

**BYLAWS  
of the  
POUDRE CANYON FIRE PROTECTION DISTRICT  
as amended January 11, 2012**

**ARTICLE I  
GOVERNANCE OF THE DISTRICT**

Section 1. Governance of the District shall be by duly elected Directors which shall constitute the Board of Directors (Board).

**ARTICLE II  
MEETINGS**

Section 1. **Meetings.** Regular Meetings of the Board shall be held on the second Wednesday of each month, alternating between Poudre Park and the Upper Poudre Canyon. The Board shall determine and set actual meeting locations and times. A schedule of meetings, including date, time, and location, shall be posted at appropriate public and private locations within the District and with the Larimer County Clerk as required by Colorado Revised Statutes (CRS). A change of meeting time and location may be made with appropriate notice to the Directors and the public.

Section 2. **Special Meetings.** Special Meetings of the Board may be called by a Director and the President. Notice of special meetings shall be given at least twenty-four hours prior to the special meeting in such a manner as to notify each Director and may be by telephone, written notice, or email or other electron means of the time, place, and reason for the meeting. Any Director attending such special meeting shall be deemed to have received sufficient notice of the meeting.

Section 3. **Emergency Meetings.** Emergency Meetings of the Board may be called by the President at such time and place as the President or the Board may determine that circumstances requiring immediate action for the health, safety, and welfare of the District. Reasonable effort shall be made to notify each Director of the meeting.

Section 4. **Public Meetings.** All Meetings shall be open to the public except as otherwise provided for by Colorado Revised Statutes.

Section 5. **Quorums.** A Quorum at a meeting of the Board shall consist of three Directors. The Board may take no official action unless a quorum is present.

Section 6. **Conflicts of Interest.** Any Director who has a conflict of interest or a potential conflict of interest in any matter before the Board shall bring it to the attention of the Board and shall recuse himself or herself from consideration or discussion of or voting regarding the matter. Such recusal shall be noted in the record of the meeting.

Section 7. **Executive Session.** The Board may go into executive session to discuss matters as permitted by Colorado Revised Statutes. Topics for such discussion is to be announced by motion which shall include the specific statute that authorizes an executive session. The motion shall describe the purpose of the executive session without compromising the purpose of the session. A record of the proceedings of the executive session shall be retained by the District for a period of ninety days after which they shall be destroyed. Such proceedings shall not be released to the public except as required by CRS.

Section 8. **Procedure of Meetings.** Meetings of the Board of Directors shall generally be conducted according to Robert's Rules of Order.

Section 9. **Points of Order.** The President, subject to these bylaws, shall decide all points of order or meeting procedure unless otherwise directed by a majority of the Directors present and in session at that time.

Section 10. **Board Action.** The Board shall take formal action by motion and a record shall be kept of all meetings.

### **ARTICLE III OFFICERS AND DUTIES**

Section 1. **The Board of Directors** shall be composed of the five Directors elected by the qualified electors of the Poudre Canyon Fire Protection District. Elections shall be held as provided by the Special District section of the CRS.

Section 2. **Officers.** A President, a Vice President, a Secretary, and a Treasurer shall be elected by the Directors at the June meeting following each election year.

Section 3. **Duties of the President.** The President shall preside at meetings of the Directors.

Section 4. **Duties of the Vice President.** The Vice President shall preside at meetings of the Directors in the absence or disability of the President.

Section 5. **Duties of the Secretary.** The Secretary shall keep, or cause to be kept, records of meetings, conduct all correspondence, and generally supervise the clerical and technical work of the Board in accordance with CRS governing Special Districts.

Section 6. **Duties of the Treasurer.** The Treasurer shall keep, or cause to be kept, the financial records of the District, sign checks in payment of District expenses, and provide timely reports, including audits, as required by CRS governing Special Districts.

Section 7. **Vacancies.** A vacancy among the officers -of the Directors shall be filled at the next regular meeting of the Directors. A vacancy of a Director shall be filled by appointment by the Directors in accordance with CRS governing Special Districts. The new Director shall fill the remaining term of the vacant Director, and the person appointed shall serve until the- next regular District election at which time the position will be placed on the ballot either for the remaining tow years of a four year term, or for a regular four year term.

### **ARTICLE IV POWERS**

Section 1. **Authority.** The Board shall be deemed to have the power and authority provided by CRS governing Special Districts.

Section 2. **Operating Procedures.** The Board shall establish the Operating Procedures for the District.

Section 3. **Grievances.** The Board shall serve as the grievance committee involving disputes of the personnel of the District.

**ARTICLE V  
COMMITTEES**

Section 1. **Committees.** The Board may establish committees composed of Directors to review and advise the Board on matters under consideration.

**ARTICLE VI  
GENERAL OPERATING PROCEDURES**

Section 1. **Operating Procedures.** The Board shall establish general Operating Procedures to govern the operation of the District including the conduct of the volunteers and the appointed administrators.

Section 2. **Money.** Any money collected for activity under the direction of the Board shall be received and disbursed by the Treasurer.

**ARTICLE VII  
AMENDMENT OF BYLAWS**

Section 1. **Amendment.** These bylaws may be amended by a majority vote of the Board, provided that such amendment is presented in writing at a regular meeting of the Board and such action be taken at a subsequent regular meeting.