

FERNDALE VOLUNTEER FIRE COMPANY, Inc.

Constitution and Bylaws

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ARTICLE I – TITLE, GOALS, and MISSION

Section 1. TITLE

The name of this non-profit organization shall be the Ferndale Volunteer Fire Company, Inc., hereafter referred to in this document as the Corporation, Company or FVFC.

Section 2. GOALS

The purpose of this organization shall be to protect life, property and the environment in Ferndale, and the surrounding communities. The Company, or its members when acting on behalf of the Company, shall strive to promote the general improvement and welfare of Ferndale, and the surrounding communities, and shall cooperate with other organizations for the purpose of accomplishing these goals.

Section 3. CORPORATION

- A. In order to accomplish these goals, the Corporation through the Board of Directors, shall:
1. Have the authority to buy, sell, rent, or lease real estate, equipment, or supplies as deemed necessary and appropriate by the Board of Directors. These actions may be conducted through the use of contracts, agreements, or other legally recognized means.
 2. Have the authority to enter into agreements, contracts, or such, for the benefit of the members, and the community. These shall include, but are not limited to, memberships in organizations that promote the goals of the Company; purchase of insurance coverage; sponsorship of education, training and career development associated with achieving the Company goals; etc.
 3. Have the authority to raise money in support of the stated goals, by any legal means.
- B. Contracts authorized by the Board of Directors shall be in the name of the Ferndale Volunteer Fire Company, Inc. The contract may list additional points of contact (authorized agents of the Company) and phone number(s) as directed or approved by the Board of Directors. *12-4-03*

Section 4. MISSION

The Company, in striving to meet its goals, shall

- Recruit and retain the best-qualified and diverse personnel;
- Support its members through education, training, and career development to achieve maintain required EMS, Fire and Rescue skill levels as established by this Company, Anne Arundel County (hereafter referred to as A.A.Co), and the State of Maryland;
- Provide its members with the apparatus, tools, and equipment needed to accomplish the established goals;
- Foster an environment that values the contribution of every member and ensures fairness and consistent handling in the dealings with each member;

- Protect and enhance the quality of life within Ferndale, and the surrounding communities, by providing a range of professional services for the health, safety, and welfare of its citizens and visitors.

ARTICLE II – MEMBERSHIP

Section 1. TYPES of MEMBERSHIP

A. PROBATIONARY MEMBER

1. A Probationary Member is at least sixteen (16) years of age . The person joins with the intention of becoming a riding member of the station. (10/2/2014)
2. Probationary members are not eligible to vote.
3. A Probationary Member eighteen years of age, or older, may submit a written application to the Secretary for consideration for Active Membership:
 - a. having attended or been excused by the membership of at least eight (8) monthly meetings in twelve months, including at least one meeting per (calendar) quarter, and 10/06/2016
 - b. being a member in good standing (Art. II, Sec. 2, A.)
 - c. Are enrolled in, are attending, or have completed some training toward eligibility to the riding database.
 - d. Active members who were demoted to Probationary for loosing their right to vote, must serve (6) months as Probationary Member and meet the requirements as stated in Article II, Sec. 1. C. 3. before being eligible for Active Membership. 12-4-03
4. A Probationary member found not to be a member in good standing (Art. II, Sec. 2, A.) shall have their membership reviewed by the Board of Directors, who may authorize disciplinary action as outlined in Art II, Sec 5. C.

B. ASSOCIATE MEMBER

1. For supporting the Company, the minimum age limit will be 16 years for an Associate Member. 5/5/2016
2. Associate members must serve six (6) months in a probationary status before being fully accepted into the Company.
3. An Associate member may submit a written application to the Secretary to change membership to Probationary and shall meet the requirements of that position (Art. II, Sec. 1. A.).
4. Associate Members are not:
 - a. eligible to vote on Company matters,
 - b. authorized to attend formal training, as a representative of the Company, and
 - c. required to attend Company meetings
5. Associate Members, being a member in good standing (Art. II, Sec. 2, A.), shall:
 - a. be eligible to participate in all Company activities (i.e. fire prevention, bingo, fundraisers, community programs, etc.), and
 - b. be able to participate on committees
6. An Associate member found not to be a member in good standing (Art. II, Sec. 2, A.) shall have their membership reviewed by the Board of Directors, who may authorize disciplinary action as outlined in Art II, Sec 5. C.

C. ACTIVE MEMBER

1. An Active Member must be at least eighteen (18) years of age.
2. Active Member are eligible to vote on all Company matters if they have attended or been excused by the membership of at least eight (8) meetings in the previous twelve months, including at least one meeting per (calendar) quarter and are a Member in Good Standing (Art. II, Sec. 2.). 10/06/2016
3. An active member not eligible to vote (Art. II, Sec. 1. C. 2.), shall:
 - a. be returned to the status of Probationary,
 - b. serve six months as a Probationary Member, and
 - c. meet all requirements as stated in Article II, Section I, A. 3. before being eligible for Active Membership. 12-4-03
4. If a valid reason exists for missing a Company meeting, the active member shall provide a written request for excusal to the President or Secretary prior to the date of the meeting that will not be attended. Generally, valid reasons for excuse are employment conflicts, illness, training, military service obligation, or other evidence of demonstrated hardship. The request shall be read at the Company meeting and acted on by the voting membership.
5. The secretary will conduct a membership audit biannually in May and November prior to the Regular Company Meeting, or for an individual when needed for the purposes of election, appointment, request for active membership, or at the request of the President of the company. Any members that do not meet the qualifications to remain an active member will be returned to probationary membership status. Any member that is returned to probationary status will be notified via email and at the Regular Company Meeting in May and November. Should any member wish to contest this, they may do so at the next meeting of the Board of Directors. The Board of Directors has the authority to return a member to Active Membership after proving a valid reason for not fulfilling their membership obligations.
10/06/2016
6. Members that have been returned to Probationary Member status may return to active membership following the provisions located in Article II, Section 1, A. 3, 4.

D. LIFE MEMBER

1. Any member with at least twenty (20) years of service in this Company shall be considered for Life Membership. The Secretary shall submit the nomination to the Board of Directors for determination.
2. Life Members shall not be required to pay annual dues nor shall they be required to participate in fund raising functions.
3. Life Members are eligible to vote if they have attended at least one meeting per calendar quarter and are a Member in Good Standing (Art. II, Sec. 2.).

E. HONORARY MEMBERSHIP

The Board of Directors can recognize a citizen of Anne Arundel County by granting Honorary Membership for exceptional community service.

- a. this is a non-voting membership
- b. issued for one-year term
- c. the Honorary Member shall be provided an appropriate plaque

Section 2. MEMBER IN GOOD STANDING

A. MEMBER in GOOD STANDING

1. Any member meeting the requirements stated in this document (Art. II, Sec. 4) shall be considered a Member in Good Standing.
2. Members, while serving a specified disciplinary action (suspension), shall not be considered Members in Good Standing.

Section 3. APPLICANTS

A. APPLICANTS (Prospective Member)

1. Any person may be eligible to be a member of the Company, receiving a favorable two-thirds vote from the membership and meeting the requirements of the membership desired:
 - a. Probationary Members (Art. II, Sec. 1, A.)
 - b. Associate Members (Art. II, Sec. 1, B.)
2. Applications for membership will be provided to the Membership Committee for screening (interview) of the applicant.
3. One- (1) year dues (ten dollars) plus a ten-dollar application fee must accompany all applications for membership.
4. New (prospective) members and returning previous members (including those that failed to pay annual dues by the date indicated), shall serve six months in a probationary status. (Probationary status, as defined for this document, shall relate to a Company membership status, not the Professional Fire Fighter status which is determined by A.A.Co, the Chief or line officers of this Company for purposes of fire ground activity).
5. Applicants that are members in another volunteer fire or ambulance company shall inform the Membership Committee of their reason for transferring affiliations, and shall provide the Membership Committee with a reference and contact number at their previous organization.

B. MEMBERSHIP COMMITTEE 5/2/06

1. The Membership Committee shall:
 - a. investigate all applications for membership
 - b. following a favorable recommendation, present the applicant for to the general membership for a vote. The applications for individuals not recommended for probationary membership shall be referred to the Board of Directors for appropriate action.
 - c. assure that all forms required by AACOFD are completed and forwarded to the appropriate AACOFD office.
2. Applications submitted after the 22nd day of the month, may be voted on (accepted by the general membership, pending a favorable recommendation by the Membership Committee) at the next regular General Meeting (i.e tabled for approximately 30 days).

C. GENERAL MEMBERSHIP

1. The prospective member, upon receiving a supporting vote from 2/3rds of the General Membership, is accepted into the Company as a Probationary Member. The applications for individuals not accepted for probationary membership shall be referred to the Board of Directors for appropriate action.

Section 4. GENERAL RULES of MEMBERSHIP

- A. Any Company member or career personnel assigned to Company 34, borrowing equipment, tables, chairs or other property belonging to the Company shall request permission from an elected official or company officer prior to removing Company property. The elected official or company officer shall require the member or career personnel to fill out a property receipt prior to removing Company property; this receipt shall then be turned over to the Secretary for recording in the Company records.
- B. Members shall protect from waste, abuse (including utilities), or damage any property of the Company or that property belonging to A.A.Co that is on loan or assigned to the Company.
- C. No member shall sell, give away, or convert for his or her own use, any property belonging to the Company or property belonging to A.A.Co without the approval of the Board of Directors.
- D. No member shall be guilty of conduct prejudicial to the good reputation, order, or discipline of the Company.
- E. All members shall read and become familiar with this document and the Station Rules of the Company.
- F. Any member found guilty of transgressing the Rules or Regulations of this Company may be reprimanded, suspended, or dismissed from the Company, following due process (see Art. II, Sec. 5).
- G. Members serving a suspension from Company Membership are not permitted on the property, allowed to ride in Company vehicles, or participate in Company functions. Members who are terminated from Company Membership shall be limited to access Company property, vehicles or functions by the same constraints of any other non-member (general public).
- H. Any member of the Company under the age of twenty-one (21) shall not consume and/or dispense alcoholic beverages at any Company function and/or functions that the Company may be a participant (parades, dances, etc.);
- I. All members are required to assist in fundraising activities. Members that cannot meet this requirement due to work schedules or formal training shall submit a request in writing, to the Board of Directors, requesting to be relieved of this obligation. Members who are so excused from this requirement shall be given other details (i.e. cleaning apparatus, hall, station, or other detail, etc.). Such detail should be approximately three (3) hours and be assigned every six weeks. Requests to be excused shall not exceed three months; when conflicts exceeding three months exist, members shall resubmit a new request for consideration at the completion of each three-month period.

Updated 10/06/2016

- J. Any member that enters active military service shall retain all rights and privileges they held at the time while detailed out of the area. The years they serve on active duty shall count towards the years of service with this Company.
- K. No member of this Company shall also be a member of another Anne Arundel County volunteer fire company, unless specifically approved in writing by the Board of Directors.
- L. The Ferndale Volunteer Fire Company recognizes that in-order to promote the betterment of the volunteer fire service it must participate in both the Anne Arundel County Volunteer Firefighters Association and the Maryland State Firemen's Association. Members may serve as Delegates, Alternate Delegates, committee members, or officers of these organizations with the full support of the fire company.

Section 5. DISCIPLINARY ACTION INITIATED BY AN ELECTED OFFICIAL OR APPOINTED OFFICER

- A. The President shall be responsible for all disciplinary actions regarding:
 - 1. Non-riding members of the Company;
 - 2. Riding members when the infraction is of a non-operational nature;
 - 3. Corporate matters
- B. The Chief shall be responsible for all disciplinary actions regarding:
 - 1. Riding members providing emergency services (i.e. fire, rescue, EMS, etc.), when the infraction is related to operational matters;
 - 2. Non-riding members attending training / classes leading to riding status;
 - 3. Career personnel.
- C. The types of disciplinary action that may be implemented are:
 - 1. order a member to leave the premises
 - 2. verbal reprimand
 - 3. written reprimand
 - 4. work detail
 - 5. suspension
 - 6. suspended pending termination by the Board of Directors
 - 7. termination
- D. Progressive discipline should be followed, appropriately documented, and filed in personnel records. The initial disciplinary action need not start at a verbal reprimand but the action taken (punishment) must fit the violation. This includes the failure to fulfill those duties that are well known and/or explained when joining the Company (i.e. bingo, etc.). Disciplinary action must be initiated within ten (10) days of the offense.(note: Failure to meet Bingo obligation is justification for immediate suspension)
- E. All elected officials and appointed officers have the authority to initiate disciplinary action as listed in Art. II, Section 5, C. 1-6. Only the Board of Directors may authorize or implement the termination of membership.

Updated 10/06/2016

- F. At the next regular Board meeting, the Board of Directors shall review recommendations for suspension and/or termination of membership, made by the President or Chief. Only the Board of Directors may authorize or implement the termination of membership.
- G. If the President or Chief is the member being charged the Vice-President shall follow the guidelines as outlined above. The Board of Directors shall hear all charges placed against the President or Chief.

Section 6. DISCIPLINARY ACTION REQUESTED BY A MEMBER

- A. Any Company member may request disciplinary charges be brought against another member of the Company for violating rules, regulations, or personal rights. The request for charges shall be in writing, stating the date, approximate time, specific regulations or policies that were violated, and the circumstances of the incident. Any supportive documentation and witnesses shall be included in the request for charges.
- B. A written request for disciplinary action must be made within ten (10) days of the incident, and shall be submitted to President or Chief (as appropriately related to the charges).
- C. Once a written request has been submitted against another member, the President or Chief (as appropriate) shall meet with the originator and the accused to discuss the allegation(s). The initial meeting shall be held within two weeks of the receipt of the written complaint or as convenient to all parties. Following the initial meeting, if finding that disciplinary action is appropriate, the President or Chief shall follow the requirements of Art. II, Sec. 5.

Section 7. HEARINGS or APPEALS

- A. A Member having been charged and action placed, as stated in Art II, Sections 5 or 6, may appeal the action to:
 - 1. The President or Chief as specified in Art. II, Sec. 5. A and B. At their discretion the appeal can be forwarded to the Board of Directors, if deemed appropriate.
 - 2. A Board member of his/her choosing for review. The Board member may support the:
 - a. members request to be heard by the Board of Directors, or
 - b. disciplinary action awarded. If the Board member supports the disciplinary action awarded, the matter is closed and no other appeal will be granted.
- B. If an appeal is granted, the implementation of the disciplinary action will be held until due process can be exercised. Due process refers to a hearing by the Board of Directors.

Updated 10/06/2016

- C. The Board of Directors, hearing an appeal from a member, may reduce or grant be disciplinary action placed against the member but may not increase the severity of the punishment.
- D. Only one appeal can be requested.

Section 8. PLACING CHARGES AGAINST A MEMBER OF ANOTHER VOLUNTEER COMPANY OR CAREER PERSONNEL

- A. To place charges against an Anne Arundel County employee or a member of another (Anne Arundel) volunteer fire company, the Anne Arundel County Rules and Regulations shall be followed.
- B. The President or Chief shall file charges against a member of another volunteer company for violating the rights of a member of this Company. Disciplinary action must be initiated within ten (10) days of the offense.
- C. In the event of a conflict between the Anne Arundel County Rules and Regulations and the rules and policies of this Company, the Rules and Regulations of Anne Arundel County shall apply.

Section 9. LEAVE OF ABSENCE *12-4-04*

- A. A member may request a Leave of Absence. Such request shall be made, in writing, and provided to the Secretary.
- B. A Leave of Absence is limited to one quarter (3 months) duration. If the Leave of Absence is to be extended, another request must be submitted in writing.
- C. A Leave of Absence, if granted:
 - 1. Relieves a member from attending meetings, fundraising activities, operations etc.
 - 2. Does not relieve of those specified in Art, II, Sec. 4
 - 3. Removes a member's right to vote unless meeting the Requirements in Art. II, Sec. 1, C.
- D. Request for Leave of Absence shall be read at the Company meeting and Acted on by the voting members present.

ARTICLE III - DUES

Section 1. PAYMENT *5-6-10*

- A. The annual (renewal) membership dues shall be set by the Board of Directors and membership notified of the (renewal) amount at the General Membership meeting in November.

Updated 10/06/2016

- B. Annual dues for the upcoming calendar year shall be paid between the Regular Company meeting in November and by the close of the Regular Company meeting in January.
- C. Termination of membership shall be automatic if the annual dues are not paid by the close of the January Regular Company meeting (or the 8th day of January). Any elected or appointed member failing to pay their dues shall have their position declared open and appropriate replacement procedures implemented. The Board of Directors may grant extensions in hardship cases.
- D. The Board of Directors may use dues funds to support cost that are related to the Membership.
- E. A membership card for the paid calendar year, shall be issued by the Secretary to each member of the Company if requested by that member no later than the first company meeting in February

Section 2. DUES for NEW MEMBER

- A. The dues for a new member shall be twenty dollars (\$20.00) which includes a one time ten dollar (\$10.00) application fee and the first year ten dollar (\$10.00) dues.
 - 1. The Membership Committee shall be responsible for collecting dues from new members. The Chair of the Membership Committee shall provide the dues collected from new members to the Treasurer.
 - 2. New members, joining after 1 September of each year, shall have their dues credited for the following year.

ARTICLE IV – MEETINGS

Section 1. ANNUAL MEETING

- A. The Company meeting held on the first Thursday in December at 1930 hours(7:30 PM) shall be known as the Annual Meeting. The main purpose of the Annual Meeting is to conduct the elections to office (see Art. V, Sec. 8).
- B. At the Annual Meeting the President and Secretary in odd years, or the Vice President and Treasurer, in even years, completing their term of office , shall be elected for a two year term. (05-10-08)
- C. At the Annual Meeting, the position of the two members of the Board of Directors Completing their three year term, shall be available for election. (05-10-08)
- D. Members elected at the Annual Meeting shall take office at the close of the meeting. The newly elected President shall preside and call for the closing of the Annual Meeting.
- E. At the conclusion of elections a Regular Business meeting will take place.

Section 2. SPECIAL BOARD MEETINGS (12-02-04)

Updated 10/06/2016

A. A Special Board Meeting maybe called by the President or his/her designee for the purpose of conducting business of such importance that it couldn't wait for the Regular Company or Board meetings.

B. The Secretary shall:

1. Be responsible for contacting the Board of Directors and advising them of the topic of business; and the date and time that the meeting is to be held.
2. Document the purpose of the Special Board meeting;
3. Record the members present, and accurately record the proceedings in the minutes.

Section 3. SPECIAL COMPANY MEETINGS (12-02-04)

A. A Special Company Meeting maybe called by the President for the purpose of conducting business of such importance that it cannot wait for the Regular Company meeting.

B. The Secretary shall:

1. be responsible for contacting the all voting members and advising them of the topic of business;
2. post a notice of the Special Company meeting on the bulletin board or other prominent place within the station (internet posting on the Company web page or e-mail shall not take the place of this in station notice).
3. document the purpose of the Special Company meeting;
4. record the members present, and accurately record the proceedings in the minutes.

Section 4. OFFICER MEETINGS 5/4/06

A. The Company Line Officers meeting can be held prior to or following the Regular Company meeting, at the discretion of the President or Chief, in the best interest of the Company. The Company Meeting will start promptly at the designated time.

Section 5. REGULAR COMPANY MEETING

A. The Regular Company meeting shall is held on the first Thursday of each month and at 1930 hours (7:30 PM), and if a quorum be present, the President shall call the meeting to order no later than 19:45 hours (7:45 PM) and proceed in the following manner: 12-4-0

- i. Minutes of previous meeting read;
 - * Regular meeting items of interest, corrected and approved; 5/5/2016
 - * Board meeting items of interest, discussed; 5/5/2016
- ii. Proposal(s) for change in membership status (by individual vote);
- iii. Election of new members (by individual vote);
- iv. Treasurer's report;
- v. Chief's report;
- vi. Committee reports;
 - a. EMS Operations 12-4-03
 - b. Fire Operations 12-4-03
 - c. Training 12-4-03

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- d. Fire Prevention *12-4-03*
- e. Others, as called by the President *12-4-03*
- vii. Differed (old) business;
- viii. New business;
- ix. Nominations for Board of Directors and Officers (when required);
- x. Elections of Board of Directors and Officers (when required);
- xi. Good of the Company; *12-4-03*
- xii. Adjournment

B. If the Regular Company Meeting is scheduled to coincide with a Federal holiday, or the snow emergency plan is in effect, the meeting shall be held on the following Thursday at the same time. When this provision is exercised, the Secretary shall prominently post notices of such throughout the station.

Section 6. BOARD MEETINGS (regular) *5/4/06*

- A. Board meetings shall be held on the third Thursday of each month, pending a quorum, and shall start at 19:30 and start not later than 19:45. 10/02/2014
- B. The President may request that the Regular Board meeting be rescheduled to another day (within one week of the originally scheduled meeting date) in the best interest of the Board of Directors. A favorable vote of two-thirds of the Board of Directors (quorum) is required to reschedule the meeting.
- C. At the conclusion of the regular company meeting, a "mini" board meeting may be called by the President (or the Vice President in the absence of the President) for the purpose of conducting time sensitive business that needs to be addressed prior to the next scheduled board meeting. (5-1-2013)

Section 7. QUORUM

- A. Fifteen (15) voting members physically present shall constitute a quorum at any Regular or Annual Meeting. 5/5/2016
- B. Seven (7) elected officials present in person or via phone/video conference for the duration of the meeting shall constitute a quorum at any regular or Special Board Meeting. 10/06/2016
- C. Seven (7) elected officials physically present shall constitute a quorum at any "mini" Board Meeting. 5/5/2016

Section 8. MEETING AND FUNDRAISING CACELLATIONS /POSTPONEMENTS

12-4-03

- A. Meetings and fundraising activities can be canceled/postponed, in the best of the Company and the safety of our members and citizens, if the local area is in Code Red condition, State of Emergency, or severe weather emergency, or other similar and unforeseen circumstance.
- B. All fundraising activities shall be canceled during snow emergencies.

- C. The authority to cancel meetings and fundraising activities shall be granted to:
1. the President;
 2. Vice-President, while acting on his/her behalf, or
 3. a majority of the Board Members, if the President or Vice-President are unavailable following reasonable attempts by phone and/or page.

ARTICLE V - ELECTED OFFICIALS and BOARD of DIRECTORS

Section 1. DUTIES and RESPONSIBILITIES

- A. The elected officials shall be responsible for all Corporate affairs.
- B. No more than two appointed officers shall also serve as elected officials.
- C. Company officials shall be the President, Vice President, Treasurer and Secretary, each serving a two year term, and six members of the Board of Directors, each serving a three year term. Election of the President and Secretary shall occur in odd years, and election of the Vice President and Treasurer in even years. (05-10-08)

Section 2. PRESIDENT (12-02-05)

- A. The President shall preside at all meetings of the Company, shall act as Chairperson of the Board of Directors, shall ensure that all business of the Company is attended to, and shall preserve the good order and discipline of the Company.
- B. The President shall implement the actions outlined in Art. II, Sec. 5 regarding disciplinary actions and/or placing charges.
- C. The President shall appoint chairpersons and members to all administrative committees by the close of the January meeting. The President shall assign each (At Large) member of the Board of Directors to no less than one committee as a primary liaison between the Board and the committee. The Chairperson, committee members and (At Large) Board Member, acting as that committee's liaison will be placed on a list to be posted. The committees are, but not limited to the following: (05-10-08)
1. Awards
 2. Building and Grounds
 3. Fundraising
 4. LOSAP
 5. Membership
 6. Publicity
 7. Sick
 8. Historical
- D. The President shall be a non-voting member of the Board of Directors but shall cast the deciding vote when members shall be equally divided upon any question.

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E. When operational requirements dictate, the Board of Directors authorizes the President, or an individual acting on his/her behalf, is authorized a monthly expenditure of two hundred dollars (\$200.00).

Section 3. VICE-PRESIDENT

The Vice-President shall assume the duties and responsibilities of the President when these duties and responsibilities are so delegated in writing by the President for a specific period of time or when matters of grave consequence to the Company require the attention of the President and the President is out of the line of communication.

Section 4. TREASURER

A. Treasurer shall:

1. Be the custodian of all monies, accounts, and other similar valuables of the Company.
2. Deposit all monies into a responsible financial institution, which has been approved by the Board of Directors.
3. Maintain an accurate record of all monies, transactions, and receipts.
4. Pay bills as approved by the Board of Directors.
5. Present a financial report at the Regular Company and Annual meetings.
6. Maintain an accurate list of officials authorized to sign checks, as approved by the Board of Directors.
7. The Treasurer shall be bonded for the amount of two-thousand dollars (\$2000.00), or greater if deemed necessary by the Board of Directors. The Corporation shall pay the fee for the bond.
8. It shall be the duty of the President and Treasurer to appoint an independent CPA to audit the Company books each year. The cost of the audit shall be paid by the Company.

Section 5. SECRETARY

- A. Secretary shall keep an accurate and correct record of all meeting proceedings of the Company and is responsible for all correspondence. He/she shall keep accurate list of the Company membership.
- B. The names of all members eligible to vote on any issue brought before the Company shall be maintained by the Secretary. The Secretary shall post the names of all members eligible to vote at the Annual Meeting on the bulletin board twenty-six (26) days prior to the Annual Meeting.
- C. The Secretary shall keep the official copy of the Constitution and Bylaws. He/she shall be responsible for maintaining and/or updating the Bylaws.
- D. The Secretary shall ensure that all meetings are audio recorded and that these audio recordings are retained for a period of twelve (12) months from the date of such meetings. 5/5/2016

Updated 10/06/2016

- E. The Secretary shall maintain an accurate record of the Company membership and shall announce, post and/or make known that annual dues will be accepted between November through the close of the January meeting.

Section 6. BOARD of DIRECTORS

A. The Board of Directors shall manage the business affairs of the Company in accordance with this Constitution and Bylaws and the will of the membership. They shall have the authority to sign contracts, deeds, and mortgages, apply for loans, make or authorize purchases, etc., on behalf of the Corporation.

B. The Board of Directors shall authorize, approve and/or deny purchases, expenditures, contracts and fundraising activities.

C. The Board of Directors shall authorize the Treasurer and/or Secretary to pay routine expenses (bingo, cleaning supplies, utilities, etc.). A list of authorized expenditures shall be provided to the Treasurer and Secretary.

D. The Board of Directors shall hear appeals from members of the Company who have been charged for a violation of Company regulation or policy.

E. The Board of Directors shall appoint a fire chief, for a one-year term, at the Regular Board Meeting in December or if the position becomes vacant.

F. At the Regular Board meeting in January, the Board of Directors shall approve, confirm, or deny officer nominations submitted by the Chief for an Assistant Chief, Captain(s), Lieutenant(s), and an EMS Lieutenant. Officers confirmed by the Board of Directors shall serve a one year term, unless removed from office.

G. The Board of Directors are responsible for all expenditures not provided for in the budget and all budgetary expenses referred to the Board by the Chief.

H. The Board of Directors shall obtain liability insurance for all elected and appointed officers in the amount of one million dollars. The Corporation shall pay the fee for the insurance.

I. Each (At Large) member of the Board of Directors shall provide a brief committee status report to the Board for that/those committee(s) to which the member is the primary liaison. (05-10-08)

Section 7. FILLING VACANT POSITIONS (ELECTED OFFICIALS)

A. If the President's position becomes vacant, the Vice President shall assume the duties and responsibilities as President. An election shall be held at the next regular meeting to fill the Vice President position.

B. If any other elected position becomes vacant an election shall be held at the next regular meeting to fill the vacant position.

Section 8. CANDIDATES for ELECTED OFFICE (ELECTED OFFICIALS)

- A. The elected officials shall be the President, Vice-President, Treasurer, Secretary, and the six members of the Board of Directors.
- B. The Board of Directors shall consist of six (6) elected members, with two board members being elected each year.
- C. All candidates for elected office must be eligible to vote.
- D. Members being nominated for an elected office need not be present during the nomination or the election process.
- E. All candidates for elected office must be at least twenty-one (21) years of age and have been eligible to vote for two years since the date of current or concurrent membership.
- F. All candidates for office must have been nominated at
 - 1. the Regular Company meeting held in November for the elections at the Annual Meeting; or,
 - 2. a Regular Meeting to fill a vacated position.
- G. In the event that due to the results of the elections that are held at the Annual Meeting another elected position is vacated, nominations will immediately be taken, and a secondary election will held to fill the vacant position(s).

Section 9. NEPOTISM and/or CONFLICT of INTEREST 10-6-2016

- A. No member shall be elected or appointed to the position of Chief or Board of Directors (President, Vice President, Secretary, Treasurer or 6 Board of Directors) where that election or appointment would constitute nepotism and/or a conflict of interest:
 - 1. **Nepotism - multiple family members holding the position of Chief or Board of Director. (i.e. husband, wife, son, daughter, parents, grandparents, brother, or sister, including in-laws) . This definition was determined by the membership of the Ferndale Volunteer Fire Company and shall not be compared to any other definition that would undermine the purpose of the bylaw.**
 - 2. Conflict of Interest - volunteer position and/or a position of employment, which could cause or be considered a conflict of interest. The Board of Directors shall make the determination.

ARTICLE VI – DUTIES and RESPONSIBILITIES of APPOINTED OFFICERS

Section 1. OFFICERS DUTIES and RESPONSIBILITIES

- A. All officers shall:
 - 1. be a least twenty-one years of age and be a voting member of the Company;
 - 2. be responsible and/or in control of members under their command;

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1. respond to calls and direct personnel at the incident;
2. not permit overloading of personnel on apparatus;
3. ensure all equipment is ready for service at all times;
4. instruct members on the proper use of tools, appliances, and equipment that are required in fire, rescue or EMS operations;
5. not permit apparatus to be driven at an unsafe speed or in a reckless manner;
6. upon arrival at an incident shall take command or report to the officer-in-charge;
7. report accidents or needed repairs to apparatus to the Chief and to Anne Arundel County, as appropriate;
8. report, via a Special Report, property that has been lost, stolen, damaged, or destroyed;
9. ensure that any member injured receives prompt medical treatment and appropriate notification and reports are completed;
10. familiarize themselves and enforce the Anne Arundel County Rules and Regulations and the regulations and Bylaws of this Company; and,
11. follow the AACOFD Rules and Regulations, Station Policies, and this Constitution and Bylaws, as necessary.

Section 2. CHIEF (12-02-05)

- A. The Chief is a non-voting member of the Board of Directors.
- B. The Chief shall implement the actions outlined in Art. II, Sec. 5 regarding disciplinary actions and/or placing charges.
- C. The Chief shall appoint chairpersons to EMS, Fire & Rescue committees not later than the close of the January meeting. The committees are, but not limited to the following:
 1. Apparatus Maintenance
 2. EMS Quartermaster
 3. Fire Quartermaster
 4. Fire Prevention (12-02-05)
- D. At the Board meeting in January, the Chief shall submit officer nominations to the Board of Directors. The chief shall forward nominations for an Assistant Chief, one Captain, two Lieutenants, and one EMS Lieutenant. Nominations for an additional Captain and Lieutenant can be made at any regular Board meeting. The total number of officers shall not exceed eight (8).
- E. The Chief, or his/her designee so delegated in writing by the Chief for a specific period of time, shall:
 1. be in command of all riding members of this Company and career personnel assigned or detailed to Company 34;
 2. assume or be granted all rights, privileges, duties and responsibilities assigned by a superior officer, the Anne Arundel County Rules and Regulations, or the regulations or policies of this Company;
 3. not jeopardize the safety and health of any officer, firefighter or other person

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- under his/her control;
- 4. be responsible for the completion, filing, and forwarding of appropriate fire, emergency medical reports, forms, and/or records;
- 5. answer alarms when possible and when not interfering with his/her general welfare;
- 6. order practice drills as deemed necessary;
- 7. visit the station daily, if possible, and inspect apparatus, tools, daily logs, etc. to ensure station readiness;
- 8. attend meetings of the Board of Directors;
- 9. conduct an inventory of all property owned by or assigned to the Company each December and ensure property is appropriately marked or identified;
- 10. complete tasks required by AACOFD:
 - a. reports
 - b. hose testing
 - c. hydrant inspections.¹⁶
- 11. call a meeting of Company personnel, officers, firefighters, ambulance personnel, when required in the best interest of the Company;
- 12. attend the monthly Company meeting or be appropriately represented;
- 13. attend other meetings (i.e. AACVFA, AACOFD, community, etc.) in the best interest of the Company; and,
- 14. meet the qualifications as required by Anne Arundel County.

F. When operational requirements dictate, the Board of Directors authorizes the Chief, or an individual acting on his/her behalf, is authorized a monthly expenditure of two hundred dollars (\$200.00).

Section 3. ASSISTANT CHIEF

- A. The Assistant Chief shall:
- 1. assist the chief in the operation of the Company;
 - 2. assume the duties and responsibilities of the Chief in his/her absence;
 - 3. assume or be granted all rights, privileges, duties and responsibilities assigned by a superior officer, the Anne Arundel County Rules and Regulations, or regulations or policies of this Company.

Section 4. CAPTAIN

- A. The Captain(s) shall:
- 1. assist the Chief in the operation of the Company;
 - 2. assume the duties and responsibilities in the absence of Chief or Assistant Chief;
 - 3. assume or be granted all rights, privileges, duties and responsibilities assigned by a superior officer, the Anne Arundel County Rules and Regulations, or the regulations and policies of this Company.

Section 5. LIEUTENANT

- A. The Lieutenant(s) shall:
- 1. assist the Chief in the operation of the Company;

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2. assume the duties and responsibilities in the absence of Chief or Assistant Chief;
3. assume or be granted all rights, privileges, duties and responsibilities assigned by a superior officer, the Anne Arundel County Rules and Regulations, or the regulations and policies of this Company.

Section 6. EMS LIEUTENANT

- A. The EMS Lieutenant shall:
1. assist the Chief in the operation of emergency medical services;
 2. be responsible for matters involving volunteer EMS personnel and equipment;
 3. be responsible for volunteer EMS training, certifications, and qualifications;
 4. appoint EMS personnel to specific tasks;
 5. develop a list of duties and responsibilities for EMS personnel; and,
 6. be responsible for ordering or appropriating EMS supplies and equipment.

ARTICLE VII - FIRE, RESCUE and EMS PERSONNEL

Section 1. DUTIES and RESPONSIBILITIES

- A. In addition to following the General Membership Rules (see Art. II, Sec. 4), personnel riding apparatus shall:
1. follow or abide by the Anne Arundel County Rules & Regulations, Station rules, Company Bylaws and policies at all times; and,
 2. meet the qualifications for their respective position as set forth by Anne Arundel County.
- B. Immediately upon returning to quarters, after an incident, the driver of the apparatus, ambulance or other vehicle shall be responsible for replenishing or replacing all materials and equipment used during the incident, cleaning, and refueling the vehicle; and,
1. in the absence of an officer or career personnel, the driver may direct other volunteers to assist with the tasks, outlined above, to ensure the apparatus is ready for service;
 2. any member using self-contained breathing apparatus (SCBA) shall ensure the SCBA is placed back on the apparatus ready for immediate service; and,
 3. the person riding the front passenger (officer or aid) seat is responsible for the timely completion of reports and logs regarding the incident.

ARTICLE VIII - AMENDMENTS, RULES of ORDER and SPECIAL RULES

Section 1. AMENDMENTS (5/4/06)

- A. Proposed changes to the Company Constitution and Bylaws can be presented, in writing, at the Regular Company meetings in March or September. Proposed changes or amendments shall provide the current article, section, and the proposed change(s).

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- B. Proposed changes to the Constitution and Bylaws shall be read and immediately discussed at the Company meeting in March or September and be tabled for thirty days. While tabled, the proposed change shall be provided to every active member of the Company for review. 5/5/2016
- C. Proposed changes shall be voted on at the Company meeting following the first reading in April or October, whichever is appropriate. The floor will be open to discuss any by-law proposed change prior to voting. 5/5/2016
- D. If a proposed change is passed by a favorable vote from two-thirds (2/3) of the voting members present, the change will be made to the Company Constitution and Bylaws and take effect immediately. 5/5/2016
- E. The Secretary shall be responsible for maintaining and/or updating the official copy of the Constitution and Bylaws.
- F. In the best interest of the Company, the Board of Directors may change, modify, or amend an existing Company Bylaw by a favorable unanimous vote. This authority is limited to Bylaws found to be in violations of federal, state, or county law or those that are in conflict with other portions of the Bylaws.
- G. Changes made to the Bylaws by the board of Directors, as stated in Art. VIII, Section 1. F., must be presented to the membership at the next regular meeting for discussion and vote. Favorable vote by two-thirds of the membership is required for passage.
- H. The Ferndale Volunteer Fire Company prohibits discrimination in membership or other activities on the basis of age, race, religion, sex, national origin, physical or mental handicap.

Section 2. RULES of ORDER

- A. The guidance contain in Robert's Rules of Order shall be used to establish a protocol in those instances in which the Company Constitution and Bylaws, Station policies or regulations, or the precedence previously approved by the General membership do not provide sufficient guidance.

Section 3. SPECIAL COMMITTEES

- A. The President or Chief shall assign members to Special Committees in the best interest of the Company.
- B. Special Committees are short-term and established for specific purposes or tasks. A Special Committees should not exceed 3 months in duration.

ARTICLE IX – DISSOLVING

Section 1. ASSETS

- A. Should the Ferndale Volunteer Fire Company, Inc. be dissolved, all assets (apparatus,

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real estate, etc.), both liquid and real, belonging to the Ferndale Volunteer Fire Company, Inc. shall be disposed of in accordance with State law.

ANNEX 12-4-03

- A. The Annex is not a rule governing section of the Bylaws. The Annex can be referenced in an action along with the main Article and Section of the Bylaws.
- B. The Annex shall be used to record, document, justification, interpret and/or clarify sections of the Bylaws. Entries shall be sorted by date, and article, section, subsection and title (example):

Article II (date)
Section 1, C. 3. c. Active Membership

(discuss/clarified- *italic*, underlined and/or use a different font to highlight Annex material)

- C. The discussions/clarifications added to the Annex should remain until that section has been rewritten and/or adopted into the Bylaws. The entry may also remain just for future reference.
- D. The President shall direct the Secretary to make additions, corrections or deletions to the Annex.