

BYLAWS
OF
ALBANY COUNTY FIRE DISTRICT NUMBER 1

As Amended, Restated and Adopted on February 21, 2018

SUMMARY OF CONTENTS

ARTICLE I – ABBREVIATIONS USED	2
ARTICLE II – OBJECTIVES A. Name and Authority B. Purposes C. Management	2
ARTICLE III – BOUNDARIES A. Albany County B. Other Jurisdictions	3
ARTICLE IV – BOARD A. Composition of Board B. Duties of Board C. Meetings of Board D. Committees of Board E. Priorities of Board and Project Planning F. Conflicts of Interest of Directors of Board	4
ARTICLE V – OFFICERS A. Officers B. Responsibilities	5
ARTICLE VI – BOOKS, RECORDS, DEPOSITS AND EXPENDITURES	6
ARTICLE VII – DEPARTMENTS AND STATIONS A. Departments and Stations B. Affairs of Departments; Department Bylaws	6
ARTICLE VIII – SEVERABILITY AND IMMUNITY	9
ARTICLE IX – POLICIES AND PROCEDURES	10
ARTICLE X – AMENDMENTS	10
ARTICLE XI – DISSOLUTION AND DISTRIBUTION OF ASSETS	10

ARTICLE I – ABBREVIATIONS USED

Albany County Fire District Number 1	“ACFD1”
Albany County, State of Wyoming	“Albany County”
Board of Albany County Commissioners	“Commissioners”
Board of Albany County Fire District Number 1	“Board”
Directors of the Board of Albany County Fire District Number 1	“Director”
Members of any Volunteer Fire Department or Station	“Member”
Volunteer Fire Departments within Albany County	“Department”
Volunteer Fire Stations within Albany County	“Station”
Wyoming Statutes Annotated §16-4-401 et seq.	“Open Meetings laws”
Wyoming Statutes Annotated §16-4-203	“Public Records laws”
Wyoming Statutes Annotated §22-9-101 et seq.	“Election laws”
Wyoming Statutes Annotated §35-9-201 et seq	“the Act”

ARTICLE II - OBJECTIVES

- A. Name and Authority.** ACFD1 was formed and named pursuant to the Act as a special taxing district by the Commissioners and began its establishment and collection of taxes on November 8, 1939.
- B. Purposes.** The purposes of ACFD1 is to provide protection from fire and other public safety emergencies for all persons and property within its boundaries, and to contract, including mutual aid agreements, to give or receive such protection to or from one or more other municipal corporations, other fire protection districts, private organizations or individuals.
- C. Management.** Management and directions of the affairs of ACFD1 shall be vested in the Board, which the Directors of the Board shall be responsible for the property of ACFD1, the receipt and distribution of tax and all other revenues received by ACFD1 and for its proper conduct in accordance with the law and these Bylaws.

ARTICLE III – BOUNDARIES

- A. Albany County.** The boundaries of ACFD1 are the boundaries within Albany County as authorized and established by the Commissioners. ACFD1 shall create a map that routinely is updated to reflect and designate the primary services area for the various Departments or Stations.
- B. Other Jurisdictions.** ACFD1 may serve other jurisdictions, inside or outside the State of Wyoming, pursuant to mutual aid agreements or contracts entered into and authorized pursuant to the Act. ACFD1 shall not be responsible for fire suppression in surrounding state or federally owned lands unless and until an agreement or contract is duly and properly entered into by both participants.

ARTICLE IV – BOARD

- A. Composition of Board.** There shall be an elected board of directors of ACFD1.
1. Elections. All ACFD1 elections shall be held in accordance with the Election laws and the Act.
 2. Number of Directors. There shall be at least three (3) members of the Board who shall serve as Directors of the Board for ACFD1. The Board may increase the number of directors to five (5) when the assessed valuation of the property of the boundaries of ACFD1 exceeds \$3,000,000.00.
 3. Qualifications. A Director must be a resident of Albany County, Wyoming and must meet any other qualifications set forth by law to be elected as a Director.
 4. Terms. Directors shall be elected in four (4) year terms, which shall be staggered.
 5. Compensation. Directors shall not receive compensation for serving on the ACFD1 Board but may be reimbursed for actual expenditures necessarily incurred in carrying out the duties of ACFD1.
 6. Vacancies. Vacancies occurring on the Board due to resignation, death or any other reason specified by the Election laws, may be filled by appointment by the remaining Directors and in accordance with Election laws. Any person so appointed shall be required to meet the same qualifications set forth to be elected to the position and s/he shall serve the remainder of the term for which s/he has been appointed until his/her successor has been elected and duly qualified. Such appointment shall be made within sixty (60) days following the time when the vacancy occurred.
- B. Duties of Board.** The Board of Directors is authorized to take the following actions:
1. Enact such ordinances, policies or procedures as may be necessary to establish and operate ACFD1 as a fire protection district;
 2. Enact such policies or procedures or programs as may be necessary to improve and advance the quality of the fire protection within ACFD1;
 3. Enact policies or procedures to efficiently administer and provide fire protection services across and among all areas within the boundaries of ACFD1;

4. Administer the finances of ACFD1 according to the provisions of the Wyoming Uniform Municipal Fiscal Procedure Act, which includes managing and distributing the taxes received from the County, administering and directing any grant monies or other revenues generated as a result of ACFD1 efforts or activities, paying expenses and wages as provided by ACFD1 processes and procedures;
5. Purchase and hold title to real property, construct, purchase or improve property, including equipment, for fire district purposes;
6. Organize its boundaries in such a manner to provide communication with and access to all areas within the boundary by firefighting apparatus;
7. Apply for and accept grant monies, accept monies and/or otherwise expand revenue for the District consistent with the Act and in furtherance of the interests of the fire protection district;
8. Issue the coupon bonds of ACFD1 in a manner and in such amounts as provided by the Act for the purchase of real property, for the construction or purchase of improvements, and for equipment for fire district purposes;
9. Conduct and hold meetings for discussion of ACFD1 purposes that comply with Open Meetings laws;
10. Enact and create policies and procedures for ACFD1 that ensures efficient and effective operations so to provide protection from fire and other public safety emergencies for all persons and property within Albany County;
11. Support volunteer firefighters and departments within Albany County;
12. Employ or contract with such persons as may be necessary to care for, maintain, manage and operate property, equipment and the affairs of ACFD1; and
13. Generally conduct itself in accordance with the Act, the law and these Bylaws and to engage in any and all activities or measures consistent with furnishing or developing fire protection within the boundaries of ACFD1.

C. Meetings of Board. Regular and special meetings of the Board shall be held in accordance with Open Meetings laws. Regular meetings shall be established annually, whereby monthly meeting dates are established for the following year. Special meetings may be called by the Chair or in the absence or inability of the Chair, any two Directors. Proper notice shall be given for any meeting (regular or special), and no business shall be transacted nor action taken by the Board unless a quorum is present. A quorum shall consist of majority of the Directors of ACFD1, which shall include the Chair. Minutes shall be kept for all meetings. The Board may convene into executive session so long as it is done in compliance with Open Meetings laws and is for an approved purpose. Meetings shall be conducted otherwise in accordance with the latest edition of *Robert's Rules of Order*. The Chair may establish meeting protocols and procedures consistent therewith.

D. Committees of Board. The Board may from time to time appoint such committees or designees as may be deemed necessary by them to accomplish the work of ACFD1.

E. Priorities of Board and Project Planning. The Board shall prescribe the order of business to be followed at all regular and special meetings by and through an agenda.

The Board shall also, no less than every five (5) years, adopt a five year strategic plan for ACFD1, identifying specific ACFD1 priorities, expenditures and goals.

- F. Conflicts of Interest of Directors of Board.** No Director shall vote or act upon any matter from which s/he may secure direct or indirect monetary gain. Directors are also subject to conflict of interest disclosures required by Wyoming law.

ARTICLE V – OFFICERS

- A. Officers.** The officers of ACFD1 shall consist of a Chair, Treasurer and Secretary from the Directors of the Board. New officers may be established by the Board as well in the event the number of Directors increases. The officers shall be elected by the Directors annually at the regular January meeting of the Directors. Officers shall hold office for a term of one year and/or until their successors have been duly elected and have qualified for office, whichever occurs latter. The Chair may also appoint any Director of the Board to fill any vacant office or any new office.
- B. Responsibilities.**
1. **Chair.** The Chair shall preside at all meetings of the Board and shall supervise and direct all affairs of ACFD1. The Chair shall also supervise, direct and oversee any administrative personnel, legal counsel, contractors or consultants to the Board. The Chair may appoint a designee to represent him/her and ACFD1 when necessary.
 2. **Treasurer.** The Treasurer shall have custody of all monies and of the books and records of ACFD1. The Treasurer shall disburse funds of ACFD1 in payment of all just obligations and demands which have been authorized and directed by the Board. The Treasurer shall cause to be made and keep full and complete records of all receipts and expenditures and of all actions taken by the Board. The Treasurer shall have charge of the corporate seal should ACFD1 have one. The Treasurer shall make written and oral reports of ACFD1 finances and may from time to time complete reports of expenditures, receipts and the financial condition of ACFD1. Before entering office, the Treasurer shall furnish a good and sufficient bond consistent with the laws of the State of Wyoming. The Treasurer shall be responsible for any and all financial record keeping as required by law or these Bylaws. The Treasurer shall supervise, direct and oversee any administrative personnel responsible for book-keeping, record-keeping, accounting or auditing of the Board's finances or monies. In addition to the duties stated herein, the Treasurer shall perform other duties as are required or asked by the Board incidental to the office.
 3. **Secretary.** The Secretary shall act for the Chair in any instance where the Chair for any reason is unable to act. In addition, the Secretary shall be responsible for the care and maintenance of fire equipment and similar property of ACFD1 and shall report and account to the Board for such items. The Secretary shall be responsible for causing to be made and making all records and minutes documenting the transactions and business of ACFD1 as required by law or these Bylaws. In addition to the duties stated herein, the Secretary shall perform other duties as are required or asked by the Board incidental to the office.

ARTICLE VI – BOOKS, RECORDS, DEPOSITS AND EXPENDITURES

- A.** Full and complete records shall be kept and maintained of all meetings of the Board.
- B.** Full and complete records shall be kept and maintained of all actions of the Board.
- C.** Comply with any and all record keeping for necessary audits, as well as maintain copies of any and all audits of the Board.
- D.** All instruments entered into by ACFD1 shall be kept and maintained.
- E.** A complete inventory of all assets, real property, personal property and equipment of ACFD1 shall be kept and maintained by the Board.
- F.** Any records, instruments or inventory of ACFD1 shall be opened to inspection of any interested person subject to the Public Records laws.
- G.** All monies or funds of ACFD1 shall be kept in a designated financial institution in an account owned by and in the name of ACFD1. Said account shall be designated as a depository for ACFD1 funds. The Board may establish policies and procedures, consistent with the law, for access to and distribution of said account and depository. For any monies or funds allocated by ACFD1 to Departments or Stations, said accounts shall be wholly owned by ACFD1 and shall require the Treasurer of ACFD1 to be a signator on the account. ACFD1 shall have no obligation, liability or control over any of the Department or Station's auxiliary account, which is a secondary account that the Department or Station may have developed and/or maintained to support the Department or Station. No monies or funds of ACFD1 shall be co-mingled with any Department or Station auxiliary account.
- H.** No claims against ACFD1 shall be paid, no obligations of ACFD1 incurred nor no expenditure of ACFD1 monies shall occur until the item or items have first been approved and allowed by the Directors. This includes any purchase and/or expenditure by any Department or Station, including purchases or expenditures by and through an auxiliary account for which a Department or Station will seek reimbursement from ACFD1 or request protection, insurance coverage, maintenance or other future monies of ACFD1 for said purchase/expenditure. All such claims and demands shall be considered at the regular meetings of the Board unless otherwise permitted by Open Meetings laws.
- I.** Warrants and checks of ACFD1 shall not be valid unless signed by two Directors.

ARTICLE VII – DEPARTMENTS AND STATIONS

- A. Departments and Stations.** ACFD1 shall support recognized Departments and Stations through disbursements of its resources and funds. In order for a Department or Station to be recognized by ACFD1, the Board must consider whether the Department or Station

shall promote protection from fire and other public safety emergencies for all persons and property within its boundaries. Upon consideration, the Board shall accept or reject a Department or Station as recognized within ACFD1. ACFD1 shall maintain and regularly update an official ACFD1 map that identifies geographic areas within ACFD1 boundaries with respective Departments and/or Stations which shall provide the primary fire protection and suppression services therein.

- B. Affairs of Departments; Department Bylaws.** It is the intent of ACFD1 to promote and encourage Departments and Stations to operate as autonomously and independently as possible, so to best serve the respective and unique needs of their individual communities. ACFD1 has a fiduciary responsibility to ensure distributions of ACFD1 monies to Departments and Stations are properly accounted for and utilized for fire protection and suppression needs within the boundaries of the district. Any and all disbursements to Departments and Stations are at the sole discretion of the Board and in accordance with the Act.

In order to be eligible to receive any disbursements from ACFD1, recognized Departments and Stations shall be required as follows:

1. Departments and Stations Bylaws and Administrative Standard Operating Procedures. All recognized Departments and Stations shall maintain current its own written bylaws which shall be approved by and filed with ACFD1. Any amendments or changes to Department or Station bylaws shall be approved by and filed with ACFD1. Moreover, written Administrative Standard Operating Procedures shall be developed by all recognized Departments and Stations and shall be approved by and filed with ACFD1. While ACFD1 would like to receive general firefighting operating procedures, it is the intent of ACFD1, that all Departments and Stations minimally have current administrative procedures for the governance of the department/station in place and approve. A sample template of such administrative standard operating procedures shall be provided by ACFD1 to the Departments and Stations. Recognized Departments and Stations shall have six (6) months from the date of these Bylaws to file its Administrative Standard Operating Procedures for review by ACFD1. Within one (1) year from the date of these Bylaws, each recognized Department or Station shall have approval by ACFD1 of its Administrative Standard Operating Procedures in order to be eligible to receive any disbursements from ACFD1. Ultimately, in the event there is any conflict of interpretation between these Bylaws and bylaws and/or standard operating procedures of any Department or Station, these Bylaws shall prevail and control. In the event the ACFD1 Board does not accept or approve a Department or Station's Bylaws or amendments thereto, ACFD1 may, at its discretion, determine that a Department or Station is no longer recognized within the district and/or eligible for receipt of ACFD1 funds.
2. Officers / Chain of Command. All Departments and Stations shall establish internal officers and an internal chain of command. An annual written roster of officers and chains of command for each Department or Station shall be provided to ACFD1 on or before March 1 each year.

3. Membership of Departments. All Departments and Stations shall establish written membership criteria for their respective Departments or Stations. A person may be a member of only one Department or Station, however this person will be not be precluded or constrained from responding to fires or emergency calls at any other ACFD1 Department or Station. Annual written membership rosters for all Departments and Stations shall be provided to ACFD1 on or before March 1st each year.
4. Discipline and Dismissal of Members. Members of any Department or Station are volunteers and not employees. Members of any Department or Station are not employees of ACFD1. Members shall not be afforded any due process rights that may otherwise be afforded to employed union firefighters under state law. Members of any Department or Station may be disciplined and/or terminated by either the Department or Station (as provided individually by a Department and Station's internal Bylaws) or by the ACFD1 Board of Directors. For discipline and/or termination of a Member to occur, there must be a determination that the Member's behavior, conduct or performance is such that s/he has threatened or presents a threat to the reputation, order, morale, safety or financial security of the Department, Station or ACFD1. In the event such a determination is made, the Chief, Station, Department or the Chair of the ACFD1 Board shall provide written notice of the discipline and/or termination to the Member. Upon receipt of said written notice, the Member shall be required to immediately turn in all keys, equipment, clothing, protective gear and any other property that belongs to the Department, Station or ACFD1. A Member who has been disciplined or terminated may request that the ACFD1 Board of Directors review the discipline or termination even if the initial written notice came from ACFD1. The Member who desires such a review must make a written request to be received by the Chair of the ACFD1 Board within 10 business days of the date of the notice of written discipline/termination. If a timely written request for review by the Member is not made, the written discipline/termination is final. If a timely written request for review is made, the Board shall convene in executive session at its next regular board meeting, or at a later time, if agreed to by the Member and the Board. At this executive session meeting, the Member may present evidence or testimony that disputes the action taken. The Board may ask questions of the Member or any other person. The Board shall issue a written decision within 30 days of the meeting in executive session whereby the Board either affirms, reverses or modifies the action taken. The decision of the Board shall be final and the Member shall not have any other rights to challenge, object or appeal the discipline or termination. If a Department or Station utilizes a step or progressive discipline approach, such shall not limit or otherwise define ACFD1's abilities and obligations hereunder. Moreover, if a Department or Station has other processes and procedures for discipline and/or termination, these Bylaws shall prevail in the event ACFD1 is taking such action.
5. Property. Departments and Stations shall maintain a current written inventory of all property of the Department or Station. The inventory shall be updated in writing no less frequently than annually and shall be provided in writing to ACFD1 on or before December 1st of each year. Before property can be purchased by a Department or Station, it must be approved for purchase by ACFD1 if any funds of ACFD1 shall be

used for purchase (in part or in whole) or for reimbursement of the property. This includes any purchase or gifting of property by a Department or Station from an auxiliary account, for which the Department or Station will seek reimbursement, maintenance, insurance coverage or another ACFD1 benefit. Departments and Stations shall also establish and maintain written guidelines regarding the use, care and maintenance of property. ACFD1 may take possession and control of any and all property of any Department or Station at any time in its discretion if said property was funded in whole or in part with funds or monies of ACFD1.

6. Prioritization of Expenditures and Goals. Each Department and Station shall provide to ACFD1 a written prioritization of expenditures and goals annually by June 1st. ACFD1 shall review these priorities and goals in developing its annual budget and assessing equipment and property needs.
7. Accounts. Each Department and Station shall maintain a checking account with a recognized financial institution whereby any and all monies distributed by ACFD1 shall be deposited to. The account shall be owned by ACFD1. The Treasurer of ACFD1 shall be designated as a co-signator on said account. Departments and Stations may own separate auxiliary accounts independent from ACFD1. There shall be no co-mingling of funds between the auxiliary accounts and the checking accounts.
8. Audits. All Departments and Stations shall be subject to random or scheduled auditing by ACFD1, the Commissioners, the County or the State of Wyoming.
9. Meetings. Departments and Stations shall hold regular and special meetings by providing adequate advance notice to all members, including the Directors of ACFD1.
10. Training. Departments and Stations, together with the assistance of ACFD1, shall coordinate and cooperate to provide the most effective and efficient fire fighting training opportunities for Members.
11. Record Keeping. Written minutes of all Department and Station meetings shall be kept and maintained. Written minutes of all Department and Station actions shall also be kept and maintained.

ARTICLE VIII – SEVERABILITY AND IMMUNITY

- A. Should any portion of these Bylaws be adjudicated null and void by a court of competent jurisdiction or rendered as such by action of authorizing agency or legislative body, only those portions rendered null and void will be mute and all other portions of these Bylaws, including any policies or procedures enacted as a result of the Directors' authority under these Bylaws, shall remain in full force and effect.
- B. Nothing in these Bylaws, including any policies or procedures enacted by ACFD1 as a result of authority hereunder, shall be construed or interpreted as a waiver of any sovereign or otherwise granted immunities to ACFD1. Moreover, neither ACFD1 nor any Director shall be exposed to greater liability inconsistent with the Act or law.

ARTICLE IX – POLICIES AND PROCEDURES

ACFD1 may develop policies and procedures to define and further implement these Bylaws as deemed necessary and appropriate by the Directors of the Board.

ARTICLE X – AMENDMENTS


Any changes or amendments to these Bylaws shall be made by a majority vote of the Board where a quorum is present at a regular Board meeting. Within ten (10) days after any such action is taken, the Secretary shall cause said changes or amendments to be filed with the Office of the Albany County Clerk.

ARTICLE XI - DISSOLUTION AND DISTRIBUTION OF ASSETS

ACFD1 may be dissolved only according the Act. Any and all assets of ACFD1 shall be distributed according to the Act in the event of dissolution.

ADOPTION AND CERTIFICATION


The Directors of the Board of Albany County Fire District Number 1 have hereby adopted these Bylaws as amended and restated by a unanimous vote on this 21ST day of February, 2018 at a regular meeting. Any previous Bylaws, whether filed or not with the Office of the Clerk of Albany County by or on behalf of Albany County Fire District Number 1, are hereby rendered null and void and superseded in all provisions by these Bylaws.



Art Sigel, Chair



Joseph Witt, Treasurer



Jon Essley, Secretary