

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 that are 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, Resolutions of the Board of Directors, the Standard Operating Procedures enacted by the Corporation, 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 associated 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 of the corporation shall be open to all individuals:

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

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 a general membership meeting. Membership shall be extended to a qualified candidate if such a 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. 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 may follow the Department of Emergency Medical Service guidelines for Administrative Member. Administrative Members shall have all the 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 minimum time 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 the 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 are entitled to vote at a general membership meeting.
5. Life Member – A Life Member shall be defined as
- a. An Operational or Administrative Member who has served ten (10) cumulative years of service as a member in good standing in that capacity and who has been approved, by the majority vote of the members in good standing and entitled to vote at a general membership meeting, for Life Member status or
 - b. 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, by the majority vote of the members in good standing and entitled to vote at a general membership meeting, for Life Member status.
 - c. Leave Status credit toward Life Membership –
 - i. Line of Duty related Medical Leave shall count as full time
 - ii. A maximum of three (3) years of Military Leave may be included in the cumulative calculation above of any Operational, Administrative or Associate Member.
 - iii. Personal Leave shall not count toward the cumulative calculation above of any Operational, Administrative or Associate Member.
 - iv. Personal Medical Leave shall not count toward the cumulative calculation above of any Operational, Administrative or Associate Member.
 - d. Life Members shall have all of the rights and privileges of an Operational Member.
 - e. Upon their retirement, a Life Member may continue to vote on issues (unless otherwise indicated), including but not limited to, corporate business, personnel matters and/or election of officers, only if the life member continues to attend a minimum of 6 general membership meetings each year.
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 should they 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 the business meeting will be given credit for attendance
 - c. Reasons for business meeting absences that the Executive Leadership Committee may consider
 - i. Work Illness
 - ii. Family illness
 - iii. EMS related classes

ARTICLE III – OFFICERS

SECTION 1. NUMBER

The officers of the Corporation shall be:

- A. Chief (shall also fill the role of Chief Executive Officer)
- B. Operations Captain (shall also fill the role of Chief Operations Officer)
- C. Captain of Administration (shall also fill the role of Chief Administrative Officer)
- D. Secretary
- E. Treasurer (shall also fill the role of Chief Financial Officer)

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 are eligible to vote at the Annual business meeting to be held in November of each year. All elected officers shall assume their offices on December 1st, immediately 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 purpose 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 fill 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
 - 1. 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.
 - 2. 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.

3. In the event of his/her absence, the Chief may appoint a designee to preside over a general membership meeting.
4. 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 receivable and accounts payables prior to all meetings of the Board of Directors.
5. The Chief may appoint all appointed officers of the Corporation and is one of four people authorized to sign all checks for the Corporation.
6. 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

1. 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.
2. In the documented absence of the Chief, the Operations 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 the appointment of appointed operations officers.
3. Operations Captain reports to the Chief.

C. Captain of Administration

1. 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.
2. The Captain of Administration shall be an ex- officio member of all administrative committees and shall make recommendations to the Chief for the appointment of appointed administrative officers.
3. The Captain of Administration reports to the Chief

D. Secretary

1. 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:
2. Maintain all necessary files of the Corporation
3. Maintain past and present current listings of the members of the Corporation including email addresses and phone numbers.
4. Handles all official correspondence in concurrence with the Chief.
5. 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.
6. The Secretary shall report to the Chief.

E. Treasurer

1. 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.
2. The Treasurer shall Be bonded and shall handle the financial affairs of the Corporation, including

- receipt and disbursement of all authorized funds
3. The Treasurer shall maintain all financial records of the Corporation
 4. The Treasurer shall reconcile the bank accounts of the Corporation monthly
 5. The Treasurer shall provide such written reports of the financial affairs of the Corporation as are requested by the Chief or the Board of Directors.
 6. The Treasurer shall submit the financial records of the Corporation to an approved CPA firm, which has been approved by the Board of Directors, for audit (review) and for the preparation of the tax returns no later than 45 days after the close of the fiscal year.
 7. The Treasurer shall provide an accounting of the funds of the Corporation to the membership at each monthly general membership meeting.
 8. The Treasurer 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.
 9. The Treasurer shall report to the Chief

SECTION 4. VACANCIES

- A. 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.
- B. Any officer elected to fill a vacancy by the Executive Leadership Committee shall be subject to removal by the majority vote of the Executive Leadership Committee at any time until the expiration of the term.

SECTION 5. SALARIES

- A. 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

- A. The business of the Corporation shall be conducted at 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 Banquet.
- B. 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 Board of Directors.
- C. In the event of a declared state of emergency or significant inclement weather, the Chief or the Chairman of the Board of Directors or the assigned 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

- A. At any general monthly membership meeting a quorum shall be required in order to constitute the official act of the Corporation.
- B. 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.
- C. 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. A Special Meeting of the Corporation Membership may be called by the Chief if a written request is submitted, containing the signatures of eleven (11) members in good standing and entitled to vote at a general membership meeting.
- B. 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.
- C. 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

- A. At all meetings of the Corporation Membership, a Vote shall be defined as a single ballot cast by an eligible member present at the meeting.
- B. Votes on matters of general business of the Corporation, including probationary membership and voting membership may, at the discretion of the Chief or other presiding officer, be conducted either by verbal response, by a show of hands or by paper ballot.
- C. Election of Officers shall be required to be conducted by written ballot.
- D. Votes on the issue of the removal of any officer shall be required to be conducted by written ballot.
- E. Votes on the issue of the dismissal of any member shall be required to be conducted by written ballot.
- F. All votes to be taken at meetings of the membership of the Corporation require a simple majority in order to constitute the action of the Corporation.

SECTION 5. MINUTES OF MEETING

- A. 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
- B. Minutes shall be retained in chronological order by the Secretary.
- C. 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.
- D. 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

- A. The agenda or Order of Business for all general membership meetings shall be as follows:
 - a. Call to Order,
 - b. Invocation / Moment of Silence
 - c. Pledge of Allegiance
 - d. Roll Call/Roster for quorum determination
 - e. Introduction of guests and probationary members
 - f. Reading and acceptance of minutes to preceding meeting
 - g. Treasurer's Report including account balances and expenditure
 - h. Reading of any communications to the Corporation
 - i. Administrative Reports
 - i. Closed Session of Meeting for Personnel Matters
 - ii. Open Session of Meeting for business
 - j. Operational Reports – written reports to be attached to the minutes
 - k. Chief's Report
 - l. Unfinished Business
 - m. New Business
 - n. Open discussion (limited to 15 minutes, 3 minutes per item)
 - o. Adjournment – Motions are waived

SECTION 7. MOTIONS

- A. 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.
- B. All motions must be seconded by a member in Good Standing, who is not a probationary member.
- C. All Motions shall be subject to discussion with the length of discussion to be at the discretion of the Chief or presiding officer.
- D. All motions shall be subject to the voting requirements set forth in Article IV, Section 4.

ARTICLE V – BOARD OF DIRECTORS

SECTION 1. COMPOSITION

- A. The Corporation shall maintain a Board of Directors, The Board shall consist of not more than fifteen (15), nor less than five (5) members and the Board shall at a minimum be comprised of the following positions
 - a. Chairperson (shall also fill the role of President)
 - b. Chief
 - c. Life Member at Large
 - d. Member at Large
 - e. Civilian
- B. No more than one-third of the members (not including the Chief) of the Board of Directors shall be elected from the operational membership of the Corporation.

SECTION 2. QUALIFICATIONS

- A. A prospective candidate for membership on the Board of Directors shall be:
 - a. A member of the community (civilian) 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
- B. A prospective candidate should have submitted a letter of interest to the Board of Directors for consideration of membership on the Board of Directors.

SECTION 3. ELECTION AND TERMS

- A. Candidates for the Board of Directors shall be selected by the remaining members of the Board of Directors either to increase the number of members within the permitted number, or to fill any vacancy created.
- B. All selected candidates for election to the Board of Directors shall be submitted by the existing Board for approval by way of a majority vote of the members in good standing and eligible to vote at a general membership meeting.
- C. 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.
- D. Board of Director members shall serve terms of one (1) year, and there shall be no term limits.
- E. 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.
- F. The Treasurer of the Corporation shall serve as a non-voting member of the Board of Directors.

SECTION 4. AUTHORITY

- A. The Board of Directors provides fiduciary oversight, strategic planning guidance and oversees all business matters of the corporation (except for operational activities) voted on by the membership.
- B. 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.
- C. 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.
 - a. 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.
 - b. 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.
- D. The Board of Directors shall act as an advisory Board to the Chief for the conduct of the operational affairs

of the Corporation.

- E. The Chairperson 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

SECTION 5. CONDUCT OF THE BOARD

- A. 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.
- B. 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.
- C. The Board shall elect a Chairman to conduct the meetings of the Board of Directors.
- D. The Board of Directors shall meet to conduct the business of the Corporation on a schedule decided by the directors, and said meeting shall be scheduled by the Chairman, with not less than 10 days prior notice to all members of the Board.
- E. The Board of Directors shall review all personnel suspensions in excess of fourteen (14) days and all dismissals of Corporation members.
 - a. Upon review, the Board of Directors may uphold the suspension or direct other action.
 - b. 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.

SECTION 4. ANNUAL MEETING OF THE BOARD

- A. The Board of Directors shall hold the Annual Meeting (Banquet) to install newly elected officers of the corporation and recognize membership achievements and longevity. The meeting will be scheduled by the Chairperson and Chief, with not less than 6 weeks' prior notice to all members.
- B. All expenses related to the Annual Meeting shall be paid for utilizing the revenue generated by special events (primarily amphitheater) staffing only. Individual citizen donations will not be used for banquet related expenses.
- C. Invitations to the Annual Meeting may be sent via US Mail or email and invite the invitee and a guest (*couples [whether married or dating] where both individuals are members, life members, directors etc. will not be permitted a separate guest*)
- D. The Board of Directors shall extend invitations to the Annual Meeting to the following
 - a. Life Members
 - b. Retired Executive Committee Members
 - c. Honorary Members
 - d. Directors of the Corporation
 - e. Membership that has met the participation requirements including but not limited to meeting attendance / special event coverage etc.
 - f. Dignitaries as decided upon by the Chairperson and Chief
 - g. Members of other rescue squads as decided upon by the Chairperson and Chief
 - h. The Chairperson and Chief at their discretion may invite miscellaneous guests

ARTICLE VI – COMMITTEES

SECTION 1. EXECUTIVE LEADERSHIP COMMITTEE

- A. 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.
- B. 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. Review 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. Advising the Chief regarding all changes to the Standard Operating Procedures
- C. Executive Committee Member Retirement – After the year 2020, any member who completes five years of service to the corporation and has also completed a term of office as an elected member of the Executive Committee, shall be eligible for retirement and invitation to the annual meeting as a retired member.

SECTION 2. FINANCE/BUDGET COMMITTEE

- A. The Corporation shall maintain a Finance/Budget Standing Committee which shall be created by the Board of Directors and constituted annually at the January Board of Directors meeting.
- B. 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.
- C. The Corporation's fiscal year commences on July 1 of each year and closes on June 30 of the following year.
- D. The Committee shall be comprised of not less than 3 members, including the Treasurer of the Corporation, a member of the Board of Directors and at least one other person who shall be members of the Corporation in Good Standing.
- E. The Committee shall collect budget requests from departments of the Corporation and other committees no later than March 1 of each year, and
- F. The Treasurer shall submit a proposed Budget for the upcoming fiscal year to the Board of Directors for approval not later than April 1. After approval by the Board of Directors, the proposed budget shall be submitted to the Executive Leadership Committee not later than May 1. After approval the proposed budget shall be posted at the Corporation's stations for not less than 30 days prior to the June business meeting for review and comment.
- G. 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

- A. 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.
- B. 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.
- C. By-Laws should be reviewed for significant revision every four (4) years.
- D. The Chairperson of the Committee shall be selected by the Committee.

ARTICLE VII – STANDARD OPERATING PROCEDURES

- A . The Executive Leadership Committee may, from time to time, as it deems necessary, recommend to the Chief, changes, additions or deletions to the Standard Operating Procedures in order to govern the operational aspects of the Corporation.
- B . Upon the recommendation of any member of the Executive Leadership Committee, the Chief 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 Corporation.
- C . Any change in the Standard Operating Procedures shall be posted at the stations and emailed to the members serving the Corporation within 3 days of enactment.
- D. 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 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. **For a violation of the City Rules, Regulations and/or Policies, the Chief, or the Operations Captain, if recognized as Squad Commander or Assistant Squad Commander will handle all corrective action through City of Virginia Beach Corrective Action Procedures.*
- 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 Bylaws or the Standard Operating Procedures of the Corporation.
 - a. The Chief shall notify said member of the suspension in writing.
 - b. 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.
 - c. 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.
 - d. 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 the Bylaws or the Standard Operating Procedures of the Corporation.
 - a. 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
 - b. The Executive Leadership Committee shall investigate the basis of the charges and conduct a hearing before the Executive Leadership Committee no later than (7) days after the referral.
 - c. Upon receiving the 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.
 - d. 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

- A. 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.
- B. 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.
 - a. Upon receipt of the said Petition the Executive Leadership Committee shall, within five (5) days, notify the member of the filing of the complaint or Petition.
 - b. The Committee shall then undertake an investigation into 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.
 - c. 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.
- C. Any dismissal will result in the loss of Good Standing status.
- D. 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.
 - a. 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 Chairperson of the Board of Directors, who shall retain the ballots for twenty-one (21) days after the date of the vote.
 - b. Members will have 14 days from the date of the vote for 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 or present 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.
- E. Any member who has been dismissed cannot request reinstatement for a period not less than twelve (12) months from the date of dismissal.
- F. Should a Life Member be dismissed for sufficient cause prejudicial to the Corporation it will result in a revocation of life membership and all associated privileges.

ARTICLE IX – IMPEACHMENT OF OFFICERS

SECTION 1. APPOINTED OFFICERS

- A. Appointed Officers serve at the pleasure of the Chief. Appointed Officers may be removed from the office by the Chief for any reason at any time.

SECTION 2. ELECTED OFFICERS

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

SECTION 3. IMPEACHMENT BY MEMBERSHIP

- A. The membership of the Corporation may initiate impeachment proceedings to impeach any officer through the filing of a Petition for Impeachment,
- B. The petition shall be signed by not less than eleven (11) members in Good Standing,
- C. The petition shall be delivered to the Chairperson of the Board of Directors.
- D. Upon receipt of the said Petition, the Board of Directors shall notify the Chief,
- E. The Chief within five (5) days will notify the named officer of the filing of the Petition.
- F. The Executive Leadership Committee shall undertake an investigation of the substance of the Petition
- G. Within five (5) days of providing the notice to the Officer, the Executive Leadership Committee shall issue its findings to the Officer. The Officer shall have seventy-two (72) hours to respond to or appeal the Executive Leadership Committee's findings.
- H. After seventy-two (72) hours the Executive Leadership Committee shall refer their findings to the Board of Directors and recommend the dismissal of the Petition, the issue of a Directive for Corrective Action or recommend the Impeachment of the Officer to the Membership of the Corporation.

SECTION 4. IMPEACHMENT BY BOARD OF DIRECTORS

- A. The Board of Directors of the Corporation may initiate proceedings to impeach any officer which it deems to have failed to perform the duties of the office for which the officer was elected.
- B. The Board shall provide five (5) days' notice to the Officer of the initiation of proceedings.
- C. The Board shall then undertake an investigation into the substance of the Petition
- D. Within five (5) days from the filing of the Petition, the Board shall issue its findings to the Officer.
- E. The Officer shall have seventy-two (72) hours to respond to or to appeal the Board's findings and
- F. 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 5. EFFECT OF IMPEACHMENT

- A. In the event that a proceeding for impeachment shall be instituted either by the Board or brought by the filing of a Petition, 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 membership.
- B. In the event that the Board issues a Directive for Corrective Action to an Officer or if the 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

- A. In the event that the Officer, which is the subject of Impeachment is the Chief, the Chairperson of the Board of Directors shall appoint the Operations Captain to act in the Chief's place.
- B. 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: The Chairperson of the Board of Directors, the Chief, the Operations Captain, the Lt. of Administration, the Treasurer and/or the Secretary.
- B. As a requirement for 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.
- C. No member of the Corporation shall be reimbursed for any purchase not in compliance with this Article.
- D. All checks drawn on corporate accounts must bear the signatures of at least 2 of the following:
 - a. The Chairperson of the Board of Directors
 - b. The Chief,
 - c. The Operations Captain and/or
 - d. The Treasurer.
- E. 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 Chairperson of the Board of Directors, the Chief, 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

- A. Corporately owned vehicles shall only be used by authorized members who are charged with the operation of the vehicles solely to fulfill the business activities and purposes of the Corporation.
- B. Any personnel operating a corporately owned vehicle must have a valid operator's license
- C. Any personnel operating a corporately owned vehicle in an emergency condition (use of lights and sirens) must have completed an authorized Emergency Vehicle Operator Course.
- D. Corporately owned vehicles may consist of but are not limited to Ambulances, Utility vehicle, Special Events cart, and/or golf carts.

SECTION 3. MATERIAL, EQUIPMENT AND PROPERTY

- A. Misuse or unauthorized use of corporate materials, equipment, vehicles or property by any member shall constitute a violation of corporation by-laws 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

- A. Operational Members will be subject to the VBEMS leave policy in effect at the time of their request
- B. Medical leave will be granted as necessary.
- C. Any request for leave by a probationary member, personal or educational purposes, shall be at the discretion of the Executive Leadership Committee.
- D. 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

- A. The Corporation 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.
- B. 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 designee.

ARTICLE XI – AMENDMENTS

- A. The By-Laws of the Corporation may be amended as needed to conduct the business of the Corporation.
- B. 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 Secretary and to the Chairperson of the Board of Directors.
- C. The written Amendments shall be formatted as a motion and shall begin with the following verbiage
 - a. *I make a motion that Article __; Section __ of the bylaws be amended to read as follows*
- D. 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.
- E. 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.
- F. 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 & FIRE DEPARTMENT, INC.**, were approved at a duly constituted meeting of the membership of the Corporation held on the 21st day of March 2023, 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

Chairperson of the Board of Directors

Operations Captain

Captain of Administration

Secretary

Treasurer