



*The*  
*North Lafourche Conservation, Levee, & Drainage District*

**BY-LAWS**

**Last revision date: December 18, 2013**

## **BY-LAWS**

### **Article I – Name**

1.1 **Name.** The name of the organization shall be the North Lafourche Conservation, Levee, & Drainage District.

### **Article II – Creation**

2.1 **Creation.** The North Lafourche Conservation, Levee, & Drainage District was created by Revised Statute 38:291.

### **Article III – Purpose**

3.1 **Purpose.** The purpose of the North Lafourche Conservation, Levee, & Drainage District is to undertake the maintenance and preservation of all district-owned facilities and shall be authorized to hire personnel who are to perform all duties prescribed by the District. The District may issue guidelines for the use of levee property and to enforce compliance therewith. The District may undertake the maintenance and preservation of levees, levee drainage, pumps, pumping stations, drainage canals, seawalls, jetties, and breakwaters within the District boundaries.

### **Article IV - Membership**

4.1 **Composition.** North Lafourche Conservation, Levee, & Drainage District shall consist of nine (9) members. These members will be appointed by the governor in accordance with the provisions of Revised Statute 38:304 and 38:291

4.2 **Term.** The “Board” shall serve at the pleasure of the governor in accordance with Revised Statute 38:291.

4.3 **Voting Rights.** Each member of the District shall have one (1) vote. There shall be no proxy by, or for, any members.

4.4 **Duties.** All members should attend Board and Committee meetings regularly, arrive on time for all meetings, actively participate in meetings by reading the agenda prior to the meeting; remember the rights of others to express their opinions; consider all information and arguments before voting; debate the issues, not persons; accept and support all final decisions of the majority of the district members.

## Article V – Officers

5.1 **Elections.** The membership shall elect a President, Vice-President, and Secretary/Treasurer.

5.2 **Term.** The elected officers shall serve a term of one (1) year from November through October.

5.3 **Removal From Office.** Any officer of the Board, who fails to perform his /her duties as outlined, can be removed from office by a two-thirds vote of the Board.

5.4 **President.** The President shall preside over the deliberations of the Board and impartially enforce the rules and orders adopted for the government of the Board in accordance with Roberts Rules of Order. The President shall on behalf of the Board, subject to the approval of the board, sign contracts for work, make and execute written instruments, appoint committee members, call regular meetings into session, call special meetings into session, and abide by all Louisiana Revised Statutes. The President shall serve at the pleasure of the Board for a period of one (1) year from the first scheduled regular meeting in November. He/She shall be eligible for re-nomination and re-election. He/She shall be elected by a majority of the member's present and voting; absent members will not be counted in the total vote. A President may be removed from office by an affirmative vote of two-thirds of the Board members at a meeting clearly called for such a purpose or at a monthly meeting after due notice to all members.

5.5 **Vice President.** It shall be the duty of the Vice-President to aid and assist the President in all of the duties bestowed upon the President herein and in all activities said President may undertake for and on behalf of the Board. The Vice-President, in the absence of the President, may sign all documents, preside over the deliberations of the Board, and impartially enforce the rules and orders adopted for the government of the Board in accordance with Roberts Rules of Order, etc. which the President has been empowered to execute. Absence of the President is considered to be anytime the President is incapacitated or unable to perform his or her duties. It is not to be construed, however, that the concurrence of the Vice President shall be necessary in any action taken by the President. The Vice- President shall serve at the pleasure of the Board for a period of one year from the first regularly scheduled November meeting. He/She shall be eligible for re-nomination and re-election. He/She shall be elected by a majority of the members present and voting, absent members not being counted in the total vote. A Vice-President may be removed from office by an affirmative vote of two-thirds of the Board Members at a meeting duly called for such a purpose or at a regular monthly meeting after due notice to all members.

5.6 **Secretary/Treasurer.** It shall be the duty of the Secretary / Treasurer to attend all meetings of the Board and make a record of its proceedings and also to assist the President and Vice-President, whenever required, in reviewing contracts and performing other work on behalf of the board in accordance with Louisiana Revised Statutes. The Secretary / Treasurer must and will automatically be a member of the Finance and Priority Standing Committee. The Secretary / Treasurer shall serve at the pleasure of the Board for a period of one year from the first regularly scheduled November meeting. He/She shall be eligible for re-nomination and re-election. He/She shall be elected by a majority of the members present and voting, absent members not being counted in the total vote. A Secretary / Treasurer may be removed from office by an affirmative vote of two-thirds of the Board Members at a meeting duly called for such a purpose or at a regular monthly meeting after due notice to all members.

#### **Article VI – Committees**

6.1 **General.** The President will form committees from its Board of Commissioners in order to more efficiently conduct the business of the District. Committees shall hold legally advertised, public meetings, called by the Committee Chairperson in addition to the District’s regular Board of Commissioners meetings. All committee meetings must have a legal quorum in order to conduct business. No committee shall have the authority to commit any NLCL&DD funds or resources directly to any project or other expenditure unless it has been given specific authority of the full board, via the passage of resolution to do so. Such a resolution allowing a committee to allocate funds or resources of the NLCL&DD shall never be open ended and it shall be specifically limited in time, funding and resources. The purpose of each committee is to gather information, study and make reports and recommendations monthly back to the full Board when authorized by a resolution of the full Board for that specific purpose. In addition to the commissioners appointed by the President to any committee, the Chairperson of any committee may appoint additional ad hoc, non-voting, members from the public who may be helpful in conducting the business of the committee. Such appointments must be approved by the President and must be without any conflict of interest whatsoever. Generally, these appointments will be temporary and non-compensated unless approved by the full Board. Further, in the event of a known or other absence of a Committee member for a scheduled Committee Meeting, the President (or the Committee Chairperson in his/her absence) may appoint a substitute member of the Committee for that particular meeting. This substitute Member, appointed by the President (or the Committee Chairperson in his/her absence) can be any other Commissioner not on the Committee or the President can choose to fill the voting

membership position for that specific meeting. In that situation, the Commissioner is considered a member of the Committee for that meeting and he will qualify for the per diem compensation upon being appointed as a temporary member.

**6.2 Executive Committee:** Upon election of officers of the NLCL&DD, the NLCL&DD Executive Committee shall automatically be formed as follows. Except for the appointment of ad hoc, non-voting members, by the Chairperson (President) the makeup of this committee is fixed as indicated below and can't be changed.

Executive Committee:

Positions:

Chairperson = Current NLLD President

Member 2 = Current NLLD Vice President

Member 3 = Current NLLD Secretary/Treasurer

A quorum for this committee will consist of two (2) of its membership.

The duties of the Executive Committee shall include  
Enforcement of the By-laws regarding the Commissioners of the Board, and

To address any and all personnel issues, and

Enforce their oversight over the Agenda, and

Have meetings as required to address these issues.

**6.3 Standing Committees.** Upon taking office, or at any point during his term as may be required through attrition of membership or for any other reason he so chooses, the President shall appoint, re-appoint or remove commissioners or members to or from the following standing Committees of the NLLD.

Finance & Priority Committee:

Positions:

Chairperson = Any NLLD commissioner

Vice Chairperson = Any NLLD Commissioner

Member 3 = The Commissioner serving as Secretary / Treasurer for the Full Board or any NLLD Commissioner if the Commissioner serving as Secretary / Treasurer for the Full Board is either the Chairperson or Vice Chairperson of the Finance & Priority Committee.

Member 4 = Any NLLD Commissioner

Ad Hoc, Non-Voting Member = Current NLLD President

A quorum for this committee will consist of three (3) of its total voting membership.

The duties of the Finance & Priority Committee shall include:

Considering the recommendations of other District committees that may impact financial or physical resources of the District and have meetings as required to address these recommendations in a timely manner, and

Meet each month just prior to the Districts regular meeting to consider and make recommendation to the full board considering monthly Payables.

Review the budget, and

Have monthly meetings to address the above issues.

Legal/Development Committee:

Positions:

Chairperson = Any NLLD Commissioner

Vice Chairperson = Any NLLD Commissioner

Member 3 = Any NLLD Commissioner

Member 4 = Any NLLD Commissioner

Ad Hoc, Non-Voting Member = Current NLLD President

A quorum for this committee will consist of three (3) of its total voting membership.

The duties of the Legal & Development Committee shall include:

Consider and make recommendations to the full board concerning all legal matters placed before the District, and

Consider and make recommendations to the full board regarding development issues, updates to operational procedures and the By-laws of the District, and

Consider all contracts, cooperative endeavor agreements, etc., and

Have monthly meetings to address these issues.

**6.4 Project Committees:** In addition to the aforementioned Executive Committee and Standing Committees, the President may create a Project Committee needed to more efficiently conduct the business of the District. At any point during his term as may be required through need, attrition of membership or for any other reason he so chooses, the President may appoint, re-appoint or remove commissioners or members to or from any Project Committee. The President can disband any Project Committee that is no longer needed to conduct NLLD business. Each Project Committee shall have the following make-up

(Named) Project Committee:

Positions:

Chairperson = Any NLLD Commissioner

Vice Chairperson = Any NLLD Commissioner

Member 3 = Any NLLD Commissioner

Ad Hoc, Non-Voting Member = Current NLLD President

A quorum for this committee will consist of two (2) of its total voting membership.

The Duties of each Project Committee shall be clearly defined in writing at the appointment of the committee and shall be documented in the most recent version of the "Current Committee Assignments Roster".

## **Article VII – Board Meetings**

**7.1 Regular Board Meetings.** Regular meetings of the board will be held monthly on the 4<sup>th</sup> Wednesday of each month. Regular board meetings may also be rescheduled by the President. The meeting place will be the District's office, unless by consensus and ratification of the Board, it is decided to hold a meeting elsewhere.

**7.2 Special Board Meetings.** The President or any three (3) Board members may, upon the delivering of public notice to all Board members, call the Board into Special session. A quorum at such special board meetings will be five (5) members. All action taken at such meetings shall have the same validity as those taken at a regular monthly Board meeting.

**7.3 Notice of Meetings.** Written notices shall be sent to each member of the Board at the direction of the President by the Executive Director within the time limit as provided by La. R.S. 42.11 ET SEQ.

**7.4 Quorum.** A quorum of the board shall consist of five (5) members of the Board.

**7.5 Parliamentary Law:** All meetings of the Board will utilize parliamentary procedure as described in *Robert's Rules of Order Newly Revised (RONR)* for conducting the meeting.

**7.6 Public Comment:** In accordance with R.S. 42.14, rules for Public Comment at Board meetings will be as follows:

a) A person wishing to address the Board may request his issue be placed on the agenda of an upcoming meeting by contacting any Commissioner of the Board and requesting so. If the Commissioner of the Board agrees to sponsor the agenda item, the Commissioner shall notify the Executive Director of his intent and the specific topic to be addressed shall be provided in writing by the commenter. The cut off period for making any meeting agenda is 96 hours before the scheduled start time of the meeting. Request submitted after the 96-hour cut-off time will be added to the next scheduled meeting. As with any agenda item, the Board of Commissioners may discuss, put forth motions and amendments, and vote on the issue. The President shall limit the comment by enforcing strict adherence to the topic on the agenda. The President may determine that the requested item should be properly addressed before one of the Board's standing committees and assign the item to the agenda of the appropriate committee prior to being placed upon the Board's agenda.

b) During the course of a Board Meeting, a Commissioner may seek comment from any member of the public in attendance. To do so, the Commissioner, once properly recognized, shall ask the President for permission to yield the floor to the public commenter in order to seek an answer to a specific question or to seek a comment from a specific member of the public. If the President agrees that the request is relevant, the President will recognize the member of the public, ask him to state his name and address for the record. The President shall limit the comment by enforcing strict adherence to the answer to the question asked or comment solicited by the Commissioner.

c) After "question" has been called on any motion subject to debate, the President shall ask if anyone from the public wishes to comment on the question being considered by the Board. If a member of the public indicates his wish to address the Board, he shall be granted opportunity to do so before proceeding to a vote. The President will recognize the member of the public, ask him to state his name and address for the record and hear the comment. The President shall limit the comment by enforcing strict adherence to the question under consideration by the board. The public member's comment time will be limited to three (3) minutes. If there are no further comments from the public, the President will proceed with the question.

d) Every published Agenda of a Board Meeting will include an item for Public Comment, in addition to a comment period on each agenda item prior to vote. Any person wishing to address the Board on an Agenda Item or during the Public Comment period, should submit a completed Public Comment Form to the President prior to reaching that item on the Agenda. The Public Comment Form will include the person's full name and address as well

as a description of the issue they wish to bring before the Board. When the Public Comment period is reached on the Agenda, the President will call on the person(s) wishing to address the Board. If the President sees the topic, as submitted is an issue relevant to the Board, the public commenter will then be allowed three (3) minutes to complete his address. If the public commenter requires more time to complete his address, the President may allow additional time if a Commissioner of the Board so request. Upon completion of the address by the public commenter, the Board may or may not enter further discussion on the topic addressed at its discretion. The President may choose to deny an opportunity for comment from a person submitting a Public Comment Form if the topic of the comment is deemed non-relevant to the Board. The President will state that he has received a request from a member of the public wishing to address the Board and he will read the Public Comment Form aloud and indicate that he sees the issue to be discussed as non-relevant to the Board. Any Commissioner can request the issue be heard, subject to the same limitations as stated herein. The President shall limit the comment by enforcing strict adherence to the topic on the Public Comment Form.

### **Article VIII – Committee Meetings**

- 8.1 **Committee Meetings.** Committee meetings will be held as required throughout each month. Committee meetings will be called by the Committee Chairperson. The meeting place and time will be determined by the Committee Chairperson.
- 8.2 **Notice of Meetings.** Written notices shall be sent to each member of the Board at the direction of the President by the Executive Director within the time limit as provided by La. R.S. 42.11 ET SEQ.
- 8.3 **Quorum.** A quorum of a committee shall be specific to that committee as described in Article VI of these By-laws.
- 8.4 **Parliamentary Law:** All Committee meetings will utilize parliamentary procedure as described in *Robert's Rules of Order Newly Revised (RONR)* for conducting the meeting.
- 8.5 **Public Comment:** In accordance with R.S. 42.14, rules for Public Comment at Committee meetings will be as follows:
- a) A person wishing to address a Committee may request his issue be placed on the agenda of an upcoming meeting by contacting any Commissioner of the Board who is a member of that Committee and requesting so. If the Commissioner agrees to sponsor the agenda item, the Commissioner shall notify the Executive Director of his intent and the specific topic to be

addressed shall be provided in writing by the commenter. The cut off period for making any meeting agenda is 96 hours before the scheduled start time of the meeting. Request submitted after the 96-hour cut-off time will be added to the next scheduled meeting. As with any agenda item, the Committee members may discuss, put forth motions and amendments and vote on the issue. The Committee Chairperson shall limit the comment by enforcing strict adherence to the topic on the agenda

b) During the course of a Committee Meeting, a Commissioner may seek comment from any member of the public in attendance. To do so, the Commissioner, once properly recognized, shall ask the Chairperson for permission to yield the floor to the public commenter in order to seek an answer to a specific question or to seek a comment from a specific member of the public. If the Chairperson agrees that the request is relevant, the Chairperson will recognize the member of the public, ask him to state his name and address for the record. The Chairperson shall limit the comment by enforcing strict adherence to the answer to the question asked or comment solicited by the Commissioner.

c) After “question” has been called on any motion subject to debate, the Chairperson shall ask if anyone from the public wishes to comment on the question being considered by the Committee. If a member of the public indicates his wish to address the Committee, he shall be granted opportunity to do so before proceeding to a vote. The Chairperson will recognize the member of the public, ask him to state his name and address for the record and hear the comment. The Chairperson shall limit the comment by enforcing strict adherence to the question under consideration by the Committee. The public member’s comment time will be limited to three (3) minutes. If there are no further comments from the public, the Chairperson will proceed with the question.

d) Every published Agenda of a Committee Meeting will include an item for Public Comment, in addition to a comment period on each agenda item prior to vote. Any person wishing to address the Committee on an Agenda Item or during the Public Comment period, should submit a completed Public Comment Form to the Chairperson prior to reaching that item on the Agenda. The Public Comment Form will include the person’s full name and address as well as a description of the issue they wish to bring before the Committee. When the Public Comment period is reached on the Agenda, the Chairperson will call on the person(s) wishing to address the Committee. If the Chairperson sees the topic, as submitted is an issue relevant to the Committee, the public commenter will then be allowed three (3) minutes to complete his address. If the public commenter requires more time to complete his address, the Chairperson may allow additional time if a Commissioner of the Committee so request. Upon completion of the address by the public commenter, the Committee may or may not enter further discussion on the topic addressed at its discretion. The Chairperson may

choose to deny an opportunity for comment from a person submitting a Public Comment Form if the topic of the comment is deemed non-relevant to the Committee. The Chairperson will state that he has received a request from a member of the public wishing to address the Committee and he will read the Public Comment Form aloud and indicate that he sees the issue to be discussed as non-relevant to the Committee. Any Commissioner can request the issue be heard, subject to the same limitations as stated herein. The Chairperson shall limit the comment by enforcing strict adherence to the topic on the Public Comment Form.

### **Article IX - Amendments**

**9.1 Amendments.** The By-laws may be amended by sending a copy of the proposed amendment to each Board member at least one (1) week before the meeting. The Board may debate an amendment before the adoption. Amendments must be approved by a two-thirds vote of the Board.

### **Article X - Adoption**

**10.1 Adoption.** These By-laws, in entirety, were adopted by the Board on December 18, 2013.

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Cory Kief  
President of NLCL&DD