

**BY-LAWS OF THE  
WILSONA GARDEN MUTUAL WATER COMPANY, INC.**

W.G.M.W. CO., INC.

*Serving Since 1949*

UPDATED MARCH 2026

**BY-LAWS OF THE**  
**WILSONA GARDEN MUTUAL WATER COMPANY, INC.**

**ARTICLE I**

Offices

**SECTION 1.** The principal location of business shall be at 17001 East Avenue L in Lancaster, Los Angeles County, California.

**ARTICLE II**

Seal

**SECTION 1.** The Corporate Seal shall have inscribed thereon and contain the name of the corporation, the year of its incorporation, being 1949, the State and the words "Corporate Seal".

**ARTICLE III**

Meeting of Stockholders

**SECTION 1. Place.** The Meeting of the Stockholders shall be held at a location designated and approved by the Board of Directors near the City of Lancaster, in the County of Los Angeles, State of California.

**SECTION 2. Annual Meeting.** The annual meeting of the stockholders after the year 1950 shall be held in February of each year, at a time and place to be determined by the Board, at which meeting they shall conduct elections according to the laws of the State of California for any relevant items, including vacant or expiring Board positions, and also transact any other such business as may properly come before the meeting. The meetings will be held in a strictly business fashion.

**SECTION 3. Quorum.** The holders of a majority of shares issued and outstanding and entitled to vote, present in person or represented by proxy, shall be required to and shall constitute a

quorum at all meetings of the Stockholders for the transaction of business.

**SECTION 4. Voting In Person And By Proxy.** At each meeting of the Stockholders, every Stockholder shall have the right to vote in person or by proxy appointed by an instrument in writing subscribed by the Stockholder and bearing a date not more than one year prior to said meeting. Each Stockholder shall have one vote for each share of stock.

**SECTION 5. Notice Of Annual Meeting.** Written notice of the annual meeting shall be mailed to each Stockholder entitled to vote at least four (4) days prior to the meeting.

**SECTION 6. List Of Stockholders.** A complete list of all the Stockholders entitled to vote at the ensuing election, arranged in alphabetical order, shall be prepared by the Secretary of the Corporation at least two (2) business days before that election, and posted to the water company's web site for the examination of any Stockholder.

**SECTION 7. Special Meetings.** Special meetings of the Stockholders for any purpose or purposes, unless otherwise prescribed by the laws of the State of California, may be called by the President or by the written request of a majority of the Board of Directors or by a majority of the Stockholders having a right to vote. Such a request shall state the purpose of the meeting and such business as is transacted at said special meeting shall be only such business as is designated in the notice of said meeting.

## **ARTICLE IV**

### Directors

**SECTION 1. Election.** The property and business of this Corporation shall be managed by a Board of Directors, three (3) in number, all of whom must be Stockholders of said Corporation. Said Directors shall be elected at the annual meeting of the Stockholders and each Director shall be elected to serve for twenty-four (24) months. Any member of the Board of Directors missing three (3) or more meetings or presents themselves at a meeting in an unbusinesslike fashion is subject to removal from the Board.

**SECTION 2. Meetings.** The meetings of the Board of Directors shall be held at a time and place agreed upon by all Board members.

**SECTION 3. Vacancies.** If the office of any Director or Directors becomes vacant by reason of death, resignation, retirement, disqualification, removal from office, or otherwise, the remaining Directors, though less than a quorum, shall choose a successor or successors who shall hold office until the next annual election and until a successor or successors have been duly elected unless sooner displaced.

## **ARTICLE V**

### Compensation Of Directors

**SECTION 1.** Officers of this Corporation shall be chosen by the Directors and shall be a President, Vice President and Secretary-Treasurer. The Secretary-Treasurer may be the same person.

**SECTION 2.** The Board of Directors at its first meeting after each annual meeting of the Stockholders shall choose a President from their own numbers, and such Officers as provided in Section 1 hereof; that the present Board of Directors shall immediately have a meeting to elect such Officers until the first annual meeting of the Board of Directors.

**SECTION 3. Qualifications.** The members of the Board of Directors and Officers of the Corporation must be Stockholders and the President of the Board of Directors must be a member of the Board of Directors.

**SECTION 4. Board Appointed Officers And Agents.** The Board may appoint such other Officers and Agents as it shall deem necessary who shall hold office for such term and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

**SECTION 5. Salaries.** All of the Officers of said Corporation shall receive no salary, except those Officers or Agents whose salaries may be fixed by the Board Directors.

## **ARTICLE VI**

### Duties of Officers

**SECTION 1.** The President shall preside at all meetings of the Board of Directors; he shall sign all Stock Certificates, all contracts and all other instruments when approved by the Board of Directors; he shall call meetings of the members of the Board of Directors when he deems it necessary; he shall have general superintendence of the affairs of the Corporation, subject to the advice and control of the Directors.

**SECTION 2.** It shall be the duty of the Secretary to keep a record of the meeting of the Stockholders and the Board of Directors; he/she shall keep a book of blank stock, fill out and sign all shares of stock issued, and keep a record thereof. It shall be the duty of the Treasurer to make out and countersign all checks, and keep a proper accounting record, and furnish the Board of Directors a financial statement upon request. At each annual meeting of the Stockholders he/she shall submit a complete financial statement of the Corporation. Both positions may also discharge such other duties as the Board of Directors shall provide.

## **ARTICLE VII**

### Power Of Directors

**SECTION 1.** The Board of Directors shall have power to make rules and regulations consistent with the laws of the State of California and the By-Laws of the Corporation for the operation of the business of the Corporation and supplying water to the Stockholders of said Corporation, to set rates to comply with the operating expenses and to provide a fund of Twenty-Five Thousand Dollars (\$25,000.00) for the maintenance, upkeep and/or replacement or repair of the water system or any part thereof. The Board of Directors shall have the authority to make a charge of Two Dollars and Eighty-Eight Cents (\$2.88) per acre, per month, as always, subject to change, if water is available to the land whether used or not. This charge is to be separate and distinct from the charge made for water consumed on the

property. The Board of Directors shall have general and full control over all operations of the system.

**SECTION 2.** It shall be the duty of the Board of Directors to have the Treasurer keep a complete record of all assets and liabilities of the Corporation; to audit or cause to be audited his/her books at the end of the year prior to the annual Stockholders meeting; cause the monies of the Corporation to be deposited in a bank and to designate the bank where they are to be kept and all of said funds shall be deposited in the name of the Corporation and payable on checks signed by the President and countersigned by the Treasurer.

**SECTION 3.** All water shall be delivered to the property through a regulation water meter. Said meter to be supplied and installed by the corporation at the expense of the Landowner. Said cost of the meter and its installation shall be determined by the Board based on current market conditions.

## **ARTICLE VIII**

### Caretaker

**SECTION 1.** It shall be the duty of the board of Directors to employ a caretaker and any other help necessary for the maintenance and operation of the water system.

## **ARTICLE IX**

### Contracts

**SECTION 1.** The Board of Directors shall have sole power to contract for the Corporation and no contract of any Officer of the Corporation shall be valid without authorization of the Board of Directors.

## ARTICLE X

### Shares

**SECTION 1.** The purpose of the Corporation is to serve water for domestic use to owners of those lots within Wilsona Gardens, which includes Tract 1640, Record of Survey Map. Stockholders of the Corporation shall be limited to those that own or acquire ownership of a lot or lots within the Service Area. Stock shall be appurtenant to those lots when the same are described in the stock certificates issued therefore.

**SECTION 2.** The Corporation shall issue to every Stockholder one Share Certificate entitling the Stockholder to one water connection to the Water System and to all other rights of Stockholders in the Corporation. Each Certificate shall be issued in the name(s) of the owner(s) of record legal title to the land described therein, and each property with its corresponding water connection shall be issued one (1) voting share.

**SECTION 3.** Upon transfer of legal title to the land described in any Certificate, the grantor shall surrender such Certificate to the Board. The Board shall issue a new Certificate to a Stockholder grantee upon application by that grantee and payment of a transfer fee of an amount to be fixed and revised from time to time by the Board. Upon any partition by a Stockholder, after transfer of the land described in any Certificate, the Stockholder shall surrender the existing Certificate, and the Board shall issue a new Certificate to the Stockholder with which the water connection was made, or has been ordered by the Board to be made.

**SECTION 4.** The Board, to the extent permitted by law, may prescribe conditions for the issuance of new Certificates to replace those lost or destroyed.

**SECTION 5.** Subject to the limitations of the Articles of Incorporation and these By-Laws, Certificates shall be issued upon application of a qualified person and payment of the fee required in these Bylaws. Each Certificate shall be appurtenant to the land described therein and shall be transferred only with transfer of title to such land, except after sale or forfeiture for delinquent assessments as provided by applicable law and in accordance with the

provisions of these By-Laws. All Certificates shall be signed by the President and shall have the seal of the Corporation affixed thereto.

**SECTION 6.** The transferee in any transfer of Certificate shall be deemed to have full notice of these By-laws and to consent to the terms herein.

**SECTION 7.** No more than one (1) residence and necessary outbuildings, including one Auxiliary Dwelling Unit (ADU), per California law, shall be served through the one water connection to the Water System per Stockholder property. Any ADU, if added to the property, must be connected to the existing Service Connection; a new Service Connection will not be provided.

**SECTION 8.** Assessments levied by the Corporation shall be exclusively for the operation, replacement, improvement, and maintenance of the Property, and to discharge any other obligations of the Corporation under these Bylaws. All assessment payments shall be put into a maintenance fund for such purposes. The Board shall have the power to levy assessments as follows:

1. Annual Assessments. The standard assessment that is charged for the purposes of maintaining the Maintenance and Repair account at the level prescribed in Section 7.1.
  
2. Special Assessments. If the Board determines that the amount of service charges as set forth in Section 9.1 is inadequate to defray common expenses for any year due to costs of any construction, unexpected repairs, replacements of capital improvements, or any other reason, the Board shall make a Special Assessment for the amount of the deficiency. Special assessments shall be levied and collected in the same manner as service charges.

## **ARTICLE XI**

### Water Service and Rates

**SECTION 1.** Stockholders shall be entitled to receive water through the Corporation's Water System only for domestic use, and for those uses permitted by the applicable zoning district, and which are

not prohibited by the Wilsona Gardens Mutual Water Company. The Board shall set the cost of service based upon the annual budget. The Board may, in its discretion charge: (1) a uniform, flat fee to all Stockholders; or (2) a metered rate structure based on water usage, or (3) a tiered structure based on lot size of Stockholders.

**SECTION 2.** Payment is due on receipt and is considered delinquent if not paid by the due date. A Ten Dollar (\$10.00) late fee will be charged on all delinquent accounts and a 1% per month finance charge will be applied to the overdue balance. If payment has crossed in the mail, please deduct your payment amount from the total due. If your account incurs a returned check, your account will be charged \$25.00.

**SECTION 3.** The Board of Directors may, in their discretion, discontinue service. Should such service be shut-off, a fee of Fifty-One Dollars (\$51.00) and your Past Due Balance shall be charged for continuance of service. As always, subject to change.

## **ARTICLE XII**

### Tampering

**SECTION 1.** No person shall have the right to tap or alter the connection or pipe lines in any manner without a permit first having been obtained from the Corporation and signed by the Secretary-Treasurer of said Corporation. The Corporation assumes no responsibility for any damages to the meter or waterlines past said meter, nor are they responsible for the pressure or lack thereof past the meter itself.

## **ARTICLE XIII**

### Meeting Of The Board Of Directors

**SECTION 1.** The Board of Directors shall hold a meeting once each month at a time and place to be selected by the Board of Directors, at which time such business shall be transacted as is necessary for the purposes for which the Corporation was incorporated, and the Board of Directors may have additional such meetings in the same

month, as may be deemed necessary by the Board of Directors, also at a time and place designated by said Board of Directors.

**SECTION 2. Special Meetings, Notices.** Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President, if he/she is absent or unable to act, by any other Officer of the Corporation. Written notice of the time and place of special meetings shall be delivered personally to the Directors or sent to each Director by letter or telegram, charges prepaid, addressed to him/her at his/her address as it is shown upon the records of the Corporation, or if it is not shown on such records or not readily ascertainable, at the place in which the meetings of the Directors are regularly held. Notices shall be mailed at least five (5) days prior to the time of holding of said special meetings. Such mailing, telegraphing or delivery as provided above shall be deemed, legal and personal notice to such Director.

**SECTION 3. Waiver Of Notice.** When all the Directors are present at any Directors meeting, however called or noticed, and sign a written consent thereto on the records of such meeting, or, if a Majority of the Directors are present, and if those not present sign, in writing, a waiver of notice of such meeting, whether prior to or after the holding of such meeting, which said waiver shall be filed with the Secretary of the Corporation, the transactions thereof are as valid as if had at a meeting regularly called and noticed.

## **ARTICLE XIV**

### Amendments

**SECTION 1.** These By-Laws may be altered, amended or repealed in accordance with Section 500 of the Corporation Laws of the State of California except that the Board of Directors of this Corporation shall have no right to alter, amend or repeal any part or portion of these By-Laws unless first delegated to do so by a vote representing two-thirds (2/3) of the shares represented at an official election meeting, either in-person or by proxy, and thereafter only as long as said power is not revoked by a similar vote.

**AMENDMENT TO BY-LAWS**

**Attachment 1 - Addendum to Article X, Regarding Shares**

I, MARVIN H. SADER, do hereby certify that the following is a true copy of an excerpt from the minutes of a Special Meeting of the Board of Directors of WILSONA GARDEN MUTUAL WATER COMPANY, held at 709 E. Rosecrans, Compton, California, on the 16th day of July, 1951, and I do further certify that all of the duly elected and acting Directors of said Corporation, to wit: Marvic H. Sader, M. R. Card, and Clayton H. Sader, were present and consented to said Meeting, and by a written document waived notice thereof.

On motion duly made, seconded, and carried, the following resolution was adopted:

WHEREAS, the Wilsona Garden Mutual Water Company is desirous of issuing additional shares of stock; and,

WHEREAS, said Corporation has made application to the Commissioner of Corporations for a permit to issue an additional sixty shares of said stock; and'

WHEREAS, the Commissioner of Corporations has requested that the By-Laws of this Corporation be amended to prohibit the issuance of fractional shares of stock;

BE IT RESOLVED, that the By-Laws of Wilsona Garden Mutual Water Company be amended to prohibit the issuance of fractional shares of stock, and to provide for the issuance of its shares in whole units only, .

DATED, this 17th day of July, 1951.

s/s Marvin H. Sader

## AMENDMENTS TO BY-LAWS

### Attachment 2 - Amended Sections, with Original Text

These amendments were voted upon and approved by a Quorum of Stockholders at a duly scheduled meeting on March 28, 2026.

Strikeout text represents the original text of the section, which has been changed or eliminated. Non-strikeout text may include original text, appended information which was added by the amendment, or a combination of both. Articles or sections not appearing here remain the same as they were prior to March of 2026.

#### Article I – Offices

The principal office location of business shall be at 17001 East Avenue L in Lancaster, Los Angeles County, California. ~~and such other place or places as from time to time may be designated by the Board of Directors.~~

#### Article III – Meeting of Stockholders

Section 1 **Place** The Meeting of the Stockholders shall be held at ~~the residence of one of the Board of Directors~~ a location designated and approved by the Board of Directors ~~in~~ near the City of Lancaster, in the County of Los Angeles, State of California.

Section 2 **Annual Meetings** The annual meeting of the Stockholders after the year 1950 shall be held ~~on the first Monday~~ in February ~~in~~ of each year, ~~not a legal holiday, and if a legal holiday, then on the next secular day following, at the hour of 7 p.m.,~~ at a time and place to be determined by the Board, at which meeting they shall ~~elect~~ conduct elections according to the laws of the State of California ~~a Board of Directors~~ for any relevant items, including vacant or expiring Board positions, and also transact any other such business as may properly come before the meeting. The meetings will be held in a strictly business fashion.

Section 5 **Notice of Annual Meeting** Written notice of the annual meeting shall be mailed to each Stockholder entitled to vote at least ~~10~~ 4 days prior to the meeting.

Section 6 **List of Stockholders** A complete list of all the Stockholders entitled to vote at the ensuing election, arranged in alphabetical order, ~~with the residence of each and the number of voting shares held by each,~~ shall be prepared by the Secretary of the Corporation ~~and filed in the office where the election is to be held~~ at least two (2) business days before that election, ~~and shall at all times during the business hours of such Corporation, be open to and posted to the water company's web site for the examination of any Stockholder.~~

## Article IV – Directors

**Section 1 Election** The property and business of this Corporation shall be managed by a Board of Directors, three (3) in number, all of whom must be Stockholders of said Corporation. Said Directors shall be elected at the annual meeting of the Stockholders and each Director shall be elected to serve for ~~eighteen (18)~~ twenty-four (24) months ~~or until his successor shall be elected and shall qualify~~. Any member of the Board of Directors missing three (3) or more meetings or presents themselves at a meeting in an unbusinesslike fashion is subject to removal from the Board.

**Section 2 Meetings** The meetings of the Board of Directors shall be held at ~~the residence of one of the Board of Directors~~ a time and place agreed upon by all Board members.

## Article VI - Duties of Officers

**Section 2** It shall be the duty of the Secretary ~~Treasurer~~ to keep a record of the meeting of the ~~Members~~ Stockholders and the Board of Directors; he/she shall keep a book of blank stock, fill out and sign all shares of stock issued, and keep a record thereof. It shall be the duty of the Treasurer to make out and countersign all checks, and keep a proper accounting record, and furnish the Board of Directors a financial statement upon request. At each annual meeting of the Stockholders he/she shall submit a complete financial statement of the Corporation. ~~and he/she shall~~ Both positions may also discharge such other duties as the Board of Directors shall provide.

## Article VII – Power Of Directors

**Section 2** It shall be the duty of the Board of Directors to have the ~~Secretary~~ Treasurer keep a complete record of all assets and liabilities of the Corporation; to audit or cause to be audited his/her books at the end of the year prior to the annual Stockholders meeting; cause the monies of the Corporation to be deposited in a bank and to designate the bank where they are to be kept and all of said funds shall be deposited in the name of the Corporation and payable on checks signed by the President and countersigned by the ~~Secretary~~ Treasurer.

**Section 3** All water shall be delivered to the property through a regulation water meter. Said meter to be supplied and installed by the corporation at the expense of the Landowner. Said cost of the meter and ~~it's~~ its installation shall be ~~Three Thousand Dollars (\$3,000.00) which shall be subject to change~~ determined by the Board based on current market conditions.

## Article X - Shares

**Section 1** ~~Two shares of stock shall be issued for each acre of land served by the WILSONA-GARDEN MUTUAL WATER COMPANY in Antelope Valley, including Tract 1640, Record of Survey Map. Said stock shall be appurtenant to certain lands when the same are described in the stock certificate issued therefore. The transfer of stock certificates shall be One Hundred Dollars (\$100.00) if lost or misplaced, it shall be One Hundred Fifty Dollars (\$150.00). As always, subject to change.~~

~~NOTE: See Attachment No. 1., Pg. 11~~

The purpose of the Corporation is to serve water for domestic use to owners of those lots within Wilsona Gardens, which includes Tract 1640, Record of Survey Map. Stockholders of the Corporation shall be limited to those that own or acquire ownership of a lot or lots within the Service Area. Stock shall be appurtenant to those lots when the same are described in the stock certificates issued therefore.

**Section 2** The Corporation shall issue to every Stockholder one Share Certificate entitling the Stockholder to one water connection to the Water System and to all other rights of Stockholders in the Corporation. Each Certificate shall be issued in the name(s) of the owner(s) of record legal title to the land described therein, and each property with its corresponding water connection shall be issued one (1) voting share.

**Section 3** Upon transfer of legal title to the land described in any Certificate, the grantor shall surrender such Certificate to the Board. The Board shall issue a new Certificate to a Stockholder grantee upon application by that grantee and payment of a transfer fee of an amount to be fixed and revised from time to time by the Board. Upon any partition by a Stockholder, after transfer of the land described in any Certificate, the Stockholder shall surrender the existing Certificate, and the Board shall issue a new Certificate to the Stockholder with which the water connection was made, or has been ordered by the Board, to be made.

**Section 4** The Board, to the extent permitted by law, may prescribe conditions for the issuance of new Certificates to replace those lost or destroyed.

**Section 5** Subject to the limitations of the Articles of Incorporation and these Bylaws, Certificates shall be issued upon application of a qualified person and payment of the fee required in these Bylaws. Each Certificate shall be appurtenant to the land described therein and shall be transferred only with transfer of title to such land, except after sale or forfeiture for delinquent assessments as provided by applicable law and in accordance with the provisions of these Bylaws. All Certificates shall be signed by the President and shall have the seal of the Corporation affixed thereto.

**Section 6** The transferee in any transfer of Certificate shall be deemed to have full notice of these Bylaws and to consent to the terms herein.

**Section 7** No more than one (1) residence and necessary outbuildings, including one ADU per California law, shall be served through the one water connection to the Water System per Stockholder property. Any ADU, if added to the property, must be connected to the existing Service Connection; a new Service Connection will not be provided.

**Section 8** Assessments levied by the Corporation shall be exclusively for the operation, replacement, improvement, and maintenance of the Property, and to discharge any other obligations of the Corporation under these Bylaws. All assessment payments shall be put into a maintenance fund for such purposes. The Board shall have the power to levy assessments as follows:

1. Annual Assessments. The standard assessment that is charged for the purposes of maintaining the Maintenance and Repair account at the level prescribed in Section 7.1.
2. Special Assessments. If the Board determines that the amount of service charges as set forth in Section 9.1 is inadequate to defray common expenses for any year due to costs of any construction, unexpected repairs, replacements of capital improvements, or any

other reason, the Board shall make a Special Assessment for the amount of the deficiency. Special assessments shall be levied and collected in the same manner as service charges.

**Article XI – Water Service and Rates**

**Section 1** ~~The Water Rate, as determined by the Board of Directors, will be as follows:~~

————— 0 — 1500 —————	Cubic Feet	\$40.00
————— 1501 — 8000 —————	Cubic Feet	\$1.25 per 100 Cu. Ft.
————— 8001 + —————	Cubic Feet	\$2.50 per 100 Cu. Ft.

~~As always, this is subject to change.~~

Stockholders shall be entitled to receive water through the Corporation’s Water System only for domestic use, and for those uses permitted by the applicable zoning district, and which are not prohibited by the Wilsona Gardens Mutual Water Company. The Board shall set the cost of service based upon the annual budget. The Board may, in its discretion charge: (1) a uniform, flat fee to all Stockholders; or (2) a metered rate structure based on water usage, or (3) a tiered structure based on lot size of Stockholders.

**Article XIII – Meeting Of The Board of Directors**

**Section 1** The Board of Directors shall hold a meeting once each month at a time and place to be selected by the Board of Directors, ~~at the residence of one of the Board of Directors as designated by the Board of Directors~~ at which time such business shall be transacted as is necessary for the purposes for which the Corporation was incorporated, and the Board of Directors may have additional such meetings in the same month, as may be deemed necessary by the Board of Directors, also at a time and place designated by said Board of Directors.

**Article XIV – Amendments**

These By-Laws may be altered, amended or repealed in accordance with Section 500 of the Corporation Laws of the State of California except that the Board of Directors of this Corporation shall have no right to alter, amend or repeal any part or portion of these By-Laws unless first delegated to do so by a vote representing two-thirds (2/3) of the shares ~~entitled to~~ ~~vote~~ represented at an official election meeting, either in-person or by proxy, and thereafter only as long as said power is not revoked by a similar vote.