

By-Laws
Fire Protection District No. 1
St. Tammany Parish
Louisiana

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**Fire Protection District No. 1
Parish of St. Tammany
State of Louisiana**

By-Laws

Article I

Section 1. The name and title of this organization shall be the Fire Protection District No. 1, St. Tammany Parish. Said title and its geographical boundaries having been established by the St. Tammany Parish Government (see St. Tammany Parish Police Jury), with the concurrence of the Mayor and the Board of Aldermen of the Town of Slidell in January, 1952. The authority for the creation of said Fire District being Louisiana Statutes Annotated, Revised Statutes, Title 40 Public Health and Safety, Chapter 7 Fire Prevention or Protection.

Article II

Section 1. The purpose of the organization is to provide for the preservation of life and property, and to organize and maintain a fire department within the boundaries as established by the parish governing body.

Article III

Section 1. The Board of Commissioners shall be composed of five (5) members, who will constitute the governing body of the district.

Section 2. Two (2) members shall be appointed by the parish governing body; two (2) by the governing body of the municipal corporation in the district; and the last, who will be Chairman of the Board, is appointed by the other four (4) Board members **and serves at their pleasure. The Chairman of the Board will serve until removed and will be reconfirmed each January by a vote of confidence.** Each member so appointed shall be a resident elector and taxpayer of the district.

Section 3. Two (2) of the first members of the Board shall hold office until one (1) year from the January first immediately succeeding their appointment and three (3) members shall hold office until two (2) years from the January first immediately succeeding their appointment, the respective term to be determined by lot. Thereafter, each member appointed shall serve for a term of two (2) years. Members are eligible for re-appointment. If a vacancy occurs, it shall be filled for the unexpired term by the body originally making the appointment.

Section 4. Causes and procedures for removal: unexcused absence from three (3) regular Board meetings per calendar year; public misconduct or wrongdoing that would cast a serious reflection upon the individual or the Board in general, that is contrary to the acceptable standards of good conduct and/or morals; malfeasance or violation of the state code of ethics while performing the duties of a Commissioner. When a Board Member reaches three unexcused absences in a calendar year, the Board Member and the appointing authority of the Board

Member will be notified of the appointee's attendance record. In such cases that a member is accused of such misconduct and/or behavior, and by a majority vote of the Board, the respective appointing authority shall be petitioned in writing requesting removal action. In the case of removal against the Board's Chairman, a majority vote of the Board of Commissioners will suffice. In all such action for removal, the Board must procedurally comply with the constitutional due process standards, those being legal and just cause, and then, only after a full hearing held for that specific purpose, complying with state law and the constitutional standards of "fair play". The Board member at issue must be properly notified in advance of the hearing, and given an opportunity to appear together with witnesses and present his own case against removal.

a) Commissioners are to notify the Chairman of the Board 72 hours prior to any scheduled meeting where an absence from a meeting is expected. In the event of an emergency where 72 hours' notice is not feasible, the Commissioner will notify the Chairman as soon as possible.

b) Examples of excused absences include but are not limited to: military leave, unforeseen emergency, or work related conflict ~~or travel.~~

Article IV

Section 1. The Board of Commissioners shall adopt its rules and procedures and fix the time and place of its regular meetings. Generally, it has such powers to perform such duties as are customary for the governing bodies of taxing districts and political subdivisions, including the right to levy taxes and to operate and control the property acquired by the district. It may do all things necessary to carry out the purpose for which the District was created as a Board of governance.

a) From time to time there will be a need for special meetings (on an as needed basis) and Commissioners are expected to attend such special meetings, subject to their availability.

Section 2. Fire Protection Districts constitute public corporations, including perpetual existence, the right and power to incur debt and contract obligations, to sue and be sued, to have a corporate seal, to do and perform all acts in their corporate capacity and in their corporate name necessary for the purpose of acquiring, maintaining, and operating buildings, machinery, equipment, water tanks, water hydrants and water lines, and such other things as might be necessary or proper for the preservation of life and property, including both movable and immovable property, considered necessary for the protection of the property within the limits of the district. However, this district may not own and operate a system of waterworks.

Section 3. The District may enter into such contracts as they consider necessary or desirable to carry out the purpose for which they were created, including, specifically, contracts with private or public entities, pursuant to which water for fire protection purposes shall be made available and paid for by the District.

Section 4. The District may also do such things and enter into such contracts and agreements with the United States or with any state or federal agency of instrumentality as are necessary to procure aids and grants to assist them in carrying out the purposes for which the district was created.

Section 5.

- a) Subject to the limitations set forth in Article IV, Section 5, the District shall hold harmless, defend and indemnify each Commissioner that has served the District from and against any and all claims, actions, causes of action and/or liabilities to which said Commissioner may become subject to liability. The foregoing rights shall not be exclusive of any rights to which any Commissioner may be entitled as a matter of law.
- (b) The District's obligation to hold harmless, defend and indemnify shall apply to each current or former Commissioner, so long as the acts, errors and/or omissions for which said Commissioner is being sued arose during the period that said Commissioner was serving in his/her official capacity with the District.
- (c) The District's obligation to hold harmless, to defend and to indemnify shall not apply to any current or former Commissioner whose acts, errors and/or omissions are determined by a court of competent jurisdiction to be grossly negligent, intentional or amounting to willful misconduct.
- (d) In the event that the District asserts that a Commissioner has acted intentionally, or grossly negligent, or has engaged in behavior amounting to willful misconduct, the district shall retain, and pay for, separate counsel ("conflict counsel") to represent said Commissioner until a court of competent jurisdiction renders a final judgment as to whether the district is, or is not, required to hold harmless, defend and indemnify said Commissioner.
- (e) In the event that said Commissioner disagrees with the conflict counsel chosen by the district, said Commissioner may petition the Board of Commissioners to appoint other counsel. Said petition shall be served upon counsel for the fire district by certified mail, within fifteen (15) days after the Commissioner has been notified by certified mail of the appointment of conflict counsel.
- (f) Such other conflict counsel shall be retained by majority vote of the Board of Commissioners, which approval shall not be withheld unreasonably. However, prior to making any appearance in any court or administrative proceeding, and prior to performing any work on behalf of the Commissioner, said counsel shall advise the Board of Commissioners, in writing, of his/her hourly rate, as well as that of any associate or paraprofessional that will be assigned to defend the Commissioner and shall receive approval before

engaging any expert witness.

(g) Conflict counsel will be paid by the District for all legal and other expenses, including but not limited to, expert witness fees that are reasonably incurred in defense of any action, subject to the limitations set forth above in sub-section b, c, d, e, and f.

Section 6. In addition to the powers and authorities by these by-laws expressly confirmed upon it, the Board may exercise all such powers of the District and do all such lawful acts and things as are not by statute or by these by-laws prohibited.

Article V

Section 1. Regular meetings of the Board of Commissioners' shall be held monthly at such time and place as the directors may determine. Special meetings of the Board may be called by the Chairman on three (3) days' notice to each Commissioner, either personally or by telephone or by mail; special meetings shall be called by the Chairman or secretary in like manner and on like notice on the written request of two (2) Commissioners. A majority of the Commissioners shall constitute a quorum of the Board, a quorum being required for all meetings of the Board.

Section 2. At all meetings of the Board of Commissioners the Chairman shall preside according to Robert's Rules of Order.

Section 3. An agenda prepared by the Chairman and published and posted at all fire stations at least **twenty-four (24)** hours in advance is required for all regular meetings of the Board. For special meetings, an agenda prepared by the Chairman and published and posted at all fire stations at least twenty-four (24) hours in advance is required. Order of business at all meetings shall conform with the agenda, unless by an affirmative vote of a majority of the Commissioners to change or amend the published agenda. All proceedings of the meetings to conform to state laws governing meetings of public bodies.

Section 4. At all meetings of the Board of Commissioners the Chairman shall allow public comment to any agenda item. Each person who wishes to speak will be limited to 3 minutes of comment for any individual agenda item **to be voted upon**. Comments must stay to the subject of the agenda item and the Chairman has the right to intercede or terminate the comments if they stray from the subject. If the Board of Commissioners then respond to the public comment, the person with the original public comment will be allowed a single rebuttal comment of 3 minutes.

Section 5. Compensation may be paid in the form of per diem to Commissioners for attendance of meetings, not to exceed two (2) meetings per month and not to exceed current state statutes authorizing such per diem and rate (LARS 40:1498 (F)). The Board of Commissioners will vote each January regarding compensation of the Board members.

Article VI

Section 1. The Board of Commissioners may appoint such officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Commissioners. Such appointees may be compensated for such appointments by resolution of the Board of Commissioners.

Section 2. Such officers or agents appointed by the Board of Commissioners shall hold office until their successors are chosen and qualify in their stead. Any officer or agent appointed by the Board of Commissioners may be removed at any time by the affirmative vote of a majority of the Board of Commissioners. If the office of any officer or officers become vacant for any reason, the vacancy shall be filled by the affirmative vote of a majority of the Board of Commissioners.

Section 3. The Board of Commissioners shall appoint/hire a Fire Chief in conformance with State Civil Service guidelines. The Fire Chief shall have the authority and responsibility for the day to day operations of the Fire District, including performing such functions as creating a budget for approval by the Board and overseeing approving expenditures; creating schedules, and hiring, firing and training employees. All expenditures must comply with Louisiana Bid Law as interpreted by the Louisiana Legislative Auditor. The Fire Chief is to report directly to the Board of Commissioners. **Between regular monthly meetings, the Fire Chief is to report to the Chairman or in his absence, the Vice-Chairman. The Chairman or in his absence the Vice-Chairman serves as the Board's representative to act as the Fire Chief's supervisor should informal performance/disciplinary discussions be required.** The Fire Chief may be removed only in conformance with State Civil Service laws and guidelines and the Fire Fighters' Bill of Rights. The Fire Chief may make appointments as he deems necessary for the operation of the district in accordance with State Civil Service laws and guidelines.

Article VII

Section 1. The Chairman may appoint such committees, as he deems necessary, subject to the approval of the Board of Commissioners. Whenever the Board of Commissioners is not in session, the committees appointed by the Chairman may act subject to ratification at the next meeting of the Board of Commissioners, at which time the appointments made by the Chairman may either be approved or disapproved.

Section 2. The Chairman of each committee shall make a written report to the Board of Commissioners whenever requested by the Board of Commissioners.

Section 3. The Chairman may appoint committees from the Board of Commissioners, ranks of paid employees, as well as from the ranks of the volunteer association of the district. All such appointments subject to the will of the Board of Commissioners.

Article VIII

Section 1. These by-laws may be altered or amended or repealed by the affirmative vote of a majority of the Commissioners present at any regular or special meeting of the Board called for that purpose, or by the affirmative vote of a majority of the Board of Commissioners at any regular or special meeting of the Board; provided however, that no change of the time or place for the election of officers shall be made within sixty (60) days preceding the day on which such election is to be held, and that in case of any change of such time or place notice thereto shall be given to each Commissioner in person or by letter mailed to his last known post office address, at least twenty (20) days before the election is held.

Certificate

We the Board of Commissioners of St. Tammany Fire Protection District No. 1 certify the above and foregoing to be a true and correct copy of the by-laws adopted at a meeting of the Board of Commissioners of said district, duly and legally called, convened and held in Slidell, Louisiana on May 15, 2007, whereat a quorum of Commissioners were present.

Commissioner

Commissioner

Commissioner

Commissioner

Commissioner