

THE WALKER CHRONICLE

SERVING WALKER, BIG BUG AND POTATO PATCH AREAS

Season's Greetings

Walker, Big Bug and Potato Patch! We thought a year-end, holiday issue of the Walker Chronicle was in order. To add a sprinkle of cheer, we asked the elves (your WFPA board members), to send out a call for pictures to include in our newsletter in place of brightly colored wrapping paper and beautifully tied ribbons and bows.

So your gift awaits! We hope you enjoy this holiday issue and wish you, our WFPA members a very safe and merry holiday season.



FROM THE PRESIDENT...



Hello Walker,

The past year has been a wave of progress and activity around the Fire Station. Between the ever-changing enhancements around and within the Fire Station, to the business activities and social events that maintain the Fire Station as the hub of our community.

Here is a quick recap on all the work and fun that happened this year. The apron and helicopter pad was expanded, the County expanded & refreshed the pavement, the Fire Station was expanded for better storage and organization, a break room/work area was cleverly created out of a storage area, our volunteer Fire Fighters continued their bi-monthly training, Firewise had a successful Chipper Day program, the monthly Pancake Breakfasts and Bingo were a lot of fun for all, the Walker Day was another fun and successful annual event, and the Fire Fighter Appreciation Pig Roast was delicious and a great time for family and friends to recognize Firefighters and just hangout, visit, meet new friends, eat and dance.

Roger Nusbaum continues to do a great job as our Fire Chief. Our Volunteer Fire Fighters and EMT's continued to expand their knowledge and team work through their bi-monthly training/work sessions. The Teams response to dispatched calls to Walker FD has been professional and efficient. Their commitment and dedication to our community is extraordinary and greatly appreciated.

The Insurance Services Office (ISO) audit confirming our 8b status for property insurance companies was a huge deal for all of us. Mark Keegan helped handle the administrative tasks required while Roger and his crew made sure the equipment was prepped and ready for the audit. In this day and age of insurance companies looking for excuses for canceling coverage's, Roger and crew made sure it wasn't because of the Walker Fire Department.

Your Board of Directors are a dedicated group of your neighbors committed to running the department in a businesslike manner. We plan and budget and are always mindful of your donations and keep a close eye on expenditures. Our next challenge is to replace the water tenders without affecting your donations to keep the department running

I really want to thank all of the people that have generously volunteered their time and expertise, because your actions are the ones that make an organization like ours successful. It only takes one act to make a difference, from our Fire Fighters and EMT's to our neighbors who just show up to lend a hand at an event. You all make a difference. Thank you!

Our latest big project was to expand the Fire Station.

Walker Residents provided \$5,350 of In-kind Donations and \$12,290 of Services.
Contractors and Local Businesses provided In-kind Services and Donations equaling \$7238

Thank you for all those who participated. Rudy Erdman, Mark Herrin, Keith Barwick and all the others.

New for the WFPA is this Newsletter not being mailed, but being made available on our website (if you reading this you already know how to get to it). This has been a discussion for several years (things move slowly in bureaucracies). The thought is that we have moved into the electronic age. More and more of us are using the internet and are used to seeing and getting our information on line. On line... who would have ever known {Bill Gates, Steve jobs and a few others of course}.

It's expensive to print and mail the newsletter and although some think it's too long, the costs restrict the length. This way we can ramble on.

The Newsletter not only contains information, it is a reminder about donating to the WFPA in time for possible tax deductions. We receive jolts of income after both the Fall and Spring Newsletter. And since we depend on your donations to

FROM THE PRESIDENT cont'd...

operate, any change in method always causes concern. But, you have always provided us with what we need to operate.

There is a proposed revision to the Bylaws attached to this Newsletter. This was our effort to make the language of the Bylaws more transparent and simpler to interpret. Please take the time to read them and provide us feedback before April 2015. The Board will vote on any revisions and will be preparing them for a vote at our Annual Meeting – May 2015.

Here are two items for clarification addressed in the proposed revision:

All property owners are eligible to become Members just by being property owners. State law requires Members to consent to be Members of a Non-Profit. That consent can be by direct communication to the Board of Directors or can be implied just by participating with WFPA functions.

We have also changed the language we use in our communications. We do not refer to "dues" anymore. Dues connotes a requirement to pay. The WFPA has always had a volunteering atmosphere and there is no requirement to pay to either be a Member and vote or to receive service. Service is not related to Membership and all calls for service will be answered within our capabilities.

The WFPA continues to thrive on your good will. Donations remain strong and participation in our events is too. These social functions are a great way to meet your Walker Neighbors. The kids have managed to find Lady Bug hatches on shrubbery on the creek bank the last several years. The Blackberry bush thrives and it's just good to see the kids meet new friends and stretch their horizons down by the creek.

The WFPA has seen a lot of changes over the years, but remains your association. We look forward to the future and are working to keep us prepared for whatever comes our way.

Thanks you for your generosity and your continued support.

Bill Loughrige
President
WFPA



FROM THE FIRE CHIEF...



As 2014 draws to an end, Walker Fire can look back on a busy but fortunately uneventful year in terms of fire activity. We had four wildfires this year and while the work was physically challenging, the fires were quickly contained. There have been no structure fires in 2014 but this risk increases as the weather gets cooler. One way to reduce the risk of a fire in your home is to have your chimney swept your wood burning stove cleaned and otherwise do annual maintenance on your home's heat source, there are several companies in the area that provide these services.

One of the biggest events in 2014 was that we successfully maintained our 8B ISO rating which is very important for home insurance rates. We take a lot of calls from insurance agents at the station and more and more they are asking very specific questions related to our fleet, personnel, response times and our ISO rating.

Most of our core group continues to actively engage the department participating in both trainings and responding to calls. We've added four new volunteers this year including one paramedic, one EMT and one soon-to-be EMT.

We've been very fortunate to beef up our training program this year thanks to two of our new volunteers who each bring twenty-plus years of professional experience to our department. Larry Marcum and Terry Werlein have assumed the roles of co-training coordinators. We have talked in previous letters about the increasing requirements imposed on fire departments and that we would need to adapt and our new training program provides us the opportunity to continue to grow with the fire service.

We were fortunate to receive several grants this year covering training, personal protection equipment (this is referred to as PPE) and self-contained breathing apparatuses (SCBAs). Similar to the above regarding training, the requirements for our PPE also continues to evolve to be more stringent. The grants we were awarded allow us to have state of the art equipment that would have otherwise been financially beyond our reach.

For the last few years we have talked about the potential need to get a new (to us) water tender. Both of our tenders can get the job done but they are old and the concern has been that we will one day be faced with a repair bill that makes no economic sense given their respective ages. We do not want to be in the position of only having one working tender, desperately looking for whatever replacement we can find.

Over the next couple of months the department will begin the process of trying to find the right water tender suited to Walker's needs. An upgrade from our current tender fleet is likely to be expensive. Our first indication of cost is \$40,000 but we will learn more as we go. As this is something we have been talking about for a while it hopefully does not come as a surprise that the department will have to ask the community bear the expense in the form of extra donations from homeowners. There will be more details on this shortly.

Respectfully,

Roger Nusbaum
Fire Chief
Walker Fire Protection Association

**The Fire Station is unattended,
so if you have an emergencyCall 911**

About the **WFPA** and How You Fund Our Services

We are a Member funded/driven, not for profit, section 501(c)(3) volunteer organization formed over forty years ago by Walker Members like you. The WFPA provides the first line of defense between hazard and safety for the Walker community. The WFPA receives minimal to no funding from the government and has historically had to rely on 35% to 40% of the Walker Membership to donate 100% of it's annual operating budget.

Fire department volunteers and your Board are extremely frugal and have managed the department's finances prudently over several challenged years. The department has no debt and a reasonable cash reserve to insulate it from an unforeseen events. However, without increasing the financial participation of our Members, equipment upgrades or additions will be out of reach and added services out of the question. We need your help.

Participating Walker Members that have already made their 2014 donations reward our hard working volunteers with funds to provide insurance protection, safe equipment and continuous training in order to serve you better... a handsome return of your investment dollars.

Any one of the many calls last year could have become a much more serious incident to a Member's well being or property. Please review the following donation information and consider the significant community benefits provided by your volunteers at the WFPA... and contribute!

DONATION PAYMENT METHODS:

1) Make checks payable to the WFPA, complete the donation slip and return to:

Walker Fire Protection Association
P.O. Box 10174
Prescott, AZ 86304

Or... save a stamp, an envelope, a trip to the post office, and

2) Use our Paypal option-located as a link in our website homepage at www.walkerfire.org.

Paypal is one of the most secure methods to make electronic, encrypted payments and can accept Visa, Master Card, Discover and American Express cards for donations. A receipt for tax records is generated within minutes to confirm the donation and saves the WFPA postage and handling costs so more of the donation dollars stays with your fire department.

When donating through Paypal you do not need to send in the donation slip if you have no personal information updates. If you need to update your personal information, you can do so in our website by selecting the "Contact Us" tab and filling out the requested information. There is also a comment section for additional information that you may want to provide.

-----Tear Off and Return-----



-Please note any informational changes below and insert form and donation in the enclosed envelope-

Walker Fire Protection Association 2014 Annual Donation Drive

Name: _____

Address: _____

City/State/Zip: _____

Walker Property Address: _____

Phone: _____ Email: _____

Donation Amount: \$300.00 Other: _____

Check enclosed: Visa: Master Card:

Card #: _____ Exp: _____

Signature: _____

Please include me in all Walker emails and news

No change in any of my contact information

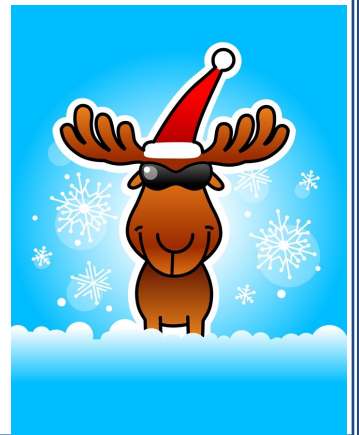
JUST A FEW BEAUTIFUL REASONS WHY LIVE IN WALKER



WALKER COMMUNITY WEBSITE

The WFPA website is your source for the latest news and announcement of events concerning our Walker Community. The WFPA has included a Paypal link to the website as a means to bring more security and versatility for donations provided by our Members. Upcoming Board meetings, community gatherings and scheduled firefighter training are also included in the site as well as a community directory, sections for Walker history, forest service issues and more. To be part of our Community Website Directory and to be included in our e-mail data base, go to www.walkerfire.org and click on the "Create an Account" link on the left side of the home page in order to go to the registration page. When you finish filling out the form click the Register button and you are "connected."

OUR CRITTERS IN WALKER



WALKER AREA REAL ESTATE UPDATE

Courtesy of Sharon Bencze, High Country Realty, LLC

2014 activity as of this writing . . .

CABINS/HOMES

SOLD - 22

PENDING - 4

ON THE MARKET - 31

VACANT LAND

SOLD - 10

PENDING - 1

ON THE MARKET - 42



When was the last time you had your well water tested for bacteria, i.e. E.Coli and Total Coliforms? In the last few weeks, we have had well water tests done on four wells in the Walker area. The tests were done at Bradshaw Mountain Environmental. Three of them came back with positive readings for Total Coliforms. The lab has instructed each owner on how to chlorinate their system to eliminate the bacteria.

For additional information or if you have questions,
please call Sharon at 928-308-3338 or 928-759-9664.

Give Help—Get Help

Arizona 211 Resources can assist in navigating the various government agencies, non profit associations, charitable and municipal services providers whether you find yourself able to assist or in need of assistance.



Community Information and Referral Services serves as Arizona's key source of integrated information that brings people and services together to meet vital needs. It is their vision that all Arizonans are easily connected to available health and human services in their communities. They are the lead agency and provider of 2-1-1 services in Arizona. Look them up at www.211arizona.org, sites are cross referenced by county and assistance categories.

OUR FABULOUS FIRE FIGHTERS

Sundance Fire April 2014



Mark Keegan



Gary Honeycutt



Tim McFarlan



Forest Service Personnel

Walker Fire in May 2014



With WFPA Board approved changes-see page 3, President's message

BYLAWS OF THE WALKER FIRE PROTECTION ASSOCIATION, INC.

ARTICLE I

Purpose

- 1.1 The WALKER FIRE PROTECTION ASSOCIATION, INC., sometimes hereinafter referred to as the "Association" or as the "WFPA", was formed pursuant to Title 10, Chapter 24, et seq. of the Arizona Revised Statutes, as an Arizona Non-Profit Corporation to form and operate a community organization to provide itself and to cooperate with other agencies to provide in the Walker community and the immediate surrounding area in Yavapai County, Arizona within its capabilities the following:
 - 1.1.1 fire fighting services;
 - 1.1.2 fire suppression services, such as, but not limited to:
 - 1.1.2.1 reducing fire hazards; such as, but not limited to:
 - 1.1.2.1.1 removal of downed wood, etc.;
 - 1.1.2.1.2 removal of garbage that might otherwise be burned;
 - 1.1.2.2 fire reduction education, etc.
 - 1.1.3 initial emergency medical services
- 1.2 The WFPA will support other Fire Departments if requested if it is within its capabilities.

ARTICLE II

Financial Support

- 2.1 The Association shall be supported by:
 - 2.1.1 grants;
 - 2.1.2 voluntary contributions, including, but not limited to, gifts and bequests; and
 - 2.1.3 other means, such as, but not limited to, fundraising activities.
 - 2.1.4 fees
 - 2.1.5 dues

ARTICLE III

Members

3.1 Membership

3.1.1 There are only two (2) requirements to be a Member of the WFPA which are:

3.1.1.1 Participating in the ownership of real property;

3.1.1.1.1 Within 3 miles of the Walker Fire Station which is located at 4980 E Walker Road, or

3.1.1.1.2 in the areas contiguous that have been annexed by the WFPA Board of Directors

3.1.1.2 Consent By State Statute (A.R.S. § 10-3601.B), all persons who are eligible (Real Property Owners as described in Section above) must consent to be Members of a Non-Profit Corporation. That consent can be by:

3.1.1.2.1 *Direct consent by written communications to the Board Directors; or*

3.1.1.2.2 implied consent, by:

3.1.1.2.2.1 having asked for a ballot or proxy for any WFPA member election, or

3.1.1.2.2.2 joining the WFPA e-mail list, or

3.1.1.2.2.3 placing their name on the WFPA Community list maintained on the WFPA website, or

3.1.1.2.2.4 donating money to the WFPA, in a manner the WFPA Board of Directors can track, or

3.1.1.2.2.5 donate time to the WFPA, in a manner the WFPA Board of Directors can track, or

3.1.1.2.2.6 any other manner the WFPA Board of Directors identifies as suitable for implied consent

3.1.2 The only benefit of Membership in the WFPA is to vote in the WFPA member election(s)

3.1.3 Once a Member, Membership remains continuously valid until, either,

3.1.3.1 The Member notifies the Board of Directors, in writing, that they resign their Membership (A.R.S. § 10-3620.A), or

3.1.3.2 No longer own real property in the membership area (Section 3.1.1 above).

- 3.2 “*Person*”, for the purposes of these bylaws is as defined in A.R.S. § 10-3140 (41) as an individual or an entity.
- 3.3 “*Entity*”, for the purposes of these bylaws, is as defined in A.R.S. § 10-3140 (26) as including, but not limited to, a corporation, foreign corporation, not for profit corporation, business corporation, foreign business corporation, profit and not for profit unincorporated association, close corporation, corporation sole, limited liability company or registered limited liability partnership, a professional corporation, association or limited liability company or registered limited liability partnership, a business trust, estate, partnership, trust or joint venture, two or more persons having a joint or common economic interest.
- 3.4 “*Participating In The Ownership*” for purposes of these bylaws is defined as:
- 3.4.1 Each Person, not to exceed two (2) with a “joint” ownership interest, under Arizona State law, including, but not limited to:
 - 3.4.1.1 a tenancy in common interest
 - 3.4.1.2 a joint tenancy interest;
 - 3.4.1.3 a joint tenancy with right of survivorship interest;
 - 3.4.1.4 a tenancy in the entirety interest;
 - 3.4.1.5 a community property interest; and
 - 3.4.1.6 a community property with right of survivorship interest.
i.e., if a property is owned by one person, that person is one member
 - 3.4.2 Each trustee of a trust, under the applicable State law, not to exceed two (2) i.e., a property owned by a trust which only has one trustee, that trustee is one member.
 - 3.4.3 Each partner in a partnership, under the applicable State law, not to exceed two (2).
 - 3.4.4 Each manager of a limited liability company, under the applicable State law (or each member in the case of a member managed limited liability company) not to exceed two (2). i.e., a property owned by a limited liability company with a single manager or a limited liability company managed by a single member, that limited liability company is one (1) member
 - 3.4.5 Each shareholder of a corporation, under the applicable State law, not to exceed two (2). i.e., a property owned by a corporation which only has one shareholder, that corporation is one (1) member.
 - 3.4.6 Each Personal Representative of an estate, under the applicable State law, not to exceed two (2). i.e., a property owned by an estate with only one person as Personal Representative, that estate is one member.
- 3.5 “*Real Property*” which is located in, for the purposes of these bylaws, shall mean a parcel of real property located in the area as set forth in Section 3.1.1.1 for which there is a parcel number then currently and properly assigned by the Yavapai County Assessor.

- 3.6 “*Private Real Property* for the purposes of these bylaws is defined as all real property not owned by:
- 3.6.1 The U.S. Government; or one of its agencies or political subdivisions;
 - 3.6.2 The State of Arizona; or one of its agencies or political subdivisions;
 - 3.6.3 A foreign government
- 3.7 If there are more than two (2) Persons who would qualify to be a member under section 3.4. et seq. above,
- 3.7.1 Then the General Partner(s) in the case of a Partnership, the Manager(s) in the case of a Limited Liability Company, the President in the case of a Corporation, the Trustee(s) in the case of a Trust, the Personal Representative(s) in the case of an Estate shall determine who the two (2) members are.
 - 3.7.2 Such determination shall be given to the Secretary of the WFPA at any time prior to the Annual Meeting of the Members, and shall be effective and remain effective thereafter until a new determination shall be given to the Secretary of the WFPA.
 - 3.7.3 If any Member applies to become a Member regarding a certain parcel, without the expressed consent of the General Partner, Manager, President, Trustee, Personal Representative, etc., that person will be accepted at face value until the General Partner, Manager, President, Trustee, Personal Representative, etc. notifies the Board of Directors of who the Member should be.
- 3.8 Membership in the Association shall not be sold, purchased, transferred, gifted, etc. A Member may resign as a Member at any time. Resignation does not preclude a Member from again becoming a Member in the future, pursuant to the Articles of Incorporation and bylaws then in effect.
- 3.9 Voting Rights. On each matter submitted to the Members for a vote, each Member shall be entitled to one only (1) vote irrespective of the number of parcels of Real Property owned by various names.
- 3.10 Annual Meeting. An Annual Meeting of the Members shall be held on the Saturday preceding Memorial Day of each year or in cases of extenuating circumstances at a later date designated by the board.
- 3.10.1 The starting time to be between the hours of 8:00am and 11:00am, as decided by the Board of Directors. If the Board of Directors does not so direct, the starting time shall be 9:00am. The location shall be 4980 E. Walker Road, Prescott, Arizona.
 - 3.10.2 The starting time and other matters that are required to be noticed, will be noticed not more than sixty (60) and not less than ten (10) days before the date of the meeting.
- 3.11 Notice of Member meetings shall be given by:
- 3.11.1 posting on the bulletin board located at the Fire Station;
and
 - 3.11.2 Any means required by state law;

3.11.3 The following means may or may not, at the Board of Director's discretion, be used to give additional notice:

- 3.11.3.1 Posting on the Association's website e.g. www.walkerfire.org; or
- 3.11.3.2 On the red bulletin boards located throughout the Walker area; or
- 3.11.3.3 E-mail to the current community E-mail list or
- 3.11.3.4 Mailed notice/newsletter

Unless state law, the Articles of Incorporation or these bylaws required mailed notice, in which case, mailed notice shall be given.

- 3.12 Attendance of a Member at a meeting of the Members shall constitute a waiver of notice of such meeting, except where a Member attends a meeting and states that such Member's attendance is for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.
- 3.13 A Member may "attend" and/or vote at a meeting of the Members only in person or via written proxy. Listening in or participation by means of conference communications equipment (e.g. internet, Skype, telephone, etc.), shall not constitute attendance at a meeting of the Members for purposes of a Quorum or for voting purposes. Board members may participate telephonically for Board Meetings.
- 3.14 The purpose for the Annual Meeting of the Members is for Members to elect those Directors up for election for the ensuing year and to transact such other business as may properly come before a meeting of the Members. Cumulative voting is not allowed.
- 3.15 The Association's website and the Association's newsletter sent immediately preceding the Annual Meeting of the Members may include candidate information which is available.
- 3.16 The Chairman of the Nominating Committee shall call for nominations from the floor for the Directors to be elected at that Annual Meeting of the Members. Those nominations, plus those nominations proposed by the Nominating Committee, shall stand for election to the Board of Directors.
- 3.17 Special Meetings. A Special Meeting of the Members may be called by, or at the request of, a majority of the Board of Directors or by petition signed by 75 of the Members of the Association. The person or persons authorized to call a Special Meeting of the Board will fix the date and time of the Special Meeting to be held as 4980 E. Walker Road, Prescott, Arizona. Notice of a Special Meeting must be made in writing, no more than sixty (60) days and no less than thirty (30) days in advance of such Special Meetings to the Members. Notice shall be given as required under Section 3.11 et. seq. above.
 - 3.17.1 Notice of any Special Meeting of the Members shall include a description of the purpose or purposes for which the special Meeting is called.
 - 3.17.2 Attendance of a Member at a meeting shall constitute a waiver of notice of such meeting, except where a Member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

- 3.18 Meeting. The President or, in the President's absence, the Vice President and, in the absence of both, a chairperson appointed by the Members present, shall call the meetings of Members to order and shall act as chairperson thereof. The Secretary of the corporation shall act as Secretary at all meetings of the Members, or, in the Secretary's absence, the chairperson may appoint any person to act as Secretary of the meeting.
- 3.19 Quorum
- 3.19.1 Annual Meetings of Members, at the Annual Meeting of Members, attendance of Members in person, or via written proxy, of 75 of the Members shall constitute a quorum.
- 3.19.2 Special Meeting of Members. At a Special Meeting of the Members, attendance of Members in person, or via written proxy, of 75 of the Members shall constitute a quorum.
- 3.19.3 If a quorum is present, the affirmative vote of a majority of the Members present (in person or via written proxy) shall be the act of the Members unless the vote of a greater number is required by law, the Articles of Incorporation, or by specific provision of these bylaws.
- 3.20 Certificate. The Association shall not issue certificates indicating shares or ownership of the Association. The Secretary, and the Assistant Secretaries, if any, shall keep and have open for inspection, in such form as shall be approved by the Board of Directors, a list indicating those persons who are Members of the Association.
- 3.21 Record Date In order to determine the Members entitled to notice and qualified to vote at any meeting of the Members, a record date no more than forty-five (45) and no less than (10) days before the scheduled member meeting shall be set. For the normally scheduled Annual Meeting, the record date shall be determined by the Board of Directors each year.

ARTICLE IV

Board of Directors

- 4.1 Number, Tenure and Qualifications. The affairs of the Association shall be managed by its Board of Directors. The Board of Directors shall be composed of not less than three (3) nor more than seven (7) Board Members elected by the Members (based on the largest number of votes) for staggered two (2) year terms. The Board Members shall serve alternating two (2) year terms. Each Director shall hold office until his or her successor shall have been elected and qualified.
- 4.1.1 In the case of a vacancy on the Board of Directors due to any reason (e.g. a Directors death, a Directors resignation during the Director's term, a Director's removal pursuant to section 4.12, etc) the remaining Members of the Board of Directors may appoint a replacement (new) Director by the affirmative vote of a majority of the remaining Members of the Board of Directors. The appointee will fill the formerly vacant position only until the next Annual Meeting of the Members. In the event that a Board Member vacancy has occurred since the last annual meeting and if that vacancy is for a term that is not naturally expiring at the next annual election, then the vacancy shall be filled as follows:
- 4.1.1.1 the person receiving the fourth highest number of votes in odd numbered years when three Board Members are elected shall fill the remaining terms of the vacant position; or
- 4.1.1.2 the person receiving the fifth highest number of votes in even numbered years when four Board Members are elected, shall fill the remaining term of the vacant position.

- 4.2 Annual Meeting. An Annual Meeting of the Board of Directors shall be held on the Saturday immediately preceding Memorial Day of each year (immediately following the Annual Meeting of the Members), at 4980 E Walker Rd, Prescott, Arizona. The purpose of the meeting is for the Directors to chose Officers for the ensuing year and to transact such other business as may properly come before the Annual Meeting of the Board of Directors. The Officers so chosen shall serve for one (1) year.
- 4.3 Regular Meetings. Regular Meetings of the Board of Directors should be held monthly on the second Saturday of the month at Road 4980 E. Walker Road, Prescott, Arizona. Notice of the meeting agenda shall be provided a minimum of five (5) days in advance of the monthly scheduled meeting of the Board of Directors. Notice of these regular meetings should be by email to the WFPA Email list and posted on the Fire Station red bulletin board. All in the community are invited to attend the monthly Board of Directors meetings. However, since it is a Board of Directors Meeting, not a meeting of the community Members, the input shall be at the discretion of the Board of Directors.
- 4.3.1 Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting states that such Board Members attendance is for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- 4.4 Special Meetings. Special Meetings of the Members of the Board of Directors may be called by:
- 4.4.1 the chairman of the Board of Directors; or
- 4.4.2 the Fire Chief; or
- 4.4.3 a request signed by a majority of the members of the Board of Directors then in office.
- Such a meeting shall be held at 4980 East Walker Road, Prescott, Arizona.
- 4.5 Notice of Special Meetings.
- 4.5.1 Notice of a Special Meeting of the Board of Directors shall be given to the Members of the Board of Directors at least five (5) days prior thereto by written notice delivered personally or sent by mail, email or facsimile to each Director at his/her address as shown by the records of the Association.
- 4.5.2 Notice of a Special Meeting of the Board of Directors shall be given to the Members in the manner described above.
- 4.5.3 Any Director may waive notice of any Special Meeting of the Board of Directors. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting states that such Board Members attendance is for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- 4.5.4 The business to be transacted at any Special Meeting of the Board of Directors must be specified in the Notice or waiver of notice of such meetings, unless it is specifically not required by law or these bylaws. Any action taken at a Special Meeting of the Board of Directors must be documented in minutes presented at the next regularly scheduled Meeting of the Board of Directors.

- 4.6 Meeting. Monthly Meetings and Special Meetings of the Board of Directors may be held in person and/or by means of conference communications equipment (e.g. internet, Skype, telephone, etc) by means of which all of the Members of the Board of Directors who are participating in the meeting can hear and talk to each other. Participation in a Monthly Meeting and/or Special Meeting pursuant to this section shall constitute “presence in a person” by a Member of the Board of Directors, at such meeting.
- 4.7 Waiver. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting states that such Board Members attendance is for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.
- 4.8 Quorum A majority of the Board of Directors at the time in office shall constitute a quorum for the transaction of business. If a quorum is present, the affirmative vote of a majority of the Directors present at the time of the meeting shall be the act of the Directors except otherwise provided herein or by the Articles of Incorporation or law.
- 4.9 Action by Resolution A resolution in writing, signed by all the Members of the Board of Directors, with a majority of the Members of the Board of Directors voting favorably (unless a greater number is required by another section of these bylaws, the Articles of Incorporation or State law) shall be deemed to be action by such Board of Directors to the effect therein expressed with the same force and effect as if the same had been duly passed by the same vote at a duly convened Board of Directors Meeting, and it shall be the duty of the Secretary of the Association to record such resolution in the minute book of the Association under its proper date.
- 4.10 Chairman of the Board. The members of the Board of Directors shall elect, by a majority vote, one of its’ Members to serve as President who will also serve as Chairman of the Board.
- 4.11 Compensation
- 4.11.1 The Members of the Board of Directors of the Association and all members of committees shall serve without compensation except as may be determined by the majority vote of the Members at the Annual Meeting of the Members.
- 4.11.2 The officers of the Association shall serve without compensation except as may be determined by the majority vote of the Members of the Board of Directors.
- 4.12 Removal of Member of the Board of Directors. A Member of the Board of Director shall be subject to removal at any time, with or without cause, by an affirmative vote of all of the other Members of the Board of Directors then serving at a meeting of the Members of the Board of Directors called and noticed for said purpose.

ARTICLE V
Officers

- 5.1 Executive. The Officers of the corporation shall be a President, one or more Vice-President(s), a Secretary, one or more assistant Secretaries, a Treasurer, one or more Assistant Treasurers, a Fire Chief, one or more Assistant Fire Chiefs, and such other Officers as the Board of Directors may decide. Any two or more offices may be consolidated and held by one person other than the office of Fire Chief. Other than the President, the Officers need not be members of the Board of Directors. Ideally, they will not be.
- 5.2 President. The Chairman of the Board of Directors shall also serve as President. The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the Members and of all Meetings of the Board of Directors. The President shall sign and execute all authorized contracts or other obligations in the name of the Association. The President shall have the power to vote, for and on behalf of the Association, any shares which the Association owns in another entity corporation, e.g., limited liability company, etc. and, with the Secretary, and Treasurer shall sign all bank signature cards and income tax returns of the Association. Additionally, the President shall do and perform such other duties as from time to time may be assigned to the President by the Board of Directors.
- 5.3 Vice-President(s). The Vice-President(s) shall have the powers and duties of that office as assigned, or limited by, a majority vote of the members of the Board of Directors. e.g., Vice-President in charge of facilities, Vice President in charge of fund raising, etc.
- 5.4 Treasurer.
- 5.4.1 The Treasurer, and any Assistant Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association, have check signing authority, receive and give receipts for moneys due and payable to the Association, from any source whatsoever, and deposit all such monies in the name of the Association in such banks, trust companies or other depositories, as shall be selected in accordance with the provisions of these Bylaws; and in general perform all the duties incident to the office of Treasurer and Assistant Treasurer and such other duties as the President of the Board of Directors may assign to the Treasurer and Assistant Treasurer from time to time.
- 5.4.2 If the Board of Directors requires, the Treasurer and any Assistant Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Board of Directors may require a background check on officers with check writing authority on any financial accounts
- 5.4.3 An outside organization may be used to provide accounting services as deemed necessary by the Treasurer and approved by the Board of Directors.
- 5.5 Secretary. The Secretary shall keep the minutes of all proceedings of the Meetings of the Board of Directors and the minutes of all meetings of the Members. The Secretary shall attend the giving and serving of all notices for the Association and, when directed by the President, shall execute in the name of the Association all contracts authorized by the Board of Directors and shall affix the seal (if any) of the Association thereto. The Secretary shall have charge of the membership records and list of Members and other such books and papers of the Association. Additionally, the Secretary shall, in general, perform all the duties incident to the office of the Secretary, subject to the control of the Board of Directors.

- 5.6 Fire Chief. The Board of Directors, by an affirmative vote of a majority of the Members of the Board of Directors shall appoint or hire, a Fire Chief.
- 5.6.1 The Fire Chief shall serve at the pleasure of the Board of Directors. It has been the experience of the WFPA that it is best to not change Fire Chiefs during the fire season, roughly April through October of each year.
- 5.6.2 The Fire Chief shall be in charge of the day to day operations of the fire department. The Fire Chief shall be in charge of the recruiting of volunteers, certification training and readiness.
- 5.6.3 The Fire Chief cannot be a member of the Board of Directors.
- 5.6.4 The Fire Chief will have a voice, but not a vote at the meetings of the Members of the Board of Directors. The Fire Chief is expected to attend each Annual and Monthly Meeting of the Members of the Board of Directors and the Annual Meeting of the Members.
- 5.6.5 The Fire Chief, subject to the budget adopted by the members of the Board of Directors, shall be responsible for:
- 5.6.5.1 procurement and fabrication of equipment and supplies;
- 5.6.5.2 proper operations, maintenance and care of the fire fighting vehicles, equipment, supplies, buildings and grounds,
- 5.6.5.3 fire department communication equipment.

ARTICLE VI Amendment

- 6.1 Amendment. These bylaws may be altered, amended or repealed, or new bylaws may be adopted, only by a two thirds (2/3) vote of the Members as more fully set out in the Articles of Incorporation.

ARTICLE VII Committees

- 7.1 Committees. The Board of Directors by resolution adopted by an affirmative vote of a majority of the Members of the Board of Directors then in office, may create (and terminate) one or more Committees and appoint (and remove) a Chairperson or Co-chairperson for each such Committee.
- 7.2 Purpose of Committees. The Board of Directors may create Committees for any purpose or purposes, which Committee shall have such powers as shall be specified in the resolution of appointment and shall exist for a period as specified in the resolution. If no time limit is so specified, the Committee shall exist until the next Annual Meeting of **the** Members. Each Committee may consist of:

- 7.2.1 only Members of the Board of Directors; or
 - 7.2.2 one or more Members of the Board of Directors and other Members of the Association; or
 - 7.2.3 Only Members of the Association, i.e., no Members of the Board of Directors is on the Committee
 - 7.2.4 Any person appointed by the Board of Directors with special expertise or experience that can improve the WFPA
- 7.3 Committee Guidelines and Membership. These Committees will not have and/or exercise the authority of the Board of Directors in the management of the Association. . Committee members shall be recruited by the Committee Chairperson and be approved by the Board of Directors. The Committee Chairperson will establish the goals of the committee which goals will be approved by the Board of Directors. Any Committee member may be removed by the Committee Chairperson or by the affirmative vote of a majority of the Members of the Board of Directors whenever, in their judgment, the best interests of the Association shall be served by such removal. The Chairperson of the Board of Directors will be an ex-official member of all Committees, except the nominating Committee.
- 7.4 Rules. Each Committee may adopt rules for its own governance not inconsistent with State Law, the Articles of Incorporation, these bylaws or with rules that the Board of Directors adopt.
- 7.5 Vacancies. Vacancies in the membership of any Committee may be filled by appointments made in the same manner as provided in the case of the original appointments.
- 7.6 Nominating Committee. A Nominating Committee consisting of five (5) Members shall be appointed by the Board of Directors. The Nominating Committee shall nominate one or more candidates for each upcoming vacancy on the Board of Directors, and with the consent of the nominees, shall report these nominations to the President in sufficient time to be included in the Notice of the Annual Meeting of the Members. In addition, one Member of the Nominating Committee, elected Chairperson of the Nominating Committee by the Members of the Nominating Committee, shall call for nominations from the floor for upcoming vacant Board of Directors positions at the Annual Meeting of the Members.

ARTICLE VIII

Deposits of Funds/Conflicts of Interest

- 8.1 Deposits. All funds of the Association shall be deposited from time to time to the credit of the Association in such bank(s), trust companies or other depositories as the Board of Directors may select.
- 8.1.1 Any Director of the Board must abstain from any vote that would result in a personal gain and/or results in a conflict of interest for that Director.
 - 8.1.2 To the extent permitted by law, the Directors and officers of the Association shall not be prohibited from serving as Director or officer, even though they may be interested directly or indirectly in any contract relating to or incidental to the operations conducted by the Association. Any contract, transaction or act on behalf of the Association in a manner in which the Directors or officers are personally interested as Members, Directors or otherwise shall be at arm's length and not volatile of the prescriptions in the Articles of Incorporation against the Association's use or application of its funds for private benefit; and provided further than no contract, transaction or act shall be taken on behalf of the Association if such contract, transaction or act is a prohibited transaction or would result in the denial of the tax exemption under any section of the Internal Revenue Code of 1986 as amended, and its regulations.

- 8.1.3 In no event, however, shall any person or other entity dealing with the Directors or officers be obligated to inquire into the authority of the Directors and officers to enter into and consummate any contract, transaction or other action.
- 8.2 Each year, the new Board of Directors will adapt a new Budget as soon as is practical.
- 8.2.1 the WFPA will continue to operate using the previous year's budget until a new budget is approved.
- 8.3 Non Budget Expenditures:
- 8.3.1 Under seven hundred fifty (\$750) dollars can be made by the Fire Chief and President; or
- 8.3.2 Emergency expenditures can be authorized by the President but not over two thousand dollars (\$2,000.00) when such emergency expenditure must be completed before the Board of Directors can be notified,
- 8.3.3 Such emergency expenditures authorized by the President, must be reported at the next monthly meeting of the Members of the Board of Directors.

ARTICLE IX

Books, Records, and Property

- 9.1 Books and Records. The Association shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its Meeting(s) of Members and Board of Directors Meetings and those committees ordered to keep minutes by the Board of Directors, if any. Any Member, or his agent or attorney, may, for any proper purpose, inspect the books and records of the Association at any mutually agreeable reasonable time.
- 9.2 Property. Any property of the Association of the value of five hundred dollars (\$500.00) or greater, but not over two thousand dollars (\$2,000.00), shall not be abandoned or destroyed unless approved, in advance, preferably in writing, by the President. Such action must be reported at the next monthly meeting of the Members of the Board of Directors.
- 9.2.1 Any property of a value of over two thousand dollars (\$2,000.00) shall not be abandoned or destroyed unless approved in advance by the affirmative vote of a majority of the Members of the Board of Directors.

ARTICLE X

Fiscal Year

- 10.1 Fiscal Year. The fiscal year of the Association shall begin on the first day of June and end on the last day of May in each year.
- 10.2 Financial Examination. A financial review shall be conducted by the Board of Directors or by an Audit Committee appointed by the President and approved by the Board of Directors after the books are closed on May 31 of each year. The results thereof shall be reported to the Board of Directors not later than the regular September Board meeting. Upon a vote of a majority of the Board of Directors, an outside Certified Public Accountant may be hired to conduct a review or audit.

ARTICLE XI
Waiver of Notice

- 11.1 Waiver of Notice. Whenever any notice is required to be given under the provisions of the Arizona Non-profit Corporation Act or under the provisions of the Articles of Incorporation or the bylaws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XII
Seal

- 12.1 Design. The Association may have a seal. If it does, the seal shall have inscribed thereon the name of the Association. Said seal may be used by causing it, or a facsimile thereof, to be impressed or affixed or in any manner reproduced. The Secretary shall be in charge of the seal. It shall be used as directed by the Board of Directors.

ARTICLE XIII
Gifts

- 14.1 Donations and Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Association, so long as doing so does not affect the non-profit status of the Association.

- 14.2 The following three (3) provisions must be in the Articles/bylaws of a 501(c)(3) non-profit corporation. Thus, they are included here as follows:

14.2.1 “The purpose of the Association is to engage in any lawful activity for which non-profit corporations may be organized under the laws of the State of Arizona, as may be amended from time to time, except that said Association shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization qualifying under Section 501(c)(3) of the Internal revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Laws.”

14.2.2 “No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, directors, officers, of the private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, the Association shall not carry on any other activities not permitted to be carried on:

14.2.2.1 by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provision of any future United States Internal Revenue Law (the “IRC”)); or

14.2.2.2 by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of the United States (or the corresponding provision of any future IRC. The Association will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the IRC. The Association will not:

- 14.2.2.2.1 engage in any act of self-dealing as defined in Section 4941(d) of the IRC;
- 14.2.2.2.2 retain any excess business holdings as defined in Section 4943(c) of the IRC;
- 14.2.2.2.3 make any investments in a manner as to subject it to tax under Section 4944 of the IRC; and
- 14.2.2.2.4 make any taxable expenditures as defined in section 4945(d) of the IRD.

14.2.3 “Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all its assets exclusively for the purposes of the Association, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the correspondence provision of any future IRC) in such a manner as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Association is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose”.

Pending approval by the Members on (DATE), 2015

Secretary of the Association

Photo credits:

Shad Bruce, Linda Emmett, Roger Nusbaum, Gail Shillito,
Larry Johnson, Rudy Erdmann, John and Mary Allison, Russ
Courtney, Prescott Courier.



Thanks to all that sent in pictures for the Winter Newsletter, there were so many
and so hard to pick from.

Storage addition to the Fire Station — you have to stop by to see it finished.



ONE MORE REMINDER

Our address for the Fire Station is:

4980 E. Walker Rd.

Prescott, AZ 86303

MAILING ADDRESS FOR BILLING, CORRESPONDENCE AND DONATIONS:

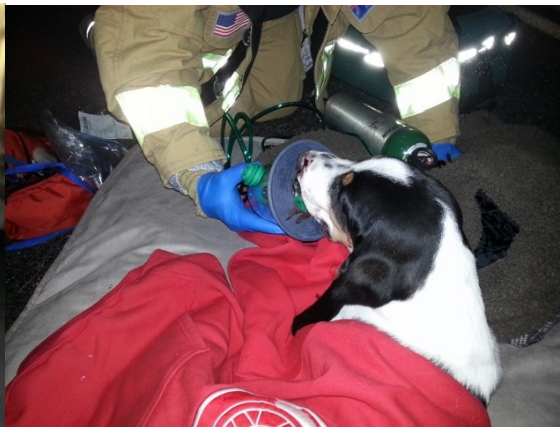
PO Box 10174

Prescott AZ 86304

OUR FABULOUS VOLUNTEER FIRE FIGHTERS....



Terry Werlein on ladder



Walker Fire protecting man and man's best friend. Credit to Stephen, Mark, Matt, Gene, Larry, Dan and for the WFWA member that donated the Fido Bag. For more information go to <http://dcourier.com/main.asp?SectionID=1&SubSectionID=1&ArticleID=138739> .



Yavapai County's Emergency Notification System (ENS) can notify you on your cell, landline...

Yavapai County continues to build out its Emergency Notification System that was launched in July 2012, making it easier to register cell numbers for voice calls, text messages or email messages in addition to land line numbers. Last week, if you had registered you would have received a "Code Red" test message for each of your registered contact options in one of Yavapai County's first emergency notification exercises. For more information regarding the ENS and Code Red, visit the county site at www.ycsoaz.gov and select the Emergency Notification System from the drop down option ribbon at the top of the page. There, you will be asked to enter your Yavapai county property address and contact preferences and numbers. The site will convert the address to GPS coordinates automatically and will confirm registration once saved. You should note that all Yavapai County published residential and business landline phone numbers are automatically included in the database, registering with the site will permit you to add additional contact methods and numbers.

WALKER TRASH COLLECTION SERVICES

TIME TO RENEW YOUR TRASH SERVICE

Walker Trash collections Service runs from January to December. We leave the combination until Jan. 31st, but we would appreciate early renewals to avoid a last minute rush.

Dumpsters are located on the Fire Department property behind the Fire Station at 4980 E. Walker Rd. They are not only a service of convenience but in large part to avoid having people burn trash with the resulting fire danger that it produces.

We have had some volume issues at times this year, with construction waste and the occasional large box that has not been broken down. The dumpsters are for household trash and garbage only! **NO** hazardous material, construction debris or slash clean up should not be put in the containers. We base the number of containers and pickups on subscriptions for household trash, construction material causes overfilling and extra cost.

The fees are as follows:

Full Year (January - December) = \$180.00

6 Months (you choose the 6 months) = \$120 for 6 months

One time/special use = \$30.00 a month

There is a link on the web site at <http://walkertrashcollectionsservice.com/> where you can find the agreement. Send your checks and signed agreement to the WTCS P.O. Box 10174 Prescott, Az 86304. The accountant keeps the records, Shad Bruce and Linda Emmett (928) 778-2566 handle the mail, locks and any issues with the dumpsters.



A VERY IMPORTANT Note.....

Remember, our homes are in an area susceptible to fire. If this should happen, you, your family and friends that visit should have an evacuation plan. The Yavapai Sheriff's Jeep Posse will manage the evacuation. However, just in case you are separated from your family in this unhappy type of situation, it will make it much better if you have a plan to meet at a specific location. It is then everyone's job to get there and stay there. Having someone to call to leave messages or your family able to retrieve voice messages is a good idea. Be sure to include pets. These plans can be as simple as meeting at the Safeway in Prescott Valley (the Costco will be a zoo) or an advanced plan with bug-out bags, food supplies and detailed instructions. Anything is better than nothing.

Is your fire extinguisher up to date? What? You don't have a fire extinguisher? Uh-Oh, they are cheap enough and can save you!

Smoke Detectors save lives. Not if their batteries are dead. When was the last time you checked them?

Make sure you have CO2 detectors too! Less glamour, but can be just as important.

Community Messages

UNINTENDED CONSEQUENCES

Unfortunately the new road improvements have added a new dimension to our area. SPEED.

We have received the following from one of our neighbors on Big Bug. Others have expressed similar concern.

"I personally know of three terrible accidents on Walker Rd recently, but I realize there may be more that I have not heard about. I find that most property owners don't know anything about these accidents. We should understand that there are generally more deer around and crossing Walker Rd at "feeding time," late afternoon/early evening. We are wondering if deer crossing the road could have been the cause of these accidents, i.e. drivers swerving to avoid them and then losing control of their vehicles. I just feel that people need to be more aware. I am up and down Walker Rd constantly, and have just about been run off the road a number of times. And I'm sure I'm not the only one who has this happen.

We're having quite a time up on Big Bug now, too. Most of us who have places up there have had near accidents a number of times since the road was graveled. Drivers are going way too fast and are out of control".

Please drive defensively and be safe.

Groom Creek Fire Chief Todd Bentley has informed the WFPA that the Groom Creek Fire District has received a written request from unnamed persons in Potato Patch, Mountain Pine Acres and Walker to be annexed by the Groom Creek Fire District.

Todd Bentley explained because the request was in writing, the Groom Creek Fire Districts is obligated to perform a due diligence inquiry to determine if this request should be honored.

The inquiry is expected to last at least until February 2015.



Walker Firewise in conjunction with Walker Fire Protection Association, is in the planning process to conduct a 2-month long chip and haul event to begin on or about March 15 and lasting until approximately May 16, 2015. This is a free service for local residents to dispose of excess forest fire fuel from their properties at the Walker Firehouse parking lot.

Grant funding will pay for 90% of their total cost, which could be in excess of \$10,000. The balance of the cost will be paid for by a combination of personal cash donations and "in-kind" hours" at the rate of \$18.00 for each hour reported. Qualifying hours for "in-kind" donations is that time and expense spent mitigating your property, helping others mitigate their property, hauling to the firehouse and any other Firewise related activity including meetings.

The official form (PAWUIC Timesheet) to track and report your hours and expenses can be downloaded at www.walkercaa.org/FirewiseTaskForce.



To make a cash donation to aid this effort go to www.walkercaa.org.

BUY LOCAL ... SUPPORT YOUR LOCAL BUSINESSES!

Many Thanks to: Sharon Bencze (High Country Realty); and Nick Wold (Walker Wi-Fi), for their continuing sponsorship and contributions to the WFPA!

Please Support Your Supporters!!

If you are interested in advertising in our next Spring newsletter, please contact Greg Stava at g-stava@walkerfire.org.



WE WANT YOU to advertise in the Walker Newsletter so our Walker Members can support you like YOU support the WFPA! Please consider an ad in our Fall 2013 newsletter and help our members shop local.

Ad pricing:

\$200-full page

\$100-half page

\$50-quarter page

\$25-eighth page (business card size)

WalkerWiFi.com

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High Country Realty, LLC



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A CABIN OR ACREAGE IN THE PINES?
GIVE ME A CALL & LET'S TALK!**

SHARON BENCZE, REALTOR®/GRI

928.308.3338 (cell); 928.759.9664 (home office)

Sharon@PrescottPinesRealEstate.com

www.PrescottPinesRealEstate.com