

**MINUTES
BOARD OF DIRECTORS REGULAR MEETING
FRONT RANGE FIRE CONSORTIUM**

Date: February 12, 2021

LOCATION: Virtual Meeting due to COVID Restrictions (via Microsoft Teams)

CALL TO ORDER:

Chairman Kris Kazian called the meeting to order at 0836.

ATTENDANCE:

Board Members Present: Brian Kuznik (Greeley), Barry Schaefer (Platte Valley), Kris Kazian (Windsor), Gary Green (Wellington), Greg Ward (Loveland), Michael West (Front Range Fire Rescue), Dave Beebe (Mountain View), Sterling Foland (Mountain View), Tom Demint (PFA)

Also Present: Mike Patterson, Cindy Heesemann

Board Members Absent:

Rob Spendlow (Longmont), Mike Calderazzo (Boulder), Ron Lindroth (Central Valley),

APPROVAL OF THE AGENDA (ADDITIONS/DELETIONS):

Motion to accept agenda (Tom Demint)

Seconded and approved (Brian Kuznik)

Approved

APPROVAL OF MINUTES:

Motion to Approve Minutes (November 13, 2020) (Gary Green)

Motion Seconded (Barry Schaefer)

Approved

Motion to Approve Board Work Session Minutes (February 3, 2021) (Gary Green)

Motion Seconded (Barry Schaefer)

Approved

PUBLIC INPUT:

No public input

OLD BUSINESS:

None

NEW BUSINESS:

1. Financial Report – Profit and Loss
 - a. Reviewed 2020 Budget vs. Actuals (attached)
 - b. Chief Patterson worked with Carissa to bring 2020 QuickBooks up to date resulting in \$4103.97 under budget for 2020.
 - c. Reviewed Current vs. Actuals for 2021 to date, this is early in the year. (attached)
 - d. Looking to get help with QuickBooks in the future that will help with membership dues in relation to the budget. This is talked about in detail under item 7, FRFC Budget Refinement and Outside Professional Assistance.
 - e. Bank of Colorado checking account balance is \$256,563.04. \$40,000 receivables for membership dues and \$12,000 in accounts payable that have not cleared.

Motion to accept financial report (Mike West)

Motion seconded (Gary Green)

Passed by vote

2. FRFC Budget Refinement & Outside Professional Assistance
 - a. Discussion at the last meeting and at the Board Work Session to improve the accounting process, budget process and QuickBooks. What are the best practices for keeping the books? Focus to remain under the \$750k maximum to avoid the full annual audit.
 - b. Chief Kazian has been working with James Vincent Group an accounting firm that has experience with fire districts and currently works with WSFR and other local fire districts. The group is looking to expand the client base in Colorado and is willing to work with FRFC on cost.
 - c. The idea would be for them to come in and provide a quarterly report, day to day entry would be completed by Carissa. James Vincent Group would work to reconcile accounts and realign QuickBooks and prepare the non-audit paperwork.
 - d. Chief Kazian feels that this would be a good investment to clarify best practices. The group would be present at meetings. James Vincent Group quoted \$750 per quarter.
 - e. Chief Patterson states that QuickBooks has been moved to the online version. Carissa at PFA has done a great job with the day-to-day business of accounts payable and operating QuickBooks.
 - f. Feels like there is enough funds going through FRFC to have a third party oversee the books to ensure we are operating properly.
 - g. Chief Beebe states that this should be the next step but mentions the possibility of an RFP or getting other bids to ensure transparency and adequate optics.
 - h. Chief Demint feels like having a third party is also a step in the right direction. Agrees that getting a bid for other firms is a good start.
 - i. Chief Kazian suggests a scope of work and look at getting some bids.
 - j. Chief Green uses RLR out of Fort Collins and suggests staying local if we can but does not see any issues with James Vincent Group. Feels like having an answer if asked about bids before deciding is important.
 - k. Chief Patterson reviewed the policy manual, and the bid process is in affect for \$15,000 or above, the \$3000 annual amount is well under that number.
 - l. Chief Kazian suggests engaging with James Vincent Group for one year and then evaluate.

Motion to accept James Vincent Group as third-party accountants as presented (Tom Demint)

Motion Seconded (Gary Green)

Passed unanimous.

3. Resolution 2021-1:2020 Audit exemption application review and approval for submission.
 - a. Required to submit the audit exemption by March 31. Chief Patterson engaged with the same company that did the exemption last year. They have had access to everything since the second week of January and they have provided a draft. Final version has not been received to approve and submit. FRFC has the resolution and the draft and Chief suggests that we move forward and

approve the draft version and if changes are made then a special meeting could be scheduled to approve the final version.

Motion to approve the resolution 2021-1 giving the Executive Director the authority to execute and obtain signatures and file the audit exemption timely – (Kris Kazian)

Seconded – (Greg Ward)

Vote passed unanimous

4. Report on advice from counsel- Governance Docs & Executive Chief position
 - a. Engaged with Dino Ross, the Legal firm regarding the by-laws. The Attorney response is attached. To summarize, the 2015 by-laws were not presented when the IGA was drafted, the Attorney's thoughts are that it is not legally required to adopt by-laws. The question is if we draft by-laws and have them in place would they assist the Board in governance? Another thought is to rescind the outdated by-laws or do a resolution to rescind.
 - b. Chief Kazian agrees that there is a need to clean up the by-laws and discuss at the next meeting if by-laws are needed. Does the IGA cover most of the operational guidance? Do we need conflicting documents? Do we need both?
 - c. Chief Demint agrees that we should clean it up based on legal counsel and move forward.
 - d. Chief Patterson feels like the IGA covers what we need to do. Suggests a resolution to rescind the 2015 by-laws and left with the IGA and the policy manual.
 - e. Chief Patterson updated on his current position and the discussion with Counsel. Discussed the positions scope of work and the possibility for the position to be a salaried exempt position. There is a possibility for the position to be under the administrative exemption. Will know more the week of February 15, 2021.
5. 2021-1 Academy Update
 - a. Ready to go with 22 recruits.
 - b. COVID safety remains a priority, PPE, sanitation, Decon.
 - c. Potential for recruits to be receiving their 2nd vaccine and may need time off if symptoms are present.
 - d. Chiefs are welcome on day one to stop in to welcome recruits. No obligation.
 - e. Plan is to be in the large classroom at PFA.
6. 2021-2 Academy – Estimate numbers & Anticipated Cadre attendance
 - a. Numbers are coming in and beginning to plan.
 - b. Continue to follow up with an email as numbers become available.
7. Envision Leadership Update
 - a. On track for delivering the next session for Fall 2021 and Spring of 2022
 - b. Chief Morowski is still in the recruitment process for his replacement
 - c. Looking for replacement to shadow and cover topics that need filled
 - d. Hoping for some level of in person or a hybrid version
8. Aims Partnership Proposal Update
 - a. No update, still closed campus due to COVID
 - b. No movement on capital expansion
9. Other Business
 - a. PFA has eight semi finalist that will be interviewed the week of February 15, 2021
 - b. April 1, 2021 should have a candidate selected
 - c. Brian Kuznik is covering Greeley, Dale is retiring March 1, 2021, out on medical leave.
 - d. Our thoughts are with him, its unfortunate that a virtual celebration will be held but wish him well!
 - e. Application process for Greeley has closed and the third-party firm is running the initial selection process within the next couple of weeks.

EXECUTIVE SESSION (if NECESSARY):

None

NEXT MEETING

June 11, 2021 Scheduled in Loveland and will keep everyone posted to see if it is in person, virtual or hybrid.

ADJOURNMENT:

There being no further business to come before the Board, Chairman Kris Kazian adjourned the meeting at 0938.

ATTESTATION OF MINUTES:

We attest that the foregoing minutes, which have been approved by the affirmative majority vote of the Board of Directors of the Front Range Fire Consortium, are a true and accurate record of the meeting held on the date stated above.

[Redacted], President/Chairman

[Redacted], Secretary/Treasurer