

**BY-LAWS
OF
THE
CENTRAL OKTIBBEHA FIRE DEPARTMENT, INC.**

ARTICLE I. OFFICES

The principal office of the corporation shall be located at the fire station adjacent to the Longview Community Center, Mississippi Highway 12, Longview, Oktibbeha County, Mississippi. The mailing address shall be 2064 Hwy. 12 West, Starkville, MS 39759.

ARTICLE II. MEMBERSHIP

Section 1. The general membership of the *corporation* shall consist of all residents of the Longview, Miss., area who apply for membership.

Section 2. There shall be a Board of Directors which shall manage the business and affairs of the corporation.,

Section 3. The membership of the *fire company* (firefighters) shall consist of those persons duly appointed by the Board of Directors.

A. After being properly warned, any member of the fire company may be expelled for conduct that may be such that would appear to be detrimental to the corporation according to a vote of the majority of the Board of Directors and for any other cause that may appear justifiable in the opinion of a majority of the Board of Directors at any meeting.

B. Prospective members of the fire company shall be nominated by a member in good standing.

C. A prospective member will attend three consecutive regular meetings of the fire company (unless providentially hindered) and will be observed and investigated by the chief and other officers before being nominated to the Board of Directors.

D. If a vacancy does not exist, his name will be placed on a list and he will be notified when an opening is available.

E. The Board of Directors will be empowered to skip names on the list for the good of the department.

ARTICLE III. MEETINGS

Section 1. There shall be a minimum of one meeting of the fire company per month for the purpose of conducting fire drills and for receiving instructions necessary and proper for the welfare of the members and the corporation.

A. There shall be a minimum of one meeting per quarter of the Board of Directors for the purpose of transacting any business that may come before the meeting.

B. There shall be an annual meeting of the corporation to be held at 7:30 p.m. on the first Tuesday in May beginning with the year 1989; except that in such years that a fundraising event is to be held within 60 days of the first Tuesday in May, the board of directors may vote to postpone the annual meeting to coincide with the fundraiser. At each annual meeting the directors of the corporation shall be elected and the corporation shall transact such other business as may be necessary for the welfare of the corporation. Printed, written or oral notice stating the place, day and hour of the meeting shall be given to the members in good standing. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the members at their addresses as they appear on the records of the corporation.

Section 2. Special meetings Special meetings of the general members for any purpose or purposes, unless otherwise proscribed by statute, may be called by the fire chief, or by the Board of Directors, and shall be called by the fire chief at the request of not less than one tenth of the general members in good standing. Written, printed or oral notice stating the time, place and purpose of the meeting must be given to the members not less than five days before the date of the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail.

Section 3. Quorum A quorum at any regular, special or annual meeting shall consist of the general members in good standing present.

Section 4. Voting Each general member of the corporation in good standing shall have one vote in all matters of business, election of directors, or on any proposition submitted at any regular or special or annual meeting, and said member must be present in order to cast his vote. The vote of the majority of the members present at any regular, special or annual meeting will bind the corporation on any and all matters or propositions presented to the corporation.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. General Powers The business and affairs of the corporation shall be managed by its Board of Directors except such that may be prohibited by law.

Section 2. Number, Tenure and Qualifications The Board of Directors shall be composed of 10 persons, including the fire chief. The board shall consist of a president, vice president, secretary, treasurer, fire chief, and two other directors. The directors are elected by the general members at the organizational meeting and at subsequent annual meetings. At the organizational meeting, two directors shall be elected for a term of one year, two directors for a term of two years and two directors for a term of three years. At each annual meeting thereafter, the members shall elect, for a term of three years the number of directors whose terms of office have expired. At the first meeting after the annual meeting, the directors will elect officers from their number.

Section 3. Special Meetings Special meetings of the Board of Directors may be called by or at the request of the president, fire chief or any two directors. The person or persons calling such meeting may fix the time, date and place of the meeting and written or oral notice shall be given all members of the Board of Directors at least 24 hours before said meeting.

Section 4. Quorum A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 5. Manner of Acting The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. A director may vote by a written proxy.

Section 6. Vacancies Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the general members called for that purpose.

Section 7. Presumption of Assent A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 8. The President It shall be his duty to preside at meetings of the board.

Section 9. The Vice President It shall be his duty to preside at meetings of the board when the president is not present.

Section 10. The Secretary It shall be his duty to keep a record of all proceedings of the board and to produce the official correspondence of the board.

Section 11. The Treasurer It shall be his duty to monitor the fiscal affairs of the corporation and report to the board on such. He shall collect all money due to the corporation and be responsible therefor, giving proper credit and receipts. He shall deposit to a bank account all collected money in a timely manner. He shall sign all checks issued for disbursement from corporation funds and present them to the fire chief for his counter-signature. He shall submit his books annually and on demand to the board for their examination. He shall file annual or other tax returns for the corporation and perform other duties relating to the fiscal policy of the corporation, as set by the board.

Section 12. The board is hereby authorized to enter into agreements or contracts with nearby incorporated communities and fire districts as well as governing bodies of other organizations to provide the members of such communities or organizations with fire protection so as to establish a mutual aid system.

ARTICLE V. OFFICERS

Section 1. The fire company shall consist of a fire chief and other officers as the chief and Board of Directors may deem necessary for the effective operations of the company.

Section 2. The fire chief shall be nominated by the Board of Directors and elected by majority vote of the general membership. The chief shall serve for an indefinite period of time, his tenure of office shall depend upon his good conduct and efficiency. The chief shall be technically qualified in firefighting by training and experience and shall have ability to command men and hold their respect and confidence. He shall be removed only for just cause and after a hearing by the Board of Directors.

Section 3. The chief shall be held accountable to the Board of Directors and shall make written and verbal reports thereto as the board may require. All other officers shall be accountable to the chief only.

Section 4. The chief shall appoint officers who are subject to removal by him.

ARTICLE VI. DUTIES OF THE CHIEF

Section 1. The chief shall formulate a set of rules and regulations to govern the company and shall be responsible to the Board of Directors for the personnel morale and general efficiency of the company.

Section 2. The chief shall conduct, at least once a month, suitable drills or instruction in the operation and handling of equipment, first aid and rescue work, salvage, road networks and buildings in the Longview area, fire prevention, water supplies and all other matters generally considered essential to good firemanship and safety of life and property from fire.

Section 3. The chief is hereby required to assist the proper authorities in suppressing the crime of arson by investigating or causing to be investigated the cause, origin and circumstances of all fires.

Section 4. The chief shall see that complete records are kept of all fires, inspections, apparatus and minor equipment, personnel and other information about the work of the company.

Section 5. The chief shall make a complete annual report to the Board of Directors and general membership at the annual meeting, such report to include the information specified in Section 4 above, together with comparative data from previous years and recommendations for improving the effectiveness of the company.

Section 6. The chief shall see that sufficient drivers are trained and available. He shall see that the engines and the pumps are in good working condition at all times.

ARTICLE VII. FIRE COMPANY ORGANIZATION

Section 1. All members of the fire company should live or work in the community. Qualified drivers shall be available to operate the apparatus at all times.

Section 2. Firemen should be persons who appreciate the responsibility vested with them and who are willing to serve when called. They must be willing to devote time to the necessary drills, meetings, tests of equipment, etc. Records shall be kept of individuals attending fires, drills and other activities. Men not attending three consecutive monthly meetings shall be replaced.

Section 3. Each fireman shall be issued credentials designating his organization and rank. Private automobiles operated by fire company members should have a suitable insignia or otherwise be identified in accordance with law.

ARTICLE VIII. DUTIES OF THE MEMBERS

Section 1. The chief shall have full charge of the operating of the company at fires and other emergencies. He shall be responsible for maintenance of the apparatus. He shall be responsible for the training of the men, the periodic testing of all equipment and for the maintenance of proper records.

Section 2. The senior officer shall be in command in the absence of the chief and otherwise shall assist the chief as directed.

Section 3. All members of the company shall be given basic instruction in proper fire fighting procedures. Each member should strive to complete at least the basic fireman's training course available from the state fire academy.

Section 4. Qualified members shall be assigned to duty as drivers. No one but a licensed driver shall operate a piece of motor apparatus.

Section 5. Each driver shall be trained and examined relative to the territory to be served by the apparatus particularly on:

A. Routes and their condition during the different seasons.

B. Location of water supplies (hydrants, wells, streams, lakes and cisterns).

Section 6. At the conclusion of practice drills or runs, the company should return to quarters with the apparatus and promptly place it in readiness to respond to a fire call. If hose has been wet, it should be thoroughly dried before being placed on the apparatus and replaced with spare hose during the drying process.

ARTICLE IX. EQUIPMENT OF PERSONNEL

Section 1. Fire clothing (helmets, coats, boots, etc.) shall be part of the company equipment.

Section 2. The department should be equipped with such apparatus and other equipment as may be required from time to time to maintain its efficiency and properly protect life and property from fire.

Section 3. Recommendations of apparatus and equipment needed shall be made by the chief and, after being approved by the Board of Directors, shall be purchased in such manner as may be designated by the board.

Section 4. All equipment of the department shall be safely and conveniently housed in such places as may be designated by the Board of Directors. Such places should be heated during the winter season.

Section 5. No person shall use any fire apparatus or equipment for any private purpose nor shall any person willfully and without proper authority take away or conceal any article used in any way by the company.

Section 6. No person shall enter any place where fire apparatus is housed and handle any apparatus or equipment belonging to the fire company unless accompanied by, or have the special permission of, an officer or authorized member of the company.

Section 7. No apparatus shall be hired out or permitted to leave the Longview area except in response to a call or aid in approved areas.

ARTICLE X. CONTRACTS, LOANS, 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 and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Loans No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued on its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

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

ARTICLE XI. FISCAL YEAR

The fiscal year of the corporation shall begin January 1 and shall end December 31.

ARTICLE XII. WAIVER OF NOTICE

Whenever any notice is required to be given to any member of the corporation, a waiver thereof in writing, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII. AMENDMENTS

These by-laws may be altered, amended or repealed and new by-laws may be adopted by the Board of Directors, subject to the right of the general members to alter, amend, repeal or adopt new by-laws.

Adopted May 3, 1988
Most recently amended August 28, 1997