



INTER-CANYON FIRE PROTECTION DISTRICT
MEETING OF DIRECTORS AGENDA
Via Zoom Webinar (until further notice)
June 10, 2020

1. Changes to Agenda
2. Approval of Absences
3. Acknowledge Guests
4. Approval of the minutes of the May 13, 2020 meeting
5. Treasurers Report
6. Chiefs Report
 - a. Truck Chassis
 - b. First Due
 - c. Operations Strategic Plan
7. Officers Report
8. Building Committee Report - none
9. Professional Consultants Report - none
10. Unfinished business
 - a. Recognition of Service
 - b. Battalion Chief Employment Status
11. New business and special orders
 - a. By-Law Review
 - b. Indemnification Resolution
12. Executive session, if needed
13. Public input (for matters not otherwise on the agenda/3-minute time limit/no disrupting, pursuant to Section 18 9 108, C.R.S.)
14. Adjournment.

INTER-CANYON FIRE PROTECTION DISTRICT
BOARD OF DIRECTORS
MINUTES OF MEETING
Virtual Meeting via Zoom/MS Teams
June 10, 2020

1. Call to Order:

The ICFPD Board meeting was called to order by Mike Swenson at 1906 hours.

2. Changes to Agenda

3. Approval of Absences

Board Members Present:

Mike Swenson, President

Karl Firor, Treasurer

Kerry Prielipp, Secretary

Bob Scott, Director

Dmitiry Pantyukhin, Director

4. Guests Present

Chief Skip Shirlaw

Capt John Mandl

Nicole Leroux

Debra Swearingin

Barbara Davis

Sharon Trilk

5. Approval of Minutes

MOTION: There was a motion by Karl Firor with a second by Bob Scott to approve the minutes from the May 13, 2020 Board Meeting. The motion passed unanimously.

6. Treasurer's Report

Karl reviewed the balance sheet indicating total revenue in banks of \$2,292,000 with \$16,519 in accounts payable. In May the District received \$268k in tax revenue. Karl advised he will transfer those funds to the Colorado Trust account. Prior to the next Board Meeting 2019 Financial Audit will be complete. The big thing moving forward is the accounts receivable total estimate by auditors of \$1,276,000. The County will provide that number to the District next month. Currently revenue has been received in the amount of \$910k or 60% of the anticipated revenue. In May cash flow was a positive \$192k and \$521k for the year to date. The comparison statement indicates there is more tax revenue versus last year. The Accounts Payable report is attached and is currently at \$16,519. Open Purchase Orders total \$51k of which \$39k is for the communications study.

When we receive the audit financial statements, we will have the number from the county as well as confirmation as to the \$800k pension liability. We will forward the audit when it becomes available. Kerry inquired as to the \$9000 check to the Adams Group. Karl replied The Adams Group are the financial auditors.

Karl explained previously pension information was in the footnotes. Auditors are now required to do more work involving the pension liability increasing the cost to \$9k for the 12/31/19 Financial Audit.

MOTION: There was a motion by Kerry Prielipp with a second by Karl Firor to approve the June 10, 2020 Treasurer's Report as presented. The Motion passed unanimously.

7. Chief's Report

a. Truck Chassis

Chief Shirlaw stated he likes the new agenda and thanked Kelley for making the new format. Chief Shirlaw commented the chassis was discussed at the recent study session. Chief Shirlaw indicated he contacted Chris at Johnsons Corner and was told delivery, if ordered now, would be the end of September. Kerry asked if anything changed specification wise from study session. No change. Karl asked if a decision is needed, we are talking about a payment of \$75k in late September or thereabouts. Chief Shirlaw was asked how long it would take to build the truck and indicated another 4 to 6 weeks. Chief Shirlaw added we will have cabinets by then and will need to swap out the tank. Karl asked if there any other questions. Bob commented understanding the fleet industry, it is critical if you order it gets done quickly, is that correct. Chief Shirlaw confirmed yes, the truck must be ordered by June 11th which is tomorrow. Bob commented it's the right truck at a reasonable price and he is in favor of approval. Mike asked for other input. Kerry asked for confirmation the cost is in the budget, if so, Kerry is in favor of approval. Karl confirmed the cost is in the budget.

MOTION: There was a motion by Bob Scott with a second by Karl Firor to approve purchase of the chassis and move forward with the rebuild of the vehicle. The motion passed unanimously.

Mike stated we are making some solid moves with the tactical tender, the command vehicle and passing vehicles down the line. Safety and all officers are in better shape.

b. First Due

Chief Shirlaw is hopeful everyone had a chance to review the videos he provided earlier today. Chief stated the app offers quick logon capability for responders. Chief Ware at Elk Creek Fire has been working with First Due. Chief Shirlaw commented he likes the community outreach capability. Mike commented the videos were helpful and asked about the contract with I am Responding. Kelley advised the contract was a 3-year contract that allowed for a lower annual rate. The contract has another year but with the lower rate the District would lose a minimal amount between \$200 or \$400. Karl stated the small amount is not enough to make a difference in moving forward. Mike inquired if the app puts us in sync with other neighboring districts. Chief Shirlaw confirmed yes citing Elk Creek Fire, Evergreen Fire have the app, North Fork Fire and Genesee are on board and Indian Hills is still reviewing. The start point is expected in mid-July at the latest.

First Due would have been great to have had on a call domestic violence call on Monday night. First Due includes caution and high-risk notes that cannot always be shared on the radio, increasing firefighter safety. The cost is quite a bit more at \$4400 per year but we will be getting a great increase in quality. Kerry asked what percentage, if you can estimate, specifically property information would we rely on others to input? Especially homeowner sourced data. Chief Shirlaw advised most data comes through Jeffco and the assessments office via auto updates. Fire Marshal Roger Parker also has information he has input for Elk Creek Fire and Indian Hills. The community may put all or nothing. The app is easy to use, we can also add data based on experiences on calls we go on to include driveway access and mitigation work that may have been done, etc. Kerry noted it

appears the highest value information comes in thru existing methods. Chief Shirlaw added in the future, tactical maps will be added along with GIS information. Maps will be automatically accessible. We may need a consultant to help with maps. First Due is a very robust app.

Mike asked if this is an operations expense, do we need board approval. Karl stated it is operational and does not need a motion. Simple approval by the board is enough. Dmitry asked do we have concerns about the vendor raising the price over the next 3 to 5 years. Dmitry clarified, if all of our data is there, we have incurred the expense to move data and if there is decision at some point to move to another 3rd party there would be additional costs. The vendor will know you do not have another option and could increase the price. Chief Shirlaw stated this is a good question and responded as we go in with an IGA with other districts to purchase the cost should go down. The contract total is about \$30k so we have more ability to bargain and we have a bit more credibility long term. Jeffcom is also backing the purchase of First Due. Chief Shirlaw advised a contract review will help to make sure we are covered. Bob Scott asked if the vendor is willing to put a pricing guarantee or not to exceed amount for a 5 year or 7- year period. Chief Shirlaw stated this is another good question. Chief Shirlaw stated he believes this is possible and will speak with the sales representative.

c. Operations Strategic Plan

Chief Shirlaw asked if there were questions since the presentation. Dmitry asked if there have been any amendments. Chief Shirlaw confirmed there had not. Chief Shirlaw indicated he would like to send the strategic plan out to the department and other districts. Mike asked if all directors are comfortable with sharing the plan. All agreed.

Chief Shirlaw advised that based on state and county coronavirus numbers dropping, there are plans to open stations for training next week. Although currently trending down, a spike in coronavirus cases is expected end of summer, early fall. Chief Shirlaw indicated prior to training temperatures will be checked, cloth or other mask will be required with a limit to groups of 4 to 6 during breakout sessions. Total in attendance will be limited to 25. Participants will complete a health questionnaire. Hand washing stations will be present. There will be limitations and we will be cautious.

8. Officers Report

Chief Hatlestad noted approximately 5 applications to volunteer have been received, all are out of district. Qualification to apply was expanded from 1 air mile to 5 air miles in effort to attract more volunteers. No one within the district has stepped up to volunteer. We advertised through social media. Chief Hatlestad stated he believes low response is due to coronavirus and is something for directors to be aware of. The problem effects recruits now as well as training and whether there are experienced firefighters and senior leadership down the road. Evergreen Fire normally has 15 to 20 recruits and is currently expecting 3 to 5.

Capt John Mandl stated many thanks for approving the truck chassis and note the huge gain for the District. Capt Mandl has been working with Aaron Boucher with the Jeffco Sheriff Office, legal documents on the chipper are being completed. ICFPD will store the chipper in house at Station 1. ICFPD will be sharing use of the chipper with The Genesee Foundation. The Foundation will need the chipper only a couple of times and understands it will be housed at ICFPD.

Capt Mandl advised he met with Wildland Captain Ben Yelland of Elk Creek Fire to discuss a long wish list for the new CWPP. Forest Guild is writing the CWPP for Genesee Fire and Evergreen Fire, Capt Mandl would prefer to use them also. Preliminary costs are estimated at \$60k. The amount would be divided between districts, not likely

50/50 as Elk Creek Fire has more territory and information. Capt Mandl is meeting with Capt Yelland to discuss items to be included in the CWPP, some items are in house already and will help with costs. Looking at the current CWPP, it is very high overview, not very specific on tactics, mapping and ratings, very limited. We are looking for actual maps and fire models with a rating such as extreme fire behavior can be brought to the First Due App. The new CWPP will be more of a tool than a piece of paper. We are working on the CWPIP with the HEAT group. The CWPIP is based off a CWPP, because ours is vague the group is having to do a lot of work on their own. Capt Mandl will then update the HEAT CWPIP. The CWIPP is a great tool to raise awareness and get community involvement. Mike commented it is nice to have Barb Davis with us this evening and asked, does this have grant potential? Capt Mandl responded Capt Yelland with Elk Creek is involved with State Forest Service and has indicated grants are primarily focused toward boots on the ground and not to paper shuffle. Barbara stated she would look into potential grants and asked Capt Mandl to please send more detailed information. Dmitriy asked for a copy.

Kelley asked for Capt Mandl to explain the CWPP for guest attendee and Mike to give background on Barbara Davis. Capt Mandl explained CWPP stands for Community Wildfire Protection Plan. The most recent is from 2007 and outdated. The CWPP assesses the entire 52 square miles of the district and rates the area for hazards and dangers related to wildfire. The plan will suggest areas to be mitigated and note areas with no plan of action. The 2007 CWPP was provided at no cost by Jeffco. ICFPD reached out to communities but only a few did work and in short fell off the radar. With recent devastating fires in California and with Jefferson County named as a top area in the nation, communities are again motivated. The CWIPP takes a portion of the CWPP and uses in community areas to reduce fuels, protect homes, created egress, allowing communities to create a plan of action making the area safer for all.

Mike added we are fortunate to have Barbara Davis, she brings expertise in applying for and obtaining grant money. We appreciate her assistance very much.

9. Building Committee Report

Chief Shirlaw advised the civil engineer completed surveys at Stations 1 and 3 and have started reports. Plans are in the schematic design phase. Conceptual plans are beginning. The committee will be meeting with F&D next Thursday or Friday for the first time and will be going thru notes etc. The good news is work is being done. We were able to provide the previous Station 1 bay plans which will save some time and allow for F&D to contact the previous builder.

Barbara asked if we have been pushed back on the grant process with DOLA. Chief Shirlaw responded he is not sure and is curious about how grants will be managed and what will be available due to COVID. There will be many grant requests for COVID related costs, the next year to two years may be difficult. We were advised to apply in the fall. Barbara noted August 1 is not far away.

10. Professional Consultants Report – None

11. Unfinished Business

a. Recognition of Service

Mike would like to move this to the next meeting and can work on a document with other directors. Kelley suggested a plaque for Ralph as he may appreciate something tangible, he can place in his home. Mike indicated we can work on something together this week.

b. Battalion Chief Employment Status

Mike began with let's discuss and asked if Chief Shirlaw had anything to add. Chief Shirlaw advised we are starting to see an uptake in our calls and a decline in volunteerism. The work force is opening. We are seeing more high acuity calls. Chief Hatlestad has 30 plus years of experience. There is a large chunk of work coming up. Chief Shirlaw added he is happy to answer questions.

Bob indicated he had an opportunity to talk with Karl about the budget and understands the financial impact to the District. Bob stated he thinks clearly Chief Hatlestad is valuable to the District and thinks it will be money well spent. Dmitriy indicated he spoke with Karl also and it was a very useful session. Dmitriy now feels much more comfortable with the budget process. Looking at the return on investment and cost benefit analysis Dmitriy agrees with Bob it is money well spent. As far as concerns over potential loss of revenue in coming years and of course the pension fund concern, I don't want to put Karl on the spot, the benefits are obvious, but costs are unknown. I would error on the side of retaining Chief Hatlestad as a resource and promoting to full time. Kerry stated he endorses the upgrade to increase to fulltime for Chief Hatlestad. One to three years from now all our personnel expenses will be scrutinized. We have to acknowledge there may be a need to revisit with financial realities down the road. Karl stated I'm the doom and gloom guy looking at worst case. There are 3 things. We are providing more response during daylight hours, a bonus. Chief Hatlestad is a resource. Chief Shirlaw will need help moving forward in how to spend 3.5 million dollars. We have an immediate benefit. Karl stated he agrees. Mike commented none of us know where the budget is going to be. There is need now. There are many issues on volunteers at this point. We have solid expertise we are using.

MOTION: There was a motion by Bob Scott with a second by Dmitri Pantyukhin to promote Chief Hatlestad full time employment status. The motion passed unanimously.

Chief Shirlaw thanked the Board and asked what is the start date? Mike stated we approved tonight and suggested the change be effective tonight. All agreed.

c. Conifer Commons Rezoning Case

Dmitriy wanted to get a sense on the issue of the proposed development behind the Conifer Safeway. Dmitriy acknowledged the project is not in our district, but rather in Elk Creek Fire District. The Elk Creek Fire Chief submitted to the County that the fire district would not be able to serve the new development. Dmitriy quoted Point 5 of a document filed with the County Commissioners. Dmitriy indicated he thought this is a good idea to ask Chief Shirlaw to formulate an expert opinion and entertain the possibility of submitting our opinion to the zoning commission. Mike asked Chief Shirlaw, I know we share information, what is your sense of what has been said.

Chief Shirlaw stated it is not common for a Chief to comment on another Chief's territory. Elk Creek Fire has a lot of paid staff, what they lack is a tower truck to attack fire on a 3-story building. This limitation of ability was the main comment provided by Chief Ware. Chief Shirlaw stated he would prefer not to comment on the position of Elk Creek Fire on this matter. If the board would want that, I would need to contact Chief Ware and have a conversation. Chief Ware and previous Chief McLaughlin were in a lot of communication on the topic over the past year.

Kerry asked what prompted Dmitriy's thoughts. Dmitriy indicated it came to his attention by way of community opinion. People have strong opinions on this process. My concern is that we are very close to the boundary line. In no way would I like to supersede the Chiefs expert opinion on the case. The community has very strong opinions and there are significant concerns that go beyond apparatus. Water sources are a large concern.

Kelley cautioned the Board about the District taking a position on public opinion. As a governmental district this would likely not be appropriate and legal counsel should be involved. Dmitriy stated his concern is potential impact and safety. Mike suggested directors ponder this and maybe discuss in the next study session. Dmitriy indicated that was acceptable.

12. New Business and Special Orders

a. By-Law Review

Mike noted Kelley put together the new by-laws and resolution and asked if there are any issues, questions, thoughts. Kerry commented the template references different titles on our board there is no Vice President and the term Chairman is used instead of President. Another question is we would need to appoint Kelley as recording secretary. Is there a budget committee and audit committee? Kelley explained the document reads the same as the previous approved by-laws, much of the change was to reformat as the document we have been working with as it has been converted back and forth from pdf to Microsoft Word causing loss of formatting. The Vice President is a part of job descriptions if there were one. The actual changes apply to posting of public meetings to 24 hours in one location rather than 72 hours in 3 locations. The cost of processing records under CORA has increased. We are separating out the indemnity section and replacing with a resolution.

Kerry inquired as to whether the board is at risk as it relates to Section 9, Financial Administration, subsection i which states not to enter a contract greater than 1-year appropriations. Karl advised we spoke with our attorney and F&D and the contract is for services and not part of this restriction. If you look at the past when we have exceeded appropriation, we have had to amend the resolution appropriating funds. We have followed the \$60k contract statute related to the bidding process. Kerry noted in the Indemnification Resolution there is a reference to him, should be him/her. Kelley confirmed directors want to change chairman to president. Confirmed.

b. Indemnification Resolution

MOTION: There was a motion by Karl Firor with a second by Dmitriy Pantyukhin to approve the new Board By-Laws and the Indemnification Resolution 20-03 with the change of wording from chairman to president and him to him/her. The motion passed unanimously.

Barbara Davis asked for an update on CPR grant information. Chief Hatlestad advised the automated chest compression device is designed to use in CPR. It will be most helpful when we are without enough people to provide CPR. The device replaces 2 people necessary in doing CPR. Barb has been working diligently on a grant. These would be placed on all ambulances. With these devices we would be able to provide high value CPR. Barbara asked if we are submitting a grant request for 2 or 3 devices. Chief Hatlestad confirmed 3.

13. Executive session, not needed

14. Public Input (for matters not otherwise on the agenda/3-minute time limit/no disrupting, pursuant to Section 18 9 108, C.R.S.)

Nicole Leroux stated she is getting a lot of questions about when Veas can meet again. Nicole asked if Veas could meet at a residence with outdoor space with proper distancing. Chief Shirlaw responded we are limiting use of buildings and

are only opening to 25 people in training. We are not prohibiting you from meeting, however, Chief Shirlaw recommends not getting together as a group due to risks. Nicole stated most Vees will not attend an in face meeting only 10 or so would attend. A lot of people do not feel comfortable with technology so we cannot do virtual meetings. Chief Shirlaw stated July may look better, it is frustrating, but we are keeping on top of numbers and recommendations. Nicole asked do you see a problem with getting together on somebody's lawn. Chief Shirlaw suggested wearing masks and advised Vees can get a mask from the station. Vees should request a mask individually. Nicole asked if she could take a poll of those wanting masks and submit to Chief Shirlaw. Chief Shirlaw replied yes. Mike thanked Nicole and the Vees for all they do.

Mike thanked Kelley and Hootie for working behind the scenes to test and make sure Zoom meetings work. Thanks to Hootie for staying on behind the scenes for meetings. Thanks to Kelley for the new agenda. Mike thanked guest attendee Sharon Trilk for attending.

15. Adjournment

There being no further business before the Board, the meeting was adjourned at 2038 hours.

Minutes by Kelley D. Wood, District Administrator

Submitted by:



Kerry Prielipp
Secretary
ICFPD Board of Directors

Approved by:



Michael Swenson
President
ICFPD Board of Directors

Attachments:

1. Meeting Agenda
2. Treasurer's Report
3. Chief's Report
4. By-Laws
5. Indemnification Resolution

**Inter-Canyon Fire Protection District - New
Balance Sheet Prev Year Comparison
As of May 31, 2020**

06/04/20

Accrual Basis

	May 31, 20	May 31, 19	\$ Change
ASSETS			
Current Assets			
Checking/Savings			
100-000 · Cash	2,290,417.94	1,811,544.58	478,873.36
Total Checking/Savings	2,290,417.94	1,811,544.58	478,873.36
Accounts Receivable			
120-000 · Accounts Receivable	1,276,679.94	1,276,679.94	0.00
Total Accounts Receivable	1,276,679.94	1,276,679.94	0.00
Other Current Assets			
140-143 · Prepaid Insurance	1,641.50	1,641.50	0.00
Total Other Current Assets	1,641.50	1,641.50	0.00
Total Current Assets	3,568,739.38	3,089,866.02	478,873.36
Fixed Assets			
170-000 · Capital Assets	2,813,291.18	2,813,291.18	0.00
Total Fixed Assets	2,813,291.18	2,813,291.18	0.00
Other Assets			
185-000 · Deferred Outflow	237,515.00	237,515.00	0.00
Total Other Assets	237,515.00	237,515.00	0.00
TOTAL ASSETS	6,619,545.56	6,140,672.20	478,873.36
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable			
200-200 · Accounts Payable	16,519.18	12,724.93	3,794.25
Total Accounts Payable	16,519.18	12,724.93	3,794.25
Other Current Liabilities			
200-209 · Deferred Revenue	1,215,895.16	1,215,895.16	0.00
200-225 · Accrued Liabilities	82,742.79	82,742.79	0.00
Total Other Current Liabilities	1,298,637.95	1,298,637.95	0.00
Total Current Liabilities	1,315,157.13	1,311,362.88	3,794.25
Long Term Liabilities			
210-399 · Net Pension Obligation	504,869.00	504,869.00	0.00
280-000 · Deferred Inflows	92,033.00	92,033.00	0.00
Total Long Term Liabilities	596,902.00	596,902.00	0.00
Total Liabilities	1,912,059.13	1,908,264.88	3,794.25
Equity			
290-291 · Equity	3,155,777.20	3,155,777.20	0.00
290-300 · Net Assets - Prior Year	1,254,748.75	1,254,748.75	0.00
290-999 · Designated-Current	-549,965.02	-549,965.02	0.00
320-000 · Unrestricted Net Assets	321,440.99	57,181.14	264,259.85
Net Income	525,484.51	314,665.25	210,819.26
Total Equity	4,707,486.43	4,232,407.32	475,079.11
TOTAL LIABILITIES & EQUITY	6,619,545.56	6,140,672.20	478,873.36

Inter-Canyon Fire Protection District - New

Profit & Loss

06/04/20

May 2020

Accrual Basis

	<u>May 20</u>	<u>Jan - May 20</u>
Income		
300-000 · Revenues	269,081.92	906,430.67
300-660 · Donated Funds	645.00	3,595.00
Total Income	<u>269,726.92</u>	<u>910,025.67</u>
Gross Profit	269,726.92	910,025.67
Expense		
400-000 · Administrative	19,101.07	55,849.09
425-101 · Payroll & Benefits	42,511.97	197,139.73
500-000 · FireFighting	5,450.14	15,245.43
550-550 · EMS Services	652.04	14,641.61
600-000 · FF Apparatus/Equip Maintenance	3,173.87	20,854.35
660-000 · Firefighter General Expenses	0.00	1,972.88
665-000 · Auxiliary Operations	242.20	242.20
66900 · Reconciliation Discrepancies	0.00	0.20
670-000 · Station 1	2,052.08	11,806.34
680-000 · Station 2	680.24	5,450.53
690-000 · Station 3	1,371.39	9,388.81
691-000 · Station 4	888.24	5,142.67
692-000 · Station 5	550.26	2,993.54
700-000 · Communications	826.86	41,475.14
900-000 · Capital Expenditures	0.00	2,338.64
Total Expense	<u>77,500.36</u>	<u>384,541.16</u>
Net Income	<u><u>192,226.56</u></u>	<u><u>525,484.51</u></u>

**Inter-Canyon Fire Protection District - New
Profit & Loss Budget vs. Actual
January through May 2020**

06/04/20

Accrual Basis

	<u>Jan - May 20</u>	<u>Budget</u>	<u>\$ Over Budget</u>
Income			
300-000 · Revenues	906,430.67	863,500.00	42,930.67
300-660 · Donated Funds	3,595.00	0.00	3,595.00
Total Income	<u>910,025.67</u>	<u>863,500.00</u>	<u>46,525.67</u>
Gross Profit	910,025.67	863,500.00	46,525.67
Expense			
400-000 · Administrative	55,849.09	63,540.00	-7,690.91
425-101 · Payroll & Benefits	197,139.73	190,904.15	6,235.58
500-000 · FireFighting	15,245.43	45,622.00	-30,376.57
550-550 · EMS Services	14,641.61	14,860.00	-218.39
600-000 · FF Apparatus/Equip Maintenance	20,854.35	38,655.17	-17,800.82
660-000 · Firefighter General Expenses	1,972.88	3,366.00	-1,393.12
665-000 · Auxiliary Operations	242.20	800.00	-557.80
670-000 · Station 1	11,806.34	11,449.50	356.84
680-000 · Station 2	5,450.53	6,012.50	-561.97
690-000 · Station 3	9,388.81	11,470.00	-2,081.19
691-000 · Station 4	5,142.67	6,005.30	-862.63
692-000 · Station 5	2,993.54	2,036.50	957.04
700-000 · Communications	41,475.14	36,797.60	4,677.54
900-000 · Capital Expenditures	2,338.64	197,500.00	-195,161.36
Total Expense	<u>384,541.16</u>	<u>629,018.72</u>	<u>-244,477.56</u>
Net Income	<u>525,484.51</u>	<u>234,481.28</u>	<u>291,003.23</u>

Inter-Canyon Fire Protection District - New
A/P Aging Detail
As of May 31, 2020

06/04/20

Type	Date	Num	Name	Due Date	Aging	Open Balance
Current						
Bill	05/22/2020	ESO-...	ESO Solutions Inc.	06/01/2020		275.00
Bill	05/23/2020	98552...	Verizon Wireless	06/02/2020		385.49
Bill	05/24/2020	309042	Peggy Lucatuorto	06/03/2020		70.00
Bill	05/24/2020	5/24/2...	First Bank	06/03/2020		1,484.35
Bill	05/25/2020	5/25/2...	Rachel Shirlaw	06/04/2020		70.00
Bill	05/25/2020	33368	The Adams Group, ...	06/04/2020		9,000.00
Bill	05/25/2020	0535-...	Republic Services #...	06/04/2020		183.37
Bill	05/26/2020	5/26/20	Postmaster	06/05/2020		110.00
Bill	05/26/2020	656276	Sandy Onken	06/05/2020		35.00
Bill	05/26/2020	104010	Super Vacuum Man...	06/05/2020		48.60
Bill	05/27/2020	IN-06...	Rhinehart Oil Comp...	06/06/2020		590.74
Bill	05/27/2020	11331...	Deep Rock Water	06/06/2020		99.03
Bill	05/27/2020	68626...	Xcel Energy	06/06/2020		158.40
Bill	05/28/2020	5/28/2...	Patricia Gavito	06/07/2020		151.10
Bill	05/28/2020	5/28/2...	Patricia Gavito	06/07/2020		91.10
Bill	05/28/2020	5/28/2...	IREA	06/07/2020		148.57
Bill	05/28/2020	05/28/...	O'Reilly Auto Parts	06/07/2020		435.77
Bill	05/29/2020	5/29/2...	John Mandl	06/08/2020		1,763.44
Bill	05/29/2020	IN146...	MES Rocky Mountai...	06/08/2020		704.04
Bill	05/31/2020	5/31/2...	Rachel Shirlaw	06/10/2020		70.00
Bill	05/31/2020	656277	Sandy Onken	06/10/2020		35.00
Bill	05/31/2020	5/31/2...	Ken Caryl Ranch W...	06/10/2020		55.07
Total Current						15,964.07
1 - 30						
Bill	05/07/2020	01562...	Galls	05/17/2020	14	109.54
Bill	05/18/2020	746588	Pacific Office Autom...	05/28/2020	3	40.33
Bill	05/18/2020	746589	Pacific Office Autom...	05/28/2020	3	108.90
Bill	05/20/2020	4336	ADPI	05/30/2020	1	296.34
Total 1 - 30						555.11
31 - 60						
Total 31 - 60						
61 - 90						
Total 61 - 90						
> 90						
Total > 90						
TOTAL						16,519.18

Inter-Canyon Fire Protection District - New OPEN PURCHASE ORDERS

January through May 2020

Date	Num	Name	Source Name	Memo	Deliv Date	Qty	Rcv'd	Backordered	Amount	Open Balance
Parts										
Bunker Gear										
05/14/2020	20-0...	MES Rocky Mo...	MES Rocky Mo...	4 sets bun...	05/14/2020	4	0	4	8,900.00	8,900.00
05/14/2020	20-0...	MES Rocky Mo...	MES Rocky Mo...	4 sets leat...	05/14/2020	4	0	4	1,400.00	1,400.00
Total Bunker Gear						8	0	8	10,300.00	10,300.00
Comms Equipment										
05/14/2020	20-0...	Pericle Commu...	Pericle Commu...	Consulting...	05/14/2020	1	0	1	38,792.50	38,792.50
Total Comms Equipment						1	0	1	38,792.50	38,792.50
Masks										
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	Masks for ...	05/05/2020	25	0	25	373.75	373.75
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	shipping	05/05/2020	1	0	1	8.70	8.70
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	tax	05/05/2020	1	0	1	17.22	17.22
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	face Mask...	05/05/2020	32	0	32	478.40	478.40
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	tax	05/05/2020	1	0	1	22.07	22.07
05/05/2020	20-0...	First Bank Cred...	First Bank Cred...	shipping	05/05/2020	1	0	1	11.43	11.43
Total Masks						61	0	61	911.57	911.57
Wildland Tools										
05/22/2020	20-0...	LN Curtis and S...	LN Curtis and S...	Gated Wy...	05/22/2020	10	0	10	1,687.50	1,687.50
Total Wildland Tools						10	0	10	1,687.50	1,687.50
Total Parts						80	0	80	51,691.57	51,691.57
TOTAL						80	0	80	51,691.57	51,691.57

Date:	Amount:	Description:	Total:
4/23/2020	\$56.05	Fuel for command vehicle	\$2,172.81
5/5/2020	\$37.66	Fuel for command vehicle	
5/5/2020	\$511.90	Origin, cloth face masks for department	
5/5/2020	\$399.67	Origin, cloth face masks for department	
5/7/2020	\$90.00	Egnyte	
5/7/2020	\$150.00	Employers Council	
5/12/2020	\$41.80	Zoom for webinar	
5/12/2020	\$82.07	Safety glasses, googles	
5/15/2020	\$51.16	Amazon, solar charger, charging while on WL calls, etc	
5/16/2020	\$44.86	Fuel for command vehicle	
	\$19.18	Interest on card	
	\$688.46	previous balance, since paid	



INTER-CANYON FIRE PROTECTION DISTRICT

ICFPD BANK STATEMENTS
ARE AVAILABLE BY REQUEST

PLEASE CONTACT
DISTRICT ADMINISTRATOR KELLEY WOOD

303-697-4413

kwood@icfpd.net

11:13 AM

06/01/20

**Inter-Canyon Fire Protection District - New
Reconciliation Summary
100-105 · ColoTrust Account, Period Ending 05/31/2020**

	<u>May 31, 20</u>
Beginning Balance	1,605,829.91
Cleared Transactions	
Deposits and Credits - 1 item	<u>385.97</u>
Total Cleared Transactions	<u>385.97</u>
Cleared Balance	<u>1,606,215.88</u>
Register Balance as of 05/31/2020	1,606,215.88
Ending Balance	1,606,215.88

**Inter-Canyon Fire Protection District - New
Reconciliation Summary
100-106 · First Bank Checking, Period Ending 05/31/2020**

	<u>May 31, 20</u>
Beginning Balance	466,873.47
Cleared Transactions	
Checks and Payments - 49 items	-62,299.39
Deposits and Credits - 2 items	260,873.85
	<u>198,574.46</u>
Total Cleared Transactions	<u>198,574.46</u>
Cleared Balance	<u>665,447.93</u>
Uncleared Transactions	
Checks and Payments - 23 items	-20,969.57
Deposits and Credits - 2 items	8,466.83
	<u>-12,502.74</u>
Total Uncleared Transactions	<u>-12,502.74</u>
Register Balance as of 05/31/2020	<u>652,945.19</u>
New Transactions	
Checks and Payments - 1 item	-4,099.97
Deposits and Credits - 1 item	3,634.22
	<u>-465.75</u>
Total New Transactions	<u>-465.75</u>
Ending Balance	<u>652,479.44</u>

9:02 AM

06/04/20

**Inter-Canyon Fire Protection District - New
Reconciliation Summary
100-107 · First Bank Savings, Period Ending 05/31/2020**

	<u>May 31, 20</u>
Beginning Balance	31,256.60
Cleared Transactions	
Deposits and Credits - 1 item	<u>0.27</u>
Total Cleared Transactions	<u>0.27</u>
Cleared Balance	<u>31,256.87</u>
Register Balance as of 05/31/2020	31,256.87
Ending Balance	31,256.87



INTER-CANYON FIRE PROTECTION DISTRICT BY-LAWS

SECTION 1. AUTHORITY. The Inter-Canyon Fire Protection District (“District”) is a governmental subdivision of the State of Colorado and a body corporate with those powers of a public or quasi municipal corporation which are specifically authorized by, and in compliance with, Section 32-1-101 *et seq.*, C.R.S. The District was created on _____, 20____, by court order and is located in the County of Jefferson.

SECTION 2. PURPOSE. It is hereby declared that the Bylaws hereinafter set forth will serve a public purpose.

SECTION 3. POLICIES OF THE BOARD. It shall be the policy of the Board of Directors (“Board”) of the District, consistent with the availability of revenues, personnel and equipment, to use its best efforts to provide the quality services as authorized under the District Service Plan or by law.

SECTION 4. BOARD OF DIRECTORS. All powers, privileges and duties vested in, or imposed upon, the District by law shall be exercised and performed by and through the Board, whether set forth specifically or impliedly in these Bylaws. The Board may delegate to officers, employees, and agents of the District any or all administrative and ministerial powers.

Without restricting the general powers conferred by these Bylaws, it is hereby expressly declared that the Board shall have the following powers and duties:

- a. To confer upon any appointed officer or employee of the District the power to choose, remove or suspend employees or agents upon such terms and conditions as may seem fair and just and in the best interests of the District.
- b. To determine and designate, except as otherwise provided by law or these Bylaws, who shall be authorized to make purchases, negotiate leases for office space, and sign receipts, endorsements, checks, releases and other documents. The Board may, on a limited basis and by resolution, give a District manager or other appointed signatory the power to sign contracts and other official documents on behalf of District.
- c. To create standing or special committees and to delegate such power and authority thereto as the Board deems necessary and proper for the performance of such committee’s functions and obligations.
- d. To prepare or cause to be prepared financial reports covering each year’s fiscal activities; and such reports shall be available for inspection by the public, as required by law.

SECTION 5. OFFICE.

- a. **Business Office.** The principal business office of District shall be at ICFPD Station 1, 7939 S. Turkey Creek Rd., Morrison, CO 80465, unless otherwise designated by the Board.
- b. **Establishing Other Offices and Relocation.** The Board, by resolution, may from time to time, designate, locate and relocate its executive and business office and such other offices as, in its judgment, are necessary to conduct the business of the District.

SECTION 6. MEETINGS.

- a. **Regular Meetings.** Regular meetings of the Board shall be conducted on the second Wednesday of each month at 7:00 p.m., and held at ICFPD Station 3, 8445 S. Highway 285, Morrison, CO 80465, unless otherwise noticed and posted. When necessary, the Board, in its discretion, by motion may change the time and date of regular Board meetings.
- b. **Special Meetings.** Special meetings of the Board may be called by the Chair, the Vice Chair, or any two (2) Directors of the Board.
- c. **Meeting Public.** All meetings of the Board, other than executive sessions and social gatherings, shall be open to the public. Meetings include any and all sessions of the Board, at which a quorum of the Board or three (3) or more Directors are expected to be in attendance for discussion of District business, either in person, telephonically, or electronically.
- d. **Board Member Notice.** Section 6.a. shall constitute formal notice of regular meetings to the Directors, and no other notice shall be required to be given to the Board. Notice of special meetings shall be provided to Directors by email, telephone, or United States Postal Service (USPS) not less than twenty-four (24) hours in advance. Notice delivered by USPS shall be deemed delivered at 5:00 p.m. on the third (3rd) day following the day on which it was deposited. Attendance by a Director at a regular or special meeting shall be deemed a waiver by the Director of the notice requirements of this subsection d.
- e. **Public Notice.** Public notice and an agenda for all meetings shall be posted not less than twenty-four (24) hours in advance as set forth in the Colorado Open Meetings Law. The District's webpage is designated for the posting of such notice pursuant to Section 24-6-401, C.R.S.
- f. **No Informal Action by Directors/Executive Sessions.** All official business of the Board shall be conducted at regular or special meetings. Executive sessions may be called at regular or special meetings, and conducted according to the following guidelines:
 1. **Calling the Executive Session.** The topic for discussion in the executive session shall be announced in a motion, and the specific statute that authorizes the executive session shall be cited. The matter to be discussed shall be described in

as much detail as possible without compromising the purpose of being in executive session. An affirmative vote of two-thirds (2/3) of the quorum in attendance shall be required to go into executive session.

2. Conducting the Executive Session. No adoption of any proposed policy, position, resolution, rule, regulation, or formal action shall take place in an executive session. The discussion in executive session shall be limited to the reasons for which the executive session was called. An electronic record (such as an audio tape) of the actual contents of the discussion in the executive session shall be kept. No electronic or other record is necessary to be kept for any portions of the discussion which the District's attorney reasonably believes constitute attorney-client privileged communication. The attorney shall state on the electronic record when any portion of the executive session is not recorded as an attorney-client privileged communication or sign a statement to the same effect.
 3. Records of Executive Sessions. The electronic record of any executive session shall be retained by the District for ninety (90) days from the date of the executive session and then destroyed. Electronic recordings of the executive session, or transcripts or other reproduction of the same, shall not be released to the general public for review under any circumstances, except as required by law.
- g. Adjournment and Continuance of Meetings. When a regular or special meeting is for any reason continued to another time and place, notice need not be given of the continued meeting if the time and place of such meeting are announced at the meeting at which the continuance is taken. At the continued meeting, any business may be transacted which could have been transacted at the original meeting.
- h. Emergency Meetings. Notwithstanding any other provisions in this Section 6, emergency meetings may be called, without notice if notice is not practicable, by the Chair, Vice Chair, or any two (2) Directors of the Board in the event of a declared emergency that requires the immediate action of the Board in order to protect the public health, safety, welfare and property of the residents and visitors of the District. If possible, notice of such emergency meeting may be given to the Board by telephone or whatever other means are reasonable to meet the circumstances of the emergency. At such emergency meeting, any action within the power of the Board that is necessary for the immediate protection of the public health, safety, welfare or property of the residents and visitors of the District may be taken; provided, however, that any action taken at an emergency meeting shall be effective only until the first to occur of (a) the next regular meeting, or (b) the next special meeting of the Board at which the emergency issue is on the public notice of the meeting. At such subsequent meeting, the Board may ratify any emergency action taken. If any emergency action taken is not ratified, then it shall be deemed rescinded as of the date of such subsequent meeting, although the validity and effectiveness of the emergency action during its effective time shall not be invalidated. A declared emergency for purposes of this subsection h is an emergency within the District that has been declared by county or municipal government, the State of Colorado, the

United States government, of any department or agency thereof, or the Chair, Vice Chair, or any two (2) Directors of the Board.

- i. **Email Meetings.** Section 24-6-402, C.R.S., requires that certain e-mail correspondence between three (3) Directors (or, when two (2) Directors constitute a quorum, two (2) Directors), if said email correspondence discusses pending resolutions or other District business, shall be considered a public meeting subject to the requirements of the Colorado Open Meetings Law.
- j. **Telephonic Attendance at Meetings.** Section 24-6-402(1)(b), C.R.S., defines a meeting as “Any kind of gathering to discuss public business, in person, by telephone, electronically, or by other means of communication.” Directors may attend meetings by telephone (or other electronic means), so long as he or she is able to reasonably hear the comments from the audience and any comments and discussion among other Directors and staff, and is able to participate in the discussion.

SECTION 7. CONDUCT OF BUSINESS.

- a. **Quorum.** All official business of the Board shall be transacted at a regular or special meeting at which a quorum (majority) of the Directors shall be in attendance in person, telephonically, or electronically, except as provided in Section 6.h. above and Section 7.b. below.
- b. **Vote Requirements.** Any action of the Board shall require the affirmative vote of a majority of the Directors in attendance and voting at a meeting properly called and at which a quorum is in attendance, except that to convene an executive session of the Board, a two-thirds (2/3) affirmative vote is required.
- c. **Electronic Signatures.** In the event the signature(s) of one (1) or more Directors of the Board or appointed signatories are required to execute a written document, contract, note, bond, deed, and/or other official papers of the District, and the appropriate individual(s) is unable to be physically present to sign said documentation, such individual or individuals are authorized to execute the documentation electronically via facsimile or e-mail signature, unless said documentation provides otherwise. Any electronic signature so affixed to a document shall carry the full legal force and effect of any original, handwritten signature. Except as approved herein, this provision of these Bylaws shall not be interpreted as establishing District’s consent or authorization to bind District to any transaction by the use of electronic records or electronic means. This provision is made pursuant to Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic Transactions Act.
- d. **Order of Business.** The business of all regular meetings of the Board shall be transacted, as far as practicable, in the following order, and the agenda for such meetings shall describe in as much detail as is possible the topics planned for discussion within each category:
 - 1. Changes to Agenda;

2. Approval (or approval, as modified) of the minutes of the previous meeting;
3. Public input (for matters not otherwise on the agenda/3-minute time limit/no disrupting, pursuant to Section 18-9-108, C.R.S.);
4. Officers, committees and professional consultants;
5. Unfinished business;
6. New business and special orders;
7. Executive session, if needed; and
8. Adjournment.

- e. **Public Conduct at Meetings.** Comments by members of the public shall be made only during the “Public Input” portion of the meeting and shall be limited to three (3) minutes per individual and five (5) minutes per group spokesperson unless additional opportunity is given at the Board’s discretion. Each member of the public wishing to speak may be asked to fill out a form indicating name, address, and agenda item to be addressed. Disorderly conduct, harassment, or obstruction of or interference with meetings by physical action, verbal utterance, nuisance or any other means are hereby prohibited and constitute a violation of District rules. Such conduct may result in removal of person(s) responsible for such behavior from the meeting and/or criminal charges filed against such person(s). To the extent such occurrences arise and the person(s) responsible refuses to leave the premises, law enforcement authorities will be summoned. Prosecution will be pursued under all applicable laws including, without limitation, Sections 18-9-108, C.R.S. (disrupting lawful assembly), 18-9-110, C.R.S. (public buildings - trespass, interference), and/or 18-9-117, C.R.S. (unlawful conduct on public property). Law enforcement may be requested to attend meetings at any time in which the Board believes their presence will be an asset to the keeping of peace and the conducting of public business. 9-1-1 will be called at any time that the Board or staff feels threatened or endangered during a public meeting.
- f. **Minutes.** Within a reasonable time after passage, all votes, resolutions, motions and minutes of Board meetings shall be recorded in a visual text format that may be transmitted electronically and kept for that purpose and shall be attested by the Recording Secretary. Such records shall be the official record of Board meetings. Minutes of regular meetings shall be available for public review as soon as practicable following acceptance of the minutes by adoption of a motion of the Board. Executive sessions shall be electronically recorded on audio tape or other electronic media, and such electronic recording or reproduction of the same shall be kept separate from minutes of regular sessions as described in Section 6.e. of these Bylaws, and shall not be open to the public except as required by law. Draft minutes are considered work product under the Colorado Open Records Act and are not available to the public until discussed by the Board in a public meeting.

SECTION 8. DIRECTORS, OFFICERS AND PERSONNEL.

- a. **Director Qualifications and Terms.** Directors shall be electors of the District. The term of each Director shall be determined by relevant statutory provisions with regular elections held in even numbered years through 2022, and thereafter odd numbered years beginning in 2023, and conducted in the manner prescribed by Articles 1 through 13.5, Title 1, and Part 8, Article 1, Title 32, C.R.S.
- b. **Faithful Performance Bonds.** Each Director shall furnish, at the expense of the District, an individual, schedule or blanket surety bond or crime insurance in the sum of not less than one thousand dollars (\$1,000) each, conditioned on the faithful performance of the duties of his/her office. In addition, the Treasurer shall furnish, at the expense of the District, a corporate fidelity bond or crime insurance in a sum of not less than five thousand dollars (\$5,000), conditioned upon the faithful performance of the duties of his/her office.
- c. **Director's Performance of Duties.** A Director of the District shall perform all duties of a Director, including duties as a member of any committee of the Board upon which the Director may serve, in good faith, in a manner in which the Director reasonably believes to be in the best interests of District, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing the Director's duties, the Director shall be entitled to rely upon information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by persons and groups listed in subparagraphs 1, 2 and 3 of this subsection c. The Director shall not be considered to be acting in good faith if he/she has knowledge concerning the matter in question that would cause such reliance to be unwarranted. A person who so performs the Director's duties shall not have any liability by reason of being or having been a Director of the District. Those programs and groups upon whose information, opinions, reports, and statements a Director is entitled to rely upon are:
 1. One (1) or more officers or employees of the District whom the Director reasonably believes to be reliable and competent in the matters presented;
 2. Legal counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within such persons' professional knowledge or expertise; and
 3. A committee of the Board upon which the Director does not serve, duly designated in accordance with the provisions of these Bylaws, as to matters within the committee's designated authority, which committee the Director reasonably believes to merit confidence.
- d. **Oath of Office.** Each Director of the Board, before assuming the responsibilities of his/her office, shall take and subscribe an oath of office in the form prescribed by law.
- e. **Election of Officers.** The Board shall elect from its membership a Chair/President, Secretary, Treasurer, and Vice Chair/President who shall be the officers of the Board and

of the District. The Board may elect from its membership Vice Chairs/Presidents and Assistant Secretaries and/or Assistant Treasurers. The officers shall be elected by a majority of the Directors voting at such election. The Board may, from time to time, appoint an acting officer in the absence of any individual officer. The election of the officers shall be conducted biennially at the first regular meeting of the Board following the regular biennial election of the Directors. Each officer so elected shall serve for a term of two (2) years, or as otherwise directed by the Board. Under any circumstance, the term shall continue until the election of his/her successor. Officers elected following the 2022 regular election shall serve for a term of one (1) year to facilitate the conversion of regular elections from even to odd numbered years.

- f. **Vacancies.** Any vacancy occurring on the Board shall be filled by an affirmative vote of a majority of the remaining Directors, as prescribed by law, with the appointee to serve until the next biennial election, as prescribed by statute. The appointed individual must meet the statutorily prescribed qualifications for Directors and shall serve until the next regular election.
- g. **Resignation and Removal.** Directors may be removed from office only by recall as prescribed by statute. Any Director may resign at any time by giving written notice to the Board, and acceptance of such resignation shall not be necessary to make it effective, unless the notice so provides.
- h. **Chair and President.** The Chair shall preside at all meetings. The Chair shall also be the President of the District. The President is authorized to sign all contracts, deeds, notes, debentures, warrants and other instruments on behalf of the District.
- i. **Secretary.** The Secretary shall preside at meetings in the absence of the Chair; be responsible for the records of the District; may act as Secretary at meetings of the Board and record all votes; shall be responsible for composing a record of the proceedings of the Board in a visual text format that may be transmitted electronically and kept for that purpose, which shall be an official record of the Board; and shall perform all duties incident to that office. The Secretary shall be the designated election official of the District and the custodian of the seal of District, unless otherwise determined by the Board. The Secretary shall have the authority to affix such seal to and attest all contracts and instruments authorized to be executed by the Board.
- j. **Treasurer.** The Treasurer shall be authorized to invest, or cause to be invested, all surplus funds or other available funds of the District in permitted investments authorized by law or as specified by the Board. The Treasurer shall be Chair of the Budget Committee and of the Audit Committee. The Treasurer shall keep, or cause to be kept, strict and accurate accounts of all money received by and disbursed for and on behalf of the District in permanent records.
- k. **Vice Chair/Vice President and Assistant Secretaries and/or Treasurers.** The Vice Chair/President and Assistant Secretaries and/or Treasurers shall have all powers of the associated primary officers in the absence of such officers. In the event that dual

signatures of Directors are required on any instrument, then two (2) different Directors of the Board shall sign such instrument.

- l. **Recording Secretary.** The Board shall have the authority to appoint a recording secretary, who need not be a member of the Board, and who shall be responsible for recording the minutes of the meetings of the Board. The recording secretary shall not be required to take an oath of office, nor shall the recording secretary be required to post a performance bond.
- m. **Additional Duties.** The officers of the Board shall perform such other duties and functions as may, from time to time, be required by the Board, by these Bylaws or the rules and regulations of the District, by law, or by special exigencies, which shall later be ratified by the Board.
- n. **Manager or Administrator.** The Board may appoint a manager or contract with an administrator to serve for such term and upon such conditions, including compensation, as the Board may establish. Such manager or administrator shall have general supervision over the administration of the affairs, employees and business of the District and shall be charged with the hiring and discharging of employees and the management of District properties. Such manager or administrator shall have the care and custody of the general funds of the District and shall deposit or cause to be deposited the same in the name of District in such banks or savings associations as the Board may select. Such manager or administrator will approve all vouchers, orders and checks for payment, and shall keep or cause to be kept regular books of account of all District transactions and shall obtain, at the District's expense, such bond for the faithful performance of its duties, or crime insurance as the Board may designate. The Board may delegate such powers and duties to the manager or administrator as it deems appropriate.
- o. **Personnel Selection and Tenure.** The selection of agents, employees, engineers, accountants, special consultants and attorneys of the District by the Board will be based upon the relative qualifications and capabilities of the applicants and shall not be based upon political services or affiliations. Agents and employees of the District shall hold their offices at the pleasure of the Board. Contracts for professional services of engineers, accountants, special consultants and attorneys may be entered into upon such terms and conditions as may seem reasonable and proper to the Board.

SECTION 9. FINANCIAL ADMINISTRATION.

- a. **Fiscal Year.** The fiscal year of the District shall commence on January 1st of each year and end on December 31st.
- b. **Budget Committee.** There shall be a permanent Budget Committee composed of the Treasurer, another Director appointed by the Chair/President, and the manager or administrator, if any, which Committee shall be responsible for preparation of the draft annual budget of the District and such other matters as may be assigned to it by the Chair/President or the Board.

- c. **Budget.** On or before October 15th of each year, the Budget Committee shall prepare and submit to the Board a proposed budget for the ensuing fiscal year. Such proposed budget shall be accompanied by a statement which shall describe the important features of the budget plan and, by a general summary wherein shall be set forth the aggregate features of the budget, in such manner as to show the balanced relations between the total proposed expenditures and the total anticipated income or other means of financing the proposed budget for the ensuing fiscal year, as contrasted with the corresponding figures for the last completed fiscal year and the current fiscal year. The proposed budget shall be supported by explanatory schedules or statements classifying the expenditures contained therein by services, subjects and funds. The anticipated income of the District shall be classified according to the nature of receipts.
- d. **Notice of Budget.** Upon receipt of the proposed budget, the Board shall cause to be published a notice that the proposed budget is open for inspection by the public at the District's business office; that the Board will consider the adoption of the proposed budget at a public hearing on a certain date; and that any interested elector may inspect the proposed budget and file or register any objections thereto at any time prior to its final adoption. Such notice shall be posted or published in substantial compliance with law.
- e. **Adoption of Budget.** On the day set for consideration of such proposed budget, the Board shall review the proposed budget and revise, alter, increase or decrease the items as it deems necessary in view of the needs of the District and the probable income of the District. The Board shall then adopt a budget, either during the budget hearing or at a later date and time to be set by the Board, setting forth the expenditures to be made in the ensuing fiscal year. The Board shall provide for sufficient revenues to finance budgeted expenditures with special consideration given to the proposed ad valorem property tax levy.
- f. **Levy and Collection of Taxes.** On or before December 15th of each year, the Board shall certify to the Board of County Commissioners of the County or Counties in which the District is located the mill levy established for the ensuing fiscal year, in order that, at the time and in the manner required by law for the levying of taxes, such Commissioners shall levy such tax upon the assessed valuation of all taxable property within District.
- g. **Filing of Budget.** On or before January 30th of each year, the Board shall cause a certified copy of such budget to be filed with the Division of Local Government in the Colorado Department of Local Affairs.
- h. **Appropriating Resolution.**
 - 1. At the time of adoption of the budget, the Board shall enact a resolution making appropriations for the ensuing fiscal year. The amounts appropriated thereunder shall not exceed the amounts fixed therefor in the adopted budget.
 - 2. The income of the District, as estimated in the budget and as provided for in the tax levy resolution and other revenue and borrowing resolutions, shall be allocated

in the amounts and according to the funds specified in the budget for the purpose of meeting the expenditures authorized by the appropriation resolution.

3. The Board may make an appropriation to and for a contingency fund to be used in cases of emergency or for any other unforeseen contingencies.

i. **No Contract to Exceed Appropriation.** The Board shall have no authority to enter into any contract, or otherwise bind or obligate the District to any liability for payment of money for any purposes for which provision is not made in an appropriation resolution, including any legally authorized amendment thereto, in excess of the amounts of such appropriation for that fiscal year. Any contract, verbal or written, contrary to the terms of this Section 9 shall be void ab initio, and no District funds shall be expended in payment of such contracts.

j. **Contingencies.**

1. In cases of emergency caused by a natural disaster, public enemy, or other contingency which could not reasonably have been foreseen at the time of the adoption of the budget, the Board may authorize the expenditure of funds in excess of the budget by resolution duly adopted by a two-thirds (2/3) vote of the Board. Such resolution shall set forth in full the facts concerning the emergency and shall be included in the minutes of such meeting.
2. If so enacted, a copy of the resolution authorizing additional expenditures shall be filed with the Division of Local Government in the Colorado Department of Local Affairs and shall be published in compliance with statutory requirements.

k. **Payment of Contingencies.**

1. If there are unexpended or uncommitted money in funds other than those to which the emergency relates, the Board shall transfer such available money to the fund from which the emergency expenditure is to be paid.
2. To the extent that transferable funds are insufficient to meet the emergency appropriation, the Board may borrow money through (a) the issuance of tax anticipation warrants, to the extent that the mill levy authority of the District is available as provided by law, (b) the issuance of bond anticipation notes payable from future bond proceeds or operating revenue, or (c) any other lawful and approved method.

l. **Annual Audit.**

1. The Board shall cause an annual audit (or exemption from audit) to be made at the end of each fiscal year of all financial affairs of the District through December 31st of such fiscal year. The audit report must be submitted to the Board within six (6) months of the close of such fiscal year, or as otherwise provided by law. Such audit shall be conducted in accordance with generally accepted auditing standards and by a registered or certified public accountant who has not maintained the

books, records and accounts of District during the fiscal year. The auditor shall prepare, and certify as to its accuracy, an audit report, including a financial statement and balance sheet based on such audit, an unqualified opinion or qualified opinion with explanations, and a full disclosure of any violation of Colorado law, pursuant to statutory requirements.

2. There shall be a permanent Audit Committee composed of the Treasurer and one (1) other member of the Board appointed by the Chair/President. The Audit Committee shall be responsible for the appointment, compensation, selection (to be approved by the Board), retention, and oversight of the work of any independent accountants engaged for the purpose of preparing or issuing an independent audit report or performing other independent audit, review or attest services for the District. The Audit Committee may, as necessary and to the extent of its ability, provide independent review and oversight of the District's financial reporting processes, internal controls and independent auditors. All accountants thus engaged shall report directly to the Audit Committee.
3. A copy of the audit report shall be maintained by the District as a public record for public inspection at all reasonable times.
4. A copy of the audit report shall be forwarded to the State Auditor or other appropriate State official pursuant to statutory requirements.
5. Notwithstanding the foregoing audit requirements, the Board may file for an application for exemption from audit if the statutory criteria are met.

SECTION 10. CORPORATE SEAL. The seal of the District shall be a circle containing the name of the District and shall be used upon all documents and in such a manner as seals generally are used by public and private corporations. The Secretary shall keep, or cause to be kept, the seal and shall be responsible for its safekeeping and care.

SECTION 11. DISCLOSURE OF CONFLICT OF INTEREST. A potential conflict of interest of any Director shall be disclosed in accordance with State law, particularly Article 18 of Title 24, C.R.S., and Sections 32-1-902(3) and 18-8-308, C.R.S.

SECTION 12. COMPENSATION. Each Director shall receive the maximum compensation authorized by statute, unless otherwise determined by the Board. No Director shall receive compensation as an employee of the District, except as may be provided by statute.

SECTION 13. INDEMNIFICATION OF DIRECTORS AND EMPLOYEES. The District shall defend, hold harmless and indemnify any Director, officer, agent, or employee of the District, whether elective or appointive, against any tort or liability, claim or demand, without limitation, arising out of any alleged act or omission occurring during the performance of official duty, as more fully defined by law or by an indemnification resolution, if any. The provisions of this Section 13 shall be supplemental and subject to and, to the extent of any inconsistency therewith, shall be modified by the provisions of the Colorado Governmental Immunity Act, Section 24-10-101, *et seq.*, C.R.S.

SECTION 14. BIDDING AND CONTRACTING PROCEDURES. Except in cases in which the District will receive aid from a government agency, a notice shall be published for bids on all construction contracts for work, materials, or both, involving an expense of sixty thousand dollars (\$60,000) or more of District funds. The Board may reject any and all bids, and if it appears that the District can perform the work or secure material for less than the lowest bid, it may proceed to do so in accordance with law. Notwithstanding the foregoing, the District may award an integrated project delivery contract, pursuant to Section 32-1-1801, *et seq.*, C.R.S., upon (i) the determination of the Board that integrated project delivery represents a timely or cost-effective alternative for a project; (ii) publication of a request for qualifications and/or request for proposals; and (iii) compliance with Part 18 of Article 1, Title 32, C.R.S. All other statutory requirements relating to performance bonds, retainage, and similar matters shall also be complied with.

SECTION 15. RECORDS MANAGEMENT. The District shall comply with, and adopt and maintain policies as necessary for compliance with, applicable records retention, destruction, and disclosure requirements, including the Colorado Open Records Act, State Archives and Public Records Law, and various consumer privacy legislation. The District manager or administrator, or his/her designee, is hereby designated as the Official Custodian of Records (“Custodian”) pursuant to the Colorado Open Records Act. In the event there is any question as to whether the District is permitted to comply with a Colorado Open Records Act request, the Custodian shall forward such request to the District’s legal counsel. Copies of records shall be furnished at a cost of twenty-five cents (\$.25) per standard 8.5-inch by 11-inch black and white page. The charge for providing a copy, printout or photograph of a public record in a format other than a standard page will be assessed at the actual cost of production. Additionally, in those cases where the location or existence of specific documents must be researched and the documents must be retrieved, sorted or reviewed for applicability to the request, and such process requires more than one (1) hour of staff time, the Custodian may charge a research and retrieval fee not to exceed thirty-three dollars and fifty-eight cents (\$33.58) per hour. The Custodian will not impose a charge for the first (1st) hour of time expended in connection with the research and retrieval of public records. The fees and charges stated in this Section 15 will automatically be increased to the maximum amounts allowed by law without additional Board action.

SECTION 16. MODIFICATION OF BYLAWS. These Bylaws may be altered, amended or repealed at any regular or special meeting of the Board to become effective immediately or at a subsequent date.

SECTION 17. SEVERABILITY. If any part or provision of these Bylaws is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of these Bylaws, it being the Board’s intention that the various provisions hereof are severable.

SECTION 18. TERMINATION OF PRIOR BYLAWS. These Bylaws amend, supersede and replace in their entirety any and all prior Bylaws, and any amendments thereto, previously adopted by the Board.

ADOPTED this 10th day of June, 2020, by the Board of Directors of the Inter-Canyon Fire Protection District.

Michael Swenson, Board President

Kerry Prielipp, Board Secretary

Karl Firor, Board Treasurer

Dmitriy Pantyukhin, Director

Bob Scott, Director

INTER-CANYON FIRE PROTECTION DISTRICT

RESOLUTION NO. 2020 - 03

INDEMNIFICATION RESOLUTION

A RESOLUTION PROVIDING FOR THE INDEMNIFICATION OF DIRECTORS, OFFICERS AND THE EMPLOYEES OF THE DISTRICT

WHEREAS, Inter-Canyon Fire Protection District (“District”) is a special district operating as a quasi-municipal corporation of the State of Colorado, by virtue of organization under Title 32, Article 1., C.R.S.; and

WHEREAS, past and present directors, officers and employees of the District may be subject to claims arising from acts or omissions occurring during the performance of their governmental duties; and

WHEREAS, the District desires to defend and indemnify such persons against liability for acts or omissions occurring during the performance of their governmental duties so as to encourage employment with and/or service to the District; and

WHEREAS, by encouraging persons to accept employment, it is in the best interests of the health, safety, and welfare of the District and its inhabitants to defend and indemnify its directors, officers and employees against liability for which defense and indemnification may not otherwise be provided by Colorado law.

NOW THEREFORE, be it resolved by the Board of Directors of Inter-Canyon Fire Protection District as follows:

A. Definitions. For purposes of this Resolution, the terms below shall be defined as follows:

1. Director: Includes current and former directors of the District who are sued for acts or omissions occurring during their terms as directors of the District.

2. Employee: Includes a Director, officer, employee, authorized volunteer, or servant (hereinafter collectively referred to as “Employee”) of the District, whether or not compensated, elected, or appointed. The term “Employee” specifically excludes any person or organization contracting to perform services or acting for the District as an independent contractor.

3. Scope of Employment: An act or omission of an Employee of the District is within the “scope of employment” if it reasonably relates to the business or affairs of the District, and the Employee acted in good faith and in a manner which a

reasonable person would have believed to be in, and not opposed to, the best interests of the District.

4. Act: Means the Colorado Governmental Immunity Act set forth in Article 10, Title 24, C.R.S., as amended from time to time.

B. Applicability of the Act.

1. The District shall pay the costs and expenses actually and reasonably incurred by an Employee in connection with the defense of any allegation, action and proceeding arising out of an act or omission of such person during the performance of such person's duties within the scope of such person's appointment, including reasonable attorneys' fees, where the action lies or could lie in tort, including any such action brought pursuant to Federal law in any court of this State, in accordance with the Act. As a prerequisite to such payment, the Employee must furnish the District with an affidavit stating that the action against him is not purely personal; that, to his reasonable belief, the act or omission upon which the claim is based reasonably relates to the business affairs of the District; and that the Employee acted in good faith and in a manner which a reasonable person would have acted under the circumstances and which was not opposed to the best interests of the District. However, the District shall not pay such judgment or settlement and shall seek reimbursement from the Employee for the actual costs of his defense, including actual attorneys' fees, where it is determined by a court of competent jurisdiction (a) that the injuries did not arise out of an act or omission of the Employee occurring during his term of employment with the District and within his scope of employment, or (b) that, unless otherwise expressly authorized by the Board of Directors of the District, the Employee's act or omission was willful and wanton.

2. All claims to be paid as a result of the indemnification provided hereunder shall be paid by the District or its insurer, except as set forth in paragraph K, below. The District shall pay judgments and settlements in accordance with the Act even if sovereign immunity bars the action against the District.

C. Limitations on Unlawful Acts. The District, acting through its Board of Directors, shall have absolute discretion regarding the payment of costs of defense, including reasonable attorneys' fees and any fines or penalties assessed, where a criminal action is brought against its Employee for acts or omissions occurring during his term of employment with the District and within his scope of employment. Prior to such payment, the Employee must furnish the District with an affidavit stating that the action against him is not purely personal; that to his reasonable belief the act of omission upon which the claim is based occurred within his scope of employment; and that he had no reasonable cause to believe his conduct was unlawful. The District shall not pay such

finances or penalties, and shall be reimbursed by the Employee for the actual costs of his defense, including actual attorneys' fees, where it is determined by a court of competent jurisdiction (a) that the alleged criminal action did not arise out of an act or omission by the Employee occurring during his term of employment with the District and within his scope of employment, or (b) that the Employee had reasonable cause to believe his conduct was unlawful.

D. Contract or Other Actions. The District shall pay the cost of defense of, and settlements and judgments against, its Employees, including reasonable attorneys' fees, where the action lies, or could lie, in contract or arises under State or Federal laws and is not governed by the Act, except for criminal actions as hereinbefore addressed. As a prerequisite to such payment, the Employee must furnish the District with an affidavit stating that the action against him is not purely personal and that, to the best of his reasonable belief, the act or omission upon which the claim is based occurred within the scope of his employment. The District shall not pay such judgments and shall be reimbursed by the Employee for the actual costs of his defense, including actual attorneys' fees, where it is determined by a court of competent jurisdiction that (a) the damages did not arise out of an act or omission of the Employee occurring during his term of employment with the District and within the scope of his employment, or that (b) the Employee had reasonable cause to believe such action or contract was prohibited by law.

E. Notice of Action or Potential Action. The District hereby incorporates the notice prerequisite to defense and indemnification of its Employees pursuant to all provisions of the Act for tort, contract or any and all other forms of action. Notice must be given to the District by the Employee in writing within fifteen (15) days after commencement of the action or indemnification will not be made.

F. No Indemnification. In no event will the District indemnify or pay the defense cost if it is adjudged that the Employee has acted primarily for personal benefit or on the basis of other improper benefit, whether or not the Employee is acting in his official capacity. Such defense and indemnification shall not be available to a former Employee in the event that the tort or liability claim against him is asserted as a counterclaim or setoff in any suit brought by the Employee, except to the extent that the liability of such Employee may exceed the amount of his own claim or suit.

G. Settlement. The District, acting through its Board of Directors, shall approve in writing any settlement of claims and stipulated judgments against its Employees. The District shall not be liable for any such compromise or settlement given without its consent.

H. Legal Counsel. The District shall obtain legal counsel to serve as counsel to the Employee unless it appears to such counsel that the interests of the District and the Employee may be adverse. In the latter event, the Employee may select independent legal counsel, who shall first be approved by the District. The Employee shall cooperate in all respects with the District and its legal counsel in his defense. If the Employee does not cooperate with the District for any reason, and such action results in a judgment against the District or the Employee, the District may elect not to indemnify the Employee or to pay defense costs.

I. Employee's Costs. The District shall not be responsible for costs to its Employees associated with time spent in giving depositions, testifying, or otherwise cooperating with their defense.

J. Liability Limitations. The District shall indemnify any Employee up to but not to exceed the applicable limitations under the Act. The District specifically reserves any defenses which are available to Employees under the Act or by common law.

K. Effect of Other Insurance, Bond, or Indemnification Plan. If the District has insurance coverage for any act for which indemnification is provided by this Resolution, its coverage shall be primary. If the Employee against whom a claim reimbursable under this Resolution is asserted has any other valid insurance, bond, or indemnification plan available covering the loss or damage alleged against him, and the District does not have adequate insurance coverage, and the act for which indemnification is sought is other than an action sounding in tort, such insurance, bond, or other plan will be first applied to the payment of any defense costs, attorneys' fees, or claim/judgment before the District's resort to obtaining funds for indemnification from sources other than insurance. The obligation of the District to indemnify and save harmless the Employee shall, in all events, exist only to the extent permitted by this Resolution.

L. Subrogation Rights of the District. In the event of any payments pursuant to this Resolution, the District or its assigns shall be subrogated to all of the Employee's rights of recovery therefor against any person or entity. The Employee shall execute and deliver instruments and papers and do whatever else is necessary to secure such rights. The Employee shall do nothing to prejudice such rights.

M. Purpose. The purpose of this Resolution is to protect Employees of the District against personal liability for their actions taken on behalf of the District. It is the intent of the District that this Resolution be liberally construed in favor of the protection of such Employees. By the adoption of this Resolution, the District does not waive its

rights to claim sovereign immunity as a defense to any action or any other defense under the Act or provided by law.

N. Severability. If any provision of this Resolution is found to be invalid by any court of competent jurisdiction, such finding shall not affect the validity of the remainder of the Resolution.

O. Term. All indemnifications described in this Resolution shall be valid during the current fiscal and calendar year and shall be considered automatically renewed on January 1 of each year thereafter unless repealed by resolution of the Board of Directors of the District within sixty (60) days prior to the renewal date.

P. Repeal of Previous Indemnification Provisions. This Resolution shall supersede any and all previous Indemnification Resolutions adopted by any Board of Directors of the District and shall amend the District's Bylaws, to the extent of any inconsistency between such indemnification provisions.

Q. Statute Controls. The provisions of this Resolution shall be subject to, and, to the extent of any inconsistency therewith, shall be modified by the Colorado Governmental Immunity Act.

The foregoing Resolution was approved and adopted this 10th day of June, 2020.

INTER-CANYON FIRE PROTECTION
DISTRICT

By: _____
Michael Swenson, Chairman

Attest:

Kerry Prielipp, Secretary

