

IN THE COUNTY COMMISSION OF WOOD COUNTY, WEST VIRGINIA

IN RE: MINUTES OF MEETING HELD FEBRUARY 10, 1986

PRESENT: COMMISSIONER, DEXTER L. BUCKLEY, JR.
COMMISSIONER, LEWIS E. GUINN

The first order of Business was daily with County Administrator Mary Rader. The County Commission used line 409-4100, Court Costs and Damages, to pay Attorney Joe Brown for his services in the Balzano Case. The amount paid was \$2,000.

In the afternoon the Commission, upon a motion made by Lewis E. Guinn, and seconded by President Pro Tem, Dexter L. Buckley, Jr., accepted to impose upon the citizens of Wood County a fire fee. This fee will exclude the cities of Parkersburg, and Vienna. According to the West Virginia Code 10 percent of the qualified voters of a county shall present a petition directing the County Commission to impose such a fee. These petitions was presented by Paul K. Marshall. The signatures on said Petitions total 2,226. A copy of the Order is attached.

The Commission signed an Order concerning the Wood County Fire Service Board. Upon a motion made by Commissioner Lewis E. Guinn and seconded by Commissioner Dexter L. Buckley, Jr. accepted and approved the Constitution and By-Laws of the Wood County Fire Service Board. These By-Laws and Constitution will need to receive approval from the State Fire Commission. Members of the Fire Service Board was appointed by the County Commission by Order dated May 2, 1985. A copy of the Order is attached.

REGISTERED DOCUMENT

SOUTH-WESTERN CO. U.S.A.

Regarding the Order dated May 2, 1985, the terms of the members of the Wood County Fire Service Board was omitted, therefore the Wood County Commission signed an Order stating the Board Members and their terms of Office. The terms became effective on July 1, 1985. A copy of this Order is attached.

Having no further business or appointments the Commission adjourned at noon.

Approved:

THE COUNTY COMMISSION OF WOOD COUNTY



PRESIDENT PRO-TEM, DEXTER L. ROCKLEY, JR.



COMMISSIONER, LEWIS E. GUINN

FEBRUARY 10, 1986

IN THE COUNTY COMMISSION OF WOOD COUNTY, WEST VIRGINIA

IN RE: ACCEPTANCE AND APPROVAL OF CONSTITUTION
AND BY-LAWS OF THE WOOD COUNTY FIRE
SERVICE BOARD BY THE COUNTY COMMISSION

O R D E R

On this date, the County Commission of Wood County upon motion made by Lewis E. Guinn and seconded by Dexter L. Buckley, Jr., accepted and approved the Constitution and By-Laws of the Wood County Fire Service Board. Said Constitution and By-Laws will need to receive approval from the State Fire Commission. Said document was adopted by the Fire Service Board and was presented to the Commission by Paul K. Marshall.

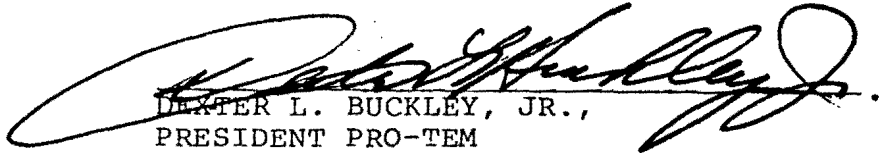
The Wood County Fire Service Board was created by the County Commission of Wood County under provisions set forth in 7-17-6 of the Code of West Virginia. Members of said Fire Service Board were appointed by the County Commission by Order dated May 2, 1985, and appearing in Order Book 47, Page 199.

A copy of said Constitution and By-Laws should be made a part of this Order. When approval of the Constitution and By-Laws is received from the State Fire Commission, a copy of said document will be recorded.

Said Petitions are attached and should be made a part of this Order.

APPROVED:

THE COUNTY COMMISSION OF WOOD COUNTY


DEXTER L. BUCKLEY, JR.,
PRESIDENT PRO-TEM


LEWIS E. GUINN, COMMISSIONER

ENTERED: FEBRUARY 10, 1986

FEBRUARY 10, 1986

IN THE COUNTY COMMISSION OF WOOD COUNTY, WEST VIRGINIA

IN RE: ACCEPTANCE OF PETITIONS TO IMPOSE
UPON THE CITIZENS OF WOOD COUNTY A
FIRE FEE BY THE COUNTY COMMISSION
PURSUANT TO 7-17-12 OF THE CODE OF
WEST VIRGINIA

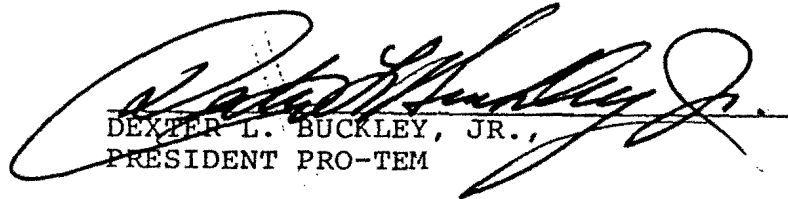
O R D E R

On this date, the County Commission of Wood County upon motion made by Lewis E. Guinn and seconded by Dexter L. Buckley, Jr. accepted the Petitions to impose upon the citizens of Wood County (excluding the City of Parkersburg and the City of Vienna) a fire fee.

Pursuant to 7-17-12 of the Code of West Virginia, ten percent of the qualified voters of a county shall present a petition directing the County Commission to impose such a fee. On this date, said Petitions were presented to the County Commission by Paul K. Marshall. These Petitions represent the signatures of qualified voters in Wood County, with the exclusions as set forth above, and by this Order, is being filed with the Clerk of the Wood County Commission, pursuant to above-mentioned Code of West Virginia. Signatures on said Petitions total 2,226.

APPROVED:

THE COUNTY COMMISSION OF WOOD COUNTY


DEXTER L. BUCKLEY, JR.,
PRESIDENT PRO-TEM


LEWIS E. GUINN, COMMISSIONER

ENTERED: FEBRUARY 10, 1986

CONSTITUTION AND BY-LAWS
OF
WOOD COUNTY FIRE SERVICE BOARD
Parkersburg, W.Va. 26101

ARTICLE I

NAME: The official name of this organization shall be "Wood County Fire Service Board."

ARTICLE II FINDINGS

OBJECT: The Wood County Commission hereby states that the object of the board is to provide for the improvement, advancement and development of fire services within Wood County, to establish funding priorities and mechanisms and to do any and all necessary business for the furtherance and advancement of fire protection for the fire service and citizenry of Wood County in accordance with any and all existing State, Federal and local laws and ordinances.

ARTICLE III CREATION OF BOARD

CREATION: The Wood County Fire Service Board created by the Wood County Commission on MAY 2, 1985 is in accordance with the enrolled committee substitute for House Bill 1199, duly passed and enrolled by the Legislature of the State of West Virginia on March 10, 1984, and shall be governed under the auspices of said legislation.

ARTICLE IV MANAGEMENT OF BOARD

SECTION I BOARD MEMBERSHIP

The Wood County Fire Service Board, hereinafter known as the "Board" shall consist of seven members.

SECTION II TERMS OF MEMBERS

The initial appointment to the county fire board shall begin on the first day of July, one thousand nine hundred eighty five. One County Commissioner, chosen by the County Commission, shall serve on the board. The County Commission shall make the initial appointments to the fire board so that one third of the fire association members and the citizen members to be so appointed shall be appointed for a term of one year, one third of the fire association members and the citizen members shall be appointed for a term of two years and one third of the fire association members and the citizen members shall be appointed for a term of three years. As the term of each such initial appointee expires, the successor to fill the vacancy created by such expired term shall be appointed by the County Commission for a term of three years. The county fire

association shall submit to the County Commission the names of five members of the fire association, three of whom shall be appointed by the County Commission to serve a term of three years. Such members are limited to two consecutive terms. Three citizen members shall be appointed by the County Commission to serve on the board. The citizen members may not be associated with fire service or the County Commission. The citizen members must be residents of the county of which the county fire board is formed and not more than one citizen member may be appointed from the same magisterial district in the county. The citizen members shall serve for a term of three years but are limited to two consecutive terms. If a member resigns or for any other reason his membership terminates during his term of office, a successor shall be appointed from the same representative area to fill out the remainder of his term. Members in office at the expiration of their respective terms shall continue to serve until their successors have been appointed and have qualified.

SECTION III REQUIRED ATTENDANCE OF BOARD MEMBERS

All board members shall attend at least two-thirds of the board meetings annually. Any board member who must be absent from a board meeting shall notify a board officer. Illness, accidents, school, vacations or other emergencies shall be considered valid excuses, and shall not be considered as absences.

SECTION IV REMOVAL

The board may recommend to the County Commission the removal of any board member. The recommendation shall be made by the board upon a two-thirds majority vote of all members. Recommendations to remove any board member shall be based upon charges of misconduct or other malfeasance.

ARTICLE V APPOINTMENT OF BOARD OFFICERS, POWERS, DUTIES

SECTION I Annually the board shall elect one of its appointed members as chairman and another as vice chairman and shall appoint a secretary-treasurer.

SECTION II At the annual July meeting, officers will be elected. Nominations for the officers will be made from the floor, by any board member.

SECTION III The officers shall be elected, by ballot, to serve for one year or until their successors are elected. The officer's term of office shall begin at the close of the annual meeting at which they were elected.

SECTION IV No member shall hold more than one office at any time. Members are limited to two consecutive terms in the same office.

SECTION V

POWERS AND DUTIES OF THE CHAIRMAN

The chairman shall have the general supervision of the affairs of the corporation and shall perform such duties as may be vested in him by these by-laws not inconsistent with current applicable laws. The chairman shall preside over all regular and special meetings and shall use the "Roberts Rules of Order" as the governing authority of parliamentary procedures. The chairman shall appoint all committees and be a member ex-officio of the committees.

SECTION VI

The chairman shall co-sign all checks and drafts with the Secretary/Treasurer.

SECTION VII

POWERS AND DUTIES OF THE VICE-CHAIRMAN

The Vice Chairman shall assist the Chairman in the discharge of his duties and shall perform the duties and responsibilities of the Chairman in his absence, illness, death or other inability to perform his duties, or upon his resignation.

SECTION VIII POWERS AND DUTIES OF THE SECRETARY/TREASURER

The Secretary/Treasurer shall be responsible for the recording of the minutes of all meetings of the board; shall cause notice of all meetings of the board to be served and shall affix the seal of the corporation to such instruments as may require; shall also have the responsibility for the funds, securities, assets, and debts of the board and shall have the power to sign checks and drafts of the board. The Secretary/Treasurer shall cause to be kept a full and accurate account of all funds received and paid on behalf of the board. Such account shall truly reflect all financial transactions of the board; the Secretary/Treasurer shall comply with all pertinent local, State and Federal audits and laws. The Secretary/Treasurer shall perform all acts incident to the office of Secretary/Treasurer and shall have further powers and duties as shall be from time to time conferred by the board. The Secretary/Treasurer shall co-sign all checks and drafts with the Chairman.

ARTICLE VI

MEETINGS

SECTION I The regular monthly meetings of the board shall be on the first Monday of each month.

SECTION II

SPECIAL MEETINGS

Special meetings may be called by the Chairman to conduct necessary business upon three days notification of each board member.

SECTION III

EMERGENCY MEETINGS

Emergency meetings may be called by the Chairman to conduct necessary emergency business upon twenty-four hours verbal notice. Upon verbal notice, the Chairman shall state the reason for calling an emergency meeting, and only that business may be conducted.

SECTION IV

EXECUTIVE MEETINGS

The board may meet in a closed, executive session to conduct necessary business not inconsistent with current application local, state and federal statutes.

SECTION V

PUBLIC NOTICE

The board shall publish in compliance with the provisions of Article 9A, Chapter 6, of the Code of West Virginia 1931, as amended, all meetings, times and places.

ARTICLE VII

QUORUM

SECTION I Four members of the board shall constitute a quorum and the affirmative vote by four members shall be necessary for any action to be taken by the board. No vacancy in the membership shall impair the rights of a quorum by such vote to exercise all the rights and perform all the duties of the board.

ARTICLE VIII

STANDING OR SPECIAL COMMITTEES

SECTION I

CREATION AND POWERS

The board may establish such committees as it may deem desirable. Such committees may be standing or special committees and shall exercise such authority as the board may delegate to them provided such delegation is not inconsistent with the laws of West Virginia or the rules and regulations of the board.

SECTION II

STANDING COMMITTEES

Standing committees shall be appointed by the Chairman at the second annual meeting of the fiscal year.

SECTION III

SPECIAL COMMITTEES

Special committees shall be appointed by the Chairman at a regular, special or emergency board meeting. Special committees shall serve until their assignment is completed. Special committee members need not be members of the board; however, the Chairman of the committee shall be a board member.

ARTICLE IX

GENERAL PROVISIONS

SECTION I

AUDIT

The Chairman shall annually cause an audit to be conducted of the books and accounts of the board by an independent firm. The auditor's report shall be made available to all members of the board.

SECTION II

FISCAL YEAR

The fiscal year of the board shall be from July 1 through June 30 of the following year.

SECTION III

BOOKS AND RECORDS

The board shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, meetings and committees having any of the authority of the board and shall keep at its principal office a record of the names and addresses of its members. All books and records of the board may be inspected by any member at any reasonable time. For failure to comply with the provisions of this section, the county fire board shall be fined not less than ten nor more than twenty-five dollars.

SECTION IV

DEBTS

No officer or employee of the board shall solely or together contract or cause to be contracted any debt or liability in the name or in behalf of the board beyond the necessity of legitimate business and current expenses thereof, unless and except as any otherwise be specifically provided by the board.

SECTION V

BOARD FUNDS

All monies and funds of the board deposited in any bank shall be deposited to the credit of the board in an account with all departments names.

Checks of the board shall be made in the name of the board and shall be signed by two officers of the board. No officer or agent of the board whether solely or together, shall have the power to make any bill or check or other negotiable instrument in the name of the board, or to bind the board thereby, except as provided in these by-laws.

ARTICLE X

AMENDMENTS TO BY-LAWS

SECTION I

PROCEDURE

These by-laws may be amended, altered, or repealed in whole or part, and new by-laws or amendments may be adopted so long as they are not in conflict with the provisions of the Certificate of Incorporation of the board or the laws of the State of West Virginia.

These by-laws may be amended, altered, or repealed by a two-thirds vote of the board of directors at any regular meeting of the board of the directors.

SECTION II

DISTRIBUTION OF BY-LAWS

A copy of these by-laws shall be distributed to each director upon assuming the duties of his or her office.

ARTICLE XI

INDEMNIFICATION OF BOARD MEMBERS, OFFICERS, AND EMPLOYEES

The Fire Service Board shall reimburse and indemnify each present and future board member, officer and employee of the Board against expenses actually incurred by him or her in connection with the defense of any action, suit, or proceeding to which he is made a party by reason of being or having been such trustee or officer, except in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which he or she may be entitled under the laws of the State of West Virginia or otherwise.

ARTICLE XII

PARLIAMENTARY AUTHORITY

Any rules of parliamentary procedure not covered by these by-laws shall be governed by Robert's Rules of Order (latest edition).

SECTION I

NONDISCRIMINATION

The members, officers, committee members, employees and persons serving this corporation shall be selected on a non-discriminatory basis with respect to age, sex, race, religion, national origin or physical handicap.

ARTICLE XIII

SEVERABILITY

If any provisions of these articles or sections or application thereof to any persons or circumstances shall be held invalid, such invalidity shall not affect the validity of the remaining portions of these articles or sections, and to this end, the provisions of these articles and sections are hereby declared to be severable.