



South Howell County Ambulance

The Difference in EMS Care

1951 East State Route K • West Plains Missouri • 65775

Phone: (417) 256-2490 • Fax: (417) 257-1353 • Website: www.shc-ems.com



Board of Directors

Bylaws

(Revision Date: July, 2022)

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Statement of Philosophy of the South Howell County Ambulance District

The Board of Directors of the South Howell County Ambulance District, being aware of the critical need for ambulance services in rural areas, deem that the purpose of the ambulance district is to provide a highly trained professional staff with up-to-date equipment to provide care and operate this service efficiently for all people within the district. Medical services requests outside the district will be provided by mutual agreement between districts, or in emergencies whenever requested.

The Board will ensure that policies, practices and administrative oversights is such that persons with illness and injury in our community are provided care and compassion, utilizing effective principles and practices of patient care and business management as we diligently strive for excellence through ongoing evaluation and improvement.

The Board does not and will not discriminate against patients or personnel based on race, color, national origin, ancestry, religion, sex, age, disability, political belief, military service, or any other legally protected characteristic.

Mission Statement

South Howell County Ambulance District is, and will remain, “THE Difference in EMS Care” through our passionate commitment to excellence in patient care.

We will accomplish this by:

- Living our VALUES - Dedication; Accountability; Integrity, and Teamwork
- Striving tirelessly to serve our community by providing the best ALS, BLS and non-emergency medical transport
- Providing the best education and training for our professional staff
- Promoting public CPR, first aid and other public safety courses
- Continually improving our level of organizational performance and quality

Article I
Representative Districts & District Area

The Ambulance District is divided into six representative sub-districts with one board member from each district being elected to a 3-year term. Board members may file for re-election with no term limits. A district map is kept at the station located ½ mile west on K highway from the bypass in West Plains, or is available through the County Clerk Office located in the building located on the north side of the west exit of Court Square in West Plains, MO. The six sub-districts are generally outlined below:

- Sub District 1 –** All of the area located within the Fairview R-11 School District with the exception of the portion located in the Howell Township: all of the area located in the West Plains R-7 South Fork School District and Bakersfield OR-4 District.
- Sub-District 2 -** All of the area located within the Glenwood R-8 School District and Howell-Oregon county (Koshkonong) OR-3 School District.
- Sub-District 3 -** All of the area located within the Fairview R-11 School District portion of the Howell Township; and all of the area located in the Richards R-5 School District.
- Sub-District 4 -** All of the area located within the Junction Hill C-12 School District and Howell Valley R-1 School District.
- Sub-District 5 -** All of the area within the West Plains R-7 School District portion of the Howell #1, and Howell #2 precincts.
- Sub-District 6 -** All of the area located within the West Plains R-7 School District portion of the Howell #3, Howell #4, Howell #5, Howell #6 and Sisson precincts.

Article II

Fiscal Year

Section 1. The Fiscal Year for the District shall be January 1st thru December 31st.

Article III

Board of Directors

Section 1. **A. Elections** - An election for the selection of two (2) Board Members and for Submission of any other propositions which may be legally submitted to the voters of South Howell County Ambulance District shall be held annually on the first Tuesday after the first Monday in April. Any vacancy occurring in the Board of Directors shall be filled by the members of the board and shall serve until the end of the unexpired term. New Board members will be set the first meeting in May following their election.

B. Powers of the Board of Directors - The Board of Directors shall have the power to do and perform any of the powers enumerated in Section 190.060 of Missouri Revised Statutes and any further powers that may hereafter be granted to them by law. The Board of Directors may authorize any officer or officers to enter any contract or execute any instrument in the name of, or on behalf of South Howell County Ambulance District and such authority may be general or confined to a specific instance. All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of South Howell County Ambulance District and in such manners shall be determined by resolution by the Board of Directors. The Board of Directors may accept on behalf of South Howell County Ambulance District any contribution, gifts, bequests, or devices for the general purpose of, or for any special purpose of South Howell County Ambulance District

C. Payment – Board Members are not paid for meetings, nor can they be paid as an employee of the District. Members are prohibited from being hired as the CEO (Chief Executive Officer) of the District until 12 months from the day they ceased to serve as a Board member.

Board member may be awarded a services contract for services rendered for individual work performed of \$500.00 or more insofar as the Member is the lowest bidder in a process of sealed bids. For amounts of \$499.00 or less no bid is required and a member or members may be remunerated for work done. This type of job involves general labor, painting etc and is not on a revolving basis such as lawn mowing.

D. Interaction with staff when staff is in the act of performing their duties – When SHCAD staff is engaged in patient care, passenger transport, education or office duties individual Board members are not to interact and/or behave in a way that would be detrimental to the task at hand. If a clinical situation they may assist to their level of care if licensed/certified to do so or the crew requires assistance. If on a fire department may assist to level their licensed/credentialed and their Chief allow insofar as assistance is not detrimental to the performance of SHCD crews.

Section 2. **Organization of the District**

This organization shall consist of six elected members of the Board of Director. The Board will employ a CEO (Chief Executive Officer) to act as the agent of the Board of Directors.

Section 3. Meetings

- A. Meetings will be held the once a month in the station conference room located ½ miles west on K highway from the bypass in West Plains, Missouri. A tentative agenda will be posted in a public place greater than 24 hours prior to the meeting excluding holidays and weekends. Agenda item(s) will be made by the Chairmen and/or the CEO. To provide a method of presenting an issue from the public to the Board of Directors in an efficient manner, the Board of Directors have adopted the following procedure:
- i. Make a request to the Chairperson of the Board, a Board Member to relay to the Chairperson, or the CEO to place the issue on the agenda of the monthly Board of Directors meeting. The request should be made one week but no later than 72 hours before the scheduled meeting.
 - ii. Present the issue in written form to the CEO for presentation to the Board of Directors, including the following information:
 - iii. An explanation of the issue / problem.
 - iv. Possible solutions to the issue / problem.
 - v. Costs to the District, if applicable.
 - vi. Benefits to the District, if applicable.
 - vii. The CEO will present the above information, along with the CEO's written comments, additions, other possible solutions, etc. to the Board of Directors by attaching a copy of all documents to the agenda.
 - viii. The decision of the Board of Directors on the issue can be made at the time of presentation if the Board of Directors sees fit. Otherwise, the decision on the issue will be delayed until the next regularly scheduled meeting of the Board of Directors or until any further information the Board of Directors request, are received.
- B. The Board shall be governed by Roberts Rules of Order.
- C. A quorum will consist of at least four, (4) board members. All seconded and discussed motions will require a simple majority to pass. In the event of a tie the motion will be automatically tabled until the next meeting.
- a. In the event of an emergency – a maximum of three (3) members out with unavoidable absences - then votes may be obtained through either a phone vote or if there is business vital to operations or the public then a quorum will consist of the three, (3) present members and simple majority of two to pass seconded motions.
- D. Officers shall be elected by the BOD each May after the April election. The offices of Chairman, Vice Chairman, Secretary and Treasurer will be elected by the BOD. The position of Custodian of Records and Budget Officer will be appointed/delegated by the BOD with all offices and positions coordinating with the CEO.
- E. In the event a vacancy occurs on the Board of Directors, the vacated position will be selected/ appointed by the Board until the next regular election of the sub-district when the position will be filled by the electorate. The person selected/appointed by the Board of Directors must be qualified as outlined in Missouri State Statute 190.050 and shall be a resident of the same representative district as the member he or she replaces.

Vacancies may occur from the following: illness; the Member is no longer a resident of their sub-district; resignation stated either verbally at a SHCAD Board meeting, to another Board member, or relayed through the CEO if a Board member is unavailable; or is implied through consecutively missed meetings in which the Member did not contact another member, the CEO and/or failed to respond to requests to attend from another member or CEO.

- F. Official must be sworn in before taking office. Outgoing officials retain their authority until the incoming officers are sworn in. This oath or affirmation is important because it serves to remind the board members elect that they are public officials with specific responsibilities to the public while in office. Expiration of a term does not relieve the official of the duties until a replacement is in place.
- G. The Board will move into and out of Closed Sessions only by a Roll Call vote.

Article IV

Corporate Seal

Section 1. The seal shall be round and have the words South Howell County Ambulance District on it.

Section 2. The seal shall be in the possession of the CEO of the South Howell County Ambulance District and shall be used for official functions.

Article V

Accounting & Banking Systems

Section 1. The Board of Directors shall establish depositories for district monies each year.

Section 2. Checks of \$500.00 or more require two signatures: one being the CEO the other being the Chairman, or Vice Chairman. In the absence of the CEO, the two members listed may be utilized. Checks of \$499.00 or less require only one signature of the CEO or in their absence one of the two Members listed. Any expenditures of greater than \$1,000 outside of the approved budget as it relates to payroll and operations, must be approved by a majority vote of the Board of Directors, the exceptions being: vehicle repairs; immediate replacement of patient care/critical equipment, and seminar/training unless those costs would exceed the line-item limit for that fiscal year.

Section 3. The Board of Directors and employees having fiscal responsibility shall be bonded.

Section 4. The Board of Directors shall approve an accounting system with in-house checks and balances.

Section 5. A yearly audit shall be performed and be made by a Certified Public Accountant. In the case of not being able to find an appropriate CPA, a financial audit as outlined in **15 CSR 40-3.030** Annual Financial Reports of Political Subdivisions, may be used in place of the audit.

Section 6. No more than \$250.00 cash shall be kept in the office of the Chief Human Resource Officer and \$100 in the CEO's office. Both departments will keep an up-to-date log of debits/credits.

Article VI

Amendment of Bylaws

Section 1. Any amendment shall be proposed at a regular meeting and shall be voted on at the next regular meeting, except Article IX which may be proposed and voted on at any legal meeting.

Section 2. Amendments will be approved by a simple majority of the Board of Directors present at the meeting.

Article VII

Suspension of Bylaws

Section 1. Bylaws may be suspended by a two-thirds vote of the entire Board of Directors.

Article VIII

Disposition of Property

Section 1. Sale of individual property valued over \$500.00 will be done by sealed bids or by means of public auction. All sales will have a legal add in a regional paper no later than seven, (7) days prior to the start of such auction.

Section 2. Sale of individual property valued under \$500.00 is at the discretion of the CEO. There will be a property disposition sheet stating what was sold and the process by which it was sold

Section 3. The Board may donate surplus property that has little or no value to an organization that is in need insofar as the property is in overall safe working order.

Section 4. Trade-In property of purchase for purchase of property shall not be considered regarding the two previous sections.

Article IX

Policies, Bidding, Management

Section 1. Employee Policies

The Board approved an updated employee manual in May 2019. Policies that have as their major theme EEOC, grievance, disciplinary process, hiring or separation or are new must be reviewed and approved by a majority of the Board of Directors. Minor policy changes or those which are primarily tasks/processes directly related to operations will not require Board review or approval.

Section 2. Bidding Procedures

When the District is purchasing equipment of \$499.00 or more the Board will have at least three, if possible, costs of similarly equipped devices or pieces of equipment. The Board will accept the bidding processes of other government agencies as their own.

For services rendered related to yearly accounting, lawn care etc the Board will review bids at least every three years.

Section 3. Management

The Board will employ a CEO to be the agent of the District. As the Agent the CEO will perform his/her duties in compliance with State/Federal regulations, Board directives, and with the highest moral and ethical business and personal standards. The CEO will in-part:

- Administer all process and programs of the District’s areas of operations
 - The Board will be informed of serious disciplinary processes, staff position openings, and additions of staff to established departments. Department Heads and CHIEF HUMAN RESOURCE OFFICER positions will be brought to the Board.
- Present a budget and follow such budget as much as circumstances allow.
- Provide monthly operational reports to the Board.
- The CEO will receive directives as given by a seconded and discussed motion with a majority decision of the Board of Directors.
 - An exception would be an individual request during or between meetings to flesh out or clarify information already being discussed or is on the agenda to be discussed.
- Individual Board members may interact and request information outside of the previous insofar as:
 - Do not violate protected health or employee personnel information.
 - Do not hinder or interrupt critical or sensitive operational areas.

SIGNATURE PAGE

These updated Bylaws are adopted by a Role Call as reflected in the minutes

of _____ Board of Directors Meeting

SIGNED: _____

DATE: _____

(Chairman of the Board)