

By Laws
of
**SOUTHWEST OKLAHOMA
REGIONAL 911 ASSOCIATION**

ARTICLE ONE
NAME AND OFFICE

Section 1.1. This organization shall be known as the Southwestern Oklahoma Multi-County 911 Governing Board (“the Board”). The principal office of the Board shall be located at the SWODA office, 420 Sooner Drive, Burns Flat, OK.

ARTICLE TWO
GOVERNING LAW

Section 2.1. The Board shall be governed by the Constitution and laws of the United States and the State of Oklahoma, specifically including without limitation the “Nine-One-One Emergency Number Act”, Title 63 O.S. 2001 §§ 2811 et seq., the “Nine-One-One Wireless Emergency Number Act”, Title 63 O.S. 2001 §§ 2841 et seq., and the Inter-local Cooperation Agreement creating the Southwestern Oklahoma Multi-County Regional 911 Governing Board, dated January 8, 2004 (“the Agreement”), and these bylaws, as amended from time to time.

ARTICLE THREE
GOVERNING BOARD

Section 3.1. Exercise of Board’s Powers. Except as otherwise provided in the Agreement or by law, the powers of the Board shall be exercised, its properties controlled, and its affairs conducted by the regional 911 Board (“the Board”). The Board may, from time to time, delegate the performance of any duties or the exercise of any powers to such officers and agents as the Board may from time to time, by resolution, designate.

Section 3.2 Number and composition. The Board shall be composed of five (5) members from each of the participating counties. Each member shall serve at the pleasure of the Board of County Commissioners who shall make the appointments. Each member shall be eligible for reappointment at the end of such member’s term.

Section 3.3. Classes of Members and Term of Office. The members of the Board shall be divided into three (3) categories. At the organizational meeting of the Board, the

members shall determine by lot the initial terms of the Board members, with two members serving one (1) year, two members serving two (2) years, and one member serving three (3) years. Initial terms of office shall commence on October 1, 2003 and shall end on June 30 at the end of the respective year of the initial appointment. Upon the expiration of the initial terms, each member shall serve for a term of three (3) years. The new terms shall begin on July 1.

Section 3.4. Qualifications of Members. Each member shall qualify for the office of Board member by taking and subscribing all constitutional and statutory oaths of office and by filing the same with the County Clerks of each participating County, Oklahoma, prior to assuming the duties of said office. Members of the Board shall be residents of the region.

Section 3.5. Vacancies. A vacancy exists when a member of the board has been absent from two (2) consecutive regular meetings of the board. Whenever a vacancy exists on the Board, whether by death, resignation, or otherwise, the vacancy shall be filled by appointment by the respective appointing authority of the member whose office was vacated. Any person appointed to fill the vacancy of a member shall have the same qualifications as were required of the member of the Board whose office was vacated. Any person appointed to fill a vacancy on the Board shall hold office for the unexpired term of his or her predecessor in office.

Section 3.6. Meetings. Regular meetings of the Board shall be held for the conduct of the Board's business. Special meetings of the Board may be called by the Chairman of the Board, or shall be called by the Chairman if so requested in writing by two-thirds (2/3rds) of the members of the Board. Meetings shall be held at the principal office of the Board designated in Article One or places as the Board may from time to time by resolution designate.

Section 3.7. Notice of Meetings. Public notices and agendas of all meetings of the Board shall be prepared, posted, and filed by the Secretary of the Board in accordance with the Oklahoma Open Meeting Act, Title 25 O.S.A. § 301 et seq. A copy of the notice of the meeting and the agenda of the meeting shall be mailed by the Secretary of the Board to each member at the address last recorded in the records of the Board, not less than five (5) days before the date of the meeting; provided, however, that this requirement may be waived by resolution of the Board.

Section 3.8. Quorum. The presence of sixty percent (60%) of the entire membership of the board shall constitute a quorum for the transaction of business at any meeting of the Board. However, if less than a majority of the members of the Board are present at any meeting, a majority of the members present may adjourn the meeting from time to time, provided that notice of such adjourned meeting is given as required by the Oklahoma Open Meeting Act, Title 25 O.S.A. § 301 et seq.

Section 3.9. Procedure. All meetings of the Board shall be conducted in compliance with the Oklahoma Open Meeting Act, Title 25 O.S.A. § 301 et seq. The procedure of all

meetings of the Board shall be governed by Robert's Rules of Order, Newly Revised, including such revisions of those rules as may from time to time be published, and except as those bylaws, or with applicable law.

Section 3.10. Specific Powers. The Board shall exercise all of the powers conferred upon it as the "governing body" under the Nine-One-One (9-1-1) Emergency Number Act, Title 63 O.S.A. §§ 2811 et seq., the Nine-One-One Wireless Emergency Number Act, Title 63 O.S.A. §§ 2841 et seq. The Board shall exercise all of the powers conferred upon it and shall perform each of the duties required of it under the terms of the Interlocal Cooperation Agreement. The Board shall have the power to do all things necessary and proper to achieve the purposes stated under Article Three, Section 3.1 of this Bylaw, including but not limited to the power to contract, to sue and be sued in its official name, to acquire, hold and dispose of personal property, to receive gifts of money or personal property, and to apply for and receive grants of public and/or private funds.

ARTICLE FOUR **OFFICERS**

Section 4.1. Designation of Officers. The officers of the Board shall be a chairman, a vice-chairman, a combined treasurer and secretary and such other officers as may be elected in accordance with the provisions of this article. The Board may elect or appoint such other officers, including but not limited to an assistant treasurer, an assistant secretary as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board.

Section 4.2. Election and Term of Office. The officers of the Board shall be elected annually by the Board at the first meeting of the Board in September of each year. If the election of offices shall not be held at such meeting, such election shall be held as soon thereafter as may be convenient. New offices may be created and filled at any meeting of the Board. The term of each office shall expire on October 31 of each year, but each officer shall hold office until his or her successor shall have been duly elected. No office shall be held by any person who is not a member of the Board. Officers are eligible for re-election at the pleasure of the Board.

Section 4.3. Removal. Any officer elected or appointed by the Board may be removed by the Board whenever in its judgment the interests of the Board would be best served.

Section 4.4. Vacancies. A vacancy in any office, whether due to death, resignation, removal, or otherwise, may be filled by the Board for the unexpired portion of the term.

Section 4.5. Chairman. The chairman shall be the principal executive officer of the Board and will in general supervise and control all the business and affairs of the Board. The chairman will preside at all meetings of the Board. The chairman may sign, with the secretary or any other proper officer of the Board authorized by the Board, any contract

or other instruments which the Board has authority to excuse, except in cases where their signing and execution is expressly delegated by the Board or by these bylaws or by statute to some other officer or agent of the Board. In general, the chairman will perform all duties incident to the office of chairman and such other duties as may be prescribed by the Board.

Section 4.6. Vice-Chairman. In the absence of the chairman or in the event of his or her inability or refusal to act, the vice-chairman will perform the duties of the chairman, and when so acting, will have all the powers of and be subject to all the restrictions upon the chairman. Any vice-chairman shall perform such other duties as may be assigned by the chairman or by the Board.

Section 4.7. Secretary. The secretary shall keep minutes of the meeting of the Board in one or more books provided for that purpose; make certain that all notices are duly given in accordance with the provisions of these bylaws and as required by law; be custodian of the Board records; maintain a register of the post-office address of each member of the Board, which each member shall furnish to the secretary; and, in general, perform all duties incident to the office of secretary and such other duties as the chairman or the Board may from time to time assign to the secretary.

Section 4.8. Treasurer. If required by the Board, the treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board determines. The premium for any required bond shall be the expense of the Board. The treasurer shall have charge and custody of and be responsible for all funds and securities of the Board; receive and custody of and be responsible for all funds and securities of the Board; receive and give receipts for moneys due and payable to the Board from any source, and deposit all such moneys in cash accounts established for the 911 Board and, in general, perform all the duties incident to the office of treasurer and such other duties as may be assigned to the treasurer by the chairman or by the Board.

ARTICLE FIVE **COMMITTEES**

Section 5.1. Committees. Committees may be created and members appointed as follows:

- A. The Board may create such permanent (“standing”) committees as it may deem appropriate, and may abolish same at any time.
- B. Member of committees shall be appointed by the Chairman.
- C. The Chairman shall select the chairman of each committee, or may delegate this duty to the committee members.

- D. Special committees may be created by the Chairman or by a majority vote of the Board. Members and the Chairman of a special committee shall be names as provided above.

ARTICLE SIX
BUDGET AND FISCAL POLICY

Section 6.1. Annual Budget. The Board shall review and examine the past year's record and determine if any changes needed for the coming year's 911 fee and adopt an annual budget on or before September 1 of each year, and shall operate under the budget so adopted.

Section 6.2 Notice to Telephone Carriers. In accordance with Oklahoma Statute Title 63 § 2815, "Immediately upon making its determination and fixing the fee, the governing body shall publish in its minutes the new fee, and it shall, at least ninety (90) days before the new fee shall become effective, notify by certified mail every local exchange telephone company providing emergency telephone service to areas within the jurisdiction of the governing body." Therefore, the board will notify local exchange telephone companies of the new rate on or before October 1. The new rate will then take effect January 1.

Section 6.3. Checks, Drafts, Orders for Payment. All checks, drafts, warrants or orders for the payment of money issued in the name of the Board shall be signed by such officer or officers, agent or agents of the Board and in such manner as the Board shall from time to time by resolution determine. In the absence of such determination, such instruments shall be signed by the treasurer or by the secretary and countersigned by the chairman.

ARTICLE SEVEN
AMENDMENT OF BYLAWS

Section 7.1. These bylaws may be altered, amended or repealed and new bylaws may be adopted by a majority vote of a quorum of the Board at a regular meeting or at any a special meeting, if at least ten (10) days' written notice is given to all members of the Board of the intention to alter, amend or repeal or to adopt new bylaws at such meeting, together with the text of any proposed alteration or amendment.

APPROVED and ADOPTED this 18th day of August, 2005 by the undersigned, being all of the members of Southwestern Oklahoma Multi-County Regional Enhanced 911 Governing Board.

BECKHAM COUNTY

Gray Hylton
Member

Denise McCurdy
Member

Rief Shultz
Member

Paul Simon
Member

Jeff Lamb
Member

CUSTER COUNTY

Raymond Ford
Member

Tuffery
Member

Trayson Bottom
Member

Michael Galloway
Member

Member

ROGER MILLS COUNTY

Mark Bowell
Member

Jim Dean
Member

Jim Dean
Member

Ken D. Dicks
Member

in Haworth
Member

HARMON COUNTY

Wally Boone
Member

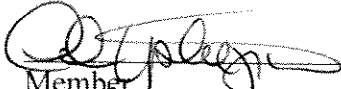
Nary Randall
Member

R. D. Dumas
Member

Christopher A Cook
Member

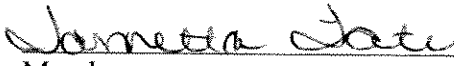
Member

KIOWA COUNTY


Member


Member


Member



Member

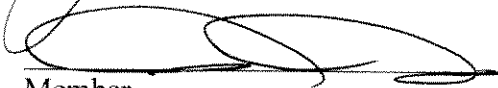

Member


WASHITA COUNTY


Member

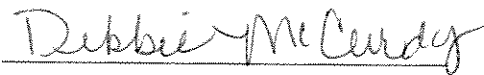

Member


Member


Member


Member

ATTEST:



DATE: AUGUST 18, 2005