

***ROCKLAND COUNTY
VOLUNTEER FIREFIGHTERS'
ASSOCIATION, INC.***

CONSTITUTION & BY-LAWS

Organized 1912

Incorporated 1925

Reviewed and Amended June 10, 2016

By-Laws Committee

Chairman James B. Hartwick, Nyack

Mike Kramar, Hillcrest

Bruce McClintock, Suffern

Chris Nau, Spring Valley

Howard Schweitzer, West Haverstraw

Preamble

In order to define duty, establish discipline and maintain a perfect unity among ourselves, thereby more fully promoting the objects for which we are associated together do ordain and adopt the following code of by-laws for our natural relation and government.

All references in the following By-laws to members as firefighters shall be construed to include both male and female members.

Constitution

Section 1: This organization shall be known as the “Rockland County Volunteer Firefighters’ Association, Inc.”

Section 2: The object of this Association is the advancement of the interests of the volunteer firefighters, fire companies and fire service, promoting and strengthening the bonds of unity, which should properly exist among the various fire departments and companies throughout Rockland County and to render assistance, encouragement and in general, everything that would tend to enhance the efficiency of volunteer firefighters and further their cause.

Section 3: All references to firefighter organizations in this document shall include fire companies, fire departments and fire associations.

Section 4: The certificate of amendment of the Certificate of Incorporation of this Association under Section 803 of the Not-for-Profit laws is a Type B Corporation under Section 201 of the Not-for-Profit Corporation Law. The corporate purposes are not changed hereby. The Secretary of State is designated as agent of the Corporation upon which process against may be served.

Section 5: The Certificate of Incorporation is amended to add the following provisions:

- 1) The name of the Corporation is the "Rockland County Volunteer Firefighters’ Association, Inc." The name was amended January 27, 2015 to reflect the change from Fireman's to Firefighters’ Association.
- 2) The Certificate of Incorporation was filed in the office of the Secretary of State of New York on March 12, 1925. The Corporation was formed pursuant to section 57 of the Membership Corporation Law.
- 3) The Corporation is a Corporation as defined in section 102(a)(5) of the Not for Profit Corporation Law. The Corporation is a Type b Corporation under Section 201 of the Not for Profit Corporation Law. The corporate purposes are not changed hereby.

- 4) The Secretary of State is designated as agent of the Corporation upon process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon it is Rockland County Volunteer Firefighters' Association, Inc., P.O. Box 16 Garnerville, New York 10923.
- 5) The Certificate of Incorporation is further amended to add the following provisions to read as follows:
 - a) The organization is organized exclusively for charitable, educational, religious and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
 - b) No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the organization shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
 - c) Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
- 6) The undersigned have been authorized to execute and file the Certificate of Amendment by concurring vote of the majority of the membership of the Corporation present at a regular meeting duly noticed pursuant to Section 605 of the Not for Profit Corporation law, duly convened and held on May 14, 1999, at which a quorum was present and voting throughout in accordance with provisions of the charter and by-laws of the Corporation and the law of jurisdiction of its incorporation.

By-Laws

Article 1 Membership and Dues

Section 1: Membership:

a) This Association shall be composed of those organizations and persons which are in good standing on the 8th day of November, 1935, members in good standing of the Rockland County Volunteer Firefighters' Association, companies which may hereafter be duly elected by this Association and such other persons as may from time to time be duly elected as delegates to the annual convention of this Association by the fire companies which are members of this Association.

b) All active firefighters holding membership in a member organization may be elected to membership in this Association, providing that they are a minimum of sixteen years of age and a member in good standing in their respective organization at the time application is made for membership in this Association.

Section 2: Delegates:

Each organization shall be entitled to two delegates and two alternates to the annual convention and all regular meetings for that year and such organizations shall furnish credentials signed by the presiding officer and secretary that the members have been duly elected delegates to the annual convention by the members to represent the organization and that they are active members in good standing in such organization.

Section 3: Dues

- a) The annual dues shall be \$20.00 for each Fire Company and \$10.00 for each member when accepted by a majority vote of the membership at a regular meeting or annual convention.
- b) All persons admitted to membership in the Association within the period of 90 days immediately preceding the date of the annual convention or admitted to membership at the annual convention, shall have their dues credited for the ensuing year.
- c) The annual dues shall be payable at or before the annual convention. No member shall have a vote or voice in any convention unless his dues for the current year are paid. Any member who shall be in arrears for more than two years shall be automatically dropped from the roll of membership at the October meeting of the Association. A member who is dropped may be re-instated upon presenting a new application and for purposes of determining the length of time they have been a member of the Association, all time in good standing prior to being dropped from the rolls of membership shall be counted.
- d) All member companies shall have their dues paid by the 30th of June in order to be eligible for a member trophy in the annual Rockland County Volunteer Firefighters' Association parade. Should a department, consisting of more than one company, choose to participate as a department, the dues of each company within the department, whether participating or not, must be paid by the 30th of June to be eligible for any parade trophies.

Section 4: Honorary Members:

- (a) In recognition of services performed for this Association, the Board of Directors may recommend any person to honorary membership in this Association. Such persons shall be entitled to all privileges of the Association except as to vote or holding office. Such action however must be approved by the Association at a regular meeting by a majority of those present.
- (b) Honorary members shall be exempt from the payment of dues.

Section 5: Life Membership:

- (a) Any member of this Association who serves 25 years in good standing shall be entitled to life membership therein, with all rights and privileges of a regular member. If a member has been dropped for non-payment of dues, a lump sum payment to bring their dues up to date will not be considered annual payment to entitle such member to life membership. Accumulated years shall continue with the new payment of yearly dues.
- (b) Life members shall be exempt from the payment of dues.

Section 6: Members Dropped:

- (a) Any member of this Association who is dropped from the rolls of their own organization for disciplinary reasons, or resigns from their organization to avoid disciplinary actions by such organization shall be dropped from the rolls of this Association.
- (b) Notification must be in writing from the organization. The Association Board of Directors prior to dropping the member shall review the action.

**Article II
Administrative Officers**

Section 1: Officers:

- (a) The officers of this Association shall consist of President, First Vice President, Second Vice President, Recording Secretary, Financial Secretary, Corresponding Secretary, Treasurer, Directors and five Town Vice Presidents, one from each town. No member shall be elected to office of this Association unless a member is in good standing for a period of two consecutive years, has attended at least 50% of the meetings in the last year, and also is a member in good standing in their own organization prior to such election.

Section 2: Nominations and Ballot:

- a) The candidate for President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary and Treasurer shall be nominated at the regular August meeting preceding the annual convention and elected by ballot at the annual convention by a majority vote of the members and delegates present.
- b) All nominations shall be made at the August meeting and nominations shall be closed at the same meeting. Nominations will not be accepted from the floor at the convention.

- c) The office of President, First Vice President and Second Vice President shall be one year. An officer shall not hold any of these positions for more than two full consecutive years. An officer may serve more than two years in a single office if the terms of office are not consecutive. The positions shall rotate from each of the five towns in the Association. Rotation shall be in the following order: Ramapo, Clarkstown, Stony Point, Haverstraw and Orangetown with not more than one president's office held in one town at a time. Any town may waive its position and defer to the next town in rotation by a vote of the town caucus.
- d) The offices of Corresponding Secretary, Recording Secretary, Financial Secretary and Treasurer shall be elected annually with no limitation on how many years than can serve.
- e) The official ballot provided by the Association shall contain the designation for each office with a voting space provided on the left along with the proper voting instructions. The ballot shall also contain a place for a write-in vote for each office.

Section 3: Town Vice-Presidents and Directors:

- a) There shall be one Vice President from each of the towns and the following number of Directors from each town: Ramapo 3, Orangetown 3, Haverstraw 2, Clarkstown 2 and Stony Point 1 who shall serve on the Board of Directors.
- b) The Town Vice President and Directors from each respective town shall be elected by the members and delegates residing in the town or a portion of the town legally represented in overlapping towns and fire district boundaries. They shall be a member of the organization within the town they serve. They shall be selected at a caucus of members and delegates of this association called by the Town Vice President and held in the respective town in July.
- c) The Town Vice Presidents shall notify by mail every member organization in their town where the caucus meeting will be held. This letter is to be sent so it can be read at the organization's July meeting.
- d) Recommendations for officers to be elected at the next annual convention shall be acted upon and reported by the Town Vice President at the August meeting. The terms of office of Vice Presidents shall be two years and Directors five years.

Section 4: Residence and Attendance:

Each of the officers shall take office upon final adjournment of the convention at which they are elected. In the event that any of the officers makes their legal domicile outside of the county or if an officer is absent from three consecutive regular and/or Board of Directors meeting without reasonable excuse, the office shall be declared vacant immediately. Officers may call another officer to report their excuse at the meeting. Alternatively, the Recording Secretary may be notified either two days prior or two days after a given meeting to have a valid excuse from attending the meeting.

Section 5: Former Board Member:

The Association Board of Directors may elect former members of the Board of Directors for their dedicated service, as Honorary Directors. They will have all rights and privileges as to voice, vote and holding office.

Section 6: Removing Officers: In the event any officer fails to pay their dues, they may be removed from office at a special meeting called by the Chairman of the Board of Directors. Members of the Board shall be notified of such action in writing and/or electronic notification. A vote of two-thirds of the Board members present will be required for removal.

Section 7: Vacancy:

Whenever a vacancy shall occur through the removal, death, resignation or other cause, the following procedure will be followed:

- (a) For President, First Vice President or Second Vice President, the office shall be filled by a majority vote of those present at the next regular meeting of the Association based on the recommendation of the Board of Directors.
- (b) For Recording Secretary, Corresponding Secretary, Financial Secretary or Treasurer, the presiding officer at the next regular Association meeting shall appoint a member to serve until a replacement is elected at the next annual meeting.
- (c) For Town Vice President or Director, they shall be elected at a special caucus of the respective town where the vacancy exists. In case of inactivity by town officers, a caucus may be held at the discretion of the Board of Directors.

Article III Duties of Officers and Committees

Section 1: Duties of the President:

- (a) It shall be the duty of the President to preside over all meetings, regular or special of the Association and call special meetings at the request of a majority of the Board of Directors or when they deem such meetings necessary at such time and place as they or the Board of Directors shall select.
- (b) The President shall have the power to appoint a chaplain or chaplains and a sergeant-at-arms to serve throughout the term of office.
- (c) The President shall appoint such other committees as may be deemed necessary or as the Association may authorize.
- (d) The President shall appoint monthly an auditing committee of three members.
- (e) The President shall upon opening of the annual convention, appoint a credentials committee of three members to serve throughout the convention meeting. The Financial Secretary shall be a member of this committee with the other two being members at large.
- (f) The President, upon advisement of the Board of Directors, shall recommend candidates for service on the Rockland County Fire Advisory Board as a representative of the Association. Upon appointment by the Rockland County Legislature, to the Fire Advisory Board, they shall also be subject to all attendance requirements set for all officers and directors of the Association under

Article II, Section 4 of the By-laws. This shall include the current members serving on the Fire Advisory Board representing the Association.

- (g) One month prior to the annual convention, the President shall appoint from the membership, five inspectors of election, one of whom must be the Financial Secretary. The Association shall furnish the inspectors of election with a ballot box and the election shall be at the Friday night business session of the annual convention. Ballots shall be given with the yearbook and voting shall be executed at a given location set aside by the host of the convention before entering the convention. Balloting will be closed at 8:15 pm.
- (h) In the absence of the Treasurer and Financial Secretary, the President shall authorize the payment of the audited bills.

Section 2: Duties of the First Vice President:

In the absence of the President at any meeting, the First Vice President shall assume the duties of the president.

Section 3: Duties of the Second Vice President:

- (a) In the absence of the President and First Vice President, the Second Vice President shall assume the duties of the President.
- (b) Shall serve as the chairman of the annual dinner and is responsible for the coordination of a suitable place, reservations, tickets, music, flowers and distribution of guest tickets with the approval of the Board of Directors.
- (c) Responsible for both banners of the Association and any placards.
- (d) Shall serve as the liaison between this Association and R.C.V.F.A. Ladies Auxiliary and is responsible for obtaining a firehouse for the Auxiliary fundraisers if required.

Section 4: Board of Directors:

- a) In addition to the Directors and five Town Vice Presidents, the President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary and Treasurer shall be members of the Board of Directors. These offices shall not be elected Chairman or Vice Chairman of the Board.
- (b) A Chairman and Vice Chairman of the Board of Directors shall be elected at the Board meeting following the annual convention for a term of one year.
- (c) It shall be the duty of the Chairman to preside over the meetings of the Board of Directors, assist the Association President as required and swear in the new Association officers at the annual convention.
- (d) It shall be the duty of the Vice Chairman to assume the duties of the Chairman in their absence and to assist the Chairman as required.
- (e) It shall be the duty of the Board of Directors to transact all business of the Association during the interval between monthly meetings. The Board shall have the power to call special meetings of the Association, examine the books and papers of all officers and after hearing had on reasonable notice to suspend or dismiss any officer of the Association for malfeasance in office.
- (f) All past presidents of this Association shall become honorary members of the Board of Directors with the right to vote on all recommendations to the

Association, providing they comply with the attendance requirements set forth for all officers and directors of the Association.

- (g) Any member, chairman of a committee or committee members must have the approval of the Board of Directors or the general membership of the Association before spending any monies of the Association. A majority of members present at a Directors or monthly Association meeting voting on such expenditure shall be sufficient for approval.
- (h) The Board of Directors shall meet at such time and place as they may decide, on a call from a majority of the Board or from the Chairman.

Section 5: Duties of the Town Vice-Presidents:

- (a) It shall be the duty of the Town Vice Presidents to assist all officers and committees in every possible way. They shall promote the welfare of the Association by visiting the member companies in their respective towns when necessary and endeavor to increase the membership of the Association.
- (b) Shall in the event of the death of one of the members coordinate and advise the President, Chairman of the Board and the other Town Vice Presidents of the funeral arrangements.
- (c) Shall make arrangements for the memorial resolution and bring it to the firemanic services.

Section 6: Recording Secretary:

- a) It shall be the duty of the Recording Secretary to keep a complete record of all proceedings of the Association and of the Board of Directors and make written reports of such proceedings at each meeting. One copy of the record to be maintained in a hard copy binder.
- b) Shall be responsible for the preparation of the resolutions for the annual convention.

Section 7: Corresponding Secretary:

- (a) It shall be the duty of the Corresponding Secretary to receive and reply to all communications relating to the Association as may be required by order of President, Board of Directors or the majority of the members present at any regular meeting. One copy of the record to be maintained in a hard copy binder. A written report of activities shall also be given at all meetings.

Section 8: Financial Secretary:

- (a) It shall be the duty of the Financial Secretary to collect all monies due the Association, keep correct accounts of the financial transactions and issue a receipt to every organization or individual member paying dues. One copy of the record is to be maintained in a hard copy binder.
- b) Shall be responsible for ordering the convention ribbons, ballots and whatever else is necessary for conducting a proper election.
- c) In the absence of the Treasurer, shall have authorization to sign checks for the payment of audited bills.

Section 9: Duties of the Treasurer:

- (a) It shall be the duty of the Treasurer to receive all monies belonging to the Association from the Financial Secretary, giving a receipt for the same, keep full and correct accounts, pay all bills upon the order of the auditing committee, make full reports of all monies received and disbursed and make such other reports as the President or Board of Directors shall require.
- (b) Shall be responsible for obtaining any insurance policy the Association may need and shall secure a surety bond to cover the President, Financial Secretary and Treasurer. The amount to be determined by the Board of Directors and the premium of such bond shall be charged to the Association.
- (c) Shall have all financial accounts audited in the month of August and have any and all necessary tax forms prepared and filed with the Internal Revenue Service as per the Association's tax exemption.

Section 10: Payment of Officers:

The Recording Secretary, Corresponding Secretary, Financial Secretary and Treasurer, for faithful performance of their duties, shall receive reimbursement for expenses incurred the previous year, as recommended by the Board of Directors for approval by the Association at the October meeting in an amount not to exceed \$500.00.

Section 11: Replacement of Officers:

Any officer referred to in Article 3 failing to comply with the provisions of the sections herein, shall be replaced according to the provisions covered in Article III, Section 1 or Article III, Section 4d of the by-laws.

Article IV Meetings and Conventions

Section 1:

- (a) The regular meetings of the Association, October through August, shall be held on the second Friday and be held at various member department or company headquarters as they request. If the meeting should fall on a religious holiday, the meeting shall be held on the third Friday of the month.
- (b) The annual convention of the Association shall be held during the weekend following Labor Day in the month of September of each year and include a business session on Friday evening at 7:30 pm and a parade on Saturday afternoon at such place as the majority of the members and delegates voted upon not less than three years prior to the annual convention. If the convention should fall on September 11th or a religious holiday, every opportunity will be given to the host company for a change prior to the printing of the scheduled meetings for the year.
- (c) At all meetings of the Board of Directors consisting of twenty five elected members: (Officers (8), Town Vice Presidents (5) and Town Directors (11), a majority of at least 13 members present shall constitute a quorum to conduct business.
- (d) Requests to hold the annual convention and parade shall be made in writing to the Board of Directors not less than three years or more than five years prior to the

requested date. the convention site is then open for any other department or company belonging to the Association.

- (e) Preference will be given to the company or department from which the incoming president is associated. If that company or department declines to host the annual convention and parade, the postmarked envelope shall be used to determine when a request was submitted, with preference given to the earliest postmark.
- (f) If no requests have been made, the membership can decide by majority vote at a regular meeting of the Association as to the proposed host.
- (g) The Association shall enter into a contract with the host department or company describing in detail the terms, conditions and responsibilities for the parade. This contract shall be amended and updated annually and as required.

Section 2:

- (a) The regular monthly meeting of the Board of Directors shall be held on the last Wednesday of the month at 7:30 pm. The Board shall not meet in the month of December.
- (b) Should the November meeting fall on the eve of the Thanksgiving holiday, the meeting will be held on Wednesday of the week prior at 7:30 pm.
- (c) (c) If for any reason, the Chairman and Vice Chairman cancel the monthly meeting, all of the Board members shall be notified by telephone or electronically at least two hours prior to the start of the meeting.

Section 3:

The Hudson Valley County Vice President from Rockland County must be a member of the HVVFA and will be elected at the May meeting of the RCVFA Board of Directors. The designee will be reported to Hudson Valley at the third session of their annual convention

Article V By-Law Amendments

Section 1:

- (a) The Association shall have the power at any regular monthly meeting, except the annual convention, to amend the by-laws by the affirmative vote of two-thirds of the members present provided however, that all proposed amendments must be presented in writing and read at two consecutive regular meetings and voted upon at the second meeting.
- (b) Every five years, the by-laws shall be reviewed.

Article VI Rules of Order

Section 1:

Robert's Rules of Order shall govern all members. Any question coming before the convention, regular or special meeting for which no provision is made in the Constitution

and By-laws shall be decided in accordance with the rules of order laid down in Robert's Rules of Order.

Order of Business Regular Meetings

- (a) Call to Order by the President
- (b) Chaplain's Invocation
- (c) Pledge of Allegiance
- (d) Address of Welcome
- (e) Roll Call of Officers
- (f) Recording Secretary's Reading of the Minutes
- (g) Corresponding Secretary's Reading of the Communications
- (h) Reports of the First & Second Vice Presidents
- (i) Report of the Board of Directors
- (j) Reading of the Bills
- (k) Treasurer's Report
- (l) Financial Secretary's Report
- (m) Report of New Members
- (n) Town Vice Presidents' Reports
- (o) Committee Reports
- (p) Unfinished Business
- (q) New Business
- (r) Heany Red Hat
- (s) Educational Program
- (t) Sergeant –at-Arms Report
- (u) Chaplain's Benediction
- (v) Adjournment

Order of Business Annual Convention

- 1) Call to Order by the President
- 2) Invocation by the Host Department Clergy
- 3) Posting of the Colors and Pledge of Allegiance
- 4) National Anthem (Star Spangled Banner)
- 5) Welcome by the Host Department
- 6) Opening response and remarks by the President
- 7) Roll Call of Officers by the Recording Secretary
- 8) Noting of a Quorum and Appointment of Credentials Committee
- 9) Reading of the Minutes by the Recording Secretary
- 10) Reports of the First & Second Vice Presidents, Recording Secretary & Corresponding Secretary, and Financial Secretary & Treasurer
- 11) Fire Coordinator's Report
- 12) Short report of the Board of Directors by the Board Chairman
- 13) Introduction of Guests
- 14) Annual Memorial Service by the Chaplains
- 15) Presentation of Life Memberships
- 16) Presentation of 50 year certificates
- 17) Presentation of fire company anniversary certificates
- 18) Presentation of Firemark Award
- 19) Presentation of Instructors' Assn. scholarship
- 20) Presentation of Allen Lynch Award
- 21) Presentation of William J. Herman Memorial Award
- 22) Presentation of the President's John Lynch Award
- 23) Presentation of the Firefighter of the Year Award
- 24) Presentation of Unit Citation
- 25) Report of Credentials Committee
- 26) Report of the Elections
- 27) Approval of New Members
- 28) Announcement of the Resolutions
- 29) Announcement of Next Year's Convention Host
- 30) Designation of Future Convention Hosts
- 31) Swearing In of New Officers and Presentation of Badges
- 32) Presentation of Past President's Badge by the Board Chairman
- 33) Report of the Sergeant-at-Arms
- 34) Announcement of repast location
- 35) Benediction by the Chaplain
- 36) Retiring of the Colors
- 37) Adjournment of the Convention