

RECORD OF PROCEEDINGS

MINUTES OF A BOARD MEETING OF THE BOARD OF DIRECTORS OF THE FOOTHILLS FIRE PROTECTION DISTRICT HELD September 21, 2010 (Tuesday)

A meeting of the Board of Directors of the Foothills Fire Protection District (referred hereafter as "BOD") was convened on Tuesday, September 21, 2010 at 6:30 P.M., at the Mount Vernon Country Club, 24933 Club House Circle, Golden, Colorado.

The meeting was opened to the public at 6:30 p.m.

I. ATTENDANCE

Patrick Smith-Board President	David Geraldts-FFR
Julie Ann Courim-Vice President	David Stajar-Self
Richard Bartlett-Treasurer	Tom Darr-FFR
David Robinson-Secretary	Craig Moilanen-FFR
Steve Close-Assistant Secretary (excused absence)	Laura Kilpatrick-Self
Linda Alexander-Legal Counsel	John Kilpatrick-Self
Christina Griggs-Gemsbock Consulting	Evan Lipstein- (Legal Counsel for Kilpatrick)

II. ADMINISTRATIVE MATTERS

Director Smith called to Order at 6:30

A. Approve Agenda

Proposed addition to Agenda of: Legal Matters paragraph E, discussion of proposed severance pay to John Kilpatrick; New Matters paragraph C, Gemsbock Consulting review of payroll and contracts of FFPD; and Financial Matters paragraph D, 2010 Financial Audit.

Motion to approve as amended by Director Bartlett and seconded by Director Courim passed 4-0

B. Approve Minutes of August 17, 2010 Regular Meeting

Motion to approve by Director Bartlett and seconded by Director Courim, passed 4-0

Approve Minutes of August 30, 2010 Special Meeting

Motion to approve by Director Bartlett and seconded by Director Courim, passed 4-0

Approve Minutes of September 7, 2010 Special Meeting

Motion to approve by Director Bartlett and seconded by Director Courim, passed 4-0

III. COMMUNITY FEEDBACK

None presented

IV. LEGAL MATTERS

- A. Motion to enter Executive Session for the purpose of receiving legal advice from legal counsel on specific legal questions related to the investigation of the actions of the former Fire Chief and the request by John Kilpatrick for reconsideration of the Board's action on August 30, 2010, as authorized by Section 24-6-402(4)(b), CRS.

Motion to enter Executive Session by Director Courim and seconded by Director Bartlett, passed 4-0

Moved to Executive Session at 6:42 p.m.

Attendees:

BOD

Linda Alexander -Legal Counsel

Christina Griggs-Gemsbock Consulting

Brian Zoril-Acting Chief FFPD

Reconvene BOD meeting at 8:10 p.m.

- B. John Kilpatrick's request for reconsideration of personnel action of August 30, 2010.

Director Smith advised Kilpatrick that he was on the agenda. He said it would not be a hearing as Kilpatrick had not made a request for a hearing. He asked Kilpatrick to present the information he had for reconsideration.

Evan Lipstein, Counsel for Kilpatrick said they have given a letter to Linda Alexander as quickly as possible because they wanted the BOD to know their position short of launching a court proceeding. This they said was because there is a 30 day limit on beginning a court proceeding to overturn the BOD decision. Lipstein said they have given us the letter and have plenty of time to discuss it. Lipstein said he didn't think there was much he could add to the letter today, what he wanted to do was have John Kilpatrick available for any questions.

Director Smith asked if they wanted to provide any information to us other than that provided at the August 30th meeting.

Evan Lipstein said he had not had the opportunity to review the minutes of the August 30th meeting, but Mr. Kilpatrick's recollection of that meeting are that some of the comments by T.J. Carney are not accurate.

John Kilpatrick said T.J. Carney had stated that during our negotiations for my employment that benefits were not discussed, this is not accurate. John said they discussed benefits at length. He said they discussed the pension, days of vacation, days of sick leave; the fact that there was a health insurance benefit available, and the potential use of a vehicle. He said they had a two hour meeting, salary negotiations took at most the first 10 minutes, and the rest of the meeting was a discussion of the terms of employment including benefits.

Director Smith asked if there was anything else.

John Kilpatrick said he was waiting for the BOD's decision on the request for reinstatement.

Linda Alexander said the meeting minutes were approved tonight and there was a copy available to Kilpatrick. She said Kilpatrick had also requested files of the meeting recordings and offered a copy of those recording on a thumb drive.

Director Smith again asked if there was anything else to offer by John Kilpatrick.

Evan Lipstein said that absent the minutes and the recording they had nothing more at that time.

Director Smith asked if we could have a summary report by Gemsbok Consulting.

Christina Griggs said they had reviewed timesheets, e-mails, BOD meeting minutes, handbook SOG's rules and regulations. In summary what they found was unauthorized expenditures totaling \$6,144.75.

John Kilpatrick asked if they had a breakdown on that amount.

Christina Griggs responded that \$3,773.25 was for staff overtime pay, the remainder was paid health benefits to John Kilpatrick.

Linda Alexander said Gemsbock should provide a written report to the BOD and to John Kilpatrick. The report should include the policy that was reviewed as well as the dollar amounts.

Director Smith asked Kilpatrick to review the material and find information that he could provide to the BOD that he felt is contrary to what has been presented. Smith said he had not heard anything that would compel me to change the action that was taken by the BOD on August 30th. The BOD requested Kilpatrick to present any additional information in a written response to the BOD within 10 days.

Evan Lipstein said they had time constraints and will need to file with the District Court by September 29. He said it doesn't seem like there will be enough time between then and September 29th to review all the information and respond. It may mean that we will have to file with the District Court.

Linda Alexander said the issue before the BOD is if you wish to make a decision tonight for reconsideration of termination.

- C. Possible BOD action for reconsideration of personnel decision of August 30, 2010.

A verbal polling of the BOD members indicated no Director was in favor of making that decision at this time.

- D. Possible BOD action for termination of CPA services.

Motion to table this item by Director Smith, second by Director Bartlett, passed 4-0

- E. Review of severance pay for John Kilpatrick

Director Smith said we made a motion at August 30 BOD meeting that John Kilpatrick would receive two weeks of severance pay. He asked counsel if FFPD is obligated to provide two weeks' severance pay?

Linda Alexander said there is not an employment contract and that the offer was made based on the recollections of T.J. Carney, and the e-mail correspondence concerning employment makes no mention of severance pay. From a general law perspective, she said, there is no law on that topic.

There was a discussion that without knowledge of all of the facts from either the report by Gemsbock Consulting or conversation with T.J. Carney concerning any verbal commitments that may have been made the BOD felt that this issue should be held open pending receipt of this information.

Motion to table this item by Director Smith, second by Director Bartlett, passed 4-0

V. DEPARTMENT MATTERS

A. Station Updates

Acting Chief Zoril said the Rainbow station equipment bay addition is progressing with design. Signatures will be required for a minor change request for color selections. All other stations have no updates at this time.

B. Fleet Status Report

All of the vehicles are in service.

C. Approval of purchase of equipment for Engine #5.

Acting Chief Zoril presented three purchase requests for the equipment that totaled \$36,000, which is less than the \$40,000 preapproved limit.

Acting Chief Zoril presented a purchase requisition of \$6404 for the purchase of four radios. He said our radios will be obsolete by 2013, therefore he proposed to purchase these radios that are field adjustable to be utilized for various different functions.

Motion to approve by Director Bartlett, second by Director Smith, passed 4-0

Acting Chief Zoril said we also need to replace two existing radios that are not working. Total cost of \$5,000. He asked if it was possible to utilize money allocated to equipment maintenance for these purchases?

**Motion to approve by Director Smith, second by Director Bartlett,
passed 4-0**

D. Chief's Report

Acting Chief Zoril attempted to contact Lookout Mountain Water District twice concerning the question raised at the previous BOD meeting. He said he has been unable to get an answer from LMWD as to the intent of the requirement for PRV's at the hydrant.

Director Robinson will contact LMWD to discuss.

There was a discussion concerning the proposed volunteer incentive program. Zoril asked if there is an allocation of money in next year's budget for this program. He also asked if we have any kind of example of an incentive program from other jurisdictions which we could use as a guide?

Linda Alexander said we have several examples that she could share with us.

Acting Chief Zoril said he would like to fund two more people to travel to the manufacturer's for inspection testing of new Engine #5. He said we can decide at the next BOD meeting when we have a defined schedule.

E. Report for Auxiliary

The publication of the Firefly will be postponed until first quarter of next year.

F. Station Committee update

Foundation engineering is progressing with the soils testing to be completed next week. Cost tracking is beginning now that we are underway with the project.

The BOD is very appreciative of all of the volunteer effort that has brought this project to reality.

VI. FINANCIAL MATTERS

A. Payments through September 21, 2010

Acting Chief Zoril presented checks for payment to:

1. Genesee Fire Protection District, \$5,136
2. Fire Truck Chassis payment, \$163,094 (preapproved)
3. Rocky Mountain radio payment, \$2,500

4. Fleet Maintenance, \$4,082

Motion by Director Smith to approve, second Director Bartlett. Motion passed 4-0.

B. Budget and long term plan update

Acting Chief Zoril provided draft copy for review.

C. 2010 Financial Audit.

Motion by Director Bartlett to allocate \$6,500 for 2010 audit, second by Director Courim. Motion passed 4-0.

VII. NEW MATTERS

A. Exclusion of the CDOT property.

Director Smith opened hearing for public comment for exclusion of the CDOT property from the FFPD boundary. Hearing no public comment Director Smith closed hearing.

Motion by Director Smith to accept exclusion, second by Director Bartlett, Motion passed 4-0.

B. Candidate search for position of Fire Chief.

Acting Chief Zoril states that he will fill the role of Fire Chief until December 31, 2010. Discussion to begin search in the near future.

Motion to approve search by Director Bartlett, second by Director Smith, passed 4-0

C. Update from Gemsbock Consulting

Gemsbock Consulting will provide a written report by month's end.

D. Genesee FPD open house.

Discussion, Genesee FPD is having an open house. At the open house they provide free flu shots for their members. Genesee FPD will bill FFPD for any FFPD members who have flu shots. Discussion was to provide all FFPD employees and members with flu shot at the expense of FFPD.

Motion by Director Smith “provide payment for flu shots for all employees and members of FFPD for the year 2010 to a maximum of \$30 per person,” second by Director Courim, passed 4-0.

VIII. EXECUTIVE SESSION

- A. Motion to enter Executive Session pursuant to Section 24-6-402(4)(f), CRS, for discussion of a personnel matter related to the District's two paid employees, who were previously informed of the meeting. The personnel matter involves more than one employee and none of these employees have requested an open meeting. Lt. David Gerald and Capt. Craig Moilanen are requested to meet with the Board of Directors in Executive Session.

Motion to enter Executive Session by Director Robinson, second by Director Smith, passed 4-0

Moved to Executive Session at 9:32 p.m.

Attendees;

BOD

Linda Alexander -Legal Counsel

Brian Zoril-Acting Chief FFPD

Lt. David Gerald FFPD

Capt. Craig Moilanen FFPD

Reconvene BOD meeting at 10:50 p.m.

Discussion: Director Bartlett and Acting Chief Zoril to gather information on medical benefits plans for employees.

- B. Motion to enter Executive Session pursuant to Section 24-6-402(4)(f), CRS, for discussion of personnel policies related to staff benefits and payroll with Acting Chief Zoril that do not require the discussion of matters personal to particular employees.

Motion to enter Executive Session by Director Smith, second by Director Robinson, passed 4-0.

Attendees;

BOD

Linda Alexander -Legal Counsel

Brian Zoril-Acting Chief FFPD

Reconvene BOD meeting at 11:16 p.m.

Motion, to rescind the verbal policy of the September 15, 2009 BOD Meeting and the BOD will review pay for exempt personnel, by Director Smith, second by Director Bartlett, passed 4-0

IX. ADJOURNMENT

Motion to adjourn by Director Smith, second Director Courim. Motion passed 4-0.

BOD meeting adjourned at 11:18 P.M.

Next regularly scheduled Board meeting is October 19, 2010.

The following Directors have reviewed and acknowledged the minutes:

Dick Bartlett

Steve Close (excused absence)

Julie Ann Courim

David Robinson

Patrick Smith