

Boulder Mountain Fire Protection District

Bylaws



Section 1: Authority

The Boulder Mountain Fire Protection District (BMFPD) is an independent local governmental entity of the State of Colorado, organized and existing pursuant to Article I of Title 32 of the Colorado Revised Statutes (CRS). These Bylaws are adopted by the BMFPD Board of Directors (Board) pursuant to the authority granted it by 31-1-1001 (1)(m), CRS.

Section 2: Purpose

It is hereby declared that the Bylaws hereinafter set forth will serve a public purpose.

Section 3: Mission and Goals

- A. Mission: It shall be the mission of BMFPD to provide rapid, effective, and organized responses to fire, medical and other emergency situations within our area of coverage and to our neighboring districts on mutual and automatic aid calls; and to proactively cultivate awareness of, and assist with, fire safety and fire mitigation endeavors in our area of coverage.
- B. Goals: In furtherance of the BMFPD mission the following goals are identified:
 - 1. Provide competent and rapid emergency response in order to:
 - a. Minimize death and injuries due to fires;
 - b. Minimize death and suffering for people experiencing sudden illness, accident or injury;
 - c. Minimize direct property and indirect economic losses due to fire;
 - d. Minimize losses to the local ecosystem due to fire.
 - 2. Provide awareness of, and assistance with, fire safety and fire mitigation endeavors in order to:
 - a. Decrease the potential for, and incidence of, wildfires;
 - b. Decrease the destructive impact of wildfires;
 - c. Improve our ability to contain and extinguish wildfires;
 - d. Improve our current water system;
 - e. Contribute to maintaining good forest and ecosystem health, which, in turn, contributes to a forest ecosystem that is more resistant to the destructive consequences of wildfire.
 - 3. Recruit, motivate and adequately train a sufficient number of members to provide a continuing level of service to the citizens of BMFPD.
 - 4. Maintain our current ISO rating (the "Public Protection Classification" rating that evaluates our fire response capabilities).

5. Continue to inform and educate the residents living in BMFPD about the practices and procedures that could save their lives, property, assets and ecosystem in the event of an emergency.
6. Actively cultivate and support among area fire/emergency related organizations, alliances, wildfire mitigation, training, and other cooperative ventures and activities that improve or benefit the fire, emergency, and related services provided, or available, to BMFPD residents.

Section 4: Purpose of the Board of Directors

It shall be the purpose of the Board to administer and govern BMFPD in order to accomplish the BMFPD mission stated above in Section 3 to the best of its ability given the availability of revenues, personnel, equipment and other resources.

Section 5: Operational Philosophy

Each Board member is responsible to the public and has a duty to use good faith, business sense and judgment, placing BMFPD's interests above his or her own in deliberations and decision-making processes, therefore:

- A. Parliamentary procedure will be used in meetings. Guidelines stated in these Bylaws and Robert's Rules of Order will serve as guides.
- B. All matters discussed in the Executive Session will remain confidential.
- C. Members of the Board have a responsibility to come to meetings prepared. Board members should endeavor to keep informed about issues and current BMFPD related topics, should be conscientious about reviewing relevant materials distributed in advance of meetings, and when possible provide other board members with notice of topics to be discussed and appropriate information about those topics in advance of meetings. Board members should be proactive about bringing important topics to the attention of the Board and should inform the Board President and other board members of such topics so that these topics can be placed on the agenda for Board meetings.

Section 6: Board of Directors

All powers, privileges and duties vested in, or imposed upon, BMFPD by law shall be exercised and performed by and through the Board, whether set forth specifically or implied in these Bylaws. BMFPD shall be administered and governed by a seven (7) member Board. The Board may delegate to officers and employees of BMFPD any or all administrative and ministerial powers.

Without restricting the general powers conferred by these Bylaws, it is hereby expressly declared that the Board shall have the following powers and duties:

- A. BMFPD shall have the power, duty and responsibility to maintain, operate, manage, and control all of the fire protection, fire prevention, fire mitigation, rescue and emergency services facilities, equipment, resources, and property now, or in the future, owned or leased by BMFPD.
- B. As provided herein, BMFPD shall exercise all of the powers and responsibilities provided by the laws of the State of Colorado to a fire protection district and all incidental, implied, expressed, or such other powers as necessary for the accomplishment of the purposes of a fire protection district. Such powers and responsibilities include, but are not limited to, the following:

1. To make and enter into contracts for goods and services.
2. To employ, discharge, and discipline BMFPD personnel pursuant to the rules, policies and procedures of BMFPD. All employed personnel shall be deemed to be employees of BMFPD.
3. To provide firefighting services, medical rescue services, and related training.
4. To acquire, construct, manage, maintain, or operate any buildings, works, improvements, or other facilities.
5. To acquire, hold, lease, or dispose of property.
6. To incur debts, liabilities, or obligations.
7. To apply for, accept, receive, and disburse grants, loans, and other aid.
8. To invest any unexpended funds that are not required for immediate operation of BMFPD in accordance with the laws of the State of Colorado.
9. To administer fire codes and regulations as may be adopted.

Section 7: Office

- A. Business Office: The principal business office of BMFPD shall be at 1905 Linden Drive, Boulder, Colorado 80304, unless otherwise designated by the Board.
- B. Establishing Other Offices and Relocation: The Board, by resolution, may from time to time, designate, locate and relocate its executive and business office and such other offices as, in its judgment, are necessary to conduct the business of BMFPD.

Section 8: Meetings

- A. What Constitutes a Meeting: Any meeting at which a quorum or three or more Board members, whichever is fewer, are present and any public business is discussed or at which any formal action may be taken shall constitute a Board meeting and shall be open to the public, except for any executive session.
- B. Regular Meetings: The Board shall hold several meetings throughout the year. The meeting schedule (dates and locations) for the year and the following January will be set by the Board at its meeting in January and publicly posted at Station One and Station Two and on the BMFPD website.
- C. Public Meetings: All meetings of the Board, other than executive sessions, shall be open to the public.
- D. Notice of Meetings: Section 8-B shall constitute formal notice of regular meetings to Board members, and no other notice shall be required to be given to the Board, other than the permanent posting and 24-hour agenda notice as required by statute.
- E. Special Meetings: Special meetings may be called by any Director by informing the other Directors of the date, time, and place of such special meeting, and the purpose for which it is called; and by posting notice at least seventy-two hours prior to said meeting at Station One, Station Two and on the BMFPD website and emailing same to the County Clerk and Recorder's offices and each Board member. A "work session" or "study session" constitutes a special meeting.

- F. Emergency Meetings: An emergency meeting may be called in the event of an emergency that requires the immediate action of the Board in order for BMFPD to carry out its statutory duties and provide fire and emergency services to the citizens and property within its jurisdiction. A quorum shall not be required for action at an emergency meeting. At such emergency meeting, the Board, by affirmative majority vote of the Directors present, may take any action within the express and implied powers of the Board to carry out its statutory duties provided, however, any action taken at an emergency meeting shall be effective only until the first to occur of (a) the next regular meeting or (b) the next special meeting of the Board. At such subsequent regular or special meeting, the Board may ratify any emergency action taken. If any emergency action taken is not ratified, then it shall be deemed rescinded.
- G. Executive Sessions: An executive or "closed" session may only be called at a regular or special meeting of the Board by an affirmative vote of two-thirds of the members present. Executive sessions should be noted on the agenda for all meetings whenever possible. The Chairperson of the Board must announce, and the minutes of the regular or special meeting reflect, the specific statutory citation that authorizes the Board to meet in an executive session (i.e., the specific subsection of §24-6-402 C.R.S.) for a valid executive session. The applicable subsections of §24-6-402 C.R.S. are:
- (4)(a) Purchase, acquisition, lease, transfer or sale of any property interest;
 - (4)(b) Conferences with the District's attorney regarding legal advice;
 - (4)(c) Confidential matters pursuant to State or Federal law;
 - (4)(d) Security arrangements or investigations;
 - (4)(e) Negotiations;
 - (4)(f) Personnel matters, except when the person who is subject of the session has requested an open meeting. This subsection does not apply to Board member matters or general personnel policies - these must be held in an open meeting; or
 - (4)(g) Items concerning mandatory nondisclosure.

If the topic of the executive session is confidential due to State or Federal law, a specific citation to the applicable law must be announced. Minutes of the regular or special meeting should reflect the executive session topic of discussion, but should not reveal too much so as to destroy the necessary confidentiality. No formal action (vote) may be taken while in executive session.

The executive session must be electronically recorded, unless an attorney attending the executive session certifies for the record that the executive session will be a privileged attorney-client communication. The recording of an executive session shall be retained by the Secretary or Chairperson in a secure location for a period of 90 days, then destroyed. Requests for access to these recordings shall be handled in accordance with applicable State law.

- H. No Informal Action by Directors: All official business of the Board shall be conducted at regular or special meetings. All matters concerning specific personnel matters, litigation and real estate will be addressed at executive sessions of the Board.

- I. Adjournment and Continuance of Meetings: When a regular or special meeting is for any reason continued to another time and place, notice need not be given of the continued meeting if the time and place thereof are announced at the meeting at which the continuance is taken, other than as required by law. At the continued meeting, any business may be transacted which might have been transacted at the original meeting.

Section 9: Conduct of Business

- A. Order of Business: The business of all regular meetings of the Board shall be transacted, as far as practicable, in the following order:
1. Call to order
 2. Additions to or deletions from agenda;
 3. Public comments and hearings;
 4. Reading and approval, or approval as submitted, of the minutes of the previous meeting;
 5. Treasurer's report;
 6. Reports of Chief and/or other officers, committees and professional consultants;
 7. Old business;
 8. New business and special orders; and
 9. Adjournment
- B. Quorum: A quorum shall be a majority of the Directors then holding office. Vacant Directors' positions shall not be counted for purposes of determining a quorum. A Director may participate in a regular or special meeting via telephone where the Director can hear, and can be heard by, everyone. All official business of the BMFPD can only be transacted at a regular or special meeting of the Board at which a quorum is present except as provided in Sections 8-F above and 9-F below.
- C. Motions and Resolutions: Each and every action of the Board necessary for the governing and management of the affairs of BMFPD, for the execution of the powers vested in and responsibilities of the Board, and for carrying into effect the provisions of Article I of Title 32, C.R.S, and all other applicable laws, shall be taken by the passage of motions or resolutions.
- D. Minute Book: Within a reasonable time after passage, all resolutions and motions and all minutes of Board meetings shall be recorded in a book kept for that purpose and shall be attested by the secretary.
- E. Vote Requirements: Each Director shall have one vote and any action of the Board shall require the affirmative vote of a majority of the Directors present and voting. Proxy voting is prohibited.
- F. Executive Committee: The Executive Committee shall be composed of the President, Vice President and the Treasurer. This Committee is authorized to make necessary decisions on routine business requiring action between regular meetings. Such decisions shall be reached on a majority vote basis, and the Board briefed at its next regular meeting. Notwithstanding the foregoing, the Executive Committee shall have no authority to make decisions on matters affecting the fundamental governance of BMFPD, which cannot be, and are not, delegated to the Executive Committee.

Section 10: Directors, Officers and Personnel

- A. Director's Performance of Duties: All members of the Board shall perform their duties as a Director, including duties as a member of any committee of the Board upon which the Director may serve, in good faith, in a manner in which the Director reasonably believes to be in the best interest of BMFPD and the community it serves, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing the Director's duties, the Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by persons and groups listed in subparagraphs 1, 2 and 3 of this subsection A; but the Director shall not be considered to be acting in good faith if he/she has knowledge concerning the matter in question that would cause such reliance to be unwarranted. Those programs and groups upon whose information, opinions, reports, and statements a Director is entitled to rely are:
1. One or more officers, employees or volunteers of BMFPD whom the Director reasonably believes to be reliable and competent in the matters presented;
 2. Legal counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within such persons' professional or expert competence; and
 3. A committee of the Board upon which the Director does not serve, duly designated in accordance with the provisions of the Bylaws, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.
- B. Election of Officers: The Board shall elect from its membership a President, a Vice President, a Secretary, a Treasurer, and an Assistant Treasurer who shall be the officers of the Board. The election of the officers shall be conducted annually at the regular meeting of the Board in June or at the first regular or special meeting thereafter at which a quorum is present. An election of the officers also shall be conducted at any other regular or special meeting at which a quorum is present and an election is called by the affirmative vote of two-thirds of the Directors. Regardless of when the election is conducted, the officers shall be elected by the affirmative majority vote of the Directors, and each shall serve until his or her successor is elected.
- C. Vacancies: Any Director vacancy occurring shall be filled by an affirmative vote of a majority of the remaining Directors, as prescribed by statute. The appointed individual must be from the same district as the departing Director, must meet the statutorily prescribed qualifications for Directors, and shall sit until the next regular Director election in May of odd numbered years.
- D. Resignation and Removal: Directors may be removed from office only by recall provisions prescribed by statute. Any Director may resign at any time by giving written notice to the President of the Board, and acceptance of such resignation shall not be necessary to make it effective.
- E. President: The President of the Board shall preside as the Chairperson at all meetings. In the absence of the President, the Vice President shall act as Chairperson for the meetings. Except as otherwise authorized, following formal approval of the Board, the President shall sign all correspondence, material contracts, deeds, notes, debentures, warrants and other instruments, make statements on behalf of the Board, and interact with third parties on behalf of the Board.

- F. Vice President: The Vice President shall perform all of the President's duties in the absence of the President and such other duties as may be directed by the Board.
- G. Secretary: The Secretary shall be responsible for the records of the District; shall act as Secretary at meetings of the Board and record all votes; shall be responsible for composing a record of the proceedings of the Board in a minute book kept for that purpose, which shall be an official record of the Board and shall perform all duties incident to that office. The Secretary shall be custodian of the seal of BMFPD and shall have the power to affix such seal to and attest all contracts and instruments executed by the Board.
- H. Treasurer: The Treasurer shall chair the Finance Committee. The Treasurer shall keep, or cause to be kept, strict and accurate accounts of all money received by and disbursed for and on behalf of BMFPD in permanent records. The Treasurer and the Assistant Treasurer shall maintain and administer (including having the power to open, close, and otherwise administer) all banking and financial investment accounts necessary or desirable to accomplish the purpose of BMFPD. The Treasurer shall properly deposit all money received and pay BMFPD's obligations in a timely manner. The Treasurer shall file with the Clerk of the Court, at the expense of BMFPD, a corporate fidelity bond in an amount determined by the Board of not less than \$5,000, conditioned on the faithful performance of the duties of the Treasurer's office. The Treasurer shall file reports required by law.
- I. Assistant Treasurer: The Assistant Treasurer shall provide assistance to the Treasurer in the fulfillment of the duties and responsibilities described above for the Treasurer. As in the case of the Treasurer, the Assistant Treasurer shall also be covered by a corporate fidelity bond, at the expense of BMFPD, in an amount determined by the board of not less than \$5,000, conditioned on the faithful performance of the duties of the Treasurer's office.
- J. Additional Duties: The officers of the Board shall perform such other duties and functions as may from time to time be required by the Board, by the Bylaws or rules, policies and procedures of the District, or by special exigencies, which shall later be ratified by the Board.
- K. Chief: The Board shall appoint a Chief who shall serve at the Board's pleasure. The duties of the Chief shall include, together with such other duties as may be directed by the Board, the duties of a Fire Chief of a fire protection district organized under the Colorado Special District Act. The Chief is also chief executive officer of BMFPD who interacts with, directs, and disciplines employees and volunteers of BMFPD.
- L. Personnel Selection and Tenure: The selection of agents, employees, engineers, accountants, special consultants and attorneys for BMFPD by the Board will be based upon the relative qualifications and capabilities of the applicants and shall not be based on political services or affiliations. Agents and employees shall hold their offices at the pleasure of the Board. Contracts for professional services of engineers, accountants, special consultants and attorneys may be entered into on such terms and conditions as may seem reasonable and proper to the Board.

Section 11: Financial Administration

- A. Fiscal Year: The fiscal year of the District shall commence on January 1 of each year and end on December 31.

- B. Finance Committee: There shall be a permanent committee, known as the Finance Committee, composed of the Treasurer, Assistant Treasurer, the Chief of BMFPD, and such other persons as required which shall be responsible for preparation of the annual budget for BMFPD and such other matters as may be assigned to it by the President or the Board.
- C. Budget: At or before the October Board meeting of each year, the Finance Committee shall prepare and submit to the Board a proposed budget for the ensuing fiscal year which includes an update of the thirty-year capital plan. Such proposed budget shall be accompanied by a statement which shall describe the important features of the budget plan and by a general summary wherein shall be set forth the aggregate figures of the budget in such manner as to show the balanced relations between the total proposed expenditures and the total anticipated income or other means of financing the proposed budget for the ensuing fiscal year, as contrasted with the corresponding figures for the last completed fiscal year and the current fiscal year. It shall be supported by explanatory schedules or statements classifying the expenditures contained therein by services, subjects and funds. The anticipated income of BMFPD shall be classified according to the source.
- D. Capital Budget and Major Capital Expenditures:
1. Major Capital Expenditures shall be defined to include any piece of property or equipment to be retained by BMFPD for a period of more than one (1) year and/or whose acquisition cost exceeds \$10,000. Additions and/or modifications to existing property or equipment meeting these same criteria will also be treated as Major Capital Expenditures of BMFPD.
 2. The Board shall adopt a preliminary budget for Major Capital Expenditures. The BMFPD Major Capital Expenditure budget may be amended from time to time.
 3. In selecting vendors for an item in the Major Capital Expenditure budget (approved in 11-D-2 above), vendor proposals shall be required and shall include detailed specifications of the goods/services to be purchased or leased, and include a written and binding bid or quotation from the vendor. Such bid or quotation shall include all shipping, assembly, installation and other costs necessary to place the item in service.
 4. Should BMFPD propose and accept a Major Capital Expenditure which exceeds the amount in the budget approved for such item, a resolution amending the Major Capital Expenditure budget to the accepted amount shall be required to be passed by the Board.
- E. Notice of Budget: Upon receipt of such proposed budget, the Board shall cause to be published a notice that the proposed budget is open for inspection by the public at the business office; that the Board will consider the adoption of the proposed budget at a public hearing on a certain date, which shall occur prior to December 15; and that any interested elector may inspect the proposed budget and file or register any objections thereto at any time prior to its final adoption. Notice of the public hearing shall be posted or published in substantial compliance with Section 29-1-106, C.R.S.
- F. Adoption of Budget and Certification of Mill Levy: The public hearing shall occur prior to December 15 of each year. On the day set for a public hearing to consider such proposed budget, the Board shall review the proposed budget and revise, alter, increase or decrease the items as it

deems necessary in view of the needs of BMFPD and the probable income of BMFPD. The Board shall then adopt a budget setting forth the expenditures to be made in the ensuing fiscal year. The Board shall provide for sufficient revenues to finance budget expenditures. The budget shall be adopted prior to December 15 of each year and prior to the Board certifying its mill levy. The Board shall certify and file its mill levy on or before December 15 of each year.

G. Filing of Budget: On or before January 30 of each year, the Board shall cause a certified copy of such budget to be filed with the Division of Local Government in the Colorado State Department of Local Affairs.

H. Appropriating Resolution:

1. At the time of adoption of the budget, the Board shall enact a resolution making appropriations for the ensuing fiscal year. The amounts appropriated in this appropriating resolution shall not exceed the amounts established in the budget adopted pursuant to Section 11-F.
2. The income of BMFPD, as estimated in the budget and as provided for in the revenue and borrowing resolutions, shall be allocated in the amounts and according to the funds specified in the budget for the purpose of meeting the expenditures authorized by the appropriation resolution.
3. The Board may make an appropriation to and for a contingent fund to be used in cases of emergency or other unforeseen contingencies.

I. No Contract to Exceed Appropriation: The Board shall have no authority to enter into any contract, or otherwise bind or obligate BMFPD to any liability for payment of money for any purpose, for which provision is not made in the appropriating resolution, including any legally authorized amendment thereto, in excess of the amounts of such appropriation for that fiscal year. Any contract, oral or written, contrary to the terms of this sub-section shall be void ab initio, and no BMFPD funds shall be expended in payment of such contract, except as provided in sub-sections 11-J and 11-K that follow.

J. Contingencies:

1. In cases of emergency caused by a natural disaster, public enemy, or some contingency which could not reasonably have been foreseen at the time of the adoption of the budget, the Board may authorize the expenditure of funds in excess of the budget by resolution duly adopted by a majority vote of the Board. Such resolution shall set forth in full the facts concerning the emergency and shall be included in the minutes of that meeting.
2. If so enacted, a copy of the resolution authorizing additional expenditures shall be filed with the Division of Local Government in the Colorado State Department of Local Affairs and shall be published in compliance with statutory requirements.

K. Payment of Contingencies:

1. If there is unexpended or uncommitted money in funds other than those to which the emergency relates, the Board shall transfer such available money to the fund from which the emergency expenditure is to be paid.

2. To the extent that transferable funds are insufficient to meet the emergency appropriation, the Board may borrow money through (a) the issuance of tax anticipation warrants, to the extent that the mill levy authority of BMFPD is available as specified under Section 29-1-115, C.R.S., or (b) the issuance of bond anticipation notes payable from future bond proceeds or operating revenue, or (c) any other lawful and approved method.
3. Each expenditure issued on behalf of BMFPD in excess of \$10,000 which was not specifically anticipated or included in the approved budget shall be specifically approved by the Board. All checks in excess of \$25,000 shall require signature of two people authorized by the Board.

L. Ownership of Property:

1. BMFPD is hereby granted a license to utilize all tangible personal and real property from whatever source which may be necessary or desirable for the implementation of its mission, except as provided herein. In addition, BMFPD may hold all right, title and interest, in its own name, in and to any and all real and personal property which may be transferred to BMFPD, or acquired by BMFPD.
2. With respect to the Pine Brook Hills Community Center at 1905 Linden Drive, BMFPD is granted a non-exclusive right of use of the public meeting room for the purposes of fire protection, medical response, training, and other related BMFPD activities subject to the terms and conditions of the "Use Agreement" between BMFPD, the Pine Brook Water District, and the Pine Brook Hills Homeowners Association, which Agreement is recorded on said property.

- M. Checks:** Each expenditure issued on behalf of BMFPD in excess of \$10,000 which was not specifically anticipated or included in the approved budget shall be specifically approved by the Board. All checks in excess of \$25,000 shall require signature of two people authorized by the Board.

Section 12: Corporate Seal

The BMFPD seal shall be a circle containing the BMFPD name and shall be used on all documents and in such manner as seals generally are used by public and private corporations. The Secretary shall have custody of the seal and shall be responsible for its safekeeping and care.

Section 13: Disclosure of Conflict of Interest

Any Director who is present at a meeting at which is discussed any matter in which that Director has, directly or indirectly, a private financial or property interest shall disclose such interest to the Board. Unless such Director has given prior advance written notice to the Colorado Secretary of State and to the Board, in accordance with all statutory requirements, such Director shall refrain from advocating for or against the matter and shall disqualify himself/herself from voting on such matter. The Board may adopt a separate policy specifically regarding ethical standards and practices.

Section 14: Compensation

Each Director may receive compensation as prescribed by statute. No Director shall receive compensation as an employee of BMFPD, except as may be provided by statute.

Section 15: Indemnification of Directors, Employees and Volunteers

The District shall indemnify its Directors, employees and volunteers to the extent required under the Colorado Governmental Immunity Act, C.R.S. §24-10-101, *et seq.* After evaluation and upon a finding that indemnification is appropriate and in the best interests of the District, the Board may adopt a written resolution whereby it agrees to provide indemnification beyond the requirements of the Colorado Governmental Immunity Act.

Section 16: Bidding and Contracting Procedures

Except in cases in which BMFPD will receive aid from a government agency, a notice shall be published for bids on all construction contracts for work or material, or both, involving an expense of \$60,000 or more. BMFPD may reject any and all bids, and if it appears that BMFPD can perform the work or secure material for less than the lowest bid, it may proceed to do so in accordance with Section 32-1-1001(d), C.R.S. A Notice or Invitation to Bid shall be prepared and published in accordance with statutory directive.

The Board retains the right, in its sole discretion, to reject any or all proposals; determine the proposal and subcontractors that will serve the best interests of BMFPD; and determine the proposal and sub-contractor which is most responsible to perform the work.

BMFPD shall not contract with a designer, a contractor, or a designer and contractor for the construction, the design, or both the construction and design of a public works project, regardless of the dollar amount, unless a full and lawful appropriation has been made for such project. Regardless of the amount, every construction contract shall contain the following provisions:

A Payment and Performance Bond is required for construction contracts over \$50,000, and is discretionary with the Board under that amount. A bond or other acceptable surety shall be duly executed by a qualified corporate surety or other qualified financial institution, conditioned upon the faithful performance of the contract, and, in addition, shall provide that, if the contractor or its subcontractor fails to duly pay for any labor, materials, team hire, sustenance, provisions, provender, or other supplies used or consumed by such contractor or its subcontractor in performance of the work contracted to be done or fails to pay any person who supplies laborers, rental machinery, tools, or equipment, all amounts due as the result of the use of such laborers, machinery, tools, or equipment, in the prosecution of the work, the surety or other qualified financial institution will pay the same in an amount not exceeding the sum specified in the bond or other acceptable surety together with interest at the rate of eight percent per annum. Unless a bond or other acceptable surety is executed, delivered, and filed, no claim in favor of the contractor arising under the contract shall be audited, allowed, or paid. A certified or cashier's check or a bank money order made payable to the treasurer of the state of Colorado or to the treasurer or other officer designated by the Board may be accepted in lieu of a bond or other acceptable surety.

- A. A statement that the amount of money appropriated is equal to or in excess of the contract amount;
- B. A clause that prohibits the issuance of any change order, or other form of order or directive by BMFPD requiring additional compensable work to be performed, which work causes the aggregate amount payable under the contract to exceed the amount appropriated for the original contract, unless the contractor is given written assurance by BMFPD that lawful appropriations to cover the costs of the additional work have been made and the appropriations are available prior to performance of the additional work or unless such work is covered under a remedy-granting

provision in the contract; and

- C. For any form of order or directive other than a written change order, requiring additional compensable work to be performed, a clause that requires BMFPD to reimburse the contractor for the contractor's costs on a periodic basis, as those terms are defined in the contract, for all additional directed work performed until a change order is finalized. In no instance shall the periodic reimbursement be required before the contractor has submitted an estimate of cost to BMFPD for the additional compensable work to be performed.

For any contract over \$50,000, BMFPD shall authorize partial payments of the amount due under such contract at the end of each calendar month, or as soon thereafter as practicable, to the contractor, if the contractor is satisfactorily performing the contract. BMFPD shall pay at least ninety-five percent of the calculated value of completed work. The withheld percentage of the contract price shall be retained until the contract is completed satisfactorily and finally accepted by BMFPD.

If the amount of the contract exceeds fifty thousand dollars, BMFPD shall, no later than ten days before the final settlement is made, publish a notice of the final settlement at least twice in a newspaper of general circulation in Boulder County. Any person that has furnished labor, materials, sustenance, or other supplies used or consumed by a contractor or its subcontractor in or about the performance of the work contracted to be done or that supplies laborers, rental machinery, tools, or equipment to the extent used in the prosecution of the work whose claim therefore has not been paid by the contractor or its subcontractor may, at any time up to and including the time of final settlement for the work contracted to be done, may file with BMFPD a verified statement of the amount due and unpaid on account of the claim. Upon the filing of any such claim, BMFPD shall withhold from all payments to said contractor sufficient funds to insure the payment of said claims until the same have been paid or such claims as filed have been withdrawn, such payment or withdrawal to be evidenced by filing with BMFPD a receipt in full or an order for withdrawal in writing and signed by the person filing such claim or his duly authorized agents or assigns. Such funds shall not be withheld longer than ninety days following the date fixed for final settlement as published unless an action is commenced within that time to enforce such unpaid claim and a notice of *Lis pendens* is filed with BMFPD.

At the expiration of the ninety-day period, BMFPD shall pay to the contractor such monies and funds as are not the subject of suit and *tis pendens* notices and shall retain thereafter, subject to the final outcome thereof, only sufficient funds to insure the payment of judgments that may result from the suit. Failure on the part of a claimant to comply with the provisions of sections 38-26-101, 38-26-106, and this section shall relieve the board, officer, body, or person by whom such contract was awarded from any liability for making payment to the contractor.

Section 17: Modification of Bylaws

These Bylaws may be altered, amended or repealed at any regular meeting or at any special meeting of a quorum of the Board called for that purpose after an initial presentation of the proposal at a prior regular or special meeting of the Board. A vote of two-thirds of the Board members present at the meeting is required to alter, amend or repeal these Bylaws.

Section 18: Severability

If any provision of these Bylaws or the application thereof is held invalid, such invalidity shall not affect the provisions or applications of these Bylaws which can be given effect without the invalid provision or application. To this end, the provisions of these Bylaws are deemed severable.

AMENDED this 14th day of September, 2026 by the Board of Directors of Boulder Mountain Fire Protection District.

By:

President

Attest:

Secretary