the following roll-call vote:

- AYES:
- NOES:
- ABSENT:
- ABSTAINED:

---

Greg Kamin, Vice-President

ATTEST:

---

Andy Lyall, President

