



# FLAGSTAFF RANCH FIRE DISTRICT

Board of Directors

Special Meeting Minutes for April 26, 2023

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A special meeting of the Flagstaff Ranch Fire District was held on **Wednesday, April 26, 2023 at 2:00 PM** in person at the Flagstaff Ranch Golf Club Board Room. This meeting was accessible to both Board members and the public.

**CALL TO ORDER:** Board Chair Ted Vanderlaan called the special meeting of the Flagstaff Ranch Fire District Board to order at 2:00 pm.

**BOARD ATTENDANCE:** Board Members Ted Vanderlaan, Bob Woodings and Brad Thomas; a quorum was present.

**PLEDGE OF ALLEGIANCE:** Led by Board Chair Ted Vanderlaan.

**OTHER ATTENDANCE:** Controller Kirt Palmer, Director of Safety and Compliance David McGee, Community Manager Craig Purcell, Attorney William R. Whittington arrived at 2:19 pm.

**PUBLIC ATTENDANCE:** The following members of the public identified themselves: Flagstaff Ranch Members Dan Basmagian by phone, and Claudia Sangster in person.

**PUBLIC COMMENT:**

- There was no public comment at this meeting.

**APPROVAL OF MINUTES:**

- The approval of the March 31, 2023 minutes was deferred until the May regular meeting.

**CONTROLLERS REPORT ON FINANCES:**

- The Controller's report on finances was deferred until the May regular meeting.

**SUMMARY OF CURRENT EVENTS AND CORRESPONDENCE:**

- a. Board Chair Ted Vanderlaan referred the Board Members to the Board Packet page four and requested input on the item be sent in to Controller Kirt Palmer by May 11, 2023.

**TOPICS OF DISCUSSION AND POSSIBLE LEGAL ACTION:**

**Agenda Item 1:** Discussion and potential action related to the annual budget process, including preparation of the draft budgets



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## Discussion:

- In discussing the packet material regarding the budget, Board Clerk Bob Woodings asked Controller Kirt Palmer what the projected tax rate being used on the budgets was; which was a rate of \$2.15 per \$100 of assessed value.
- It was noted that the IGA with Highlands Fire District CPI increase was 6% as submitted by Chief Todd Miller, and the proposed budget reflected that amount.
- Board Chair Ted Vanderlaan proposed that the requested amount by the Flagstaff Ranch Property Owners Association for a compensation increase on the Emergency Services Agreement was only a few hundred dollars different than the proposed 5.5% increase used in the starting draft budget.
- The board members discussed factors such as length of service, increase in pricing, fire wise enforcement due to potential changes in the Flagstaff Ranch Property Owners Association M.A.R.S. regarding defensible space when considering the budget amount for providing the bin at the Waste Management facility for residents of the community to drop off pine needles and yard debris.
- Board Member Brad Thomas stated that this service is of great benefit to the community.
- Board Chair Ted Vanderlaan recommended the bin at Waste Management facility line item be increased from \$7,000 to \$10,000 and the other board members concurred.
- In discussion of the administrative services budget line item, Board Chair Ted Vanderlaan and Board Member Brad Thomas noted that the proposed additional hourly rates to the base amount seemed excessive to them.
- Board Clerk Bob Woodings questioned the appropriateness of contracting with a corporation for Administrative Services, and the need for getting comparative proposals for administrative services from entities such as Highlands Fire District. The Board concurred that more information was needed on the administrative services line item.
- It was discussed that no legal fees were spent so far this year due to working with the Count Attorney. Board Chair Ted Vanderlaan recommended that this item should be increased and it was agreed to come back to this item after the board has spoken with Attorney William Whittington.
- The draft emergency reserve policy was discussed with a recommendation for a minimum emergency reserve of 50% of annual expenditures. Controller Kirt Palmer recommended, keeping in mind the



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operational fluctuation in county tax fund payments, that between \$125,000 and \$150,000 needs to be kept in addition to the emergency reserve. The additional operational amount could be made a reserve but did not need to be an official reserve; simply the fund balance.

- It was agreed that in addition to posting the draft budgets in three locations, that they should be posted on the Flagstaff Ranch website.
- Following the executive session, Board Chair Ted Vanderlaan resumed discussion of agenda item # 1 and suggested the legal fee budget be placed at \$20k and the other board members concurred.

**Agenda Item 5:** Discussion and potential actions re: Resolution to hire William R. Whittington, of the firm Boyle, Pecharich, Cline, Whittington & Stallings, PLLC

- Board Chair Ted Vanderlaan proposed going to item 5 on the agenda after item 1. After discussion, the board members concurred.

**Discussion:**

- Attorney William Whittington introduced himself and went over how his firm works with government related entities; and, confirmed that it would not be a conflict if other law firms were hired in addition to his.
- Board Chair Ted Vanderlaan made a motion that Resolution 2023-2 be approved and that Attorney William Whittington's law firm be used on an as needed basis. The motion was seconded by Board Member Brad Thomas; the motion was unanimously **approved**.
- Board Chair Ted Vanderlaan made a motion that he be authorized to reach out to the Coconino County Attorney to renew the letter of engagement for the 2023-2024 year; with a clarified scope of services. The motion was seconded by Board Member Brad Thomas; the motion was unanimously **approved**.
- Board Clerk Bob Woodings made a motion that Board Chair Ted Vanderlaan and Board Clerk Bob Woodings be authorized to sign resolution 2023-2 as previously approved. The motion was seconded by Board Chair Ted Vanderlaan; the motion was unanimously **approved**.

**Agenda Item 2:** Discussion and potential action related to an amendment and Coconino County Attorney review of the Emergency Services Agreement with the Flagstaff Ranch Property Owners Association

**Discussion:**

- Comments were made on sending the Emergency Services Agreement to the Coconino County Attorney versus having Attorney William Whittington review the agreement.



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- Board Clerk Bob Woodings made a motion to send the Emergency Services Agreement to the Coconino County Attorney for review. With no second, the motion failed.
- Board Chair Ted Vanderlaan reported that the Flagstaff Ranch Property Owners Associations has requested that an amendment to the Emergency Services Agreement be made to remove the language requiring a third safety officer be present in the summer months.
- Discussion occurred on other possible amendments to the Emergency Services Agreement; included a report on DRC activity related to fire code requirements and clarifying the description of the EMT duties.
- Attorney William Whittington commented on the fiduciary responsibility of bidding contracts and discussed contracting with a corporation with the services clearly defined.
- Board Chair Ted Vanderlaan made a motion for Attorney William Whittington to review the Emergency Services Agreement for legal compliance. The motion was seconded by Board Clerk Bob Woodings; the motion was unanimously **approved**.

**Agenda Item 3:** Discussion and potential action related to a letter to Flagstaff Ranch Property Owners Association and Flagstaff Ranch Golf Club on unmet conditions in County Ordinance 2000-04

**Discussion:**

- Board Chair Ted Vanderlaan referred the board to the draft letter/email in the board packet and requested comments.
- Board Clerk Bob Woodings provided a handout with a draft letter that he recommended.
- After discussion on the benefits of the proposed letter and email, it was decided that Board Chair Ted Vanderlaan would propose an alternative draft to bring to the next regular meeting.

**Agenda Item 4:** Review of Flagstaff Ranch Fire District March 31st agenda process for Board discussion, possible actions, and direction to Chairman Vanderlaan and staff under the Administrative Services Agreement

**Discussion:**

- Board Clerk Bob Woodings provided a handout that included his recommendations for future guidance that would clarify some confusions on previous agenda preparation.
- Controller Kirt Palmer was asked to comment on the recommendations and he stated that some of the recommendations would undermine some of the reasons the agenda is prepared by staff.



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- After discussion on the matter, Board Clerk Bob Woodings made a motion to approve the recommendations of his handout; amended as follows:
    1. Point three of the approved 4-point meeting agenda creation process is hereby amended to read as follows: Chairperson's approval of the agenda will not involve deletions of all or part of agenda items requested by Board Members and staff (Fire Chief, Controller, Administrative Specialist, Community Manger, and Director of Safety & Compliance).
    2. The Board authorizes the Chairman to make the final decision related to the following agenda item edit questions:
      - a. Typos, errors, or blunders in the staff's draft agenda
      - b. Agenda item order or re-order
      - c. Title clarifications of any staff generated discussion item
      - d. Resolution of a staff/Chairman impasse on draft agenda edits
      - e. Chairman's approval statement shall appear on all final Board Meeting Agendas
    3. Board Member requested discussion item titles are not subject to change without prior approval.
    4. These authorizations and directions shall be included in the FRFD Fire Board Handbook.

The motion was seconded by Board Member Brad Thomas; the motion was unanimously **approved**.

**Agenda Item 12:** Review of Board Director concerns related to potential breach of the Administrative Services Agreement for Board discussion, possible actions, and proposed direction to Chairman Vanderlaan

- The board agreed to discuss item 12 and 13 out of order before going into executive session

**Discussion:**

- Board Clerk Bob Woodings provided a handout stating that the Administrative Specialist not coming to the Flagstaff Ranch Fire District board meeting was a breach of contract and recommended that authorization be given to contact the Coconino County Attorney to discuss the situation.
- Board Chair Ted Vanderlaan stated that all items needed were taken care of by Controller Kirt Palmer so he does not see where the contract was violated.
- Board Clerk Bob Woodings stated that he believes that there is a conflict that needs to be resolved.



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**Agenda Item 13:** Submittal Deadline for Board discussion, possible actions, and direction to Chairman Vanderlaan and staff under the Administrative Services Agreement

**Discussion:**

- Board Clerk Bob Woodings provided a handout with 4 recommended actions.
- Board Chair Ted Vanderlaan stated that the agenda submittal process was moved up so that board members have longer than one or two days to look at the agenda packet because the packets have been so long.
- Board Clerk Bob Woodings referred the board to the last page of the packet with a table of previous timelines that he recommended be used to make a decision.
- Board Chair Ted Vanderlaan asked Board Clerk Bob Woodings if he had a recommendation and submittal deadlines and no recommendation was provided.
- Board Chair Ted Vanderlaan made a motion that item 13 be tabled. The motion was seconded by Board Member Brad Thomas; Board Clerk Bob Woodings voted No; The motion was **approved**.

Board Chair Ted Vanderlaan made a motion to go into executive session per (A.R.S. § 38-431.03 (A)(3) & A.R.S. § 38-431.03 (A)(4) at 4:22 PM. Board Member Brad Thomas seconded the motion; the motion was unanimously **approved**.

The public session of the special meeting on April 26, 2023 was reconvened after the executive session at 5:43 PM.

**Agenda Item 9:** Possible action re: Woodings personnel matter

**Agenda Item # 10:** Review of Board Director Woodings' reported personnel matters and concerns for Board discussion, possible actions, proposed direction to Directors Vanderlaan and Woodings, and proposed correspondence to the Golf Club Board regarding its staffing to the Fire District under the Administrative Services Agreement

**Discussion:**

- Board Chair Ted Vanderlaan made a motion that the chair contact the administrative staff to recommend the bylaws being drafted address or include a code of conduct section for the board and for the staff given recent circumstances. The motion was seconded by Board Member Brad Thomas; the motion was unanimously **approved**.
- Board Chair Ted Vanderlaan made a motion for the chairman to reach out to the President of the Golf Club board to initiate good faith



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negotiations per the Administrative Services Agreement. Board Clerk Bob Woodings seconded the motion; the motion was unanimously **approved**.

**Agenda Item 11:** Discussion and potential action regarding what items the Fire District can spend its funds on

- No discussion was needed at this time.

## **BOARD MEMBER COMMENTS:**

- a. Board Members may provide individual comments for the record
  - There were no board member comments at this meeting.
- b. The Board may discuss future dates for meetings
  - The next regular meeting was proposed to be scheduled for May 25, 2023 at 2PM.
  - Moving the regular meetings to the last Thursday of each month was brought up and the board agreed to put this on the next regular meeting agenda.
- c. The Board may discuss and direct staff to place matters on future agendas
  - Board Clerk Bob Woodings requested that approval of a mission statement for the Fire District board be placed on the next meeting agenda.

**NEXT MEETING DATE AND TIME:** A Regular Meeting and Public Budget Hearing will be held on Thursday, May 25, 2023 at 2:00 pm.

**ADJOURNMENT:** Board Clerk Bob Woodings made a motion to adjourn the regular meeting at 6:00 PM. Board Member Brad Thomas seconded the motion; the motion was unanimously **approved**.

Minutes prepared by Controller Kirt Palmer & Administrative Specialist Sara Diaz

Minutes reviewed by Board Clerk Bob Woodings