

***Fort McKavett Volunteer Fire
Department and Community Center***

BYLAWS

**Article I
MISSION STATEMENT**

The mission of the Fort McKavett Volunteer Fire Department (the Department), a non-profit 501 (c) organization, is to respond to emergency situations according to the resources available to the department and within the training and capabilities of our firefighters. The Department will coordinate its emergency activities and assist other local area fire departments in those emergencies. The Community Center provides support for the Department through its fund raising and grant writing activities. The Community Center also provides clean, well maintained facilities that can be used by the Fort McKavett community for meetings and special events at a nominal charge to cover utilities and cleaning.

**Article II
MEMBERSHIP**

Section 1. Classes of Members: The Corporation shall have one class of members.

Section 2. Qualifications: To be eligible for membership in the corporation, an individual must have an interest in improving the Fort McKavett Volunteer Fire Department and Community Center and must pay annual dues.

Section 3. Voting Rights: Each member is entitled to one vote.

Section 4. Term of Membership: Membership shall be from January 1st to December 31st.

Section 5. Potential members must provide a completed application, and be approved by the Executive Committee. All applications will be reviewed by the Executive Committee and a determination made within 30 days of applying.

**Article III
MEETINGS OF MEMBERS**

Section 1. Annual Meeting: An annual meeting of the members shall be held in November of each year for the purpose of electing officers/members of the Executive Committee and for the transaction of such other business as may come before the

meeting.

Section 2. Regular Meetings: Regular meetings of the membership are held monthly, unless otherwise cancelled or rescheduled by the President, Executive Committee or not less than one-tenth of the members having voting rights. Regular meetings are to be held to conduct the regular business of the corporation.

Section 3. Special Meetings: A special meeting of the members may be called by the President, the Executive Committee or not less than one-tenth of the members having voting rights.

Section 4. Place of the Meeting: All annual, regular, and special meetings of members of the corporation shall be held in the Community Center of the Fort McKavett Volunteer Fire Department or at another location within the community as designated by the Executive Committee.

Section 5. Notice of Meetings: Notice of the place, day and hour of any meeting of members shall be communicated to each member entitled to vote at such meetings, prior to the meeting.

Section 6. Quorum: The Executive Committee shall determine annually the number of members necessary to be present at a meeting to constitute a quorum.

Section 7. Conduct of Business: A majority of the votes entitled to be cast on a matter to be voted upon by the members present at a meeting at which a quorum is present shall be necessary for the adoption thereof.

Article IV

ELECTION PROCEDURES

Section 1. A Nominating Committee shall present to the members a list of possible candidates for the election of the Executive Committee/Officers one month prior to the annual meeting.

Section 2. In addition to the slate presented by the Nominating Committee, nominations may be made from the floor at the Annual Meeting.

Article V

EXECUTIVE COMMITTEE

Section 1. General Powers: The affairs of the corporation shall be managed by its Executive Committee and presented to the general membership.

Section 2. Number and Tenure of committee members: The Executive Committee shall consist of not less than five and no more than nine members. Each member shall have a

term of office of one year. The Executive Committee shall be elected at the Annual Meeting.

Section 3. Annual Meeting: At the Annual Meeting, the general corporate members shall elect the executive committee members and transact other business.

Section 4. Regular Meetings: The Executive Committee shall conduct monthly meetings in a manner determined by the committee.

Section 5. Special Meetings: Special meetings of the Executive Committee may be called by or at the request of the President or any two Executive Committee members.

Section 6. Notice of Meetings: Notice of special meetings of the Executive Committee shall be communicated to each Executive Committee member prior to the meeting.

Section 7. Quorum: At least half of the Executive Committee members shall constitute a quorum for the transaction of business at any meeting of the Executive Committee. If less than a quorum are present, there can be no transaction of official business.

Section 8. Vacancies: Any vacancy occurring in the Executive Committee between elections or due to fewer than the authorized number of committee members having been elected at the Annual Meeting may be filled by the affirmative vote of a majority of the remaining committee members. A committee member elected to fill a vacancy shall be elected for the unexpired term of the position being filled.

Section 9. Removal: Any committee member may be removed from office by 1) a two-thirds majority vote by the committee members present at a meeting in which a quorum is present whenever in its judgment the best interests of the corporation would be served thereby, provided the committee member at issue is given ten days written notice of the action prior to a vote being taken; or 2) automatically by un-excused absences from three out of five consecutive meetings of the Executive Committee.

Section 10. Compensation: Committee members shall not receive any stated salaries for their services. A committee member may not have an interest in, or in any manner be connected with, a contract or bid for the purchase of goods or services for the corporation; or in any manner, including by rebate or personal gift, accept or receive from a person to whom a contract may be awarded, directly or indirectly, anything of value or a promise, obligation, or contract for future reward or compensation.

Article VI

OFFICERS

Section 1. Officers: The officers of the corporation shall be a President, one or more Vice Presidents, one or more Secretaries, a Treasurer, and the Fire Chief and such other officers as may be elected in accordance with the provisions of this Article.

Section 2. Election and Term of Office: The officers of the corporation shall be elected annually by the general membership. Nominations may be made by the Nominating Committee and from the floor at the Annual Meeting. Election shall be by a majority of members present. Each officer shall hold office until the next annual election of officers. Firefighters shall give the Nominating Committee their recommendation(s) for the Fire Chief.

Section 3. Vacancies: A vacancy in any office because of death, resignation or other reason may be filled by the Executive Committee for the unexpired portion of the term.

Section 4. President: The President shall be the principal executive officer of the Corporation and shall in general supervise all of the business and affairs of the corporation. The president shall preside at all meetings of the Executive Committee. The President may sign with the Secretary or any other proper officers of the corporation authorized by the Executive Committee any deeds, contracts or other instruments which the Executive Committee has authorized to be executed. The President is a member ex officio of all committees.

Section 5. Vice President: In the absence or in the event of an inability to act by the President, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as may be assigned by the President or by the Executive Committee.

Section 6. Treasurer: The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source; and deposit all such moneys in the name of the corporation in such banks or other depositories as shall be selected in accordance with the provisions of Article IX of these bylaws; and in general perform all the duties incident to the office of Treasurer, including preparation of the annual budget and such other duties as may be assigned by the President or the Executive Committee.

Section 7. Secretary: The Secretary shall record proceedings, actions, and decisions of each meeting of the Executive Committee, Regular, and Annual Meetings. The Secretary shall give all required notices; shall be the custodian of the corporate records, and in general, shall perform all the duties incident to the office of Secretary. In case of absence, the Secretary shall designate a substitute to record the minutes.

Section 8. Fire Chief: The Fire Chief shall be responsible for the Fire Department including the training of fire fighters, fire fighter recruitment, ensuring fire fighters are physically able to fight fires and that each fire fighter has signed a release of liability, and ensuring that the trucks and equipment are maintained and are available to fight fires. The Fire Chief is the point of contact with other fire departments. He will liaison with the surrounding departments as necessary to provide assistance in multi-department fires.

The Fire Chief will determine equipment needs and present costs and justification of proposed equipment purchases to the membership.

Section 9. Member At-large: At-large is a designation for a member of the Executive Committee who is elected to represent the whole membership of the organization rather than a subset of the members. A person whose spouse or partner is a member of the Executive Committee cannot be elected to the At-large position.

Article VIII

OTHER COMMITTEES

Section 1. Other Committees: Other committees not having and exercising the authority of the Executive Committee in the management of the corporation may be appointed in such manner as may be designated by resolution adopted by a majority of the members present at a meeting at which a quorum is present.

Section 2. Term of Office: Each member of a committee shall continue as such until the next annual meeting of the corporation and until a successor is appointed unless the committee shall be terminated sooner.

Section 3. Committee Chair: One member of each committee shall be appointed chairman by the Executive Committee.

Article IX

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts: The Executive Committee may authorize any officer, officers, agent or agents of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc.: All checks, drafts, or orders for the payment of money shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall be determined by resolution of the Executive Committee.

Section 3. Deposits: All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the Executive Committee may select.

Section 4. Gifts: The Executive Committee may accept on behalf of the corporation any contribution, gift bequest, or device for the general benefit of the corporation.

Article X

BOOKS AND RECORDS

The corporation shall keep correct books and records of its accounts and shall also keep minutes of the proceedings of its Executive Committee and Regular and Annual Meetings, and shall keep at its registered or principal office a record giving the names and addresses of the Executive Committee members and officers. All books and records of the corporation may be inspected by any member of the Executive Committee or their agent or attorney for any purpose at any reasonable time.

Article XI **FISCAL YEAR**

The fiscal year of the corporation shall begin on the first day of January and shall end on the last day of December each year.

Article XII **DUES**

Section 1. Annual Dues: The Executive Committee may determine the annual dues payable to the corporation by members.

Section 2. Payment of Dues: Dues shall be payable annually.

Article XIII **DISSOLUTION**

Upon dissolution of this corporation, the assets will be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code.