

THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS
AGENDA ITEM

DEPT: Chief Executive Office

BOARD AGENDA:6.B.25
AGENDA DATE: June 20, 2023

CONSENT: ☒

CEO CONCURRENCE: YES

4/5 Vote Required: No

SUBJECT:

Approval to Amend the Bylaws of the Empire Municipal Advisory Council Changing the Members from Elected Members to Appointed Members and Updating Other Sections of the Bylaws

STAFF RECOMMENDATION:

1. Amend the Empire Municipal Advisory Council Bylaws, Section III, to change the members from elected members to appointed members.
2. Approve changes to Section IV regarding officers and their duties; Section V regarding meetings; Section VI regarding Committees; Section VII regarding methods for amending the Bylaws; and Section IX to allow the Board of Supervisors to appoint members if a vacancy occurs.
3. Approve the addition of Sections X, XI, and XII to address the non-liability of members and officers, fiscal year, and records and reports.
4. Approve other minor changes for clarification purposes and grammar revisions.

DISCUSSION:

Stanislaus Municipal Advisory Councils (MACs) are established by a Board of Supervisors resolution, pursuant to Government Code Section 31010, as an advisory body of local citizens which can either be elected by the community or appointed by the Board of Supervisors. There are currently nine MACs in Stanislaus County representing the communities of Denair, Empire, Hickman, Keyes, Knights Ferry, Salida, South Modesto, Valley Home, and Wood Colony.

When establishing a MAC, Government Code Section 31010 gives the Board of Supervisors an option on the method of member selection to be by appointment or election. Both the Elections Code and Government Code have strict timelines of filling seats in-lieu of election, and filling vacancies when one occurs. It is possible for these deadlines to pass before an eligible candidate is identified, therefore impacting the ability of the MAC to function as intended until the next election occurs up to two years later.

On June 24, 1989, the Stanislaus County Board of Supervisors approved the formation of the Empire Municipal Advisory Council (Empire MAC). The Empire MAC is charged with advising “the Stanislaus County Board of Supervisors on matters of public health, welfare, safety, planning, and public works, and other such matters as the Board of Supervisors may designate which affect the territory and inhabitants of the unincorporated community of Empire, California; and represent this community to any governmental agency or other organization on matters concerning the community.”

Changing the Empire MAC to an appointed membership would give the Board of Supervisors more time to fill vacancies, because the seat would not be subject to the strict timelines stated in Elections and Government Code. Currently, the Board of Supervisors has only 90 days to appoint a person to a vacancy. This timeline gets shortened to meet administrative deadlines and can be further shortened due to the timing of Board meetings. This can result in a vacant position on the MAC until the next scheduled election. Without the Election Code and Government Code restrictions, the Board of Supervisors could appoint new members to vacancies at any time, increasing the chances of filling the vacancies.

MACs are unique in the fact that they are traditionally elected officials, but the Board of Supervisors has the sole appointing authority over vacancies. By transitioning the Empire MAC to an appointed membership, the Registrar of Voters will no longer be required to perform the administrative work needed (preparing and maintaining files, accepting candidate paperwork, etc.) to prepare for a potential Empire MAC election.

The recommended bylaw amendments will change the Empire MAC members from elected members to appointed members and will also affect the vacancies section should a position become vacant prior to the expiration of the term.

The Empire MAC bylaws detail the amendment process. In summary, bylaw amendments must be first submitted in writing at an Empire MAC meeting with a copy for each member. At the next meeting, the amendment shall be approved by the majority of the Empire MAC. Amendments to the bylaws must be approved by the Board of Supervisors. The bylaw amendments were submitted in writing to each of the Empire MAC members at its regular meeting on April 26, 2023. On May 24, 2023, there was a unanimous vote from the Empire MAC to approve the bylaws as recommended. It should be noted that the Empire MAC has three members and two vacancies, and quorum was met.

If approved by the Board of Supervisors, the Empire MAC will join the Denair, Keyes, Knights Ferry, South Modesto, and Valley Home MACs with appointed membership and the other three MACs will continue with the traditional elected membership.

POLICY ISSUE:

Amendments to the Empire MAC bylaws must be forwarded to the Board of Supervisors for approval. In doing so, the Board of Supervisors will determine whether the amendment to the bylaws is consistent with the MAC's objectives and purposes.

FISCAL IMPACT:

There is no direct fiscal impact associated with the proposed bylaw changes. MACs are currently allocated \$150 annually within the Chief Executive Office – Operations and Services budget for administrative and meeting expenses.

BOARD OF SUPERVISORS' PRIORITY:

Approval of the recommended actions supports the Board of Supervisors' priorities of *Supporting a Strong and Safe Community, Supporting a Healthy Community, Delivering Efficient Public Services and Enhancing Community Infrastructure* by continued support of MACs.

STAFFING IMPACT:

County departments attend the Empire MAC meetings periodically. The Registrar of Voters will no longer be responsible for candidate filings and other administrative work associated with the Empire MAC. The Clerk of the Board will continue its responsibility of tracking the appointments of the Empire MAC.

CONTACT PERSON:

Erica May Inacio, Community Relations Manager Telephone: (209) 480-2074

ATTACHMENT(S):

1. Amended Empire MAC Bylaws
2. Amended Empire MAC Bylaws (Red-Lined)

EMPIRE MUNICIPAL ADVISORY COUNCIL BYLAWS

I. Formation

This Council will be known as the Empire Municipal Advisory Council (Empire MAC), as established by Resolution #89-887, adopted on June 24, 1989, by the Stanislaus County Board of Supervisors (Board of Supervisors) pursuant to Government Code Section 31010. The boundaries served by the Empire MAC are described in Attachment A.

II. Purpose

The Empire MAC will advise the Board of Supervisors on matters of public health, welfare, safety, planning public works, and other such matters as the Board of Supervisors may designate which affect the territory and inhabitants of the unincorporated community of Empire, California; and represent this community to any governmental agency or other organization on matters concerning the community.

III. Membership

The Empire MAC is composed of five (5) members who shall be registered voters residing within the boundaries of the Empire MAC and appointed by the Board of Supervisors. The term of each member is four (4) years or until their successors are appointed; provided however, the initial term for two (2) members shall be two (2) years, and thereafter, the term shall be four (4) years for those seats. Upon expiration of the term of office, or if a vacancy occurs prior to the expiration of the term, the Board of Supervisors shall appoint a qualified person to serve the remainder of the term.

IV. Officers & Duties

- A. The Empire MAC shall, at its first official meeting each calendar year, nominate and elect a Chair, Vice-Chair, and Secretary. These persons shall serve for one (1) year and may serve multiple one-year terms as an officer at the discretion of the Empire MAC.
- B. The duties of the Chair are: (1) to prepare the agenda for each meeting, (2) to call the members of each meeting to order, (3) to enumerate the business of the meeting and the order in which it is to be acted upon, (4) to recognize members who are entitled to the floor, (5) to state and put to a vote all questions which are properly moved, (6) to maintain order throughout the meeting, (7) to sign all necessary documents, letters, etc., that state the official business of the Empire MAC.
- C. The duties of the Vice-Chair are to assume the duties of the Chair when he/she is absent.
- D. The duties of the Secretary are: (1) to record minutes of all regular meetings and all special meetings of the Empire MAC in accordance with Section XII of these Bylaws, (2) to maintain a register of those who attend each meeting of the Empire MAC, (3) to notify officers and/or committees of their appointment, (4) to maintain the official copy of the Bylaws, (5) to send out written notices of meetings to all persons or entities who have requested such notice

pursuant to the California Government Code, Section 54954.1, (6) to prepare and send official correspondence of the Empire MAC, and (7) to have at each meeting a list of committees and their members as well as the Bylaws of the Empire MAC and copies of the minutes of all previous meetings.

V. Meetings

In full compliance with the Brown Act (Government Code, Section 54950 et seq.) the Empire MAC shall hold at least four meetings in a calendar year (a minimum of one every quarter) in a public building that is accessible and can reasonably and safely accommodate those who may wish to attend the meeting. A regular convenient time and place for each meeting will be established and announced by the Empire MAC.

The Empire MAC may, through public notification in accordance with the Brown Act, call for those special meetings it deems necessary. The Chair may cancel regular scheduled meetings due to lack of quorum or lack of business for consideration by the Empire MAC.

If the Empire MAC wishes, it may seek the views of those present at a meeting by calling for an advisory vote by those in attendance. Only residents or property owners within the boundaries of the Empire MAC may vote on issues before the Empire MAC. Participants of any meeting may be challenged, and the Secretary asked to verify their status as a resident or property owner within the boundaries of the Empire MAC. The public vote in a meeting shall carry by a majority of those voting.

A majority of the Empire MAC membership shall constitute a quorum for the conduct of business and shall require at least three (3) affirmative votes to take action on any matter.

VI. Committees

The Chair may appoint, as needed, standing or ad-hoc committees to consider the business of the Empire MAC, consisting of one (1) member, but not more than two (2) members of the Empire MAC.

A standing committee is one that has continuing subject matter jurisdiction (i.e., a permanent committee that is designed to handle an issue or issues on a continual basis) and is subject to the notice and posting requirements of the Brown Act. An ad-hoc committee is one that has a defined purpose and limited time frame to consider that issue and is subject to the Brown Act.

VII. Methods for Amending the Bylaws

The Empire MAC may amend its Bylaws in the following manner: (1) the amendment must be submitted in writing at the scheduled meeting preceding the one at which it is to be voted upon, with a copy for each member, (2) at the next scheduled meeting, the amendment shall be placed on the agenda for discussion and action, (3) action to approve amendment of the Bylaws will include transmitting the amended Bylaws to the Board of Supervisors for its consideration and approval, and (4) upon approval by the Board of Supervisors, the amendment will be considered adopted and the Bylaws amended. Notwithstanding the foregoing process for the Empire MAC

to amend its Bylaws, the Board of Supervisors independently may amend these Bylaws by resolution adopted by majority vote.

VIII.

Parliamentary Authority

The Empire MAC adopts the rules contained in Robert's Rules of Order to govern it in all situations not governed by these Bylaws or any special rules of order of the Empire MAC.

IX.

Vacancies

Vacancies on the Empire MAC shall exist: (1) on the death, resignation, or removal of any member, and (2) whenever the number of authorized members is increased. The Board of Supervisors or the Empire MAC may declare vacant the seat of an Empire MAC member who has missed three unexcused absences from the regular meeting dates during any twelve-month period or has been declared of unsound mind by a final order of court or has been convicted of a felony. Any member may resign effective upon giving written notice to the Chair of the Empire MAC or the Board of Supervisors unless the notice specifies a later time for the effectiveness of such resignation. If a position on the Empire MAC should become vacant prior to the expiration of the term, the Board of Supervisors may appoint a person to serve the remainder of the term as set forth in Section III of these Bylaws.

X.

Non-Liability of Members and Officers

The members shall not be personally liable for debts, liabilities, or other obligations of the Empire MAC.

XI.

Fiscal Year

The fiscal year of the Empire MAC shall be the same as for Stanislaus County.

XII.

Records and Reports

The Empire MAC shall keep minutes of all its meetings, and the meetings of any committees of the Empire MAC indicating the time and place of holding such meetings, whether regular or special, how called, the given notice, the name of those members present, and the nature of the proceedings and all action taken by the Empire MAC.

ATTACHMENT A

EMPIRE MUNICIPAL ADVISORY COUNCIL BOUNDARY DESCRIPTION

All that portion of Sections 29, 30, 31, and 32, Township 3 South, Range 10 East Mount Diablo Meridian, County of Stanislaus State of California, described as follows:

BEGINNING at a point on the north line of Yosemite Boulevard, 337 feet west from the west line of "A" Street of the Town of Empire in Section 30, Township 3 South, Range 10 East Mount Diablo Meridian;

thence North 337 feet, west of and parallel with the West line of said "A" Street, 2610 feet to the East and West one-quarter section line of said Section 30;

thence Easterly 1243 feet more or less to the Easterly line of 100 feet wide A.T. & S.F.R.R. right-of-way;

thence North 10°34'30" West along said railroad right-of-way 1730.54 feet to northwest corner of Lot 2 of Swanger Estates, Volume 22 of Maps at Page 80;

thence South 88°12' East on the North line of said Lot 2, a distance of 1130.13 feet to the East line of Church Street;

thence South 0°04' East a distance of 24.63 feet, on said East line to the North line of South 10 acres of Lot 40 of Root Colony, as shown on the map filed in Volume 6 of Maps Page 16 Stanislaus County Records;

thence Easterly on the north line of the South 10 acres of said Lot 40, a distance of 1302.9 feet to the east line of said Lot 40 of Root Colony;

thence South 0°00'05" West 4264.67 feet on the one-quarter one-quarter section line of said Section 29, to the centerline of Yosemite Boulevard, and northwest corner of northeast one-quarter of northwest one-quarter of Section 32;

thence North 89°59' East along centerline of Yosemite Boulevard, a distance of 135.00 feet;

thence Southerly 265.00 feet;

thence South 89°59' West 135.00 feet;

thence Southerly 3009.85 feet on the one-quarter one-quarter section line of Section 32, to the north right-of-way line of Modesto Irrigation District Lateral No. 1; thence Southwesterly along said right-of-way line 975.09 feet to the West right-of-way line of Santa Fe Avenue;

thence West 100 feet to the point on the west line of A.T. & S.F.R.R. right-of-way;

thence Northwesterly along said the railroad right-of-way line 830 feet;

thence Northwesterly 227.51 feet;

thence Northwesterly along said right-of-way line 1534.50 feet to the southeast corner of Lot 1 of the Torbert Tract, recorded in Volume 2 of Maps Page 17 Stanislaus County Recorder's Office;

thence West 650.2 feet on the south line of said Lot 1 to a point 320 feet east of the southwest corner of said Lot 1;

thence North 820.88 feet along a line parallel with and 320 feet from the West line of Lot 1;

thence West 320 feet along a line parallel and 75 feet from the northerly line of said Lot 1, to a point in the West line of Lot 1, a distance of 75 feet southerly from the northwest corner thereof;

thence North 75 feet to the northwest corner of said Lot 1;

thence West along the south line of the railroad right-of-way, said line being parallel with and 40 feet measures at right angles to the south line of Yosemite Boulevard, a distance of 746 feet, to a point of intersection with a line lying parallel with, and 337 feet west of the West line of said "A" Street;

thence North 106 feet to the point of beginning.

EXCEPTING there from all that certain property being a portion of Sections 29 and 30, Township 3 South, Range 10 East, Mount Diablo Meridian, County of Stanislaus and being more particularly described as follows:

COMMENCING at the East quarter corner of Section 30 of the aforementioned township and range;

thence West along the east-west quarter section line running through said Section 30, a distance of 410.00 feet;

thence North 0°04' West a distance of 280.00 feet;

thence Easterly along a line which is 280.00 feet North of and parallel with said east-west quarter section line a distance of 147.86 feet to a point in the present boundary of the Empire Sanitary District and the true point of beginning of this description;

thence along the present sanitary district boundary the following courses and distances;
(1) North 0°04' West 218.11 feet;

thence (2) Easterly and parallel with said east-west quarter section line a distance of 242.14 feet to the west line of Church Street;

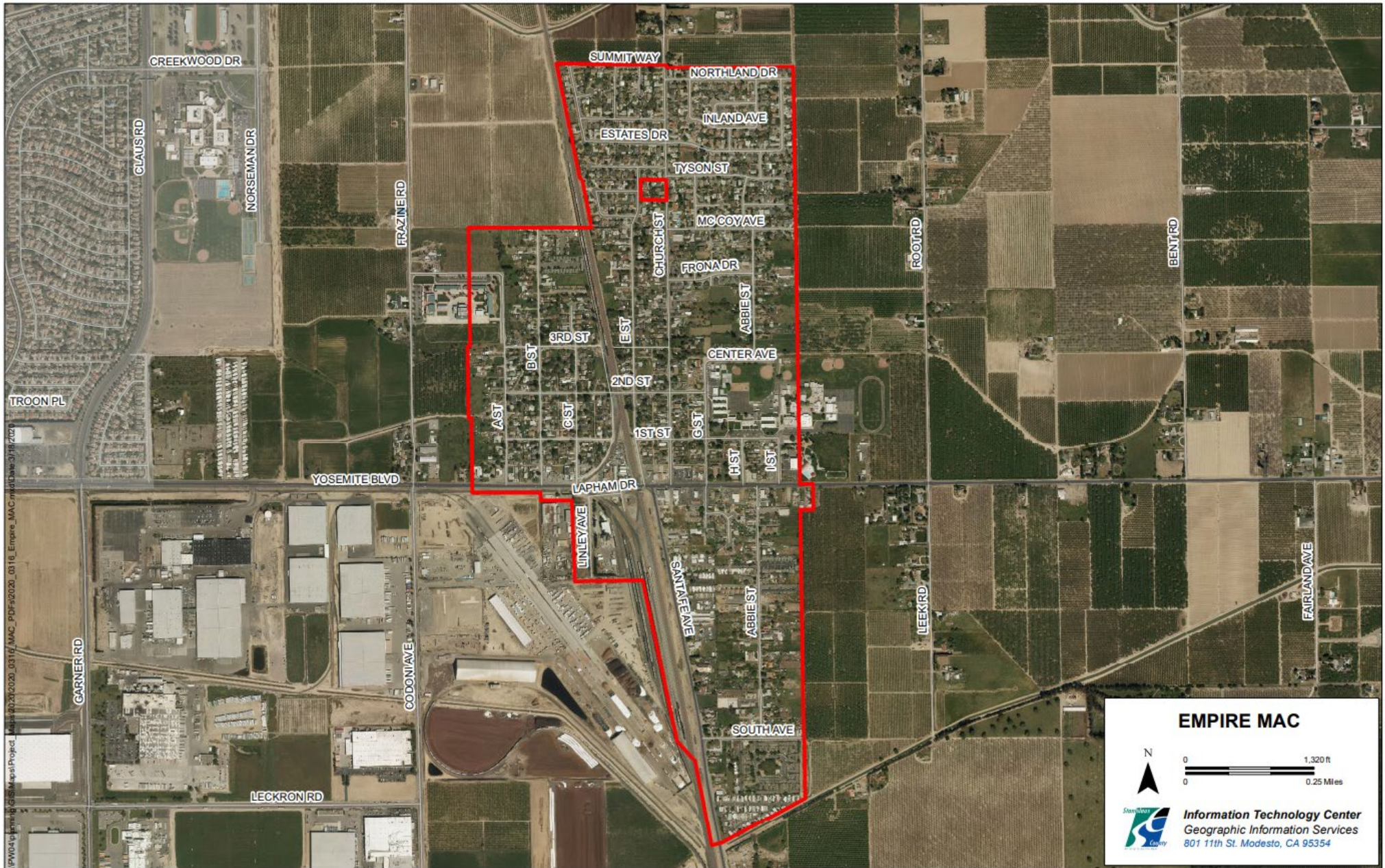
thence (3) Southerly along the westerly line of Church Street a distance of 152.02 feet to a point;

thence (4) Easterly 50.00 feet to the east line of Church Street;

thence (5) Southerly along the east line of Church Street 66.09 feet to a point which is 280.00 feet north of the east-west quarter section line running through Section 29 on the aforementioned township and range;

thence (6) West along a line parallel with and 280.00 feet north of the aforementioned east-west quarter section line of Section 29, a distance of 30.00 feet;

thence (7) continuing West along a line parallel with, and 280.00 feet north of the east-west quarter section line of Section 30, a distance of 262.14 feet to the point of beginning.



EMPIRE MAC



0 1,320 ft
0 0.25 Miles



Information Technology Center
Geographic Information Services
801 11th St. Modesto, CA 95354

EMPIRE MUNICIPAL ADVISORY COUNCIL BYLAWS

Article II. Formation of Organization

This Council will be known as the Empire Municipal Advisory Council (Empire MAC), as established by ~~Resolution~~ #89-887, adopted on June 24, 1989, by the Stanislaus County Board of Supervisors (Board of Supervisors) pursuant to Government Code Section 31010. The boundaries served by the ~~Council~~ Empire MAC are described ~~as followin~~ Attachment As and hereafter shall be referred to ~~as Empire~~.

II. Purpose

The ~~Council~~ Empire MAC will advise the ~~Stanislaus County~~ Board of Supervisors on matters of public health, welfare, safety, planning, ~~and~~ public works, and other such matters as the Board of Supervisors may designate which affect the territory and inhabitants ~~within of the unincorporated community of Empire, California;~~ and, represent this community to any governmental agency or other organization on matters concerning the community.

III. Membership

~~The Empire MAC is composed of five (5) members Councilmembers who shall be registered voters residing within Empire the boundaries of the Empire MAC and appointed by the Board of Supervisors. The council is composed of five (5) members who shall be elected by the registered voters residing within Empire. The term of each member is four (4) years or until their successors are elected appointed; provided however, the initial term for two (2) members shall be two (2) years, and thereafter, the term shall be four (4) years for those seats. The terms of members initially elected are staggered with two (2) members' terms expiring December 31, 1991. If a council position should become vacant, the Board of Supervisors shall appoint a person to serve the remainder of the term. These elections shall conform to State General Election Procedures (California Election Code 23500 ET SEQ.). Upon expiration of the term of office, or if a vacancy occurs prior to the expiration of the term, the Board of Supervisors shall appoint a qualified person to serve the remainder of the term.~~

IV. Officers & Duties

A. The ~~Council~~ Empire MAC shall, at its first official meeting each calendar year, nominate and elect a Chair~~person~~, Vice-Chair~~person~~, and Secretary. These

persons shall serve for one (1) year and may serve multiple one-year terms as an officer at the discretion of the Empire MAC.

B. The duties of the Chair~~person~~ are: (1) to prepare the agenda for each meeting, (2) to call the members of each meeting to order, (3) to enumerate the business of the meeting and the order in which it is to be acted upon, (4) to recognize members who are entitled to the floor, (5) to state and put to a vote all questions which are properly moved, (6) to maintain order throughout the meeting, (7) to sign all necessary documents, letters, etc., including the treasurer's report, that state the official business of the ~~Council~~Empire MAC.

C. The duties of the Vice-Chair~~person~~ are to assume the duties of the Chair~~person~~ when he/she is absent.

A.D. The duties of the Secretary are: (1) to record minutes of all regular meetings ~~of the Council and read publicly the minutes of the previous meeting,~~ and all special meetings of the Empire MAC in accordance with Section XII of these Bylaws, (2) to maintain a register of those who attend each meeting of the ~~Council~~Empire MAC, (3) to notify officers and/or committees of their appointment, (4) to maintain the official copy of the ~~Byby~~laws, (5) to send out written notices of meetings to all ~~those living or who own property within Empire who have requested such notice~~persons or entities who have requested such notice pursuant to the California Government Code, Section 54954.1, (6) to ~~conduct the~~prepare and send official correspondence of the ~~Council~~Empire MAC, and (7) to have at each meeting a list of committees and their members as well as the ~~by-laws~~Bylaws of the ~~Council~~Empire MAC and copies of the minutes of all previous meetings ~~s. s., (8) to sign with Chairperson all Treasurer's reports.~~

V. Meetings

~~The Empire Municipal Advisory Council shall meet once each month.~~In full compliance with the Brown Act (Government Code, Section 54950 et seq.) the Empire MAC shall hold at least four meetings in a calendar year (a minimum of one every quarter) _in a public building which-that is accessible and can reasonably and safely accommodate all those residents and/or property owners of Empire those who may wish to attend the meeting. A regular convenient time and place for each meeting will be established and announced by the ~~Council~~Empire MAC.

The ~~Council~~Empire MAC may, through public notification in accordance with the Brown Act, call for those special meetings it deems necessary. The Chair may

cancel regular scheduled meetings due to lack of quorum or lack of business for consideration by the Empire MAC.

If the ~~Council~~ Empire MAC wishes, it may seek the views of those present at a meeting by calling for an advisory vote by those in attendance. Only residents or property owners ~~of within the boundaries of the~~ Empire MAC may vote on issues before the ~~council~~ Empire MAC. ~~Voters-Participants~~ of any meeting may be challenged, ~~as to their qualifications to vote by and~~ the Secretary asked to verify their status as and upon challenge must provide evidence to the Secretary's satisfaction that they are either a resident or property owner ~~of Empire~~ within the boundaries of the Empire MAC. The public vote in a meeting shall carry by a majority of those ~~present~~ voting.

A majority of the ~~Council~~ Empire MAC membership shall constitute a quorum for the conduct of business. ~~All special and regular meetings of this Council shall comply with California Government Code Sections 54950 ET SEC. (The Brown Act).~~ and shall require at least three (3) affirmative votes to take action on any matter.

VI. Committees

The Chair~~person~~ may appoint, as needed, standing or ad-hoc committees ~~that exist for a specified period of time, or special committees that are created to consider special issues~~ the business of the Empire MAC, consisting. ~~A committee may consist of~~ one (1) member, but not more than two (2) members of the ~~Council~~ Empire MAC.

A standing committee is one that has continuing subject matter jurisdiction (i.e., a permanent committee that is designed to handle an issue or issues on a continual basis) and is subject to the notice and posting requirements of the Brown Act. An ad-hoc committee is one that has a defined purpose and limited time frame to consider that issue and is subject to the Brown Act.

VII. Methods ~~of for~~ Amending the By-Laws

The Empire ~~Municipal Advisory Council~~ MAC may amend its ~~by~~ Bylaws in the following manner: (1) the amendment must be submitted in writing at the ~~monthly-scheduled~~ meeting preceding the one at which it is to be voted upon, with a copy for each ~~council~~ members, (2) at the next ~~monthly-scheduled~~ meeting, the amendment shall be placed on the agenda ~~(for discussion and vote)~~ for discussion and action, (3) ~~adoption of the action to approve~~ amendment of the Bylaws shall be by a majority of the vote cast y the Council, a

quorum being present, will include transmitting the amended Bylaws to the Board of Supervisors for its consideration and approval, and (4) upon approval by the Stanislaus County Board of Supervisors, the amendment will be considered adopted and the ~~by laws~~Bylaws amended.

Notwithstanding the foregoing process for the Empire MAC to amend its Bylaws, the Board of Supervisors independently may amend these Bylaws by resolution adopted by majority vote.

VIII.

Parliamentary Authority

The Empire ~~Municipal Advisory Council~~MAC adopts the rules contained in Robert's Rules of Order to govern it in all situations not governed by ~~the by-laws~~these Bylaws or any special rules of order of the ~~Council~~Empire MAC.

IX.

Vacancies

Vacancies on the Empire MAC shall exist: (1) on the death, resignation or removal of any member, and (2) whenever the number of authorized members is increased. The Board of Supervisors or the Empire MAC may declare vacant the seat of an Empire MAC member who has missed three unexcused absences from the regular meeting dates during any twelve-month period or has been declared of unsound mind by a final order of court or has been convicted of a felony. Any member may resign effective upon giving written notice to the Chair of the Empire MAC or the Board of Supervisors, unless the notice specifies a later time for the effectiveness of such resignation. If a position on the Empire MAC should become vacant prior to the expiration of the term, the Board of Supervisors may appoint a person to serve the remainder of the term as set forth in Section III of these Bylaws.

X.

Non-Liability of Members and Officers

The members shall not be personally liable for debts, liabilities, or other obligations of the Empire MAC.

XI.

Fiscal Year

The fiscal year of the Empire MAC shall be the same as for Stanislaus County.

XII.

Records and Reports

The Empire MAC shall keep minutes of all its meetings, and the meetings of any committees of the Empire MAC indicating the time and place of holding such

meetings, whether regular or special, how called, the given notice, the name of those members present, and the nature of the proceedings and all action taken by the Empire MAC.

ATTACHMENT A

EMPIRE MUNICIPAL ADVISORY COUNCIL BOUNDARY DESCRIPTION

All that portion of Sections 29, 30, 31, and 32, Township 3 South, Range 10 East Mount Diablo Meridian, County of Stanislaus State of California, described as follows:

BEGINNING at a point on the north line of Yosemite Boulevard, 337 feet west from the west line of "A" Street of the Town of Empire in Section 30, Township 3 South, Range 10 East Mount Diablo Meridian;

thence North 337 feet, west of and parallel with the West line of said "A" Street, 2610 feet to the East and West one-quarter section line of said Section 30;

thence Easterly 1243 feet more or less to the Easterly line of 100 feet wide A.T.& S.F.R.R. right-of-way;

thence North 10°34'30" West along said railroad right-of-way 1730.54 feet to northwest corner of Lot 2 of Swanger Estates, Volume 22 of Maps at Page 80;

thence South 88°12' East on the North line of said Lot 2, a distance of 1130.13 feet to the East line of Church Street;

thence South 0°04' East a distance of 24.63 feet, on said East line to the North line of South 10 acres of Lot 40 of Root Colony, as shown on the map filed in Volume 6 of Maps Page 16 Stanislaus County Records;

thence Easterly on the north line of the South 10 acres of said Lot 40, a distance of 1302.9 feet to the east line of said Lot 40 of Root Colony;

thence South 0°00'05" West 4264.67 feet on the one-quarter one-quarter section line of said Section 29, to the centerline of Yosemite Boulevard, and northwest corner of northeast one-quarter of northwest one-quarter of Section 32;

thence North 89°59' East along centerline of Yosemite Boulevard, a distance of 135.00 feet;

thence Southerly 265.00 feet;

thence South 89°59' West 135.00 feet;

thence Southerly 3009.85 feet on the one-quarter one-quarter section line of Section 32, to the north right-of-way line of Modesto Irrigation District Lateral No. 1; thence Southwesterly along said right-of-way line 975.09 feet to the West right-of-way line of Santa Fe Avenue;

thence West 100 feet to the point on the west line of A.T. & S.F.R.R. right-of-way;

-thence Northwesterly along said the railroad right-of-way line 830 feet;

thence Northwesterly 227.51 feet;

thence Northwesterly along said right-of-way line 1534.50 feet to the southeast corner of Lot 1 of the Torbert Tract, recorded in Volume 2 of Maps Page 17 Stanislaus County Recorder's Office;

thence West 650.2 feet on the south line of said Lot 1 to a point 320 feet east of the southwest corner of said Lot 1;

thence North 820.88 feet along a line parallel with and 320 feet from the West line of Lot 1;

thence West 320 feet along a line parallel and 75 feet from the northerly line of said Lot 1, to a point in the West line of Lot 1, a distance of 75 feet southerly from the northwest corner thereof;

thence North 75 feet to the northwest corner of said Lot 1;

thence West along the south line of the railroad right-of-way, said line being parallel with and 40 feet measures at right angles to the south line of Yosemite Boulevard, a distance of 746 feet, to a point of intersection with a line lying parallel with, and 337 feet west of the West line of said "A" Street;

thence North 106 feet to the point of beginning.

EXCEPTING there from all that certain property being a portion of Sections 29 and 30, Township 3 South, Range 10 East, Mount Diablo Meridian, County of Stanislaus and being more particularly described as follows:

COMMENCING at the East quarter corner of Section 30 of the aforementioned township and range;

thence West along the east-west quarter section line running through said Section 30, a distance of 410.00 feet;

thence North 0°04' West a distance of 280.00 feet;

thence Easterly along a line which is 280.00 feet North of and parallel with said east-west quarter section line a distance of 147.86 feet to a point in the present boundary of the Empire Sanitary District and the true point of beginning of this description;

thence along the present sanitary district boundary the following courses and distances; (1) North 0°04' West 218.11 feet;

thence (2) Easterly and parallel with said east-west quarter section line a distance of 242.14 feet to the west line of Church Street;

thence (3) Southerly along the westerly line of Church Street a distance of 152.02 feet to a point;

thence (4) Easterly 50.00 feet to the east line of Church Street;

thence (5) Southerly along the east line of Church Street 66.09 feet to a point which is 280.00 feet north of the east-west quarter section line running through Section 29 on the aforementioned township and range;

thence (6) West along a line parallel with and 280.00 feet north of the aforementioned east-west quarter section line of Section 29, a distance of 30.00 feet;

thence (7) continuing West along a line parallel with, and 280.00 feet north of the east-west quarter section line of Section 30, a distance of 262.14 feet to the point of beginning.

