

Ordinance 2023-01

**AN ORDINANCE ESTABLISHING BYLAWS OF THE
CARBON COUNTY FIRE PROTECTION DISTRICT.**

WHEREAS, the Board of Directors of the Carbon County Fire Protection District is charged with the operation and management of the Carbon County Fire Protection District, and,

WHEREAS, the Board of Directors has determined that it is in the best interests of the Board, as well as the District, to establish bylaws which provide for the general operation of the Board of Directors.

**NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF DIRECTORS OF
THE CARBON COUNTY FIRE PROTECTION DISTRICT:**

1. The **Bylaws of the Carbon County Fire Protection District**, in the form attached as Exhibit A, are hereby passed, adopted, and approved.
2. The Bylaws shall become effective the date passed, adopted, and approved by the Board of Directors as set forth below.

PASSED, ADOPTED AND APPROVED this 16th day of February, 2023.

Carbon County Fire Protection District



President, Board of Directors

ATTEST:



Courtney Ney
Secretary, Board of Directors (No Seal)

First Reading (Date): January, 31, 2023

Second Reading and Approval by the Board (Date): February 16, 2023

Filed with the Carbon County Clerk as Required by W.S. 35-9-203(a) (Date): _____

RECEIVED

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Carbon County
Clerk's Office

BYLAWS OF THE CARBON COUNTY FIRE PROTECTION DISTRICT

I. In General.

Section 1.1 Name of Organization; Authority. The name of the organization is the **Carbon County Fire Protection District** ("District"). The District is organized pursuant to the provisions of W.S. 35-9-201-215.

Section 1.2. Political Subdivision of State.

(a) The District is subject to the provisions of the Special District Elections Act [W.S. 22-29-101, et seq.]. Once organized, the District is a body corporate and a public entity and is subject to a number of statutory requirements, including, but not limited to, the Public Meetings Act, Public Records Act, Special District Public Records and Meeting Act, Ethics and Disclosure Act, Wyoming Uniform Municipal Fiscal Procedures Act [excepting the audit provisions], W.S. 9-1-507(a)(iii), among others.

(b) The regulation of the operation and business of the District and conduct of the affairs of the Board of Directors and the District shall be determined and governed by the Wyoming Constitution, Wyoming Statutes, these bylaws (which are rules and regulations for the proper operation of the District), ordinances, and such additional rules and regulations or procedure that may be adopted by the Board, from time to time. In the event of any inconsistency between these bylaws and any applicable state and federal law, the applicable law will control.

Section 1.3. Boundaries. The boundaries of the Carbon County Fire Protection District are all unincorporated lands located in Carbon County, Wyoming.

Section 1.4. Principal Office. The principal office of the District shall be located at the Carbon Building—Courthouse Annex, 215 W. Buffalo Street, Room ___, Rawlins, Wyoming 82301. The mailing address of the District is c/o PO Box 754, Rawlins, Wyoming.

II. Board of Directors.

Section 2.1. In General. The property and business of the District shall be managed by a Board of Directors who shall be elected or otherwise appointed (in the event of a vacancy on the Board) in accordance with Wyoming law.

Section 2.2. Board of Directors: Number of Members; Term; Oath; No Compensation.

(a) The Board consists of five (5) directors.

(b) Except for those directors appointed to fill a vacancy, the term of office of each director, after the initial board, shall be four (4) years, commencing January 1 of the year following the general election and ending on December 31 of the fourth year of service.

(c) Each director, before entering upon his official duties, shall take and subscribe to an oath as required by the Wyoming Constitution, Article VI, Section 20 and the Special District Elections Act [W.S. 22-29-118].

(d) The Board of Directors receive no compensation, but may be reimbursed for certain expenses, as provided in Section 5.9.

(e) All board members of the Board of Directors must reside within the boundaries of the District.

Section 2.3. Board of Directors: Elected At Large; Designation of Director Districts.

(a) The initial board of directors were elected "at large" when the District was approved by the voters. Two directors were elected to two (2) year terms, and three directors were elected to four (4) year terms. As the terms of office expire, directors will be elected, at large, for four (4) year terms in accordance with the provisions of the Special District Elections Act [W.S. 22-29-101, et seq] and W.S. 39-9-202, unless the Board determines to divide the District into director districts as provided in W.S. 39-9-202(b).

(b) If the Board of Directors determines to establish director districts as provided in W.S. 39-9-202(b), the Board will work cooperatively in conjunction with the Carbon County Clerk's Office to try to utilize existing election district boundaries, as nearly as possible, while still complying with applicable legal requirements.

(c) The Carbon County Clerk's Office conducts all Carbon County Fire Protection District elections.

Section 2.4. Vacancies in Board of Directors. Vacancies occurring on the Board of Directors shall be filled by interim appointments as approved by a majority vote of the remaining members of the Board of Directors. If a majority of the remaining members cannot agree, then the vacancy is filled as provided in W.S. 22-29-202(a). Such interim appointee shall serve until the next regular election. The Board of Directors shall solicit expressions

of interest for the vacancy and conduct such interviews, in public, as deemed appropriate to serve the public's interest. The Board of Directors shall notify the Carbon County Clerk's Office, in a timely fashion, of any vacancies which occur on the Board of Directors, as well as any interim appointments made by the Board to fill vacancies.

Section 2.5. Conflicts of Interest. No member of the Board of Directors shall be directly or indirectly interested, financially, or in any manner prohibited by law, in any contract or work to be done or to be performed or in any property or service purchased by the District. Directors are subject to the conflict of interest provisions and disclosure requirements of W.S. 6-5-106, 16-6-118, 9-13-106 and 22-29-119.

III. Officers of the Board of Directors.

Section 3.1. Officers.

(a) The Board shall organize annually, including election of officers, at the first regular meeting in January.

(b) The Board shall elect from its members a president, vice president, secretary and treasurer, as well as other officers as deemed necessary. The secretary and treasurer position may be combined and held by one person. Each officer shall hold office from the date of his/her election until his/her successor shall have been elected, unless he/she shall sooner resign or be removed. Officers may be re-elected and succeed themselves without limitation.

Section 3.2. President. The President shall preside at all meetings of the Board and shall decide all points of order of procedure. The President shall have such powers as may be conferred by these bylaws or assigned by the Board. The President shall be responsible for effectuating the decisions of the Board of Directors relative to the business and affairs of the District. The President may sign on behalf of the District such documents, contracts or other instruments which have been authorized by the Board to be executed on behalf of the District. The President shall keep the Board of Directors advised in all matters pertaining to the operation of the District.

Section 3.3. Vice-President. The vice president shall assume the duties of the President in the President's absence or when the President is unable to take any such action.

Section 3.4. Secretary. The Secretary shall prepare minutes of each regular, special and emergency meeting and deliver a copy of the draft minutes to each board member no later than twenty (20) days after each meeting. Draft minutes, as finally approved by the Board at the next meeting, shall be placed in the District records. The Secretary shall maintain all records of the District, in an orderly and businesslike manner,

including all reports, contracts, minutes, correspondence, ordinances and resolutions adopted by the Board. The Secretary shall file all reports regarding organization of the District and shall comply with the requirements of record maintenance set forth in W.S. 16-12-101, et seq as may be in effect from time to time. The Secretary shall attest such documents approved by the Board and shall have possession of the District seal, if any, and shall affix such seal, if any, to documents signed on behalf of the District. The Secretary, together with the President, shall prepare the agenda for each meeting and make it available to board members and the public as appropriate under the circumstances, or as directed by the Board. The Secretary shall be responsible for submitting all documents to the Carbon County Clerk's Office for filing in accordance with W.S. 16-12-303(b) and (c) [if applicable] or if directed by the Board. Further, the Secretary will see that all notices are duly given in accordance with these by-laws as well as Wyoming law, shall be the custodian of the District's records and shall perform such duties as may from time to time be assigned by the Board. While the Board may contract with or hire an employee to perform the clerical aspects of the Secretary's position, the Secretary remains responsible for the performance of these duties.

Section 3.5. Treasurer. The Treasurer shall report and account for revenues and expenses of the District and shall report the financial position of the District to the Board on a monthly basis and at such other times as may be requested by the Board. The Treasurer, together with such additional officer(s) as may be required by the Board, shall sign all checks drawing on the accounts of the District unless the Treasurer is unavailable. The Treasurer shall make recommendations to the Board as to depositories and investments of the District's funds and shall make certain that all funds are properly secured as required by Wyoming law. The Treasurer shall prepare an annual budget for the District, give the appropriate notices regarding adoption, and file the budget in a timely fashion with the County Clerk and State of Wyoming. The Treasurer shall perform such duties as may from time to time be assigned by the Board and shall do all things necessary to comply with Wyoming law concerning the public funds. The Treasurer shall be bonded in such amount as may be determined by the Board from time to time. While the Board may contract with or hire an employee to perform the clerical aspects of the Treasurer's position, the Treasurer remains responsible for the performance of these duties.

Section 3.6. Removal and Vacancies. Any officer may be removed as an officer of the Board of Directors at any time by a majority vote of the Board, with or without cause. A vacancy in any officer position may be filled for the unexpired portion of the term of the office by a majority vote of the Board of Directors.

Section 3.7. Other Board Powers. In the event of the absence or inability of any officer to act, the Board may delegate the powers and duties of such officer to any other officer or director whom it may select.

Section 3.8. Corporate Surety Bond. The District will provide a corporate surety bond for the officers elected by the Board of Directors when and as required by law.

IV. Board of Directors Meetings.

Section 4.1. Meetings. Meetings of the Board of Directors shall be open to the public and shall be held in a location assessable to the general public or made assessable to the public for purposes of the meeting and for those with disabilities. Notice of meetings will be given in compliance with the Wyoming Open Meetings Act as is effect from time to time. The Board may adjourn into executive session pursuant to those permissible exceptions as set forth by Wyoming Statute. Business of the District and Board of Directors shall only be conducted at meetings held in accordance with Wyoming law.

Section 4.2. Regular, Special and Emergency Meetings.

(a) The Board may, by motion or resolution, prescribe the time and place for the holding of regular meetings and may provide that the adoption of such motion or resolution, and publication of the same, shall constitute notice of such regular meetings. The Board has established the following schedule, and given public notice, for its regular meetings as follows: January, 2023: 3rd Thursday of the month; February and March, 2023: 1st and 3rd Thursday of the month; Each Month Thereafter: 1st Thursday of the month. Its regular meetings are held at 6:30 p.m. at the Platte Valley Community Center, 210 W. Elm Street, Saratoga, Wyoming, a location accessible to the general public.

(b) Special and emergency meetings of the Board may be called by the President by any two (2) of the members of the Board, provided notice is given to each director, either by mail or e-mail, telephone or in person, prior to any special or emergency meeting date and that public notice of the special or emergency meeting is given in accordance with the Wyoming Public Meetings Act, as may be in effect from time to time.

Section 4.3. Order of Business. The order of business at meetings, except for special or emergency meetings, will generally be substantially as follows:

- (i) Call to order;
- (ii) Approval of the agenda as presented, or amended;
- (iii) Approval of the minutes as presented or amended;
- (iv) Treasurer's report;
- (v) Correspondence;
- (vi) Items from the public;
- (vii) Items from the Board;
- (viii) Reports;
- (ix) Old business;

- (x) New business;
- (xi) Executive session if necessary;
- (xii) Adjournment.

The Board, at its option, may adjust the order of business at a particular meeting, as it deems appropriate.

Section 4.4. Quorum. A majority of the Board, being three (3) members, shall constitute a quorum for the transaction of business at any meeting.

Section 4.5. Affirmative Vote. An affirmative vote of a majority of the Board members present at a meeting where a quorum for the transaction of business is present shall be necessary to authorize any official action of the Board except in those instances provided by statute where a greater number of members of the Board must vote in the affirmative. Each member of the Board of Directors, including the President, shall have a vote, and shall vote when present, upon each matter presented to the Board, except a director shall automatically be disqualified from voting on any decision in which there is a conflict of interest or other matter, as a matter of law, which disqualifies the director from participating in the vote.

Section 4.6. Attendance; Removal and Vacancy Due to Failure to Attend. Each member of the Board of Directors is encouraged to maintain a minimum of a seventy-five percent (75%) attendance record. Excessive absenteeism by a director will be dealt by the Board to determine any recommendation that needs to be made with regard to the director in question. The failure of a director to attend three (3) consecutive regular meetings without the Board having entered upon its minutes an approval for at least one (1) of those absences may result in a vacancy being declared under W.S. 22-29-201(a)(vii). That provision does not apply to instances where failure to attend meetings was due to a temporary mental or physical disability or illness.

Section 4.7. Agendas. Agendas shall be mailed or e-mailed to members of the Board, and members of the public who so request, prior to the Board meeting. Items not included on an agenda will generally not be considered at the meeting, unless the Board votes to amend the agenda to include that item due to unusual circumstances which justify such action, or unless the item pertains to a petition, communication, or recommendation made by a member of the public during the course of the meeting under some section of the order of business which is established in Section 4.3 above. Efforts should be made to provide Board members copies of attachments and reports with the agendas so as to allow directors to become familiar with the materials prior to meeting.

Section 4.8. Remote Participation in Meetings. Members of the Board of Directors may participate in any meeting by means of conference telephone, internet, zoom,

facebook or similar communication, if all persons participating in such meeting, including members of the public who are in attendance at the meeting location, can hear one another for the entire discussion of the matter(s) to be discussed and/or voted upon. Participating in a meeting pursuant to this section shall constitute presence in person at such meeting. The minutes of the meeting shall reflect the nature of the presence of each person participating, if participation is by conference telephone, internet, zoom, facebook, or similar communication.

Section 4.9. Adoption of Ordinances per W.S.35-9-203(a); Resolutions; Motions.

(a) W.S. 35-9-203(a) authorizes the Board to enact such ordinances as may be necessary to establish and operate the District. The process to be used by the District to adopt ordinances is as follows:

(i) First Reading: presentation, reading, and approval with any directives as to amendments or changes to be made prior to second reading.

(ii) Second and Final Reading: presentation, reading, and approval. Approval may include any amendments or changes made during second reading.

(iii) Filing a copy in a book or file marked "ordinances" in the principal office of the District and filing the adopted ordinance with the Carbon County Clerk's Office as required by W.S. 35-9-203(a).

There should, generally, be at least ten days between first and second reading, although the Board may waive that requirement.

(b) Ordinances are used primarily for matters involving policy, procedures, bylaws, rules and regulations of general application.

(c) Resolutions are used for approval of budgets, establishing reserve accounts, and all other matters where resolutions are authorized by law.

(d) Motions are used for approval of all other matters requiring Board action.

Section 4.10. Committees. The Board may establish such committees as it deems advisable and assign each committee specific duties and functions. The committee may recommend or request that the Board approve course(s) of action, but the committee shall make no decisions or commitments on behalf of the Board or District. The President shall designate the members of any such committees, and shall name the chairman of each committee. The President shall make appointments to fill vacancies on committees as they

arise. No more than two (2) members of the Board of Directors can serve on any committee appointed by the President.

V. Fiscal and Business Matters; Records and Reports.

Section 5.1. District Books and Records, In General.

(a) The Board shall keep a record of its minutes, ordinances, resolutions, transactions, budgets, contracts, and fiscal matters.

(b) All minutes of the Board meetings, budgets of the District and other public records and documents shall be readily available for public review. Document requests must be in writing, directed to the person whom the Board has designated as its representative for public records requests, and reviewed by the Board prior to being released.

(c) The books and records of the District shall be kept at the principal office of the District or at such other places, within Carbon County, Wyoming, as the Board shall from time to time determine. The Board shall maintain the District's records and documents in an orderly fashion and in compliance with W.S. 16-12-301 et.seq. and the Wyoming Public Records Act, as applicable.

Section 5.2. District Financial Records; Fiscal Year.

(a) All financial records shall be maintained and reported based on generally accepted accounting practices. The Board shall cause to be established and shall maintain a complete accounting system, which, among other things, subject to applicable laws and rules and regulations of any regulatory body, shall conform to such accounting system requirements for public funds as may, from time to time, be designated by the Wyoming Department of Audit. The Board of Directors may cause to be made a full and complete audit of the accounts, books and financial condition of the District as of the close of each fiscal year.

(b) All monies appropriated by the District and all monies received from grants, gifts and other sources for the use of and for the benefit of the District shall be deposited with the Treasurer for the benefit of the District in depositories as approved by the Board in accordance with law. All Board members shall make the appropriate pecuniary interest disclosures as required by W.S. 6-5-118(a). District funds shall be paid out only after approval by the Board.

(c) All checks, drafts or other orders for the payment of money issued in the name of the District shall be signed by the Treasurer and one additional member of the Board of Directors, or in the absence of the Treasurer, by two members of the Board of

Directors, all as approved by the Board.

(d) The fiscal year of the District shall begin on July 1 and end on the following June 30.

Section 5.3. Authorization to Enter into Contracts and Agreements. The Board may authorize the President or any officer, director or agent of the District to enter into any contract or execute any instrument in the name of and on behalf of the District, and such authority may be general or confined to specific instances.

Section 5.4. Accountant. An accountant may be selected from time to time by the Board to perform such accounting services as may, from time to time, be required and to report to the Board and/or Officers with respect thereto. The Accountant may be removed by the Board without assigning any cause.

Section 5.5. Attorney. One or more attorneys may be selected, from time to time, by the Board to review the legal affairs of the District and to perform such other services as may be required and to report to the Board and/or Officers with respect thereto. The attorney may be removed by the Board without assigning any cause.

Section 5.6. Other Professionals. The Board may select such other professionals to perform such services as from time to time as the Board determines are required and within the financial limitations of the District. The other professionals may be removed by the Board without assigning any cause.

Section 5.7. Employees. The Board may employ such persons from time to time as the Board determines are required at the wage or salary determined by the Board and providing such benefits, if any, as the Board may determine are appropriate and within the financial limitations of the District. All employees are to be hired as employees-at-will. As required by W.S. 39-9-203(c), as a condition for a position with the District, applicants must submit to fingerprinting in order to obtain state and national criminal history record information.

Section 5.8. Insurance. The Board may, from time to time, secure insurance at the expense of the District, insuring against such risks, losses, and casualties as the Board deems appropriate, including errors and omissions /director's liability insurance for the Board.

Section 5.9. Expense Reimbursement. Directors may be reimbursed for necessary travel expenses which have actually been expended in traveling on behalf of the District, including expenses to attend conferences or meetings or to visit other communities and projects relative to the purposes of the District. Travel by personal vehicle will be reimbursed at the applicable mileage rate as established by the Board of Directors from time

to time. Where group meals are provided at a meeting, directors are expected to participate in that group function at no additional cost to the District. No reimbursement is allowed for alcoholic beverages, in-room movies, or personal telephone calls or other personal expenses. In order to be reimbursed, itemized receipts for all expenses for which reimbursement is sought must be submitted to the Board for approval on a District voucher. When using a credit card, copies of the credit card receipt plus the itemized receipt must be submitted. Expenses which are not supported by the required itemized receipts or which are not reasonable in amount are considered personal expenditures and will not be reimbursed.

VI. Immunity Preserved.

Section 6.1. Immunity Preserved. By adopting these bylaws, the District does not waive any applicable defenses and expressly reserves the right to invoke governmental immunity pursuant to the Wyoming Governmental Claims Act, Wyoming Statute §1-39-101, et seq.

VII. Public Involvement.

Section 7.1 . Public Involvement. The Board shall encourage the public to attend its meetings and shall take positive action to keep its activities before the public by supplying newspapers and internet based programs with information concerning the District and its projects. The Board will participate in public forums and appear before community and other groups to discuss the purpose and the work of the District, as appropriate.

VIII. Amendments.

Section 8.1. Amendments. These bylaws do not confer any rights or privileges to any person, and may be amended, restated, or repealed at any time as the Board of Directors deems necessary or desirable, by the affirmative vote of a majority of the Board, provided such proposed amendment has been submitted in writing to each member of the Board prior to the meeting.

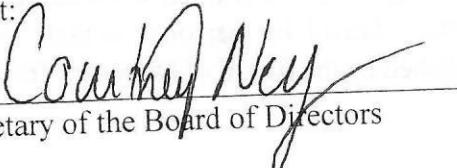
Dated this 16th day of February, 2023.

Carbon County Fire Protection District.

By:


John Ward
President of the Board of Directors

Attest:


Courtney Ney
Secretary of the Board of Directors