



NOTICE OF PUBLIC MEETING

OF THE

METROPOLITAN WATER DISTRICT OF PLEASANT GROVE

Notice is hereby given that the Board of Directors of the Metropolitan Water District of Pleasant Grove will hold a public meeting at **5:00 p.m. on Wednesday, September 14, 2022** in the Community Room 108 South 100 East, Pleasant Grove, Utah. This is a public meeting and anyone is invited to attend. ***Please note one or more members of the Board may be joining the meeting electronically.***

AGENDA

1. Review and approve Q4 Metropolitan Water District Financials.
2. Review and approve Metropolitan Water District Bylaws.
3. Review and Approve minutes of the June 22, 2022 meeting.
4. Adjourn.

CERTIFICATE OF POSTING

I certify that the above notice and agenda was posted in three public places within the Pleasant Grove City limits. Agenda also posted on State (<http://pmn.utah.gov>) and City websites (www.plgrove.org).

Posted by: /s/ Kathy T. Kresser, MWD Assistant Secretary

Posted: September 12, 2022

Time: 2:00 p.m.

Place: City Hall, Library and Community Room 108 S 100 E.

*NOTE: If you are planning to attend this public meeting and due to a disability, need assistance in understanding or participating in the meeting, please notify the City Recorder, (801) 785-5045, forty-eight hours in advance of the meeting and we will try to provide whatever assistance may be required.

Period: 04/22 (04/30/2022) - 14/22 (06/30/2022)

Sep 12, 2022 9:26AM

Date	Journal	Reference Number	Payee or Description	Debit Amount	Credit Amount	Balance
53-36-100 INTEREST EARNINGS						
			03/31/2022 (03/22) Balance	.00 *	.00 *	2,040.05-
04/30/2022	CRJE	118	PTIF INTEREST		244.66-	
			04/30/2022 (04/22) Period Totals and Balance	.00 *	244.66- *	2,284.71-
05/31/2022	CRJE	324	PTIF INTERERST		326.95-	
			05/31/2022 (05/22) Period Totals and Balance	.00 *	326.95- *	2,611.66-
06/30/2022	CRJE	151	PTIF INTEREST		445.50-	
			06/30/2022 (06/22) Period Totals and Balance	.00 *	445.50- *	3,057.16-
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	3,057.16-
YTD Encumbrance	.00	YTD Pending	.00 YTD Actual	3,057.16- Total	3,057.16- YTD Budget	.00 Unearned 3,057.16-
53-37-112 DEV. CONTRIB. FOR WATER SHARES						
			03/31/2022 (03/22) Balance	.00 *	.00 *	.00
06/30/2022	AUDIT	62	AUDIT ENTRIES		21,052.00-	
06/30/2022	AUDIT	64	AUDIT ENTRIES		99,555.28-	
			06/30/2022 (13/22) Period Totals and Balance	.00 *	120,607.28- *	120,607.28-
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	120,607.28-
YTD Encumbrance	.00	YTD Pending	.00 YTD Actual	120,607.28- Total	120,607.28- YTD Budget	.00 Unearned 120,607.28-
53-37-113 CASH IN LIEU						
			03/31/2022 (03/22) Balance	.00 *	.00 *	278,544.00-
04/12/2022	CR	6400823	CASH IN LIEU OFF - DRAKE REAL ESTATE SE		3,236.00-	
			04/30/2022 (04/22) Period Totals and Balance	.00 *	3,236.00- *	281,780.00-
05/24/2022	CR	6402292	CASH IN LIEU OF - WINNOWNING FORK		13,520.00-	
05/24/2022	CR	6402293	CASH IN LIEU OF - DENNIS COOK		6,840.00-	
			05/31/2022 (05/22) Period Totals and Balance	.00 *	20,360.00- *	302,140.00-
06/08/2022	CD	191473	THAI GRILL CUISINE	1,600.00		
06/13/2022	CR	6402628	CASH IN LIEU OF - ELITE TRANQUILITY HEAL		2,564.00-	
			06/30/2022 (06/22) Period Totals and Balance	1,600.00 *	2,564.00- *	303,104.00-
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	303,104.00-
YTD Encumbrance	.00	YTD Pending	.00 YTD Actual	303,104.00- Total	303,104.00- YTD Budget	150,000.00- Unearned 153,104.00-
53-40-320 AUDIT						
			03/31/2022 (03/22) Balance	.00 *	.00 *	1,800.00
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	1,800.00
YTD Encumbrance	.00	YTD Pending	.00 YTD Actual	1,800.00 Total	1,800.00 YTD Budget	2,000.00 Unexpended 200.00
53-40-480 DEPARTMENTAL SUPPLIES						
			03/31/2022 (03/22) Balance	.00 *	.00 *	.00
07/29/2022	CRJE	208	VISA/DAILY HERALD COLUMN	88.94		
			06/30/2022 (06/22) Period Totals and Balance	88.94 *	.00 *	88.94
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	88.94
YTD Encumbrance	.00	YTD Pending	.00 YTD Actual	88.94 Total	88.94 YTD Budget	1,000.00 Unexpended 911.06
53-40-540 IRRIGATION WATER ASSESMENTS						

Period: 04/22 (04/30/2022) - 14/22 (06/30/2022)

Sep 12, 2022 9:26AM

Date	Journal	Reference Number	Payee or Description	Debit Amount	Credit Amount	Balance
			03/31/2022 (03/22) Balance	.00 *	.00 *	396,043.96
06/03/2022	AP	451	NORTH UNION, IRRIGATION CO.	11,647.20		
			06/30/2022 (06/22) Period Totals and Balance	11,647.20 *	.00 *	407,691.16
06/30/2022	AUDIT	57	GL RECON - INVOICE 1301721	16,996.58		
06/30/2022	AUDIT	60	GL RECON - WATERSHARESPREADSHEET		132,528.10-	
06/30/2022	AUDIT	69	AUDIT ENTRIES		13,017.95-	
06/30/2022	AUDIT	72	AUDIT ENTRIES		840.00-	
06/30/2022	AUDIT	74	AUDIT ENTRIES		4,564.24-	
06/30/2022	AUDIT	79	AUDIT ENTRIES	584.63		
			06/30/2022 (13/22) Period Totals and Balance	17,581.21 *	150,950.29- *	274,322.08
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	274,322.08

YTD Encumbrance	.00	YTD Pending	.00	YTD Actual	274,322.08	Total	274,322.08	YTD Budget	330,000.00	Unexpended	55,677.92
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53-40-620 WATER SHARE ACQUISITION

			03/31/2022 (03/22) Balance	.00 *	.00 *	310,972.00
04/20/2022	CD	190982	ATKINSON FAMILY TRUST	2,000.00		
			04/30/2022 (04/22) Period Totals and Balance	2,000.00 *	.00 *	312,972.00
05/04/2022	CD	191096	HOWARD CARPENTER	15,000.00		
			05/31/2022 (05/22) Period Totals and Balance	15,000.00 *	.00 *	327,972.00
06/09/2022	CD	190982	ATKINSON FAMILY TRUST		2,000.00-	
06/09/2022	CD	191480	CHAD ATKINSON	2,000.00		
06/09/2022	CD	191481	DAVID M. TOLD	880.00		
06/09/2022	CD	191488	DAVID M TOLD	880.00		
06/14/2022	CD	191481	DAVID M. TOLD		880.00-	
06/16/2022	CD	191601	SHERSTON FAUX	7,280.00		
			06/30/2022 (06/22) Period Totals and Balance	11,040.00 *	2,880.00- *	336,132.00
06/30/2022	AUDIT	66	AUDIT ENTRIES		336,132.00-	
			06/30/2022 (13/22) Period Totals and Balance	.00 *	336,132.00- *	.00
			06/30/2022 (14/22) Period Totals and Balance	.00 *	.00 *	.00

YTD Encumbrance	.00	YTD Pending	.00	YTD Actual	.00	Total	.00	YTD Budget	125,000.00	Unexpended	125,000.00
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Number of transactions: 27 Number of accounts: 7

Debit	Credit	Proof
58,957.35	637,746.68-	578,789.33-

Total METROPOLITAN WATER DIST.:

Number of transactions: 27 Number of accounts: 7

Debit	Credit	Proof
58,957.35	637,746.68-	578,789.33-

Grand Totals:

Report Criteria:

Actual amounts

All accounts

Includes pending amounts

Includes report only transactions

Includes inactive journals

Account.Account number = "5336100","5337112","5337113","5340320","5340480","5340540","5340620"

PLEASANT GROVE CITY CORP.
COMBINED CASH INVESTMENT
JUNE 30, 2022

COMBINED CASH ACCOUNTS

TOTAL COMBINED CASH	
TOTAL UNALLOCATED CASH	

CASH ALLOCATION RECONCILIATION

53 ALLOCATION TO METROPOLITAN WATER DIST.	689,193.83
TOTAL ALLOCATIONS TO OTHER FUNDS	689,193.83
ALLOCATION FROM GENERAL FUND - 10-11900	
ZERO PROOF IF ALLOCATIONS BALANCE	689,193.83

PLEASANT GROVE CITY CORP.
BALANCE SHEET
JUNE 30, 2022

METROPOLITAN WATER DIST.

ASSETS

53-11900	CASH ALLOCATED TO OTHER FUNDS	689,193.83	
53-16700	WATER RIGHTS & WATER STOCKS	10,058,753.14	
	TOTAL ASSETS		10,747,946.97

LIABILITIES AND EQUITY

LIABILITIES

53-21350	ACCRUED INTEREST PAYABLE	1,416.00	
53-24000	DEFERRED REVENUE	634,864.00	
53-24310	NOTES PAYABLE - LT PESERVOIR	176,406.54	
53-24320	NOTE PAYABLE CNT - PRESERVOIR	12,725.14	
53-24330	NOTES PAYABLE LT - PRIVER	2,082.00	
53-24340	NOTE PAYABLE CNT - PRIVER	835.00	
	TOTAL LIABILITIES		828,328.68

FUND EQUITY

	UNAPPROPRIATED FUND BALANCE:		
53-29000	UNAPPROP SURPLUS - BEGIN OF YR	9,773,653.11	
	REVENUE OVER EXPENDITURES - YTD	145,965.18	
	BALANCE - CURRENT DATE	9,919,618.29	
	TOTAL FUND EQUITY		9,919,618.29
	TOTAL LIABILITIES AND EQUITY		10,747,946.97

PLEASANT GROVE CITY CORP.
REVENUES WITH COMPARISON TO BUDGET
FOR THE 12 MONTHS ENDING JUNE 30, 2022

METROPOLITAN WATER DIST.

		PERIOD ACTUAL	YTD ACTUAL	BUDGET	UNEARNED	PCNT
	<u>MISCELLANEOUS</u>					
53-36-100	INTEREST EARNINGS	1,017.11	3,057.16	.00	(3,057.16)	.0
	TOTAL MISCELLANEOUS	1,017.11	3,057.16	.00	(3,057.16)	.0
	<u>UTILITIES REVENUE</u>					
53-37-112	DEV. CONTRIB. FOR WATER SHARES	120,607.28	120,607.28	.00	(120,607.28)	.0
53-37-113	CASH IN LIEU	24,560.00	303,104.00	150,000.00	(153,104.00)	202.1
	TOTAL UTILITIES REVENUE	145,167.28	423,711.28	150,000.00	(273,711.28)	282.5
	TOTAL FUND REVENUE	146,184.39	426,768.44	150,000.00	(276,768.44)	284.5

PLEASANT GROVE CITY CORP.
EXPENDITURES WITH COMPARISON TO BUDGET
FOR THE 12 MONTHS ENDING JUNE 30, 2022

METROPOLITAN WATER DIST.

		PERIOD ACTUAL	YTD ACTUAL	BUDGET	UNEXPENDED	PCNT
<u>DEPARTMENT 40</u>						
53-40-320	AUDIT	.00	1,800.00	2,000.00	200.00	90.0
53-40-400	PROFESSIONAL SERVICES	25.00	125.00	.00	(125.00)	.0
53-40-480	DEPARTMENTAL SUPPLIES	88.94	88.94	1,000.00	911.06	8.9
53-40-520	BOND-INTEREST PAYMENTS	4,467.24	4,467.24	.00	(4,467.24)	.0
53-40-540	IRRIGATION WATER ASSESSMENTS	(121,721.88)	274,322.08	330,000.00	55,677.92	83.1
53-40-620	WATER SHARE ACQUISITION	(310,972.00)	.00	125,000.00	125,000.00	.0
	TOTAL DEPARTMENT 40	(428,112.70)	280,803.26	458,000.00	177,196.74	61.3
	TOTAL FUND EXPENDITURES	(428,112.70)	280,803.26	458,000.00	177,196.74	61.3
	NET REVENUE OVER EXPENDITURES	574,297.09	145,965.18	(308,000.00)	(453,965.18)	47.4

BYLAWS OF METROPOLITAN WATER DISTRICT OF PLEASANT GROVE

ARTICLE I

NAME, REGISTERED OFFICE, AND REGISTERED AGENT

- Section 1.** **NAME.** The name of this district is the Metropolitan Water District of Pleasant Grove (hereinafter the “District”).
- Section 2.** **REGISTERED OFFICE AND REGISTERED AGENT.** The address of the registered office of the District is 70 South 100 East, Pleasant Grove, Utah 84062. The Board of Trustees shall designate and the District shall maintain a registered office. The location of the registered office may be changed by the Board of Trustees. The District may also have offices in such other places as the Board may from time to time designate.

ARTICLE II

BOARD OF TRUSTEES

- Section 1.** **GENERAL POWERS.** The business and affairs of the District shall be managed by its Board of Trustees. The Board of Trustees may adopt such rules and regulations for the conduct of its meetings and the management of the District as it deems proper.
- Section 2.** **NUMBER, TENURE AND QUALIFICATION.** The number of trustees of the District shall be seven (7). Each trustee shall hold office for six (6) years, unless said trustee is removed or resigns in accordance with the provisions of the Bylaws. Trustees must be a registered voter, a property taxpayer and a resident of Pleasant Grove.
- Section 3.** **REGULAR/SPECIAL MEETINGS.** Meetings of the Board of Trustees may be called by order of the Chairman of the District, or by one-third of the trustees. The Secretary or his designee shall give proper notice of the time, place, and purpose of the meeting. Agendas for the meetings will be posted in three public places within the Pleasant Grove City limits and on the State (<http://pmn.utah.gov>) and City Websites (www.plgrove.org).
- Section 4.** **ELECTRONIC MEETINGS.** The Board of Trustees believes that it is in the best interest of the public to conduct telephonic or electronic conference meetings from time to time to assure that all members of the Board have an opportunity to participate in meetings regardless of the physical location of the individual members of the Board.
- Section 5.** **QUORUM.** The majority of the members of the Board of Trustees shall constitute a quorum for the transaction of business, but less than a quorum may

adjourn any meeting from time to time until a quorum shall be present, whereupon the meeting may be held, as adjourned, without further notice. At any meeting at which every trustee shall be present, even though without any notice, any business may be transacted.

- Section 6. MANNER OF ACTING.** At all meetings the Board of Trustees, each trustee shall have one vote. The act of a majority present at a meeting shall be the act of the Board of Trustees, provided a quorum is present.
- Section 7. VACANCIES.** A vacancy in the Board of Trustees shall be deemed to exist in case of death, resignation, or removal of any trustee, or if the authorized number of trustees be increased.
- Section 8. REMOVALS.** Trustees may be removed at any time by majority vote of the Pleasant Grove City Council. No reduction of the authorized number of trustees shall have the effect of removing any trustee prior to the expiration of ~~his~~ their term of office.
- Section 9. RESIGNATION.** A trustee may resign at any time by delivering written notification thereof to the Chairman or Secretary of the District. Such vacancy shall be filled by the Pleasant Grove City Council. Resignation shall become effective upon its acceptance by the Board of Trustees; provided, however, that if the Board of Trustees has not acted thereon within ten (10) days from the date of its delivery, the resignation shall upon the tenth day be deemed accepted.
- Section 10. PRESUMPTION OF ASSENT.** A trustee of the District who is present at a meeting of the Board of Trustees at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless ~~his~~ their dissent shall be entered in the minutes of the meeting or unless ~~he~~ they shall file their written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the District immediately after the adjournment of the meeting. Such right to dissent shall not apply to a trustee who voted in favor of such action.
- Section 11. COMPENSATION.** Trustee shall serve without compensation.
- Section 12. INFORMAL ACTION BY TRUSTEES.** Any action required to be taken at a meeting of trustees or any action which may be taken at a meeting of trustees, may be taken without a meeting by consent in writing, setting forth the action so taken, and signed by all of the trustees of the District.
- Section 13. CHAIRMAN.** The Board of Trustees may elect from its own ~~number~~ members a Chairman of the Board, who shall preside at all meetings of the Board of Trustees,

who may be designated as Chief Executive Officer, and who shall perform such other duties as may be prescribed from time to time by the Board of Trustees.

ARTICLE III

OFFICERS

- Section 1.** **NUMBER.** The officers of the District shall be a Chief Executive Office if the Board of Trustees so designates the Chairman of the Board, one Vice-Chairman, and a Secretary, each of whom shall be elected by a majority of the Board of Trustees. Such officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Trustees. In its discretion, the Board of Trustees may leave unfilled for any such period as it may determine any office except those of Chairman and Secretary. Any two or more offices may be held by the same person, except the offices of Chairman and Secretary. Officers must be trustees of the District.
- Section 2.** **ELECTION AND TERM OF OFFICE.** The officers of the District to be elected by the Board of Trustees shall be elected every other year by the Board of Trustees at the annual meeting of the Board of Trustees. If the election of officers shall not be held at such meetings, such election shall be held as soon thereafter as convenient. Each officer shall hold office until ~~his~~ their successor shall have been duly elected and shall have qualified or until ~~his~~ their death or until ~~he~~ they shall resign or shall be removed in the manner hereinafter provided.
- Section 3.** **RESIGNATIONS.** Any officer may resign at any time by delivering a written resignation either to the Chairman or Secretary. Unless otherwise specified therein, such resignation shall take effect upon delivery.
- Section 4.** **REMOVAL.** Any officer or agent may be removed by the Board of Trustees whenever in its judgment the best interests of the District will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights. Any such removal shall require a majority vote of the Board of Trustees, exclusive of the office in question if ~~he is~~ they are also a trustee.
- Section 5.** **VACANCIES.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, or if a new office shall be created, may be filled by the Board of Trustees for the unexpired portion of the term.
- Section 6.** **CHAIRMAN.** The Chairman shall be the chief executive and administrative officer of the District. ~~He~~ They shall preside at all meetings. ~~He~~ They shall exercise such duties as customarily pertain to the office of Chairman and shall have general and active supervision over the property, business, and affairs of the District and

over its several officers. ~~He~~ They may appoint agents or employees other than those appointed by the Board of Trustees. ~~He~~ They may sign, execute and deliver in the name of the District powers of attorney, contracts, bonds and other obligations, and shall perform such other duties as may be prescribed from time to time by the Board of Trustees or by the Bylaws.

Section 7. **VICE-CHAIR.** Vice-Chair shall have such powers and perform such duties as may be assigned to ~~him~~ them by the Board of Trustees or the Chairman. In the absence or disability of the Chairman, the Vice-Chair designated by the Board shall perform the duties and exercise the powers of the Chairman. A Vice-Chairman may sign and execute contracts and other obligations pertaining to the regular course of ~~his~~ their duties, except as otherwise limited by the Board of Trustees.

Section 8. **SECRETARY.** The Secretary shall, subject to the direction of the Chairman or a designated Vice-Chairman, keep the minutes of the shareholders and of the Board of Trustees and, to the extent ordered by the Board of Trustees or the Chairman, the minutes of meetings of all committees. ~~He~~ They shall cause notice to be given of meetings of shareholders, of the Board of Trustees, and of any committee appointed by the Board. ~~He~~ They shall have custody of the District seal and general charge of the records, documents and papers of the District not pertaining to the performance of the duties vested in other officers, which at all reasonable times shall be open to the examination of any trustee. ~~He~~ They may sign or execute contracts with the Chairman or a Vice-Chairman thereunto authorized in the name of the District and affix the seal of the District thereto. ~~He~~ They shall perform such other duties as may be prescribed from time to time by the Board of Trustees or by the Bylaws. ~~He~~ They shall be sworn to the faithful discharge of ~~his~~ their duties. If necessary, Assistant Secretaries shall assist the Secretary and shall keep and record such minutes of meetings as shall be directed by the Board of Trustees.

Section 9. **TREASURER.** The Treasurer shall, subject to the direction of the Chairman or a designated Vice-Chairman, have general custody of the collection and disbursement of the funds of the District. ~~He~~ They shall endorse on behalf of the District for collection checks, notes and other obligations, and shall deposit the same to the credit of the District in such bank or banks or depositories as the Board of Trustees may designate. ~~He~~ They may sign, with the Chairman or such other persons as may be designated for the purpose by the Board of Trustees, all bills of exchange or promissory notes of the District. ~~He~~ They shall enter or cause to be entered regularly in the books of the District a full and accurate account of all monies received and paid by ~~him~~ them on account of the District; shall at all reasonable times exhibit ~~his~~ the books and accounts to any trustee of the District upon application at the office of the District during business hours; and, whenever required by the Board of Trustees or the Chairman, shall render a statement of ~~his~~

~~the~~ accounts. ~~He~~ ~~They~~ shall perform such other duties as may be prescribed from time to time by the Board of Trustees or by the Bylaws. ~~He~~ ~~They~~ shall give bond at the option of the Board of Trustees for the faithful performance of ~~his~~ ~~their~~ duties in such sum and with or without such surety as shall be approved by the Board of Trustees.

Section 10. OTHER OFFICERS. Other officers shall perform such duties and have such powers as may be assigned to them ~~but~~ by the Board of Trustees.

Section 11. SALARIES. Officers must serve without compensation.

Section 12. SURETY BONDS. In case the Board of Trustees, at its option, requires any officer or agent of the District shall execute to the District a bond in such sums and with such surety or sureties as the Board of Trustees may direct, conditioned upon the faithful performance of ~~his~~ ~~their~~ duties to the District, including responsibility for negligence and for the accounting of all property, monies or securities of the District which may come into ~~his~~ ~~their~~ hands.

ARTICLE IV

CONTRACTS, LOANS CHECKS AND DEPOSITS

Section 1. CONTRACTS. The Board of Trustees may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District; and such authority may be general or confined to specific instances.

Section 2. LOANS. No loan or advances shall be contracted on behalf of the District, no negotiable paper or other evidence of its obligation under any loan or advance shall be issued in its name, and no property of the District shall be mortgaged, pledged, hypothecated or transferred as security for the payment of any loan, advance, indebtedness or liability of the District unless and except as authorized by the Board of Trustees. Any such authorization may be general or confined to specific instances.

Section 3. DEPOSITS. All funds of the District not otherwise employed shall be deposited from time to time to the credit of the District in such banks, trust companies or other depositories as the Board of Trustees may select, or as maybe selected by any officer or agent authorized to do so by the Board of Trustees.

Section 4. CHECKS AND DRAFTS. All notes, drafts, acceptances, checks, endorsements and evidences of indebtedness of the District shall be signed by such officer or officers or such agent to agents of the District and in such manner as the Board of Trustees from time to time any determine. Endorsements for deposit to the credit

of the District in any of its duly authorized depositories shall be made in such manner as the Board of Trustees from time to time may determine.

Section 5. BONDS AND DEBENTURES. Every bond or debenture issued by the District shall be evidenced by an appropriate instruments which shall be signed by the Chairman or a Vice-Chair and by the Treasurer or by the Secretary. The seal may be facsimile, engraved or printed. Where such bond or debenture is authenticated with the manual signature of an authorized officer of the District or to the trustee designated by the indenture of trust of other agreement under which such security is issued, the signature of any of the District's officers named thereon may be facsimile. In case any officer who signed, or whose facsimile signature has been used on any such bond or debenture, shall cease to be an officer of the District for any reason before the same has been delivered by the District, such bond or debenture may nevertheless be adopted by the District and issued and delivered as though the person who signed it or whose facsimile signature has been used thereon had not ceased to be such officer.

ARTICLE V

INDEMNIFICATION

Except as provided by a separate written agreement between any person and the District, the following sections shall govern indemnification involving the District.

Section 1. AUTHORIZED INDEMNIFICATION. When authorized by a majority vote of the Trustees, the District shall indemnify the following persons:

- (a) Any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the District) by reason of the fact that ~~he is or was~~ they are or were a trustee, officer, employee or agent of the District, or is or was serving at the request of the District as a trustee, officer, employee or agent of another District, partnership, joint venture, trust or other enterprise, against expenses (including attorney fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by ~~him~~ them in connection with such action, suit or proceeding if ~~he~~ they acted in good faith and in a manner ~~he~~ they reasonably believed to be in or not opposed to the best interests of the District, and, with respect to any criminal action or proceeding, had no reasonable cause to believe ~~his~~ their conduct was unlawful. However, the termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, or itself, create a presumption that the person did not act in good faith and in a manner which ~~he~~ they reasonably believed to be in or not opposed to the best interests of the District, and with respect to any criminal action or proceeding, had reasonable cause to believe that ~~his~~ their conduct was unlawful.

(b) Any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the District to procure a judgment in its favor by reason of the fact that ~~he is or was~~ they are or were a trustee, officer, employee or agent of the District, or is or was serving at the request of the District as a trustee, officer, employee or agent of another District, partnership, joint venture, trust or other enterprise against expenses (including attorney fees) actually and reasonably incurred by ~~him~~ them in connection with the defense or settlement of such action or suit if ~~he~~ they acted in good faith and in a manner ~~he~~ they reasonably believed to be in or not opposed to the best interests of the District. However, no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of ~~his~~ their duty to the District unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnify for such expenses which such court shall deem proper. The District shall be authorized by the Board of Trustees or the shareholders to indemnify the foregoing persons when a determination has been made that the trustee, officer, employee or agent has met the standard of conduct set forth above.

Section 2. AUTOMATIC INDEMNIFICATION. To the extent that the trustee, officer, employee or agent of the District has been successful on the merits or otherwise in the defense of any action, suit or proceeding specified in Section 1 of this Article, or in the defense of any claim, issue or matter therein, ~~he~~ they shall be indemnified against expenses (including attorney fees) actually and reasonably incurred by ~~him~~ them in connection therewith.

Section 3. ADVANCEMENTS. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the District in advance of the final disposition of such action, suit or proceeding for which the District may ultimately be liable under Section 1 of this Article upon receipt of an understanding by or on behalf of the trustee, officer, employee or agent to repay such amount unless it shall ultimately be determined that ~~he is~~ they are entitled to the indemnified by the District.

Section 4. OTHER INDEMNIFICATION. The indemnification herein provided shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of the stockholders or disinterested trustees, or otherwise, both as to action in ~~his~~ their official capacity and as to the action in another capacity while holding such office, and shall continue as to a person who has ceased to be ~~s~~ a trustee, officer or employee, and shall inure to the benefit of the heirs, executors and administrator of such person.

Section 5. **INSURANCE.** The Board of Trustees may, in its discretion, direct that the District purchase and maintain insurance on behalf of any person who is or was a trustee, officer, employee or agent of the District, or is or was serving at the request of the District as a trustee, officer, employee or agent of another District, partnership, joint venture, trust or other enterprise against any liability asserted against ~~him~~ them and incurred by ~~him~~ them in any such capacity, or arising out of ~~his~~ their status as such, whether or not the District would have the power to indemnify ~~him~~ them against liability under the provision of this Article.

Section 6. **SETTLEMENT BY DISTRICT.** The right of any person to be indemnified shall be subject always to the right of the District by the Board of Trustees, in lieu of such indemnity, to settle any such claim, action, suit or proceeding at the expense of the District by the payment of the amount of such settlement and the costs and expenses incurred in connection therewith.

ARTICLE VI

WAIVER OF NOTICE

Whenever any notice is required to be given to any trustee of the District under the provision of these Bylaws, or under the provisions of the Article of Incorporation, or under the provisions of the Utah Business District Act, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time state therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute a waiver of notice of such meeting, except where attendance is for the express purpose of objecting to the legality of that meeting.

ARTICLE VII

AMENDMENTS

These Bylaws may be altered, amended, repealed, or new Bylaws adopted by a majority of the entire Board of Trustees at any regular or special meeting. Any Bylaw adopted by the Board may be repealed or changed by action of the shareholders.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the District shall be fixed and may be varied by resolution of the Board of Trustees.

ARTICLE IX

CORPORATE SEAL

The District shall have an official seal which shall bear the name of the District and the date and year of incorporation.

This is to certify that the foregoing amended Bylaws were adopted by the Board of Trustees of the District on the ____ day of _____, 20 .

Board Chair

ATTEST:

(SEAL)

Assistant Secretary

**MINUTES OF THE METROPOLITAN WATER DISTRICT
OF PLEASANT GROVE
June 22, 2022
5:00 pm**

Please note one or more members of the Board may be joining the meeting electronically.

PRESENT:

Mark Bezzant	Chair
Brian Andrew	Vice-Chair – joined the meeting at 5:30 p.m.
Marty Beaumont	Board Trustee
Paul Pierpont	Board Trustee – participated electronically
Neal Winterton	Board Trustee

STAFF PRESENT:

Denise Roy	Finance Director
Kathy Kresser	Assistant Secretary

Excused: Frank Mills and Craig Veenker, Board Trustees.

The Board of Trustees of the Metropolitan Water District of Pleasant Grove held a meeting on June 22, 2022 in the Community Room 108 S 100 E, Pleasant Grove Utah at 5:00 pm.

Chair Mark Bezzant called the meeting to order and welcomed everyone to the meeting. He then noted that the meeting is being recorded and that no one from the public was in attendance for the public hearing items. He then excused Board Trustees Frank Mills and Craig Veenker.

1. Public Hearing to consider for adoption a Resolution (2022-02MWD) adjusting and amending the revenues and expenditures of the 2021/2022 Fiscal Year budget.

Presenter: Director Roy

Finance Director Roy noted that there is a Resolution before the Board adjusting the 2022 budget in the amount of \$276,000. This is to help cover the water share acquisitions that they entered into with St. John Properties and the additional water assessments that have been passed down from other irrigation companies. She reported that the original budget was \$458,000 and now it will be \$734,000 if the amendment is approved.

Trustee Marty Beaumont asked if the some of the cost was budgeted previously and never got expended and it didn't transfer over this year? Director Roy answered in the affirmative.

Chair Bezzant asked if there were any other questions for Director Roy, being none he called for a motion on the budget amendment.

1 **MOTION:** Trustee Beaumont moved to adopt Resolution 2022-02MWD adjusting and
2 amending the revenues and expenditures of the 2021/2022 Fiscal Year budget. Trustee Neal
3 Winterton seconded the motion. Board Trustee Votes: Marty Beaumont, Yes; Mark
4 Bezzant, Yes; Paul Pierpont, Yes; and Neal Winterton, Yes. The motion passed
5 unanimously.

6 2. Public Hearing to consider for adoption a Resolution (2022-03MWD) adopting the
7 Metropolitan Water District of Pleasant Grove final budget for the fiscal year
8 beginning July 1, 2022 and ending June 30, 2023.

9 Director Roy explained that the proposed expenditures are to be \$528,000 and \$400,000.00
10 of that will be for water assessments. There is also \$125,000 in the budget for water share
11 acquisition. She noted that there aren't any large acquisitions that they know of in the
12 future. She said that something that she wanted to point out is in the water rental revenues.
13 For a couple of years now Pleasant Grove City has not made any financial transfers to the
14 District. This year they are anticipating that the District will need water rental revenues in
15 the amount of \$250,000 to help cover the cost of the rates going up from other water
16 districts.

17 Chair Bezzant asked if there were any questions regarding the FY2023 final budget. Being
18 none he called for a motion.

19 **MOTION:** Trustee Winterton moved to adopt Resolution 2022-04MWD adopting the
20 Metropolitan Water District of Pleasant Grove final budget for the fiscal year beginning July 1,
21 2022 and ending June 30, 2023. Trustee Paul Pierpont seconded the motion. Board Trustee
22 Votes: Marty Beaumont, Yes; Mark Bezzant, Yes; Paul Pierpont, Yes; and Neal Winterton,
23 Yes. The motion passed unanimously.

24 3. Review and Approve the Ethic Statement.

25 The Board reviewed the Ethic Statement. Trustee Winterton suggested that under "Integrity
26 and Honesty" the last line says "and I do the right thing when it is hard" be changed to "and I
27 do the right thing when it is difficult." Also under "Reliability and Consistency" in the next
28 to the last sentence add the word "do" after "to." The Board agreed to changes and Director
29 Roy said that she would make the changes and send it out to the Board members for their
30 signature.

31 **MOTION:** Trustee Beaumont moved to approved the Statement of Code of Ethics and
32 Responsibilities as amended. Trustee Winterton seconded the motion. Board Trustee Votes:
33 Marty Beaumont, Yes; Mark Bezzant, Yes; Paul Pierpont, Yes; and Neal Winterton, Yes.
34 The motion passed unanimously.

35
36 4. Review and Approve minutes of the May 11, 2022 meeting.
37

Please note that these are draft/pending minutes and subject to change depending on final approval from the Metropolitan Water District of Pleasant Grove.

1 Next Chair Bezzant asked if there were any discussion or changes of the May 11, 2022
2 meeting minutes, being none he called for a motion to approve the minutes.

3
4 **MOTION:** Trustee Andrew moved to accept the minutes as presented. Trustee Pierpont
5 seconded the motion. Board Trustee Votes: Marty Beaumont, abstained; Mark Bezzant,
6 Yes; Paul Pierpont, Yes; and Neal Winterton, Yes. The motion passed unanimously.

7 There was a short discussion regarding the amended the bylaws. Chair Bezzant noted that
8 the bylaws will be on the next agenda for approval.

9 Chair Bezzant suggested that the Board set the next meeting. September 14, 2022 was
10 decided on.

11
12 **MOTION:** 5:36 pm Trustee Winterton moved to adjourn. Trustee Beaumont seconded the
13 motion. Board Trustee Votes: Marty Beaumont, abstained; Mark Bezzant, Yes; Paul
14 Pierpont, Yes; and Neal Winterton, Yes. The motion passed unanimously.

15
16 The meeting adjourned at 5:36 p.m.

17
18 The Metropolitan Water District Meeting Minutes of June 22, 2022 were approved by the
19 Board on September 14, 2022.

20
21
22 _____
23 Kathy T. Kresser, Assistant Secretary

24 *(Exhibits are in the City Records office)*