

DESERT HILLS BOARD OF DIRECTORS BYLAWS

JULY 2015

ARTICLE I – NAME

Desert Hills Fire District Board of Directors, hereinafter referred to as “DHFD-BOD” or “BOD”

ARTICLE II – PURPOSE

The purpose of the DHFD-BOD is to provide oversight of the Desert Hills Fire Department’s fiscal status, develop policies governing the activities of the BOD and the Fire Chief and to ensure the continued growth and success of the Desert Hills Fire Department for its constituents in accordance to the Arizona Revised Statutes (A.R.S).

ARTICLE III – POWERS

The public business, property and affairs of the DHFD shall be managed by the BOD of the District which shall have and may exercise all powers of the District in accordance with A.R.S. These powers shall be exercised in the governing the affairs of the Desert Hills Fire Department and the Fire Chief. The BOD is responsible for the financial status and well-being of the Desert Hills Fire Department as well as providing oversight of the duties and responsibilities of the Fire Chief.

ARTICLE IV – FIRE CHIEF

The BOD shall, after completing the appropriate due diligence, appoint and oversee one employee of the DHFD, the Fire Chief. The BOD shall ensure that the Fire Chief is responsible for all firefighting, EMS, operational and administrative activities. The Fire Chief shall hold that position at the pleasure of the BOD and may be removed, with or without cause, unless a contract is entered into which qualifies said relationship. Should such contract be desired, the BOD shall consult the appropriate legal counsel to assist with the development and scope of this contract. The position of Fire Chief shall be in accordance with the BOD Policies and Procedures, the Operational Policies and Procedures, subject to the approval and modification from time to time by the BOD.

The Fire Chief will be responsible for the day to day operations of the DHFD consistent with the BOD’s policies and procedures. The hiring and management of personnel (including discipline and termination), reporting and assisting the BOD in the development of a District budget, obtaining quotes on purchases and reporting to the BOD on a regular basis as to the activities of the District. The Fire Chief is responsible to report immediately to the BOD any and all unusual incidents, requests, or activities that could represent any liability to the DHFD. The Fire Chief, or the Chief’s designee, shall attend all meetings of the BOD, unless excused by the Chairperson. The Fire Chief, or the Chief’s designee, shall also present to the BOD a Fire Chief’s Report, intended to update the BOD on the current and future activities of the District. Other reports may also be made as they relate to the successful operation of the DHFD. In the event that the Fire Chief is unable to attend a Board meeting, the Fire Chief shall appoint another qualified officer or staff member to attend the meeting on behalf of the Fire Department/District.

ARTICLE V – BOARD MEMBERS

Members of the BOD shall be those persons elected or appointed pursuant to Arizona Law. The number of Members of the Governing Board of the District (BOD) shall be 5 (five) and shall serve a staggered 4 (four) year term. All five members shall be able to vote, make motions, and/or second motions. If a vacancy occurs on the BOD, other than upon the expiration of a Board Member’s term, the remaining Members of the BOD shall fill the vacancy by appointment pursuant to A.R.S. In order to fill the vacancy with the most qualified person available until an election is held, the BOD will distribute and publish a notice of the vacancy, the procedure, and any application form. The BOD may develop an application form which contains relevant information to answer set questions posed by the BOD. The application forms may be used in conjunction with an interview of each candidate to aid the BOD’s selection of the new Board member.

If a Board member will be out of the district or unavailable for more than 10 business days, he/she shall notify the Chairperson and/or the Clerk of the Board. Any Board member ceasing to discharge the duties of office for a period of 3 (three) consecutive months or more will automatically vacate his/her seat on the BOD.

ARTICLE VI – OFFICERS

The Board Officers shall be elected during the first meeting of December and shall immediately assume office. Members of the BOD shall select a Chairperson, Vice-Chairperson and a clerk from amongst their members. In addition to the powers conferred upon the Chairperson, Vice-Chairperson and Clerk, those persons shall continue to have all the rights, privileges, and immunities of a Board Member. If a vacancy occurs in the office of Chairperson, Vice-Chairperson or Clerk, the Members of the Board, at their next regular meeting, shall select a Chairperson, Vice-Chairperson or Clerk from amongst their members.

The Chairperson, Vice-Chairperson and the Clerk shall serve for a period of 1 (one) year, or until their successor is appointed, at which time the BOD shall consider whether to appoint a new Chairperson or to reappoint the current Chairperson for another term. The Chairperson may serve as many terms as the BOD continues to elect him/her up to a maximum of 6 (six) consecutive terms. That person may be re-elected to serve as Chair after sitting out 1 (one) full year.

An officer of the BOD may be removed and replaced if at least 2(two) board members are proposing and a majority (3) three Board members vote for such removal. Any officer may resign at any time by submitting a signed and dated letter of resignation. The letter of resignation will be accepted at the meeting in which it is presented.

Chairperson of the Board:

The Chairperson shall be responsible for maintaining order at all meetings and workshops, setting the meeting date, time and location and presiding over all meetings of the BOD.

Vice-Chairperson of the Board:

In the event of the Chairperson's absence at a regularly scheduled meeting or upon the Chairperson's request, the Vice-Chairperson shall assume the Chairperson's duty as specifically directed by the chairperson.

Clerk of the Board:

The Clerk of the BOD shall ultimately be responsible for all BOD correspondence, maintaining the records of the BOD and may delegate to department staff the responsibility of keeping minutes or performing such other and further duties in the meeting as may be required by the BOD's presiding officer.

ARTICLE VII – COMMITTEES

The Chairperson of the BOD may appoint members to serve on Advisory Committees: Advisory Committees may be created for a particular purpose. Committee members may be appointed by the Chairperson with the advice and consent of the BOD where appropriate. The Chairperson shall designate the chair of each committee. A BOD member must be appointed as a member or liaison to an Advisory Committee. Advisory Committees shall sunset at the end of their mission. All committees shall hold a minimum of 4 (four) meetings per year, at least one (1) each calendar quarter.

All such committees shall comply with the Open Meeting Laws of the State of Arizona. The committee shall provide the BOD with copies of any minutes taken and shall communicate to the BOD any results of the deliberations of the committee.

Any and all communications shall be officially acknowledged by the BOD and receipt noted in the minutes. The procedure for acknowledging such receipt shall be that the Fire Chief or any member of the BOD may bring such communications to the Chairperson's attention and the Chairperson shall acknowledge the

receipt of that communication and appropriately agendize the issue for discussion and/or action at the next BOD meeting.

ARTICLE VIII – COMPENSATION OF BOARD MEMBERS

Serving on the DHFD Board of Directors is strictly voluntary. Board members shall not receive any compensation or salary for services as members of the BOD. Members may be reimbursed for their actual expenses incurred in the performance of their official duties, including mileage to and from meetings and/or conferences.

ARTICLE IX – DEPARTMENTAL REGULATIONS

The BOD of the DHFD is responsible for the approval of District policies. The Fire Chief may issue and establish such SOP's, SAP's, SOG's and rules and regulations concerning fire operations and activities as the Chief may deem necessary, to include equipment operations, training standards, fire scene and EMS protocol, command structure, and duties of the personnel of the District, consistent with the policies of the BOD. Any such rules and regulations must be ratified by the BOD at the subsequent BOD meeting. Any and all revisions to these rules and regulations also must be ratified by the BOD at the subsequent BOD meeting.

ARTICLE X – FINANCIAL POLICY

Fiscal Year:

The fiscal year of the DHFD shall be the 12 (twelve) month period beginning on July 1st and ending June 30th of the following year.

Annual Budget:

The BOD with the assistance of the Fire Chief and Administrator shall, not later than August 1st of each year, prepare and submit to the County Board of Supervisors, an Annual Budget for each fiscal year. The proposed Annual Budget shall be published posted in three (3) public places at least twenty (20) days prior to a public hearing at a meeting called by the BOD to adopt the Annual Budget. Copies of the proposed Annual Budget shall also be available to the public upon written request to the District. If the DHFD maintains a publicly viewable website, the Annual Budget shall be posted on the website at least 20 (twenty) days before the public hearing. Following the public hearing, the BOD shall adopt the Annual Budget at a public meeting. When the Annual Budget is adopted by the BOD, it shall be final and shall serve as a guide to the DHFD's financial activities and to limit the DHFD's expenditures to the confines of said budget. A complete copy of the adopted Budget shall be posted on the DHFD's official website. The DHFD may not operate at a deficit or incur indebtedness except as permitted by law. The BOD may not disperse any funds in excess of the amount allocated under the Annual Budget.

Every Budget adopted by the BOD shall include a certification by the Chairperson and Clerk of the BOD stating that (1) the DHFD has not incurred any debt or liability in excess of taxes levied and to be collected and the money actually available and unencumbered at the DHFD general fund, except for those liabilities as prescribed in the A.R.S. and that the DHFD complies with A.R.S. as amended from time to time.

Every audit or report made pursuant to the A.R.S shall include a certification by the auditor of the DHFD stating that (1) the DHFD has not incurred any debt or liability in excess of taxes levied and to be collected and the money actually available and unencumbered at that time in the DHFD general fund, except for those liabilities as prescribed in the A.R.S and that the DHFD complies with Arizona Revised Statutes.

ARTICLE XI – FILLING BOARD OF DIRECTOR'S VACANCIES

The BOD will follow the procedures outlined in the Arizona Revised Statutes for filling vacancies on the BOD. In order to fill the vacancy with the most qualified person available until an election is held, the BOD will distribute and publish a notice of the vacancy, the procedure, and any application form.

ARTICLE XII – AMENDMENTS

Amendments to these By-laws may be proposed in writing at any regular or special public meeting of the BOD. Amendments shall be adopted by an affirmative vote of a majority of a quorum of the BOD. Notice of intention to present amendments to these By-laws for adoption shall be contained in the notice of the meeting. Prior to authorizing any amendments, the District’s legal counsel shall review the amendments to ensure compliance with applicable law.

ARTICLE XIII – SEVERABILITY

These By-laws and any BOD’s Policies and Procedures and the several parts thereof are hereby declared to be severable.

ARTICLE XIV – USE OF LEGAL COUNSEL

The Chief, or the Chief’s designee as directed by the Chief, and the Board Chairperson or any Member of the BOD, may contact the legal counsel for the DHFD as deemed appropriate, from time to time. Any contact with the legal counsel shall be reported to the Board Chairperson or to the BOD collectively, on a monthly basis.

ARTICLE XV – CONFLICT OF INTEREST

Generally speaking, a Member of the BOD shall not participate in or take action on any item in which a Board Member’s business or family member has a financial interest. In addition, a Board Member shall refrain from participating in any transaction that would create an appearance of impropriety. It is of utmost importance that the board determine if a conflict of interest exists and in such cases that it does, will disclose the details in writing and file the same in the permanent records of the DHFD. The Board Member shall also declare on the record the existence of that conflict and request the BOD’s opinion on the ability of such Member to be impartial on any and all discussion matters in or around the area of conflict. The member must refrain from participating in any discussion or action that may relate to any subject matter involving or surrounding the conflict of interest.

Members of the BOD may not participate in any action item or in the consideration of any item which involves employment, termination or management of any person related to any member of the BOD. Members of the BOD may not, except under circumstances narrowly defined under Arizona law, enter into a contract to provide services, materials or equipment to the DHFD that requires compensation by the DHFD.

Adopted on this 15th day of July, 2015

By;

John Hayes, Chairman

John Hayes 7-15-15

Brad Shelton, Clerk

Matthew Espinoza

Matthew Espinoza

Judith Moore

Judith K. Moore

Char Beltran

Char Beltran

Duly Notarized:

Subscribed and sworn to before me in the County of Mohave, State of Arizona

this 15 day of June, 2015

William C Gardner

Notary's Official signature

5-16-17

Commission Expiration

