

**AMENDMENT AND RESTATEMENT OF  
JOINT AND COOPERATIVE AGREEMENT -  
2019**

West Metro Fire- Rescue District

The parties to this agreement are the City of Crystal and the City of New Hope, governmental units in Hennepin County, Minnesota. This agreement is made and entered into pursuant to Minnesota Statutes, section 471.59 and Laws of Minnesota 1995, chapter 262, Article 11 (collectively, the Act).

**ARTICLE I**

**Background; General Purpose**

Section 1. The city councils of the cities of Crystal and New Hope have investigated the facts and have determined that it is in the best interests of the health, safety and welfare of those cities to create and organize a joint fire department to provide effective and economical fire suppression services.

Sec. 2. Article 11 of the Act authorizes the establishment of a "joint powers fire department" and provides for the consolidation of the fire relief associations related to the respective fire departments in the two cities.

Sec. 3. The general purpose of this agreement is to create a joint powers fire department that serves the two cities.

**ARTICLE II**

**Definitions**

Section 1. For purposes of this agreement, the terms defined in this article have the meanings given them.

Sec. 2. "Agreement" means this agreement.

Sec. 3. "Board" means the board of directors created by Article IV.

Sec. 4. "Director" means a director appointed under Article IV of this agreement.

Sec. 5. "City Council" means the city council of either the City of Crystal or the City of New Hope, or both cities, as the context requires.

Sec. 6. "Joint fire District" or "District" means the joint fire departmental organization created by this agreement.

Sec. 7. "Fire District Chief or "Chief means the chief executive officer of the joint fire District.

**ARTICLE III**  
**District Created**

The Crystal New Hope joint fire District is created by this agreement. The District shall be known as West Metro Fire-Rescue District. The District will provide services including, but not limited to, fire suppression, emergency medical support, specialized rescue and extrication services, fire prevention, public fire safety education, emergency hazardous materials release response, and fire cause and origin determination. The cities of Crystal and New Hope agree to be bound by the terms of this agreement. The cities are members of the District.

**ARTICLE IV**  
**Board of Directors**

Section 1. The governing body of the District is its board of directors. The board consists of seven members selected as follows:

- a. two members representing the City of Crystal appointed by Council resolution. At least one of the two members shall be a current member of the city council of the City of Crystal;
- b. two members representing the City of New Hope appointed by council resolution. At least one of the two members shall be a current member of the city council of the City of New Hope;
- c. the city manager of Crystal;
- d. the city manager of New Hope;
- e. one member, not an employee of the District or of the police department of either City, appointed by joint resolution of the city councils of the City of New Hope and the City of Crystal. This member need not be a resident of New Hope or Crystal.

Members may not be an employee of the District or of the police department of either city.

A director has one vote.

Sec. 2. The term of a director is two years commencing on January 1. Directors serve until their respective successors are appointed and qualify. A vacancy in the office of director is filled in the same manner that an appointment of a director initially is made. If a council member or city manager director ceases to hold that position, the office of director held by that council member or city manager is vacant.

Sec. 3. Directors shall diligently perform the duties of a director. If a director fails to attend three consecutive meetings of the board without reasonable cause, the council appointing such director may declare that office of director vacant and fill the office by appointment in accordance with the terms of this Agreement. The council

appointing a director shall have the sole right to determine if a director's absence from a meeting is with or without reasonable cause.

Sec. 4. Directors are responsible for informing their respective appointing councils of all matters which the director reasonably believes are material to the operations of the District, including any expenditures by the District that exceed amounts authorized by an adopted budget by more than one percent of the amount authorized by the budget.

Sec. 5. Directors appointed solely by the vote of one city council may be removed with or without cause by the vote of three-fifths of the council appointing the director.

## ARTICLE V

### Meetings

Sec. 1. The board must provide in its bylaws for a schedule of regular meetings. A regular meeting must be held at least once each calendar quarter. A quorum consists of four members of the Board of Directors and must include either a city council member or city manager member from each city. A smaller number of members from the Board may adjourn from time to time.

Sec. 2. A special meeting of the board may be called by the president and must be called by the president upon written request of the number of directors specified in the bylaws. Notice of a special meeting must be given in accordance with the bylaws and with law. The resolution appointing directors must specify a mailing address for directors for purposes of giving notice. Business at a special meeting is limited to matters contained in the notice of that special meeting.

Sec. 3. The annual meeting of the board must be held in the month of July.

Sec. 4. Meetings of the board are governed by the Minnesota Open Meeting Law, Minnesota Statutes, section 471.705.

## ARTICLE VI

### Officers: Committees

Section 1. The officers of the board are a president, a vice president and a secretary-treasurer elected by the directors at the annual meeting for a term of one year. The board may designate a director to act as an officer in the absence of that officer.

Sec. 2. The president presides at meetings of the board. The vice president performs the duties of the president in the absence of the president.

Sec. 3. The Board shall provide in its by-laws procedures for the disbursement of funds. Disbursement of funds must be consistent with the manner prescribed by law for second class, home rule charter cities.

Sec. 4. The board may in its by-laws provide for and define the duties of such other officers as it deems necessary from time to time.

Sec. 5. The board may in its by-laws provide for such committees as it determines necessary from time to time. A by-law providing for an executive committee and defining the powers and duties of an executive committee may be adopted by a majority vote of all members

of the board.

Sec. 6. Contracts, bonds and other legal instruments of the District must be executed and delivered on behalf of the District by the president and the Chief.

## ARTICLE VII

### Powers and Duties of the Board of Directors

Section 1. The board may take such actions as it deems necessary and desirable to accomplish the general purpose of this agreement.

Sec. 2. The board may:

a. enter into contracts with public or private agencies or persons to carry out its powers and duties;

b. provide for the prosecution, defense or other participation in proceedings at law or in equity in which it may have an interest;

c. employ such persons as it deems necessary on a part-time, full-time or consultant basis;

d. purchase, hold or dispose of personal property;

e. contract for space, commodities or personal services with either city;

f. accept gifts on behalf of the District, apply for and use grants or loans of money or other property from the state, the United States of America and from other governmental units and enter into agreements in connection therewith and hold, use and dispose of such money or property in accordance with the terms of the gift, grant, loan or agreement relating thereto; and

g. apply for and pay premiums on policies of insurance and surety bonds for personnel in such amounts as it deems necessary, provided that the board must provide that the commission or each of its members has public liability insurance coverage in the maximum liability amounts specified in Minnesota Statutes, section 466.04.

Sec. 3. The board must, from time to time, but not less than once each calendar quarter, submit a written report to each city council summarizing in the detail necessary to adequately inform each city council of the District's activities and financial status.

Sec. 4. Each city agrees, subject to legislative discretion, to adopt the then current Minnesota Fire Code within six months of that code being adopted by the state of Minnesota. Each city agrees to adopt optional appendix chapter 1306 of the Minnesota Building Code for "Special Fire Protection Systems" within one year after the effective date of this agreement.

Sec. 5. The board in its bylaws shall adopt a plan of communication whereby the board

shall keep the councils of the member cities informed of all matters the board reasonably believes are material to the operation of the District.

Sec. 6. At least once each year the board shall evaluate the performance of the District. After the evaluation is completed, the president of the board and the chief of the District shall attend a meeting of the council of each member city and report to the council the results of the evaluation and on the state of the District.

Sec. 7 A member city may query the board about any matter or fact concerning the District or its operations. A query shall be submitted to the board by a resolution of the council of the querying city. The query shall state the information sought or the question to be answered. A copy of the query shall be delivered to the other member city.

The board shall take up a query as a matter of new business at the meeting of the board immediately following the receipt of the query. The board shall provide a written answer to the query to all member cities. If the board believes more time is necessary to properly respond to the query, the board shall advise the cities of the reasons more time is needed and the date the response will be delivered.

Sec. 8. The board shall annually conduct a formal performance review of the Fire Chief. The review will be approved by the board and will be a permanent part of the Chief's personnel file.

#### **ARTICLE VIII**

Section 1. The fiscal year of the District is the calendar year.

Sec. 2. No later than its annual meeting the District must adopt a proposed budget for the ensuing fiscal year. The proposed budget must be adopted by a two-thirds vote of all members of the Board of Directors. Expenditures of the District may be made only pursuant to the budget as finally adopted pursuant to section 3.

Sec. 3. a. After adoption of the proposed budget, the Board shall immediately forward copies of the budget to each member city. Each council shall promptly review the budget. By no later than August 31, each council shall notify the board and the other council of its acceptance of the budget or its recommendations for changes to the budget.

b. If each council accepts the budget adopted by the board that budget shall be deemed to be the final budget adopted for the coming fiscal year.

c. If either council submits recommendations for changes to the budget, the other council shall notify the board and the submitting council of its acceptance or rejection of the changes no later than September 30. If the councils agree upon the recommended changes, then the budget adopted by the board shall be deemed amended by the recommended changes and the budget as changed shall be the final budget adopted for the coming fiscal year.

d. If the councils do not agree on the budget as adopted by the board and any changes recommended by either council then there shall be a conference committee of six (6) members, consisting of the city manager of each city, the council member from each city who is also a board member and one council member from each city who is not

a board member.

The conference committee shall meet promptly to resolve all disagreements concerning the budget. The committee shall resolve all disagreements between the cities concerning the budget by a vote of the majority of the committee. The committee shall complete the resolution of any disagreements concerning the budget no later than October 31. The budget as recommended by the committee shall then be submitted to the board and each city council and shall be deemed to be the final budget adopted for the coming fiscal year. If a majority of the committee cannot agree on the budget, the budget shall be submitted to binding arbitration as provided in Article X, Section 2.

e. After adoption of the budget pursuant to this Section 3, the board shall consider the approved budget and immediately forward copies of the approved budget to each member city.

f. Upon adoption of the final budget each member city is obligated to the District for the budgeted revenues and cost sharing charges fixed by the board for the ensuing fiscal year in accordance with this article.

Sec. 4. Each city's respective shared cost of the succeeding annual budget is determined by application of the following formula, which is to be computed as of December 31 of the preceding year:

$((a/A) + (p/P) + (v/V))/3 \times 100 = \text{Percentage of total budget due from specific municipality where}$

	<b>CRYSTAL</b>	<b>NEW HOPE DISTRICT</b>	
a = municipality's avg. calls over 5 years	745	652	
p = municipality's population	24,000	23,000	
v = municipality's mkt. value in millions	752	777	
A = District average calls over 5 years			1,397
P = District population			47,000
V = District market value in millions			1,529
PERCENT	51.19%	48.81%	100%

For purposes of the formula:

a/A = 5 year average of calls to be computed as of each December 31

p/P = Population is the population figure found on the last federal decennial census.

v/V = Market value determined by figures last equalized and determined by state department of revenue.

The percentage allocation shown above applies to a budget adopted in the year 2007 and thereafter.

## ARTICLE IX

### Personnel and Administration

Section 1. The chief is responsible to the board for the efficient and economical operation of the District, the hiring, termination, supervision, discipline and the supervision and direction of its personnel, the establishment of rules of conduct for those personnel, and carrying out the policies and procedures adopted by the board. The chief is appointed by the board and serves at the pleasure of the board. The chief is a full time employee of the agency and may enter into an employment contract with the board.

Sec. 2. Paid on-call employees of the District are members of the Consolidated Fire Relief Association. Other employees are members of the appropriate public employees retirement fund, if eligible.

Sec. 3. The compensation of the employees of the District is set by the board. The board must have an adopted compensation plan.

Sec. 4. The Fire District Chief shall be the chief purchasing agent of the district. The Chief is authorized to make purchases and contracts not exceeding the amounts specified in Minn. Stat. 412.691. Purchases and contracts that exceed the amount specified in Minn. Stat. 412.691 shall be made by the board of directors.

## ARTICLE X

### Dispute Resolution

Sec. 1. In the event either city believes that there has been an incorrect interpretation by the District of a term or condition of this Agreement, the other city has failed to perform an obligation under this Agreement, or there has otherwise been a violation of this Agreement, then the city council of such city shall adopt a resolution stating the specific facts that the city believes give rise to the dispute. The resolution shall be immediately transmitted to the President of the board upon its adoption by the city council. The board shall consider the resolution as the first order of business at its next regularly scheduled meeting and must submit its resolution of the dispute within forty-five (45) days thereafter by written communication to both cities. The objecting city may accept the determination of the board, reject the determination of the board, or withdraw the dispute.

Sec. 2. In the event the determination by the board is rejected by the disputing city, the dispute shall be submitted to binding arbitration. The board shall select three arbitrators whose names shall be submitted to the cities. Each city shall strike one name from the list. The remaining person named shall be the arbitrator who shall hear the dispute. The Arbitrator shall conduct the arbitration in conformance with the rules of the American Arbitration Association or other recognized dispute resolution organization. In the alternative, the cities may elect to utilize the services of the American Arbitration Association for the selection of the arbitrator and the conduct of the binding arbitration. Each city and the board shall appoint a representative to appear at the arbitration and present their respective positions to the arbitrator. The decision of the arbitrator shall be final. Each city shall pay one-half of the fees of the arbitrator and each city shall bear its own costs for the arbitration.

## **ARTICLE XI**

### **Dissolution: Amendment**

Section 1. The District may be dissolved at any time by unanimous vote of the board or by identical resolutions of dissolution adopted by the city councils. The District must be dissolved upon written notice given by one city to the board and the other city prior to December 1 of any year stating an intent to withdraw as of December 31 of the calendar year following the notice. In the event of dissolution, the board will continue to function for the purposes of winding up District affairs.

Sec. 2. Upon dissolution, the board must take the steps necessary to effect dissolution as promptly as circumstances permit, subject to the provisions of this agreement and the Act.

Sec. 3. Upon dissolution and following the final payment of the District's outstanding obligations, the remaining assets of the District are to be distributed to the members in direct proportion to their respective cumulative contribution to the assets of the District. An asset transferred to the District under Article VIII must be returned to the city contributing that asset. New or replacement assets must be distributed to each city, based on fair market value appraisal, in shares determined by using the funding formula set out in Article VIII, section 5. If the outstanding obligations of the District exceed its assets, less the return of contributions required by this section, the payment of such excess obligation must be made in equal shares by the members.

Sec. 4. This agreement may be amended by identical resolutions adopted by the city council of Crystal and the city council of New Hope and filed together with the amendment with the chief.

## **ARTICLE XII**

### **Effective Date**


Section 1. This Second Amendment and Restatement of Joint And Cooperative Agreement is effective on the date following the day on which executed copies of this agreement, accompanied by a resolution of the city council of each member city, are filed with the city clerk of the City of Crystal and City of New Hope.


(The rest of this page is intentionally left blank)



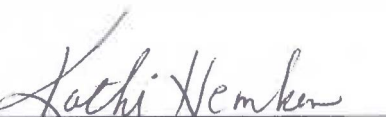
IN WITNESS WHEREOF, the undersigned governmental units have caused this agreement to be executed by their duly authorized officers and delivered on its behalf as of this 22 day of July, 2019.

CITY OF CRYSTAL

By   
Jim Adams, Mayor

By   
Anne Norris, City Manager

CITY OF NEW HOPE

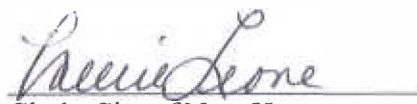
By   
Kathi Hemken, Mayor

By   
Kirk McDonald, City Manager

Recorded and filed this 16<sup>th</sup> day  
of July, 2019.

  
Clerk, City of Crystal, Minnesota

Recorded and filed this 22 day  
of July, 2019.

  
Clerk, City of New Hope,  
Minnesota

Original Agreement Dated October 28, 1997  
Amendment and Restatement Dated May 6, 2003  
Amendment and Restatement Dated March 27, 2006  
Amendment and Restatement Dated April 2011  
Amendment and Restatement Dated February, 2017  
Amendment Dated July 2019