

By-Laws

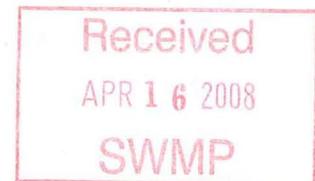
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**East Central Missouri Solid Waste
Management District
Region I**

By-Laws of the Executive Board



Updated: December 6, 2007

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EAST CENTRAL SOLID WASTE MANAGEMENT DISTRICT-REGION I

DISTRICT EXECUTIVE BOARD BY-LAWS

ARTICLE I

MEMBERSHIP

Membership shall consist of one (1) person appointed by the governing body of each county, and the District Planner/Staff person shall be appointed to service as a non-voting member. The counties of FRANKLIN, LINCOLN, MONTGOMERY and WARREN comprise the District.

VOTING

To conduct business, three (3) of the four (4) members shall be present.

REMOVAL OF REPRESENTATIVE

At such time a member misses three (3) meetings in a row, the secretary shall send a letter to the County Commission of said county to request that a new representative be appointed.

OFFICERS

SECTION-1: The Chairman shall be the principal executive officer of the Region and shall in general, supervise and control all of the business and affairs of the Region. He shall, when present, preside at all meetings of the members of the Board. He may sign, with the secretary or any other proper officer of the Region hereunto authorized by the Board, all deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these by-laws to some other officer or agent of the Region, or shall be required by law to be otherwise signed or executed and in general shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Board from time to time.

SECTION-2: In the absence of the Chairman or in the event of his death, inability or refusal to act, the Vice-Chairman shall perform the duties of the Chairman and when so acting, shall have all the powers of and be subject to all the restriction placed upon the Chairman. The Vice-Chairman shall perform such other duties from time to time as may be assigned by the Chairman or by the Board.

SECTION-3: The District Planner/Staff person shall keep the minutes of the Board meetings in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of this agreement or as required by law; be custodian of the Region's documents and see that the seal of the Region is affixed to all documents, the execution of which, keep a register of all members and the representative of each county and their post office address; prepare and cause to be delivered to the Secretary of the State of Missouri, on forms prescribed and furnished by the Secretary of State, between the first day January and the first day of March of each year, an annual report in compliance with the provisions of the statutes of the State of

Missouri; and in general perform all duties incident to the office of Secretary and such other duties from time to time that may be assigned to him by the Chairman of the Board.

SECTION-4: The Treasurer shall secure a "bond" for the faithful discharge of his duties in such sum with surety or sureties as the Board shall determine. He shall have charge and custody of and be responsible for all funds and securities of the Region; receive and file receipts for monies due and payable to the Region from any source whatsoever; deposit all such monies in the name of the region in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VII of these by-laws; and in general , perform all duties incident to the office of the Treasurer and such other duties from time to time that may be assigned to him by the Chairman of the Board.

ARTICLE II

ORDER OF BUSINESS:

SECTION-1: The order of business as for any regular or special meeting of the members of the Board shall be:

- A) Reading and disposal of any unapproved minutes.
- B) Reports of officers and committees.
- C) Unfinished business.
- D) New business.
- E) Adjournment.

SECTION-2: On question of parliamentary procedure not covered by these by-laws, a ruling by the Chairman shall prevail. Roberts Rules of Order shall be observed.

ARTICLE III

LEGAL STATUS:

This Region/District shall be voluntary and joint undertaking of the aforesaid members. It is the intent of the parties herein that this Region/District shall be a separate legal entity.

ARTICLE IV

PURPOSE:

The purpose of the Region shall be to develop a solid waste management plan and implement said plan of behalf of the units of government who are parties to this agreement.

ARTICLE V

POWERS AND DUTIES:

Section-1: The Region shall be a public body corporate and politic and separate legal entity exercising public health, safety and welfare and shall have the following powers:

- A) To adopt and have a common seal and to alter the same at pleasure.
- B) To acquire, hold, use and dispose of the reserves derived from the operation of its facilities and other monies of the Region.
- C) To acquire, hold, use and dispose of other personal property for the purposes of the Region.
- D) To acquire by purchase, gift, lease or otherwise real property and easements therein, necessary or useful and convenient for the operation of the Region subject to all liens thereon, if any, and to hold and use the same and to dispose of property so acquired that it is no longer necessary for the purpose of this Region.
- E) To accept gifts or supplies for the purposes of the Region and to make and perform such agreements and documents as may be necessary or convenient in connection with the procuring, acceptance or disposition of such gifts or grants.
- F) To make and enforce by-laws or rules and regulations for the management and operation of its business and affairs for the use, maintenance and operation of its facilities and any other of its properties and to annul the same.
- G) To do and perform any acts and things authorized by Chapter 70 of the Revised Statutes of Missouri, and by this agreement, under, through or by means of its officers, agents, employees or by contracts with any person.
- H) To enter into any and all contracts, execute any and all instruments, and do and perform any and all acts or things necessary, convenient or desirable for the purpose of the Region or to carry out any powers expressly given by this agreement.
- J) To cause the disposal of solid waste material originating within each Member, pursuant to the contract between the Region/District and each member.
- K) To fix, establish and maintain such rates, tolls, fees, rentals and other charges for the services and facilities of the Region sufficient to pay at all times the costs of maintaining, repairing and operating said facilities, to pay the principal of and interest on bonds of the Region then outstanding, to provide for replacements, depreciation and necessary extensions and enlargements and to provide a margin of safety.
- L) To make or cause to be made studies and surveys necessary or useful and convenient to carrying out the functions of the Region.
- M) To contract with and compensate consultants for professional services including but not limited to architects, engineers, planners, lawyers, accountants, rate specialists and all others found necessary or useful and convenient to the stated purposes of the Region.
- N) To prepare and recommend to member governing bodies, local ordinances or orders governing refuse collection, transportation and disposal regulation of private collection haulers, land use regulations, sanitation, burning of private or public wastes, incineration standards and such other regulations as may be required.
- O) To exercise such powers under the effective disposal of solid waste as are available under then existing laws to each member as is necessary or useful

and convenient to carrying out the functions of the Region within such Member, as such functions are defined by the service contract entered by and between that Member and the Region.

- P) To provide for a system of budgeting, accounting, auditing and reporting of all Region funds and transactions, for a depository and for the bonding of employees.
- Q) To consult with representatives of Federal, State and local agencies, departments and their officers and employees and to contract with such agencies and departments.
- R) To exercise such other powers as are available under then existing law to each Member as is necessary or useful and convenient to carrying out the functions of the Region within such Member as such functions are defined by the service contract entered into by and between that Member and the Region.
- S) To borrow money, make and issue negotiable bonds, certificates, bond anticipation notes, refunding bonds and notes or any part thereof by pledge of any or all of the Region's net revenues and any other funds which it has a right to, or may hereafter have the right to pledge for such purposes.
- T) To decline a request of the governing body, private entity and/or municipality of that county, grant funds if the county governing body does not possess a "member in good standing" status.
- U) To determine if a county is a "member in good standing".
- V) Of a county governing body, request replacement of an Executive Board member who misses three (3) consecutive meetings.

ARTICLE VI

CONTRACTS, LOANS, CHECKS, DEPOSITS AND FUNDS:

SECTION-1: The Board of Directors may authorize any officers or agents to enter into any contract or execute any instrument in the name of and on behalf of the Region, and such Region may be general or confined to specific instances.

SECTION-2: No loans shall be contracted on behalf of the Region and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such Region may be general or confined to specific instances.

SECTION-3: All checks, drafts or other orders for the payment of money, note or other evidence of indebtedness issued in the name of the Region, shall be signed by such officer or officers, agent or agents of the Region and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Chairman and countersigned by the Treasurer of the Region.

SECTION-4: All funds of the Region shall be deposited from time to time to the credit of the Region in such bank, trust companies or other depositories as the Board may select.

SECTION-5: The Board may accept on behalf of the Region any contribution, gift, bequest or device for the general purposes or for any special purpose of the Region.

ARTICLE VII

BOOKS AND RECORDS:

SECTION-1: The Region shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the Board and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members and their representative on the Board. All books and records of the Region may be inspected by any member, his agent or attorney, for any proper Purposes at any reasonable time. The Board shall cause an audit of the records of the Region to be made each year by a competent auditor.

SECTION-2: Meetings can be on a regular basis or special called meetings. Special meeting notices are to be mailed not more than fifteen (15) days before or less than five (5) days before said meeting.

ARTICLE VIII

FINANCING:

SECTION-1: In performance of its duties, the Region may cooperate with, contract with and accept and expend funds from Federal, State or local agencies, public or semi-public, or private individuals or corporations and shall carry out such cooperative undertakings and contracts.

SECTION-2: The Region shall prepare a budget based on calendar years for the operation of the Region, to be adopted in June of the year proceeding the budget.

SECTION-3: The fiscal year of the Region shall begin on the first day of January and end on the thirty-first day of December in each year.

SECTION-4: The Region shall have the power to sublet or rent any property owned or leased and the income therefrom shall accrue to the Region/District.

SECTION-5: The Region shall request each Member to provide in its budget for its share of the Region's budget. Each Member shall pay an amount equal to the per capita cost multiplied by its own population. The population figures shall be determined by the latest regular United States Census and shall be adjusted each time a new census figure is published. The share from each Member shall be due within thirty (30) days of the beginning of the fiscal year.

SECTION-6: A formula as in the preceding section, will be used to determine membership responsibility for any bonds or other forms of indebtedness issued by the Region.

SECTION-7: Any special or budgetary appropriation adopted by the Region shall be a membership requirement of each and every Member. The failure of a Member to pay over to the Region the allotted share, will be considered a withdrawal of that Member and a default of this agreement.

ARTICLE IX

NOT FOR PROFIT

It is expressly understood that the Region is to be operated not for profit.

ARTICLE X

DISSOLUTION AND WITHDRAWAL FROM REGION/DISTRICT

In the event of the withdrawal of any participating Member, such withdrawing Member shall not be entitled to a refund of any monies previously paid and shall stand liable for any outstanding debts to the Region.

ARTICLE XI

HOLDING/DISPOSING OF PROPERTY

The Region shall maintain title to all property in the name of the Region and shall require the District Planner/Staff person to maintain an inventory. Property, materials and serviced shall be acquired or disposed of only upon a majority vote of the quorum attending a duly called meeting. All conveyances of real property owned or held in the name of the Region, shall be made and executed on behalf of the Region by the Chairman or Vice-Chairman and Secretary of the region.

ARTICLE XII

BY-LAWS AMENDMENT

The Executive Board may amend by-laws by the following: At any regular scheduled meeting, or at a special meeting called for that purpose, wherein waivers are signed. A quorum may amend by-laws as needed.

**East Central Missouri Solid Waste
Management District
Region I**

Organizational By-Laws



Updated: December 6, 2007

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EAST CENTRAL SOLID WASTE MANAGEMENT DISTRICT BY LAWS

This agreement is made between the County of Franklin, State of Missouri, herein referred to as Franklin, the County of Lincoln, State of Missouri, herein referred to as Lincoln, the County of Montgomery, State of Missouri, herein referred to as Montgomery, and the County of Warren, State of Missouri, herein referred to as Warren, and the cities within these named counties.

RECITALS

- A) Proper recycling and solid waste disposal is a pressing concern for all counties.
- B) Franklin, Lincoln, Montgomery, and Warren, including member cities within are political subdivisions of the state seeking solutions to the immediate problems of recycling and solid waste disposal.
- C) Franklin, Lincoln, Montgomery, and Warren including member cities within agree that the problems are best addressed through cooperative efforts such as a solid waste management district.
- D) Solid waste management districts are authorized by Section 260.300 RSMo Supp 1990, (et.seq.) and may be created and incorporated in each solid waste management region.
- E) The governing body of any two or more counties within the same region may join together to form a district by adoption of an ordinance of order.
- F) Franklin, Lincoln, Montgomery, and Warren are within the same region and entered into an intergovernmental agreement in 1991 to form the East-Central Missouri Solid Waste Management District. The agreement was amended in 2003 to include cities within these counties.
- G) Article VI, Section 16 of the Missouri Constitution and Section 70.220 RSMo allow any political subdivision of the state to contract and cooperate with any other political subdivision for the planning, development, construction, acquisition or operation of any public improvement or facility, or for a common service.

In consideration of the mutual covenants and agreements contained herein Franklin, Lincoln, Montgomery, and Warren including member cities within covenant and agree as follows:

ARTICLE I-GENERAL TERMS AS TO COUNTIES

- A) There is hereby re-organized a solid waste management district with an alternate management structure which shall be a body corporate of the state and shall be known as "East Central Solid Waste Management District".
- B) Each county and the cities within these counties executing this agreement will become a member and participate in the East Central Solid Waste Management District.
- C) Each county and the cities within these counties shall comply with all applicable laws, ordinances, rules, regulations and requirements now in force or which may hereinafter be put into force.

- D) Each county and the cities within these counties operates independently and has no individual authority to bind or obligate the East Central Solid Waste Management District or other counties without concurrence of the governing bodies of the other counties.
- E) Any county or counties which are within a solid waste management district and the cities within these counties may, in cooperation with the district, require by ordinance or order that any solid waste transported from outside the district to a solid waste processing facility or solid waste disposal area within the district be subject to the same requirements as solid waste originating from within the district as set forth in the solid waste management plan under Section 260.325, including the separation of recyclable or compostable materials from the solid waste stream before entering a district's solid waste management system.

ARTICLE II-GENERAL TERMS AS TO THE DISTRICTS

- A) The East Central Solid Waste Management District shall formally meet, organize, and select Council members (See Article IV) and pay membership fees within ninety (90) days of execution of this agreement.
- B) The East Central Solid Waste Management District shall be governed by the Executive Board and comply with the provision of Sections 260.200 to 260.345.
- C) The East Central Solid Waste Management District may exercise the powers granted to it in Sections 260.200 to 260.345 RSMo.
- D) The authority of the East Central Solid Waste Management District shall not extend to any county and the cities within these counties within the region which has not joined the district.
- E) The East Central Solid Waste Management District may enter into a contract with any city or county within the District to provide all or part of the solid waste management services for the city or county.
- F) The East Central Solid Waste Management District and the counties and the cities within the District may enter into whatever contracts or agreements they deem necessary to fulfill their responsibilities under this chapter.
- G) The East Central Solid Waste Management District may contract with a licensed professional engineer or as provided in Chapter 70 RSMo for the development and submission of a joint plan.
- H) The term "member in good standing" as used throughout this agreement shall mean those individuals duly appointed by a county governing body of a county and the cities within these counties which has timely paid its yearly membership fee.
- I) The term "quorum" as used throughout this agreement shall mean a majority of the Council or Executive Board members who are members in good standing.

- J) This agreement may be executed in counterparts, which taken together shall be one agreement.
- K) All previous agreements to form the East Central Solid Waste Management District are canceled upon execution of this agreement.

ARTICLE III-FINANCES

- A) Each county and each city with a population in excess of 500 people shall pay an annual membership fee each January 31st. The membership fee total will be determined annually by the full council of the East Central Missouri Solid Waste Management District and allocated to each county based upon a percentage of the District's unincorporated population. Likewise, the membership fee total allocated to cities with a population greater than 500 shall be determined annually by the full council and allocated based upon a percentage of the District's incorporated population.¹
- B) A change in the membership formula, or a decrease/increase in membership fees, or any additional fee levied by the East Central Solid Waste Management District requires approval by majority of the Council members in good standing who are present and voting. The addition of a new member to the solid waste management district shall not alter any membership fee already paid by other district members; the change in "percentage per county" for membership fees created by the addition of a new member county shall be prospective only.
- C) New members joining the East Central Solid Waste Management District after September 1st each calendar year shall not be obligated to pay membership fees for the remainder of the calendar year. New members shall be liable for membership fees each year thereafter.
- D) No bills, expenses, or indebtedness in excess of \$500 shall be incurred without approval of a simple majority of the Executive Board members in good standing, who are present and voting.

ARTICLE IV-COUNCIL

- A) The Council shall consist of:
 - Two members and one alternate appointed by the Franklin County Commission;
 - Two members and one alternate appointed by the Lincoln County Commission;
 - Two members and one alternate appointed by the Montgomery County Commission;
 - Two members and one alternate appointed by the Warren County Commission;

¹ Adopted December 6, 2007

Two members and one alternate appointed by the governing body of any county which, by adoption of an ordinance or order and execution of this agreement, joins the East Central Solid Waste Management District.

One member and one alternate appointed by the governing body of each city within a member county with a population over 500;

One member and one alternate appointed by the governing body of any city within a member county with a population under 500 which, by adoption of an ordinance or order and execution of this agreement, joins the East Central Solid Waste Management District.

- B) The Council shall call at least one meeting per annum; and shall be used to transact District business. A majority of the council, or alternates, shall constitute a quorum.²
- C) Council members shall serve a term of two years and may be reappointed by their governing body thereafter.

ARTICLE V-COUNCIL POWERS

- A) The Council may exercise the powers granted to it in Sections 260.200 to 260.345 RSMo.
- B) The Council shall:
 - 1) Meet and organize itself within ninety (90) days of the execution of this agreement;
 - 2) Select a chairperson and such other officers as it deems appropriate;
 - 3) Establish the terms of office for members of the Executive Board;
 - 4) Shall call at least two (2) meetings per annum and upon the call of either the Chairperson of the Council or the Chairperson of the Executive Board; and
 - 5) Review and act upon the solid waste management plan recommended by the Executive Board.
- C) The Council shall take no action nor select any officer nor conduct any meeting unless a quorum is present.
- D) The council chairperson is entitled to the tie-breaking vote in the event of a tie vote.
- E) Shall amend by-laws by the following: At any regular meeting, or at a special meeting called for that purpose, wherein waivers are signed. A quorum may amend by-laws as needed.

² Adopted December 6, 2007

ARTICLE VI-EXECUTIVE BOARD OFFICERS

- A) The Executive Board shall consist of:
- One (1) member appointed by the Franklin County Commission;
 - One (1) member appointed by the Lincoln County Commission;
 - One (1) member appointed by the Montgomery County Commission;
 - One (1) member appointed by the Warren County Commission;
 - One (1) member appointed by the governing body of any county which, by adoption of an ordinance or order and execution of this agreement, joins the East Central Solid Waste Management District.
- The District planner/staff person shall be appointed as a non-voting member.
- B) The Executive Board officers shall consist of:
- Chairperson
 - Vice-Chairperson
 - Treasurer
- C) The Executive Board shall first meet within thirty (30) days of the execution of this agreement.
- D) The Chairperson shall preside over Council meetings, keep order, manage the proceedings and govern the administrative details of the District's business. The Chairperson is entitled to the tie-breaking vote in the event of a tie vote.
- E) The Vice-chairperson shall act in the place of the Chairperson in the event that the Chairperson is unable to attend to the Chairperson's duties.
- F) Any individual may be appointed Secretary by the Executive Board.
- G) The Secretary of the East Central Solid Waste Management District Executive Board shall be responsible for tasks, assigned by the Executive board and scheduling meetings and mailing an agenda to each Council/Executive Board member. Agendas shall be mailed no more than thirty (30) days and no less than seven (7) days prior to the meeting. Each county is responsible for posting the agenda. No matter shall be taken up at a Council meeting unless it appears on the agenda.
- H) The Secretary's duties shall also consist of keeping the District's records, the official correspondence, giving and receiving notices.
- I) The Treasurer's duties shall consist of the collection, receipt, custody, and disbursement of the District's funds.
- J) Any member of the Executive Board may be replaced by the governing body of the county which made the appointment. Vacancies shall be filled in the same manner. Any vacancy in the office of Chairperson, Vice-Chairperson, or Treasurer shall be filled at the

next duly called meeting of the Executive Board in the same manner as Executive Board elections.

ARTICLE VII-EXECUTIVE BOARD POWERS

- A) The Executive Board may exercise the powers granted it in Sections 260.200 to 260.345 RSMo.
- B) The Executive Board may adopt, alter or repeal its own by-laws, rules and regulations governing the manner in which its business may be transacted.
- C) The Executive Board may apply for and accept grants, gifts or appropriations from the public or private sector, make all expenditures which are incidental and necessary to carry out its purposes and powers, and take such action, enter into such agreements and exercise all other powers and functions necessary or appropriate to carry out the duties and purposes of Sections 260.200 to 260.345 RSMo.
- D) The Executive Board shall submit to the Department of Natural Resources a plan for solid waste management system servicing areas within its jurisdiction which has been approved by the Council. The Executive Board shall comply with all legal requirements imposed by Section 260.325 RSMo.
- E) The Executive Board shall, from time to time, submit revision of its plan, which has been approved by the Council, as the Executive Board deems necessary or as the Department of Natural resources may require.
- F) The Executive Board shall consider the model plan prepared by the Department of Natural Resources pursuant to Section 260.225.2 RSMo, Supp. 1990 in developing the district's solid waste management plan.
- G) The Executive Board shall hold at least one public hearing in each county in the district when it prepared a proposed plan or substantial revisions to a plan in order to solicit comments on the plan.
- H) The Executive Board's solid waste management plan shall comply with all legal requirements, including, but not limited to, those requirements set forth in Section 260.325 RSMo, Supp. 1990.
- I) The board shall periodically review the District's solid waste management plan for the purpose of evaluating the district's progress in meeting the requirements and goals of the plan, and shall submit plan revisions to the department once approved by the council.
- J) In the event the Department of Natural Resources disapproves any plan or part of a plan submitted by the District, The Executive Board shall within sixty (60) days revise and resubmit the plan for approval or request a hearing pursuant to Section 260.235 RSMo.
- K) The Executive Board shall:

- 1) Review and comment upon application for permits submitted pursuant to Section 260.205, for solid waste processing facilities and solid waste disposal areas which are to be located within the region or, if located in an adjacent region, which will impact solid waste management practices within the region;
 - 2) Prepare and recommend to the Council a solid waste management plan for the district;
 - 3) Identify illegal dump sites and provide all available information about such sites to the appropriate county prosecutor and to the department;
 - 4) Establish an education program to inform the public about responsible waste management practices;
 - 5) Establish procedures to minimize the introduction of small quantities of hazardous waste, including household hazardous waste, into the solid waste stream;
 - 6) Assure adequate capacity to manage waste which is not otherwise removed from the solid waste stream;
 - 7) Appoint one or more geographically balanced advisory committees composed of the representatives of commercial generators, representatives of the solid waste management industry, and two citizens unaffiliated with a solid waste facility or operation to assess and make recommendations on solid waste management;
 - 8) Have the authority to decline a request of the governing body, private entity and/or municipality of that county, grant funds if the county governing body does not possess a "member in good standing" status;
 - 9) To determine if a county is a "member in good standing" as according to Article II, Section H; and
 - 10) Of a county governing body, request replacement of an Executive Board member who misses three (3) consecutive meetings.
- L) The Executive Board may enter into contracts with any person for services related to any component of the solid waste management system. Bid specifications for solid waste management services shall be designed to meet the objectives of Sections 260.200 to 260.345 RSMo, encourage minority and women owned business to engage and compete in the delivery of waste management services and to minimize the long-run cost of managing solid waste. Bid specifications shall enumerate the minimum components and minimum quantities of waste products which shall be recycled by the successful bidder. The Board shall divide the district into units to maximize access for minority and women owned businesses when it requests bids for solid waste management services.
- M) No person shall serve as member of the council or of the Executive Board who is a stockholder, officer, agent attorney or employee or who is in any way pecuniarily interested in any business which engages in any aspect of solid waste management regulated under Sections 260.200 to 260.345; provided, however, that such member may own stock in a publicly traded corporation which may be involved in waste management as long as such holdings are not substantial.

ARTICLE VIII-NEW MEMBERS

- A) Any county including cities within the county located within the solid waste management region may join East Central Solid Waste Management District by petitioning the Chairperson of the East Central Solid Waste Management District Executive Board.
- B) Applicant's petition shall state the name of the governing body, the address of its government office, the names of the officers of its governing body, and a certified copy of an order naming the members and alternate the governing body has duly appointed to represent the applicant on the Council, and in the case of counties the individual the governing body has duly appointed to represent the applicant county on the Executive Board an executed copy of this agreement.
- C) Upon the receipt of the petition the Chairperson shall advise the Treasurer who shall calculate the membership fee according to the formula in Article III. The Treasurer shall not prorate this fee in any amount. The Secretary shall notify the applicant's governing body of the full membership fee due to the East Central Solid Waste Management District if the applicant joins before September 1st. If the applicant joins subsequent to September 1st, membership fees are waived for the remainder of the calendar year.
- D) Upon the Treasurer's receipt of the membership fees due, if applicable, the applicant county through its duly appointed representatives to the District shall be a member in good standing in the East Central Solid Waste Management District.

ARTICLE IX-DISSOLUTION

- A) The East Central Solid Waste Management District may be dissolved by a vote of the governing body of a majority of the counties who are members in good standing.
 - 1) Any Council or Executive Board member in good standing may make a written request to the Chairperson of the Executive Board to call a special meeting of the Council and Executive Board.
 - 2) Within ten (10) days of receipt of the written request to call a special meeting to consider dissolution, the Executive Board Chairperson shall direct the Secretary to schedule a special meeting for the Council and Executive Board members. The meeting shall be scheduled no more than thirty (30) days from the Chairperson's receipt of request for dissolution and no less than seven (7) days after the Chairperson's receipt of a request for dissolution.
 - 3) At the special meeting, any member in good standing of the Council or of the Executive Board may speak in favor or against dissolution and upon close of all comments, the Chairperson shall put the question of dissolution of the East Central Solid Waste Management District by way of the resolution to the members in good standing of the Council and the Executive Board for a vote.
 - 4) A resolution to dissolve the District shall pass if at least two-thirds (2/3) of the votes cast by all the Council members and Executive Board members present at the special meeting vote in favor of the resolution to dissolve the District.

- B) Upon the adoption of such a resolution by the members in good standing, the East Central Solid Waste Management District shall cease to conduct its affairs except in so far as may be necessary for the proper winding up thereof.
- C) The Secretary of the Executive Board shall immediately cause the notice of the proposed dissolution to be mailed to each known creditor of the district and to each county governing body represented in the district.
- D) The Treasurer of the Executive Board shall collect any assets and funds of the district and distribute them in order to satisfy creditors.
- E) The Treasurer of the Executive Board shall disburse any remaining monies to the counties participating in the district on the same percentage basis as membership fees are paid.

ARTICLE X-TERMINATION

- A) This agreement terminates December 31, 2016.³
- B) This agreement may be terminated by any county hereto at any time by giving six (6) months prior written notice to the other counties within the district at the appropriate county seat and the Secretary of the East Central Solid Waste Management District.
- C) This contract will automatically renew January 1st of every year for ten (10) successive one (1) year periods.
- D) Upon termination, a county and the member cities located within will not be liable for any future expenses, fees, or contractual obligations of the East Central Solid Waste Management District. However, each county and the member cities located within shall remain legally liable for any expenses, fees, or contractual obligations incurred to termination.

³ Adopted December 6, 2007