

BYLAWS OF THE KARNES CITY VOLUNTEER FIRE DEPARTMENT, INC.

Article 1 Purpose

The purposes for which the Corporation is organized are:

To acquire, operate, and maintain fire fighting, rescue, and other emergency equipment as necessary for the preservation of life and the protection of property from and during fire or other emergencies within the area of its operation in Karnes County, Texas.

To teach, educate, and train citizens of said area in the art of the prevention and fighting of fires.

To provide rescue and various other emergency services in the event of catastrophe, illness, and accident.

To raise the funds essential to the successful operation thereof.

Article 2 Offices

The principal office of the Corporation in the State of Texas shall be located at 310 East Calvert Avenue in Karnes City, Texas. The Corporation may have such other offices as the Board of Directors may determine or as the affairs of the Corporation may require from time to time. The mailing address of the Corporation shall be 103 E. Calvert Avenue, in Karnes City, Texas 78118.

Article 3 Membership

Membership of this Corporation shall consist of all active members in good standing in the Karnes City Volunteer Fire Department, Inc.

Article 4 Meetings

Section 1. The annual meeting of the Corporation shall be held on the second Monday in February of each year, at 7:30 P.M.

Section 2. The regular meetings of the Corporation shall be held on the second Monday of each month, except in February, at 7:30 P.M.

Section 3. Special meetings may be called by the President or Vice-President as deemed necessary at their discretion.

Section 4. At all meetings of the Corporation, seven active members shall be necessary and sufficient to constitute a quorum for the transaction of business, and while there are seven members willing to continue, the Corporation shall not dissolve. The act of a majority of the members present and voting at any meetings at which there is a quorum shall be the act of the Corporation, except as otherwise provided in these By-laws. If a quorum shall not be present at any meeting of the Corporation, the members present there may recess the meeting from time to time without notice other than announcement at the meeting until a quorum shall be present.

Article 5 Directors

Section 1. The Directors of the Corporation shall consist of the following:

Four (4) Directors shall be elected to the board of the Corporation from a list of active members in good standing in the Karnes City Volunteer Fire Department, Inc.

One (1) Director shall be appointed to the board of the Corporation by the Mayor and/or City Council of the City of Karnes City, and shall be a member of the City Council of the City of Karnes City.

Section 2. The Directors shall be elected annually at the annual meeting of the Corporation in February, and shall consist of the President, Vice-President, Secretary, and Treasurer. No nomination shall be made unless the nominee is present, or their consent has been previously obtained.

Section 3. Any Director desiring to resign shall tender his or her resignation in writing to the Secretary. Such resignation shall take effect upon acceptance by the members at the next regular meeting after the date of receipt of the resignation, or at any later dates specified therein. Any Director may be removed by a majority vote of the members present at a meeting. Upon the resignation or removal of any Director, his or her successor shall be elected at the next meeting, following the date of resignation.

Section 4. Directors, as such, shall not receive any compensation for their services, but may, by approval of a majority of the members present at a meeting, receive reimbursement of expenses.

Article 6 Executive Director

Section 1. The Fire Chief shall serve as the Executive Director of the Corporation. The Executive Director shall be the chief executive officer of the Corporation and shall oversee and be responsible for the overall management and administration of the Corporation, and shall have, and exercise powers as given by the members, in the business affairs of the Corporation.

Article 7
Duties of Corporate Officers

Section 1. President. The President shall preside at all meetings, see that all laws are properly and impartially executed, appoint all Committees and perform any other duties compatible with this office. The President shall see that all orders and resolutions of the Corporation are carried into effect. In all elections the President shall have the casting vote.

Section 2. Vice-President The Vice- President shall be responsible for any duties delegated to him/her by the President, and shall, in the absence of the President, preside at meetings and assume the responsibilities of the President.

Section 3. Secretary It shall be the duty of the Secretary to keep accurate minutes of all meetings, to call the roll when requested and to record all delinquencies. He/she shall keep all books and correspondence, and shall keep on file and preserve all papers, documents, letters, etc. addressed to or laid before the Corporation, as the President may from time to time direct. He/she shall notify the Chairman of each special Committee of their appointment as well as the members of the Committee. He/she shall keep a just and true account between the Corporation and its members and shall also submit information and articles to the news media as necessary or as the President may from time to time direct. It is the duty of the Secretary in his/her absence to see that the minutes and records are available and that a member be assigned to fulfill the duties of the Secretary.

Section 4. Treasurer. It shall be the duty of the Treasurer to have the custody of the corporate funds and shall keep or cause to be kept, a full and accurate accounts of receipts and disbursements in books belonging to the Corporation, and shall deposit all funds and other valuable effects in the same depositories as shall be designated by the membership. The Treasurer shall render at each meeting, and such other times as may be required, a report on the financial condition of the Corporation. The treasurer shall preserve all bills, bank statements and financial documents of this Corporation and shall see that all bills are promptly paid. At the end of each term of office, a complete and accurate audit of receipts and disbursements shall be performed by a committee appointed by the President.

Article 8 Committees

The President may, as necessary, appoint one or more Committees. Each Committee shall have, and exercise the powers of the Corporation in the business and affairs of the Corporation, when the Corporate meeting is not in session. One member shall be appointed as Chairperson of the Committee. The Chairperson shall be responsible for calling meetings of the Committee, and such Committees shall keep regular minutes of their proceedings and report the same to the members when required. The Committee shall, after completing the task that they were assigned to do, make a final report to the members.

Article 9 Neglect of Duty

Any member determined to be neglectful of their duty or guilty of improper conduct not specified in these By-Laws, or for accepting an appointment on a Committee and neglecting its duties or for refusing to act when appointed shall be dealt with as the majority of the members may determine necessary.

Article 10 Order of Business

1. Call to Order.
2. Reading of the Minutes.
3. Approval of the Minutes.
4. Treasurers Report.
5. Presenting of Bills.
6. Old Business.
7. Chief's Announcements.
8. New Business.
9. Balloting for Members.
10. Comments/Announcements
11. Adjourning the Meeting.

Article 11
Parliamentary Authority

In the absence of rules to the contrary, Robert's Rules of Order shall prevail at all meetings, and they will be conducted as deemed proper following Robert's Rules of Order. No standing rule, resolution or motion in conflict with the By-Laws of this Corporation will be in order.

Article 12
Amendments to the Bylaws

Section 1. No part of the foregoing By-laws may be altered or amended, unless a written resolution to that effect has been introduced at a regular monthly meeting at least one month prior to the annual meeting in February. Adequate time for discussion of the proposed amendment or amendments shall be allowed in the meeting.

Section 2. It shall require the concurrence of two-thirds of the members present at the meeting to make any changes or alterations to the By-Laws.

Section 3. Voting on changes or alterations to the By-Laws shall be done by secret ballot.

The above By-laws were unanimously adopted by the Board of Directors of the Karnes City Volunteer Fire Department Corporation, at a meeting in Karnes City, Texas on the 10th day of February, A.D. 2003.

President