

**BY-LAWS**  
**OF**  
**THE GRAND VIEW CANAL IRRIGATION COMPANY**

---

**I**  
**OFFICERS**

The officers of this Company shall consist of a President, Vice-President, Secretary, Treasurer and superintendent, who shall be chosen by the Directors at their first meeting following the annual meeting of the stockholders in each year. They shall be elected from the Board of Directors and hold their respective offices until their successors are elected or appointed and enter the duties of their offices: Provided, the Secretary and Superintendent may be persons other than Directors of this Company.

A majority of the Board of Directors must be residents of the State of Colorado.

Vacancies among the Directors of any of the offices may be filled at any meeting of the Board of Directors by regular ballot.

**II**  
**DUTIES OF OFFICERS**

**PRESIDENT:**

It shall be the duty of the President to preside at all meetings of the Directors.

To sign all bonds, deeds, agreements or any other instruments of writing made by, entered into by or in behalf of the Company; to sign all certificates of stock, and in general perform all acts incident to his office.

And the Vice-President shall perform all the duties of the President in case of his absence or disability.

**III**

**SECRETARY:**

The secretary shall give due notice of all meetings of the Stockholders, and of the Board of Directors; shall prepare and keep proper books of records and accounts of the business of the Company, and such other books as the Directors shall prescribe. He shall countersign and register all certificates of stock, and other documents requiring the signature of the President, and shall perform all such other duties as are consistent of his office.

**IV**

**TREASURER:**

The treasurer shall be the custodian of all the funds of the Company until the same be disposed of by order of the Board of Directors, and shall give such bond as the board may direct for the faithful performance of his duties. No money shall be paid out by the treasurer except on the order of the Board of Directors.

## V

### SUPERINTENDENT:

The Superintendent shall have the entire management and control of the working and repairs and improvements of the ditches and reservoirs and of all other property of the Company, subject however to the superior action and control of the Board of Directors. He shall report to the Board of Directors, all completed work, repairs, and improvements, except such as may arise, which demand instant and immediate attention, and after their approval, shall have power to contract for or perform such work.

All expenses incurred by the Superintendent in the working and management of the company's property in the line of his authority, shall be borne by the Company: a suitable compensation shall be allowed him for his services.

## VI

### BOARD OF DIRECTORS

It shall be the duty of the Board of Directors to exercise a general supervision over the affairs of the Company; to hold meetings at Denver, Hotchkiss, or such other places as they may determine, and as may be necessary to transact the business of the Company, and to receive and pass upon the officers' reports, and to audit and allow and disallow all and any accounts presented to or owing by the Company. The Board of Directors shall cause the officers to make full exhibit of their several departments, and to prepare reports for the submission at the annual meeting of the Stockholders.

The Board of Directors shall meet at such times and places in the State of Colorado as they may from time to time determine, and a meeting of the Board of Directors may at any time be called by the President or any two members of the Board, causing personal notices to be given to each of the Directors at least twenty-four hours prior to the time of such proposed meeting. A majority of the Directors shall constitute a quorum for the transaction of business. All Directors and Officers must be Stockholders. \*\*\*\*\*Amended, January 24, 1949 so as to exempt the Secretary from the requirement of owning stock.

## VII

### STOCKHOLDERS' MEETINGS

The annual meeting of Stockholders of the Company for the purpose of electing Directors shall be held at the office of the Company in Denver, or Hotchkiss, as shall be determined by the Board of Directors, on the fourth Monday in the month of January of each and every year. If omitted, a special meeting of the Stockholders may be called by the Directors or by any two of the Stockholders. If a majority of the stock be not represented at any meeting of the Stockholders, said meeting may be adjourned for a period not to exceed sixty (60) days. The Directors shall hold over until their successors are elected and qualified. Notice of the time and place of holding Stockholders' meetings for the election of Directors shall be published in a daily or weekly newspaper published in Delta County, Colorado, not less than ten (10) days prior to such meeting, and a notice served on each stockholder or mailed to each Stockholder at his last known post office address at least thirty (30) days prior to such meeting. A majority of the stock of the Company shall constitute a quorum. Any person may be represented by proxy, which must be exhibited for inspection to the meeting before being admitted to vote. When it is

found that a majority of the Stock is represented at such meeting or adjourned meeting, the Stockholders shall proceed to nominate the Directors to be elected, each Stockholder having the right to nominate.

The election shall be by ballot, on which each person voting shall write the name of as many as are to be elected from the nominees. Each stockholder shall have the right to vote in person or by proxy for the number of shares owned by him or her, and may culminate his or her vote on one or more candidates as provided by Law; the five (5) persons having the highest number of votes shall be declared elected as the Board of Directors of the Company.

Special Meetings of the Stockholders may be called and held at any time in manner provided by law of the State, and may be held in either Denver or Hotchkiss.  
\*\*\*\*\*Amended January 23, 1971 to state that Stockholders' meetings would be held in Crawford, Colorado on a Saturday in January.

## **VIII**

### **CERTIFICATES OF STOCK**

The owners of Stock of this Company shall receive certificates of their shares duly signed by the President and attested by the Secretary, with the seal of the Company.

Transfers of the stock shall be made on the books of the Company either in person or by an Attorney upon surrender of the certificate to be transferred.

\*\*\*\*\*Added Amendment January 23, 1971.

## **IX**

### **LABOR**

When ordered out by the Superintendent, all Stockholders may be required to perform or cause to be performed, work on any ditch or reservoir of the Company, which shall be assigned to them by said Superintendent, according to the number of shares held in this Company; such work to be done and credited at the ruling rate of wages at the time.

The Directors shall determine and fix the amount and time of payment of all assessments on the Capitol Stock, necessary to pay the indebtedness of the Company and to furnish funds for the construction, maintenance and repairs of ditches and reservoirs, and may permit such assessments to be paid in labor at the ruling rate when payment can be made, in such manner. Such assessments of money or labor shall be paid or performed within the time fixed by the Board.

\*\*\*\*\*Added Amendment January 23, 1971.

## **X**

### **ASSESSMENTS AND FORFEITURE OF STOCK, FOR NON-PAYMENT**

Assessments may be made upon the issued Capitol Stock of the Company from time to time at the discretion of the Board, for the purpose of constructing, maintaining and repairing the ditches and reservoirs of the Company, such assessments to be levied pro rata payable in money or labor, as the Board shall direct; assessments may also be made in the same manner by the Board for the payment of any indebtedness of the Company contracted by the Board or by its directions.

If any Stockholder shall fail to pay any such assessment when due, and after ten (10) days notice, the same shall become delinquent and the Board of Directors, if they elect, may bring suit to collect any such delinquent assessment, or to declare the Stock of such delinquent Stockholder forfeited, and sell the same as hereinafter provided.

No forfeiture of Stock shall be declared, before demand shall have been made for the amount due thereon, either in person or by written or printed notice duly mailed to the last known post office address of such stockholder, at least thirty (30) days prior to the time when such forfeiture is to take effect. When any forfeiture shall be thus declared, the Stock shall be sold to the highest and best bidder in cash, and if anything is remaining after such sale, over and above the amount delinquent, it shall be returned to the delinquent subscriber.

Public notice of all such sales shall first be given by advertisement in a weekly newspaper in the county of Delta, not less than two (2) issues immediately before such sale and such sale shall be held at Delta, or at Hotchkiss, Colorado as directed by the Board of Directors.

Said sale shall be made by the Treasurer or any other party designated by the Directors, at the time and place designated in said notice, at public auction to the highest bidder for cash; and so much of said delinquent Stockholder's stock shall be sold as shall be necessary to raise money to pay his delinquent assessments; the person, who will for the least amount of Stock, pay in cash the amount of said delinquent assessments, shall be declared and considered as the highest bidder.

Whenever a Stockholder becomes delinquent in his assessment, and the stock of such delinquent is ordered sold to pay such assessment, the Treasurer shall add to the amount due on such delinquent stock, interest at the rate of ten (10) percent per annum from the date due to the date of payment together with the cost of advertising and the expenses of the Treasurer or other person holding the sale, in going and returning from the place where such sale is held, and the expense to be added to each delinquent shall be the proportion the amount due by him bears to the total amount sold at said sale.

The Treasurer, or other person selling, shall report to the Board of Directors at their first meeting after said sale, his doings therein; the amount of Stock sold, the amount of money received therefore, the name of the former owner of said stock, the name of the person who purchased the same, and for what delinquent assessment or assessments the same was sold, together with the date and place of sale, which report shall be incorporated in the minutes of said Board of Directors.

The said Board of Directors shall then pass upon said report and approve and confirm or reject the same after hearing any complaint that may be made, and their decision shall be final.

If said sale is approved and confirmed by said Board, the Secretary shall be ordered to make transfer of said stock sold upon the books of the Company, and shall immediately make said transfer.

\*\*\*\*\*Added Amendment January 23, 1971.

## **XI**

### **DEBTS**

No Debt shall be contracted by the Company except by order of the Board or Directors, except that the Superintendent may, when immediate work, repairs or improvements are necessary, contract for such until the Board acts.

\*\*\*\*\*Added Amendment January 23, 1971.

## **XII**

### **ATTORNEYS**

The President or the Board of Directors shall have power at any time, when in his or their opinion, the interest of the Company requires it, to employ the services of an attorney in behalf of the Company; his fees to be paid in the same manner as other necessary expenses of the Company.

\*\*\*\*\*Added Amendment January 23, 1971.

## **XIII**

### **BY-LAWS**

These By-Laws may be added to, amended or revoked at any meeting of the Board of Directors, a majority of the whole number of Directors voting in favor thereof.

\*\*\*\*\*Amended January 23, 1971 to state that a majority vote of all Stockholders in the Company be required to amend or add to the By-Laws.

## **XIV**

### **BRIDGES**

No bridges, tubes, pipes, walkways or any other structure or device will be constructed or installed across the canal right-of-way without prior approval of the Board of Directors. Further, it is the responsibility of landowners adjacent to the right-of-way, or owners of the structures to maintain any existing and new structures, both over and beneath, so as not to interfere with normal operation of the canal.

In the event that the owners of the structures choose not to maintain the structure in a safe and reasonable manner, which does not cause the canal flow to be impeded, the Board of Directors may either remove the structure at the owners expense, or maintain the structure at the Company's expense.

## **XV**

### **HERBICIDES**

The use of approved Herbicides is consistent with normal and usual canal maintenance for the control of unwanted, and damaging plant growth with-in the canal right-of-way or easement. Such herbicides are to be applied in a manner consistent with certified application procedures.

## **XVI**

### **STOCK WATER**

The Grand View Canal Irrigation Company carries a flow of water throughout the year for the purpose of furnishing water for irrigation and livestock.

The Canal Company will not be responsible for short periods of time when it is impossible to deliver water because of winter freeze ups, washouts, or slides.  
\*\*\*\*\*Amended November 25, 1997.

## **XVII**

The proposed sale of any Grandview Canal Irrigation Company shares away from the land currently served by the canal shall first be made available to the company, and then offered to the current shareholders of the company. No sale outside the current flow of the canal will be approved. All sales must be approved by the Board of Directors before the sale is final and the stock can be transferred.  
\*\*\*\*\*Amended January 31, 2004.

## **XVIII**

### **SUBDIVIDING**

Any further division of shares shall require the developer to establish a homeowner's agreement for the payment of assessments, administration of the irrigation water, and maintenance of irrigation ditches and/or delivery systems. The company will not be responsible for the division of water after the primary box. A copy of this agreement shall be filed with the Company's Secretary and with the Delta County Clerk and Recorder as a deed attachment before transfer of stock.  
\*\*\*\*\*Amended January 31, 2004