

# SOUTHERN INYO FIRE PROTECTION DISTRICT BYLAWS

Established November 18, 1993  
Revised June 20, 2006

**Object:** The purpose and intent of the Southern Inyo Fire Protection District (Hereinafter, the "District") in adopting these rules shall be to provide guidelines to the District Board of Directors relating to the conduct of the public business by or on the behalf of the District. Any noncompliance with or violation of any provision herein, will not be deemed to affect the action taken, unless otherwise specifically provided by law. These procedures are intended to comply with and are governed by the Ralph M. Brown Act, Government Code Section 54950 et seq., (the "Brown Act").

## ARTICLE I. DISTRICT ORGANIZATION

Section 1.1 **Board of Directors.** The Board of Directors shall consist of five (5) members. Members must be Registered to vote in Inyo County, and be a District resident.

1.1.1 For the purpose of maintaining unbiased direction and to prevent conflict of interest from paralyzing the Board, there will not be more than two (2) Directors who are also District Staff or employees at any one time. If a conflict of interest arises, with respect to a specific Director matter caused by the Directors concurrent staff/employee status, that Director or Directors will be asked to recuse themselves from voting or participation, in the matter.

1.1.2 When a conflict of interest can not be resolved, and the issue may cause damage to the District; that Director will be asked to resign from the Board or Staff, whichever is in the best interest of the District. The District Chairperson will ask the Director to resign from the Board or Staff, on consultation with the General Manager/Fire Chief.

1.1.3 All Directors shall take the "Ethics Orientation for State Officials" as mandated by State Assembly Bill AB 1234, Chapter 700, Stats. 2005, when they come on the District Board and renew every two (2) years. A copy of certificate of completion shall be kept in the Director's file in the District Office. ✓

1.1.4 Elected Directors shall hold office for a term of four (4) years, or until their successors are elected or appointed. Appointed Directors shall serve until the next general election.

1.1.5 Appointment to the Board will become effective upon taking the oath of Office.

1.1.6 Directors shall attend all regular and special meetings of the Board unless there is a good cause for absence.

Section 1.2 **Officers of the District Board of Directors.** Officers of the District Board of Directors shall be elected by a majority of the Directors present at the regularly scheduled December meeting and will consist of the: Chairperson,

Vice Chairperson and Secretary/Treasurer. Board Officers shall hold office for a term of two (2) years or until their successors is elected. An Officer's term of office shall begin in January and end on December 31<sup>st</sup> two years later. These Officers shall perform the duties described by these bylaws and by the parliamentary authority adopted by the District.

**Section 1.3 Elected Chairperson** – The Chairperson shall be elected by a majority of the District Board Directors. The Chairperson shall:

- 1) Preside over all meetings and perform the duties of office;
- 2) Maintain order at all meetings;
- 3) Is an ex-officio member of all committees created by this Board of Directors, with the exception of the nominating committee;
- 4) Amend the Order of Business for just cause;
- 5) Generate, as directed by an authorizing vote of this District Board, correspondence on behalf of the Board to other parties.
- 6) The Chairperson shall not be a staff member or District employee; and
- 7) Shall appoint all committee Chairpersons

**Section 1.4 Elected Vice-Chairperson** – The Vice-Chairperson shall be elected by the current District Board Directors concurrent with the Chairperson's term. The Vice-Chairperson shall perform all duties of the Chairperson in his/her absence, or upon direction of the Chairperson.

**Section 1.5 Elected Secretary/Treasurer** – The Secretary/Treasurer will be elected by the current Board Directors in accordance with the time frames outlined for the Chairperson and Vice Chairperson. The Secretary/Treasurer shall insure that the Recording Secretary will:

- 1) Keep an accurate record of all business conducted at each general and/or special meeting of the Board;
- 2) Maintain an official record of all Directors and Committee members;
- 3) Maintain official meeting minutes;
- 4) Maintain a record of all correspondence directed to the District Board;
- 5) Forward a copy of the meeting minutes to each officer and Director no later than seventy-two (72) hours prior to the next scheduled meeting;
- 6) Generate, as directed by an authorizing vote of this Board, correspondence on behalf of the Board to other parties;
- 7) Upon completion of the January meeting, submit to the Inyo County Elections, an official list of officers of this Board; and
- 8) If established, maintain records and control of any Accounts and/or expenditures authorized by this Board.

**Section 1.6 Director and Officer Vacancies** - When a vacancy occurs, the Board shall be informed at the next regularly scheduled meeting.

1.6.1 A vacancy shall occur if any Director ceases to discharge the duty of his/her office for the period of three consecutive months except as authorized by the Board of Directors.

1.6.2 A vacancy on the Board shall also occur when any of the provisions of Government Code, Section 1770 applies.

1.6.3 Upon receipt of a letter of resignation by either the Chairperson, Vice-Chairperson or Secretary/Treasurer, the remaining District Directors shall be informed at the next regularly scheduled meeting date. If an Office is vacated the order of succession will be:

**Chairperson: Vice-Chairperson: Secretary/Treasurer**, if necessary, the District Board will elect a new Chairperson.

**Vice-Chairperson: Secretary/Treasurer**, if necessary, the District Board will elect a new Vice-Chairperson.

**Secretary/Treasurer:** The District Board will elect a new Secretary/Treasurer.

1.6.3.1 Appointment to office will be effective immediately after an authorizing vote of the District Board.

1.6.4 **Director Vacancies:** Director vacancies will be filled as follows:

In the event a Director cannot fulfill his/her obligations, he/she may submit a letter of resignation to the Secretary/Treasurer, or state his/her resignation at a regular meeting of the Board in session.

1.6.4.1 Upon receipt of a letter of resignation, the remaining District Directors shall be informed at the next regularly scheduled meeting. Notice of a vacant seat on the Board of Directors will be posted in conspicuous public places for thirty (30) days.

1.6.4.2 At the next regularly scheduled meeting, after the thirty (30) day notice period, if a quorum is present, interested candidates will be introduced to the Board of Directors.

1.6.4.3 In the event of more than two interested candidates the following procedures will take place:

1.6.4.3.1 Candidates will be given the opportunity to address the District Board and the general public, and state their qualifications, and interest in serving on the District Board.

1.6.4.3.2 Following will be a question period to all candidates by the remaining District Board, to determine the best candidate to fill the vacant chair.

1.6.4.3.3 Public present will be given an opportunity to present their opinions for the candidates.

1.6.4.3.4 Candidates will be given the opportunity to address the remaining District Board of Directors with a closing speech.

1.6.4.3.5 The Chairperson will call for a motion to appoint from the remaining District Board. Motions will be made and seconded. Voting will take place, the candidate with the majority vote will be appointed to the vacant chair.

1.6.4.3.6 Upon taking oath of office, the newly appointed Director will take his/her seat on the District Board.

## **ARTICLE II: MEETINGS**

**Section 2.1 General Procedures** – All Board meetings shall be governed according to the guidelines in the current Robert's Rules-of-Order, and the Brown Act. All Directors are required to have a full understanding of the Brown Act and conduct themselves accordingly. Every person, before speaking on any question, shall address the Chairperson.

2.1.1 The Board shall establish, or cause to be established, maintain and amend fire prevention ordinances, codes and rules, necessary for the prevention of fire and the safeguarding of life and property.

2.1.2 The General Manager/Fire Chief shall also attend all meetings.

**Section 2.2 Regular Board Meetings** – Regular meetings shall occur on the third (3<sup>rd</sup>) Tuesday of each month, beginning at a time designated by the Board of Directors, unless otherwise continued or cancelled consistent with the Brown Act. When the date for the regular meeting falls on a legal holiday, the Board, at the preceding meeting, shall determine the time and date of any rescheduled meeting. Regular meetings shall be noticed according to Government Code Section 54954.2.

**Section 2.3 Adjourned Meetings** – Any meeting may be adjourned to a time, place, and date certain, but not beyond the next regular meeting. Once adjourned, the meeting may not be reconvened prior to the time and place adjourned to. Mailed and posted notice is required of meetings adjourned for more than twenty-four (24) hours by the Board Secretary. Posted notice is required of all other adjourned meetings. (Government Code Section 54955).

**Section 2.4 Special Meetings** – Special Meetings may be called by the Chairperson or majority of the District Board on a 24-hour notice, as set forth in the Government Code Section 54956; and shall be in compliance with the Brown Act. Minutes will be taken at the special meetings by the Recording Secretary and approved at the next scheduled regular meeting. Only matters agendaized in the Agenda notice may be considered and no ordinances (other than urgency ordinances) may be adopted.

**Section 2.5 Emergency Meetings** – Emergency meetings may be called without notice when the situation requires immediate action, as set forth in Government Code Section 54956.5

**Section 2.6 Quorum** – A Quorum shall consist of any three (3) Board members.

Section 2.7 **Voting** – Voting shall be by voice, but any Director may require a roll call of the Board.

Section 2.7.1 Unless otherwise provided for, a Quorum of the District Board Directors shall be sufficient to do business and motions may be passed 2-1 if only three (3) Directors attend. The following matters, however, require three affirmative votes: a) adoption of ordinances, b) resolutions granting franchises, and c) orders for payment of money. All Board votes of a sensitive nature shall be done by roll call, and recorded by the Recording Secretary.

Section 2.8 **Visitors** – All visitors at a meeting shall address the Chairperson when speaking. They may, with permission of the Chairperson, direct questions or answers to other members of the audience or group in attendance.

2.8.1 Any persons; including Board Directors creating a disturbance may be asked to leave the meeting.

Section 2.9 **Order of Business** - The Order of Business shall be as follows:

- 1) Establish a Quorum - Call to order;
- 2) Confirmation of Agenda, Reading of Minutes
- 3) Public Comment
- 4) Correspondence
- 5) Consent Agenda
- 6) Board, Officers, Committee, and Staff Reports
- 7) Unfinished Business
- 8) New Business
- 9) Good of the Order
- 10) Suggested Agenda Items for Next Meeting
- 11) Adjournment.

2.9.1 All Board Directors shall come to the meeting fully informed regarding agenda items, correspondence, and bills. All Board Directors will address the Chairperson before speaking on the Agenda items. Materials read shall be initialed. Any questions should be directed to the Fire Chief or the Board Secretary. All Board Directors shall follow the meeting agenda.

Section 2.10 **Amendments to Order of Business** – The Chairperson of the Board may amend the Order of Business for just cause.

Section 2.11 **Minutes** – Minutes will be kept of all regular meetings, special meetings, and closed sessions. Closed session minutes will be kept in a separate book and kept on file in the District Office. All Board Directors shall receive copies of the minutes of any regular or special meeting, even though they may have missed the meeting.

### **ARTICLE III: BOARD CONDUCT AND DEMEANOR**

Section 3.1 **Board Conduct:** District Directors shall not interfere with the firefighters/EMS in the performance of their duties. District Directors shall not interfere in the day-

to-day operation of the District by violating the chain of command established by the Board.

**Section 3.2 Chain of Command:** The Chain of Command shall be as follows:

- A. The District Directors will meet with the Fire Chief/General Manager;
- B. The Fire Chief will meet with the Firefighter/EMS personnel;
- C. Employees who wish to discuss departmental business with the Board or one of the Directors; will consult with the General Manager/Fire Chief. If the problem cannot be resolved, the matter will be taken to the Board by the employee with the knowledge of the General Manager/ Fire Chief.

#### **ARTICLE IV: COMMITTEES**

**Section 4.1 Responsibilities of Committee Chairperson** – Each Committee Chairperson will be responsible for coordinating and providing for the needs of his/her assigned standing committee. Administrative and support services, within the scope of available resources, will be provided by Directors.

4.1.1 All members of this Committee, including Directors, agree to hold confidential all specific aspects of the assigned duties. The Committee Chairperson will hand in a report to the Secretary for inclusion to the monthly agenda as needed.

4.1.2. The Board Chairperson will determine when the Committee has finished its assignment, and may abolish such Committee.

#### **ARTICLE V: PARLIMENTARY AUTHORITY**

**Section 5.1** All District businesses shall be conducted as per the authority granted to the Board, as stated in the Fire Protection District Law of 1987,( Health and Safety Code Sections 13800 – 13970) and governed by the Brown Act and the current Robert's Rules of Order.

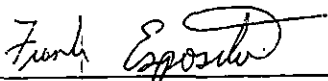
#### **ARTICLE VI: AMENDMENT OF BY LAWS**

**Section 6.1 Conflict** – Any part of these By-laws that is in conflict with any Federal, State, or local law shall be deemed null and void; the unaffected provisions shall remain in force.

**Section 6.2 Amendment Procedures** – Unless otherwise provided herein, the By-Laws of this District may be presented for amendment by a vote of four-fifths (4/5) of the Board of Directors. All proposed amendments shall be voted on only after written notification is sent to each Board Director at least fourteen (14) days prior to the meeting at which action is to be taken.

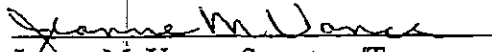
**Section 6.3 Amendment Schedule** – All approved amendments to these By-Laws are to take effect no later than the start of the next regularly scheduled meeting. Copies of said changes will be distributed to each Director after approval.

These Amended By-Laws are hereby approved and adopted on June 20, 2006.



Frank Esposito, Chairperson  
Board of Directors

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Barbara Price, Vice-Chairperson  
Board of Directors

  
Jeanne M. Vance, Secretary/Treasurer  
Board of Directors

  
Karen Lutz, Director  
Board of Directors

  
Jim Ramm, Director  
Board of Directors

**Approved as to Form:**

Law Offices of William D. Ross.

By:  \_\_\_\_\_

William D. Ross, District Counsel