

WALKER FIRE PROTECTION ASSOCIATION

BOARD MEETING 04/11/2009

Meeting called to order 8:00am by Bob Neberman, President

Other board members:

Dan Hauck, Vice President

Chuck Bowers

Joe Lupa, Secretary

Carol Tocker

Tim McFarlan, Treasurer

Mark Keegan

Also in attendance: Roger Nusbaum, Deputy Fire Chief and Bill Whittington, Attorney

Approximately 52 community members present

President's Report:

Welcome to the monthly WFPA Board meeting. There is a lot on the Agenda today so bear with me. We will try to get everyone's input. I will start with a little background to bring everyone up to date. A few months ago Mark Herrin informed a member of the board that the By Laws and articles of incorporation were not legal and our authority to dispose of assets, change the bylaws and manage the operating account had to have the member's approval by vote. With that notice we elected to seek legal counsel to review our By Laws, Articles of Incorporation, SOP's and draft an agreement for Shari Sumner (known as the dumpster agreement) that defines requirements, liability, terms and exit definitions in the event one party or the other wishes to terminate the agreement. We retained Bill Whittington to review our records and advise what changes were necessary, if any, to be in compliance with our Articles of Incorporation and By Laws. We provided Bill with the existing copy of our By Laws and a copy of our Articles of Incorporation. Those documents were provided to us by prior boards and we have been

administering the WFPA business based on those documents. I am not in possession of any other document nor do I know of any other document that supercedes or reflects that any other document has been passed by the Board that is a legal description that directs the Board to conduct business in any other manner than our current practices. Per our By Laws Article XI Section 1 “The bylaws of this association may be amended or revised at any Special or regular Board meeting if approved by four (4) Board members and if the suggested changes have been submitted in writing in advance to the Board of Directors and association members are notified of the change with or prior to the annual meeting notice” which we did by posting the revised By Laws on the Walker Website and sent to each Director. Mark Herrin was also copied by me and he in turn sent the Revised Bylaws out to a select group that is on his mailing list. I sent the By Laws to Mark to get his input. Our Articles of Incorporation are clearly stated, defining our role in administering the WFPA business and its assets. Don’t be fooled by people with their own agendas. If any person has a document that contradicts our current By Laws they should present it today and clear up any question regarding these issues. We acted in the best interest of the community following all procedures within our authority.

On the agenda today; Communications/Central Dispatch, Fire Chief search, Amended By Laws. When we get to the Agenda Items and you wish to participate please wait until you are recognized by the chair person.

Secretary’s Report: The minutes for the Board meeting of March 14th were read.

Motion 41109a was made and passed to accept the Secretary’s report as read.

Treasurer’s Report:

- Our total checking & savings revenue is \$114,309, up \$31,874 from last Month
- Year to date income is \$115,765. Year to date Expense is \$65,873 so our Year to Date net income is \$49,892.
- Compared to the budget, revenue is about \$29,138 ahead and expenses are about \$11,041 to the good, so we are about \$40,180 ahead according to our budget.
- The dues drive is responsible for \$36,425. From 156 donors – averaging \$233.

The previous month’s revenues and expenses were detailed.

Motion 41109b was made and passed to accept the Treasurer’s report as read.

Fire Chief’s Report: In Jill Maisonneuve’s absence, Acting Fire Chief Roger Nusbaum gave the following report:

- There were 2 illegal campfires and 2 abandoned campfires. No Medical calls and 1 power line assist.
- 19 firefighters attended RT130 training as an annual requirement.
- Bud had ordered fire shelters each month to update them and we need 5 more in house at a cost of \$1,630.
- The new communication frequency with Prescott Central Dispatching is up and running.
- ISO rating. Jill did some research and found that current 8b/ 10 rating requires a firefighter receive 24 hours per year of structure training. The only other information we have is a letter from ISO dated 2002 that does not reflect this requirement, thus confusing the issue as to our current ISO rating.

Motion 41109c was made and passed to accept the Fire Chief's report as read.

Old Business:

With the aforementioned change to the communications radios, we are now up and running with Central Dispatch.

Legal review. Bill Wittington is here with us today.

- As mentioned in the opening remarks a request is now made to those present to bring forth any documentation surrounding the By Laws of 2005 that we currently operate under.
- Mark Herrin responded that the 2005 By Laws were put in place by previous By Laws that were not approved - some dating back to 1970. Some of these By Laws gave the Board the authority to change the By Laws and parts of them contradict this authority.
- Mark read some parts of the 1970 By Laws that indicate that any amendments to the articles should be made in a manner provided by law. By law means that the changes are published, recorded, and the Corporation Commission and the IRS knows about them.
- Mark said that the last time that happened was in 1997 which makes the 2001, 2004 and 2005 By Laws in-effective.

- Mark stated that the 2005 By Laws were rewritten in response to the possible formation of a Fire District – at that time.
- Mark said that the public was not involved in these processes.
- Mark prepared to review additional highlighted sections of previous By Laws. Bob Neberman said that we could save some time by having Mark provide those documents to Bill Wittington. We would call a special Board meeting and then review the entire history of these documents.
- Mark said he would provide these documents to Bill but he has a very firm agenda spanning ten years and that is, to get a correct and legal set of By Laws that is written by the community and not by the Board of Directors. Our original documentation up until the last couple of re writes gave the authority to the community. It has been usurped by the Board more and more through the years because they do not want to deal with the rowdy annual meetings. Everything was done at Annual meetings in the past. By Laws changes were done in the past and now the Board does not want to do it that way anymore.
- Mark read a portion of the 1989 By Laws stating that ‘the Board shall carry out the instructions of the membership meetings and shall be the governing body of the Association between those meetings.’ ‘The By Laws of the Association may be amended or revised at any regular meeting by a two thirds vote.’ Mark states that it doesn’t state - by the membership or by the Board. There is too much ambiguity in these By Laws.
- Mark read that ‘As the rules contained in the current edition of Roberts Rules shall govern this Association.’ This is repeated in most of our By Laws.
- Mark read additional similar passages from other years’ By Laws.
- Mark stated that it is not the job of our Board of Directors to demand what we want in this community. It is up to this community to stand forward and say what we want. And that the Board acts according to that.
- Mark stated that he would submit all of the documents he has. Including a copy of a report by the Corporation Commission showing the last published amendments were done in May of 1997. As well as February of 1996.

- Mark states that the By Laws must be rewritten by using the historical data as well as keeping in mind that we are a Volunteer Fire Department and not a Fire District.

Pat Herrin ? (motor noise – hard to hear) is recognized by the chair and asks Attorney Bill Whittington to review the what the By Laws are for.

Bill Whittington states that the By Laws simply develop the structure by which the Board does its business. The draft By Laws that he submitted to the Board for consideration aren't Fire District By Laws, they are Non Profit By Laws. They are typical of what he sees in the non-profit world. They define who's in charge, how meetings are run and how notice is given.

Pat Herrin? – Question to Bill – It also means it defines the power of the Board over the members – is that correct?

Bill: The statutes basically say that the Board of a Non Profit can articulate who has power, but they don't articulate it in the By Laws or the Articles – there are some statutory defaults.

This group, when the Non Profit was developed at the very beginning - there is an article that says specifically that the Board of Directors has the power to amend the By Laws any time they want.

Mark Herrin (out of order) – says to Bill that later By Laws contradict that because it states that the Board is to run under the direction given to them at the end of the meeting.

Bill confirms to Mark that there are contradictions.

Mark interjects again, Bill asks if he can finish.

Bill: When they did the Non Profit provisions in the statute they kinda' went back to the For Profit rules and tried to mirror what they could and changed what they had to. So it kinda' looks like a For Profit corporation in this way – the statute presumes that the Board will make the operating decisions and the membership can remove the board – just like shareholders. And then it goes to a series of defaults. Unless you change things, this is what will happen ie this is how many days notice you have to give for a meeting, who has vote and who doesn't. The statutes give a fall back if you forget to do something. And, your By Laws – over the years have become kind of a mess. But it's not fatal because the statutes throw some defaults at you to save the day if you haven't dealt with an issue.

In your case you have done some basic things, you have said that the Directors have the power to amend the articles in the By Laws, then you adopted some By Laws that said you gotta give notice to the members if you do so. It is ambiguous about that process but it is 'doable'. And so, I have developed a set of By Laws that are intended to mirror what I see most often in the Non Profit world.

Pat asks Bill to go to the current draft - page 9 section 12.

Bill read' it out loud.

Pat says that it sounds like a special Board meeting can be held anywhere in the state, and it can be 4 Board members and only 3 members could vote to throw out the entire set of By Laws with a two days notice. This scenario is given only to highlight the power of the Board where no community voice is present.

Bill responds 'that is absolutely true'. These draft By Laws were intended to meet the minimum statutory requirements and provide the most flexibility. If you don't like that, then you need to change this draft so that you are happy with it in its final form.

Pat states his opinion as to what change needs to be made to this page and section – at a minimum.

Bill says that he looked at these provisions earlier and intended to review it with the Board but has not had a chance. The changes that Pat stated definitely need to be reviewed by the Board.

Pat makes additional statements (repeating himself several times) as to the disparities in these draft minutes.

Mark Herrin is given the floor and states that within the Board, a majority vote by the Board can remove any other member for any reason at any time during the year. Further, the Board can appoint any position – any time they want. However, the community can only recall a Board Member at an Annual meeting. Mark states that NO Board should have that type of authority in a Non Profit organization. And THAT is in the draft of the By Laws.

Discussion of this topic is again bounced back and forth by Pat and two other Board Members.

Bob Neberman states that we have been operating under the current By Laws since 2005 and they state exactly what is currently being discussed about the draft By Laws that you don't like.

Mark interrupts Bob stating that that's not what the history is.

Bob tells Mark to wait until he is finished. Bob continues saying that we can only work off of documents that we inherited and we assume the responsibility. We can only work off of what we have. I don't know what happened in 1970 or 1997 or prior to my tenure on this Board. I got a document that said it was my By Laws. These are what we are to operate under. And that's exactly what this Board has done. You are complaining about something that we had no authority to change or jurisdiction and what we did - is that when we found there was an issue related to what you say is the legality of the By Laws, we immediately contacted 'legal' and asked for guidance. I can't help what

happened in the past. All we are trying to do is set the By Laws straight so everybody in the community is happy and they are legal. We didn't even give him (Bill) input on what to put in the By Laws. We asked him to review them, revise them and make recommendations to us. Not one person suggested one thing in that By Law draft - to Bill. So if you don't like the way we do business, I don't know what other avenue you have. There is nothing in the 2005 By Laws that gives you the authority to vote on process change or By Law changes or any decision we make. There is no vehicle. There is no where it says 'ok' – the community gets a proxy and you get to vote on what the By Laws say. There is no vehicle for you to write in the By Laws. There is no vehicle for you to do anything except come to a monthly or an annual meeting and say ' You know what? – I don't like what's going on.'

Mark states that that vehicle was given to you in 2005 by a Board of Directors that tried to shut out the community – then.

Bob, states that he doesn't know if that is what happened or not. All I have is a document that gives me my guidelines.

Gary Honeycutt is recognized by the Board: He states that he has been on Boards on the past and participated in similar debates. Gary states that he and other Board members have discussed the powers and limitations of a Board with Bill in the past as more pragmatic than community related. A Board exists because there is no Utopian community. Gary questions Marks definition of a what 'community' is. The fact is that in most communities there is a breakdown of 10 % of the people that are active and involved and take the time to inform themselves of what is going on; There is another 15% that are on the fence and are engaged when they feel there is an issue to support – or not. And the rest is a silent majority that don't get engaged in these kinds of debates and stay outside of that. I don't fault them for that – everybody is busy. My caution here is that: 'Representational government exists for a valid reason – to get something done. If you limit so much – the authority of a Board like this, that they have to go out and try to knock on everybody's door to get them to commit one way or another to these things, you'll have a stagnant operation. I've been in the business world for over 30 years and I've seen this happen and it doesn't work.

So while we are debating this – sure, put some limitations such as not allowing an arbitrary change to all the By Laws but don't limit the Board's authority so much that they can't get something done.

The chair recognizes John Horvat. John states that he agrees with Mark that there should be an open public forum. However, some may remember that in a previous Annual Board meeting where Gary was president, Charlie Hyman and Roger Nusbaum put together an overhead of changes to By Laws for discussion and that meeting turned into a mish mash with 100 different opinions. So the Board said OK, let us know what you want. Recognize that I and every other Board member has their phone number and or email address posted in the web site Directory.

After that episode, I never had one question about anything from the public and neither did any other Board Member. So, it is good to ask for public views and opinions but I didn't get them. All I had was the set of 2005 By Laws which I gave to the current President because I did not have anything else to go by. In the present By Laws draft there is no mention at all of the Public meeting laws. I realize that this is a Volunteer group so there is a lot things that we are not subject to. But I think we should have it.

I want to add that in all the other By Laws, the President is an Ad Hoc member of all other committees. With the exception of the nominating committee. I think that the President is the only person that is a liason between the public, the Board and that committee. This requirement should be instilled upon the future president.

The Chair recognizes Larry Messerly. As regards the focus on changes to the By Laws. There have been three annual meetings since the adoption of the 2005 By Laws. It is the responsibility of the community to change the By Laws process either by bringing action at the annual community meeting or by electing different representatives. I submit to you that we have elected Board Members that we trust – or we have not. I think that the community in general trusts the Board members to do what is best for the community and has given them as much flexibility as possible in changing the By Laws as necessary.

The Chair recognizes Dan Sullivan. Dan confirms to Bill that the By Laws are instituted as a guide for the Board. My question is 'If there is a violation of the By Laws or the Articles of Incorporation – is there a statutory penalty?

Bill: The statutes don't set forth a penalty for that however Common Law has addressed it on occasion. The cases that talk about it speak about the fiduciary responsibility of the Board and the ability of the membership or private corporation or shareholders to remove people. On rare occasion - the ability to surcharge the Board members if they cause the Organization money. Suffice it to say that typically, most of

the violations of the By Laws are political in nature. Your primary remedy would be to remove the Board member by vote.

Dan continues: My other comment is on the By Laws. If you go back to when I was President the Original Articles of incorporation in 2001 were voted on by that Board. The problem was that we could not go back to 1989 and verify that the 89 was ever brought before the general public. We assumed - maybe wrongfully so. That's why the 2001 action was stopped. It was suggested at that time by legal counsel that we go back to the beginning and rewrite the entire By Laws with the community input. Counsel also stated that the Board – at that time could effect changes to the By Laws but it was to be brought before the community for feedback at the annual meeting. It did not necessarily say that they had the right to vote on it, nor that they did not. So, from the beginning it was a mess.

Additionally I requested in writing from the Arizona State Attorney General back in September that this Board obtain a letter in relationship to the open meeting law. In an (historical) incident in Walker that the Attorney General got involved, Mr. Steve Twist was the investigator on that case and he issued a written opinion from the Attorney General's office in late 2000 or 2001 that we have to comply with the open meeting laws of the State of Arizona. Recognize that we have received government grants for only government entities, we have government plates on our vehicles and we have government purchase ability at the state level - therefore we have to abide by the open meeting laws. Subsequently I have contacted the Attorney General's office and asked the archives department to locate that letter. They are unable to locate it at this time.

So I have taken it upon myself to write a formal letter to the Attorney General's office as a member of this community to ask for another written opinion.

We operated for 4 years from 2000 thru Spring of 2005 under the open meeting laws. We have a perfect opportunity to change these By Laws at a public forum . We have a meeting set up for the Fire District on April 25th from 1 to 3 PM. I would like to request the Board call a special meeting before that meeting because we will have a public turnout to get some feedback.

Mark Keegan is recognized by the Chair. I am not aware of any meetings that we have had that are not open to the public – are you aware of any?

Dan: No I'm not alleging anything like that.

Mark Herrin reiterates that the current By Laws state that the Board can create a meeting at a moment's notice and do anything they want under the current By Laws.

Mark Keegan Agrees that this needs to be taken care of and this draft of the By Laws has not been set to a vote.

Mark Herrin reiterates that the community needs to have a voice on these By Laws and it will be a problem if everybody gets together to hash it out. But that is preferable to going through 3 to 5 more years of By Laws that were chosen by a Board of Directors that the community did not have a say in.

Mark Keegan agrees again.

Name unknown: A lot of us don't live up here and we don't get communicated as well. Couldn't the Pancake Breakfasts be a vehicle for communication?

Bob Nebermnan states that these meetings are posted in advance. Every conversation that takes place in this room is a matter of record.

Name unknown says we need simple emails that precipitate meetings and issues. Says we need to send out emails

Bob says that we don't send emails, we post it on the website.

Bob: We are all volunteers here. We don't have any money but everything we do we pay for ourselves. I don't have you on an email list. You've never sent me a notice. You aren't included in my 'circle of friends'. Send me an email. We are all volunteers – your asking us to go way out of our bounds.

Unknown states: from a historical perspective he had called up and said he wanted to volunteer to be trained and was told that we already started – call us in six months.

Bob: Well, That's not the case here.

Paul Mason Professional Firefighter. I am appointed to my position. Unless I violate the rules, my community trusts me to do the right thing 24 hours a day. And they trust they have the expertise to do the right thing in their behalf. That is what I hear is lacking in this discussion. There are certainly some procedural issues that need attention. Those are easily fixed. You have a very competent Attorney here. I think you should put some trust in him. But, If I had to answer for every decision I make day to day, and I am a member of the senior staff of a community of 250, If I had to answer to the constituency as a whole – even quarterly we wouldn't, couldn't do it. When we brought County islands in, these individuals wanted the protection of fire and EMS and yet they were not willing to bring up the standards in their community to protect firefighter safety but it was the will of that community. It was a difficult decision as to how to proceed. Bob, you are right – you are all volunteers – I would not expect anyone in this volunteer organization to put their life in jeopardy but I know they do by the nature of the work. I have heard the term community and I would like to know what you define that as, because there are absentee owners and those who are here occasionally. So you have to define this community.

I think this Board's function is not to know what to do but to seek legal counsel and professional.

Chair recognizes Chuck Bowers I think Paul has some very good points. And I have been in this community for a number of years myself. Some obvious points are: A: you can step up and volunteer and do something about this or you can write a check every year. Some prefer to write a check and let all this go on. Other people will sit up here and be responsible for the Boards and the things that go on. But he is right, you have to have the trust in the Board that we are doing things that are right for the best interest of the community. If you do not have that trust, either wait until the next election or try to get those people off that board as fast as you can because you don't trust them – that's your prerogative and that's in the By Laws..

As regards these By Laws – there is no sense of urgency to vote on them today. There is a lot of stuff in there to digest and it takes a lot of time to do that. I think we need to get all of your input and incorporate it as best the Board can – per your trust with the help of counsel and then put it out to the community to review. At least let them know what we are considering to do. Then we can make a rational decision on how to vote – not necessarily having 300 people decide a vote.. This process can take as much as 30 or 45 days.

Mark Herrin states that the attorney has created a good boilerplate to work off of. However, he has an email from Bob that says we (the Board) is scheduled to vote on these restated By Laws this Saturday. If these changes are not in order please feel free to object at the meeting. I am available to discuss prior to the meeting.

An argument ensued as to when the meeting notice was published. Nothing resolved.

Chuck Bowers states that we are trying to make a larger list of emails that we CAN send notice to. Currently the list covers about 15% of all property owners in the Walker area.

Tim McFarlan states that this is a draft and we have only had a few days to look it over. He has issues with it. Today has seen a lot of great feedback.

I make a motion that we table any decision associated with the By Laws at this meeting, we allow a time period for additional community input and we schedule a special meeting of the Board with Bill Wittington in two weeks time. At that meeting we redraft the By Laws and reissue back to the community for additional comment. Then establish a date to put it on the agenda to see if it is appropriate for resolution and a vote.

Motion 41109d was voted on and passed unanimously.

The only mechanism we currently have to get the redrafted By Laws out is through the web site and via email – for the small list that we have.

Mark Herrin suggests that we state on the web site that we need to specifically state that those people who do wish to be involved – please send in your email address.

Tim McFarlan states that we also are actively updating the email list with responses from the dues letter mailing where we request that people give us that information. We also did it on the district formation mailer. Our email situation is as good as it gets. If you have another email list, maybe you could be willing to share it with us.

Betsy Bykirk asks if an email about the By Laws was sent out.

Bob responds that the agenda for the meeting and the draft of the By Laws were posted on the web site.

Betsy, so one would have to know to go to the web site to get that information?

Bob Yes.

Bob brings up Resolution number 041109e. A formal resolution of the Board of Directors of the WFPA – approving the dumpster agreement between the Association and Shari Sumner and authorizing the change of the Statutory agent from Carver to Wittington.

Chuck Bowers notes an incorrect date.

Shari Sumner would like to look over the contract.

Bob explains that the Board will approve the contract and then hand it over to her. She can then review it with Counsel and accept and sign or note changes and give it back to the Board for further review.

Motion 41109e was voted on and approved unanimously.

Bob brings up the Fire Chief search.

Unknown, Mark Herrin and Bob Neberman went on an on as to what was posted , when it was posted and what the Board's intentions were for this meeting. A lot of arguing went back and forth and was not intelligible for transcription

Bob asked Mark why doesn't he run for the board?

Mark said he would not run for this Board again, I am holding out for if and when a District gets passed I have full intentions of running for the District Board. Because it is critical for the community.

Unknown challenges the Board's operation. More bantering.

Bob Neberman states that if you don't have anything constructive to say. Please sit down.

Unknown asks if we are going to continue to operate with only a few days notice.

Bob states that we are going to continue to operate under the guidelines of the By Laws that I have in my hand. Until those changes are made I will continue to operate in that way, if you have a problem with that , seek legal counsel and sue me. Sit down.

Carol Tocker asks if we need to discuss what unknown own did on the board.

Bob: Gavel. Come to order.

Victoria Morhous: Would like to see two weeks before the meeting that the agenda be posted in full, not just old business, new business.

Bob states that we are going to operate under the By Laws that require us to post 72hours in advance. We are just following the rules. I don't make them up, I just follow them. If that is a change you would like to see, then submit it and we will write it into the draft with Bill Wittington.

Unknown. – When I was the past president we had the exact opposite problem. People complained that we had posted too early. You have to understand that these volunteers are doing the best they can.

Carol Tocker – That's why we are unable to get anybody to volunteer for the Board because you razz our a... - no matter what the issue is. We can't please everybody. We do the best we can. My paycheck got lost in the mail and so did theirs.

Selection of Fire Chief.

Bob: We have had three candidates come forward. Anthony Tunis, Roger Nusbaum, Ken Nelson.

At our last meeting we talked about opportunities for hiring a fire chief but we don't have the authority to unless we change our By Laws. We would vote under the current by laws, but are afraid to at this time. The reason we were stalemated is because we didn't feel we had the funds to support hiring a part time Fire Chief to handle the administration piece. Since that time we have determined that the available dollars in our operating budget have increased significantly and we have the ability to take on this challenge.

Also we did not previously have a Job description or selection guidelines for fire chief but we do now. We would like input on the steps we should take to interview these people and determine whether or not we could afford to pay them. Jill has indicated that she is a temporary, acting Fire Chief and is not interested in continuing.

Chuck Bowers – spoke with Anthony. And with Glenn Brown for whom Anthony currently works. Note that he is a Fire Fighter and does not have the qualifications to be an administrative leader at this particular point in time. I respect Glenn's opinion but I looked at it from the standpoint that we have other candidates that are qualified and can do it on a voluntary basis, so I don't know why we would elect to pay for somebody.

Joe Rech asks Chuck why Chuck would disqualify Anthony,

Chuck said that his conversation with Glenn Brown indicated that in his opinion as a Fire Chief this young man is good but he is not a leader and not an administrator and doesn't have that experience.

Joe states that as a legal point, what you have said is here say. Glenn is not here to say it.

Chuck says that you are absolutely right – all I am doing is referring to a couple of conversations I have had. All I am saying is that we have people who are volunteers who will do this and our budget is marginal.

Joe says he wants a Chief with experience, not administrative. From a Fire Fighter's standpoint he wants experienced. Knowing Fire inside and out has got to be our top priority.

Dan Hauck says that we have such a candidate and that the Board is reviewing the bio.

Joe says that we really need a Fire Fighter with Paramedic qualifications.

Tim McFarlan says that we are not here to decide today who is in or out . I'd like to get to a process to define what it is that is our next step. We have the qualifications and now need to schedule a special meeting to talk this further.

Joe says that the active Fire Fighters need to have some input in the process.

Bob Neberman says that in the private sector that is not the way it works. However we would appreciate your input.

Peggy Zink suggests we look at getting a Fire Chief and an administrative assistant or two.

Bob states that there was a proposal to separate each of three categories – Administrative, Operational and Medical with a Chief for each section. This proposal is still under consideration.

Nick Wold would like to propose to the board that if we consider PT or FT compensation - he would like to have Tim look into the budget for beyond a year to be fair to any candidate.

Paul Neese as the battalion chief from Chandler would like to give us some fire service best practice information as he has sat in on a few interviews.

Motion made to have a special Board meeting to review and define the Fire Chief selection

Motion 41109f was voted on and approved unanimously.

New Business

John Horvat Understand that the upcoming Board elections has three vacancies and 3 nominees . So if he votes for one or none it would make no difference. John asks the Board to consider reopening the nominations until the end of April to try to get more nominees.

Bob Neberman clarifies that the By Laws specifically state the requirements for the nominating committee. We do not have the authority to make such a change at this point. If you want to change it, then suggest to the Board to include it in the new By Laws.

Vern Tocker was on the nominating committee and asked 6 or 7 people with no results. John had asked a few people and the total is the three that we see here now. The Board meeting has been held on the second Saturday of the month for 20 years. The people who are not here don't care and thus they are putting it up to you people to do the right thing with the people you have. You get what you get.

Chuck Bowers asks how many are supposed to be on the nominating committee?

The answer is 5.

How many do we have?

The answer is 3.

No one else would volunteer to do it. We asked people to volunteer and no one would do it.

Who appoints the nominating committee?

Bob: The President appoints the committee with the approval of the Board.

Peggy was on the Nominating committee for many years. People don't seem to care. One year we fought to get a fifth person on the committee, we had to beg. Same with Walker Day, Myra and I have worked our tail off for years. This year we tried to get additional people but no one volunteers. It breaks my heart to see what has happened since 1970. Lots of good people are moving in but no one will help. The bottom line is that the same thing is happening here to the Board. WOW dissolved because people got disinterested in it.

Tim McFarlan states that he wants to recognize several people for the work they have done recently on the office. Chuck Bowers, Sharon Atwood John Horvat and the others.

Chuck Bowers also thanks Tim and Kristi, John and Dan and Bud and Joe Rech and Jill. The pictures will be cleaned and put back up shortly.

Tim makes a motion to approve the fire chief's request for 5 fire shelter purchases. For up to \$1,700.

Motion 41109g was voted on and approved unanimously.

Bud: Thanks to the people who clean the office each week. Also appreciate the fire fighters and medical that turn out at all hours of the day and night.

Motion to adjourn 10:07 am