

# **Constitution and By-Laws**

of the

## **Whitehall Volunteer Fire Company**

Incorporated 1957



June 2019

**Constitution and By-Laws of the Whitehall Volunteer Fire Company**  
Incorporated 1957

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## **Article 1 - Name, Purpose and Territory**

### **Section 1 Organization Name**

- A. The name of the organization shall be the Whitehall Volunteer Fire Company Incorporated.
- B. All members of the Whitehall Volunteer Fire Company and its auxiliaries will govern themselves in accordance to these by-laws.
- C. The term "He" and "His" shall be a gender-neutral term within the text of this constitution and by-laws.

### **Section 2 Organizational Intent**

- A. To acquire and own fire apparatus of any kind or nature for use by the organization in the protection of persons and property from injury, loss, damage or destruction by fire or other emergency.
- B. To supply suitable quarters for the use of the members of the organization in connection with the housing of fire apparatus and for the provision of a meeting hall for the administration of the company and the social and recreational use of the membership.
- C. To provide fire protection to the territory in which the operation of the organization is principally conducted, which includes the Village and Town of Whitehall and all other areas under legal written contract.
- D. To foster interest in all matters pertaining to the volunteer fire service and the welfare of volunteer firefighters.
- E. To inculcate love of country, good citizenship, civic virtue, self-sacrifice and perpetuate the spirit from which the earliest days has actuated volunteer firefighters in the rendition of service of the highest type in the protection of life and property from fire without hope of fee or reward.

## **Article 2 - Membership**

### **Section 1 Active Membership**

- A. Active members shall be confined to persons of the age of at least eighteen (18) except for Recruits who may join at sixteen (16), who are citizens of the United States of America, of good moral character and sound of body, who shall meet such additional requirements as may be contained in any law or regulation applicable to the organization.
- B. Active members shall be required to perform the full duties of a volunteer firefighter, including service at fires and attendance at meetings, inspections, drills, schools of instruction and parades. Members unable to meet these obligations due to a temporary or permanent disability must inform the Fire Chief. If the disability is expected to exceed ninety (90) days, this notification must be in writing.
- C. Active members will be on probation for the first year of membership. Probation will have been satisfactorily completed upon reaching the first anniversary of membership.

(Add 3/14/2000)

## **Section 2 Class D Station Support**

A. Any active member who does not complete a physical, does not make any alarms or calls for 6 months, or feels that he cannot perform the fireground duties of a firefighter, will turn in Personal Protective Equipment (PPE) and communication equipment. Class D firefighters are still considered an active firefighter as Station Support personnel but may not perform fireground duties and must pay annual dues. Service time continues to be accrued while on this status.

B. Vacancies may be filled whenever a member maintains Class D membership status.

C. A Class D member may return to fireground duty upon notice to the Fire Chief of their intentions. All related physicals, SCBA fit testing and any other requirements should be completed before returning to fireground duty. (modified 12/9/2008)

## **Section 3 Honorary Members**

A. An honor conveyed on a person who significantly contributes to the organization, its goals and objectives.

B. Honorary membership may be conveyed at any regular meeting by a majority of the members present.

C. Any person shall be eligible to become an honorary member but shall have no rights or privileges of any character by reason thereof, except on invitation of the organization.

D. Is not considered a member in any form of the *Volunteer & Exempt Firefighters Benevolent Association of Whitehall Inc.*

## **Section 4 Military Members**

A. Any active member going into the military service of the United States of America shall be removed from the active roll of the Whitehall Volunteer Fire Company until such member is discharged honorably. He must reapply in writing to the company within ninety (90) days of discharge to be placed on the active roll. Military members are not required to pay back dues upon reinstatement.

B. In accordance with General Municipal Law Article 10 §200-c, military members may be dropped from the roster after five (5) years.

## **Section 5 Life Member**

A. A member may apply to become a Life Member after serving twenty (20) years of satisfactory active service in the Whitehall Volunteer Fire Company (or the now defunct Skenesborough Volunteer Fire Company), or upon reaching the age of sixty (60) whichever comes first. Application must be received at the previous meeting prior to a vote of the membership present. A majority vote will confirm Life Membership.

B. Life Members shall not fight fires, but may attend and speak at meetings, without the right to vote; shall have the same social privileges that are enjoyed by active members including access to the firehouse and the social use of the facilities, continued membership in the *Volunteer & Exempt Firefighters Benevolent Association of Whitehall Inc.*; and shall not pay annual dues. (dues modified June 2012)

C. A Life Member may be reinstated as an Active Member by a majority vote of the membership present, provided that the active duty request was received in writing at the previous meeting.

**Section 6 Recruit Firefighters** (this section added 11/2006)

- A. Junior Firefighters as described in NYS law shall be known as “Recruit Firefighters” being those members who are sixteen or seventeen years of age.
- B. They shall be considered active members of the fire department.
- C. They shall be permitted to participate in all emergency operations, drills, trainings, parades, and educational programs.
- D. They shall be permitted to attend meetings and participate in committees. They shall be permitted to have a voice in all meetings and committees. Such members shall not be permitted to vote at meetings or committee meetings.
- E. They may not operate emergency vehicles.
- F. They shall not be permitted to serve as fire officers, directors, company officers, or committee chairpersons.
- G. The Operations Manual shall be permitted to dictate additional duties, prohibitions, obligations and privileges of Active Recruit Firefighters.

**Article 3 - Attainment of Membership**

**Section 1 Proposals for Active Membership**

- A. All proposals for membership must be in writing on a form approved by the organization, signed by the applicant and by two active members and must be presented at a regular or annual meeting. A non-refundable application fee of two dollars (\$2.00) must accompany each application. This application fee will be applied to the current year’s dues.
- B. Applicant must be a current or prior resident or currently employed within the Village or Town of Whitehall for a period no less than Six (6) months, unless said person, or legal guardian, owns real property within the town or gainful employment within a ten mile radius of the Village of Whitehall may be accepted subject to the approval of the membership. (added 12/9/2008). No person convicted of a felony may apply for membership in the Whitehall Volunteer Fire Company Inc. (added 7/10/97)
- C. All such applications shall be referred to a six (6) person committee appointed at a regular or annual meeting by the president; if no committee is appointed, the Board of Directors and the Fire Chief or his designee shall serve as the committee. The investigation shall include a background check that will include completion of DCJS-9 Correspondence Inquiry Form provided by Division of Criminal Justice Services (DCJS) which will be filled out by a screening committee member and submitted to the county sheriff's office for an arson conviction check, (or if, at such time, the county enacts a local law prohibiting the sheriff's office from completing arson background checks, this form shall then be sent to the Office of Fire Prevention and Control for completion). If an applicant disputes a positive determination of an arson conviction, he may contact DCJS and request a personal record review. If an applicant was a member of another fire company, that chief or president should be contacted to determine the character of the applicant. The screening committee will report at the next regular or annual meeting upon completion of the background report. After the final report of the screening committee is reviewed by the company, a secret ballot shall be taken. An applicant shall be deemed elected by a majority affirmative vote and shall be deemed rejected by a majority negative vote. The

applicant shall be notified by the Recording Secretary. (Modified on 3/14/2000 to comply with Executive Law § 837-o, effective 4/1/2000)

D. A rejected applicant may not reapply for six (6) months from the time of initial application. All accepted applicants shall be subject to a one (1) year probation period and subject to dismissal if his obligations are not met within the first year. This section does not apply to Life or Recruits obtaining Active membership. (added 12/9/2008)

E. The company membership shall not discriminate against any applicant because of race, creed, color religion, sex or sexual orientation.

F. Once an applicant has been accepted by a majority of the membership, he will be required to complete a sixty-day (60) orientation period. During this period, new members will be required to attend pre-training prior to full membership and issuance of equipment. Member will be classified as an A, B, C or D firefighter in accordance with Section 1.1 of the Operations Manual. (Added 3/14/2007)

G. Applicants having served in and having completed satisfactory probation in the Skenesborough Central Volunteer Fire Company Inc. may be admitted by majority vote of the membership present and will be required to complete a sixty-day (60) orientation period in lieu of probation. Upon successful completion of orientation, the applicant will be granted full membership with credit given for each year of service from Skenesborough Central Volunteer Fire Company Inc. (Added 3/09/2010)

## **Section 2 Limitation of Membership**

A. This organization shall be limited to Eighty (80) active members consisting of Sixty-five (65) firefighters and Fifteen (15) fire police, and ten (10) Recruit Firefighters, in addition to Class D Station Support members and any returnees from the military. (Recruits added 3/09/2010, Membership Limit raised from 60 to 80 members 7/14/2011)

B. When this limit has been reached, the company will continue to accept all applications and place them on file in chronological order, selecting them by the oldest date to be presented to the screening committee.

## **Section 3 Honorary Membership**

A. Honorary membership may be conferred at any regular meeting, special or annual meeting by a majority vote of the members present.

# **Article 4 - Auxiliary Units**

## **Section 1 Membership and Regulation**

A. Any subordinate organization of the Whitehall Volunteer Fire Company will not make or maintain rules, regulations or by-laws that conflict with the rules, regulations or by-laws of the Whitehall Volunteer Fire Company.

B. The spouse of the company President or Fire Chief cannot hold the office of "Chief Executive Officer" in the auxiliary.

C. Any "Youth Service Organization" or "Explorer Post" as described in General Municipal Law Article 10, §204 shall be considered an auxiliary unit of this organization.

D. The *Volunteer & Exempt Firefighters Benevolent Association of Whitehall Inc.* is not an subordinate or an auxiliary organization as defined in this section, rather it is considered coterminous in nature, being one and the same, as the members, officers and best practices are shared.

## **Article 5 - Selection of Officers**

### **Section 1 Elected Offices**

A. The company officers of this organization shall consist of a President, Vice President, Treasurer, and Recording Secretary shall be chosen from the membership of the quorum present.

B. Fire officers shall consist of a Fire Chief, First Assistant Chief, Second Assistant Chief, Captain, First Lieutenant, Second Lieutenant and shall be chosen from the active membership of the quorum present.

C. A member unable to attend the annual meeting and excused from attendance by the presiding officer should notify the company in writing that he will accept a specified office(s) if elected.

### **Section 2 Term of Office**

A. The term of office of each officer shall be one (1) year during the calendar year beginning midnight December 31<sup>st</sup> into January 1<sup>st</sup> after the annual meeting. The term of any officer not elected at the annual meeting shall expire at the end of the current calendar year succeeding his election.

B. In the event of failure to fill an office at the annual meeting, the member in that office shall hold over until his successor is chosen.

C. A vacancy in any office may be filled by election at any regular meeting.

### **Section 3 Elections**

A. All nominations will be from the floor at the annual meeting. Those members that cannot attend the annual meeting and wish to be nominated must notify the company in writing that he will accept the office if nominated.

B. All officers shall be elected by a secret ballot at the annual meeting held on the second Tuesday in December by a majority vote of the votes cast.

C. A special election may be held at a special meeting called for that purpose.

D. The President shall appoint a temporary chairman at the time of the election who shall appoint two tellers to receive the ballots, poll the vote and announce the results.

E. Only members in good standing and not in arrears for dues, attending at least three-monthly meetings during the calendar year (unless legally excused) shall be entitled to vote. Members not entitled to vote shall not be eligible for election to office.

F. Only members who have completed eight hours of OSHA training during the calendar year shall be entitled to vote at an election of fire officers. Members not entitled to vote shall not be eligible for election to fire office. (Modified 3/11/2008)

G. All officers, except President and Chief, may hold more than one (1) office if elected. A fire officer cannot hold two (2) fire offices. A member of the Board of Directors cannot hold a Chief Officer position.

## **Section 4 Qualifications for Office**

A. Only a member with at least one (1) year active membership in the organization shall be eligible to hold company office except for the Board of Directors which is outlined in Article 5, Section 4, Paragraph C. (Modified 3/14/2000)

B. Only active members having satisfactorily completed a New York State course in fire training consisting of *Firefighter I* or equivalent, *NIMS IS-100 & IS-200* and *Apparatus Operator-Pump*; shall be eligible for election to the following fire office, First and Second Fire Lieutenant and Fire Captain. The Fire Chief, First Assistant Fire Chief, Second Assistant Fire Chief and Deputy Fire Chief will require the above courses in addition to satisfactorily completing a minimum of NIMS IS-700, *Preparing for Command*, or *Strategy & Tactics for Initial Company Officer*, or *Introduction to Fire Officer* or certification as *Fire Officer I*. (available courses updated 1/14/2014)

C. It is recommended that fire officers and driver-operators maintain additional training courses on command and operations including but not limited to: (ex. NIMS IS-300, *Fire Officer I Certification*, *Strategy & Tactics for Initial Company Officer*, *Commanding the Initial Response*, *Apparatus Operator-Aerial Device*, *Truck Company Operations*, *Water Supply Operations* and other courses offered by New York State Division of Homeland Security and Emergency Services - Office of Fire Prevention and Control). (available courses updated 1/14/2014)

a. Firefighter I equivalents are: *Firefighting Essentials*, *Initial Fire Attack*, *Fire Behavior Arson Awareness*, *Hazardous Materials First Responder Operations* or *Basic and Intermediate Firefighting*. (Modified 3/11/2008).

D. Members elected to the Board of Directors shall have a minimum of Three (3) years active membership in the company.

## **Section 5 Participation**

A. Any officer absenting himself from the two (2) consecutive regular meetings without a legitimate reason shall forfeit his office unless by vote of this organization.

## **Article 6 - Duties of Officers**

### **Section 1 President**

A. It shall be the duty of the President to preside at all meetings of the organization in accordance with recognized parliamentary procedure.

B. To call special meetings when in his judgment they are necessary or upon written request of five (5) members.

C. To appoint all committees.

D. To enforce with the treasurer, observance of the constitution and by-laws.

E. To sign all checks with the treasurer, sign purchase orders, make bank withdrawals, except in the case of a conflict of interest, the membership may appoint another person to sign checks in lieu of the President. (Modified 12/9/2008, 1/14/2014)

F. To appoint "Authorized Members" described in Section 28 Financial Procedures in the Operations Manual to sign checks with the treasurer, sign purchase orders, make bank withdrawals.

G. To install newly elected officers and members.



H. The President shall not vote on any question other than the election of officers, except in the case of equal division, when his vote shall decide.

I. The President shall submit a report at the annual meeting and shall include such recommendations as he deems expedient for the welfare of the organization.

J. It shall be the duty of the President to appoint a Financial Secretary, Administrative Assistant, Sergeant at Arms, Quartermaster and a Chaplain to serve for one (1) calendar year from midnight on January 1<sup>st</sup>.

### **Section 2 Vice President**

A. The Vice President shall assist the President in the discharge of his duties and in the case of the President's absence, disability or should the office become vacant, he shall assume the duties of the President.

### **Section 3 Treasurer**

A. It shall be the duty of the Treasurer to receive all monies collected by the Recording Secretary or otherwise due to the organization giving his receipt for the same.

B. To pay all bills against the organization when authorized at a regular, annual or special meeting or when authorized by the Board of Directors.

C. To keep a correct account of all receipts and disbursements and submit his accounts to the organization or the chief executive officer or the Auditing Committee when called for, in conjunction with Section 28 Financial Procedures as detailed in the Operations Manual. Section 28 and Section 34 Procurement Policy in the Operations Manual shall be reviewed annually at the beginning of each calendar year.

D. He shall deposit all monies received by him belonging to the organization in the name of the organization in a bank or banks designated by the company. All deposits are to be made within ten (10) working days or less from receipt, consistent with Operations Manual.

E. The bank accounts shall be established in such a manner that withdrawals can only be made upon checks or purchase orders requiring two signatures. There shall be a maximum of six signatures on a signature card at the official bank of the fire company. Those authorized to sign checks will be the Treasurer and the President or other Officers or members appointed by the President (Authorized Members designated by Section 28 of the Operations Manual). No money shall be withdrawn from any bank unless authorized at a regular, annual or special meeting. (Modified 3/10/2009)

F. The Treasurer shall make a report at each regular meeting showing all amounts received and expended and the date, purpose and payee with respect to each expenditure.

G. He shall give a bond to the organization in such sum as may be fixed by the organization at an annual meeting, the premium cost to be borne by the organization. The current bond requirement is one hundred thousand (\$100,000) dollars.

B. For the faithful performance of his duties he shall be entitled to receive a stipend of four hundred dollars bi annual (\$400.00). Two hundred dollars (\$200.00) on June 1<sup>st</sup> and two hundred dollars (\$200.00) on December 1<sup>st</sup>. This is able to be reviewed in June. Modified on

#### **Section 4 Recording Secretary**

A. It shall be the duty of the Recording Secretary to call the roll of active members at every meeting and to record the proceedings of all meetings.

B. He shall also act as the secretary to the Board of Directors and shall keep record of the proceedings of said committee.

C. He shall notify all newly elected members of their election and furnish them with certificates of membership.

D. He shall give written notice of each special meeting to each member at least twenty-four (24) hours before same are held.

E. He shall attend to all correspondence.

F. He shall attend and maintain all files detailing medical history and other personal facts are to be secured and exempt from disclosure.

G. He shall perform such other duties as are incidental to his office or as may be imposed upon him by the organization or the Board of Directors.

H. For the faithful performance of his duties he shall be entitled to receive a stipend of three hundred dollars bi annual (\$300.00). One hundred and fifty dollars (\$150.00) on June 1<sup>st</sup> and one hundred and fifty dollars (\$150.00) on December 1<sup>st</sup>. This is to be reviewed in June. Modified on 12/13/2016

I. An Administrative Assistant may be appointed by the President and shall answer to the Recording Secretary. This position is compatible with the Recording Secretary.

#### **Section 5 Financial Secretary**

A. A Financial Secretary may be appointed by the President and shall answer to the Treasurer. It is the duty of the Financial Secretary to record all income and expenditures of the fire company. To establish an operating budget for the upcoming fiscal year; prepare, and file income tax returns for each year of operation. This position is compatible with the positions of Treasurer and Administrative Assistant.

B. He shall submit a monthly financial report at each monthly meeting and to the budget committee when requested.

C. He shall issue all checks to be signed by Authorized Members designated by Section 28 of the Operations Manual.

D. He is not empowered to endorse checks, deposit cash or move money in or out of any fire company accounts.

E. For the faithful performance of his duties, he will be paid a sum set by the majority vote of the members present at the annual meeting, payable monthly or as determined by the Board of Directors.

#### **Section 6 Fire Chief**

A. The Fire Chief or his designee shall have exclusive control of the members at fires, inspections and reviews.

B. He shall, under the direction of the Board of Directors, have supervision of the engines, hose and other apparatus and equipment supplied to or owned by the fire company for the prevention of and extinguishment of fires.

C. Maintain records of all personnel and incidents in accordance with the Laws of the State of New York.

D. He shall, whenever required by the Board of Directors, report to the Board of Directors the condition of the property of the company and other such information with respect to the department as may be required.

E. He shall hold the members and officers of the fire company strictly to account for neglect of duty and may suspend them subject to a unanimous vote of the Board of Directors at their next meeting.

F. He shall, upon written request by a member, issue through the Recording Secretary of the fire company an exempt certificate to that member completing five (5) years active service in the fire company.

G. In a case of inability to serve or absence of the Fire Chief, these powers will revert to the officer in charge down through the line to the most junior fire officer (Second Fire Lieutenant).

H. It is the responsibility of the Fire Chief to ensure the safety of the public, firefighters and equipment. He may appoint an experienced person to act as Safety Officer when necessary. (Added 3/12/2007)

### **Section 7 Assistant Fire Chief**

A. The Assistant Fire Chief shall assist the Fire Chief in the performance of his duty.

B. In the absence of both the Fire Chief and Assistant Fire Chief the Second Assistant Fire Chief shall act as chief.

C. This chain of command shall follow down to the Captain, First Lieutenant, Second Lieutenant and first pump operator with an apparatus on the scene.

### **Section 8 Deputy Fire Chief of Special Services**

A. The Fire Chief shall appoint the Deputy Fire Chief of Special Services after the annual meeting in December.

B. The Deputy Chief assists in the general management of the fire company through supervision and evaluation of various divisions. The responsibilities include planning and directing fire suppression, fire training, fire prevention, emergency preparedness, administrative activities and performing related duties as required.

C. His capacity is support services, and as a resource to the incident commander, and is responsible for logistics in the National Incident Management System (NIMS).

D. Training Division. He shall be in charge of the Fire Education Unit. He is responsible for the scheduling of and preparation of fire training courses for firefighters and the public through fire prevention programs.

a. He may appoint as many instructors as he deems necessary to provide public fire education and fulfill a recommended one (1) fire training session per month for the company members.

b. He shall maintain training records of all active firefighters in conjunction with the Fire Chief.

c. During drills and schools of instruction, it is the responsibility of the Deputy Fire Chief to ensure the safety of the participants and equipment. He may appoint an experienced person to act as Safety Officer when necessary.

E. He is to oversee, coordinate and provide for training on all specialized rescue divisions such as Flat Ice Rescue, Vehicle Extrication, EMS or other Technical Rescue as described in the Operations Manual.

F. Fire Police Division. The Fire Police Captain will report directly to the Deputy Chief.

G. EMS Division. The EMS Captain will report directly to the Deputy Chief.

H. Deputy Fire Chief shall have a minimum of five (5) years service as a fire officer with a combination of education and experience in all aspects of the job description herein. The duties detailed to this position may be compatible with First Assistant or Second Assistant Fire Chief.

### **Section 9 Operations Manual**

A. A written Operations Manual set forth by the fire officers will be followed whenever possible. They are a best practice reference tool for the Officers and Members.

B. An incident commander, fire officer or member may overlook, for cause, any best practice that could interfere with the good order or command of the fireground.

C. All references noted therein have not been endorsed or adopted by the Whitehall Volunteer Fire Company Inc. as policy or procedure.

D. If there is a deviation from any best practices as defined in the Operations Manual, the Chief or Incident Commander will be advised.

E. The Operations Manual shall be reviewed by the newly elected fire officers after the annual meeting.

### **Section 10 Board of Directors**

A. The Board shall consist of five (5) members, plus two (2) Directors at Large from the Volunteer & Exempt Firefighters Association of Whitehall Inc.

B. One (1) member shall be elected each year for a term of five (5) years at the annual meeting. Two (2) Directors at Large are one-year terms.

C. The most senior member of the Board will act as chair, excluding the Recording Secretary.

D. The Board of Directors shall have care custody and control of all property belonging to the fire company. They may recommend to the company the purchase of equipment, tools, apparatus and other equipment deemed necessary by them.

E. The Board of Directors shall act in the capacity of a grievance committee and execute suspensions.

F. Monthly meetings will be held by the Board of Directors on the first Tuesday of each month at 6:00 P.M. at the company meeting rooms. *(modified from 7:00 PM on 6/12/2012, changed to Tuesday on 12/12/2017)*

G. All functions and transactions of the Board of Directors shall meet with approval of the company.

### **Section 11 Fire Police Division**

- A. The Fire Police Captain will report directly to the Deputy Chief of Special Services or compatible office.
- B. The Fire Police duties are as set forth in the Operations Manual.
- C. Fire Police officers shall consist of a Captain and a Lieutenant.
- D. Fire Police shall consist of a maximum of fifteen (15) members.
- E. Shall attend fire police schools in accordance with General Municipal Law Article 10 §209-c.

### **Section 12 EMS Division - First Response**

- A. The EMS Captain will report directly to the Deputy of Special Services or compatible office.
- B. The First Responders duties are as set forth in the Operations Manual.
- C. EMS officers shall consist of a Captain and a Lieutenant.

## **Article 7 - Committees**

### **Section 1 Auditing Committee**

- A. The Auditing Committee shall consist of Three (3) members.
- B. Immediately prior to the annual meeting and at least once a year in addition thereto. This committee shall examine the accounts of the Treasurer/Financial Secretary, and all special accounts including any auxiliary units. A report will be given at the annual meeting and at the next regular meeting after any examination other than the annual examination. Such examination shall include a verification of bank balances.
- C. The committee shall perform such other duties as may be assigned to it by the membership of the organization, the Board of Directors, or as directed by Section 29 of the Operations Manual.

### **Section 2 Fire Equipment Committee**

- A. This committee shall consist of a chairman and at least four (4) members to be appointed by the President.
- B. If no committee is appointed, the fire officers shall serve as the committee.
- C. All necessary and emergency repairs to the fire equipment shall be handled by this committee. An itemized report shall be submitted to the next Board of Directors meeting for evaluation of the emergency repairs made.

### **Section 3 Procurement/Disbursement Committee**

- A. This committee shall consist of three (3) members to be appointed by the President.
- B. The duties of this committee are to generate and set specifications for items to be purchased, repaired or replaced, following best practice guidelines for competitive and non-competitive bidding in accordance with General Municipal Law §103, 104-b, as described in Section 34 of the Operations Manual. (Amended 3/13/12)
- C. Disburse Fire Company assets as described in “Surplus Property”, Section 30 of the Operations Manual.

#### **Section 4 Property Improvement and Repair Committee**

A. This committee shall consist of a chairman and four (4) members to be appointed by the President. All necessary repairs and improvements to the company property (excluding fire equipment) will be handled by this committee. An itemized report shall be submitted to the Board of Directors for necessary repairs.

#### **Section 5 Sick and Death Committee**

A. This committee shall consist of Three (3) members appointed by the President for the purpose of sending fruit baskets and or cards in case of an illness of a member or their spouse.

B. In the case of death, flowers and a Bible may be sent in the following situations: spouse, children, mother, father, brothers or sisters. (See Operations Manual Section 11.0 Protocol for Company Review.)

#### **Section 6 By-Law Committee**

A. A By-law Committee consisting of six people will be appointed by the president at the annual meeting.

B. The By-law Committee will review each proposed change to the by-laws to insure their compliance with state laws and that they do not conflict with existing by-laws.

C. Committee will present proposed by-laws for recommendations at the November meeting and present final draft of each by-law for ratification at the annual meeting in December.

#### **Section 7 Special Committees**

A. This committee may be appointed pursuant to resolution adopted at any meeting.

### **Article 8 - Conduct of Business**

#### **Section 1 Meetings**

A. Regular meetings shall be held on the Second Tuesday of every month at 7:00 P.M. at the firehouse meeting rooms. (Previously changed time from 7:00 PM on 6/12/2012, day change from second Tuesday and time from 6:00 PM change on 12/12/2017 and back to second Tuesday on 12/2018)

Annual meetings shall be held on the second Tuesday in December at 7:00 P.M. at the firehouse meeting rooms. (Previously changed from month of March on 6/12/2012, day change from second Tuesday and time from 6:00 PM change on 12/12/2017 and back to second Tuesday on 12/2018)

When a regular or special meeting falls on a holiday, the meeting will be held on the same day the following week.

B. Special meetings shall be held subject to the discretion of the President. The notice thereof shall specify what purpose the meeting is called for and no other business shall be transacted. Notices will be sent out as described in the Secretary's duties.

C. Monthly meetings will be held by the Board of Directors on the second Tuesday of each month at 6:00 P.M. at the company meeting rooms. (modified day change from first Monday on 12/12/2017 at 6pm and changed to second Tuesday on 12/2018)

#### **Section 2 Quorum**

A. Ten (10) members shall constitute a quorum for all regular and special meetings. (modified 3/11/03 from 12 to 10)

B. Twelve (12) members shall constitute a quorum for the annual meeting. (modified 3/11/03 from 15 to 12)

### **Section 3 Special Disbursement of Funds**

A. Donations to organizations or causes, other than the company hardship fund, as described in paragraph B of this section, shall be a maximum of twenty-five (25) dollars.

~~B. When it comes to the attention of the membership at large that a member has fallen on hard times, (Ex. loss of a job, unable to meet pressing financial obligations, etc.) the company may, after an affirmative majority vote, loan or give to a member an amount up to, but not to exceed, five hundred dollars (\$500) per occasion at any regular, annual or special meeting called for that purpose. (Removed 12/09/2014)~~

## **Article 9 - Dues and Assessments**

### **Section 1 Dues**

A. The annual dues of active members shall be two dollars (\$2.00) payable on or before the date of the annual meeting.

B. Dues cannot be paid more than one year in advance

C. Any member who is debt to the organization for one (1) year's dues shall be automatically dropped from the roster.

D. Members are responsible for paying their own dues.

E. Any property in their possession will be picked up by the Fire Police Captain or his subordinates.

## **Article 10 - Drills and Schools of Instruction**

### **Section 1 Attendance**

A. Attendance of active members at drills and schools of instruction shall be consistent with Operations Manual set forth by the fire officers annually.

## **Article 11 - Duty Requirements**

### **Section 1 Activity within the Organization**

A. All active members must attend fire calls, drills, meetings and company functions. (Ten percent 10% rule deleted 4/10/97)

### **Section 2 Conduct at Fires, Meetings and Company Functions**

A. Active members must be faithful in the performance of their duties and must obey the order of the officers and comply with all adopted rules and regulations respecting their conduct.

### **Section 3 Use of Drugs and/or Intoxicants**

A. Any member attending fires, fire drills, parades, schools of instruction, meetings or activities of the Whitehall Volunteer Fire Company other than a social affair under the undue influence of intoxicants shall be charged in writing by the respective officer(s), brought before the Board and be subject to disciplinary action in accordance with Article 12 and 13 of these by-laws.

B. Members found with the possession or use of drugs including illegal narcotics will be dismissed if found guilty after the presentation of written charges in accordance with Article 12

and 13 of these by-laws.

#### **Section 4 Personal Leave**

A. A member may be granted a Six (6) month leave of absence for personal reasons at any regular or annual meeting by a majority vote of the membership present.

B. An additional six (6) months may be granted if requested in writing. Member must have been an active member for one (1) year prior to the request.

C. Member must turn in all company property in their possession. Service time continues to be accrued while on this status. (Extension requests modified 8/14/97)

#### **Section 5 Code of Ethics**

##### A. Declaration of policy and Purpose

a. The proper operation of the Whitehall Volunteer Company requires that company directors, officers and members be impartial and responsible to their members and the public. They must not have interests that would be incompatible with the proper discharge of their responsibilities or tend to impair their independence of judgment or action in the performance of their official duties and responsibilities. Decisions and policies must be made in the proper channels of company structure and free from undue influence. Positions with the fire company must not be improperly used for personal gain. Directors, officers and members must strive to avoid even the appearance of impropriety. Each of these ideals is to ensure that the public has confidence in the integrity of this company. The purpose of this Code of Ethics is to maintain and enhance a tradition of responsible and effective public service by setting forth standards of ethical conduct to guide members, directors and officers in the conduct of their responsibilities.

##### B. Definitions

a. "Confidential Information" means any information, however transmitted or maintained, that is obtained, possessed or controlled by such fire company member, director or officer by reason of his position with the fire company, and by its nature is such that it is not known to the general public or is not a matter of public record.

b. A prohibited gift, as addressed by this policy, shall include a gift of more than \$75.00 in value. Such a gift includes, but is not limited to, entertainment, food, beverage, travel and lodging to the extent that the gift value exceeds \$75.00 for any one occasion and \$150.00 total in any one year from the same person or business entity. A gift also includes a loan that is not commercially reasonable. Prohibited gifts do not include the following:

i. A loan made on terms that is commercially reasonable and not more favorable than loans made in the ordinary course of business.

ii. Any gift regardless of value from a family member.

iii. Certificates, plaques or other ceremonial awards costing less than \$75.00, except for any award given by a municipality or fire district, not-for profit corporation, another fire company or ambulance service or the Whitehall Volunteer Fire Company for service as a company member, director or officer.

iv. Honorary degrees.



v. A meal, ticket, beverages, and lodging costing less than or equal to \$75.00, but only if the total of all such gifts from a particular person or business does not exceed \$150.00 in one year.

c. “Financial benefits” include promotions, commissions, rewards, raises and direct compensation.

d. An “interest” shall include a direct or indirect, pecuniary or material benefit accruing to such person as the result of a contract with the fire company.

e. Prohibited interests shall not include a contract or business advantage where no direct or indirect financial gain may be obtained, such as where a person is merely an employee that will not receive any financial benefit from the result of a decision of the fire company.

f. “Officers” shall include company officers, board of directors and fire officers.

g. “Members” shall include all active members and other types of members including Life and Recruits, except for Honorary Members and Explorer Members when such members have no vote or voice before the membership.

### C. Principles of the Fire Company

A. The principles which must guide the conduct of fire company members, directors and officers include, but are not limited to, the following:

a. Fire company members, directors and officers shall endeavor to pursue a course which shall not raise suspicion among the public that they are likely to be engaged in acts that are in violation of their trust as fire company members, directors or officers;

b. No fire company member, director or officer shall engage in, accept employment or render services when the employment or services: (1) are incompatible with the proper discharge of the official duties of such person; or (2) would tend to impair independence of judgment or action by such person in the performance of that person’s official duty.

c. Fire company members, directors and officers shall not disclose confidential information acquired in the course of their duties as a fire company member, director or officer, nor use such information to further their own personal, family or present or known future business interests. This shall not prohibit revealing information known to the public at large.

d. The fire company shall utilize, when necessary, an appointed spokesperson hereafter known as a Public Information Officer (PIO), as described in Section 4.1, I of the Operations Manual for any official communication and public comment.

e. Fire company members, directors and officers shall not use or attempt to use their positions or influence to secure unwarranted privileges or exemptions for themselves or others, either before the fire company or otherwise;

f. Fire company members, directors and officers shall not engage in any transaction as a representative of the company or municipality which contracts with the fire company or with any business entity in which they have a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of their duties as a fire company member, director or officer;

g. Fire company members, directors and officers shall not accept a gift, as defined above, from any person or business which has any pending business transactions or has an interest in a decision of the fire company, including but not limited to decisions involving purchases, provisions of supplies, construction, hiring and legislation. Fire company members shall not

accept privileges unavailable to the general public, which are offered in order to gain favor from such individual regarding a decision of the fire company.

h. Fire company members shall comply with the fire company's "Prohibition of Financial Interests" policy.

#### D. Prohibition of Financial Interests

a. This policy shall regulate the conduct of members, directors and executive and officers. It shall apply to such person's financial and business interests.

b. Persons regulated by this policy shall be deemed to have an interest in a contract or business of:

i. his or her spouse, minor children and dependents;

ii. a firm, partnership or association of which such individual is a partner, member or employee;

iii. a corporation of which such individual is an officer, director or employee; and

iv. a corporation, any stock of which is owned or controlled directly or indirectly by such individual, except that a prohibited interest shall not include an investment interest in a business in which such person owns or controls less than five (5%) percent of the business or outstanding shares.

c. This policy shall not apply to a contract in which a member, director or officer has an interest if the total consideration payable under that contract, when added to the aggregate amount of all consideration payable under contracts in which such person had an interest during the fiscal year, does not exceed the sum of seven hundred fifty (\$750.00) dollars.

#### F. Prohibitions

a. No interested member, director or officer of the fire company may:

i. vote or speak on any matter in which he has any interest, financial or otherwise, direct or indirect;

ii. vote to do business with any entity in which he has a prohibited interest;

iii. attempt to implement, prevent or change any legislation before the controlling municipality (including a fire district), which is in substantial conflict with the proper discharge of his duties as a fire company member, director or officer or would obtain a financial advantage or himself, family, or business; or

iv. represent a client before the fire company or appear before the fire company on behalf of a client;

v. Express an opinion on any matter in which such person has a prohibited or conflict of interest.

#### G. Required Conduct Upon Conflict Arising

a. Prior to any vote, any duality of interest or possible conflict of interest on the part of any member, director or officer shall be disclosed to the other persons voting on the matter and shall be noted in the minutes.

b. Such interested person may be counted in determining the quorum for the meeting. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting and the quorum situation.

c. No member, director, company or fire officer having a duality of interest or conflict of interest on any matter shall vote or use his personal influence on the matter.

d. No conflict may be waived, even by vote of the members, directors or officers. A person accused of having an interest but disagreeing with the accusation may vote by secret ballot. Such person's vote shall be sealed. Should the vote of such person affect the outcome of the matter, the fire company may seek an opinion from the Comptroller, the Attorney General, town or village attorney, the fire company's attorney or the Code of Ethics Committee, or from any other trusted and non-interested source as to whether a conflict exists.

- e. Every new member of the fire company or board of directors, or a new executive officer or line officer must be advised of this policy upon entering on the duties of his office. Forms acknowledging this policy must be executed by every new member, director or officer. This policy shall be reviewed at least annually with every member, director and officer.
- f. Members, directors and officers shall be required to disclose annually, in writing, all financial interests in which they or family members may have before the fire company, and any other information as required by the fire company.
- g. Members, directors and officers must exercise their duties and responsibilities in the public interest of the inhabitants of the municipality(s) served.
- h. Member, directors or executives having conflicts of interest involving bank activity shall be removed from that bank-signing card. (ex. Two members of a family signing checks). The president shall assign another officer to sign the checks or perform other banking business consistent with the Duties of the Treasurer detailed in these bylaws and Section 28 Financial Procedures in the Operations Manual. (Modified 3/10/2009)

## **Article 12 - Penalties**

### **Section 1 Serious Violations of Conduct**

- A. Disobedience to a lawful order issued by any officer or fire police of the company may be suspended up to one (1) year depending on the seriousness of the offense.
- B. For leaving the scene of a fire without reporting to a fire officer or pump operator with a vehicle. Suspension up to sixty (60) days.
- C. For disorderly conduct or contemptuous behavior during all company functions, including any conduct unbecoming a Whitehall Volunteer Firefighter, including any disorderly conduct, contemptuous behavior and or vulgar displays on any social media platform. Suspension up to one (1) year or dismissal.
- D. Theft of, or intentionally defacing, any company property or intentionally causing injuring to personnel. Dismissal.
- E. Possession or consumption of alcohol on company property by members under the age of twenty-one (21) and, or those members serving or supplying alcohol to anyone under twenty-one (21) years of age, shall be subject to automatic dismissal from the company.
- F. Suspected use of drugs or other illegal narcotics whether on duty or not. Dismissal.
- G. Driving or operating apparatus while consuming or having consumed alcohol or narcotics. Dismissal. (Added 3/13/01)

## **Article 13 - Expulsion**

### **Section 1 Procedure**

- A. Any member may be expelled from the company for just cause by a majority vote of the members present at a meeting, provided the accused shall have been served with written charges at least seven (7) days prior to that meeting, together with a notice that the charges will be considered at the meeting.
- B. The fire company shall have full power to determine what shall be sufficient cause for expulsion.

### **Section 2 Termination Procedure for Probationary Members**

A. Probationary members may be expelled within the first year of probation for just cause upon written charges by the fire officers. This in turn is reviewed by the Board of Directors. The Board of Directors will then make a recommendation based on all available information.

B. The recommendations of the fire officers and the Board of Directors will be forwarded to the fire company membership at the next regular meeting. A majority vote of the company will carry the motion to expel the probationary member. (Modified to include written charges 3/14/2000)

C. The probation period may be extended for up to, but not more than one (1) year. Written notice will be given to members who have been expelled or whose probation has been extended.

## **Article 14 - Reinstatement**

### **Section 1 Procedure**

A. A member expelled from the company shall not be eligible for reinstatement until six (6) months from the date of his expulsion. At that time, he must comply with Article 3, Attainment of Membership, Section 1, Proposals for Active Membership, before he presents himself before a regular meeting of the Board of Directors and explains the reasons for seeking reinstatement. If reelected to the membership, said member shall be placed on a twenty-four (24) month probationary period. (Modified 3/14/2000)

B. Members dropped for non-payment of dues are not considered expelled, and are eligible for immediate application the following month.

## **Article 15 - Amendments**

### **Section 1 Proposed Amendments**

A. This constitution and by-laws may be amended at the annual December meeting, by a majority vote of the members present, provided the proposed amendment was submitted in writing at any previous meeting during the year.

B. Proposals are subject to review one month prior to the annual meeting by the By-Law Committee to insure compliance with state laws and that they do not conflict with existing by-laws.

## **Article 16 - Order of Business**

### **Section 1 Regular and Annual Meetings**

- A. Pledge of Allegiance
- B. Roll Call
- C. Read Minutes of Last Meeting
- D. Minutes of Last Board Meeting
  - a. Reports of Committees
- E. Payment of Dues
- F. Delinquent Members List
- G. Bills Against the Company
- H. Treasurer's Report
  - a. Fire Operations Fund
  - b. Member Benefit
  - c. Capital Reserve Fund
- I. Elections of Officers

- J. Communications
- K. Proposals for new membership
- L. Election of New Members
- M. Fire Evaluation
  - a. Training Officer
  - b. Vehicle Maintenance
- N. Unfinished Business
- O. New Business
- P. Roll Call
- Q. Dismissal