

## RECORD OF PROCEEDINGS

### MINUTES OF A REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF THE FOOTHILLS FIRE PROTECTION DISTRICT HELD June 16<sup>th</sup>, 2009 (Tuesday)

A regular meeting of the Board of Directors of the Foothills Fire Protection District (referred to hereafter as "Board") was convened on Tuesday, June 16<sup>th</sup>, 2009 at 6:30 P.M., at the Mount Vernon Country Club, 24933 Club House Circle, Golden, Colorado.

The meeting was open to the public at 6:35p.m. And a quorum was established.

#### I. ATTENDANCE

T. J Carney-Board President  
Richard Bartlett-Board Treasurer  
Patrick Smith-Board Secretary  
Brad Danek-Deputy Chief

Jeanette Kehoe-Business Manager  
Murry Wynes-Firefighter  
Bob Schwartz-Firefighter

#### II. ADMINISTRATIVE MATTERS

##### A. Approve Agenda

Director Courim was excused for the meeting and Director Close anticipated joining the meeting via cell phone but we were unable to establish phone contact. He was also excused. **Motion to approve with changes by Smith and seconded by Bartlett, passed 3-0.**

##### B. Review and Approve Minutes of the May 19<sup>th</sup>, 2009 Regular Meeting

**Motion to approve by Smith seconded by Carney, passed 3-0.**

#### III. COMMUNITY FEEDBACK

Presentation by Alpine Rescue

Director Carney suggested the discussion be moved to July as no Alpine members were in attendance and Board members Courim and Close planned to ask questions during the presentation.

Board letter to community

Pending the schedule of Director Carney he planned to have the final review of the letter available for the Board and public shortly. The draft would be sent to Manager Kehoe as well.

Our auditor Marc, James & Associates PC presented the audit for the District and Board review. In general no significant findings were found in the audit.

Some recommendations and material entries were established to meet various audit rules. Twenty three thousand three hundred fifty seven dollars and seven cents was related to a closing entry for amounts received in December 2008 and paid in January of 2009. The State of Colorado finds the entries acceptable. In the future, billing will be designed to be completed so that accounts payable are paid by year end as much as possible.

The auditor recommended we add a Management Discussion and Analysis section of the report for requirements of GASB. While apparently required it appears no consequences exist for not having the section in the document.

The auditor is reviewing expenses for the Rainbow Hills station and response fees in item eight (8). The entry of fifty five thousand one hundred and three dollars is apparently from a previously expensed budgeted item in a prior year and spent in the following year. This was being researched before the final amount was submitted. It was recommended clear details be provided to advise taxpayers the obligations were budgeted though paid in the subsequent year. The auditor planned to work with Bartlett to remedy any questions and entries so the final audit could be submitted to the State.

**Bartlett moved to approve the acceptance of the audit pending amendments and corrections prior to submission to the State. Smith seconded the motion which passed 3-0.**

#### **IV. LEGAL MATTERS**

##### **A. Review of FLSA rules regarding exemption**

Linda Alexander provided guidance regarding wage and hour obligations for fire departments with fewer than five (5) “firefighters.” These organizations with less than five firefighters have complete overtime exemption for firefighters.

FFPD operates with three firefighter employees and it is possible to have even more flexibility if an employee has twenty percent or less in firefighting duties. This employee would then not be classified as a firefighter as they have duties to manage. Five or more employees would likely qualify under an executive exemption assuming for example manager Kehoe was a “professional” status and not firefighter.

A shift program for firefighters may provide further benefits or complications depending on how the system is implemented.

##### **B. Review of information from Mountain States Employers Council on contract question**

Linda Alexander provided further comment regarding the current contracts of the paid staff. According to the opinion the District has no legal duty to have a contract with employees. Director Smith asked if these types of contracts were the norm in fire departments. Attorney Alexander stated that it was not unusual to have employment contracts. Some conflicts exist within the documents regarding contract and at will status of employees.

#### C. Summary of “e-meeting” recommendations

Per our Attorney Alexander, anytime three or more Board members discuss public matters this is considered an open meeting and open to public records. It is best not to reach this point. Email can be sent from one individual member of the Board to another and/or one on one discussion face to face can occur as well. It is possible to include others if they desire to be included in the discussion though it is likely these may be open to public access.

It is possible that if the email notes were verbatim within the document from other members of the Board this may also be “plumbing the well”. Straw polls were not allowed as well. Attorney Alexander felt “plumbing the well” would be open to public records disclosure and a straw poll is not allowed as this is a dialogue between parties. To summarize, having one on one meetings are allowed even to help move issues along in a meeting. However, once a quorum of members is reached of three or more in any forum the public access is mandated.

As Director Courim was not in attendance and the structure committee has not met yet regarding possible modifications in the structure further discussions will be held at the next meeting. Attorney Alexander provided additional input regarding the structure. Director Smith asked if having a volunteer chief was the norm in volunteer departments. Attorney Alexander suggested that it was unusual to have a volunteer Chief supervising paid staff. In some organizations the CEO would report directly to the Board. Unfortunately, the Chief may then have challenges of not being able to supervise the operational paid group which increases conflict. This is the situation the District faced under the prior structure.

In addition, the membership votes each year on a new Chief which eliminates any consistency in leadership and increases frustration of paid staff as the direction of the department changes frequently. To increase the continuity in the fire departments most departments have a paid Chief to provide better clarity and leadership.

#### D. No-Man’s land update

First, the approximately four (4) acres that was shown on the map in our District which has always been Evergreen Fire District taxable property was corrected by Jefferson County by updating the legal description.

Chief Danek stated he has sent a letter to the Dispatch center of Jefferson County regarding improved dispatching using the appropriate mile markers. It is apparent that the County is working with older CAD software that makes it more difficult to tone to the exact location. The dispatchers have the manual information for the Foothills Fire District though turnover in the dispatchers does increase the risk of not being toned correctly. Since the letter and discussions have commenced Chief Danek felt about ninety five percent (95%) of the calls toned in the area were correct.

Per the Denver Mountain Parks agreement the area to the North of the District and North of Clear Creek was not in our District. Mutual aid agreements exist to help respond in that area with Golden Fire.

The Mount Vernon and Clear Creek Conservancy properties appears to be within the Foothills Fire Protection District and the Board is pursuing information to determine if these properties were already included and just not recorded at the County or if proposals need to be made to the County and landowners to include them in the District. Attorney Alexander planned to review the Metro District arrangements to help determine if the properties are included in the District fire protection agreements.

Chief Danek would support keeping the No Man's land north of the District to Clear Creek as any fire in that area would certainly risk life and property in Foothills District. By maintaining fire protection for the area quicker attacks could be maintained to help reduce risk to the District. Several financial programs exist to help the District in the event of a large event or fire in the area. State, Federal, and local personnel and financial resources exist to help the District in a large scale fire or catastrophe. Some of the land in the area is Jefferson County Open Space and agreements should be reviewed with them as well.

Manager Kehoe plans to let the IT department at the County know that we are interested in pursuing inclusion of various parcels included on the map and are determining whether legal arrangements already exist. The Board may need to take further action to include property within the District.

Director Smith inquired to whether or not all the contracts have been located and if we were missing any contracts. Attorney Alexander stated she had received the prior attorney files and was reviewing them. In addition, a final recommendation on any deficiencies in contracts would be provided to the Board once completed. If any contracts were missing the plan is to get updated executed contracts for Board review.

## V. DEPARTMENT ISSUES

### A. Update by station/apparatus project work groups

Director Smith asked if the maintenance schedule created last summer was being followed. Chief Danek stated this was being done. In addition, it was better to have West Metro complete the preventative work and then certify pumps on the apparatus as they are scheduled. Apparatus 560 is being completed now.

Director Carney asked if the new numbers had been completed. Chief Danek stated the numbers have been ordered. Director Smith asked how much money was being spent to replace and placard the trucks with the new numbers. Chief Danek stated five hundred dollars (\$500).

### B. Business Manager and Fleet Status Report

The Business Manager provided the report including grant updates, call volume, response billing declines due to lower billable calls, and that she was still learning some of the systems. Director Carney asked when the identification cards would be complete. The identification cards were expected this week.

### C. Chief's Report and SOG approval

Chief Danek provided his report and asked for input and questions. Director Smith asked what the plan was to increase the amount of Driver operators on the department especially considering the new rescue and possible additional engine. Chief Danek stated firefighter Ahern was planning an EVOC class in July or August and that Foothills was partnering with Genesee to complete pumping, engineering, and driving training. The membership is not required to be driver operator though some departments mandate this after two years (2) on the department.

Additionally, Director Smith asked what plans were in place for recruitment. Chief Danek stated currently five (5) applications exist for new recruits for next year and Lieutenant Stacjar solicited approximately eight (8) new applicants at the pancake breakfast. Chief Danek felt it would be best to work toward a 24/7 coverage by paid staff to be supplemented with volunteers. In addition, Chief Danek felt it imperative that the Chief should be a paid position to resolve many of the conflicts on the department.

Director Carney asked the two volunteers Wynes and Schwartz why more driver operators are not on the department. Firefighter Wynes stated that generally someone responds to drive but it is a big responsibility. Firefighter Schwartz stated some people are afraid to drive the larger trucks.

At 8:49 p.m. the tape recorder malfunctioned and no tape recording exists of the remainder of the meeting.

Chief Danek asked the Board to approve the SOG's as written on the website and included for member review. The Chief felt either way he "would take heat" for having the SOG's approved but he felt he needed to get these completed as soon as possible to help reduce the risk to the department and improve Safety.

**Director Bartlett moved to accept as written and Director Carney seconded.**

In discussion Director Carney stated initially that the membership should be made aware that the Board will be considering a final approval of the SOG's at the July meeting and considered deferring the motion. Chief Danek felt that most of the members are not qualified to make decisions on the SOG's as they are specialized and operational in nature. This was not how his current paid department implements SOG changes on the department. The only thing that members have a say in is the specific issues that impact them like incentives, and pay.

Director Carney asked if SOG's were to be modified in the future how this would be done. Chief Danek felt that ten officers researched the SOG's thoroughly and they are consistent with the Employee Handbook and Rules and Regulations. Officers would create changes as needed and issues could be presented directly to the Board as needed. This would expedite the process. In the past every member had a say in the SOG's which delayed the acceptance process.

No red line copy is possible from former Chief Zoril as to which SOG's were changed or modified. Chief Danek was against delaying the approval until July. Director Smith was at the previous member meeting where the membership read the first reading of the SOG's. In last month's Board meeting Director Smith provided the detail as to the officers mandating that the SOG's would be read twice prior to submission for approval by the Board. It is Director Smith's position that this was not done based upon review of member minutes.

**Director Carney asked for a role call vote to approve the SOG's as written:**

**Director Bartlett Aye**

**Director Carney Aye**

**Director Smith Nay**

**SOG's were approved as written and passed 2-1.**

D. Status Report from the Auxiliary

Director Smith stated he had submitted a grant proposal at TCF Bank that was accepted and TCF Bank will be donating one thousand dollars (\$1,000) for auxiliary needs. Director Carney had preliminary estimates from the pancake breakfast of approximately eight hundred and three (803) people attending and

grossing approximately eleven to twelve thousand dollars (\$11,000-\$12,000). Both numbers may be records.

Chief Danek and Manager Kehoe stated that within about two to three weeks of the breakfast we did not have many auction items and Director Smith took the initiative and dramatically increased the number of auction items to make the auction a success. Director Carney thanked all for their help and stated he asked the auxiliary to help solicit anyone that would still be interested in bidding on the second certificate he donated. Director Smith stated the help on Saturday was the earliest he had ever seen in his years at the breakfast and that many people helped to set up and everything was ready early afternoon on Saturday. On Sunday most everything was cleaned up and removed shortly after the breakfast. The recruits were a great help.

## VI. FINANCIAL MATTERS

### A. Investment options for District funds.

Director Bartlett stated that in the service plan approximately two hundred and forty thousand dollars (\$240,000) was held in reserve for the District. Two hundred fifty thousand dollars (\$250,000) could be held to meet the investing needs of the proposal. Funds could be invested in shorter term Certificates of Deposit and/or government treasuries notes or bonds. The State of Colorado does give flexibility to Special Districts to invest in Colorado financial institutions and banks. First Bank, Citywide, Evergreen Metro District holdings, Credit unions, and Evergreen National were additional banks Director Carney mentioned as possible considerations for investing the money.

Director Smith felt it might be appropriate to establish an investment policy to serve the needs of the District. No agreement was reached on the matter.

**Director Smith motioned and Director Bartlett seconded to invest up to two hundred and fifty thousand dollars (\$250,000) in to up to four (4) banks with no more than one hundred thousand dollars (\$100,000) in any one bank and that each bank would be FDIC insured. Passed 2-1 with Carney dissenting.**

### B. Review and approve Payment of Claims through the period ending June 16<sup>th</sup>, 2009 for Operations.

A bill for Sun Trust of fifty seven thousand one hundred eighty three dollars and forty nine cents (\$57,183.49) which had already been budgeted and the final lease payment on the 580 apparatus, Plumbing and Heating expenses to Major for the Rainbow Hills remodel of six thousand five hundred thirty two dollars and eighty seven cents (\$6,532.87), three thousand ninety nine dollars and sixty six cents (\$3,099.66) for Marc, James and Associates for the audit, and the four thousand nine dollars and ninety five cents (\$4,099.95) for the pending May billing from

Power Corp be approved. Additionally, the four thousand seven hundred twenty dollars and fifty six cents (\$4,720.56) for the Av-Tech headsets was approved prior to the Board change to two thousand five hundred dollars (\$2,500) for Board approvals and within the former Chiefs authorization.

Director Smith asked if the hourly rates for the electrician were reasonable. Chief Danek determined that the wages the electrician was charging was approximately forty three dollars per hour (\$43/hour). Typical rates for comparable work upon his research was anywhere from sixty to eighty dollars (\$60-\$80) per hour.

**A motion was made by Director Smith to approve the billed items as stated and seconded by Director Bartlett and passed 3-0.**

C. Approval of Purchase Requisitions for Department Supplies and Equipment

No requisitions were made though a discussion to approve the Padraig item of nine hundred thirty five dollars and four cents (\$935.04) was discussed. The Board in February 2008 approved keeping the contract open for Firefighter Ahern through 2008 and the billed charges were within the scope of the contract. Director Smith asked why such a long delay in producing the receipts and Manager Kehoe stated he was finally able to organize the receipts for payment.

**While the amount was not over the Board imposed limits, Director Smith motioned to approve the expenditure and Director Bartlett seconded. The motion passed 3-0.**

D. Review of accountant's performance

Serious issues of timeliness and follow up apparently exist between the accountant and the Board. Various issues related to payroll and the handling of accounts is not meeting expectations of the Board. Manager Kehoe recommended having Sharon handle the accounts. The Board was assured by the accountant that the problems of timeliness and follow up would be resolved from the recent RFP. Various pay stubs and May's salary items were not included for paid staff.

Director Carney proposed that a letter be drafted by him with contributions from Manager Kehoe describing the deficiencies and demanding a full explanation as to the deficiencies with a deadline of response of July 1<sup>st</sup>, 2009. The matter was also being added to the July agenda.

## **VII. New Matters**

A. Posting of meetings at Rainbow Hills

Manager Kehoe felt it would be worthwhile to post meetings at Rainbow Station rather than Mount Vernon Station. Public meeting postings would continue to be placed at Lookout Station and in Idledale Post Office.

**Director Smith made a motion to post public notices at the Rainbow Hills station rather than Mount Vernon Station and Director Bartlett seconded. The motion passed 3-0.**

B. Retirees & Firefighters Appreciation schedule

Director Carney was asked if he found any more information from three past Board members regarding the incentive issue for retirees from 2003 and only one Board member even remotely thought it might have been discussed. Attorney Alexander stated that rules impacting the District and members were likely applicable at the time and would verify the precise rules and effective date of these policies. These rules apply to present situations too when giving incentives, gift certificate, plaques, and other monetary rewards and a W-2 withholding document must be completed for the member when this is done. Apparently these rules and consequences for accounting to the District and the members were not discussed with the policy change by the Board in 2003 as they are not reflected in the minutes. The tax rules apparently do not consider providing a W-2 for items such as fruit baskets. It was agreed to table the issue until July.

## **VIII. Executive Session**

A. Proposed executive session to discuss employment contracts

**Director Carney made a motion to go into executive session at approximately 10:10 p.m. and seconded by Smith passed 3-0.** Linda Alexander, Board members Carney, Bartlett, and Smith were in the session. Chief Danek and Manager Kehoe were in the early portion of the meeting and dismissed from the meeting after providing their information.

The Board returned from executive session after discussing employment contract issues at approximately 10:32 p.m.

## **IX. Adjournment**

**A motion was made to adjourn the meeting at approximately 10:33 p.m. by Smith and seconded by Bartlett, passed 3-0.**

Next regularly scheduled Board meeting is July 21<sup>st</sup>, 2009.

**The following Directors have reviewed and acknowledged the minutes:**

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**Dick Bartlett**

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**T. J. Carney**

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**Steve Close**

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**Julie Ann Courim**

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**Patrick Smith**