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STATE CORPORATION COMMISSION
OF NEW MEXICO

BYLAWS FOR THE

POJOAQUE VALLEY WATER USERS ASSOCIATION

NOV 19 1985

ARTICLE I - NAME

The Name of this organization is the Pojoaque Valley Water Users Association. It is located in the Rio Pojoaque Water Shed, Santa Fe County, New Mexico.

CORPORATION AND
FRANCHISE TAX DEPTS.

ARTICLE II - PURPOSE

This Association was created to organize and represent individual Defendants in the State of New Mexico ex rel. Reynolds vs. Asmodt.

ARTICLE III - MEMBERSHIP

Membership shall be open to any individual Defendant in the State of New Mexico ex rel. Reynolds vs. Asmodt.

The Members of this Association hereby delegate to the duly elected Board of Directors the authority and right to retain legal counsel on behalf of the Members of the Association to defend against the water rights claims asserted by the United States and the Pueblos De Nambe, Pojoaque, San Ildefonso, and Tesuque in the State of New Mexico ex rel. Reynolds vs. Asmodt.

ARTICLE IV - THE EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the four elected officers and five elected representatives.



Section 2. If the elected President is not also an officer of the Pojoaque Irrigation District, then the Irrigation District shall appoint a special representative to serve as a voting member on the Executive Board

Section 3. The Executive Board shall have the power to carry out the business of the Association acting by majority vote of those in attendance at a meeting of the Board. The Board shall not have the power to act unless at least five of its members shall be present, constituting a quorum.

Section 4. The Executive Board has the authority and right to retain legal counsel for the duration of the case on behalf of the individual Defendants who are Members of the Association to defend against the water rights claims asserted by the United States and the Pueblos De Nambe, Pojoaque, San Ildefonso, and Tesuque in the State of New Mexico ex rel. Reynolds vs. Asmodt.

RECORDED

Section 5. Regular meetings of the Executive Board shall be held at least monthly.

Section 6. Executive Board meetings shall be open to any paid-up member who wishes to attend.

N.M. ST. CORP. COM.
Corp./Franchise Tax Depts.

Section 7. The Executive Board shall direct the audit of the Treasurer's records at least once annually.

Jose David Ortiz PRES
Ethan W. Picklesy SECY

C. perform other such duties as may normally be a part of the office of the Secretary as assigned by the President.

Section 4. The Treasurer shall report at each quarterly meeting the amount of legal fees spent on behalf of the Amold defendants and the operating costs for the current fiscal year to date.

ARTICLE VIII - FINANCES

The Executive Board will assess the Membership to cover operational overhead costs of the Association.

ARTICLE IX - FISCAL YEAR

The fiscal year of the Association will run from July 1 to June 30.

ARTICLE X - MEETINGS OF MEMBERS

Section 1. Quarterly Meetings. Regularly scheduled meetings of the members are to be held in December, March, June and October, on the second Tuesday of those months. In the event the second Tuesday of the month falls on a legal holiday, the President shall assign an alternative date.

Section 2. Annual Meeting. The quarterly meeting held in June shall be known as the Annual Meeting.

Section 3. Special Meetings. Special meetings of the members may be called by the President or at the request of at least ten members.

Section 4. Time of Meetings. Meetings held during the work week shall start no earlier than 7:30 p.m.

Section 5. Notice of Meetings. Adequate notice of meetings shall be given.

Section 6. Quorum. Twenty-five paid-up members are to constitute a quorum for a regular or special meeting. Except where otherwise prescribed in the bylaws, decisions shall be made by majority vote.

ARTICLE XI - AMENDMENTS

These bylaws may be amended by a two-thirds vote of the members attending a meeting of the Association, provided ~~that the proposed~~ amendments shall have been read at a previous meeting or have been sent to the membership through the mail.

ARTICLE XII - DISSOLUTION

This Association may be dissolved at any time by a vote of two-thirds of the members present at a meeting of the Association announced for that purpose.

Jose David Ortiz
Elmer W. Bickley

ARTICLE V - OFFICERS AND REPRESENTATIVES

Section 1. There shall be the following elected officers:

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer

Section 2. In addition to the officers in Section 1, there shall be five elected representatives to serve on the Executive Board.

ARTICLE VI - ELECTIONS

Section 1.

- A. Nominations: A nominating committee consisting of a chairperson and two members shall be appointed by the President.
- B. With respect to the five elected representatives, the nominating committee shall be instructed to search for one candidate from each of the following geographic areas: Namba, Pojoaque, the El Rancho area, Cuyusunque, and the Tesuque area.
- C. Report of the nominating committee shall be made at the June meeting. Nominations also shall be accepted from the floor.

Section 2. Elections are to be held at the June meeting every other year, starting on June 11, 1985.

Section 3. Newly elected officers and representatives shall assume their duties immediately after the June meeting.

Section 4. Vacancies are to be filled by the Executive Board. These appointees shall serve until the next regular election.

Section 5. Officers and representatives shall be elected for a term of two years and may not serve for more than two consecutive terms in the same office.

ARTICLE VII - DUTIES OF OFFICERS

Section 1. The President shall

- A. preside at all meetings of the Executive Board and at all meetings of the Association;
- B. appoint committee heads as needed;
- C. serve as an ex-officio member of all committees; and
- D. call a special meeting when it is necessary.

Section 2. The Vice-President shall perform the duties of the President in his absence.

Section 3. The Secretary shall

- A. write and maintain minutes of all meetings of the Association and the Executive Board;
- B. appoint a substitute secretary when the secretary cannot perform these duties; and

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CORP. FROM THE SECRETARY

Jose David Ortiz PRES
Eltor W. Bickley SECT