

BYLAWS
OF THE
CHRISTIAN COUNTY
AMBULANCE DISTRICT

Adopted April 19, 2012

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**BYLAWS OF THE
CHRISTIAN COUNTY AMBULANCE DISTRICT**
(Revised fall 2011)

**ARTICLE I
NAME AND OFFICE**

Section 1. Name. The name of this District shall be the Christian County Ambulance District (CCAD).

Section 2. Principal Office. The principal office of the CCAD in the State of Missouri shall be located at 1750 South 15th Avenue, Ozark, Missouri 65721, County of Christian.

**ARTICLE II
BOARD OF DIRECTORS**

General Powers. The business and affairs of the District shall be managed by its Board of Directors subject to Missouri Revised Statutes Chapter 190 and 610-010 – 610.200, RSMO 105.270 Military Leave and all other pertinent State and Federal laws.

Section 2. Election of Directors. Directors shall be elected from each of the six sub-districts for three year terms. Two directors are elected each year on a staggered election cycle in accordance with Section 190.050 of the Revised Statutes of Missouri, or any subsequent amendments thereof.

Two members are elected yearly each for three year terms. If only one candidate files for the office, no election is necessary (RSMO 190.050.1). See Appendix C for Term Election Schedule.

Section 3. Candidate requirements. A candidate for director shall, at the time of filing, be a citizen of the United States; a qualified voter of the election district sought; a resident of the district for two years preceding the election; and shall be at least twenty-four years of age. (Section 190.050.3 RSMO).

Section 4. Filing for Election as Director. Declarations of candidacy must be filed with the County Clerk of Christian County, Missouri. The first date to file for election is the fifteenth Tuesday prior to the regularly scheduled election held on the first Tuesday in April, and the last date to file is the eleventh Tuesday prior to the regularly scheduled election.

Section 5. Oath of Office. At the first meeting following each annual election the successful candidates shall be sworn in and take the Oath of Office.

Section 6. Meetings. All meetings of the Board shall be open to the public. No action shall be taken in closed meeting except as authorized by Chapter 610-010 of the Revised Statutes of Missouri (the Sunshine Laws).

A. Regular Meetings. The Board of Directors may provide, by resolution, the time and place for the holding of regular meetings of CCAD.

- B. Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the chairman or any two directors for a specified issue(s). The person or persons authorized to call a special meeting of the Board of Directors may fix any place within Christian County, Missouri, for holding any special meeting of the Board of Directors. Only the order of business that caused the meeting to be called will be discussed provided a quorum is present.

Section 7. Notice. All regular and special meetings of the board shall be Noticed in accordance with RSMO 610.020.1

- A. Regular meetings:** Notice of regular meetings of the board shall include time, date and place of each meeting, and its tentative agenda. Notice shall be given at least twenty four hours prior to the commencement of meeting, exclusive of weekends and holidays. If the meeting will be conducted by telephone or other electronic means the notice of the meeting shall identify the mode by which the meeting will be conducted and the designated location where the public may observe and attend the meeting.
- B. Special Meetings:** Notice of any special meeting of the Board shall be given at least two (2) days prior to the meeting date by written notice delivered by facsimile transmission or personally or four (4) days notice sent by regular first class U.S. mail, postage prepaid, mailed to each director at the address which appears on the records of the District. Notice shall also be posted at place of meeting at least 24 hours prior to the special meeting per RSMO 610.020.2.

Section 8. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such a majority is present at a meeting, no business will be conducted.

Section 9. 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.

- A.** Proxy voting shall not be permitted or recognized at any regular or special meeting.
- B.** In case of emergency, a director may take part in a duly called regular or special meeting via speaker phone, provided that a quorum of directors is physically present at the meeting.
- C.** The Board may act by written consent only with unanimous approval by all the directors. Such action must be documented in writing, signed by Chairman and Secretary and certified by Notary.
- D.** Emergency Telephone Voting - For purposes of emergency telephone voting "only" and as authorized by section 610.015.RSMo, the Board of Directors hereby reserve the right to "temporarily" redefine the definition of quorum contained in Article II, Section 8 as constituting "three members physically present" as still less than a quorum would be contacted by telephone for telephone voting purposes as permitted by section 610.015 RSMo."

Section 10. Reconsideration. Any director who voted with the majority on an action taken by the Board may move for a reconsideration of the action taken. Such motion for reconsideration shall be made at a special meeting duly called by the chairman upon the request of the director requesting the reconsideration or at the next regular meeting, provided the request is made at least five (5) days before the next regular meeting.

Section 11. Compensation. Directors shall not receive any salaries for their services as Directors. Directors may be reimbursed for his or her actual expenditures in the performance of duties on behalf of the District. Directors will receive a stipend for each meeting attended to cover expenses.

Section 12. Duties. Each board member shall devote such time to the duties of the office as faithful discharge thereof may require (RSMO190.055.2).

Section 13. Board Training. Per RSMO 190.053 all directors taking office (election or reelection) on or after January 1, 2008 shall attend and complete educational training offered by a statewide association organized for the benefit of ambulance districts on the role and duties of a board member of an ambulance district. Such training shall include, at a minimum:

- (A) Information relating to the roles and duties of an ambulance district director;
- (B) A review of all state statutes and regulations relevant to ambulance districts;
- (C) State ethics laws;
- (D) State sunshine laws, chapter 610;
- (E) Financial and fiduciary responsibility;
- (F) State laws relating to the setting of tax rates; and
- (G) State laws relating to revenue limitations.

Section 14. Removal of Director. RSMO 190.339.7 – 190.339.10

- A. A board member who misses five (5) meetings within any twelve (12) month period may be removed by majority vote of the remaining directors.
- B. Any board member may be removed from any office by a majority vote of the members of the board.

Section 15. Vacancies. In the event of a vacancy as a result of death, resignation, or disqualification, the vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors in accordance with RSMO Section 190.052. Any person qualified to fill the vacancy shall be appointed for the unexpired term as provided in RSMO Section 190.050 providing there is a quorum present.

Per RSMO 190.052 if the board is unable to fill a vacancy within sixty days or if there are more than two vacancies at any one time, the county commission, upon notice from the board of failure to agree in filling the vacancies, shall within ten days fill them by appointment of qualified persons and shall notify the persons in writing of their appointment. The person(s) appointed shall serve for the unexpired term.

ARTICLE III POWERS OF THE BOARD

The Board of Directors shall have and exercise the governmental powers, and all other powers incidental, necessary, convenient or desirable to carry out and effectuate the express powers authorized by Chapter 190 of the Revised Statutes of Missouri, as presently existing and as hereinafter authorized or allowed by state law.

ARTICLE IV OFFICERS

Section 1. Officers. The officers of the District shall be a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers as may be deemed necessary may be elected or appointed by the Board of Directors. The offices of Secretary and Treasurer may be combined and held by the same person. All officers except the secretary or treasurer must be members of the Board of Directors.

Section 2. Election and Term of Office. 190.052 – 190.055. The Officers of the District shall be elected and installed annually by the Board as the first order of business at the first regular meeting of the Board following the public election of directors held on the first Tuesday in April. Each officer shall hold office for a term of three years.

Section 3. The President. Shall preside at all meetings of the Board. The chairman shall have the right to make motions, seconds, and to vote on all matters coming before the Board. He or she will sign, with the secretary or any other proper officer of the District thereunto authorized by the Board, any contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board.

Section 4. Vice President, In the absence of the chairman or in the event of his or her death, inability or refusal to act, the vice chairman shall perform the duties of the chairman, and when so acting shall have all the powers of and be subject to all the restrictions upon the chairman.

Section 5. Secretary. The Secretary shall record and preserve the minutes of the meetings of the Board of Directors. The Secretary shall cause notices of all meetings of the Board to be given, and shall perform all other duties incident to the office of Secretary as directed by the President, the Board, the Bylaws or Missouri Statutes. The board may contract the Secretarial functions of the District. If contracted out, the Secretary shall be the primary contact between the Board and the contracted entity.

Section 6. Treasurer. The Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board shall determine. He or she shall have charge and custody of and be responsible for all funds and securities of the District; receive and give receipts for moneys due and payable to the District from any source whatsoever, deposit all such moneys in the name of the District in such banks, trust companies,

or other depositories as shall be selected in accordance with the provisions of Article VII of these bylaws; and in general perform all duties incidental to the office of Treasurer and such other duties as may be assigned to him or her by the President or the Board.

The board may contract the bookkeeping functions of the District. If contracted out, the Treasurer shall be the primary contact between the Board and the contracted entity.

Section 7. All board members shall perform duties incidental to duties of the office as faithful discharge thereof may require.

Section 8. Removal of Officers. Any board member may, following notice and an opportunity to be heard, be removed from any office by a majority vote of the other members of the board per RSMO 190.339.7.

ARTICLE V ORDER OF BUSINESS

Section 1. Order of Business. The order of business at any regular or special meeting of the members of the Board shall be:

- (a) Call to order.
- (b) Approval of the agenda.
- (c) Reading and disposal of any previous minutes.
- (d) Public Forum
- (e) Reports of officers, managers and committees.
- (f) Unfinished business.
- (g) New business.
- (h) Adjournment.
- (i) Executive closed session, if needed.

Any motion or resolution may be introduced and considered out of the regular order of business by consent of the majority vote of the directors present at any regular or special meeting at which a quorum of the directors is present.

Section 2. Parliamentary Procedure. Effective (date of approval of By-Laws) all meetings of the Christian County Ambulance District Board of Directors shall be conducted following Robert's Rules of Order Revised.

ARTICLE VI COMMITTEES

Section 1. Committees of the Board: The Board of Directors by majority vote may designate one or more committees, which shall consist of one or more Directors, as necessary to conduct the business of the District.

Section 2. Chairman. The committee chair shall be appointed by the Board President.

ARTICLE VII
CONTRACTS, BIDS, LOANS, CHECKS, DEPOSITS/FUNDS AND GIFTS

Section 1. Contracts. All contracts shall be approved by majority vote of directors at a duly called meeting at which a quorum is present. All contracts shall be authorized by a board vote and signed and dated by the President.

Section 2. Bidding: The Christian County Ambulance District Board has established that competitive bids will be required for expenditures over Five Thousand Dollars (\$5,000.00) either one time or cumulative. All bids shall be submitted in writing. The board may, solicit a minimum of three bids and/or place a bid request notice in the local media.

The board shall not be required to accept the lowest bid, rather to accept the lowest and best per RSMO. The board may reject all bids if in its opinion the bids do not meet the District's requirements.

Section 3. Loans. No loans shall be contracted on behalf of the District and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board or authorized by the voters of the District and otherwise provided by the Constitution of the State of Missouri.

Section 4. Deposits/Funds. All funds of the District shall be deposited to the credit of the District in such banks, trust companies, or other depositories as the Board may select.

Section 5. Gifts. The Board may accept on behalf of the District any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the District.

ARTICLE VIII
BOOKS AND RECORDS

1. The District shall keep correct and complete books recording the official actions of the District, the minutes of the proceedings of the Board and shall keep a true and accurate account of the receipts and expenditures.

2. The Board shall provide for proper and safe keeping of its permanent records.

3. All books and records of the District may be inspected by any resident of the District, or his agent or attorney, for any proper purpose at any reasonable time per Missouri Statutes.

4. All books and records shall be housed at 1750 South 15th Avenue, Ozark, Missouri with the Minute Book being stored in the fire safe at the Ozark location.

5. The Board shall cause an audit of the records of the District to be made each year by a competent auditor.

**ARTICLE IX
FISCAL YEAR**

The fiscal year of the District shall begin on the 1st day of January and end on the 31st day of December in each year.

**ARTICLE X
NEPOTISM**

No person shall be employed by the board, who, is related within the fourth degree by blood or by marriage to any member of the board per RSMO 190.339.11.

**ARTICLE XI
CONFLICTS OF INTEREST**

1. No director of the District shall participate in any decision of the Board of Directors or act favorably with regard to any matter so as to provide a special monetary benefit to such director or any person who is related within the fourth degree by blood or by marriage to that director per RSMO 190.339.11.

2. All directors shall familiarize themselves with Chapter 105 of the Revised Statutes of Missouri (regarding Ethics, Reporting Requirements, and Conflicts of Interest) and its requirements.

3. No employee of the Service Provider shall interfere with the Board actions or District politics while on duty.

**ARTICLE XII
ADMINISTRATIVE HEAD**

The Board shall employ a Director to serve as its executive officer and administrative head of the district. The Director is authorized to interpret board policies and to formulate necessary rules and regulations to implement policies of the board.

**ARTICLE XIII
SEAL**

The Board of Directors shall provide an official seal which shall be circular in form and shall have inscribed thereon the name of the District and the state of incorporation and the words "Official Seal".

ARTICLE XIV
REPEAL OR AMENDMENT OF BYLAWS

These bylaws may be amended or repealed and new bylaws may be adopted by a majority vote of the directors present at any regular meeting of the directors, or any special meeting of the directors called for such purpose, at which a quorum is present.

Notice of any amendment to be offered at any regular or special meeting shall be given to the board not less than three (3) nor more than thirty (30) days before such meeting and shall set forth such amendment.

Certification of Bylaws

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned Secretary of the Board of the Christian County Ambulance District does hereby certify that the above and foregoing bylaws were duly adopted as revised by the directors of said District, as the bylaws of said District, on the

_____ day of _____, 2012

Shayla Crawford, Secretary
Christian County Ambulance District

ATTEST:

Kevin Kelley, President of the Board
Christian County Ambulance District

APPENDIX A

BOARD OF DIRECTOR SUB-DISTRICTS

SUBDISTRICT NUMBER ONE

Includes; Townships of Northview, Garden Grove, and North Galloway, in Christian County, Missouri.

SUBDISTRICT NUMBER TWO

Includes; Townships of Linden, West Benton, East Benton, McCracken and Sparta, in Christian County, Missouri.

SUBDISTRICT NUMBER THREE

Includes; Townships of Riverside and East Finley, in Christian County, Missouri.

SUBDISTRICT NUMBER FOUR

Includes; Townships of Union Chapel and Rosedale, in Christian County, Missouri.

SUBDISTRICT NUMBER FIVE

Includes; Townships of Cassidy and West Finley, in Christian County, Missouri.

SUBDISTRICT NUMBER SIX

Includes; Townships of Bruner, Oldfield, Lead Hill, Chadwick, South Galloway, North Linn, South Linn, Garrison and Seneca.

APPENDIX B
MAP OF SUB-DISTRICTS

APPENDIX C
REGULAR TERM OF OFFICE FOR EACH SUB-DISTRICT