

**BY-LAWS**  
**OF**  
**RUSHFORD VOLUNTEER FIRE DEPARTMENT, INC.**

**OCTOBER 2006**  
**Revised 1/10/2008**

**ARTICLE I**  
Name, Offices and Definitions

Name. The name of the Department is **RUSHFORD VOLUNTEER FIRE DEPARTMENT, INC**, hereinafter referred to as the “Department”. It shall include the assumed name “Rushford Rescue Squad”.

Offices. The principle office of the Department shall be in Rushford, County of Allegany, State of New York. The Department may also have offices in such other places as the Board of Directors may, from time to time, appoint or the purposes of the Department may require.

Definitions. Officers shall mean executive officers and officers of the Board of Directors, each being one in the same, but shall not include Line Officers.

Wherever used herein and required by the context, the use of either gender shall include both genders.

These by-laws shall not apply to any paid staff, if any and shall only grant rights and privileges to volunteers.

**ARTICLE II**  
Purposes

The purposes for which the Department is organized are to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and within such limits:

1. To prevent and extinguish fires and to provide emergency medical care and to permit the Department to purchase and own engines, apparatus, hose, extinguishers, chemicals and appliances for use in putting out, extinguishing and preventing fires and conflagrations, and supplies for emergency medical services within the Rushford Fire District and in any other area which the Department contracts for protection, and within any other area as permitted by law if so requested or under mutual aid agreement or other contract to do so;

2. To acquire real and personal property by purchase, gift, grant, devise and bequest and to hold or accept mortgages and dispose of the same for the particular objects of the Department as set forth in its Certificate of Incorporation;
3. To construct and erect buildings for corporate business or to lease the same, and for the use of the membership of the Department in connection with the housing of fire apparatus and for the providing of a place of meeting for the membership of the Department;
4. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof and not prohibited by law or inconsistent with the other provisions of the Certificate of Incorporation or these by-laws;
5. In accordance with the above, to have and exercise all powers available to Companies organized pursuant to the Not-for-Profit Department Law of the State of New York.

### **ARTICLE III**

#### Fiscal/Operating Year

The fiscal year of the Department shall commence on the first day of January of each year and shall end on the 31<sup>st</sup> day of December.

### **ARTICLE IV**

#### Membership

1. Classes of Membership. The Department shall have four classes of members, with subclasses where listed:

- A. Active

- (1) Full

- i. Fire Side

- ii. EMS Side

- (2) Probationary

- (3) Junior Fire Members

- B. Inactive

- C. Special Members

- D. Honorary

2. Powers of Membership. The powers of any class of member may be limited, though not expanded, in the policies of the organization, but at a minimum, shall be as follows:

- A. Active Members

- (1) Full Members. Full Members are those persons who meet the qualifications for such status as provided for in these bylaws and the policies of the Department. Such members shall have the authority to vote on all matters brought to the

members for a vote by the members or committees. They shall be eligible for election as a director and executive and line officer and shall be permitted to participate in committees and vote in committee proceedings. They may attend all social functions of the Department. Members who are non-residents of the State of New York shall not be appointed or elected to any executive office. EMS members at 16 or 17 years of age are considered Full Members.

- (2) Probationary Members. Probationary Members are those persons who meet the qualifications for such membership as further defined in these by-laws and in the policies of the Department. They shall have those rights and/or restrictions as set forth in the policies, but in no event shall they be permitted to vote at any meeting or committee meeting. They shall have a voice at meetings. They may not hold executive or line offices, or serve as a director. They may attend social events. They are generally new members, but are also those inactive members who are required to complete additional requirements to become Full Members again.
  - (3) Junior Fire Members. Junior Fire Members shall be those members who are sixteen or seventeen years of age. They shall be permitted to participate in emergency operations, drills, trainings, parades, and educational programs. They shall be permitted to attend meetings and participate in committees. They shall be permitted to have a voice in meetings and committees. Such members shall not be permitted to vote at meetings or committee meetings. They may attend social events. They may not operate emergency vehicles. They shall not be permitted to serve as line officers, directors, executive officers, or committee chairpersons, except that they may hold an office created for junior members. The policies shall be permitted to dictate additional duties, prohibitions, obligations and privileges of Junior Firefighters. Junior Member applicants must have the signature of at least one parent or guardian on the application to join. No person sixteen years of age shall serve as an interior firefighter.
- B. Inactive Members. Inactive members are not permitted to attend calls or any other emergencies and may not participate in drills or trainings. They shall not be permitted to vote at any meeting but may have a voice. They may attend social functions. They may not participate as members in fundraising events as they would not be covered by V.F.B.L.
- C. Special Members. Special Members may not vote and have no right to a voice at a Department meeting. They may not serve on the Board of Directors or as an executive or line officer. They may not participate in emergencies, drills or special operations. They may attend social events upon invitation.
- D. Honorary Members. Honorary Members may not vote and have no right to a voice at a Department meeting. They may not serve on the Board of Directors or as an executive or line officer. They may not participate in emergencies, drills or special operations. They may attend social events upon invitation.
- E. Administrative Members Administrative members shall be members who have been an active fire fighter for a minimum of 5 years who cannot perform the duties of an

active fire fighter and holds an executive office. An administrative member shall have all of the rights and privileges of an active member but shall not be present at the scene of a fire or any other incident past the fire line.

1. Requirements of Active Membership. Active Membership is not automatic. There is nothing that requires the acceptance of any applicant, but no applicant shall be rejected due to gender, race, sexual preference, ethnicity or religion. All active members must be at least eighteen (18) years of age, except for Junior Members. They must be of good moral character and be able to meet any other qualifications as stated in these bylaws. All members shall be required to accumulate membership points in accordance with the following table:

6	1 Year of membership	100 points
7	2-4 Years of membership	50
8	5-10	40
9	11-15	35
10	16-20	30
11	Over 20	25

Points shall be awarded to members for attendance at drills, fund raisers, training, and other functions as shall be determined by the department. Points shall be awarded on the basis of duration of the event at the rate of 1 point for every hour of duration. (Firemen may carry over points in excess of their required point with the exception of the 8 hour PESH requirement, to the following year.

1. Residence Requirement. Applicants for active membership must meet one of the following requirements to be eligible for membership:

- A. A resident of the Rushford Fire District (residence shall be defined as a person's domicile); or
- B. A resident of an area outside the Rushford Fire District in which the Department provides fire protection pursuant to a contract for cash consideration or for which negotiations for renewal of such a contract for cash consideration are pending; or
- C. A resident in the vicinity of the Rushford Fire District or in the vicinity of territory in which the Department provides fire protection pursuant to contract for cash consideration. Vicinity shall be defined as that territory denoted on the map attached to these bylaws; or
- D. By reason of the location of the applicant's usual occupation, the applicant is available to render active service in the area listed in paragraphs (A)(1) and (A)(2).

No person shall be elected to membership who does not reside in the Rushford Fire District, or in an area which is afforded fire protection by the Department by contract or the territory listed in the certificate of incorporation for the provision fire protection, if by

doing so, the percentage of active members not residing in such areas would exceed forty-five (45%) of the actual membership therein.

5. Physical & Mental Fitness Requirements. Applicants must be able to meet those physical and mental requirements as outlined in the Department's policies.
6. Procedure for Active Membership. All applications for active membership must be submitted on a form provided by the Department and signed by the applicant. A sponsoring active member must also sign the application. There shall be no application fee. The application shall be turned over to the Board of Directors after the Secretary has filed a record of the application. The Board shall begin the review process within sixty (60) days of receiving the completed application and shall examine the applicant's qualifications for membership. The Board may interview the member and shall conduct all necessary background and arson checks. The Board may either grant or deny Probationary Membership. Any applicant who is under the age of eighteen (18) shall meet with the Board and one of the applicant's parents/guardians. The approval of the Board shall be required to grant Probationary Membership to the applicant. The Board shall report its decision at the next regular meeting of the Department. No approval of the membership is required at this stage as only Probationary Membership is being bestowed.

Once Probationary Membership is approved by the Board, the Department secretary shall submit the name and qualifications of any approved Probationary Member to the secretary of the Rushford Fire District before Probationary Membership shall be finally granted. However, should the District fail to act upon such application, either by approving or disapproving the application of the prospective member, such membership shall be deemed approved: (a) either after forty (40) days after service of written notice by the Department of such election shall have been made by the secretary of the Department upon the Clerk or secretary of the District, either personally or by mail, with regard to those prospective members meeting the residency requirements of paragraph 4(A) to 4(B); or (b) after seventy (70) days for persons meeting the residency requirement of paragraph 4(C) and 4(D). No person shall exercise any privileges of Active Membership until the Fire District approves or fails to act upon the request for membership as above.

A probationary period shall begin upon grant of approval or upon expiration of the District's time to act.

7. Probationary Period. An applicant, once accepted as a Probationary Member, shall be required to complete a probationary period for a period of no less than six (6) months after being cleared as an interior firefighter, scene support, fire police, ambulance operator or emergency medical technician or certified first responder. The policies may outline the requirements for courses, drills, and other requirements to be completed before a member may be released from Probationary status. In order to be released from the Probationary status, a majority of the Board of Directors must first recommend such release to the active membership. If a majority of the Board does not make a recommendation for Full Membership, the Probationary Members shall not be granted Full Membership and shall be released from the Department. Should a majority of the Board make a recommendation for Full Membership, the Full

Members shall be asked to vote on Full Member status. The recommendation shall come out of the group to the members as a “seconded motion”. A majority vote of the Full Members present at a meeting must be obtained in order to grant Full Membership Status. Should a majority vote not be obtained, the member shall be release from the Department. The directors and line officers are permitted to vote on this question. A person not granted Full Membership must return all property and equipment of the Department and district.

8. Inactive Members. In order to remain as an active member, a person must accumulate the number of membership points as required by Article IV, Section (3). The policies may provide additional requirements for the minimum number of calls, attendance at events, and other requirements to remain an Active Member. Failure to meet those requirements shall automatically render a member Inactive. Inactive members are also those members on a leave of absence. No person shall remain an inactive member for longer than six (6) continuous months, except for persons on military leave, medical leave and school leave. At or after the sixth month of Inactive Status, the corporate secretary shall notify the member that the member will either be terminated by the Board for remaining inactive past the sixth (6<sup>th</sup>) month, or that he must return to Probationary status and must complete those requirements as determined by the chiefs. The Board shall have the final and only decision on whether or not to terminate the Inactive Member or to permit continued membership. Another date for compliance with the Active Member rules may be set by the Board.
9. Reinstatement from Inactive Membership. Any person desiring to regain active status must receive the permission of the Board in order to return to active status. However, the chiefs and/or EMS Captain (depending on type of member) may impose requirements before permitting a member to return to Full Active Status including training or drills to be completed. Such members shall be deemed a Probationary Member, with only those rights and privileges of Probationary Members. Should the member fail to complete the requirements imposed by the chiefs and line officers by a date set by the chiefs and line officers, such member may be terminated by the Board for such failure.
10. Dual Membership. A person shall not be eligible for volunteer membership in any other fire Department or fire Department at one time.
11. Prior Members. Prior members of the Department who were not expelled for cause or did not resign in bad standing may be eligible for reinstatement. However, since every person may have special circumstances regarding reinstatement, the applicant must comply with the same application requirements as any new member, except that the Board may waive or shorten an Probationary period.
12. Members of other Departments. Members of other fire departments which are surrendering their membership and are applying for active membership in this Department may be granted Full Membership in the Department by following the same procedure as any other person. Such person shall relinquish the membership

card of the other organization at the time Probationary Membership is granted in this Department.

13. Arson/Felony Convictions. A person who has been convicted of or plead to arson or attempted arson in any degree or convicted of or plead to any felony shall not be eligible for membership. Upon application by any person for membership, the fire chief shall cause the applicant's background to be checked pursuant to section eight hundred thirty-seven-o of the Executive Law for a criminal history involving a conviction for arson or attempted arson. An active, inactive, honorary or associate member convicted of arson in any degree automatically shall be terminated as that class of member and shall not be permitted to reapply.
14. Other Requirements of Membership. Additional duties, prohibitions and requirements of membership may be set forth in the policies of the Department, but in no event may the policies take away any rights bestowed in these by-laws. Membership shall be continued only if members shall meet any and all such requirements as contained in these by-laws as well as the policies.
15. Exempt Member Status. Any member who has served at least five (5) years in the Department and who has been in good standing for at least five years shall be entitled to a certificate as an Exempt Volunteer Fire Fighter in accordance with Section 200 (and those sections following it) of the General Municipal Law. The grant of Exempt Member Status shall not require any member to resign or lose any other privileges of membership. These bylaws shall also permit the grant of Exempt Status in accordance with any other provision of law. Privileges of Exempt Status shall be in accordance with those granted by law, if any.
16. Life Member Status. Those persons who have served at least fifteen (15) active years in the Department may become Life Members, the last five (5) of which were served prior to the grant of Life Membership. A person that meets the requirements shall automatically be given Life Membership. Alternatively, an active member with less than fifteen (15) years upon suffering a firefighter-service ending disability may request and be awarded Inactive Life Membership Status, subject to the approval of a majority of the vote of the Full Members.
  - A. Active Life Members. Life members who remain active by meeting the requirements of active members shall have the same privileges and obligations as any active member.
  - B. Inactive Life Members. Life members who are not still active members shall be permitted to attend all social functions at no cost greater than to any other member and are permitted to speak but not vote at meetings. They are not permitted to serve as officers or board members or to participate in emergencies, drills or training. Inactive Life Members may be inactive forever.
3. Membership Cards. All persons who hold any type of membership shall be issued a membership card. No type of membership card shall be transferable to another person.

4. Residence. Each Active Member shall be required to notify the Secretary of the Department in writing immediately upon learning that he will be moving to a new location or otherwise changing his address.
5. Termination of Active Membership and Removal of Member. In addition to the requirements and procedures stated in these by-laws, the policies of the Department may proscribe additional reasons for the termination, removal or suspension of membership, but such policies shall not abrogate or amend these by-laws.

A. Reasons for termination.

1) *Failure to adhere to residency requirements.* Membership shall terminate when any volunteer member ceases to be a resident of such territory required for membership, except that the Department may authorize the member's continued membership where he notifies the secretary of the Department 30 days prior to the actual cessation of residency:

i. that he plans to change his residence to a territory which is not in such territory required for membership; and

ii. that by reason of his residence in the vicinity of the Rushford Fire District, or in an area which is provided fire protection pursuant to contract for a cash consideration by the Department, or by his usual occupation in such vicinity, he will be available to render active service as a volunteer fireman in the Rushford Fire District.

No person shall have his membership continued who does not reside in the Rushford Fire District, or an area which is afforded fire protection by the Department by contract or the territory listed in the certificate of incorporation for the provision of primary fire protection, if by doing so, the percentage of active and inactive members not residing in such areas would exceed forty-five (45%) of the actual membership therein.

The active members are required to vote on the continuation of membership in this instance, and only a simple majority of those members in attendance, presuming a quorum is present, shall be required for approval. However, the vote of the membership shall not become effective until the Rushford Fire District approves, by resolution, such continuation. However, should the Fire District fail to act upon such application for continuation of membership, either by approving or disapproving the continuation of the member, such continuation shall be deemed approved: either after forty (40) days after service of written notice by the Department of such election shall have been made by the secretary of the Department upon the secretary of the Fire District, either personally or by mail, with regard to those members meeting the requirements of Article IV, 4(A) to 4(B), or after seventy (70) days for persons meeting 4(C) and 4(D). No person exercise and privileges of active membership until the Fire District approves or fails to act upon the request for membership.

Any membership so continued shall automatically terminate (no vote of membership required) when such member can no longer meet the requirements of the residency exception as stated herein.

- (1) *Failure to adhere to membership requirements.* Membership may be terminated or restricted upon the failure of a member to meet the attendance and other membership requirements as stated in these bylaws or the policies. Members who have been an Inactive member for six (6) months may also be terminated for failure to re-attain active membership (except for persons on an approved leave and except for Inactive Life Members). The member must be sent a letter upon at least ten (10) days notice to appear before the Board of Directors to present any facts which the member desires be considered before the decision of whether or not to terminate has been made.
- (2) *Conviction or Plea to Arson or any felony.* The membership of any member shall terminate immediately without a vote required if he is convicted of arson or attempted arson in any degree (regardless of whether a certificate of relief has been obtained) or a felony (unless a certificate of relief has been provided) in any degree while a member.
- (3) *A person may be terminated or suspended for the following:*
  - i. Misconduct. Misconduct shall be defined as:
    1. A serious breach of a policy of the Department
    2. Being intoxicated or impaired while on a scene or training
  - ii. Incompetence
  - iii. Insubordination
  - iv. Conviction or plea to any misdemeanor involving a minor
  - v. Conduct unbecoming a member of the Department for conduct that can be attributed to him as a member

B. Termination and Suspensions up to one year.

The process for suspensions and permanent removal is as follows:

- (1) A member may be suspended by:
  - i. Any incident commander or line officer for up to 48 hours after the incident, for an act that threatens public safety or the health, safety or welfare of the public or Department. The chief may continue the suspension until the next Board of Directors meeting if the chief determines that a longer suspension is in order, or he may end the suspension. If the suspension is to be continued, the chief must notify the member and the President verbally and the President must convene the Board of Directors within fifteen (15) days of the original suspension;
  - ii. any chief, until the next meeting of the board of directors. The chief must believe that a suspension should be imposed or the member should be terminated. The Chief must provide at least verbal notice to the member. The Chief must report the suspension to the

President within fifteen (15) days of imposing the suspension;

iii. the Board of Directors by majority vote may suspend up to two months without a hearing or may continue the prior suspension for up to two months total without a hearing. The Board must provide written notice to the member of a suspension up to two (2) months; iv. the Board of Directors, for more than two months, if the Board has a majority voting in favor of seeking a longer punishment or termination. In such a case, the Board members must construct and approve charges. The Board shall provide the charges to the President. If a suspension longer than two (2) months is sought, or if termination is desired by the Board, the following procedure shall take place:

a. Notice and Hearing. The President shall provide the member a letter, by certified mail, which provides all charges alleged with specific dates. (See Appendix) Such notice shall provide the member with at least ten (10) days and no more than thirty (30) days notice of an administrative hearing. The member shall be advised that it is permitted to submit a written response at any time before the hearing. The notice shall also state the time and place of the hearing, and shall advise that the member may be represented by counsel. The notice shall also state the name of the Hearing Committee members. The member shall be afforded four days from receipt of the notice to object to the members of the Hearing Committee, but the only reasonable objection is that a member of the committee is biased or was a witness. Upon receiving an appropriate objection which the President deems reasonable, the President shall choose a new member who is not objectionable and notice shall be promptly provided of the new member or can choose not to replace the members. b.

Hearing Committee. The hearing committee shall consist of the entire Board of Directors, excluding any person that was a witness to the event. If there is are not enough board members available to serve, then a member at large shall be chosen by the president to fill each vacant space to permit at least six persons to sit on the Hearing Committee.

c. The Hearing. At a hearing, the member will be permitted to present a defense to the charges. The Hearing Committee will determine what the facts of the incident(s) are and will render a statement of facts for each charge. The member may present proof that could serve to mitigate any punishment if he desires. The Hearing Committee will then decide and impose a suitable punishment.

d. The Decision. After hearing the proof and arguments and after determining the facts underlying the incident(s), the Hearing Committee shall render a decision for either (1) time served (2) additional time for a suspension to be imposed or (3) termination of the member. A majority of the Hearing Committee is necessary to impose any punishment.

e. Appeal of the hearing. There shall be no appeal of the hearing. The decision of the Hearing Committee shall be final and binding.

C. Suspended Member Restrictions.

Members who are suspended may not, for the entire period of the suspension, attend any Department function other than is related to the affiliated hearing or investigation. Suspended members shall not in any way identify themselves as being affiliated with the Department, such as by wearing insignia or other marked clothing. Such members may not be present on Department's property or in its vehicles. No benefits or privileges of members may be exercised. Any violation of this rule shall permit the Board to continue the suspension for an appropriate period of time, up to an additional two months. Nothing shall prohibit a suspended member from exercising any rights available to him as a member of the public as if he were not a member.

19. Resignations. A resignation of a member must be made in writing and addressed to the, Fire Chief, or Rescue Chief or President who will present it to the Active Members at the same or the next regular meeting. The matter must be then tabled for not less than twenty-seven (27) days as a "cooling off" period, wherein if the resignation has not been withdrawn by the member, it will be presented to the Full Members for a vote. No resignation will be accepted if the member is not in good standing with the Department, or owes any fines or still possesses any equipment or property of the Department. If the member has failed to remit any fines and property owed by the end of the cooling off period, and if the members so choose, the member may vote to have the member resign "in bad standing". Notice of the resignation of a member which is accepted shall be delivered to the Rushford Fire District, but no action shall be required of the Fire District.

20. Leaves of Absence. All requests for leaves (personal, military, school and medical) shall be submitted to and reviewed for approval by the Board of Directors. Upon the passage of the six (6) month of the leave of absence, the member shall automatically be terminated from membership, after receiving a notice at least ten day in advance to appear before the Board of Directors. A leave of absence, once granted, shall automatically change the member to an Inactive Member and the member shall enjoy only those privileges of an Inactive Member for the duration of the leave. Any member on leave for a medical reason shall not return unless a physician has confirmed in writing that the member is physically and emotionally fit for active service. Military leaves shall have no maximum duration and the leave shall be counted towards a member's time with active service in the Department, except for qualifications for executive or line officer status. Members on military leave shall return to active duty with the Department no later than two (2) months after returning from military service. Persons on school leave may be on leave for ten (10) months at a time.

21. Voting on affairs of Department by members permitted to vote. Any Full Active member may vote on any matter before the membership. All votes requiring a vote of the members shall require a quorum of Full Active Members permitted to vote and shall then be approved or rejected by a simple majority of those permitted to vote. Unless otherwise stated in these bylaws, at regular, special and annual member meetings of the Department, whenever a vote of the Full members is to be taken, a quorum shall consist of the presence at the vote on any issue of at least thirty (30%) percent of the Full Active Members but in no event less than twelve (12) members. For EMS-side only meetings, a quorum shall consist of the presence at the vote on any issue of at least five (5) members. The President shall be permitted to vote in all matters. In elections for officers, should the vote result in a tie, the President's vote shall count twice.
22. Annual Meeting. The annual meeting of the Department shall be held on the second Thursday of April at 7pm at the location chosen by the Board of Directors.
23. Notice of Annual Meeting. Notice of the time, place and purpose or purposes of the annual meeting shall be served either personally or by mail not less than 10 days nor more than 50 days before the meeting upon each person who appears on the books of the Department as a Director or Member thereof, and, if mailed, such notice shall be directed to the Director and Member at his/her address as it appears on the books of the Department unless he/she shall have filed with the secretary of the Department a written request that the notices intended for him/her be mailed to some other address, in which case it shall be mailed to the address designated in such request. Persons may submit a written waiver of the notice of the meeting.
24. Proxy Voting. No proxy voting shall be permitted, unless a person is unable to attend a meeting due to a work related absence or a serious illness. A proxy must be in writing and must state the date of the meeting, the person absent and the designated proxy. Proxies are only valid for one meeting each and shall expire at the end or adjournment of the meeting. Absentee Ballots are not permitted.
25. Regular Meetings. The regular meetings of the Department shall be held on the second Thursday of every month that is not a legal holiday, shall begin at 7:00 pm and shall continue until such meeting is properly closed by vote of the Full Members. Regular meetings of the EMS members shall be held on the Third Wednesday of the month at 7:00pm. Meetings shall be held at the fire station unless written notification is provided. Written notice shall still be given to each member in accordance with these bylaws unless a waiver of notice is obtained.
26. Notice of Meetings. Written notice of all meetings shall be provided to every member entitled to vote at such meeting. Such notice shall state the place, date and hour of the meeting and indicate that it is being issued by or at the direction of the person calling the meeting. If the meeting is a special meeting, the notice shall also state the purpose(s) of such meeting. The notice shall be given personally or by first class mail, no less than ten (10) nor more than fifty (50) days before the date of the

meeting. Notice may be given by any other class of mail, but in such case shall not be given less than thirty (30) nor more than sixty (60) days before such date. Notice shall be deemed given when mailed, when the notice is placed in the mailbox with prepaid postage thereon.

27. Special Meetings. Special meetings of the Department may be called at any time by a majority of the seated members of the Board, the President or by enough members entitled to cast ten per cent of the total number of votes entitled to be cast at such meeting. Those members, however, must demand such meeting in writing and specify therein the date and month of the meeting, such month being not less than two nor more than three months from the date of such written demand. The demand must also include the topic(s) to be discussed and/or voted upon at that meeting. No issue unrelated to that included in the demand shall be raised at the special meeting. The demand shall be presented to the Secretary of the Department. The Secretary shall then promptly give notice of such meeting to the members in accord with the customary manner for providing such notice. Should the Secretary fail to give such notice within five business days after receiving the demand, any member signing the demand may give such notice. The meeting shall be held at the usual place of regular meetings.

28. Dues of Members. There shall be no dues of members.

**ARTICLE V**  
Directors

2. Management. Management of the affairs of the Department shall be vested partly in the members and partly in the directors, as hereinafter stated. The Board may take all necessary and proper steps to carry out the purposes of this Department and to promote its best interest. The Board shall be permitted to impose discipline, as discussed in these bylaws. The Board shall have the ability to approve the terms of any lease, purchase contract or sales contract, subject to the price and term being approved by the membership. The membership shall approve the expenditure of all Foreign Insurance funds. The Board may pay any regularly recurring expenses, so long as the type of expense is approved in advance by the membership in that year. The Board shall also file a report by the fifteenth (15<sup>th</sup>) day of January of each year with the Allegany County Clerk's Office which provides:
  - a. the names of the directors and officers of the Department [including district];
  - b. a list of the inventory of the Department's [not district's] property;
  - c. a statement of the Department's [not district's] financial liabilities; and
  - d. a statement that the Department [not district] has not engaged, directly or indirectly, in any business other than that set forth in the Certificate of Incorporation.
3. Qualification. Each Director shall be at least 18 years of age, a citizen of the United States and a resident of the State of New York. He must also have been an active member for at least two (2) years out of the last three (3) years. He must be and remain active during the term of office. Failure to remain an active member shall result in an automatic surrender of his Directorship. Any member of the community, regardless of years of membership or whether or not holds status as an active member, may serve as treasurer upon the election by the members in accordance with these bylaws.
4. Members, Number and Term of Directors. The number of Directors constituting the entire Board of Directors shall be no fewer than four (4) and no more than eight (8). There are no limits on the number of terms. The directors and terms shall be as follows:
  - a. President (1 year term)
  - b. Vice-President (1 year term)
  - c. Chief (1 year term)
  - d. Rescue Chief (1 year term)
  - e. Secretary (1 year term)
  - f. Treasurer (1 year term)
  - g. Director at large-EMS member (1 year term)
  - h. Director at large- Fire member (1 year term)
5. Resignation. Any Director may resign as a director at any time by giving written notice of such resignation to the Board of Directors, President or Secretary, regardless of whether any charges against him are pending. Resignations shall be effective immediately upon receipt by the Board, President or Secretary.
6. Vacancies. Vacancies among such Directors for any reason may be filled by vote of a majority of the Full Members. The vacancy shall be announced at least one regular member meeting prior to the election to fill the vacancy. A Director elected to fill a vacancy shall hold office until the completion of the term and then until his successor is elected and qualified.

7. Removal of Directors. Any or all of the Directors may be removed for cause by two-thirds (2/3) of the Full Members present at a meeting. However, in order to conduct such a vote, at least fifty (50%) percent of the Active Members entitled to vote.
8. Initiation of Office. The newly elected directors shall take office officially as of the 1<sup>st</sup> day of May in the calendar year following the annual meeting, except as provided for filling vacancies. Any newly elected chief shall assume office upon confirmation by the district.
9. Budget and Finances of the Board of Directors. The Board of Directors shall prepare a line item budget to be presented to the Active Members for approval. Once approved, the membership may then spend, save or reserve the Department's funds within those line items. Any deviation from the line items within the budget or the creation of new line items during the year shall be presented to the Department for approval. The Board may ask for and obtain approval from the Full Members for a line item which may be spent by the Board without membership approval. The Department shall approve a line item for the Rescue Squad, from which the EMS members may approve expenditures without the full Department's approval. Nothing in this paragraph shall prevent the Department from maintaining separate bank accounts for EMS or other accounts. All funds of the Department shall be placed originally in a Department account and not a separate EMS or fire account. The Department may approve a line item for the fire side only members, from which the fire side only members may approve expenditures without the full Department's approval. The Department may create additional line items which are designated to a certain type of expense and may give one or more persons the ability to spend those monies without full Department authorization.
9. Regular Meetings. The Board shall meet as dictated by the President of the Board or by resolution of the Board for that year. Notice of each board meeting shall be given in accord with these bylaws.
10. Special Meetings. Special meetings of the Board of Directors may be called by the President and must be called on the written demand of any member of the Board of Directors.
11. Quorum and Vote. At all meetings of the Board of Directors, at least five (5) directors shall be necessary and sufficient to constitute a quorum for the transaction of business. A majority vote of the directors present shall be necessary to approve any resolution.
12. Notice of Regular Meetings. Notice of meetings of the directors shall be given to each director no less than twenty-four (24) hours prior to the meeting. Notice may be given by phone call if the person was directly reached or page or e-mail if the director has provided an e-mail office for that purpose.
13. Notice of Special Meetings. Notice of special meetings of the directors shall be given to each director no less than six (6) hours prior to the meeting in person or by phone or by page. Special meetings shall be limited to the purpose of the meeting announced and no other purpose.
14. Waiver of Notice. The notice of the meeting provided for herein may be waived by a written waiver signed by all the directors. The meeting of the directors may then proceed without said notice and without lapse of the notice period.
15. Tele-conference. One or more members of the board or any committee thereof may participate in a meeting of such board or committee by means of a conference telephone or similar device allowing all persons participating in the meeting to hear each other at the same time. Participating by such means shall constitute presence in person at a meeting.

16. Adjournments. A majority of the directors present, whether or not a quorum is present, may adjourn a meeting of the board to another time and place. In such event, notice shall be given to the Directors who were not present at the time of the adjournment, and, unless such time and place are announced at the meeting, to the other Directors.

17. Action Without a Meeting. Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board of Directors or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board of Directors or committee shall be filed with the minutes of the proceedings of the Board of Directors or the committee.

18. Place of Meetings. Regular and annual meetings of the board may be held at any place within the State of New York. Special meetings of the Board may be held at any place within or without the State of New York. Unless otherwise stated in these by-laws, the time and place for holding annual, regular or special meetings of the board shall be fixed by the President.

19. Compensation. Directors, as such, shall not receive any salary for their services as directors but by resolution by the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board and of any committee of the Board of Directors; provided that nothing herein contained shall be construed to preclude any director from serving the Department in any other capacity and receiving compensation therefore. Such compensation shall be reasonable and commensurate with services performed and only upon approval of the membership.

20. Annual Report of the Board of Directors. The Board shall present at the annual meeting of members a report, verified by the president and treasurer or by a majority of the directors, or certified by an independent public or certified public accountant or by a firm of such accountants selected by the Board, showing in appropriate detail the following:

- A. The assets and liabilities, including the trust funds, of the corporation as of the end of a twelve month fiscal period terminating not more than six months prior to said meeting.
- B. The principal changes in assets and liabilities, including trust funds, during the said fiscal period.
- C. The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes during said fiscal period.
- D. The expenses or disbursements of the corporation, for both general and restricted purposes, during said fiscal period.
- E. The number of members of the corporation as of the date of the report, together with a statement of increase or decrease in such number during the said fiscal period, and a statement of the place where the names and places of residence of the current members may be found.
- F. The annual report of directors shall be filed with the records of the corporation and a copy thereof shall be placed in the minutes of the annual meeting of the members.

## ARTICLE VI

### Executive Officers & Administrators

- 1) Number. Executive Officers must be directors of the Department. The Executive Officers of this Department shall consist of a President, Vice President, Corporate Secretary and Treasurer. Line officers such as the Chief and Assistant Chiefs shall not be considered “Executive Officers” of the Department for purposes of these by-laws. The policies of the Department may provide requirements for election to office. There shall be administrators consisting of assistant secretaries and assistant treasurers (fire and EMS side if desired).
2. Election, Term of Office and Qualifications of Officers. All Executive Officers shall be elected every year by the Full Members during the annual meeting and shall serve until their successor is elected and qualified. The officers may serve an unlimited number of terms. Any two or more offices may be held by the same person, except the offices of President and Secretary. 3. Vacancies. In case any office of the Department becomes vacant by death, resignation, retirement, disqualification or other cause, the Full Members may elect an officer to fill such vacancy, and any officer so elected shall hold office and serve until the election and qualification of his or her successor at the next annual meeting where such vote would regularly occur.
- 3 President. The President shall be the chief executive officer of the Department and shall have and exercise general charge and supervision of the affairs of the Department with respect to the development and implementation of its goals and policies. The President shall preside at all meetings of the Board of Directors and the Department and shall perform such other duties as may be assigned by the Board of Directors or the members. The President shall sign all documents in the name of the Department when authorized to do so by the Board of Directors or members. The President, together with such other officials as may be appointed by resolution of the Board of Directors for that purpose, shall have authority to sign checks. The President shall perform all other duties incidental to his office. The President shall be permitted to vote on any matter. In the absence of the President in attendance, the Director-at-large of the fire side shall preside over Department meetings.
4. Vice President. The Vice-President shall serve in the absence of the President. He shall be in charge of monitoring all committees.
6. Corporate Secretary. The Secretary shall keep a record of all meetings of the Department and of the Board of Directors and shall attend to the mailing, posting and publication of all notices of such meetings and of nominations of candidates for election. He shall be the custodian of all books and papers belonging to the Department. He shall place in the minutes all revisions of the bylaws. He shall ensure that an approved copy of the minutes of each meeting is maintained in the corporate offices for inspection. In the absence of any contrary direction, the Secretary shall conduct all correspondence on behalf of the Board of Directors and Department. The Secretary shall have charge of the seal of the Department and of such books, records and other papers as the Board of Directors may direct. The Secretary, when so authorized or ordered by the Board of Directors, may affix the seal of the Department, execute contracts, agreements or other documents on behalf of the Department and perform such other duties as may be assigned to him by the Board of Directors. He shall notify all persons newly elected to membership and furnish

them with a copy of the bylaws. He shall maintain a written record of each member, regardless of status, including name, age, date of joining, and all information related to his service as a member. He shall supply the Rushford Fire District with the names of new members once elected by the membership. He shall keep a record of all applications, whether or not completed, and whether or not elected. Applications of those who did not complete the application process or who were not elected to membership shall be maintained for four (4) years and then destroyed by the Secretary. Such officer shall issue letters acknowledging donations and shall prepare correspondence as directed by the Board or other officers. The secretary may be either a fire or EMS side member. A member of the community that is not an active member may be elected as secretary.

7. Treasurer. The Treasurer shall have the care and custody of all the funds and securities of the Department and of all deeds, insurance policies and other valuable documents relating to its property and shall deposit the same in the name of the Department in such depository as may be designated by the Board of Directors. The Treasurer shall make no investments of monies without the express approval of the Board of Directors and shall disburse no funds except upon order of the President or other duly authorized official, including the Board. The Treasurer may be required to give bond for the faithful performance of his duties, in such sum and with such securities as the Board of Directors may require. When necessary or proper, the Treasurer may endorse on behalf of the Department for collection, notes, checks and other obligations and shall deposit the same to the credit of the Department at such bank or depository as the Board of Directors may designate. The Treasurer shall sign all receipts and, together with such other officer or officers, if any, as shall be designated by the Board of Directors. He shall sign all checks of the Department and all bills of exchange and promissory notes issued by the Department, except in cases where the signing and execution thereof shall be expressly designated by the Board of Directors or by these by-laws to some other officer or agent of the Department, such as a clerk. In such case, if a clerk is appointed, the Treasurer shall oversee the clerk. The Treasurer shall enter regularly on the books of the Department to be kept by him for the purpose, full and accurate account of all monies and obligations received and paid or incurred by him for or on behalf of the Department and shall exhibit such books at all reasonable times to any member on application at the offices of the Department. The Treasurer prepares an abstract of bills to be paid so that the Department can approve the bills. The Treasurer shall ensure that the bills being paid are proper Department expenses. A candidate must be able to be bonded. No person may be nominated or elected who is known to engage in fraudulent or dishonest conduct. The treasurer may be either a fire or EMS side member. A member of the community that is not an active member may be elected as treasurer. This contradicts Art V Sec 2 Qualifications, page 13, where it states you need to be active during the term of office. But this is how we want it to be.
8. Expenses. Reasonable expenses, including travel expenses, as determined by the Board of Directors, may be paid to any officer incurring such expenses in the performance of his or her official duties on behalf of the Department only upon approval of the membership.
9. Salaries. The salaries of all officers, if any, shall in the future be appropriate, shall be fixed by the Board of Directors, provided, however, that the amount of such salary shall

be in all respects reasonable in light of the services rendered and only upon approval of the membership.

10. Resignations. Any officer may resign by supplying a resignation in writing to the President or Secretary of the Department. Resignations of line officers shall be effective immediately upon receipt of such resignation by Fire Chief, Assistants Chiefs or Rescue Chief.

**ARTICLE VII**  
Line Officers

10. Definition. Line Officers shall not be considered executive officers of the Department, for purposes of these by-laws. Any reference to an officer in these by-laws shall mean an executive officer as described in Article VI.
11. Line Officers. There shall be the following line officers and number thereof in the Department:

ELECTED

- \_\_\_ Chief (1)
- 1<sup>st</sup> Assistant Chief (1)
- 2<sup>nd</sup> Assistant Chief (1)
- Fire Captain (1)
- 1<sup>st</sup> Lieutenant Fire(1)
- 2<sup>nd</sup> Lieutenant Fire(1)
- Rescue Chief (1)
- Rescue Captain (1)
- 1<sup>st</sup> Lieutenant Rescue (1)
- 2<sup>nd</sup> Lieutenant Rescue (1)
- Fire Police Captain (1)
- Junior Captain (1)
- Engineer (6)

12. Term of Office. Line officers shall be elected for the term of one year at the Annual Meeting. Those who are elected, as indicated above, shall be elected by secret ballot and take office on May 1st. The terms of all chiefs shall begin immediately on the 15<sup>th</sup> of May.
13. Qualifications and powers of office. The policies of the Department shall dictate the qualifications, duties, prohibitions and powers of the chiefs and line officers.
14. Confirmation of nomination by District. The names of the chiefs and assistant chiefs shall be promptly forwarded by the Department Secretary to the Fire District Secretary. The District shall consider the nominations at its May meeting. If a nomination of the chief or any of the assistant chiefs is not approved by the Fire District, the Department shall call another meeting of the members at which a new person shall be elected for such position to take the place of any candidate not approved. Such procedure shall continue until a full set of officers is approved. Any such person shall assume the duties of his office as soon as he has been appointed thereto by the Fire District, but in no event sooner than May 15th, and shall serve until his successor is appointed.
15. Chief of the Department. The Chief shall exercise those powers as granted to the chief in General Municipal Law Section 204-d, as time to time amended, including but not limited to determining the cause or causing a determination to be made of each fire or explosion to

which the Department responds. He shall file with the office of fire prevention and control of the Department of state a report containing such determination and any additional information required by such office. He shall contact or cause to be contacted the appropriate investigatory authority if he has reason to believe the fire or explosion is of incendiary or suspicious origin. Except with regard to those powers of the President as stated in these by-laws, the Chief shall have exclusive control of the Department, its members, and all apparatus and fire equipment owned by the Department at all fires, emergencies, alarms, drills, inspections, fire schools, or training sessions pertaining to fire fighting or other emergencies. He is responsible for the care, maintenance and upkeep of the property and equipment at all times. He shall ensure that a record is maintained of all fires attended by the Department, including the date, location, property owner, probable cause and estimated damage or loss to property involved in each fire. With regard to emergency rescue calls, the Chief shall ensure that a record is maintained for all such calls containing information as is deemed appropriate. It shall be his duty to investigate all fires or alarms of fires and report the same at each regular meeting. He shall report to the District on apparatus conditions and recommend improvements as he deems necessary and proper. He shall be governed by all State and Federal laws pertaining to Fire Districts, companies and Fire Departments.

16. Assistant Chiefs. The assistant chiefs, in order of rank of 1<sup>st</sup> Assistant and 2<sup>nd</sup> Assistant Chief shall take over the duties of the Chief in his temporary absence. The Rescue chief shall be 3<sup>rd</sup> in command if he/she possesses the qualifications of an active fire side member of the department.
17. Fire Captain. The duties of Fire Captain include having charge of the Fire Department at all fires, drills, parades and schools of instruction, but in each case under the direction of the Chief and Assistant Chiefs.
18. Lieutenants. The duties of the 1<sup>st</sup> and 2<sup>nd</sup> Lieutenants shall be to assist the Captain and to take over the duties of the Captain during any absence.
19. Suspension or Dismissal. The members shall have the power to remove a line officer from office without affecting his membership status. In order to remove an officer, the board of directors must first recommend the officer's removal. The board shall then make a recommendation to the membership for removal. A quorum of fifty (50%) percent is necessary to conduct a removal vote. Two-thirds (2/3) of those present must vote in favor of removal in order for the line officer to be removed.

## **ARTICLE VIII ELECTION PROCEDURES**

General applicability. All elections for directors and executive and operational officers shall be conducted under this article. This is not the procedure for filling vacancies. Special elections shall be held in this manner, but the dates shall be changed as necessary.

Nominating. A nominating committee is appointed by the President in February. The Committee in March presents a slate of proposed officers. The committee shall only nominate one person for any office. Any qualified member may be nominated from the floor at the April election and can accept the nomination at that meeting or by a writing submitted at that meeting.

Appeal of Eligibility. The decision of the nominating committee as to who is eligible is final.

Voting Process. Two members of the nominating committee shall act as tellers (ballot counters), neither of whom are nominated for the position under election, and it shall be their duty to receive ballots, poll the votes and present the results to the President who will report the results. All votes shall be conducted by secret ballot. If there is only one candidate, a motion to have the secretary cast one ballot may be made. A candidate must receive a simple majority of the votes cast to win an office. In case three or more candidates run for office and no candidate receives a simple majority, the candidate receiving the least amount of votes shall be dropped and a new ballot taken. Should there be a tie for the least amount of votes, these two candidates shall have an election to determine who continues to the next election. The process shall continue until one candidate receives the required simple majority. In the event of a tie, a revote shall be conducted. In the event of a consecutive tie, the president's vote shall count twice.

Leaving positions Vacant. Nothing in these bylaws shall require any position to be filled.

Order of Elections. The order of elections shall be as follows:

- A. President
- B. Vice President
- C. Corporate/Department Secretary
- D. Rescue/EMS Secretary
- E. Treasurer
- F. Treasurer -EMS
- G. Director –Fire side
- H. Director –EMS side
- I. Chief
- J. First Assistant Chief
- K. Second Assistant Chief
- L. Rescue Chief
- M. Fire Captain
- N. 1<sup>st</sup> Lieutenant-Fire
- O. 2<sup>nd</sup> Lieutenant-Fire
- P. Rescue Captain
- Q. 1<sup>st</sup> Lieutenant-Rescue
- R. 2<sup>nd</sup> Lieutenant-Rescue
- S. Fire Police Captain
- T. Junior Captain
- U. Engineers (Engines, Rescues, Tankers, Ambulance)

Absentee Ballots. Absentee Ballots shall not be permitted.

## ARTICLE IX

### Agents, Representatives and Committees

1. Agents and Representatives. The Board of Directors may appoint such agents and representatives of the Department with such powers and to perform such acts or duties on behalf of the Department as the Board of Directors may see fit, so far as may be consistent with these by-laws, to the extent authorized or permitted by law.
2. Standing Committees. Committees may only act if they have a majority of the Committee members present at any Committee meeting. The following committees shall be considered “Standing Committees”: Membership Committee, Nominating Committee, Finance and Audit Committee, Steering Committee, Fire Prevention Committee and a House Committee, other committees may be established at the discretion of the members.
3. Appointments. The President shall appoint members to each committee at the first meeting of the year or soon thereafter. Each committee shall have at least two (2) members, except that the Nominating Committee shall have three (3) members.
4. Finance & Audit Committee. This Committee shall be appointed by the President, unless the President has check signing authority, and in that event, by the Board of Directors, and shall consist of at least three (3) Full Members. The Committee shall audit the books as often as the Board of Directors deems necessary. The books are to be audited and certified by the committee at least once a year before the annual election. A board member, who shall not have check signing authority for the Department, shall chair this committee and the Treasurer shall be a member thereof. The Committee shall complete the following tasks at least yearly and report that the same has been accomplished at the next Board meeting:
  - A. Review all bank account statements to ensure that no checks were improperly written;
  - B. Ensure that any person making a donation received a letter thanking them for donating a specific amount of funds;
  - C. Ensuring that all deposits made were the full amount of the funds to be deposited. The committee will examine the deposit slip, and not just the receipt, indicating the amount deposited and the amount, if any, not deposited;
  - D. Ensure that sales tax was withheld for all exempt purchases and not paid whenever reasonably avoidable as determined by the Board;
  - E. Ensure that no person used the Department’s sales tax exemption for personal purchases;
  - F. Ensure that all checks match to receipts, bills, vouchers or other proof of expenditures.
5. Other Committees. The Board of Directors or the active members by vote may establish standing committees from time to time as they determine by resolution adopted by a majority of the entire Board or the voting members and may designate from among its members standing committees, each consisting of one or more voting members and each of which, to

the extent provided in the resolution of the Board of Directors shall have all authority of the Board, except that no such committee shall have authority as to the following matters:

- A. The submission to voting members of any action requiring members' approval pursuant to these by-laws or the laws of the State of New York;
  - B. The filing of vacancies in the Board of Directors or in any committee;
  - C. The fixing of compensation of the Directors for serving on the Board or on any committee;
  - D. The amendment or repeal of the by-laws or the adoption of new by-laws;
  - E. The amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable.
6. Alternates. The Board may designate one or more Directors or voting members as alternate members of any standing committee, who may replace any absent member or members at any meeting of such committee.
7. Special Committees. The Board may create special committees by resolution adopted by a majority of the entire Board. The voting members shall also be permitted to create special committees by majority vote of the membership. The members of such special committee shall be appointed by the President, with the consent of the Board. Special committees shall have only the powers specifically delegated to them by the Board and in no case shall have powers which are not authorized for standing committees under these by-laws.
8. Service. Each committee of the Board or the Department shall serve at the pleasure of the Board of Directors. The designation of any such committee and the delegation thereto of authority shall not alone relieve any director of his duty to the Department.

**ARTICLE X**  
Department Ethics Guidelines

CODE OF ETHICS

Declaration of policy and purpose

The proper operation of the Department requires that Department 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 Department structure and free from undue influence. Positions with the Department 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 Department. 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.

Definitions

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

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:

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

Any gift regardless of value from a family member.

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 department or ambulance service or this Department for service as a Department member, director or officer.

Honorary degrees.

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.

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

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

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 Department.

“Officers” shall include executive/civil and line officers.

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

### Principles of the Department

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

- a. Department 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 Department members, directors or officers;
- b. No Department 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. Department members, directors and officers shall not disclose confidential information acquired in the course of their duties as a Department 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. Department 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 Department or otherwise;
- e. Department members, directors and officers shall not engage in any transaction as a representative of the Department or municipality which contracts with the Department 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 Department member, director or officer;
- f. Department members, directors and officers shall not accept a gift, as defined above, from any person or business which has any pending businesses transactions or has an interest in a decision of the Department, including but not limited to decisions

involving purchases, provisions of supplies, construction, hiring and legislation. Department 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 Department.

- g. Department members shall comply with the Department's "Prohibition of Financial Interests" policy.

## ***PROHIBITION OF FINANCIAL INTERESTS***

### Application of Policy

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

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

his or her spouse, minor children and dependents;

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

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

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.

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.

### Prohibitions

No interested member, director or officer of the Department may:

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

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

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 Department member, director or officer or would obtain a financial advantage or himself, family, or business; or

represent a client before the Department or appear before the Department on behalf of a client;

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

#### Required conduct upon conflict arising

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.

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.

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

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 Department may seek an opinion from the Comptroller, the Attorney General, the Department's attorney or the Code of Ethics Committee, or from any other trusted and non-interested source as to whether a conflict exists.

Every new member of the Department 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.

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 Department, and any other information as required by the Department.

Members, directors and officers must exercise their duties and responsibilities in the public interest of the inhabitants of the municipality(s) served.

### **ARTICLE XI**

#### Prohibition Against Sharing in Corporate Earnings

No member, director, officer or employee of or member of a committee of or person

connected with the Department, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Department, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Department in effecting any of its purposes as shall be fixed by the Board of Directors; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Department. The Department shall be deemed to have expressly consented and agreed that, upon such dissolution or winding up of the affairs of the Department, whether voluntary or involuntary, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code, or shall be distributed to such corporation or organization as is then recognized by the Internal Revenue Service as qualifying under Section 501(c)(3) of the Internal Revenue code of 1986, as amended, or shall be distributed to the Federal Government or to a state or local government for a public purpose. Any such assets not to disposed of shall be disposed of by a court of competent jurisdiction of the County of Allegany, State of New York, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII**  
**Indemnification**

1. The Department shall indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by or in the right of the Department to procure a judgment in its favor, whether civil or criminal, including an action by or in the right of any other corporation of any type or kind, domestic or foreign, or any partnership, joint venture, trust, employee benefit plan or other enterprise, which any Director, officer, voting or non-voting member or employee of the Department served in any capacity at the request of the Department, by reason of the fact that he, his testator or intestate, was a director, officer, voting or associate member or employee of the Department, or served such other Department, partnership, joint venture, trust, employee benefit plan or other enterprise in any capacity, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such director, officer, voting or associate member or employee acted, in good faith, for a purpose which he reasonably believed to be in, or, in the case of service for any other Department or partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Department and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his conduct was unlawful.
2. The Department shall also indemnify any person made, or threatened to be made, a party to any action by or in the right of the Department to procure a judgment in its favor by reason of the fact that he, his testator or intestate, is or was a director, officer, voting or associate member or employee of the Department, or is or was serving at the request of the Department as a director, officer, voting or associate member or employee of any other Department, agency or state corporation of any type or kind, domestic or foreign, or of any partnership, joint venture, trust, employee benefit plan or other enterprise, against amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and

necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such director, officer, voting or associate member or employee acted, in good faith, for a purpose which he reasonably believed to be in, or, in the case of service for any other state or regional Department or any partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Department, except that no indemnification under this paragraph shall be made in respect of (1) a threatened action, or a pending action which is settled or otherwise disposed of, or (2) any claim, issue or matter as to which such person shall have been adjudged to be liable to the Department, unless and only to the extent that the court in which the action was brought, or, if no action was brought, any court of competent jurisdiction determines upon application that in view of all the circumstances of the case the person is fairly and reasonably entitled to indemnity for such portion of the settlement amount and expenses as the court deems proper.

3. The foregoing right of indemnification shall not be exclusive of other rights to which the director, officer, voting or associate member or employee may be entitled.
4. Subject to the laws of New York, the Department may maintain insurance at its expense to protect itself and any director, officer, voting or associate member, employee or agent of the Department against any expense, liability or loss of the general nature contemplated by this Article, whether or not the Department would have the power to indemnify such person against such expense, liability or loss under the laws of New York.
5. It is the intent of this Department to indemnify its officers, directors, voting and associate members and employees to the fullest extent authorized by the laws of New York as they now exist or may be amended. If any portion of these indemnification provisions shall, for any reason, be held invalid and unenforceable by judicial decision or legislative amendment, the valid and enforceable provisions will continue to be given effect and shall be construed so as to provide the broadest indemnification permitted by law.

### **ARTICLE XIII**

#### **Amendments**

These by-laws may be amended, altered or repealed and new by-laws may be added after approval by a majority of those Full Members attending the meeting, but there must be at least fifty-percent (50%) of the Full Members present for such vote. Such vote may be taken at a regular meeting providing that the text of the proposed amendment shall have been posted on the Department bulletin board for at least twenty-seven (27) days and the posting of the proposed amendment shall have been announced at the prior meeting. This does not require the reading of the amendment.

Any alteration to the proposed amendment which is proposed at the meeting at which the vote will be taken may be voted upon at that same or later meeting without further notice to the membership.

### **ARTICLE XIV**

#### **Investments**

The Department shall have the right to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a

Director is or may hereafter be permitted by law to make or similar restrictions.

**ARTICLE XV**

No suspension or waiver of bylaws

Under no circumstances may these bylaws ever be suspended and waived. Any vote taken after any such suspension or waiver shall be null and void.

APPENDIX  
SAMPLE FORM

**NOTICE OF CHARGES, HEARING AND DISCIPLINARY ACTION**

TO: [Member]

FROM: [Board Member and Title]

DATE:

**PLEASE TAKE NOTICE**, that you are hereby **suspended** for the period of \_\_\_\_\_ (\_\_\_\_) days from the date of this notice or until a determination is made by the Hearing Committee to impose additional discipline upon you for an alleged violation of the charges against you.

The charges against you are attached to this notice entitled "STATEMENT OF CHARGES".

The disciplinary and hearing process will be as follows:

(1) On \_\_\_\_\_ [date] you are required to appear before a Hearing Committee for a hearing. This date is no less than ten (10) days and no more than thirty (30) days before this notice was received. The hearing will be held at \_\_\_ p.m. at the Department's headquarters. At that hearing, the Hearing Committee will determine the facts of the incident(s) of which you are charged. The Hearing Committee shall be:

\_\_\_\_\_. Should you believe that the Hearing Committee members are not unbiased, you have four (4) days from the receipt of the notice to object to a member(s). You must provide a reason for the objection. The only valid reason is bias or prejudice against you or that the member was a witness to the event and you must set forth all of the facts in writing regarding your belief of that bias or prejudice. Should the President deem the objection reasonable, the President will appoint a new member. This process shall continue until the President deems any objection by you unreasonable or you fail to object in a timely manner or at all.

After the Hearing Committee determines the facts of the incident in relation to each charge, it will impose a penalty. At the hearing, you will have the following rights:

- (a) To be present during the entire hearing and all discussions, except the discussion of the committee regarding its review of the witnesses statements to determine the facts;
- (b) To ask questions of witnesses and to present evidence to defend the charges;
- (c) To bring legal counsel to the proceeding, who may assist in asking questions of witnesses or with presenting evidence;

(d) To be advised by the Board in writing of its final determination before it is presented to the membership.

The Hearing Committee's failure to render his opinion in a timely manner will provide you no rights, recourse or relief from the charges. There is no right to appeal, except to the Supreme Court of New York State pursuant to Article 78 of the CPLR.

Based upon the statement of facts, the hearing board will determine whether the charges against you should be sustained, modified or dismissed and will impose a penalty upon you.

During your period of this suspension, you may not exercise any rights of membership, including but not limited to: attending any drills, parades, emergencies, social functions, rescues, trainings, meetings of any sort, wearing or displaying any member uniform, badge or identification.

Should you desire, you may notify us in writing that you wish to plead guilty to the charges. Such notice must be signed by you and must specify each charge to which you plead guilty.

Should you have any questions about the process, or should you dispute the process, you must notify us in writing at least two days before the scheduled hearing and must outline each part of the process which you dispute. Regardless of your dispute, you will be required to appear at the hearing. Should you not appear, witnesses will be presented and the hearing will be conducted without you. Should you be unable to appear, you must notify the president within twenty-four hours of receiving this notice and provide a new date for the hearing at which you are able to appear. You must also provide us with the reasons for your inability to attend. We will notify you whether we accept those reasons or whether you must attend regardless.

Attached to this document are the charges against you which will be addressed at the hearing. You are not to discuss this matter or your suspension with any of the members, chiefs or line officers or the members of the Board of Directors.

---

, President