

BY-LAWS OF THE PEWEE VALLEY FIRE PROTECTION DISTRICT

KNOW ALL MEN BY THESE PRESENT:

That the Pewee Valley Fire Protection District established under the provisions of Chapter 75 of the Kentucky Revised Statutes ("KRS") through its Board of Trustees does hereby adopt the following as its by-laws this 12th day of September 1983.

ARTICLE I ORGANIZATION

Section 1 – Name: The name of the fire protection district shall be the Pewee Valley Fire Protection District ("Fire District").

Section 2 – Establishment: The Fire District is established pursuant to and in accordance with KRS 75.

Section 3 – Governing Body: The Fire District shall be governed by a Board of Trustees in accordance with KRS 75.120 and said Board of Trustees shall be organized and granted those powers as set forth hereinafter.

Section 4 – Territory: The Fire District shall include all territory shown on the original petition to create said Fire District and any amendments thereto.

Section 5 – Contract: The Pewee Valley Fire Protection District shall have the right to have an exclusive contract with the Pewee Valley Fire Department, which is presently serving the area covered by the Fire District.

Section 6 – Business Address: The business address of said Fire District shall be 8607 Foley Avenue, Pewee Valley, Kentucky, 40056. The main phone number of the Fire District shall be 502-241-0025 and the fax shall be 502-243-3630.

ARTICLE II PURPOSE

Section 1 – General: The purpose of which the Fire District is organized is the transaction of any and all lawful business for which fire protection districts may be established under KRS 75.

Section 2 – Specific: The specific purpose of the Fire District shall be to prevent and suppress fires and other similar hazards, to protect the lives and property of the public and to assist other governmental agencies in pursuit of these goals.

ARTICLE III BOARD OF TRUSTEES

Section 1 – Membership: The Board of Trustees shall consist of seven members duly elected or appointed pursuant to the KRS 75.

Section 2 – Powers: The Board of Trustees shall have all the power granted to it under state law including, but not limited to:

A – The control of the Fire District, its property and equipment.

B – The appointment of a Chief of the Fire District shall be by the Board of Trustees of the Fire District.

C – The Board of Trustees shall have the authority to contract for fire protection for the area served by the district and to appropriate funds pursuant thereto.

D – The setting by Resolution of the salaries of all employees of the Fire District and providing for their payment and for the payment of expenses of the Fire District, the establishment of policies and procedures for the safe and efficient operation of the Fire District, and complete control of the fiscal aspects of the Fire District.

E – All resolutions, orders, and any other similar actions of the Board of Trustees shall be adopted by a majority vote of the members at which a quorum is present.

ARTICLE IV **OFFICERS OF THE BOARD OF TRUSTEES**

Section 1 – Officers: Officers of the Board of Trustees shall be nominated and approved by a majority vote of the Board of Trustees on the first regularly scheduled business meeting in July of each year with terms beginning immediately and ending in connection with the elected officer's term. Should the existing officer be re-elected or re-appointed upon the conclusion of their existing term as defined in Article VI, Section 1, the officer would need to be re-nominated and approved as noted herein.

Section 2 – Chairman: The Chairman shall conduct all meetings of the Board of Trustees and shall supervise all Board of Trustee activities, and shall issue all orders, resolutions and other similar actions duly adopted by the Board of Trustees, and shall ensure that the operation of the Fire District is pursuant to and in accordance with applicable laws. The Chairman may, if in the Chairman's discretion there is a need, appoint firefighters to perform special duties anywhere within the Fire District on the terms the Chairman deems proper in accordance with KRS 75.110.

Section 3 – Vice-Chairman: The Vice Chairman of the Board of Trustees shall serve in the absence of the Chairman at all meetings and any other functions in which the Chairman is absent.

Section 4 – Secretary: The Secretary shall record and maintain a permanent record of the minutes of each meeting of the Board of Trustees and shall be the official custodian of all minutes and correspondence directed to the Board of Trustees and all other records of the Fire District with the exception of financial records.

Section 5 – Treasurer: The Treasurer shall receive and disburse all of the funds of the Fire District as directed by the Board of Trustees and shall report, at each meeting, the financial status of the Fire District, and all other financial or fiscal information as directed by the Board of Trustees, and shall be the official custodian of the financial and fiscal records of the Fire District.

Section 6 – Administrative Assistance: The Board of Trustees shall have the power and authority to employ a paid recording secretary and treasurer to handle all of the bookkeeping and financial matters upon approval of a majority vote of the Board of Trustees. Additionally, the Board of Trustees shall have the power and authority to appoint or employ a Bookkeeper and/or Administrative Assistant to assist the Board in the proper keeping of records, financial and compliance matters. The Bookkeeper may assist the Treasurer but they shall have segregated duties.

Section 7 – Officer Vacancy: In the event of an officer vacancy, the Board of Trustees shall select from one of its members an officer to fill the vacancy for the remainder of the term. This selection shall be accomplished by a majority vote of those members present.

Section 8 – Check Signatories: The authorized signatories on the Fire Districts accounts with financial institutions are limited to the Chairman, Secretary and Treasurer. The Board of Trustees shall approve all expenditures prior to payment, provided however, two signatories must approve nonrecurring unusual expenditures between board meetings. Such expenditures shall be ratified at the next regularly scheduled board meeting. All checks over

\$5,000.00 shall have two signatures, except for emergency funds as provided in Article VIII, Section 3, and regularly recurring utility payments made by preapproved automatic clearing house (ACH) accounts.

Section 9 – Committees: The Board of Trustees may create any committees to empower them to carry on assigned tasks and report back to the Board of Trustees for action. These committees shall report any progress at all meetings until such projects are completed or terminated.

ARTICLE V
MEETINGS OF THE BOARD OF TRUSTEES

Section 1 – Frequency: The Board of Trustees shall hold at least one meeting per month at a date, time and location adopted by the Chairman.

Section 2 – Special Meetings: The Chairman of the Board of Trustees, or a majority of its members, may call a special meeting at any time and for any purpose provided that notice is sent to all trustees at least 24 hours in advance of said meeting. Meeting notices shall be sent by electronic mail to all Board of Trustee members and the Chief of the Fire District.

Section 3 – Open Meetings: All meetings of the Board of Trustees shall be open to the public and the public shall be given the opportunity to address the Board of Trustees at such meetings provided that the requisite decorum is maintained, except those meetings declared executive meetings at which time the public may be excluded subject to applicable law.

Section 4 – Quorum and Majority: Quorum for all meetings is defined as four (4) members of the Board of Trustees, which also constitutes majority. No action can be approved by the Board of Trustees unless quorum is maintained.

Section 5 – Email Distribution: The Treasurer or their designee may distribute financial reports prior to the board meeting. Those reports are not public information until approved by the Board of Trustees. The information is distributed to the members to permit advance reviews and prepare questions to facilitate the approval of the financial reports during the board meeting.

ARTICLE VI
ELECTION OF MEMBERS TO THE BOARD OF TRUSTEES

Section 1 – Term: All elected firefighter representatives and elected representatives of the Board of Trustees will each serve a four (4) year term beginning July 1st and ending on June 30th. All appointed representatives of the Board of Trustees will each serve a three (3) year term beginning on July 1st and ending on June 30th.

Section 2 – Frequency: Elections of the members to the Board of Trustees shall be held as often as required by KRS 75.031(2) and shall be held at such location and on such date (the last Saturday in June for Property Owners and the last Wednesday in June for Firefighter Representatives) and time as duly adopted by the Board of Trustees.

Section 3 – Eligibility: All persons eligible to vote pursuant to KRS 75 shall be allowed to vote and the presiding Board of Trustees shall make a reasonable effort to ascertain the eligibility of all persons to vote in said election. All voters are subject to challenge by any candidate and the presiding Board of Trustee shall decide the challenge.

Section 4 – Nominations: Nominations for the election of Trustee shall be accepted by the Board of Trustees no later than 30 days prior to the dates established for said election and the Board of Trustees shall require all nominations to contain sufficient information to enable it to determine whether the candidate is qualified and eligible pursuant to applicable law and thereafter publish the names of the candidates and the date of the election in accordance with the KRS.

Section 5 – Composition: In accordance with KRS 75.031, the Board of Trustees shall be comprised of:

A – Three (3) individuals whom are appointed by the County Judge Executive of Oldham County (“Appointed Trustees”).

B – Two (2) individuals whom are elected property owners within the First District (“Property Owners”).

C – Two (2) active members (as determined by compliance set forth in the Pewee Valley Fire Department Rules and Regulations) whom are elected from the Pewee Valley Fire Department (“Firefighter Representatives”).

Section 6 – Recommendations for Appointed Trustees: The Board of Trustees shall by resolution duly adopt and recommend to the County Judge Executive those individuals who are best qualified for the position of Trustee during the regularly scheduled meeting in April preceding the ending term of Appointed Trustees.

Section 7 – Property Owner Election Method:

A – Elections shall be conducted and presided over by a minimum of three members of the Board of Trustees who are not candidates in said election (“Nominating Committee”).

B – All voting shall be done by secret ballot and the Nominating Committee shall tally all votes. Any interested persons may witness said procedures.

C – The results of the election shall be unofficial until certified by the full Board of Trustees at the next succeeding meeting.

D – All ballots cast in said election shall be maintained by the Secretary of the Board of Trustees pending certification of the election and then immediately discarded.

Section 8 – Firefighter Representative Election Method:

A – Elections shall be conducted and presided over by the Fire Chief and the Firefighter Representative not currently up for election (“Nominating Committee”).

B – All voting shall be done by secret ballot and the Nominating Committee shall tally all votes. Any interested persons may witness said procedures.

C – The results of the election shall be unofficial until certified by the full Board of Trustees at the next succeeding meeting.

D – All ballots cast in said election shall be maintained by the Fire Chief pending certification of the election and then immediately discarded.

Section 9 – Write-In and Absentee Ballots: Write-in ballots and absentee ballots are not allowed in the election of Property Owners of the Board of Trustees. Absentee ballots will be allowed in the elections of Firefighter Representatives of the Board of Trustees. The Absentee ballots will be available at the Regularly Scheduled training on the Wednesday prior to the last Wednesday in June. Absentee ballots must be returned prior to 7:00pm on the last Saturday in June.

ARTICLE VII
TRUSTEE COMPENSATION AND REIMBURSEMENT

Section 1 – Compensation: Trustees shall be eligible to receive a salary equal to those sums authorized by the KRS.

Section 2 – Reimbursement: Trustees may be reimbursed for actual and necessary expenses incurred in the pursuit of their duties.

ARTICLE VIII
FISCAL MATTERS

Section 1 – Fiscal Year and Budgeting: The fiscal year of the Fire District shall begin on July 1 and end on June 30 of each year. The Treasurer and Chief shall present a fiscal budget for review at the April regularly scheduled Board of Trustees meeting. The budget shall be re-presented, as necessary, with final approval being provided by the Board of Trustees no later than the regularly scheduled meeting in June.

Section 2 – Audit: In accordance with KRS 75.255 and KRS 65.065, there shall be an annual audit conducted by an independent public accounting firm of the Fire District’s financial statements of the governmental activities and each major fund of the Fire District, including related party transactions, which shall be prepared in conformity with accounting principles generally accepted in the United States of America, and the standards applicable to financial audits contained in Governmental Auditing Standards, issued by the Comptroller General of the United States.

Section 3 – Emergency Funds: If there has been a declaration of a nature disaster by the Governor of the Commonwealth of Kentucky, the Chief in consultation with the Chairman, may direct the Treasurer to make payment for items needed to maintain fire protection service. These items will be presented at the subsequently regularly scheduled Board of Trustees meeting. These items shall not exceed \$1,000.00 to any single vendor without approval from the Board of Trustees.

Section 4 – Financial Policies and Procedures: The Board of Trustees shall adopt written Financial Policies and Procedures in accordance with the aforesaid Governmental Auditing Standards, including the design, implementation and maintenance of appropriate internal controls, preparation and fair presentations, which shall provide reasonable assurance that the financial statements are free from material misstatement, whether due to fraud or error.

ARTICLE IV
SUPREMACY

Section 1 – General: All actions, by-laws, rules, regulations, policies or procedures of the Fire District shall be subject to all local, state and federal laws. If any conflict shall exist, the law shall control.

Section 2 – Revisions: Any action, by-law, rule, regulation, policy or procedure which is in conflict with applicable local, state or federal law shall be amended to conform to said law.

ARTICLE X
ADMINISTRATIVE AND DISCIPLINARY PROCEDURES

Section 1 – Discipline of Members: No members of the Fire District shall receive a disciplinary reprimand, or, be dismissed, suspended, or reduced in grade or pay for any reason except inefficiency, misconduct, insubordination or violation of law, these Bylaws, or other rules and regulations adopted by the Board of Trustees, and only after charges are preferred and a hearing is performed in accordance with KRS 75.130, with right of appeal pursuant to KRS 75.140.

ARTICLE XI
TRUSTEES REMOVAL FOR CAUSE

Section 1 – Failure to Attend: Any elected member of the Board of Trustees may be removed by a two-thirds majority vote by the Board of Trustees for failing to attend three consecutive meetings.

Section 2 – Lack of Participation: All elected members of the Board of Trustees are expected to participate actively in the activities of the Board of Trustees and refusal to so participate may constitute grounds for removal by a two-thirds vote of the Board of Trustees.

Section 3 – Conduct: Conduct by an elected member of the Board of Trustees which would tend to bring embarrassment or disrespect to the City of Pewee Valley, surrounding communities, and the Pewee Valley Fire Department may be grounds for removal by a two-thirds majority of the Board of Trustees.

Section 4 – Firefighter Representative Trustees: An elected firefighter representative trustee may only be removed for cause after a hearing conducted in accordance with the provisions set out in KRS 5.031(1)(d)-(f).

ARTICLE XII
NECESSARY AND PROPER

Section 1 – General: In addition to the powers specifically enumerated herein, the Board of Trustees shall have full power and authority to take such actions deemed necessary and proper for the safe and efficient operation of the Fire District in accordance with the laws of the Commonwealth of Kentucky and KRS 75.

ARTICLE XIII
AMENDMENTS

Section 1 – General: These by-laws may be altered, amended or repealed and new by-laws shall be adopted by the Board of Trustees by a two-thirds vote of the entire Board of Trustees.

It is hereby certified that the above by-laws for the regulations of the affairs of the Pewee Valley Fire Protection District were adopted by the Board of Trustees of said Fire District on the date below written.

Date

Chairman

Secretary