

Bylaws

Pike County 911 Board

The Pike County Emergency Communications Services (911) Board, hereafter to be known as the Pike County 911 Board, is hereby established pursuant to Chapter 190 of the Revised Statutes of the State of Missouri (RSMo) by a vote of the people of Pike County held 7 August 2018. Thus creating a new government agency with the stated intent and purpose to manage and direct the 9-1-1 phone services and emergency dispatch for police, fire and ambulance service of all of Pike County.

Therefore, the following bylaws have been adopted by a voting majority of the Board of Directors and filed with the Clerk of Pike County and are therefore binding on all members until repealed or amended by a vote of eligible voting members.

Article I

Section 1. GENERAL POWERS. The property and business of the Board shall be controlled and managed by its Board of Directors.

Section 2. NUMBER, TENURE AND QUALIFICATIONS. The number, tenure and qualifications of Directors of the Board shall be one or more persons as provided for in §190.335 RSMo as amended. Board

members will complete New Board Member Training through a state approved 911 training program within 12 months of being seated. Fire and Ambulance board member training may be substituted with board approval.

Section 3. REMOVAL FROM BOARD. Any member of the Board may, following a Notice and an opportunity to be heard, be removed from office by a majority vote of the other members of the Board for any of the following grounds:

- a) Failure to appear at five (5) CONSECUTIVE MEETINGS, WITHOUT GOOD CAUSE;
- b) Conduct prejudicial to the good order or efficient operation of the Emergency Services Board; or
- c) Neglect of duty.
- d) Not completing board member training

The Chair of the Board shall preside at such removal hearing unless they are the person sought to be removed, in which case the hearing shall be presided over by another member elected by the majority vote of the other Board members. All interested parties may present testimony and arguments at such hearing, and the witnesses shall be sworn by oath or affirmation before testifying. Any interested parties may, at his or her own expense, record the proceedings.

Section 4. REGULAR MEETINGS. The next regular meeting of the Board of Directors' shall be decided before the end of each meeting. The board shall meet in the month of April in years having board elections, following the certification of the election by the

County Clerk. Attendance of meetings may be accomplished in person or via electronic communication (video and/or teleconferencing).

Section 5. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the Chair or any Director. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Missouri, as the place for holding any special meeting of the Board of Directors called by them.

Section 6. NOTICE. There shall be public notice and an agenda for all regularly scheduled and special meetings as required by the provisions of Chapter 610 RSMo, "The Sunshine Law".

Section 7. QUORUM. A majority of the number of Directors fixed by law shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided, that if less than a majority of such number of Directors are present at the said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 8. MANNER OF ACTING. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. The Chair of the Board of Directors shall preside over all meetings and shall be a non-voting member except in the case of a tie vote. In the case of a tie vote, the Chair of the Board shall cast the deciding vote.

Section 9. VACANCIES. Whenever any vacancy of the member for the Board of Directors shall occur due to death, resignation or otherwise, the vacancy shall be filled as provided in §190.339 RSMo as amended.

ARTICLE II

Section 1. NUMBER. The officers of the Board shall be a Chair, Vice Chair, Treasurer and Secretary.

Section 2. ELECTION AND TERM OF OFFICE. The officers of the Board shall be elected annually by the Board of Directors at the April meeting of the Board of Directors. The at large Director shall assume the Chair by operation of law per 190.335.10 RSMo unless the at large candidate shall refuse the office of Chair or later resign as Chair during the candidate's term in which case the Board may choose the chair per 190.339.5 RSMo. If the election of officers shall not be held at such a meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices filled at any meeting of the Board of Directors. Each officer shall hold office until their successor shall have been duly elected and shall have qualified or until his death or until they shall resign or shall have been removed in the manner hereinafter provided. Election or appointment of an officer or agent shall not of itself create contract rights.

Section 3. REMOVAL. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of

Directors whenever in its judgment the best interest of the board would be served thereby.

Section 4. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled as required in §190.339 RSMo as amended in 1995.

Section 5. CHAIR. The Chair shall be the principal executive officer of the Board and shall in general supervise and control all of the business and affairs of the Board. They shall preside at all meetings of the Board. They may sign, with the Secretary or any other proper officer of the Board thereunto authorized by the Board of Directors, certificates for shares of the Board, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Board, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of Chair and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. THE VICE-CHAIR. In the absence of the Chair or in the event of his inability or refusal to act, the Vice-Chair shall perform the duties of the Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice-Chair shall perform such other duties as from time to time may be assigned to them by the Chair or by the Board of Directors.

Section 7. THE TREASURER. The treasurer shall give a bond for the faithful discharge of the duties in such sum and with such surety

or sureties as the Board of Directors shall determine. They shall (a) have charge and custody of and be responsible for all funds and securities of the Board; receive and give receipts for moneys due and payable to the Board from any source whatsoever, and deposit all such moneys in the name of the Board in such banks, trust companies or other depositaries as shall be selected in accordance with the provisions of Article III of these Bylaws; (b) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to them by the Chair or by the Board of Directors.

Section 8. THE SECRETARY. The Secretary shall: (a) keep the minutes of the Board of Directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the Board records and of the seal of the Board and see that the seal of the Board is affixed to all documents, the execution of which on behalf of the board under its seal is duly authorized in accordance with the provisions of the Bylaws; (d) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to them by the Chair or by the Board of Directors.

By a vote of a majority of the board, a Custodian of Records may be appointed to handle the administrative duties of the elected Secretary and such other duties as from time to time may be assigned to them by the Board of Directors.

ARTICLE III

CONTRACTS, CHECKS AND DEPOSITS

Section 1. **CONTRACTS.** The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of an on behalf of the Board, and such authority may be general or confined to specific instances.

Section 2. **CHECKS, DRAFTS, ETC.** All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Board, shall be signed by such officer or officers, agent or agents, of the Board and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3. **DEPOSITS.** All funds of the Board not otherwise employed shall be deposited from time to time to the credit of the Board in such banks, trust companies or other depositaries as the Board of Directors may select.

Section 4. **COMPETITIVE BIDS AND PURCHASING.** All contracts and purchases, excluding professional services (i.e. services provided by a person or group that requires a high level of training and proficiency), shall be let to the lowest and best bidder after due opportunity for competition, including advertising the proposed letting in a legal newspaper in Pike County with a circulation of at least five hundred copies per issue, except that competitive bidding is not required in the case of contracts or purchases involving as expenditure of less than five thousand dollars made from any one person, firm or

corporation during any period of ninety days. All bids for any contract or purchase may be rejected and new bids advertised for. Purchasing may also be done by utilizing Missouri Cooperative Procurement Contracts or Federal GSA pricing.

Section 5. ENTERING INTO LOANS OR ADVANCEMENTS. The Board of Directors shall have the power to enter into an agreement, with any banking or lending company, to borrow funds for the establishment of progression of any Pike County 911 Board projects, subject to agreement by a positive vote of the Board of Directors.

ARTICLE IV

COMMITTEES

Section 1. STANDING COMMITTEES. The Board of Directors' shall appoint or approve all members of the following standing committees not otherwise established by the committee members office or position:

Operating Advisory Committee

Finance Committee

Hiring and Discipline Committee

The Duties of the committee's are:

A. Operating Advisory Committee.

Provide oversight and direction regarding general operations. To facilitate communications from dispatch end users, the Director and the Board.

The committee shall consist of the Sheriff or designee, one Police Chief, the Pike County Ambulance Service Director or designee and two (2) Fire Chiefs one each from the 2 Associate County Commission districts.

The committee will annually, at a minimum, conduct a performance review of the Director. The report will then be presented to the Board.

B. Finance Committee

Works with the Director to determine equipment and personnel needs staffing levels, salaries and related matters.

Provides financial oversight and direction, approves preliminary budgets, approves all purchases over \$1,000.00, provided such purchases have been previously approved by the Board of Directors or that included in the annual budget previously approved by the Board of Directors. Authorizes payment of regular recurring expenses.

This committee is composed of three (3) members. One (1) member shall be the Treasurer of the Board. Two (2) other members of the Board of Director's shall be selected to serve on the Committee.

C. Hiring and Discipline Committee

This committee shall be in force when vacancies occur. The committee shall consist of the Operating Advisory Committee and 2 911 board members. The committee shall present Director candidates with recommendations to the Board. Employees of the Joint

Communication Center have the right to appeal disciplinary action suspension and discharge committee. Such appeals shall be heard in a manner approved by the Board of Directors. The 911 members cannot Chair this committee. Any 2 members can call a meeting. A quorum is necessary to do business. A quorum is 50% or greater of members.

Section 2. Other Committees.

The Chair shall appoint any other ad-hoc committees as needed to advise the board.

ARTICLE V

SEAL

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Board and the words, "Pike County 911 Board Seal, Pike County Missouri".

ARTICLE VI

AMENDMENTS

These Bylaws, or any of them, or any additional or supplementary Bylaws, may be amended or repealed, and new Bylaws may be adopted at any regular meeting of the Board of Directors with 48 hour notice of proposed changes, or at any special meeting the notice of which shall set forth the terms of the proposed Bylaw, amendment or repeal, by a vote of the 5/7 of the Directors, to include the chairperson, at such regular or special meeting, as the case may be.