

BY-LAWS OF THE FIRE CHIEFS ASSOCIATION OF BROWARD COUNTY, INC

ARTICLE I -NAME AND ADDRESS:

The name of the corporation shall be Fire Chiefs' Association of Broward County, Inc. (herein referred to as the "Association"). The principle office and address of the Association shall be located as directed by the Executive Board of Directors (hereinafter referred to as the "Executive Board").

ARTICLE II -PURPOSE AND OBJECTIVES:

The Association's Mission is to promote proactive leadership for Fire and Emergency Services within Broward County by networking and providing a positive influence through the establishment of goals and objectives, joint cooperative efforts and educational opportunities that will meet the needs of member organizations and the communities we serve.

More particularly, the spirit of our Mission is to bring together in a business and social environment those organizations and persons interested in: the saving of life, treatment of the injured, protection of property and our environment, control of hazardous materials, loss prevention, emergency management and extinguishment of fires; discussing ways and means to improve the fire/emergency services management, the reduction of the unnecessary loss of life, loss of property and to the environment, and the promotion of legislation for same; cooperating with governmental agencies and the development of our profession and service through networking and educational opportunities and for any other purposes permitted by law and/or directed by the Board of Directors and approved by the membership.

ARTICLE III -MEMBERSHIP:

Section 1:

Membership in the Association shall be categorized into one of the five categories as herein established. Application to the Association shall be made on forms established by the Secretary. The Treasurer shall keep an account of all current members and their status within the Association. Members whose membership has been terminated for whatever reason shall not be permitted to participate in activities of the Association and shall not continue to be permitted to hold a membership card from the Association.

Part A: Principal Member

Principal members will consist of department heads serving as administrative fire rescue chiefs, directors of public safety with fire service/emergency medical responsibilities, and other designated chief officers ranked at the highest (first) levels of command within a fire rescue organization. Each principal member in good standing shall be entitled to all rights and voting privileges of membership.

Part B: Secondary Member

Secondary members will consist of a management level individual or second in command of a fire rescue department or organization member who may vote in the absence of the Primary Member, if authorized by the Primary Member to do so. (Only one vote per agency). The Administrative Head (Fire Chief/Director) of an individual Department in Broward County shall designate the second level or management representatives within his or her organization.

Part C: Associate Member

Associate membership may be conferred upon any individual if his or her professional occupation or avocation is directly related to the Fire Rescue Service field in a governmental capacity, including: Director of Fire Science program at Broward College, Director of Broward Fire Academy, Director of Broward County Trauma Management Agency. Additionally, retired Fire Chiefs or retiring Principal Members, as described in Article III, Section 1, Part A, who are not otherwise eligible for Life Membership and Chief Officers from outside this Association's membership boundaries as defined in Article III, Section 4, shall be eligible for associate membership.

Membership for associate status must be proposed by a principal member in good standing, receive the recommendation of the Executive Board and be ratified by three-fifths (3/5) of the members present and voting. Associate members shall be entitled to all rights and privileges of membership except to vote and hold elected office.

Part D: Life Member

Life membership shall include all past Association Presidents and may be conferred upon retiring active principal or associate members who have rendered conspicuous service to the Association, provided that such membership shall be recommended by the Executive Board and approved by a simple majority membership vote.

Life members in good standing will enjoy all rights and privileges of the Association except to vote and hold elected office.

Part E: Honorary Member

Honorary membership may be conferred upon an individual/organization (professional or elected) who has rendered conspicuous service to this Association, its aims and purposes, provided said individual is approved by the Executive Board and ratified by a simple majority membership vote.

Honorary members shall be entitled to all rights and privileges of membership except to vote and hold elected office.

Section 2:

There shall not be more than ten (10) associate members from any single organization in the Association without specific approval of the Executive Board. Should the Executive Board approve more than the aforementioned associate members for a single organization, each in that organization shall be required to pay dues consistent with Article VI, Section 2.

Section 3:

Membership Suspension - any member may be suspended by the Executive Board when, in their sole and exclusive opinion, the conduct of the individual is not complimentary to the Association. Final disposition will be by membership, in a special called or regular meeting with at least ten (10) days prior notice to the affected member. Three-fifths (3/5) of the members present and voting by ballot shall be required to suspend a member from the Association. The affected member shall be offered the opportunity to be present/defend against the Executive Board suspension/charges. Reinstatement of member shall be in a reverse process from the suspension.

Section 4:

Membership Area -the Association's membership area boundaries shall be Broward County, Florida. Persons or organizations outside the boundaries of the county may apply for associate membership as defined in Article III, Section 1, Part B.

Section 5:

Transferability - membership shall not be transferred nor assigned.

Section 6:

Other Memberships -principal members may forward to the Executive Board applications for membership that may not resemble current membership categories. Such application shall be reviewed by the Executive Board and forwarded to the general membership for final disposition in a process consistent with Article III, Section 1, Part B.

ARTICLE IV -EXECUTIVE BOARD AND OFFICERS**Section 1:**

There shall be an Executive Board consisting of the current elected officers of this Association, plus the immediate past president of this Association. The Executive Board shall examine and set policy for the Association; set the agenda for meetings of the general membership, recommend grants and anything that is in the spirit of the Association's mission statement, and have the authority to review and rescind any action that is not in accordance with the goals and objectives of the organization.

Section 2:

Officers -the elected officers of the Association shall consist of a President, First Vice-President, Second Vice-President, Secretary, Treasurer, and Immediate Past President of the Association. Officers of the Association shall serve without salary. Officers shall be elected by a simple majority vote of the general membership at the Association's regular meeting held in September consistent with these Bylaws.

Part A: Duties of the President

It shall be the duty of the President to preside over meetings of the Executive Board and all general meetings of the Association. The President shall have general supervision of the affairs of the Association and shall have the authority to execute and enter into contractual agreements and otherwise act on behalf of the Executive Board. In the execution of such duties, the President may utilize the Officers of the Association as the President may deem appropriate. The President shall appoint all committees not otherwise provided for herein. The President shall perform such other duties as may be incidental to the office held or as may be directed by the Executive Board.

Part B: Duties of the First Vice President

The First Vice-President shall assist the President in conducting the business of the Association and perform such other duties as may be required. In the absence or inability of the President to perform prescribed duties, the First Vice-President shall perform all the duties of that office.

Part C: Duties of the Second Vice-President

The Second Vice-President shall assist the President and First Vice-President in conducting the business of the Association, be responsible for membership affairs for the Association, and perform such other duties as may be required. In the absence or inability of the First Vice-President to perform prescribed duties, the Second Vice-President shall perform all the duties of that office.

Part D: Duties of the Treasurer

The Treasurer shall authorize procedures for receiving and disbursing monies of the Association, and shall keep or approve accounts thereof, in accordance with such policies and procedures as may from time to time be promulgated and adopted by the Executive Board. The Treasurer shall make a monthly treasury report to the Association of receipts, disbursements, and current balance on hand. All funds, books and records are and shall remain the property of the Association.

Part E: Duties of the Secretary

The Secretary of the Association shall keep a complete record of all proceedings of the Association; have printed the minutes of all the meetings for distribution; serve as recording secretary to the Association at all board and general meetings and perform such other duties as the President or Executive Board may determine. All records are and shall remain the

property of the Association in accordance with Florida Statutes, Section Chapter 617.1601 and as amended from time to time.

Section 3:

Part A: President

Should a vacancy occur in the office of President, the First Vice-President shall immediately assume the office of President and carry out the duties of that office until filled through the next scheduled electoral process.

Part B: First Vice-President, Second Vice-President, Treasurer or Secretary

Should a vacancy occur in the office of the First Vice-President, Second Vice-President, Treasurer or Secretary, the Executive Board shall appoint a principal member in good standing who will serve until the office is filled through the next scheduled electoral process.

Part C: Limitations

Not more than one (1) elected Association officer shall be from the same Fire Rescue Organization.

Section 4:

Term of Office. The Elected Term shall be from the date of election in September of each even numbered year to the date of the following election (approximately two years). A Vacancy Term shall commence from the date the vacancy is filled until the next regularly scheduled election in September of the year that follows the vacancy. For example, a vacancy filled in September of 2017 would have a Vacancy Term that continued until September 2018. A vacancy term shall not exceed the elected term of office.

Section 5:

Resignation. Any officer may resign at any time by giving written notice of such resignation to the Executive Board or the President. The date of resignation shall take effect upon receipt by the Executive Board or the President.

Section 6:

Removal. Any officer may be removed at any time with or without cause by a vote of two-thirds of the Executive Board.

ARTICLE V -VOTING AND ELECTIONS

Section 1:

Each organization having a principal member shall be allowed one vote. It will be the organization's responsibility to designate who is authorized to vote consistent with the principal members' application. All votes shall be simple majority of those members present at a regular or special called meeting unless specified otherwise in another section of these By-laws.

Section 2:

Election of Officers - the President shall appoint a minimum of three (3) principal members to serve on a Nominating and Elections Committee. The President shall further designate one of the members to serve as Committee Chairperson. Appointment should be made not more than sixty (60) days or less than thirty (30) days before the September meeting.

Section 3:

Nomination - persons who wish to have their names placed on the ballot or slate of officers for an elected office shall do so by forwarding a letter to the Nominating and Elections Committee Chairperson at least two (2) weeks prior to the Association's September meeting. All persons following this process shall appear on the slate of officers for election. In the case that there is a shortage of qualified candidates for offices of the Association, the Nominating and Elections Committee shall be charged with seeking qualified candidates for office. The Chairperson shall forward the slate of officers by e-mail or other suitable electronic communication to all principal members at least ten (10) days prior to the September scheduled meeting and election of officers.

Section 4:

Ballot - the Nominating and Elections Committee will prepare and have ready by the September meeting the ballot or slate of officers, including the list of electoral members. The Committee Chairperson, or designee in the absence of the Chairperson, shall present the ballot or slate and conduct the electoral process under the direction of the President.

Section 5:

Secret Ballot - where two or more candidates are nominated for the same office, election for that particular office(s) shall be conducted by a secret ballot. The candidate receiving a majority of all votes cast shall be declared elected. In case of tie, there shall be a re-vote for that office. If there is a second tie, the office will be held by the Primary member with the most membership seniority.

Section 6:

Elections shall occur in September of even numbered years.

Section 7:

Removal - any officer suspended from membership in accordance with Article III, Section 3 shall be deemed removed from office. The unexpired term of any office(s) vacated shall be filled in accordance with Article IV, Section 3.

ARTICLE VI – FINANCE/ADMINISTRATION

Section 1:

Financial Year – the financial year shall begin October 1 of every year and end on September 30 the following year.

Section 2:

Dues shall be established by the Executive Board.

Section 3:

Delinquency in Dues – members shall be invoiced with at least sixty (60) days’ notice prior to the February 28 deadline for receipt of dues. Any member who fails to pay the dues by the deadline will be reported to the Executive Board as delinquent with a recommended action of suspension of membership privileges. The member shall be notified in writing of the delinquency and the recommended action of suspension. If the membership dues have not been paid within sixty (60) days of notification of delinquency, the membership shall automatically terminate. A terminated member may seek membership thereafter in accordance with the provisions in Article III herein in the same manner as a new application for membership would be processed.

Section 4:

Budget – at each October Meeting, the Treasurer shall present to the Executive Board a recommended budget for the ensuing year for review and approval by the members present. The Treasurer shall receive requests for appropriations from Committees in need of funding prior to the presentation of the budget for consideration by the membership in adopting the budget for the Association.

Section 5:

Roster and Records – the Association shall produce annually a membership roster designating the names, positions, and type of membership of each member of the Association. If funds are available, and upon approval of the Executive Board, the Secretary may publish or have published an Association Membership Directory.

The Association shall keep correct and complete books and records of account and shall also keep minutes of all Executive Board, special and general meetings.

Section 6:

The minutes and financial records of the Association shall be open to inspection by any member in good standing at any reasonable time during normal business hours, Monday-Friday.

Section 7:

Expenses – Association Officers and Committee members shall serve without pay, but may be reimbursed for other necessary business expenses when previously approved by majority membership vote and substantiated by the Treasurer. The President, or in his/her absence, the Vice-President may authorize up to \$500 for necessary business expenses without prior membership approval in exigent circumstances. Such expenses authorized by the President shall be presented by the President and reported at the next regularly scheduled meeting of the Association.

Section 8:

Disbursements – The Association’s bank account shall be established in such a manner that withdrawals can be made upon the signatures of one current Officers (President, First Vice-President, Second Vice-President, Secretary or Treasurer) for all expenditures. The Association may engage in electronic banking.

Section 9:

Financial Audit – a financial audit of the Association’s book shall be conducted at the close of each fiscal year. The President will appoint a committee of at least three (3) members to conduct a financial audit and report their findings of fact to membership at general assembly in February of each year.

Section 10:

Incorporation – this Association shall remain incorporated as a nonprofit corporation pursuant to Florida State Statutes. The Secretary shall be responsible for filing such required reports and maintaining such corporate status on an annual basis.

Section 11:

Accounts – the Treasurer shall carefully invest funds of the Association not required for operating expenses in an interest-bearing account.

Section 12:

Any requests for donation of Association funds, shall first be forwarded to the President, specify the dollar amount and purpose of the donation. Any such request shall be reviewed by the Officer of the Association and then brought to the membership with the Officer’s recommendation for final action.

ARTICLE VII – COMMITTEES

Section 1:

Standing committees – the following standing committees are hereby established and charged with the responsibility to conduct committee business at the direction of the Executive Board. Committee members and Chairpersons shall be appointed and serve at the pleasure of the President. The President, with participation by the Chairperson of the Committee, shall determine the areas(s) of responsibility for each committee, the size and composition of committee membership and the methodology for appointment of members to each committee bi-annually consistent with the President’s term of office. Committee reports shall be as designated by the President. Chairpersons shall be principal, secondary, or associate members.

- A. CERP/CERT
- B. Emergency Management
- C. Emergency Medical Services
- D. Fire Prevention & Public Education
- E. Legislative
- F. Mutual Aid/Communications
- G. Public Information Officer (PIO)
- H. Special Operations
- I. Training

Section 2:

Other Committees – with the approval of the Executive Board, the President may from time to time constitute or dissolve Ad Hoc Committees as may be appropriate; determine their duration, size, and responsibility; and appoint, remove and designate the terms of committees and appointed members. Committee reports shall be as directed by the President.

ARTICLE VII – MEETINGS

Section 1:

Quorum for a general meeting of the Association shall be 15 members. An agenda for meetings shall be established by the Executive Board consistent with Article IV, Section 1 for general meetings and by the President for such other meetings. Meetings shall proceed orderly and with decorum among membership.

Section 2:

Association Officer’s Meetings – meetings of the Association Officers may be scheduled at the discretion of the President or at the call of the majority of Association Officers.

Section 3:

General Meetings – there shall be general meetings scheduled by the President. There shall be an annual meeting to be held within one year of the date of incorporation of the Association, and each subsequent annual meeting shall be held on the same day of the same month of each year thereafter or upon such other day as may be set by the Executive Board.

Section 4:

Special Meetings – special meetings may be called at any time by the President or by the Executive Board.

Section 5:

Notice of Meetings – written notice of each general meeting shall be given by, or at the direction of the Secretary or person authorized to call the meeting by mailing (or by electronic means) a copy of such notice at least fifteen (15) days before such meeting to each member of the Association addressed to the member’s last address appearing on the books of the

Association or supplied by the member to the Association for the purpose of notice. Written notice of a special meeting shall be given to the members as practicable. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

ARTICLE IX – AMENDMENTS

Amendments to these By-Laws may be offered by any member of the Association proposing the same in writing and serving the President and Secretary with a copy thereof. Said proposed amendment must be read or distributed in writing in open meeting and shall not be voted upon until the following meeting.

Amendments may be made to these By-Laws only upon approval of three-fifths (3/5) of the members present and voting at a properly noticed meeting. All amendments, alterations or revisions of any part of the By-Laws shall take effect upon their adoption at the meeting unless otherwise provided. Copies of amendments adopted shall be distributed to all members by the Secretary no later than the next regularly scheduled meeting.

ARTICLE X – TERM

The term of the Association shall be perpetual.

ARTICLE XI – DISSOLUTION

Dissolution may be affected only by an affirmative vote of the Association's voting membership in general assembly and shall be in compliance with the applicable laws of the State of Florida and pertinent laws and regulations of any other governmental authority.

The Association shall use its funds only to accomplish the objective and purposes specified in these By-Laws and the Articles of Incorporation, and upon dissolution, no part of said funds shall be distributed to the Officers, or members of the Association.

On dissolution of the Association, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, education, scientific or philanthropic organizations, emergency services related, to be selected by the Executive Board.

ARTICLE XII -CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: FIRE CHIEFS' ASSOCIATION OF BROWARD COUNTY, INC., CORPORATION NOT FOR PROFIT.

ARTICLE XIII -PARLIAMENTARY RULES

Roberts' Rules of order (latest edition) shall govern the conduct of Association meeting when not in conflict with the Articles of Incorporation or these By-laws.

IN WITNESS WHEREOF, we, being all of the Directors of, FIRE CHIEFS' ASSOCIATION OF BROWARD COUNTY, INC, have hereunto set our hand, this 23rd day of February 1996.

Revised April 11, 1997 pursuant to the By-Laws.

Revised February 06, 2009 pursuant to the By-Laws.

Revised March 5, 2021 pursuant to the By-Laws.

FILE: Association Bylaws