

**Ward Creek Improvement & Service District
Regular Meeting
MINUTES**

Tuesday, December 20, 2022, 2:00 p.m.

At the Office of Cathey Consulting, 400 South Gillette Ave., Suite 106, Gillette, Wyoming

BOARD MEMBERS PRESENT: Jim Fifield, William Rea
BOARD MEMBERS NOT PRESENT: Jillian Smith
OTHERS PRESENT: Helenanne Cathey, Evalyn Kahila, Toni Clark

Jim Fifield called the meeting to order at 2:00 p.m.

- I. **Minutes Approval** – Jim Fifield moved to approve the minutes from the November 15, 2022, regular meeting. William Rea seconded. Motion carried unanimously.

- II. **Treasurer’s Report Acceptance** – The District doesn’t have any funds or revenue at this time, so the Gillette News-Record bill for the director election (Ad 00377513) will be paid by the Landowners Association (\$93.50). Cathey Consulting will start billing for the month of December. There was discussion on options for taking over the water operator and billing for the water system. A quote was received from Water Guy, and there was discussion on rates. Cathey Consulting was hired to take care of the books. There is a proposal from Water Guy to take care of the water system and billing and receivable, and there will need to be a budget for repairs.

- III. **Unfinished Business**
 - a. **District Election** – Because the District hadn’t been compliant, the County Commissioners appointed the current board of directors earlier this year with a stipulation that the District would hold the next election on March 21, 2023, where there will be two directors open for four-year terms and one director for a two-year term. Anyone interested in running for the Board and having their name on the ballot must file an application for election between December 21, 2022, and January 10, 2023, with the Secretary of the District or Cathey Consulting (PO Box 471, Gillette, WY 82717 – application is available online at www.catheyconsulting.net).
 - b. **Cathey Consulting services / agreement** – The written agreement with Cathey Consulting was signed. The Board approved hiring Cathey Consulting at the last meeting.
 - c. **By-Laws** – DRAFT by-laws were reviewed. The by-laws will be e-mailed to residents along with the draft minutes. The by-laws will be discussed at the next meeting.

- IV. **New Business**
 - a. **Officers will be elected annually per state statute.**
 - b. **Letter to County Commissioners listing Directors and Officers** – A letter was reviewed and updated for the County Commissioners listing the directors and officers.
 - c. **Public Records Notice** – Two board members signed the notice to submit to the County and authorize Helenanne Cathey to register as the designated public records person with Wyoming Administration and Information.
 - d. **Approve Cathey Consulting Fee Schedule (public records requests)** – William Rea moved to accept the fee schedule for Cathey Consulting. Jim Fifield seconded. The fee schedule is mainly for public records requests and is available online at www.catheyconsulting.net. Motion carried unanimously.
 - e. **Post Office Box: District mailing address:**
Ward Creek Improvement & Service District
c/o Cathey Consulting
PO Box 471
Gillette, WY 82717

- f. **Official Depository Designation** – The District will need to designate an official depository when opening a bank account. Two signatures will be required on any transactions. Helenanne Cathey is not an authorized signer but will be authorized to discuss the account with the bank.
- g. **Investment Policy** – William Rea moved to adopt an investment policy as follows. Jim Fifield seconded. Motion carried unanimously.

All available cash will be kept on deposit at a bank authorized to do business in Wyoming, preferably located in Wright or Gillette, Wyoming. Funds may be kept in interest-bearing checking and savings accounts that are FDIC insured. Funds may also be deposited in certificates of deposit that are FDIC insured.

No investments will be made except as allowed under Wyoming Statutes 9-4-831.
- h. **Budget** – The budgeting process will generally begin around March or April. Revenue and cost data was provided.
- i. **F-32** – F-32 (annual reporting) information is on file.
- j. **Insurance / Bond** – There was discussion on getting a bond on the Board and purchasing the Local Government Liability Pool insurance when the District starts collecting revenue (\$500 per year).
- k. **Special Districts / Statutes** – There was a brief discussion on open meetings and open records laws, budgets, and elections.

Jim Fifield adjourned the meeting at 2:55 p.m.

Next Regular Meeting: Tuesday, January 17, 2023, 2:00 p.m. at the office of Cathey Consulting. MEETINGS: BOARD MEETINGS WILL BE HELD THE THIRD TUESDAY OF THE MONTH AT 2:00 P.M. AT THE OFFICE OF CATHEY CONSULTING (400 S GILLETTE AVE., SUITE 106, GILLETTE – K2 TECHNOLOGIES BUILDING – OFFICE ENTRANCE IS ON 4TH STREET ACROSS FROM ARROW PRINTING.)

Respectfully submitted,
Helenanne Cathey, Assistant to the Board

Jim Fifield, President / Date

William Rea, Vice President / Date

Jillian Smith, Secretary/Treasurer / Date

**BY-LAWS
OF
WARD CREEK IMPROVEMENT AND SERVICE DISTRICT**

**ARTICLE I
NAME AND ADDRESS OF DISTRICT**

The name of the District is Ward Creek Improvement and Service District, hereinafter referred to as the “District”. The principal office and mailing address for the District shall be P.O. Box 471, Gillette, Campbell County, Wyoming, 82717, until changed by the Board of Directors.

**ARTICLE II
DEFINITIONS AND IDENTIFICATIONS**

Section 1. “District” shall mean and refer to Ward Creek Improvement and Service District, its successors and assigns.

Section 2. “Properties” shall mean and refer to that certain real property described in the Ward Creek Improvement and Service District, formed pursuant to W.S. § 18-12-101, et seq., and such additions thereto as may hereafter be brought within the jurisdiction of the District.

Section 3. “Lot” or parcel shall mean and refer to any plot of land shown upon the recorded plot of the properties within the District.

Section 4. “Owner” shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of any obligation.

ARTICLE III
MEETING OF THE BOARD OF DIRECTORS

Section 1. Annual Meeting. Annual meetings shall be held each July or at a date established by the Board of Directors.

Section 2. Special Meetings. Special meetings of the Board of Directors may be called at any time by the chairman or any two directors.

Section 3. Budget Hearing/Meeting. The budget hearing/meeting shall be held not later than the third Thursday in July as provided in W.S. §16-12-406. The Board of Directors may conduct other business as well as approval of the budget.

Section 4. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the quorum of the directors shall be regarded as the act of the Board.

Section 5. Notice of Meetings. Notice of each meeting of the Board of Directors shall be given pursuant to W.S. § 16-4-404.

Section 6. Place of Meetings. Meetings of the Board Directors may be held at such places within Campbell County, Wyoming, as may be designated by the Board of Directors.

Section 7. Public Meetings. Meetings of the Board of Directors are public meetings and subject to the Wyoming Public Meetings Act (W.S. §16-4-401 et. seq.)

ARTICLE IV
BOARD OF DIRECTORS: SELECTION & TERM OF OFFICE

Section 1. Number. The affairs of this District shall be managed by at least a three (3) member Board of Directors.

Section 2. Term of Office. The original Board of Directors and their successors shall hold terms as prescribed by W.S. §18-12-113.

Section 3. Replacement of Directors. In the event of a vacancy of a Director, a new Director shall be selected as provided by statute.

Section 4. Compensation. No director shall receive compensation for any service he may render to the District. However, any director may be reimbursed for actual expenses, including, but not limited to, postage and office supplies, which may be incurred in the performance of his or her

duties.

ARTICLE V
ELECTION OF DIRECTORS

Election to the Board of Directors shall be in accordance with the Special District Elections Act pursuant to W.S. § 22-29-101, et seq., and W.S. § 18-12-101, et seq.

ARTICLE VI
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have the power to:

- a) adopt and publish rules, regulations and procedures for the District governing use of the District facilities and improvements;
- b) exercise for the District all power, duties and authority vested in or delegated to the District by any provision of these By-Laws and Wyoming statute;
- c) declare the office of a member of the Board of Directors to be vacant in the event each such director shall be absent from three (3) consecutive regular meetings of the Board of Directors as provided in W.S. § 22-29-201;
- d) employ a manager, an independent contractor, or such other employee as they deem necessary, and to prescribe their duties;
- e) exercise such powers as provided for in the Covenants as they may be amended from time to time; and,
- f) exercise such other powers as provided for by W.S. § 18-12-101, et seq.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- a) cause to be kept a complete record of all its acts and corporate affairs;
- b) supervise all officers, agents and employees of the District, and to see that their duties are properly performed;
- c) exercise such powers as more fully provided by the Improvement and Service District Act, W.S. § 18-12-101, et seq., to include but not be limited to the following:
 - 1) fix the amount of the annual assessment against each Lot;
 - 2) if the Board so chooses, submit to the County Assessor a

resolution indicating the amount of assessment for each Lot Owner and a request that all assessments be collected through the Assessor. Any such assessments shall be submitted to the Campbell County Assessor on or before July 31st of each year; or, send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period, if the assessment is not submitted to the County Assessor;

3) foreclose the lien against any property for which assessments are not paid and/or to bring an action at law against the Owner personally obligated to pay the same, if, in the judgment of the District, it is necessary;

d) issue, or to cause an appropriate officer to issue, upon demand of any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board before the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

e) procure and maintain adequate liability and hazard insurance on the property owned by the District, as the Board of Directors deems appropriate;

f) cause all officers or employees having fiscal responsibilities to be bonded, as the Board may deem appropriate;

g) cause the District facilities and improvements to be maintained;

h) propose and present special assessments when deemed necessary by the Board of directors.

ARTICLE VII OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of the District shall be a President, Vice President, a Secretary/Treasurer, and such other officers and their duties as the Board, by resolution, creates. Offices may be combined if the Board of Directors so elects. The officers shall at all times be Members of the Board of Directors.

Section 2. Election of Officers. The election of officers shall take place annually.

Section 3. Term. The officers of the District shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, be removed, or otherwise be

disqualified to serve.

Section 4. Resignation and Removal. Any officer may be removed from office, with or without cause, by the Board. Any officer may resign at any time giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve until the next annual meeting.

Section 6. Duties. The duties of the officers are as follows:

PRESIDENT

a) The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments, shall co-sign all checks and promissory notes, and shall exercise and discharge such other duties as may be required of him by the Board.

VICE PRESIDENT

b) The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

SECRETARY

c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board Members; serve notice of meetings of the Board of Directors; keep appropriate records showing the Owners of the District, together with their addresses; and exercise and discharge such other duties as required by the Board. The secretary may file all minutes and records if required by statute with the Campbell County Clerk.

TREASURER

d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the District and shall disburse such funds as directed by resolution of the Board of Directors; shall co-sign all checks and promissory notes of the District; keep proper books of account, cause a report of the District's books to be made at the completion of each fiscal year; shall prepare a statement of income and expenditures, to be presented at its annual meeting. Also, the

treasurer shall exercise and discharge such other duties as required by the Board.

Section 7. Additional Services. The Board may employ the services of an accountant, service providers, or other professionals to assist in the preparation and completion of any of these duties.

ARTICLE VIII COMMITTEES

The Board of Directors, by resolution adopted by a majority of the entire Board, may, from time to time, designate from among the Owners in the District an executive committee, Architectural Control Committee (as provided for in the Covenants), or such other committees, and alternative Owners thereof, as they deem desirable, each consisting of three (3) or more Owners with at least one director on the committee, with such powers and authority (to the extent permitted by law) as may be provided in such resolution. Each such committee shall serve at the pleasure of the Board. All committee members must be Owners of Lots located in the District.

ARTICLE IX BOOKS AND RECORDS

The books, records and papers of the District shall at all times, during reasonable business hours, be subject to inspection by an Owner. These By-Laws and any rules or regulations of the District shall be available to any Owner at the office of the Campbell County Clerk in accordance with W.S. § 16-12-101. This District may charge a reasonable fee for the assembling and copying of any records requested.

ARTICLE X ASSESSMENTS AND REMEDIES FOR NONPAYMENT

A. Every Owner is obligated to pay to the District annual and special assessments determined by the Directors. Assessments shall be secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid within thirty (30) days after the due date shall bear interest from the date of delinquency at eighteen percent (18%) per annum. The District may bring an action at law against the Owner personally obligated to pay the same and/or may foreclose the lien against the property. In the event the District takes legal action

or assigns the past due assessment for collection the Lot Owner shall be liable for past due interest, collection expenses, costs and reasonable attorney's fees. Said costs shall be part of the assessment and any related lien. No Owner may waive or otherwise escape liability for the assessment provided for herein by non-use of the District facilities or by abandonment of his Lot.

ARTICLE XI
AMENDMENTS

These By-Laws may be amended, at a regular or special meeting of the Board of Directors, by a majority vote of the Board of Directors.

ARTICLE XII
FISCAL YEAR

The fiscal year of the District shall begin on the 1st day of July and end on the 30th day of June of every year.

IN WITNESS WHEREOF, the Board of Directors of Ward Creek Improvement and Service District has caused these By-Laws to be executed this _____ day of _____, 2023.

Ward Creek Improvement and
Service District Board of Directors

Jim Fifield, President

William Rea, Vice President

Jillian Smith, Secretary/Treasurer