

Pecan Plantation Volunteer Fire Department and Emergency Medical Service, Inc.

Proud to serve Pecan Plantation and Surrounding Communities

BYLAWS

These Bylaws are the rules adopted by the undersigned Board of Directors (BOD), ("Board") of the Pecan Plantation Volunteer Fire Department (VFD) and Emergency Medical Service (EMS), Inc, a Texas non-profit corporation. These bylaws supersede all previous versions of the bylaws in their entirety. The Corporation operates in accordance with the provisions of Chapter 22 of the Texas Business Organization Code, as might be amended from time to time.

Article One - Offices

The principal office of the Corporation is located at 9518 Monticello Drive, Granbury, Texas, that is at the Firehouse inside of Pecan Plantation, Hood County, State of Texas. The Corporation may have other offices within the State of Texas as deemed necessary and appropriate by the BOD.

The Corporation shall have and maintain a registered office and a registered agent within the State of Texas as required by the Texas Non-profit Corporation Act. The registered office may be, but need not be, the same as the principal office of the Corporation set forth above.

Article Two – Purposes

The Corporation exists for the purposes of:

1. To ensure appropriate funds are available for the acquisition, maintenance, and operation of firefighting and emergency medical equipment necessary for the preservation of life and property within its area of operation. The Corporation primarily operates in Hood and Johnson Counties, Texas and may serve other communities on a contractual basis as deemed appropriate by the BOD.
2. To ensure members of the Volunteer Fire Department (VFD) are appropriately trained in the arts of fire prevention and firefighting under the direction and supervision of the Chief of the VFD.

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3. To ensure the Emergency Medical Services organization is staffed, trained, and available to provide services within the Corporation's service area under the direction of the Chief of the EMS, and,
4. To participate in fund-raising activities to support the above-stated purposes.

The above notwithstanding, the Corporation shall not, except to an insubstantial degree, engage in activities or exercise any powers which are not in the furtherance of the above stated purposes.

Article Three – Membership

1. Each member of the Pecan Plantation Owners Association (PPOA) in good standing may vote for the selection of the voting members of the BOD.
2. The BOD, by itself, is responsible for operation of the Corporation.
3. The Corporation is an emergency services organization operated by its members, exempt from state taxes by being listed as an exempt organization under Section 151.310 or 171.083, Texas Tax Code, and the daily management of the Corporation is through its BOD.

Article Four – Public Meetings and Participation

1. The BOD shall strive to maximize public knowledge as to the ongoing operation of the Corporation. This may be accomplished through social media as well as through public meetings.
2. The BOD shall hold an annual public meeting for the purpose of election of Director(s) and such other business as may properly come before the meeting. Said meeting shall be held on the second Saturday of November.
3. The BOD should hold quarterly public meetings.
4. Except for Executive Sessions (meetings), minutes shall be taken and posted to the PPVFD&EMS website and other appropriate social media. To the extent practical, audio/video recordings of all public meetings should also be posted in a like manner.
5. All public meetings shall be noticed not less than thirty (30) days in advance of the meeting date. The meeting notice shall be posted at the VFD and EMS buildings, on the PPVFD&EMS website, and on appropriate social media.

Article Five – Board of Directors and Subcommittees

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The Board of Directors (BOD) is responsible for the management of the Corporation. Operation of the VFD and EMS are the responsibility of the respective Chiefs of the VFD and EMS, under the direction of the members and the BOD.

1. The BOD shall consist of five (5) voting members with the respective EMS and VFD Chiefs serving as non-voting, ex-officio members.
2. Voting members of the BOD shall not be members of the VFD, EMS, or the PPOA BOD at the time of the annual election nor shall they become members of such organizations during their tenure on the Board.
3. At the first election, one Director shall be elected to serve for one (1) year, two (2) Directors shall be elected to serve for two (2) years, and one (1) Director shall be elected to serve a term of three (3) years.
4. For all subsequent elections, each Director shall be elected for a term of three (3) years.
5. Except as noted herein, no person shall serve as a Director for more than two consecutive terms, i.e., a total of six (6) years. A person having served six consecutive years on the BOD shall not be eligible to return to the Board for one (1) calendar year after completion of their term of office. An individual who fills a vacancy on the Board with less than one calendar year remaining shall be eligible to serve the ensuing two three-year terms if duly elected. A Director who had served consecutive terms (six years) shall be eligible to continue if they are unopposed in the election.
6. The BOD shall establish a Nominating Committee for purposes of identification of prospective candidates for each Director position scheduled to be vacated. The Nominating Committee should have three (3) members and should identify at least two (2) prospective Directors. Ideally the qualifications and experience of each candidate should correlate with the needs of the Board. The nomination process shall be completed no later than forty-five (45) days prior to election date.
7. The BOD shall establish an Election Committee for purposes of supervision of or counting of ballots. The Committee shall provide the numerical results of the election to the BOD and the BOD shall in turn provide the results to the PPOA membership. Ideally, the Election Committee should have five (5) members. The Election Committee shall present a proposed ballot to the BOD for review and revision as deemed necessary. The ballot used for the election shall be approved by the BOD.

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8. To the maximum extent the Election Committee shall utilize electronic voting to minimize the cost of the election.

Article Six – Assignment and Responsibilities of Positions on the BOD

The BOD shall consist of the following:

- A President
 - A Vice President
 - A Treasurer
 - A Secretary
 - An 'at-large' Director
 - The VFD Chief, and,
 - The EMS Chief
- 1) The specific position an individual serves shall be determined by a majority of the voting members of the Board. The BOD shall confirm, or revise, said positions annually. The position served has no relation to the election results.
 - 2) Any Director, be they elected or appointed, may be removed by a majority vote of the Board if and as deemed in the best interests of the Corporation.
 - 3) A simple majority of the full complement of voting members of the BOD shall constitute a quorum. That is, any official meeting shall have a minimum of three (3) voting members.
 - 4) A vacancy on the BOD shall be offered to the nominee of the most recent election who received the larger number of votes, but who was not elected, and if there is no such person, an individual who is a member at the discretion of the BOD. Should said individual accept the position, they would serve the unexpired term of their predecessor. Should all nominees from the most recent election choose not to serve, the position(s) shall be filled by (an) individual(s) selected by the voting members of the Board. Any such individual(s) shall serve the unexpired term of their predecessor.
 - 5) The BOD shall develop policies deemed necessary and appropriate for the successful and efficient operation of the Corporation. Such policy documents shall be posted to the PP VFD&EMS website and appropriate social media. The development and implementation of such policies shall not constitute revision of these Bylaws. Each policy document shall be approved by the BOD and signed by the BOD President, at a minimum. BOD policies shall not be proscriptive to the point of directly affecting operation of the EMS and VFD.

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- 6) Voting members of the Board shall not be compensated in any manner for their service. Non-voting Board members, i.e., the VFD and EMS Chiefs, are compensated as deemed appropriate by the BOD.
- 7) The BOD President is the executive officer of the Corporation and shall, in general, supervise and control all of the business affairs of the Corporation consistent with fiduciary responsibilities of the Board. The President may delegate specific responsibilities to other Board members as deemed appropriate.
 - The President, or designee shall preside at all meetings of the BOD and the annual meeting.
 - The President shall sign all BOD policy documents.
 - The President shall sign any deeds, mortgages, bonds, contracts, or other instruments which the BOD has authorized to be executed, except in cases where the signing and execution thereof shall be delegated by the BOD, or these Bylaws, or by statute to some other officer or agent of the Corporation.
 - In general, the President shall perform all duties incident to the Office and other such duties as may be prescribed by the Board.
- 8) The Vice President shall, in the absence of the President assume all the duties and responsibilities of the President and shall have all of the powers of and be subject to restrictions placed upon that Office.
- 9) The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation. In conjunction with the respective VFD and EMS Chiefs, the Treasurer shall be responsible for receipt of all monies due and payable to the Corporation from any source, verification of or deposit of all such funds in the name of the Corporation in depositories selected by the BOD. The Treasurer shall provide oversight of routine payments, billings, and expenditures in general in conjunction with the VFD and EMS Chiefs. Non-routine expenditures shall be managed and executed by the Treasurer and the President upon approval of the Board.
- 10) The BOD, acting in conjunction with the Treasurer may authorize the Corporation to enter into any contract or to execute and deliver any instrument in the name of and in behalf of the Corporation.
- 11) The Secretary shall keep minutes of all types of BOD meetings, including so-called 'workshops'. Except as previously noted, all meeting minutes shall be posted to the PP VFD&EMS website and appropriate social media. The Secretary is responsible for ensuring Notices are posted as stated in these Bylaws or as might be required by statute.

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- 12) The 'At-large' Director shall support other Board members and perform such duties as dictated by the Board President.
- 13) The BOD shall utilize consultants as deemed necessary for fulfillment of the Corporations duties. Such consultants may be compensated as determined by the BOD.
- 14) The BOD may establish additional committees beyond the Nominating and Election Committees as deemed necessary and appropriate. A Director shall serve on any such Committee and said Director, or designee, shall be present at any Committee meeting. Each Committee shall select a Chairperson, and each Committee shall maintain membership (numbers) deemed appropriate. Vacancies within Committees shall be filled or left vacant at the discretion of the Committees. Each Committee shall maintain minutes of their meetings and provide such to the BOD Secretary. Committees may be asked to prepare presentations to the Board as directed by the BOD President.

Article Seven – BOD Meetings

1. BOD meetings fall into the following categories:
 - Annual meeting – Refers to the meeting at which election results are presented and new Board members seated. These meetings shall be open to PPOA membership. Minutes of said meeting shall be posted to the PPVFD&EMS website and appropriate social media, as should audio/visual recordings of the meetings.
 - Regular meetings – the BOD shall meet as necessary to fulfill the duties of the Corporation. Such meetings are not open to the PPOA membership. Minutes of said meetings shall be posted to the PPVFD&EMS website and appropriate social media. The Board should attempt to hold quarterly public meetings. Minutes of said meetings shall be posted to the PPVFD&EMS website and appropriate social media, as should audio/visual recordings of the meetings.
 - Special Meetings – A Special meeting can be called by the BOD President or any two (2) Directors. Notice of such a meeting shall be provided either in person, via telephone or electronic media, or by mail or telegram. It is incumbent upon each Director to confirm to the BOD Secretary receipt of the Notice. Absent legitimate reason, i.e., illness, being out-of-area, or personal reasons, failure to confirm receipt of Notice shall preclude said Director(s) from any vote(s) taken during the meeting.
 - Executive Sessions – are meetings where the nature of the issues discussed are not appropriate for public dissemination, at least at that time, Executive sessions may

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be held as part of Regular meetings or as separate meetings. The results of Executive sessions, in particular, any BOD decisions subject to vote, shall be noted in the minutes of the next scheduled public meeting. Minutes of such a session shall be maintained by the BOD secretary and shall not be posted.

Article Eight – Books and Records

The Corporation shall maintain complete and correct records of Corporation activities. In general, the Treasurer shall be responsible for the accuracy and completeness of all financial records, and the Secretary shall be responsible for all meeting minutes and (records of) Notifications, as described herein. Hard-copy records shall be maintained within the premises of the Corporation Offices and on the PP VFD&EMS website, subject to the limitations prescribed herein.

The fiscal year of the Corporation shall begin on the first day of November and end on the last day of October of the following year. The financial records of the Corporation shall be reviewed by an independent Certified Public Accountant within ninety (90) days of the completion of the fiscal year. The results of said review shall be reviewed and approved by the BOD and then shared with the PPOA BOD.

Article Nine – Amendments to These Bylaws


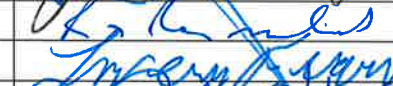
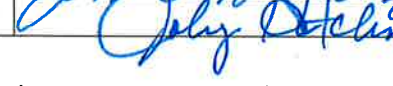


These Bylaws may be amended or repealed and new Bylaws adopted by a majority vote of the voting members of the Board. The Board-approved Bylaws shall be posted and presented to PPOA members for approval at a public meeting. The approved Bylaws shall be submitted to the appropriate County and State agencies. A copy shall be provided to the PPOA BOD.

It is the intention of this Board to amend the status of this non-profit Corporation from 501(C)(4) to 501(C)(3) pursuant to the laws of the State of Texas and the United States of America. These BYLAWS will be revised accordingly subsequent to such change.

We the Directors of this Corporation, consent to and hereby do adopt the foregoing Bylaws as the reinstated Bylaws of the Corporation, subject to approval by the members of the Pecan Plantation Owners Association as indicated below.

Position	Printed Name	Signature

Pecan Plantation Volunteer Fire Department and Emergency Medical Service, Inc.

President	Jeanie Curry	
Vice President	Richard Beardsley	
Treasurer	Ray Reynolds	
Secretary	Lavern Franzen	
At-Large Member	Johnny Hutchison	

Approved at BOD meeting dated 11-8-2025