Bylaws of the Aukum Fairplay Fire Safe Council

We, the Aukum Fairplay Fire Safe Council (AFFSC), as an associate satellite Council of the El Dorado County Fire Safe Council (EDCFSC), agree to abide by and adhere to EDCFSC Bylaws with the following exceptions:

1. Where section(s) of the EDCFSC Bylaws, as approved by the EDCFSC on May 27, 2014, have been modified, deleted or added, that/those entire section(s) have been set forth in these AFFSC Bylaws.
2. Where an entire section of the EDCFSC is not applicable to the AFFSC, that section will be listed by its number and title and identified as “N/A” in these AFFSC Bylaws.
3. Where sections of these AFFSC Bylaws are silent with regard to their comparison to the EDCFSC Bylaws, those sections shall apply as listed in the EDCFSC Bylaws, with the following equivalents being applicable:

**EQUIVALENTS**

The following titles, names and terms within the AFFSC Bylaws are equivalent to the following titles, names and terms within the EDCFSC Bylaws:

<table>
<thead>
<tr>
<th>Aukum Fairplay FireSafe Council</th>
<th>El Dorado County FireSafe Council</th>
</tr>
</thead>
<tbody>
<tr>
<td>Organization</td>
<td>Corporation</td>
</tr>
<tr>
<td>Aukum Fairplay FireSafe Council</td>
<td>El Dorado County FireSafe Council</td>
</tr>
<tr>
<td>AFFSC</td>
<td>EDCFSC</td>
</tr>
<tr>
<td>Council, Council Members</td>
<td>Board of Directors, Board, Directors</td>
</tr>
<tr>
<td>Council Meeting</td>
<td>Board Meeting</td>
</tr>
<tr>
<td>Executive Board or Board</td>
<td>Executive Board</td>
</tr>
<tr>
<td>Executive Board Members and/or Board Members</td>
<td>Executive Board Officers, Officers</td>
</tr>
<tr>
<td>June Council Meeting</td>
<td>Annual Board Meeting</td>
</tr>
</tbody>
</table>

**ARTICLE I. NAME AND OFFICERS**

Section 1.01 - Name
The name of this organization shall be the Aukum Fairplay Fire Safe Council, hereinafter referred to as the Council or AFFSC.

Section 1.02 - Principal Office
The Council maintains no official offices, but mail is sent to a Council designated location as noted in the Council application to EDCFSC and as noted on the Council website.

**ARTICLE II. MISSION STATEMENT AND GOALS**

Section 2.01 - Mission Statement
The mission of the AFFSC is to mitigate loss of life and property in the AFFSC area from the effects of catastrophic wildfire through community education, mobilization and action, working with other FireSafe Councils and stakeholder agencies and organizations.
The AFFSC’s Sphere of Recognition description and associated map are incorporated herein by reference as Appendix A.

Section 2.02 - Goals
The goals of the AFFSC are to buffer AFFSC’s Sphere of Recognition from catastrophic wildfire by:

- Informing, educating and promoting a fire safe environment for the AFFSC’s Sphere of Recognition both internally and externally;
- Developing and maintaining an AFFSC portion of the EDCFSC Community Wildfire Protection Plan (CWPP);
- Acquiring and maintaining an AFFSC Firewise Community designation;
- Proactively providing area-wide wildland fire safety cooperation with allied organizations;
- Proactively securing improved evacuation routes in cooperation with allied organizations;
- Proactively applying for and securing fuel reduction project grants.

Section 2.03 - Limitations -- N/A

ARTICLE III. BUSINESS PRACTICES
Section 3.04 – Asset Distribution
On the dissolution of the AFFSC, after settling debts, obligations, and liabilities of the Council, all residual remaining assets shall be distributed to the EDCFSC.

ARTICLE V. COUNCIL MEMBERS
Section 5.02 - Number of Council Members
The number of Council Members shall as determined by the Council, but in general should be no less than 15 and should not exceed 25. Council members shall be representatives of the neighborhoods and organizations within the AFFSC’s Sphere of Recognition.

Section 5.02.1 - Honorary Members
The AFFSC exists for the benefit of the Sphere of Recognition and requires a full Council membership to accomplish its goals. If a member is unable to actively participate in Council business, the member may become an Honorary Member and support the work of the Council via other means upon approval of the AFFSC Executive Board. The designation of Honorary Member requires an AFFSC member to have at least two (2) years of service on the Council. An Honorary Member may also be a distinguished non-member of the AFFSC, living within or outside of the Sphere of Recognition, eligible to become an Honorary Member whose association with the AFFSC would be welcome.

A Council member may choose to become an Honorary Member instead of an AFFSC Member for any reason. An Honorary Member will continue to receive AFFSC communications and may opt to participate in Council events, but will not have voting privileges. There shall be no limit to the number of Honorary Members.

Section 5.03 - Term of Office
AFFSC Council Members shall be elected by a majority vote of Council Members as vacancies occur. Each Council Member may hold office for an unspecified length of time. A member’s position on the Council
Section 5.04 - Vacancies
The Council may declare vacant the office of a Council Member for any one:

- Who has failed to attend three (3) regular meetings of the Council, within a six-month period. The Member shall be contacted by the Chairperson, notifying them in writing of their removal from office. The period begins upon the member’s election. The Executive Board shall review member attendance;
- Who has failed to actively participate in the Council’s business. In such an event, the member will be notified in writing of such action;
- Who has been declared of unsound mind by final order of a court or physician;
- Who has been convicted of a felony;
- Who has been found by a final order of judgment of any Court to have breached any duty arising under Chapter 2, Article 3, of the California Nonprofit Public Benefit Corporation Law;
- Who has been removed without cause by a unanimous vote of the Council.

No reduction of the authorized number of Council Members shall have the effect of removing any Council Member.

Section 5.04.1 - Extended Leave of Absence from the Council
In the event of a personal illness or the illness of a family member, a Council Member may request an extended leave of absence from the Council. Such request shall be submitted in writing to AFFSC Chairperson. Upon receipt of such a request, the Chairperson may grant one (1) extended leave of absence, not to exceed six (6) months. A request for an extended leave of absence for reasons other than illness will be reviewed by the Executive Board on a case-by-case basis. If the member is unable to return to active participation on the Council by the end of the leave period and wishes to remain on the Council, the member shall make a second written request to the Council Chairperson for an additional period of absence. Such an extended leave of absence request will be considered and acted upon by the Council's Executive Board.

Section 5.04.2 - Council Member Conduct
Members of the AFFSC shall represent the Council in a positive and professional manner at all times. Members are expected to be leaders in the community. Members are also expected to:

- Maintain their property in a Fire Safe manner, so as to serve as an example to the community;
- Attend and participate in monthly AFFSC meetings;
- Participate in at least one Council committee;
- Support and participate in one or more AFFSC sponsored activities with mandatory participation in an annual fundraiser;
- Further the work of the Council’s mission and goals.

If at any time a Council Member does not represent the AFFSC in a positive and professional manner, immediate action will be taken by the Executive Board including but not limited to one of the following:

- Verbal counseling with written documentation of such for the Council's confidential files, written warning, and/or removal from Council Membership with majority vote of the Executive Board.
- Such action is final and without appeal.
- If the member in violation of this policy is a member of the Executive Board, the remaining members of the Executive Board shall administer this policy.
Section 5.04.3 - Discrimination/Sexual Harassment
The AFFSC is committed to maintaining a work environment that is free of all forms of harassment and discrimination. Accordingly, harassment based on an individual's gender, marital status, pregnancy, race, color, ethnicity, national origin, age, disability, medical condition, religion, sexual orientation, gender identity or expression, veteran status, or other legally protected class is prohibited. Each member of the AFFSC is responsible for fostering civility and refraining from conduct that violates this section.

For the purpose of this section, discriminatory harassment is defined as any type of behavior, severe or otherwise, that interferes with the function of the AFFSC or creates an intimidating, hostile or offensive environment.

Sexual harassment, whether between people of different genders or the same gender may include, but is not limited to:

- Unwelcome sexual advances, demands/threats for sexual favors, or actions, distributing or displaying sexual pictures of objects or persons, suggestive gestures, sounds or stares, or unwelcome physical contact;
- Sending or forwarding inappropriate emails of a sexual or offensive nature, inappropriate jokes, comments or innuendoes of a sexual nature, obscene or harassing verbal and/or written forms of communication;
- Any conduct of a sexual nature that may create a hostile work environment.

Any Council Member who believes he or she has been harassed by another Council Member or who observes harassment of another should promptly report the facts of the incident to the Chairperson of the AFFSC, including date(s), and time(s) and the name(s) of the individuals involved. The Chairperson will inform the reporting Council Member that incidents of this nature are taken seriously and an investigation will be initiated immediately. The Chairperson will bring the incident to the attention of the Executive Board, inform the proper authority, request an investigation, and take appropriate action.

ARTICLE VII. Officers
Section 7.01 - Executive Board Members
The Executive Board Members shall be the Chairperson, 1st Vice Chairperson, 2nd Vice Chairperson, Secretary, and Treasurer (and may include an At-Large Council Member at the discretion of the Board). Any reference to Vice Chairperson in the EDCFSC Bylaws shall be understood to include the 1st Vice Chairperson and 2nd Vice Chairperson in the AFFSC Bylaws.

Three (3) members of the Executive Board shall constitute a quorum (four if an At-Large Member is part of the Executive Board).

Section 7.02.1 - Nomination and Election of Executive Board Members
The Chairperson will appoint, at the May meeting, a nomination and Election committee consisting of two members. The committee shall prepare a slate of qualified individuals to be presented to the Council for election to the Executive Board at the June meeting. Subject to guidelines established for the Executive Board, the committee will attempt to select candidates who meet the qualifications of the Executive Board position(s) as set forth in these Bylaws. Each individual will be contacted beforehand and consent obtained to submit his or her name as a candidate. Nominations are acceptable from the
floor during the May meeting of the Council, provided that consent has been obtained from the nominee that they are willing to serve in that position on the Executive Board. The Election committee shall conduct the election at the June meeting.

A written ballot at the June meeting shall be used for the election, which shall be sent email to all Council Members. Votes shall be tallied by the Election committee and results presented to the Council at the June meeting. Members may provide emailed or written ballot sent to the Election committee, if that Member cannot be at the June meeting.

If an Executive Board position becomes vacant during a term, by resignation, leaving the AFFSC area, or other reasons, the remaining Executive Board shall convene and appoint a replacement to serve until completion of the term.

**Section 7.04 - Removal and Resignation**

An Executive Board Member may be removed, with or without cause, by the Executive Board at any time with unanimous consent of the remaining Executive Board Members. An Executive Board Member may resign at any time by giving written notice to any other AFFSC Executive Board Member. Any such resignation shall take effect at the date of the receipt of such notice, or at any time thereafter, as stated in the resignation notice.

Due to the important duties of each of the Executive Board members, a 30-day notice of resignation is appropriate and is encouraged.

**Section 7.07 - Vice Chairperson**

1. In the absence of the Chairperson, the 1st Vice Chairperson shall perform the duties of the Chairperson. The 1st Vice Chairperson shall also perform such other duties as may be prescribed by the Council;
2. In the absence of the 1st Vice Chairperson, the 2nd Vice Chairperson shall perform the necessary duties of the Chairperson. The 2nd Vice Chairperson shall also perform such other duties as from time to time may be prescribed by the Council;
3. The 1st Vice Chairperson shall keep an accounting of the submitted records of time (monthly timesheets) spent in the business of the Council by the Council Members.

**Section 7.09 - Treasurer**

The Treasurer is the chief financial officer of the Council, and shall keep and maintain accurate records of all financial activities of the AFFSC. The AFFSC financial books shall at all times be open to inspection by any member of the Council. The Treasurer shall deposit all funds in the name and to the credit of the AFFSC with such depositories that may be designated by the EDCFSC. The Treasurer shall disburse the funds of the AFFSC as authorized by the Council (or as authorized by the Board for small amounts). The Treasurer shall collaborate with the Executive Board to prepare an annual budget for presentation to the Council for final approval at its June meeting. The Treasurer shall submit financial reports to the Executive Board for ongoing program expenditures and reserves as necessary or requested. The Treasurer shall submit end-of-fiscal-year documents to the EDCFSC for their use in filing annual Federal tax returns.

**Section 7.10 (EDCFSC) – Parliamentarian**

Parliamentarian is an optional position to be filled when authorized by the Council. The
Parliamentarian’s role during an AFFSC meeting shall be unbiased, advisory and consultative. The Parliamentarian is not an Executive Board member and may or may not be a Council member. The duties of the Parliamentarian shall include:

- Ensuring all AFFSC meetings are conducted in accordance with parliamentary rule as set forth in Robert’s Rules of Order;
- Maintaining and updating any AFFSC Members’ Manual or Policy and Procedures Manual (PPM);
- Maintaining and updating the AFFSC Bylaws, for approval by the Council.

Section 7.11 – At-Large Member
At-Large Member is an optional position to be filled when authorized by the Council. The primary role of the At-Large Member is to become familiar with the operations of the Council and specifically the functions of the Executive Board Members. In addition, the At-Large Member shall:

- Be elected by the Council as a whole to serve as an Executive Board Member;
- Be a member of good-standing and a regular attendee at full Council and Executive Board meetings;
- Be a member of at least one working committee of the full Council;
- Temporarily undertake, carry out or otherwise assist with other defined Executive Board Member tasks and functions at the request of the Executive Board, with concurrence from the At-Large Member;
- Be available to receive inquiries and commentary from full Council Members for input to the Board and to communicate information to inquiring members with concurrence of the Board.

ARTICLE VIII. CONTRACTED SERVICES/EMPLOYEES -- N/A

ARTICLE IX. MEETINGS
Section 9.03 – Regular Meetings
Any decision affecting the goals and/or direction of the Council shall be brought before the entire Council’s ratification at its next regularly scheduled meeting. For ordinary Executive Board actions, in the event of a Board tie vote, the matter before the Executive Board shall be brought to the full Council for a vote.

Section 9.04 - Special Meetings
Special meetings of the Council for any purpose may be called at any time by any member of the Executive Board.

Section 9.09 – Minutes
The Secretary shall maintain approved and signed minutes of all meetings of the AFFSC. The Secretary shall email the draft minutes to all Council members no less than one week prior to the Council meeting at which the minutes are on the agenda for approval.

Section 9.12 – Action Without a Meeting
The Executive Board may make day-to-day operating decisions at its Board meeting(s) or as agreed upon by the Board via email or other communication.
Section 9.13 - Robert’s Rules of Order
All meetings of the AFFSC will be governed by Robert’s Rules of Order, insofar as such rules are consistent with these Bylaws, the Articles of Incorporation of the EDCFSC, and applicable law.

ARTICLE X. COMMITTEES
Section 10.01 – Committees
The AFFSC shall appoint one or more committees, and delegate to such committee(s) any of the authority of the AFFSC, except with respect to:
- Filling of vacancies on the AFFSC;
- Amending or repealing the Bylaws, or adoption of new Bylaws;
- Amending or repealing any action or motion of the AFFSC;
- Appointment to committees of the AFFSC and their Chairpersons;
- Approval of any self-dealing transactions as such transactions are defined in Section 5233(a) of the California Nonprofit Public Benefit Corporation Law.

Committees shall be created by the Council or by the Executive Board. The regular and special meetings and other actions of any committee shall be governed by the provisions in these Bylaws. With the exception of the Election and Bylaws Committee, non-Council members may be invited to serve on a Committee at the discretion of the AFFSC. Committees of the AFFSC may include the:

- Bylaws & PPM
- Outreach (incl. Social Media/Newsletter)
- Fundraising
- Community Cleanup
- Defensible Space
- Risk Assessment/CWPP
- Grants

ARTICLE XI. INDEMNIFICATION CORPORATION – N/A

ARTICLE XII. FIRE SAFE COUNCIL RECORDS & REPORTS
Section 12.01 - Keeping Records
The Council’s Secretary and Treasurer shall keep accurate minutes and records of the decisions, actions, and activities of the AFFSC. All records of the AFFSC shall be maintained and shall be available for inspection upon a reasonable request. Books and records shall be kept in written or any other form capable of being converted into printed form.

Section 12.02 - Annual Report – N/A

ARTICLE XIII. OTHER PROVISIONS
Section 13.03 - Amendments
These Bylaws, upon recommendation of the Executive Board, Council Members, or a committee so formed for the purpose, may be amended or changed by majority approval of the Council Members present at a meeting called for that purpose. Notice to amend these Bylaws must be announced at a
regular meeting of the Council at least one month prior to the meeting in which the vote is taken.

 ARTICLE XIV. ASSOCIATE FIRE SAFE COUNCILS – N/A
APPENDIX A

AFFSC Sphere of Recognition Description and Map

The AFFSC area is dotted with vineyards, wineries, farms, and ranches. During the Gold Rush, Fair Play was a prosperous little mining town with several stores and hotels. The AFFSC Sphere of Recognition, as shown in the map below, is bounded on the north and west by the Middle Fork of the Cosumnes River and on the south by the South Fork of the Cosumnes River. The eastern boundary abuts the Omo Ranch FireSafe Council Sphere of Recognition. Both river drainages have steep canyons with heavy fuel loading. Topography of the area is rolling hills, with elevations ranging from EL. 896 feet to EL. 3095 feet.

The AFFSC Sphere of Recognition encompasses approximately 33 square miles (21,000 acres) which includes the Showcase Community Service District, the Outingdale Home Owners Association (EID purveyor of water), and eight neighborhoods with 1,481 parcels ranging in size from small lots to 40 acres, and a few parcels of about 250 acres. Approximately 1,000 parcels are developed (68 percent), with about 481 undeveloped. Interspersed in the subdivided land are individual parcels of BLM and USFS lands. The Sphere of Influence includes two mobile home parks, Pioneer School District (Pioneer School, grades K-4, and adjacent Middle Creek School, grades 5-8), and numerous vineyards and wineries. The AFFSC Sphere of Influence falls fully within the Pioneer Fire Protection District. The non-Federal lands within the AFFSC Sphere of Influence are designated as State Responsibility (SRA) for wildland fire protection.

El Dorado County has a Mediterranean type climate which features hot, dry summers and cool, moist winters. The June–October dry season produces ideal conditions for wildfires. Annual plants die and perennial plants lose moisture and become highly flammable. Fires burning toward the end of the dry season are intense, resist suppression efforts, and threaten lives, property, and resources. Drought conditions intensify the wildfire danger.

El Dorado County is situated almost entirely within Sierra Nevada foothill, scrubland, woodland, and lower-montane forest ecological zones. The primary vegetation types found in the AFFSC area are as follows:
- Foothill scrubland vegetation, which is made up of foothill pine, interior live oak woodlands, mixed hardwood, and chaparral scrublands.
- Lower montane forest, which is the most prevalent vegetation type, is made up of the following vegetation types: California black oak, ponderosa pine, white fir, incense cedar, Douglas fir mixed conifer, mixed evergreen interspersed with chaparral, and meadows.
Vegetative cover in the AFFSC area is a mosaic of grassland, mixed oak and scrubland, vineyards, and second growth mixed conifers with an understory forming an excessive amount of ladder fuels for wildfire.

El Dorado County is a major transit route for commercial, recreational, and local traffic traveling east-west along the Highway 50 Corridor. Highways 49 and 193 provide highway access to the northern and southern portions of the county, connecting with extensive county and residential road networks. Primary AFFSC transit routes are two lane rounds with limited alternate routes, with the main thoroughfares being Mt. Aukum Road (E 16), Fairplay Road and Omo Ranch Road. A detailed description of the road network within El Dorado County is provided in the EL Dorado County General Plan.
On July 25, 2014 the Sand Fire ignited due to vehicle use in dry vegetation, and burned into the western portion of the AFFSC area (shown in map below). The fire burned a total of 4,240 acres, caused many evacuations, and 20 residences and 47 outbuildings were lost.

The community has been designated as a Wildland Urban Intermix area and has been identified as a Community at Risk for Wildfire in the Federal Register. The AFFSC area is designated by Cal Fire as a moderate to high fire hazard severity zone. Additionally, the California Fire Plan indicates that some or all of the wildland fire threat to this area comes from the adjacent and nearby federal lands.

The AFFSC area includes eight communities designated by AFFSC, including:
Mt. Aukum
Fairplay
D’Agostini
Outingdale
Pioneer
Showcase
Shenandoah
Perry Creek