

BY-LAWS
OF
PRINCESS ANNE COURTHOUSE VOLUNTEER
RESCUE SQUAD AND FIRE DEPARTMENT, INC

These By-Laws of Princess Anne Courthouse Volunteer Rescue Squad and Fire Department, Inc. (hereinafter referred to as the “Corporation”) are hereby adopted by the membership of the Corporation effective as of the date set forth below and reflect the approval of the majority vote of the members of the corporation in good standing, present and eligible to vote, at a meeting held on September 21, 2021.

The Corporation has been incorporated to function as a Virginia non-stock corporation to serve as an approved provider of emergency medical assistance service and transportation to the sick and injured members of the residents of Virginia Beach, Virginia. It is authorized and acting pursuant to applicable statutes, rules and regulations promulgated by the Commonwealth of Virginia and the City of Virginia Beach affecting the provision of emergency medical service and transportation. The Corporation is required to conduct its business and financial affairs as a non-profit organization under the Internal Revenue Service Code and Regulations.

The activities of the Corporation shall be conducted consistent with the Code of Virginia, as amended, and the ordinances of the City of Virginia Beach. Conduct of the Corporation shall be governed by Federal, State and Local Laws, the Articles of Incorporation, the By-Laws of the Corporation, the Standard Operating Procedures enacted by the Corporation, Resolutions of the Board of Directors and lastly by the majority vote of members in good standing, present and authorized to vote at a meeting duly constituted in accordance with the By-Laws.

The Corporation does not intend to operate any business for profit. Any income or revenue from any sources will, after application for corporate expenses and capital reserves, be devoted to charitable purposes specifically associate with the purposes and operations of the Corporation.

The Corporation will conduct its operations in such manner as to allow the Corporation to comply with Section 501(c)(3) and other applicable Sections of the Internal Revenue Code and shall file appropriate documentation to maintain a tax-exempt status pursuant to one of those sections.

ARTICLE I - OFFICES

The principal office of the corporation in the State of Virginia shall be located in the City of Virginia Beach, Virginia. The corporation may have such other offices, either within or without the State of Virginia as the Board of Directors may designate or as the business of the corporation may from time to time require.

ARTICLE II – MEMBERSHIP

SECTION 1. MEMBERSHIP SELECTION

Membership to the corporation shall be open to all persons:

- a. At least eighteen years of age, and
- b. Of good character, and
- c. Who have received written approval of the Department of Emergency Medical Services of the City of Virginia Beach, and

Consideration of an applicant for membership shall be conducted at a regularly scheduled meeting of the Corporation and shall be limited to participation by members in good standing and entitled to vote at such general membership meeting. Membership shall be extended to a qualified candidate if such candidate is approved by the majority vote of the members of the Corporation in good standing and entitled to vote at a general membership meeting and who are present at such meeting.

SECTION 2. CLASSIFICATION OF MEMBERSHIP

A. The Corporation shall maintain six (6) classifications of membership, which shall have the rights, responsibilities, privileges and obligations set forth herein. These classifications include Operational Members, Administrative Members, Associate Members, Life Members, Probationary Members and Honorary Members.

B. Definition of Member in Good Standing - An Operational Member, Administrative Member, Associate Member or Life Member who has been free from any disciplinary action imposed by the Corporation for the preceding six (6) month period of time of consideration. Members in Good Standing shall have all rights and privileges of members of the Corporation, unless voting rights are specifically limited by the provisions of the By-Laws

C. Classification of Membership

1. Operational Member – Operational members are full members of the Corporation with all rights and privileges, who perform their regular duties with respect to the staffing of ambulances as per the requirements of the Corporation.

2. Associate Member – An Associate Member shall be required to follow the Department of Emergency Medical Service Guidelines for an Associate member. Associate Members shall have all rights and privileges as an Operational Member, except Associates Members shall not be entitled to vote for election of officers nor shall they be eligible to hold elected office in the Corporation. Associate Members shall accrue time and service credits toward Life Membership status at the rate of fifty (50%) percent of the rate of Operational Member.

3. Administrative Members - – An Administrative Member shall be required to follow the Department of Emergency Medical Service Guidelines for Administrative Member. Administrative Members shall have all rights and privileges of an Operational Member; however Administrative Members shall not be permitted to staff or ride on an ambulance in an operational capacity and shall only be eligible to hold an administrative office in the Corporation. Administrative Members shall report to the Lt. of Administration.

4. Probationary Member –

- a. All newly approved members shall be classified as Probationary Members for a period of twelve (12) months from the date of approval.
- b. All previous voting members who withdrew as a member, while in Good Standing, shall be classified as Probationary Members for six (6) months after returning to the Corporation.
- c. All Probationary Members must obtain EMS Certification or be enrolled in a class to secure EMS Certification, within the twelve (12) month period of Probation.
- d. Any probationary period may be extended for any particular Probationary Member by the majority vote of the members in good standing and entitled to vote at a general membership meeting.
- e. Probationary Members shall have all rights and privileges of members of the Corporation, with the exception of voting rights and shall not be eligible to hold office.
- f. Probationary Members may be dismissed at any time, with or without cause, by a majority vote of the members in good standing and entitled to vote at a general membership meeting. Any such dismissal shall not be subject to any grievance rights or procedures available to non-probationary members.
- g. Upon the completion of all probationary time periods and the attainment of any other performance standards and evaluations, a Probationary Member shall be reviewed for consideration as an Operational Member. Probationary Members shall become Operational Members upon the majority vote of the members in good standing and entitled to vote at a general membership meeting.

5. Life Member – A Life Member shall be defined as an Operational or Administrative Member who has served ten (10) cumulative years of service as a member in good standing in that capacity or an Associate Member who has served twenty (20) cumulative years of service as a member in good standing in that capacity, and who has been approved for Life Member status by the majority vote of the members in good standing and entitled to vote at a general membership meeting. Only three (3) years of Military leave of any Operational, Administrative or Associate Member shall be included in the cumulative calculation above. Life Members shall have all of the rights and privileges of an Operational Member.

6. Honorary Member – The Corporation shall have the authority, by the majority vote of the members in good standing and entitled to vote at a general membership meeting, to extend Honorary Membership status to any person who has provided outstanding service to the Corporation. Honorary Members shall not have any voting rights, nor be eligible to hold an office of the Corporation.

D. General Duties of Members – All members of the Corporation shall review and adhere to the By-Laws and Standard Operating Procedures of the Corporation. All members shall be required to participate in 25% of eligible business meetings per calendar year, or provide the Secretary with an excuse for absence, which shall be reviewed by the Executive Leadership Committee. All members shall conduct themselves in a professional manner at all times when representing the Corporation and shall take no actions which will tend to discredit the Corporation.

- a) Members that fail to meet the 25% requirement must have unanimous approval of the Executive Leadership Committee to be eligible to attend the annual banquet
- b) Members scheduled to stand duty on the date of a business meeting will be given credit for attendance
- c) Reasons for business meeting absences that the Executive Leadership Committee may consider
 - a. Work
 - b. Illness
 - c. Family illness
 - d. EMS related classes

ARTICLE III **OFFICERS**

SECTION 1. NUMBER

The officers of the Corporation shall be:

- A. Chief/President
- B. Operations Captain
- C. Captain of Administration
- D. Secretary
- E. Treasurer

The Board of Directors is authorized to create additional offices of the Corporation for specific purposes at the Board's discretion and shall create an additional Operations Captain and Captain of Administration upon the request of the Chief, and any such additional offices shall be filled by the majority vote of the members in good standing and entitled to vote at a general membership meeting of the Corporation. The duties, rights and responsibilities of the officers of the Corporation shall further be subject to the provisions of the Standard Operating Procedures of the Corporation enacted from time to time.

SECTION 2. ELECTION AND TERM OF OFFICE

A. Election - The officers of the Corporation shall be elected by the majority vote of the members in good standing and eligible to vote at the Annual business meeting to be held in November of each year. All elected officers shall assume their offices on the December 1st, immediately next following the election. All officers shall hold their offices for a period of twelve (12) months, or until their successors have been duly elected. A member may not hold more than one elected office at a time.

B. Procedure - The Board of Directors shall convene a nominating committee at the September meeting of the Board of Directors each year, for the purposes of selecting a proposed slate of officers to be considered for election at the November Annual membership meeting. The nominating committee shall consist of up to four (4) members, including one (1) member of the Board of Directors and three (3) members in good standing who shall be either Operational, Administrative or Associate Members. The Board shall designate the Chairman of the nominating committee. The Nominating Committee shall interview any nominee for elective office to investigate their willingness, ability and qualifications to fulfill the office for which they seek election. The Nominating Committee shall report their proposed slate of officers to the membership at the October membership meeting. The Nominating Committee may propose more than one candidate for each elected office.

C. Any member in good standing and entitled to vote at a general membership meeting, shall be entitled to propose a nomination of a candidate for any office, from the floor at either the October or November membership meeting. Any member so nominated from the floor must be present at the time of the nomination to accept or reject the nomination. At the November membership meeting, each candidate for elected office shall be afforded up to three (3) minutes to address the membership immediately before the election for that office. All officer elections shall be by written secret ballot, and all ballots shall be delivered to the Chairman of the Board of Directors who shall retain them until December 2nd of that year.

SECTION 3. OFFICERS OF THE CORPORATION

A. Chief/President

The Chief shall act as the President of the Corporation as well as the Chief Executive

Officer of the Corporation. A candidate for Chief shall be an Operational Member in good standing for nine (9) of the twelve (12) months immediately preceding the election and shall have a minimum of three (3) years of operational activity in the Corporation. The Chief presides at all meetings of the general membership of the Corporation, as well as functioning as the Chairperson of the Executive Leadership Committee, as an Ex-Officio member of all committees and is a voting member of the Board of Directors of the Corporation. In the event of his absence, the Chief may appoint a designee to preside at a general membership meeting. The Chief shall report to the Board of Directors on all Corporation activities and provide to the Board of Directors copies of all meeting minutes, accounts receivables and accounts payables prior to all meetings of the Board of Directors. The Chief may appoint all appointed officers of the Corporation and is one of four persons authorized to sign all checks for the Corporation.

The Chief is authorized to place a member of the Corporation on suspension for a period not to exceed fourteen (14) days, pending an investigation, as set forth in Article VIII in these By-Laws.

B. Operations Captain

The Corporation shall elect one Operations Captain. A candidate for Operations Captain must be an Operational Member in good standing and must have held an elected or appointed office within the Corporation for at least three (3) months during the eighteen (18) months preceding the election and must have been an active operational member for nine (9) of the previous twelve (12) months, prior to the election. Operational Captain reports to the Chief. In the documented absence of the Chief the Operational Captain shall act in the Chief's position in any and all operational and administrative matters. The Operations Captain shall be an ex-officio member of all operational committees and shall make recommendations to the Chief for appointment of appointed officers.

C. Captain of Administration

The Corporation shall elect one Captain of Administration. A candidate for Captain of Administration must be an active operational or administrative member in good standing for nine (9) of the twelve (12) months preceding the election with a minimum of one year of operational or administrative activity in the Corporation. The Captain of Administration reports to the Chief

D. Secretary

The Corporation shall elect a Secretary of the Corporation. A candidate must be an operational or administrative member in good standing with a minimum of one (1) year of membership within the Corporation. The Secretary shall:

1. Maintain all necessary files of the Corporation
2. Maintain past and present current listing of the members of the Corporation including email addresses and phone numbers.
3. Handles all official correspondence in concurrence with the Chief.
4. Shall attend and record the minutes of all membership meetings and workgroup meetings of the Corporation and is responsible for retaining and maintaining the

minutes of the Corporation.

5. The Secretary shall report to the Chief.

E. Treasurer

The Corporation shall elect a Treasurer of the Corporation. A candidate must be an operational or administrative member in good standing, with a minimum of one (1) year of membership within the Corporation. The Treasurer shall:

1. Be bonded and shall handle the financial affairs of the Corporation, including receipt and disbursement of all authorized funds
2. Shall maintain all financial records of the Corporation
3. Shall reconcile the bank accounts of the Corporation monthly
4. Shall provide such written reports of the financial affairs of the Corporation as are requested by the Chief or the Board of Directors.
5. Shall submit the financial records of the Corporation to an approved CPA firm, which has been approved by the Board of Directors, for audit and for the preparation of the tax returns no later than 45 days after the close of the fiscal year.
6. Shall provide an accounting of the funds of the Corporation to the membership at each monthly general membership meeting.
7. Shall ensure that all investments, deposits and receipts of funds shall be deposited into banks or other financial institutions insured by the FDIC and approved and selected by the Board of Directors.
8. The Treasurer shall report to the Chief

SECTION 4. VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the majority vote of the Executive Leadership Committee and such officers shall be entitled to hold office until the next regular election cycle. Any officer elected to fill a vacancy by the Executive Leadership Committee shall be subject to removal by the majority vote of the Executive Board at any time until the expiration of the term.

SECTION 5. SALARIES

No officers of the corporation shall be entitled to receive any salary or other compensation for acting or serving in that capacity on behalf of the corporation.

ARTICLE IV **MEETINGS OF MEMBERSHIP**

SECTION 1. MONTHLY MEETINGS

The business of the Corporation shall be conducted a general membership meeting to be held monthly on the third Tuesday of each month with the exception of the December meeting,

which shall be conducted at the time and place of the Annual Christmas Banquet. The monthly general membership meeting may be rescheduled by the Chief in the event such meeting date occurs on a national holiday, in the event of inclement weather or as approved by the Executive Board. In the event of a declared state of emergency or significant inclement weather, the Chief or the Chairman of the Board of Directors or their designee, may call for a meeting to be conducted by electronic means of video conferencing. Any platform for such video conferencing, selected by the Chief or the Chairman of the Board of Directors must have the capability for the Secretary to record a roll call at the call to order to ensure that a proper quorum is present and any matters subject to a vote at such video conferencing meeting shall be recorded by electronic voting.

SECTION 2. QUORUM

At any general monthly membership meeting a quorum shall be required in order to constitute the official act of the Corporation. A Quorum shall be defined as the presence of seven (7) members in good standing who are eligible to vote on matters at a general meeting of the membership of the Corporation. In the event that a quorum is not present, then no matters requiring a vote of the membership shall be undertaken or approved, however discussions of corporate business activities, including, but not limited to, committee reports, discussions, correspondence, etc., may be conducted.

SECTION 3. SPECIAL MEETINGS

A Special Meeting of the Membership of the Corporation may be called by the Chief if a written request for the conduct of the meeting is submitted to the Chief, containing the signatures of eleven (11) members in good standing and entitled to vote at a general membership meeting. Such Special Meeting shall be scheduled within five (5) days of receipt of the proper written request and shall take place within fourteen (14) days of the receipt of the proper written notice. Any such Special Meeting shall require a notice of the date, time and place of the meeting to be posted at all Corporation facilities and sent by email to all members not later than ten (10) days before the Special Meeting.

SECTION 4. VOTING

At all meetings of the Corporation's membership, a Vote shall be defined as a single ballot cast by an eligible member present at the meeting. Votes on matters of general business of the Corporation may, at the election of the Chief or other presiding officer, be conducted either by verbal response, by a show of hands or by paper ballot. Election of Officers shall be required to be conducted by written ballot. Votes on the issue of the removal of any officer shall be required to be conducted by written ballot. All votes to be taken at meetings of the membership of the Corporation shall require a simple majority in order to constitute the action of the Corporation.

SECTION 5. MINUTES OF MEETING

All of the activities of the Corporation taken at general, special or ad hoc meetings of the membership or workgroups of the Corporation, including the Executive Leadership Committee, shall be recorded in a format designated in the Standard Operating Procedures of the Corporation and shall be retained in chronological order by the Secretary. Minutes of all meetings are to be posted at all Corporation stations, emailed to all members of the Corporation not later than the first day of the month following the meeting and shall be maintained in secured files available for review by any member in Good Standing, upon reasonable advanced request. At the next subsequent meeting of the membership, the immediately preceding minutes shall be read and either approved or revised.

SECTION 6. ORDER OF MEETINGS

The agenda or Order of Business for all general membership meetings shall be as follows:

- A. Call to Order, Invocation and Pledge of Allegiance
- B. Roll Call/Roster for quorum determination
- C. Introduction of guests and probationary members
- D. Reading and acceptance of minutes to preceding meeting
- E. Treasurer's Report including account balances and expenditures
- F. Reading of any communications to the Corporation
- G. Administrative Reports
 - i. Closed Session of Meeting for Personnel Matters
 - ii. Open Session of Meeting for business
- H. Operational Reports – written reports to be attached to the minutes
- I. Chief's Report
- J. Unfinished Business
- K. New Business
- L. Open discussion (limited to 15 minutes, 3 minutes per item)
- M. Adjournment – Motions are waived

SECTION 7. MOTIONS

A Motion may be made, from the floor, at any regularly scheduled meeting of the Corporation, by any member in Good Standing, who is not a probationary member. All motions must be seconded by a member in Good Standing, who is not a probationary member. All Motions shall be subject to discussion with the length of discussion to be at the discretion of the Chief. All motions shall be subject to the voting requirements set forth in Article IV, Section 4.

ARTICLE V
BOARD OF DIRECTORS

SECTION 1. COMPOSITION AND QUALIFICATIONS

The Corporation shall maintain a Board of Directors, which shall act as an advisory Board for the conduct of the operational affairs of the Corporation. The Board shall consist of not more than fifteen (15), nor less than five (5) members and not more than fifty (50%) percent of the members of the Board of Directors shall be elected from the Operational Membership of the Corporation.

A candidate for membership on the Board of Directors shall be:

- A. A prospective member of the community that possesses good character, honorable intent and a desire to forward the mission of the Corporation, or
- B. An Operational member of the Corporation with at least three (3) years of service to the Corporation that wishes to provide a higher level of guidance to the Corporation, and
- C. Has submitted a letter of interest to the Board of Directors for consideration for membership on the Board of Directors.

SECTION 2. ELECTION

The members of the Board of Directors shall be elected by the remaining members of the Board of Directors either to expand the number of members within the permitted number, or to fill any vacancy created. Board of Director members shall serve terms of one (1) year, and there shall be no term limits. All candidates for election to the Board of Directors shall be submitted by the existing Board for approval by majority vote of the members in good standing and eligible to vote at a general membership meeting. Scheduled replacement of members of the Board of Directors shall be determined by the Board's members, however not more than fifty (50%) of the Board members should be replaced at any single time. The Board of Directors shall elect a Chairmen from their members, and although the Chief serves as a voting member of the Board of Directors, the Chief may not serve as the Chairman of the Board of Directors. The Treasurer of the Corporation shall serve as a non-voting member of the Board of Directors.

The Board of Directors shall be vested with the authority for prior approval of any budgeted expenditure in excess of \$2,500.00 and prior approval of all non-budgeted expenditures in excess of \$500.00.

In the event that the Board of Directors becomes aware that the Corporation is not in compliance with its Charter, By-Laws or any regulatory authority, it shall hold a special meeting of the Board of Directors and advise the Chief of its findings. Should the situation exist for an additional twenty-four (24) hours after notification to the Chief without remedy, the Board of Directors shall notify the general membership. Should the situation continue after such notice

for an additional ten (10) days, the Board of Directors is authorized to take independent appropriate action to protect the Corporation.

SECTION 3. CONDUCT OF THE BOARD

The Board of Directors shall act through the majority vote of those members of the Board of Directors present at the calling of a designated meeting, at which a quorum is present, after notice to all members, not less than 14 days prior to the meeting. A quorum of two-thirds of the members of the Board shall be required in order to conduct the business of the Board of Directors. The Board shall elect a Chairman to conduct the meetings of the Board of Directors. The Chairman is vested with authority to act in an emergency affecting the Corporation's financial activities, however the full Board of Directors shall be notified of any such action by the Chairman within seventy-two (72) hours of the action of the Chairman.

The Board of Directors shall meet to conduct the business of the Corporation every other month, and said meeting shall be scheduled by the Chairman, with not less than 10 days prior notice to all members of the Board.

The Board of Directors shall review all personnel suspensions in excess of fourteen (14) days and all Corporation member dismissals. Upon review, the Board of Directors may uphold the suspension or direct other action. In the event that corrective action, suspension or dismissal directed to a member originated with the Department of Emergency Medical Services, the Board of Directors shall not exercise this review power, but rather will direct the Chief to forward the matter to the appropriate agency personnel.

ARTICLE VI **COMMITTEES**

SECTION 1. EXECUTIVE LEADERSHIP COMMITTEE

The Corporation is authorized to compose an Executive Leadership Committee which shall consist of five (5) members: the then elected Chief, Operations Captain, Captain of Administration, Secretary and Treasurer.

The Executive Leadership Committee shall meet at least monthly, or as more often to be determined by the Chief. The Executive Leadership Committee performs the following functions:

- A. Review and act on all suspensions and proposed dismissals of personnel.
- B. Review and act on all matters affecting the operations of the Corporation
- C. Reviews actions of officers and committees
- D. Approves all purchases in excess of \$250.00
- E. Reviews and responds to all disciplinary issues involving members
- F. Maintains minutes of the meetings of the Executive Board

- G. Approve all changes to the Standard Operating Procedures

SECTION 2. FINANCE/BUDGET COMMITTEE

The Corporation shall maintain a Finance/Budget Standing Committee which shall be created by the Board of Directors and constituted annually at the February Board of Directors meeting. The Finance/Budget Committee shall meet as needed to review the financial information and operational matters of the Corporation for the purpose of developing the annual budget of the Corporation for each fiscal year. The Corporation's fiscal year commences on July 1 of each year and closes on June 30 of the following year.

The Committee shall be comprised of not less than 3 members, including the Treasurer of the Corporation and at least two persons who shall be members of the Corporation in Good Standing. The Committee shall collect budget request from departments of the Corporation and other committees no later than March 1 of each year, and the Treasurer shall submit a proposed Budget for the upcoming fiscal year to the Executive Leadership Committee not later than April 1st of that fiscal year. The proposed budget after approval by the Executive Leadership Committee shall be posted at the Corporation's stations for not less than 30 days prior to the June monthly business meeting for review and comment. The proposed budget shall be offered at the June membership meeting for approval by the vote of the members in good standing and eligible to vote at the June meeting and shall be effective for the fiscal year commencing on July 1 following the vote.

SECTION 3. BY-LAWS COMMITTEE

The Board of Directors shall convene and constitute a committee at the March general business meeting in each even numbered year to review the existing By-Laws and to propose any alterations or amendments. The Committee shall consist of at least two (2) operational members of the Corporation in good standing and at least one (1) member of the Board of Directors. The Chairperson of the Committee shall be selected by the Committee. By-Laws should be reviewed for significant revision every four (4) years.

ARTICLE VII **STANDARD OPERATING PROCEDURES**

The Executive Leadership Committee shall be vested with the authority, from time to time, to issue and maintain Standard Operating Procedures to govern the operational aspects of the Corporation. The current version of the Standard Operating Procedures, attached to these by-laws as previously adopted, shall constitute the official Standard Operating Procedures of the Corporation effective as of the date of the ratification and adoption of these by-laws. Upon the recommendation of any officer, the Executive Leadership Committee shall consider and either approve or reject any additions, corrections, modifications, deletions or amendments to the Standard Operating Procedures, with all such alterations being approved in writing, signed by the

Chief and maintained by the Secretary of the Corporation. Any change in the Standard Operating Procedures by the Executive Leadership Committee shall be posted at the stations serving the Corporation within 3 days of enactment. All members are charged with knowledge of the Standard Operating Procedures.

ARTICLE VIII
SUSPENSION AND DISMISSAL OF A MEMBER

SECTION 1. SUSPENSION OF A MEMBER

A. Warning Notice – The Chief, or the Operations Captain upon the request of another officer or member, may issue a written warning notice to any member, for a violation of the City regulations, the Standard Operating Procedures of the Corporation, the By-Laws, or a violation of procedures relating to patient care. In the event that a member receives three (3) warning notices within a calendar year, the member shall be subject to suspension as per this Article.

B. Institution of Action By Chief – The Chief has the authority to suspend a member, for a period not to exceed fourteen (14) days, for any violation of the City regulations, Bylaws or the Standard Operating Procedures of the Corporation. The Chief shall notify said member of the suspension in writing. Any such suspension shall be reviewed by the Executive Leadership Committee who shall issue a finding and decision within seven (7) days following the suspension. The Executive Leadership Committee may: 1) rescind such suspension, 2) Issue a Directive for Corrective Action as it deems appropriate for the offense or 3) uphold the suspension. Any corrective action or suspension will result in the member’s loss of Good Standing status for a period of six (6) months from the date of the imposition of the most recent corrective action.

C. Institution of Action By A Member – Any member may bring forth written charges against another member for an alleged violation of Corporation Bylaws, Rules, Regulations affecting the Corporation, policies of the City of Virginia Beach or Standard Operating Procedures. The Chief shall, within seven (7) days, notify the member who is the subject of the complaint and within seven (7) days of the filing of said charges with the Chief, the Charges shall be referred to the Executive Leadership Committee who shall investigate the basis of the charges and who shall conduct a hearing before the Executive Leadership Committee no later than (7) days after the referral. Upon receiving said written complaint the Chief shall place the accused member on administrative leave for a period not to exceed fourteen (14) consecutive days to allow for the conduct of the investigation. After investigation by the Executive Leadership Committee, the Committee shall either 1) dismiss the complaint and reinstate the member 2) impose such discipline as it deems appropriate for the offense or 3) uphold the suspension.

D. Appeal of Suspension – Any member who is the subject of a suspension that has been upheld by the Executive Leadership Committee, shall be entitled to appeal that suspension to the Board of Directors for a review. Such appeal shall be noted to the Chairman of the Board within three (3) days of the determination of the Executive Leadership Committee and the Board shall conduct such further investigation as it deems necessary within five (5) days from the noting of the appeal. Not later than ten (10) days after the noting of the appeal, the Board shall issue its decision and may either 1) dismiss the complaint and reinstate the member 2) impose such discipline as it deems appropriate for the offense or 3) uphold the suspension.

E. Effect of Suspension – Any member who is the subject of a final suspension or who has been the subject of the issuance of discipline in lieu of suspension, shall loss their Good Standing status for a period of six (6) months and may not hold office with that six (month) period of time. Any member who is the subject of a final suspension shall be considered on administrative leave and shall not be permitted to serve on an ambulance during the period of suspension.

F. In the event that a Complaint seeking suspension is lodged by a member against the Chief, the Operations Captain shall undertake the duties and responsibilities of the Chief while the Chief is on Administrative Leave during the investigation process.

SECTION 2. DISMISSAL OF A MEMBER

Any member may be dismissed for sufficient cause prejudicial to the Corporation, for a violation of the By-Laws, Rules, Regulations, Standard Operating Procedures or polices of the City of Virginia Beach.

Dismissal of a member may be instituted by any Executive officer, or by a Petition for Dismissal, signed by not less than eleven (11) members in Good Standing, delivered to the Chief. Upon receipt of said Petition the Executive Committee shall, within five (5) days, notify the member of the filing of the compliant or Petition. The Committee shall then undertake an investigation of the substance of the complaint or Petition and shall, within five (5) days from the providing of Notice to the member, the committee shall issue its findings to the member. The member shall have seventy-two (72) hours to respond to the Committee's findings and within seventy-two (72) hours after the member's response, the Committee shall either Dismiss the Petition or compliant, issue a Directive for Corrective Action or Recommend the Dismissal of the member to the Membership of the Corporation.

Any such dismissal will result in the loss of Good Standing status. Dismissal of a member shall require a majority vote of members eligible to vote and present at the next regularly scheduled meeting of the Corporation. All votes for the dismissal of any member shall be by written ballot and all such ballots shall be retained, sealed and delivered to the Chairman of the Board of Directors, who shall retain the ballots for twenty-one (21) days after the date of the

vote. Members will have 14 days from the date of the vote of dismissal to file a grievance with the Board of Directors. Within five (5) days thereafter the Board shall either dismiss the grievance upholding the dismissal presenting any additional information in support of a reconsideration of the dismissal vote. Any subsequent vote shall be conducted in the same manner as the original vote.

Any member who has been dismissed cannot request reinstatement for a period not less than twelve (12) months from the date of dismissal.

ARTICLE IX **IMPEACHMENT OF OFFICERS**

SECTION 1. APPOINTED OFFICERS

Any Elected Officer of the Corporation may be impeached and removed from office for just cause which shall include, but not be limited to, the failure to perform the duties of the office for which they were elected.

SECTION 2. IMPEACHMENT BY MEMBERSHIP

The membership of the Corporation may institute a proceeding to impeach any officer through the filing of a Petition for Impeachment, signed by not less than eleven (11) members in Good Standing, delivered to the Chairman of the Board of Directors. Upon receipt of said Petition the Board shall, within five (5) days, notify the officer of the filing of the Petition. The Board shall then undertake an investigation of the substance of the Petition and shall, within five (5) from the providing of Notice to the Officer, the Board shall issue its findings to the Officer. The Officer shall have seventy-two (72) hours to respond to the Board's findings and within seventy-two (72) hours after the Officer's response, the Board shall either Dismiss the Petition, issue a Directive for Corrective Action or Recommend the Impeachment of the Officer to the Membership of the Corporation.

SECTION 3. IMPEACHMENT BY BOARD OF DIRECTORS

The Board of Directors of the Corporation may institute a proceeding to impeach any officer which it deems to have failed to perform the duties of the office for which the officer was elected. The Board shall provide 3 days notice to the Officer of the institution of proceedings. The Board shall then undertake an investigation of the substance of the Petition and shall, within five (5) days from the filing of the Petition, the Board shall issue its findings to the Officer. The Officer shall have seventy-two (72) hours to respond to the Board's findings and within seventy-two (72) hours after the Officer's response, the Board shall either Dismiss the Petition, issue a Directive for Corrective Action or Recommend the Impeachment of the Officer to the Membership of the Corporation.

Upon the referral of a Recommendation of Impeachment from the Board to the Membership, a Motion to Impeach the Officer shall be brought before the membership for a vote at the next regularly scheduled meeting of the Membership.

SECTION 5. EFFECT OF IMPEACHMENT

In the event that a proceeding for impeachment shall be instituted by the Board or brought by the filing of a Petition by the membership, the subject Officer shall be administratively suspended from said Office until the proceeding has been concluded with either a Dismissal of the Petition or a vote of the membership.

In the event that the Board issues a Directive for Corrective Action to an Officer or if such Officer is Impeached, the Officer shall no longer be considered a member in Good Standing entitled to the privileges of that standing, for a period of one year from the date of imposition of the decision of the Board or the membership. No officer who has been the subject of Impeachment shall be entitled to hold office for a period of one year from the date of the decision of the membership.

SECTION 6. PROCEEDINGS AGAINST THE CHIEF

In the event that the Officer which is the subject of Impeachment consideration is the Chief, the Operations Captain shall assume all of the duties of the Chief, pending the conclusion of the Impeachment proceedings.

ARTICLE X **MISCELLANEOUS PROVISIONS**

SECTION 1. PURCHASING POLICY

A. Written purchase orders must be submitted by the member requesting the purchase, and such purchase order then must be authorized by any two (2) of the following: Chief, Operations Captain, Lt. of Administration, Treasurer and Secretary. As a requirement of approval of authorization, the subject of the purchase must be within the budget of the Corporation and the funds must be available to pay for the purchase. No member of the Corporation shall be reimbursed for any purchase not in compliance with this Article.

B. All checks drawn on corporate accounts must bear the signatures of at least 2 of the following: Chief, Operations Captain and the Treasurer.

C. The Corporation is authorized to open a credit card account for the purpose of making operational purchases, subject to the guidelines and requirements of this Article and of the provisions of Article V. Only the Chief, Operations Captain and the Treasurer shall be

authorized to make purchases through said credit card account and such purchases shall be limited to \$250.00 absent affirmative approval under Article V.

SECTION 2. VEHICLES –

Corporate vehicles or vehicles assigned to or used by the Corporation shall only be used by authorized members who are charged with operation of the vehicles solely to fulfill the business activities and purposes of the Corporation. All drivers must have a valid operators license and must have completed the City of Virginia Beach driving program.

SECTION 3. MATERIAL, EQUIPMENT AND PROPERTY

Misuse of Corporate materials, equipment or property by any member shall constitute a violation of corporation regulations and rules and may subject the member to proceedings for suspension, dismissal or other corrective action as may be imposed by these By-Laws.

SECTION 4. LEAVE

Leave requests shall be submitted in writing to the Chief or his designee. The Chief may grant leave for a duration allowed by then effective City Policy. Medical leave will be granted as necessary. Emergency leave not to exceed ten (10) days may be granted by the Chief. Probationary members shall not be granted leave for personal or educational purposes, except at the discretion of the Executive Leadership Committee. Military leave will be granted to members under government orders and shall not be covered by any restrictions of these By-Laws.

SECTION 5. RECORDS

The Executive Leadership Committee shall maintain all corporate records and shall make them available for inspection to members by appointment, not less than ten (10) days after a valid request has been received by the Chief. The records of the Corporation pertaining to personnel and training shall be subject to security requirements and shall be accessible only to members of the Executive Leadership Committee or its authorized designees.

ARTICLE XI **AMENDMENTS**

The By-Laws of the Corporation may be amended as needed to conduct the business of the Corporation. Proposed amendments to the By-Laws shall be presented in writing to the Chief at any regular business meeting, with a copy provided to the Executive Leadership Committee and to the Chairman of the Board of Directors. The proposed Amendment shall be circulated to all members by email and shall be posted at the stations of operation of the Corporation for a period of not less than thirty (30) days. Such Proposed Amendment shall be the subject of discussion as a Motion, at the next regularly scheduled meeting of the Corporation

after the expiration of the notice period. Approval of the proposed Amendment shall require the affirmative vote of two-thirds (2/3) of the members in Good Standing and present at the meeting at which the proposed amendment is presented.

The foregoing By-Laws of **PRINCESS ANNE COURTHOUSE VOLUNTEER RESCUE SQUAD AND FIRE DEPARTMENT, INC.** were approved at a duly constituted meeting of the membership of the Corporation held on the **15th** day of **March 2022** , as submitted by the Board of Directors of the Corporation, as evidenced by the signatures of the Officers of the Corporation, hereby certifying the results of the vote.

Chief

Operations Captain

Captain of Administration

Secretary

Treasurer

Chairman of Board of Directors