

BY-LAWS (Revised: 3-22-11)

**EAST LAKE TARPON SPECIAL FIRE CONTROL DISTRICT
BOARD OF COMMISSIONERS
BY-LAWS**

ARTICLE I: NAME

The name of this organization is the East Lake Tarpon Special Fire Control District.

ARTICLE II: AUTHORITY

Section 1, **Constituting Authority**: The Constituting Authority for the District is Chapter 2000-477, House Bill 1783, Laws of Florida, June 7, 2000, and as amended from time to time, and hereinafter referred to as the "Act."

Section 2, **Operating Authority**: The Board of Commissioners is the governing Board of the East Lake Tarpon Special Fire Control District. The Board has the power to supervise, control, regulate and manage the Fire Department that provides service to the District and to promulgate and enforce all necessary and desirable rules and regulations. The Board is authorized to undertake any action required to accomplish this directive including, without limitation to make contracts, borrow money, levy assessments and ad valorem taxes, and collect same, build necessary facilities, acquire firefighting equipment, hire a Fire Chief and other such personnel as are required; to inspect property, or provide administrative support. The board shall adopt a Fire Code and adopt ordinances for the District and such rules and regulations as it deems necessary to transact its business and carry out the provisions of the Act.

ARTICLE III: LOCATION

Headquarters for the Commission shall be in the offices of the administrative headquarters of the East Lake Tarpon Special Fire Control District, located at 3375 Tarpon Lake Boulevard, Palm Harbor, Florida, 34685.

ARTICLE IV: ELECTIONS

The Board of Commissioners shall be comprised of five individuals who have been elected by registered voters from the East Lake Tarpon Special Fire Control District voting districts. The Board of Commissioners will abide by procedures outlined in Roberts Rules of Order whenever possible.

Section 1, **Seats**: The office of each Commissioner is distinguished from each other seat by a numeral:

1, 2, 3, 4 or 5. The terms of office are staggered with elections for Seats 1, 3 and 5 beginning in 2000 and every 4 years thereafter; election for Seats 2 and 4 beginning in 2002 and every 4 years thereafter.

Section 2, **Term of Office**: Each Commissioner shall hold office until his/her successor is elected and qualifies, unless he/she ceases to be qualified, resigns or is removed from office.

Section 3, **Elections:** Each commissioner shall be elected to serve for a term of 4 years by a majority vote of the electors voting to fill such office, except that ONLY in the 2000 election, seats 2 and 4 will be elected for a term of 2 years. Voting for Commissioners shall be district-wide and non-partisan. Elections for Commissioners shall be held at the same time as scheduled elections for the office of State Representative. Any Commissioner may succeed himself. Each Commissioner, whenever elected, shall assume his/her office 10 days following his/her election. Any expense of holding elections for Commissioner Seats at the elections shall be paid for out of the funds of the District if required by proper authority.

Section 4, **Residency Requirement:** All Commissioners must reside within the boundaries of the District as defined in the Act. If any Commissioner ceases to reside within the district, his/her office shall be declared vacant as of the date he/she ceases to reside in the District and he/she shall be disqualified from further service. Commissioners may not be current, active employees of the East Lake Tarpon special Fire Control District nor an active member of the union local representing said employees.

Section 5, **Filling of Vacancies:** Vacancies on the Board shall be filled by appointment by the remaining members of the Board. All such vacancies shall be filled as expeditiously as possible, preferably within sixty (60) days from the receipt of the vacating commissioner's notice of resignation or other causes.

ARTICLE V: PURPOSE

The purpose of this organization is to provide residents of the East Lake Tarpon Special Fire Control District with the highest quality and most cost effective fire prevention, fire suppression and emergency medical service possible in a manner commensurate with Fair Labor practices and as set forth in the Act and to manage the assets of the District in the best interest of the residents of East Lake.

ARTICLE VI: COMMISSIONERS

The Board of Commissioners shall have the overall responsibility and authority for the operation of the district, and for ensuring that its purpose as set forth in the Act are properly carried out. The Board shall know the needs of the organization and shall work with the Fire Chief in fulfilling them as required. The Board shall exercise all the powers and duties set forth in Chapters 189 and 191, Florida Statutes, as they may be amended from time to time, and shall exercise the powers described in the Act in a manner consistent with the policies and regulations of the Pinellas County Fire Protection Authority, which was created pursuant to chapter 73-600, Laws of Florida, and shall maintain liaison with cognizant municipal, County, and state offices.

The Board may adopt such rules and regulations for the conduct of its meetings as it may deem proper. The Board shall employ a Fire Chief who is directly responsible to the Board and who has responsibility for and authority over all departments' personnel, property and activities of the District.

Section 1. **Oath of Office:** All Commissioners shall be required to take an oath of Office prior to assuming their duties on the Board.

Section 2. **Bonding:** Each Commissioner, before he/she enters upon his/her duties as Commissioner, shall execute with a qualified corporate surety, a good and sufficient bond to be approved by the Clerk of the Circuit Court of Pinellas County in the sum of \$5,000. All premiums for such surety on all such bond shall be paid from the funds of the District.

Section 3. **Duty of Loyalty:** Board members have an obligation to act only on what is believed to be in the best interest of the District. Board members shall abide by decisions made by the Board. Board members must disclose any conflicts of interest to ensure that the Board's results are fair and accomplished in good faith.

Section 4. **Performance of Duties:** Each Board member shall discharge his/her duties with the care a prudent person, in a similar position would exercise in similar circumstances. Board members shall manage district funds wisely and in accordance with the purposes of the District.

ARTICLE VII: OFFICERS

At the December regular meeting, the Commission shall elect a Chairman, Vice-Chairman, Secretary and Treasurer, all of whom shall serve for a period of one year or until replaced.

The **Chairman:** Shall preside at all meetings of the Commission and shall serve as coordinator of the Commission's general activities. He/she has the authority to call special and emergency meetings and is authorized by the Board to sign all documents approved by the Board. He/she shall maintain liaison with the Fire Chief and keep other members of the Board advised of items of general concern. The Chairman presides at all other functions and speaks for the board when so authorized. He/she has the authority to appoint committees as required, and shall fulfill any other assignments the Board deems necessary.

The **Vice-Chairman:** Shall preside at all meetings in place of the Chairman and perform such other of his/her duties that may arise in the Chairman's absence.

The **Secretary:** Shall:

(A) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary, or as may be assigned by the Board.

(B) Conduct all correspondence not otherwise specifically delegated.

The **Treasurer:** Shall:

(A) Be current on the District's financial status and work closely with the Chief or his/her designee in the preparation of the annual budget.

(B) The Treasurer, or his/her designee, shall be one of the signers on all checks prepared for payment of the District's expenses.

(C) Perform such other duties as are customarily incident to the office of Treasurer, or may be assigned by the Board.

ARTICLE VIII: MEETINGS

Section 1, **Regular Monthly Meetings:** of the Board shall be held on such Day and Time of each month as voted upon annually by the Board at the December meeting.

Section 2, **Special Meetings:** of the Board may be held at any time agreeable to the Board to resolve issues that must be resolved prior to the next regular meeting, provided that reasonable notice is given of such meetings. Minutes will be kept of Special Meetings and all actions taken will have the same force and effect as those of regular meetings.

Section 3, **Emergency Meetings:** may be called to consider matters of such urgency that they must be resolved before a Regular Monthly Meeting may be called. The agenda for such meetings must be restricted solely to the item or items considered to be of an emergency nature.

Section 4, *Left blank intentionally*

Section 5, **Open Meeting Policy:** Meetings of the Board shall be held in accordance with the provision of the Florida Open Government Laws (Sunshine Law Section 286.011 and Chapter 119, "Public Records Law") and accordingly, are open to the public.

Section 6, **Notification:** A schedule of the Board's Regular Monthly Meeting shall be published annually in a local publication of general circulation and the department's website. The schedule shall include the date, time and location of each regularly scheduled meeting. Notice of Special Meetings will be advertised in a local publication of general circulation. Emergency Meetings will be posted with as much advance notice as time allows.

Section 7, **Place of Meetings:** All meetings of the Board shall be held in a place that is available to the public. Meetings shall be held in a space provided for meetings at Station 57 located at 3375 Tarpon Lake Blvd, Palm Harbor, FL 34685, but at the direction of the Board, may be held in any other suitable location provided that all Board members and the public are properly notified.

Section 8, **Quorum:** A majority of the Commission members shall constitute a quorum for the purpose of transacting business at any duly called Regular, Special or Emergency Meeting.

Section 9, **Voting:** All Commission members must vote on each issue unless a conflict of interest exists under Florida state laws. All voting shall be done by voice, a show of hands, or by signed ballot.

Section 10, **Minutes:** All meetings of the Board of Commissioners shall be recorded as defined in §286.011(1). All motions and resolutions adopted shall be prepared in written or typed form and presented to the Board at the next regularly scheduled meeting for their review and acceptance. Minutes of Official Meetings are permanent records. Retention of recordings has a 2

year anniversary after adoption of the Official Minutes or certification of transcript.

Section 11, **Emails:** All electronic communication between Board Members acting in their capacity as Board Members shall be forwarded to Administration at eastlakefirerescue@gmail.com.

ARTICLES IX: COMMITTEES

Committees may be appointed by the Chairman from time to time to do research and report on special projects or problems. Only one Commissioner may serve on a committee, and if the committee is to propose action for the board to consider or act on behalf of the board, those meetings must be advertised and open to the public according to the Sunshine law.

ARTICLES X: RULES OF CONDUCT

Section 1, **Interference:** No Individual commissioner or the Board as a whole shall interfere with the daily operation of the Fire Department or the Emergency Medical Service department, except that the Board as a whole may bring to the attention of the Fire Chief an area of the daily operation in which the Board deems is not fit and proper.

Section 2, **Labor Negotiations:** All labor negotiations shall be conducted through established procedures as from time to time may be amended and no individual Commissioner shall negotiate with any employee of the District or his representative unless directed by the board.

Section 3, **Administration:** All orders for personnel will only be issued on the authority of the Fire Chief who is solely responsible to the Commission for his actions and decisions. Requests by Board members for administrative services and information shall be made through the Fire Chief or his designee, except that the Fire Department office manager may be used by commissioners or officers for administrative support, provided that the operations of the Fire Department are not adversely affected.

Section 4, **Complaints:** All complaints of any nature made by a Commissioner against an employee of the District shall be made to the Chief in a timely manner, and the Chief shall decide whether or not to present said complaint in writing to the Board for action.

Section 5, **Actions:** Commissioners shall not represent their private positions as those of the entire Board and may not make binding agreements with any individual or organization unless authorized by the Board to do so. Commissioners may represent their personal positions with any individual or organization provided that such said individuals or organizations are made aware of said representation.

Section 6, **Meeting Attendance:**

Commissioners shall attend all regular, special and emergency meetings unless excused. Commissioners shall notify the District Administration office, copy to the Chairman, by email or telephone, as soon as possible, if they are unable to attend a meeting and the reason for their absence. Attendance at meetings where voting is possible shall be in person only. All

Commissioners shall be entitled to one (1) excused absence per calendar year. Beyond that, any missed regularly scheduled meetings will reduce that Commissioner's monthly salary for that month from \$500.00 to \$5.00. Any Commissioner who is absent from three (3) consecutive regularly scheduled meetings shall be removed from office by the Board, pursuant to Florida Statute Chapter 191.005(5).

Section 7, **Conflict of Interest:** Board members must abstain from voting on any contract, action or decision that may be presented to the Board from a Commissioner's family member or business associate for consideration. No Board member shall personally benefit from any action or decision made by the Board of Commissioners. Any opportunity, benefit or advantage shall accrue only to the District and not to any individual Commissioner.

Section 8, **Violations (Discipline and Removal):** Any Commissioner violating the Rules of Conduct contained in these By-Laws shall be subject to action by the remaining Commissioners, who may take the following appropriate action: **First Offense – reprimand; Second Offense – publicly asked to resign.** The Board of Commissioners shall have the power to discipline, suspend (with or without pay) any Commissioner of the District for good cause. Such cause, notwithstanding any other provision in these By-Laws to the contrary, the vote of discipline, suspension, or removal, must be made by a majority of the Commissioners, excluding the vote of the Commissioner in question. This may be done at any duly constituted special meeting or a regular meeting of the Commission; **PROVIDED**, prior to such action, the Commissioner involved shall be notified of special or regular meeting, informed of the general nature of the charges, and given an opportunity to appear at the special or regular meeting to answer the charges.

ARTICLE XI: COMPENSATION

Commissioners are to receive monthly compensation in an amount determined by the resolution, but not to exceed \$500 monthly. An evaluation of this compensation shall be performed for each annual budget submission.

ARTICLE XII: FIRE CHIEF

The Board shall hire a Fire Chief to serve as the Administrative head of the District's Fire Department. As such, the Chief shall be responsible for all personnel, property and the operation of the Department. He/she shall conduct his/her administration in accordance with a specific set of Rules and Regulations approved by the Board and within policy framework established by the Board. He/she shall keep the Board advised of all non-routine matters that may arise and shall maintain close liaison with its members. He/she shall prepare the preliminary annual budget for the approval of the Board and provide such counsel and assistance as it may require from time to time. He/she shall seek the advice and obtain the consent of a majority of the Board of commissioners with respect to the hiring of, promotion to or firing of a Chief position within the Department.

ARTICLE XIII: STAFF

The Board shall provide for a staff which will serve both the Board of Commissioners and the Administration and which will include the following:

Section 1, **Office Personnel:** Shall be hired and supervised by the Fire Chief and abide by the policies and procedures of the Department.

Section 2, **Legal Counsel:** Shall be retained to ensure the District's compliance with all applicable state laws, authenticate documents as required and attend such meetings as the Board may see fit.

Section 3, **Accounting Firm:** Shall be retained to audit the District's funds on an annual basis.

ARTICLE XIV: REPORTS

The Board shall ascertain that all required reports on the District's finances and activities are filed with all cognizant agencies as required.

ARTICLE XV: FISCAL YEAR

The East Lake Tarpon Special Fire Control District's fiscal year shall run from October 1 through September 30.

ARTICLE XVI: AMENDMENTS

These By-laws may be amended by a majority vote of the Board at any regular or special meeting thereof, provided there is no conflict with existing pertinent law.

ARTICLE XVII: DURATION

The East Lake Tarpon Special Fire Control District and its Board of Commissioners shall remain in operation until replaced by legislative process.

ARTICLE XVIII: AUDIT COMMITTEE

Section 1. Purpose

The primary function of the Audit Committee (the "Committee") is to assist the East Lake Tarpon Special Fire Control District Board of Commissioners in fulfilling its oversight responsibilities relating to: the integrity of the District's financial statements and budget, the independent auditor selection process, the systems of internal control, the performance of the District's independent auditors and internal audit function, the independent auditor's qualifications and independence, and the District's compliance with legal and regulatory requirements. In so doing, it is the responsibility of the Committee to maintain free and open communication among the Committee, independent auditors, the internal auditors and District management, as well as the Board of Commissioners. The Committee shall take all appropriate

actions to set the overall tone for quality financial reporting, sound business practice, and ethical behavior, so long as those actions receive Board approval, where appropriate.

Section 2. Membership

The Committee will consist of no less than three, no more than five members, nominated by members of the Board of Commissioners and appointed upon a majority vote of the Board and upon their “agreement to serve.” Members of the Committee shall be annually appointed and shall serve for a two year period with at least one member being appointed every year. The Committee shall consist of at least one, but no more than three, members of the Board of Commissioners. Members of the Committee must also be considered “independent”, in that they are not to accept any consulting, advisory, or other compensatory fee from the District. All meetings are subject to the requirements of the Government in the Sunshine Law, Florida Statute §286, and the Public Records Act, Florida Statute §119.

Members of the Committee shall possess general accounting, business and financial knowledge, including the ability to read and understand fundamental financial statements. At least one member, preferably the Chair of the Committee, shall have accounting or financial expertise as defined by the Board. The Chair of the Committee shall preside over the Audit Committee meetings, and his/her designees shall serve in the Chair’s absence.

Section 3. Meetings

The Committee shall hold at least three (3) meetings each fiscal year. A majority of the members of the Committee will constitute quorum for the implementation of any action to be taken.

A Secretary should be appointed and record minutes to be submitted to the Board of Commissioners for review. The Board of Commissioners representative member(s) serving on the Committee shall be prepared to present a report and the minutes to the Board of Commissioners at the next, regularly scheduled public Board of Commissioner meeting.

The Committee may request any officer, employee, District counsel or independent auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

Section 4. Duties and Responsibilities

While the Committee has responsibilities and powers as set forth in Section 1, it is not the duty of the Committee to plan or conduct audits to determine that the District’s financial statements are complete, accurate, and in accordance with generally accepted accounting principles. This is the responsibility of management and the independent auditors. Management is responsible for the preparation, presentation, and integrity of the District’s financial statements and for the appropriateness of the accounting principles and reporting policies used by the

District. The independent auditors are responsible for auditing the District's financial statements.

The following shall be the principal duties and responsibilities of the Committee. These are set forth as a guide with the understanding that the Committee may modify or supplement them as appropriate, so long as any actions requiring Board approval be properly presented:

Review with management, the independent auditors and the internal auditors their judgments about: the quality, not just the acceptability, of the District's accounting principles; the consistency in the application of accounting policies; the reasonableness of significant judgments; the degree of aggressiveness or conservatism in applying accounting principles; and the clarity and completeness of the financial statements and related disclosures.

- Review new and significant accounting pronouncements with the independent auditor and understand their impact on the District's financial statements.
- On an annual basis, review with the auditor:
 - any significant difficulties encountered during the course of the audit, any restrictions on the scope of work or access to required information and any significant disagreements between management and the independent auditor in connection with the preparation of the financial statements;
 - critical accounting principles and practices used by the District, all alternative treatments of financial information within generally accepted accounting principles, the ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the independent auditor.
- Inquire of management, the internal auditor, and the independent auditor about significant financial risks or exposures to the District and assess the steps management has taken to mitigate such risks or exposures.
- Be directly responsible for the appointment, compensation, oversight and retention of the District's independent auditor, following the required bid process and following approval of the Board. Evaluate annually, the qualifications and performance of independent auditors. The independent auditor shall report to the Board as well as directly with the Committee.
- On an annual basis, assess the independence of the independent auditor and discuss any relationships disclosed that may impact auditor objectivity and independence.
- Resolve disagreements between management and the independent auditor regarding financial reporting.

ARTICLE XIX: EFFECTIVE DATE

These By-laws shall become effective upon adoption of a resolution by the Board of Commissioners.

BOARD OF COMMISSIONERS

Chairman

Vice-Chairman

Secretary

Treasurer

Commissioner

Date