

WFPA BOARD MINUTES FOR 2/12/2011

9:00 a.m. Meeting was called to order by President John Horvat.

All Board members were in attendance.

President's Report: John said that he was going to open up the meeting to audience participation due to a number of items that are critical to the community. He then read from Robert's Rules of Order. This is not an open meeting, so don't just jump up. Please wait to be called upon.

Secretary's Report: Read and accepted.

Treasurer's Report: Read and accepted.

Motion 021211a To recommend approval to engage accounting services for the WFPA through Lou DiMuro of 'Your Source Accounting'.

1. Engagement provides a third party layer of diligence, reporting and a backup of financial reporting to the WFPA.
2. Accounting firm will work with the Treasurer, will separate certain duties but will be responsible and report to the Board.
3. Service will include all quarterly and annual payroll reporting, ensure compliance with federal and state requirements.
4. WFPA payment of annual Quickbooks Payroll subscription fee of \$249 will no longer be necessary and will partially offset the \$960 annual cost to a net cost of \$60 monthly

Paul Nies: What are Lou's qualifications?

Greg Stava: Lou has been doing this for six years. He has worked with Roger Nusbaum in his business. Lou could take on the WFPA's tax filing.

Mark Keegan: Would this be on a month to month basis or a contract?

Greg: We can contract or go month to month. Lou is willing to go month to month for up to twelve months.

Mark Keegan: What do you recommend?

Greg Stava: Month to month.

Bill Loughrige: This is a great way to transition from year to year as Treasurers change.

Motion Passed 6 - 0

Fire Chief's Report: Read and accepted. Chief Bob Loughrige thanked everyone who had been helping at the fire station by putting hose and other items on the trucks. Bob reported that there was one call in January & that was a call from the Sheriff's office for back up on a domestic violence call.

Chief Loughrige asked for Walker area volunteers to attend a free Forest Service school for class 130, a basic training course, and a paid school for class 131 which is a firefighter I class.

Marsha Smades: How many firefighters are pack test qualified?

Chief Loughrige: There are 24 folks on the roster. The pack test is scheduled for next Saturday, Feb. 19th. Another one may be held later.

Marsha Smades: How many are qualified right now?

Bob Loughrige: There are 24 on the list.

Paul Nies: Last year we had the firefighters doing the pack test see their Dr. and get permission before doing the pack test. Last year the WFPA paid for the physical if a firefighter could not afford it.

Greg Stava: Would this be like a Class I physical?

Paul Nies: Exactly. We wouldn't need to do a physical like we do [Chandler F.D.] that involves a structure fire, but I don't want to see someone collapse partway through the test because they didn't check with their Dr.

Chief Loughrige: We have a medical form they have to fill out that has 30 questions in all. We check their hearts before they start [the test] and we check their hearts at the end. Having a physical will not prevent a cardiac event from happening while they're there. There's a disclaimer and a medical form that they have to fill out and that's what we have been doing. This is a strenuous test and not something to be taken lightly.

Greg Stava: Suggested that the Board pay for physicals for those who can't afford it and who want it.

Chief Loughrige: That's fine, we can schedule another pack test at a future date.

Agenda Item - Bob Neberman: Read a prepared letter directed to the Board that discussed conflict resolution, compromise, and community safety; a lack of agreement on the leadership aspect of the organization; and the implementation of base line standards for a Fire Chief including education, training and experience. Concerned community members are unsatisfied with the education, training and experience the current chief brings to the table. Those who left the organization would return with the appointment of an experienced leader possessing the appropriate credentials.

Motion # 021211b Requiring a revision to the Walker Fire Protection Association Articles of Incorporation as written.

Corporate Amendments: Discussion;

Shawn Murphy – Committee Member – Many who are criticizing the Committee's actions were asked to participate, but refused. I researched nine different websites including Robert's Rules of Order. The ratios and numbers arrived at came directly from Robert's Rules. The Articles are forty years old and needed updating.

John Horvat – There were two very eminent attorneys and community members, Bob Corbin and Bill Curosh on the Committee helping us.

Betsy Bykerk – Who are voting members of the community?

Mark Herrin – Committee Chair – Voting members are addressed in the By-Laws not in the Articles of Incorporation.

Bob Neberman – Table a vote on the Articles until the By-Laws have been approved by the community.

Shawn Murphy – Robert’s Rules state that Articles and By-Laws are tied together and must complement each other. The attorneys on the Committee provided legal advice to the effect that it is necessary to change both the Articles of Incorporation and the By-Laws.

Bill Loughrige – Made a motion to accept the changes to the Articles of Incorporation as written. Motion was seconded by Terry Piske.

Call for Board Discussion:

Mark Keegan – Requested a definition of the service and voting members. He also disagreed with the three mile radius of service. Read ARS 10-11-030 that states that the Board of Directors can’t make changes to the Articles on its own.

Bill Loughrige – Per our By-Laws, members are not entitled to vote on the Articles of Incorporation. The new Articles allow for the community to vote on them.

Mark Keegan – Said he believes that members have the right to vote on the Articles based upon the statute that he just read.

Kristi McFarlan – community member – If the By-Laws don’t say that members can’t vote, doesn’t it then revert to State law?

Bob Corbin – Committee Member – community member – The Board can make the decision to amend now under the current Articles of Incorporation. We are trying to change them so that you do have a voice.

Mark Herrin – Committee Chair – community member – Read from the current Articles of Incorporation that state that the Board can amend the Articles of Incorporation. We are trying to have the Articles mirror the By-Laws as stated in Robert’s Rules.

Greg Stava – Let’s submit the amended Articles to Bill Whittington for approval first.

Bill Loughrige – Offered an amendment to his Seconded Motion to call for a vote that stated that the issue should be voted on and then submitted to Bill Whittington for review.

Bob Neberman – community member – Get approval from Bill Whittington before voting on the motion.

Paul Nies – Get input from the community before we vote on this.

Terry Piske – The proposed amendments to the Articles have been posted on the walkerfire.org website for the past month, soliciting comments from the community. I received exactly eight responses back from a community of about 130 full time residents. Eight people who voted no.

Bill Loughrige – I will make a simple motion now and I won't accept the amendment to see Whittington, we'll just make the motion to change the Articles of Incorporation.

Motion Passed 4 – 2

Firewise Task Force

Resolution # 021211d – A resolution to establish a Committee Charter for the Firewise Task Force to facilitate the use of Title III funds awarded to the Walker Community.

Firewise Task Force Committee Charter

Members: Chuck Bowers – Loren Bykerk – Mona Feige (County Lead) – John Ohanesian – Tim McFarlan – Dan Sullivan

Resolution Passed 6 – 0

Fair Labor Standards Act – Bill Loughrige consulted with Attorney Larry Berger who stated that the WFPA does not fall under the Fair Labor Standards Act because we do not engage in interstate commerce. Bill suggests that we Have Bill

Whittington review this matter and allotting Mr. Whittington approximately 5 billable hours for this task.

Greg Stava proposed having Mr. Berger contact Mr. Whittington and expend no more than five billable hours for review.

Bill Loughrige agreed.

Motion Passed - 5 – 0 with Mark Keegan Abstaining

Resolution # 021211c – A resolution to establish a Committee Charter to hire a temporary Consultant as recommended by Yavapai County Supervisor Tom Thurmond, to evaluate the Walker Fire Department training methods, training records, equipment, and to interview and observe the Walker Fire Chief in the performance of his duties, and to recommend enhancements or corrections to the existing firefighter training.

Walker Fire Department Consultant Committee Charter

Members: Bob Curry – Dan Hauck - John Horvat – Terry Piske

Resolution Passed 5 – 0 with Bill Loughrige abstaining

Trucks P-83 and P-85 – Discussion tabled to the March meeting due to a lack of information.

Dumpster Fees – Bill Loughrige – he doesn't have a good enough feel yet from community residents on a partial year fee. Any new subscribers who sign up after July 1st will have a pro-rated fee.

Bob Celaya – Beetle Kill Presentation on March 12th - Dan Sullivan stated that there will be 4 – 5 speakers with a field trip to a beetle kill area following the meeting.

A motion was made to change the starting time for one month only of the WFPA Board meeting to 8:30 a.m.

Motion Passed 6 – 0

Meeting adjourned at 11:05 a.m.

- **Minutes approved as amended**