

# **JEFFERSON-BELMONT REGIONAL SOLID WASTE MANAGEMENT AUTHORITY BYLAWS**

## **ARTICLE I: DATES**

### Section 1. Date Adopted

These Bylaws of the Jefferson/Belmont Solid Waste Management Authority were adopted by the Board of Trustees of the Jefferson-Belmont Solid Waste Management Authority on the date stated on the last page of said Bylaws.

### Section 2. Effective Date

These Bylaws shall become effective on the date noted at the designated space on the last page of this document.

## **ARTICLE II: DEFINITIONS**

- (a) "Authority Board" refers to the Board of Trustees of the "Jefferson-Belmont Regional Solid Waste Authority", as provided for in RC 343.011.
- (b) "Authority Board Member" refers to the individual members of the Board of Trustees of the Jefferson-Belmont Regional Solid Waste Authority.
- (c) "Jefferson-Belmont Regional Solid Waste Authority", aka "Regional Authority", is the Regional Solid Waste Authority established pursuant to RC 343.011, whose jurisdiction encompasses the entire geographical area within the political boundaries of Jefferson and Belmont Counties, located in east central Ohio.

## **ARTICLE III: PURPOSES**

The purpose of this Authority Board is to implement the provisions of House Bill 592, as amended, as it relates to Jefferson County and Belmont County, and the political subdivisions within the geographical boundaries of these two counties located in east central Ohio. Such provisions include, but are not limited to:

(a) To prepare, adopt, and submit for approval to the Ohio Environmental Protection Agency, a solid waste management plan of the Authority in compliance with the provisions of Revised Code Chapter 3734;

(b) To levy fees on the disposal of solid wastes at solid waste disposal facilities located within the Jefferson-Belmont Regional Solid Waste Management District, subject to the provisions of Revised Code 3734.57(C);

(c) To prepare, adopt, and submit for approval to the Ohio Environmental Protection Agency the District amended solid waste plan(s) required by and subject to the provisions of Revised Code 3734.56;

(d) Since at least 1998, Ohio EPA, the Authority Board, and both Belmont and Jefferson Counties have interacted and operated under the assumption that the Authority Board is a duly organized and authorized Regional Solid Waste Management Authority under Revised Code 343.011.

### **ARTICLE III: MEMBERSHIP**

#### **SECTION 1. Members**

(a) There shall be a minimum of 14 members of the Authority Board. There shall be a maximum of 15 members of the Authority Board. All members shall be as specified in the provisions of Revised Code 3734.54(C). Accordingly, members of the Authority Board shall be as follows:

(i) From each participating county, the Chair of the Board of County Commissioners, or said Chair's designee.

(ii) From each participating county, the Chief Executive Officer of the municipal corporation having the largest population within the boundaries of the county or said Chief Executive Officer's designee.

(iii) From each participating county, the Health Commissioner of the health district having the largest territorial jurisdiction within the county or said Health Commissioner's designee.

(iv) From each participating county, a member representing the townships within each county. The representative of the Boards of

Township Trustees from both counties shall be designated by a Resolution designating the name of the representative passed by the Township Trustees' Association of both counties. A copy of said Resolution from both counties' Township Trustees Association shall be submitted to the Chair, Secretary, or Executive Director of the Authority Board.

Once the Resolution from each counties' Township Trustees Association is presented at a regular meeting, or special meeting of the Authority Board, the township representative shall immediately become a regular member of the Authority Board.

(v) From each participating county, one member representing the public within each county of the district shall be selected by the first 4 statutory members of the Authority Board from each county, those being the County Commission's representative, the largest municipal corporation's representative, the largest Health District's representative, and the township trustees' representative.

The name shall be submitted in writing to the Chair, Secretary, or Executive Director of the Authority Board. Once the writing is presented at a regular meeting, or special meeting of the Authority Board, the public's representative shall immediately become a regular member of the Authority Board.

(vi) From each participating county, one member to be appointed by the first 4 members of the Authority Board from each county, those being the County Commission's representative, the largest municipal corporation's representative, the largest Health District's representative, and the township trustees' representative, who shall represent the general interest of citizens ("GICR"). The GICR shall have no conflict of interest through affiliation with as waste management company, or with any entity that is a significant generator of solid wastes. The GICR shall be selected in accordance with the provisions of Revised Code 3743.54(C).

The name shall be submitted in writing to the Chair, Secretary, or Executive Director of the Authority Board. Once the writing is presented at a regular meeting, or special meeting of the Authority

Board, the public's representative shall immediately become a regular member of the Authority Board

(vii) From each participating county, a representative of a generator of solid waste from the private sector, that being the industrial, and/or the commercial segment of the economy. Said private sector representative shall be chosen by a majority of the first 4 statutory members of the Board from each county, those being the County Commission's representative, the largest municipal corporation's representative, the County's largest Health District's representative, and the township trustees' representative. The method of selection utilized by each participating county shall be left to the discretion of the contingent of each county.

The name shall be submitted in writing to the Chair, Secretary, or Executive Director of the Authority Board. Once the writing is presented at a regular meeting, or special meeting of the Authority Board, the villages' representative shall immediately become a regular member of the Authority Board

(viii) One additional public member from each county who shall be appointed as provided in Revised Code 3734.54(C). In the event that there is an even number of counties in the joint district this additional public member shall be appointed by all other members of the Board as set forth in subsections (i) through (vii) herein.

## SECTION 2. Designees

(a) The designee of the Chair of the Board of County Commissioners shall be determined by a letter from the Chair of the Board of County Commissioners to the Chair, Secretary, or Executive Director of the Authority Board identifying the name of the designee, and the term that said designee shall serve on the Authority Board.

(b) The designee for the Chief Executive Officer of the largest municipality in the county shall be determined by a letter from the Chief Executive Officer to the Chair, Secretary, or Executive Director of the Authority Board identifying the name of the designee, and the term that said designee shall serve on the Authority Board.

(c) The designee for a Health Commissioner of a Board of Health shall be determined by a letter to the Chair, Secretary, or Executive Director of the Authority Board identifying the name of the designee, and the term that the designee shall serve on the Authority Board.

(d) There shall be no designee for the following Authority Board members: the GICRs, the waste generators' representatives, the township trustees' representatives, and the public's representative, as there are no provisions for such designees in Revised Code 3734.54(C).

(e) A Chair of the Board of County Commissioners, a Chief Executive Officer of the largest municipality, or a Health Commissioner member of the Authority Board, who is unable to attend a specific meeting of the Authority Board may select a designee to represent that Authority Board member at that specific meeting with full member and voting privileges. The Authority Board regular member shall submit a letter to the Chair, Secretary, or Executive Director of the Authority Board identifying the name of the designee, and identifying the date of the meeting at which said designee is to serve on the Authority Board.

### SECTION 3. Terms of Office

The terms of office for each member shall be as follows:

(a) For the Board of County Commissioners representative, the term of the Authority Board member shall be 1 year, unless the Chair of the Board of County Commissioners designates otherwise.

(b) For the Chief Executive Officer of the municipal corporation having the largest population within the boundaries of the county, the term of the Authority Board member shall be for length of said Chief Executive Officer's term of office and/or employment.

(c) For the Health Commissioner's representative, the term of the Authority Board member shall be for the term of said Authority Board member's appointment by the respective Board of Health.

(d) For the member representing the Township Trustees, the term of the Authority Board member shall be as determined by the Township Trustee Association in each county.

(e) For any designee, the term of membership on the Authority Board shall be two years with each term ending on the same day of the same month of the term that it succeeds and they shall hold office from the date of their appointment until the end of the term for which they were appointed. The appointing authority, however, retains authority to change designation of a representative to the Authority Board. In order to change a designee, an appointing authority need only follow the provision in Article III, Section 2 above.

#### SECTION 4. Substitutes

(a) Members unable to attend a specific meeting of the Authority Board may send a substitute to that meeting.

(b) A duly authorized substitute shall announce himself or herself to be the substitute representative for the member at the roll call.

(c) The substitute representative shall not be counted toward the establishment of a quorum.

(d) The substitute representative may participate in all discussions of the Authority Board.

(e) The substitute representative may not make a motion, second a motion, nor vote on any motion.

#### SECTION 5. Vacancies

(a) A vacancy on the Authority Board of a GICR member, or waste generator representative shall be filled in the same manner as the original appointment. A member appointed to fill a vacancy in either of these 2 Authority Board positions, that occurs prior to the expiration date of the term for which the predecessor member was appointed, shall be a regular member of the Authority Board for the remainder of the predecessor's term of membership on the Authority Board.

(b) All other vacancies shall be filled in the same manner as the original appointments.

## **ARTICLE IV: MEETINGS**

(a) The Authority Board shall hold an annual organizational meeting in January of each year, or as soon thereafter as is practical. The purpose of said annual organizational meeting is to establish regular meeting dates, times, and places, to elect Authority Board officers, and to transact Authority Board business. That organizational meeting shall be held at such date, time, and place as may be fixed by the Authority Board at its regular meeting in each preceding November or December. If the Authority Board fails to set the date, time, and place of the succeeding year's organizational meeting on or before the third Monday in December of any year, the Authority Board Chair or Executive Director shall do so before 31 December of any year.

(b) The dates, times, and places of regular meetings of the Authority Board shall be established for each calendar year by a motion adopted by the Authority Board at its organizational meeting. The dates, times, and places of any regular meeting may be changed by the Chair or Executive Director by providing 72 hours notice to all members of the Authority Board. Said notice shall be provided in writing if time permits. If the need to change the date, time, or place of a meeting becomes apparent in less than 5 days prior to the originally scheduled date, time, or place, then email, telephone, or other electronic communication notice is acceptable. When an electronic communication is utilized under this paragraph, notice shall be provided by at least 2 different types of electronic communication.

(c) Special meetings may be called by the Chair, or any 3 Authority Board members. Notice of a special meeting shall set forth the time, date, place, and purpose thereof. The location of a special meeting shall be within the geographical boundaries of Jefferson or Belmont Counties. The Chair or group of 3 Authority Board members who call a special meeting shall provide the requisite notice described above to each Authority Board member at least 72 hours prior to the scheduled special meeting. Said notice shall be provided in writing if time permits. If the need to schedule meeting becomes apparent in less than 5 days prior to the planned date of the special meeting, then email, telephone, or other electronic communication notice is acceptable. When an electronic communication is utilized under this paragraph, notice shall be provided by at least 2 different types of electronic communication.

If an Authority Board member is present at, and casts a vote during a special meeting, said member waives any objection to not having received notice of said special meeting.

## SECTION 2. Quorum

A quorum of the Authority Board shall consist of a majority of the members serving at the time.

## SECTION 3. Voting

- (a) All actions of the Authority Board shall be by resolution or motion.
- (b) A majority vote of Authority Board members present at a meeting shall determine approval of a motion with the following exceptions, each of which require a two-thirds majority vote of Authority Board members:
  - (i) Amendments to or revision of the Authority Board's Bylaws;
  - (ii) The removal of an Authority Board officer from Authority Board office.
- (c) Absentee voting shall not be permitted.
- (d) All Members of the Authority are entitled to voting privileges at all meetings.

## SECTION 4. Attendance

- (a) Authority Board members are urged to faithfully attend all Authority Board meetings in order that official business of the Authority Board may be conducted in a dependable and timely basis, and so that the citizens represented by each Authority Board member may be well served.
- (b) Authority Board members who have 3 consecutive unexcused absences from Authority Board meetings, or are absent for any reason from 50 percent of Authority Board meetings in any given calendar year, shall be subject to removal from the Authority Board as provided in Article 5, Section 5.

Exceptions to this provision of the Bylaws may be granted by a majority vote of the Authority Board members upon a showing of good cause.

(c) A vacancy created by the Authority Board's exercising its power under paragraph (b) above, shall be filled as provided in Article 5, Section 4.

## **ARTICLE V: OFFICERS**

### **SECTION 1. Elected Officers**

(a) Officers of the Authority Board shall be a Chair, Vice Chair, and Secretary. The Chair, Vice Chair, and Secretary shall be chosen from the membership of the Authority Board.

(b) The Authority Board may create additional offices, and elect other officers as it sees fit from time to time. These optional Authority Board offices shall be created by a majority of the Authority Board members as provided in Article IV, Section 3 of these Bylaws. Officers to fill these optional Authority Board offices shall be elected from the membership of the Authority Board, by a majority of the Authority Board members as provided in Article IV, Section 3 of these Bylaws.

(c) The Board shall elect at its annual organizational meeting a Chair, a Vice Chair, and a Secretary.

(d) The Board shall designate at its annual organizational meeting, the Fiscal Officer of the Authority and the Treasurer of the Authority as set forth in Article VI, Section 4 herein.

If an individual is an Authority Board Chair, Vice Chair, or Secretary, and also is the designated Authority Board fiscal agent or Authority Board Treasurer, then said individual shall act only in the capacity as fiscal agent or Treasurer, when the action of more than one Authority Board officer is required.

(e) Except in the case of death, disqualification, removal, or resignation, an Authority Board officer shall serve until a successor has been duly elected or designated.

(f) Any Authority Board officer may resign from the officer position by providing written notice to the Authority Board Chair, Secretary, or Executive Director. Said resignation become effective immediately upon receipt thereof by the Authority Board Chair, Secretary, or Executive Director.

## SECTION 2. Term of Office

(a) The term of office for Authority Board officers shall be from their election at an organizational meeting, until the organization meeting of the immediately succeeding year. All Authority Board officers shall continue in each respective office until re-elected, or replaced by the election of another individual at a succeeding organizational meeting.

(b) Authority Board officers may be re-elected.

## SECTION 3. Election Of Officers

(a) Elections of officers shall be held at the organizational meeting, which should be held in January of each calender year.

(b) Each nominee, if present, shall indicate by verbal agreement, a willingness to serve in that office. If that nominee is not present, a letter of acceptance from that nominee may be presented from the floor by an Authority Board member.

(c) Election shall be achieved by a simple majority of the members present at the organizational meeting, or the meeting at which the election is conducted.

(d) Officers shall take Authority Board office at the meeting during which the officer is elected.

#### SECTION 4. Vacancy In Office

(a) In the event of a vacancy in the office of the Chair, the Vice Chair shall vacate the office of Vice Chair and assume the office of Chair for the remainder of the former Chair's term.

(b) In the event of a vacancy in the office of Vice Chair, the Authority Board shall elect a succeeding Vice Chair to serve the remainder of the former Vice Chair's term.

(c) In the event of a vacancy in the office of Secretary, the Authority Board shall elect a succeeding Secretary to serve the remainder of the former Secretary's term

(d) Any officer may resign at any time by notice in writing, delivered to the Authority Board's Chair, Vice Chair, or Executive Director.

#### SECTION 5. Removal from Office

(a) The Authority Board is authorized generally to control the action of its officers, and to require performance of duties in addition to those mentioned herein. All duly elected officers of the Authority Board are subject to removal from office by the following procedure:

(i) A member may propose a Motion at a meeting of the Authority Board at which a quorum of Authority Board members are present. Said Motion is subject to the normal motion process under Robert's Rules of Order.

(ii) The removal from office of an Authority Board officer shall be effective upon a two-thirds majority vote of the quorum of Authority Board members present at the meeting at which the Motion was proposed and seconded pursuant to subparagraph "i" above.

#### **ARTICLE VI: DUTIES OF OFFICERS**

In addition to, and in conjunction with the following specifically described responsibilities and powers of Officers of the Authority Board, the Authority Board may, from time to time, delegate and/or empower Authority Board Officers to perform additional duties.

## SECTION 1. Chair

(a) The Chair shall have the responsibilities and powers specifically provided thereto in other provisions of these Bylaws. In addition to, and in conjunction with said specifically designated responsibilities and powers, the Chair shall have the following responsibilities and powers:

- (i) To preside at meetings of the Authority Board.
- (ii) To designate the date, time and place of special meetings as provided at Article 4, Section 1.
- (iii) To execute all authorized instruments, including but not limited to, contracts, bonds, notes, and other obligations, in the name of the Authority Board when authorized to do so by a majority vote of the Authority Board at a meeting of said Authority Board.
- (iv) To generally supervise the business and the affairs of the Authority Board, subject to the direction of the Authority Board.
- (v) To perform such other duties and have such additional powers as the Authority Board may delegate from time to time by a majority vote of the Authority Board at a meeting of said Authority Board.
- (vi) To take action on part of the Authority Board which is in the best interest of the Authority Board, or to protect and to preserve the best interest of the Authority Board, in emergency situations, and when circumstances make obtaining prior approval of the Authority Board impossible or impractical.

## SECTION 2. Vice Chair

When the Chair is absent or unable to perform the duties of Chair, or when the circumstances prevent the Chair from acting, the Vice Chair, if any, shall perform all of the duties of the Chair.. In such case, the Vice Chair shall have all of the powers and authority of the Chair, and any instruments executed by the Vice Chair under such circumstances shall be valid and binding upon the Authority Board as if executed by the Chair. The Vice Chair also shall perform other duties as the Authority may require.

### SECTION 3. Secretary

The Secretary shall take and keep records of all meeting of the Authority Board, conduct such correspondence of the Authority Board as instructed by the Chair, perform the usual duties of the office of Secretary to the Authority Board, including but not limited to the giving of official notices, certifying as to copies of records, and performing such other duties as the Authority Board may require.

### SECTION 4. Fiscal Officer, Treasurer

The members of the board shall do one of the following:

(a) Designate the county auditor, including any other official acting in a capacity similar to a county auditor under a county charter, of a county participating in the joint district as the fiscal officer of the district, and the county treasurer, or other official acting in a capacity similar to a county treasurer under a county charter, of that county as the treasurer of the district.

The designated county officials shall perform any applicable duties for the district as each typically performs for the county of which he is an official, except as otherwise may be provided in any bylaws or resolutions adopted by the board of trustees. The board of trustees may pay to that county any amount agreed upon by the board of trustees and the board of county commissioners of that county to reimburse that county for the cost properly allocable to the service of its officials as fiscal officer and treasurer of the joint district.

(b) Appoint one individual who is neither a county auditor nor a county treasurer, and who may be an employee of the district, to serve as both the treasurer of the district and its fiscal officer. That individual shall act as custodian of the funds of the board and the district and shall maintain all accounts of the district. Any reference in this chapter or Chapter 3734 of the Revised Code to a county auditor or county treasurer serving as fiscal officer of a district or custodian of any funds of a board or district is deemed to refer to an individual appointed under division (B)(2) of this section.

The fiscal officer of a district shall establish a general fund and any other necessary funds for the district.

The Fiscal Officer of the Authority Board shall keep accurate financial accounts and hold the same open for examination by the Authority Board, and

otherwise shall have such duties and authority as are incident to the office of the Fiscal Officer of a Regional Joint Solid Waste Authority Board established under Revised Code 343.01. Upon the Authority Board's designating a successor Fiscal Officer, the former Fiscal Officer shall transfer possession of all property, books, and papers of the Authority Board to the successor Fiscal Officer within a reasonable time. For purposes of the Section, a reasonable time shall be 7 calendar days.

(c) The Treasurer of the Authority Board shall be the custodian of all funds and securities and similar property belonging to the Authority Board, including any moneys received by the Authority from fees levied under subparagraphs (B)(1) through (B)(3) of Revised Code 3734.54, which shall be kept in separate and distinct funds to the credit of the Authority Board. The Treasurer shall also keep accurate financial accounts and hold the same open for examination of the Authority Board, and otherwise shall have such duties and power as are incident to the office of treasurer of a political subdivision of the State of Ohio as provided in the Revised Code. Upon the Authority Board's designating a successor Treasurer, the former Treasurer shall transfer possession of all property, books, and papers of the Authority Board to the successor Treasurer within a reasonable time. For purposes of the Section, a reasonable time shall be 7 calendar days.

(d) The depositories for the safekeeping of the moneys of the Authority Board shall be selected, at a public meeting, by a majority vote of a quorum of the Authority Board. The procedures for deposit and withdrawal of such moneys shall be established in accordance with the applicable provisions of the Revised Code. Moneys of the Authority Board as are not then required to be available for expenditure may be invested in any obligations in which moneys of the Authority Board are authorized to be invested by the applicable provisions of the Revised Code.

## **ARTICLE VII: COMMITTEES AND SUBCOMMITTEES AND EXECUTIVE COMMITTEE**

The Authority Board may create committees and subcommittees of the Authority Board, and may delegate to such committees and subcommittees such powers and duties of the Authority Board as it shall deem appropriate, and as may be permitted by law.

## SECTION 1. Committees and Subcommittee Members

- (a) Members of committees and subcommittees shall be appointed by the Chair of the authority. Efforts shall be made to assure that each committee and subcommittee consists of at least one member from each participating county.
- (b) Each committee and subcommittee shall designate an individual as Chair thereof.
- (c) Unless provided otherwise by the Authority Board, each committee and subcommittee shall regulate its own procedure.
- (c) The Authority Board Chair shall serve as *ex officio* member of each Authority Board committee and subcommittee.

## SECTION 2. Technical Advisory Committee

The Authority Board may establish and maintain a Technical Advisory Committee ("TAC") as authorized by paragraph (F) of Revised Code 3743.54. The TAC shall assist the Authority Board in the development and updating of the Authority Board solid waste management plan.

## SECTION 3. Duties and Responsibilities of Committees and Subcommittees

- (a) Each committee and subcommittee shall submit reports of progress to the Authority Board on a quarterly basis, that is at meetings of the Authority Board in March, June, September, and December of each calendar year.
- (b) Committees and subcommittees shall provide a report to the Authority Board at any other time when required to do so by a majority vote of a quorum of the Authority Board, or when requested to do so by the Chair or Executive Director.

## SECTION 4. Executive Committee

There shall be an Executive Committee consisting of at least the Board Officers (chair, vice chair, secretary). Such Executive Committee, by a majority vote of its members, shall have authority to perform any act, between meetings of the full Board, which is necessary for or in the furtherance of any business matter previously

approved by the full Board. No such act between full Board meetings, however by the Executive Committee, shall be binding upon the Belmont Jefferson Regional Solid Waste Authority, until ratified thereafter by the full Board at the next meeting.

## **ARTICLE VIII: AUTHORITY PERSONNEL**

### **SECTION 1. Executive Director**

The Authority Board shall appoint an Executive Director to manage the offices, and the day-to-day business operation of the Authority Board. The Executive Director shall hire the necessary staff, with the Authority Board's approval, to manage the daily affairs of the Authority Board, and to implement and to manage the Authority Board's Integrated Solid Waste Management Plan.

### **SECTION 2. Legal Advisor**

(a) The Authority Board may contract with the county prosecutors office of a participating county for the services of an assistant prosecutor to provided legal opinions and instruct the Authority Board on legal issues pertaining to the operations of a solid waste district.

(b) In addition to, or in the alternative to paragraph (a) above, the Authority Board may contract for legal services with an attorney licensed to practice law in the State of Ohio of the Authority Board's choosing.

(c) The Authority Board shall contract for legal services under paragraphs (a) and/or (b) above, on an annual basis.

### **SECTION 3. Financial Advisor**

(a) In addition to the Fiscal Officer appointed under Article 6, Section 4, the Authority Board may create the position of Authority Board Financial Advisor.

(b) The Authority Board may employ an individual as its Financial Advisor to fill the position created under paragraph (a) above.

(c) The Authority Board may set the compensate for the position of Financial Advisor as its sees fit.

(d) The Financial Advisor shall assist the Authority Board in keeping accurate financial accounts and hold the same open for examination by the Authority Board.

(e) The Financial Advisor shall assist the Authority Board in all financial, budgetary, and accounting matters as requested by the Authority Board, the Chair, or the Executive Director.

#### SECTION 4: Consultants

The Authority Board may employ consultants to assist the Authority Board in designing, implementing, and updating the Authority Board's solid waste management plan.

#### SECTION 5: Records Assistant

(a) In addition to the Secretary appointed under Article 6, Section 5, the Authority Board may create the position of Authority Board Records Assistant.

(b) The Authority Board may employ an individual as its Records Assistant to fill the position created under paragraph (a) above.

(c) The Authority Board may set the compensate for the position of Records Assistant as its sees fit.

(d) The Records Assistant shall attend Authority Board meetings for the purpose of keeping accurate minutes of regular and special meetings, preparing written minutes thereof, and assisting the Authority Board's Secretary.

(e) The Records Assistant shall assist the Authority Board as requested by the Chair, the Secretary, or the Executive Director.

### **ARTICLE VIII: AMENDMENTS OF BYLAWS**

#### SECTION 1. Procedure

(a) The Bylaws of the Authority Board may be amended only as provided under the present Article and Section:

(i) A member may propose an amendment to these Bylaws by Motion at a meeting of the Authority Board at which a quorum of Authority Board members are present. Said Motion is subject to the normal motion process under Robert's Rules of Order.

(ii) The proposed Bylaw amendment shall take effect upon a two-thirds majority vote of the quorum of Authority Board members present at the meeting described in subparagraph (i) above.

## **ARTICLE IX: PARLIAMENTARY AUTHORITY**

The rules of parliamentary procedures contained in *Robert's Rules of Order* shall govern the meetings of the Authority Board in all cases to which they are applicable, and to the extent that they are not inconsistent with these Bylaws, or other rules of order that the Authority Board may adopt from time to time. The technical misapplication of the rules of parliamentary procedures shall **not** invalidate an otherwise valid, good-faith action taken by or on behalf of the Authority Board.

Approved by a majority of the Board of Directors of the Jefferson-Belmont Regional Solid Waste Authority, this 5<sup>th</sup> day of December 2005.