#  Article I NAME



CONSTITUTION AND BY-LAWS OF THE CAPITAL AREA FIRE DISTRICTS ASSOCIATION INC.

The name of this association shall be the Capital Area Fire Districts Association Inc.

**Article 2 PURPOSE**

The purpose of this Association shall be to further the management and administrative efficiencies of Fire Districts, Fire Protection Districts, Village Fire Departments, and Fire Associations to supply information, assistance, and training to member fire service organizations, to promote legislation favorable to the fire service, and to keep the public informed of the needs and activities of our member fire service organizations.

**Article 3 MEMBERSHIP**

The following shall be the *six (6)* classes of membership.

**A. CLASS 1, FIRE DISTRICT MEMBERSHIP.**

Shall be open to all Fire Districts located within and adjoining the Counties of in the Capital Area. This membership in the Association shall extend to and included Fire District Commissioners, Fire District Secretary and or Treasurer, Deputy Secretary and or Deputy Treasurer and Fire District Counsel whose individual membership in the Association shall continue for and during the membership in the Association of any eligible Fire District.

**B. CLASS 2, FIRE PROTECTION DISTRICT MEMBERSHIP.**

Shall be open to all Fire Protection Districts located within and adjoining the Counties of the Capital Area that provide protection of residents and property of their municipality not provided by a Fire District. This membership in the Association shall extend to and include the officers their governing board of the Fire Company and Legal Counsel providing legal services to the Fire Company.

**C. CLASS 3, VILLAGE FIRE DEPARTMENT MEMBERSHIP.**

Shall be open to all Fire Village Fire Departments located within and adjoining the Counties of the Capital Area that provide protection of residents and property of their municipality not provided by a Fire District. This Membership in the Association shall extend to and include the officers of their governing Board of the Fire Company and Legal Counsel providing legal services to the Fire Company.

**D. CLASS 4, ASSOCIATE MEMBERSHIP**

Shall be open to all Individuals who are interested in advancing Fire service management or administration. and open to other Regional or County Fire District Associations. This membership in the Capital Area Association shall extend to, and include the Member Association its Officers, Governing Board members and Legal Counsel.

**ASSOCIATE MEMBERS SHALL**

1. Have the privilege of attending meetings
2. Be eligible to serve on committees of the Association
3. Not be eligible to vote.
4. Not be eligible to hold elected office
5. Individuals shall pay annual dues of $50

**E. CLASS 5, ASSOCIATION MEMBERSHIP**

Shall be open to Regional and County Fire District Associations. This membership in the Capital Area Association shall extend to, and include the Regional or County Association Officers, Board of Directors, Secretary, Treasurer and Legal Console.

**Association Members SHALL**

1**)** Have the privilege of attending meetings

2) Be eligible to serve on committees of the Association

3) Not be eligible to vote

4) Not be eligible to hold elected office

5) Individuals shall pay annual dues of $300

 **F. CLASS 6, HONORARY MEMBERSHIP**

 Shall be those individuals as may be elected to such membership by this Association at any general membership meeting.

1. Shall be non-voting members of the Association.

**G. CLASS 6, EX-OFFICIO MEMBERSHIP**

 Shall be open to individuals who have been active in the Capital Area Fire District Association for a minimum of ten (10) years.

The individual shall apply in writing to the Board of Directors for EX-Officio membership.

The Board of Directors shall either approve or deny EX-Officio membership.

Ex-Officio members shall:

1. Shall attend a minimum of 5 meetings for the year.
2. To be excused from a meeting the individual shall notify a member of the Board of Directors by phone or email one day prior to the meeting.
3. Be eligible to be elected a Board of Director or appointed Secretary, Treasurer or any appointed position and serve on committees of the association.
4. Be eligible to vote.
5. Be required to pay individual dues annually $50
6. Be eligible to attend the annual installation banquet at the member’s own expense or at the expense of their Fire District/Fire Department.
7. Not be required to be a current Fire District officer.
8. Not be eligible to hold the office of President, 1st or 2nd Vice President.

**Article 4 OFFICERS**

The qualification for holding elected office in this Association shall be that every officer, during their term of office must be a Fire District officer in a member organization.

The elected officers of this Association shall be President, 1st Vice President, 2nd Vice President and Board of Directors. The Secretary, Treasurer, Deputy Secretary and Deputy Treasurer shall be appointed by the consensus of the Board of Directors and the President.

All elected officials shall be elected annually at the *November* meeting, for the term of one year beginning January 1st of the next year and shall serve until their successors are elected and assume office. The terms of the office of President, 1st Vice President, 2nd Vice President and Board of Directors shall be unlimited.

Elected or appointed officers must attend a minimum of 3 meetings annually. If they are unable to attend they should consider stepping down or may be subject to removal by the full Board of Directors at which time the office shall be considered vacated and up for nomination.

**Article 5 DUTIES OF OFFICERS**

1. **President:**
2. Shall preside at all meetings of members, general or Directors, shall call special meetings of the members at their discretion or at the request of the Board of Directors.
3. Shall appoint members for all committees and shall be an ex-officio member of all committees.
4. May appoint a Sergeant-at-Arms and Chaplin. If appointed, the Chaplin is not required to be a member of any member organization.
5. The President or his/her designee shall be reimbursed for reasonable and justifiable expenses for the purpose of attending Fie District Officer’s meetings representing this organization or any other event where the President or designee is representing the CAFDA. Invoices and receipts shall be provided for each event with an explanation of the event and why it was attended. Such justification and documents shall be provided to the Treasurer for payment and shall be reviewed by the Board of Directors at a regular Association meeting.
6. **First Vice President:**

Shall preside at all meetings of the members in the absence of the President and may be appointed by the President as the Chairman of the Board of Directors, and shall have other duties are as delegated by the President.

1. **Second Vice President:**

In the absence of the President and 1st Vice President shall preside at meetings of the members, and in the absence of the 1st Vice President shall act as the Chairman of the Board of Directors. The 2nd Vice President shall act as Program Chair, i.e. arrange for meeting locations, related speakers, and shall other such duties as are delegated by the President.

1. **Secretary:**
	1. Shall keep all records of the Association and keep the minutes of all meetings as well as read all proposed amendments to the By-Laws submitted and shall act as the secretary to the Board of Directors conducting any and all necessary correspondence on behalf of this Association.
	2. Shall send notice of all CAFDA meetings to member organizations, shall receive keep and maintain a file of Membership Forms of all members from each member organizations and have them available at each meeting.
	3. The Secretary shall be paid a salary as determined by the Board of Directors.

**E. Treasurer:**

1) The Treasurer shall collect all dues and shall be the custodian of all funds of the Association, and shall keep all Association funds in such bank accounts as may be designated by the Board of Directors. The Treasurer shall send to all member organizations the Membership Forms and Dues Notice for membership, pay bills of the Association, keep accurate financial records of all transactions and shall present a brief report at each meeting. The Treasurer shall submit a detailed financial report to the Board of Directors at year’s end, which is to be audited by the Auditing Committee and approved at the March general membership meeting. The Treasurer shall be bonded at the expense of the Association in the amount of $50,000 and shall transfer money into and out of investment accounts upon approval of the Board of Directors.

2) The Treasurer shall be paid a salary as determined by the Board of Directors.

1. **Deputy Secretary and Treasurer:**

The Deputy Secretary shall act in the capacity of the Secretary in his/her absence.

The Deputy Treasurer shall act in the capacity of the Treasurer in his/her absence.

The Deputy Secretary and Treasurer shall be paid at a rate determined by the Board of Directors for only services rendered.

1. **Secretary/Treasurer:**

The President and Board of Directors may recommend to the membership who to appoint as Secretary/Treasurer.

1. **Sergeant of Arms:**

If appointed by the President shall be the custodian of the Association banner, which shall be displayed as appropriate at meetings and gatherings, shall lead the Pledge to the Flag at meetings and conduct any raffle as appropriate.

1. **Chaplain:**

If appointed by the Officers and Board members, and if requested shall assist a CAFDA member and or family members with any concerns due to a loss, injury or hospitalization.

1. At the President’s request may conduct an inter-faith memorial at a time and date designated by the President in consultation with the CAFDA Board.
2. Invocations shall be inter-faith based, brief and may include a special remembrance for specific to express empathy, compassion, and goodwill.

**Article 6 BOARD OF DIRECTORS**

1. The Board of Directors shall consist of seven (7) active members of the Association. They shall include the 1st Vice President, 2nd Vice president, and five (5) additional active members who are not officers. The terms of these five directors shall be one year as per Article IV.
2. The Board of the Directors shall carry out the purposes of the Association’s which is information, education and legislative support.
3. It shall be the duty of the directors to act on any and all matters of this Association’s business and financial matters between meetings on behalf of the *member organizations*, and to change the date or place of meetings or special events with notice to the members given at least 14 days before the date of such meeting or event.
4. The Directors shall have the power to hold meetings, carry on correspondence, and to devise and execute any measures they deem proper and expedient to promote the objectives of the Association and to best protect the interests and welfare of our member fire service organizations.
5. The Directors shall report of *any* actions or correspondences taken or sent out at *the next meeting.*

**Article 7 NOMINATIONS AND ELECTION OF OFFICERS**

1. Fire District, Fire Protection District, Village Fire Department who are from dues paying organizations of CAFDA are eligible for all officer positions.
2. EX-Officio members are eligible for Board of Director’s positions.
3. Letters of intent to be nominated for President, 1st Vice President, 2nd Vice President and Board of Directors must be submitted to the Secretary in writing by the October meeting.
4. The Secretary shall read each letter of intent received for each office to the membership at the October meeting.
5. For each available position, the President shall call for a vote of nomination from membership present at the October meeting, except the Secretary shall call for the nomination of the President.
6. Letter of intent to remove a name from nomination for President, 1st Vice President, 2nd Vice President and Board of Directors must be submitted to the Secretary in writing by the November meeting.
7. The election of Officers and Board of Directors shall be held annually at the November meeting.
8. If there is more than one nomination for any office to be voted on at the November meeting, voting shall be by secret ballot with each member organization and EX-Officio member in attendance having one vote. Members who are attending by Zoom may communicate their vote by mail or, email to the Secretary by the opening of the November meeting.
9. If there is a single nomination for each office to be filled, the election may be by voice vote authorizing the Secretary to cast a single ballot for the person nominated for each office.
10. Each Fire District, Fire Protection District, Village Fire Department shall have one vote per organization.
11. EX-Officio members are eligible to vote.

**Article 8 VOTING ELIGIBILITY**

Eligibility to vote is determined by the membership class as outlined in Article 3.

**Article 9 STANDING COMMITTEES**

A. **Education**; shall seek out and arrange for educational opportunities for the membership. The committee shall arrange for instructors, venue, logistics, certificates, audio/video and publicity for such events.

B. **Finance**; shall be responsible for submission of the budget to the Board of Directors in November and presentation of the budget to the General Membership for approval at the January meeting and shall audit the Treasurer's books after the January meeting and present the results to the General Membership at the March meeting.

C. **Installation Banquet**; shall make all arrangements for the Annual Banquet; shall arrange for a speaker if desired; the Secretary shall invite Presidents and spouses of Fire Districts Associations, Past Presidents and spouses and arrange for a program. The committee shall also insure that all appropriate arrangements have been completed for the conduct of a memorial service.

E. **By-Laws**; shall keep the By-Laws updated, shall review the by-laws annually, review all proposed changes, make recommendations for amendments to the Directors and Officers, and shall act in an advisory capacity in any disputes involving the by-laws.

F. **Membership**; shall work with the Secretary, Board of Directors and the Media Relations Committee to secure the greatest possible number of eligible fire service organizations within the Counties served by this Association to be members.

G. **Media Relations**; shall arrange for publicity of activities of the Association upon review by the President and shall include maintenance of the Association’s website and shall serve as a repository of documents relating to the organization.

H.  **Legislation:** Shall report to the Association on new and current legislation or legislative updates and changes from National, State, and Counties on fire laws or legislative activities.

I. **Special Activities**; shall be key in assisting with activities where the Capital Area Fire Districts Association is interacting with the State Association or with other Fire District Associations. Members of this committee shall provide support and assistance in the conduct of activities in which members of this Association are participating such as State Conferences and Workshops, or Regional activities.

J. **Executive Board**; shall consist of President, 1st Vice President, 2nd Vice President and Board of Directors.

**Article 10 VACANCIES IN ELECTED OFFICES OR COMMITTEES**

1. A vacancy in any office (or committee) shall occur upon death or resignation, or upon the incumbent ceasing to be an officer of a member Fire District or lapse of membership of a Fire District with which an Officer (or Committee member) is associated. A vacancy of an office shall be created when an Officer fails to attend 80% of the general membership and Director meetings of this Association.

1) A vacancy in the office of President shall be filled by the First Vice-President for the remainder of the unexpired term.

2) A vacancy in the office First Vice President shall be filled by the Second Vice-President for the remainder of the unexpired term.

3) A vacancy in the office of Second Vice-President shall be appointed by the Board of Directors for the remainder of the unexpired term.

4) A vacancy in the office of Board of Director shall be appointed by the Board of Directors for the remainder of the unexpired term.

5) A vacancy on any committee shall be filled by appointment by the President.

**Article 11 MEETINGS**

1. Meetings shall be set by the General Membership at the January meeting. All meetings shall be open to representatives of the member organizations.
2. Nominations for Officers shall be held at the October meeting.
3. Election of officers shall be held at the November meeting.
4. Additional meetings shall be scheduled as determined by the Board of Directors and Executive Board.
5. Special meetings of the membership shall be held at any time when called by a vote of the Board of Directors or at the discretion of the President.
6. Meetings shall be held at a location determined by the Board of Directors and shall be announced by mail, email or any other acceptable means to members entitled to receive said notice.
7. The attendance at a meeting of 7members fromdues paying member organizations,and 2 officerswill constituteaquorum.
8. A Board of Directors meeting, a quorum shall consist of at least five Directors.
9. Each host fire district shall receive an amount, if required, to defray expenses of refreshments at its meeting by a vote of the Board of Directors*.*
10. The following persons shall be eligible to attend general membership meetings;
	1. Any duly elected or appointed commissioner, secretary, treasurer or any other officer of said member Fire District and its duly appointed counsel.
	2. Any duly appointed or elected representative from a member fire service organization

All such persons shall be entitled to enter into discussions, to propose resolutions and propose changes to the by-laws or to second such resolutions at such meetings.

1. Roberts Rules of Order shall govern and control the conduct of all meetings of this Association or any duly appointed committee, where they are not in conflict with the provisions of the By-Laws.

**Article 12 RULES OF PROCEDURE FOR MEETINGS**

The order of business at meetings shall be as follows, (omit any items not pertinent)

1- Call meeting to order

2- Pledge to the Flag

3- Moment of Silence for Deceased Members

4- Roll Call

5- President’s Welcome

6- Approval of Meeting Minutes

7- Secretary Report

8- Treasurer’s Report

9- Attorney’s Report

10- President - 1st Vice President - 2nd Vice President Report

11- Board of Directors Report

12- Committee Reports

13- County Reports

14- Report of State Directors

15- Old Business

16- Nominations (October) and Election of Officers (November)

17- New Business

18- Adjournment

**Article 13 DUES**

The yearly membership dues (January 1st to December 31st) shall be as follows and shall be based on the annual budget of the Fire District/Organization;

Annual budgets up to and including $200,000 $50

Annual budgets more than $200,001 up to and including $400,000 $100

Annual budgets more than $400,001 up to and including $600,000 $200

Annual budgets more than $600,000 $300

Regional or County Fire District Association $300.00

Business Sponsors shall be assessed an annual membership fee of $100.00

Associate members shall be assessed an annual membership fee of $50.00.

**Article 14 BENEVOLENT POLICY**

A. The Secretary shall, in the case of illness or hospitalization of an active member, send an appropriate greeting or appropriate expression of concern in the name of the Association.

B. The Association Leadership shall upon the being or learning of the death of a past member, active member or spouse of an active member, send a sympathy card or in the case of the death of an active member send an appropriate expression of sympathy or donation to the organization indicated by the family in an amount not to exceed $100.00. When possible, every effort should be made by one or more Association Officers or Directors shall attend the wake or funeral service to represent the Association.

C**.** The Association Leadership upon the learning or being informed of the death of a prominent fire service contributor or leader in the State, shall send a sympathy card or a donation to the organization indicated by the family in the amount not to exceed $100.00 with approval of the Board of Directors.

D**.** Due to the timing and immediacy of such untimely events, it will be permissible to approve such actions outlined in A, B, or C by email polling of the Officers and Directors to include the Secretary and Treasurer. Objections by any officers and Directors should be expressed in the email correspondence.

**Article 15 BUSINESS PARTNER**

ABusiness Partner for the Capital Area Fire Districts Association allows general businesses, *equipment* manufacturers, fire equipment dealers, apparatus fabricators, fireprotection systemsdealers, equipment service companies,insurance and risk management agencies and individuals of interest, etc., to join the Association.

1. A onetime application fee of $100.00 payable each January thereafter.
2. The Association will, to the best of its ability, provide networking opportunities with all of its members, including other Business Partners.
3. Attendance at bi monthly meetings is permitted, without voting rights. Attendees may briefly address the group upon request.
4. Member organization contact information shall be supplied upon request.
5. When possible, the Business Partner will be allowed to display products and information at our training seminars. However, the display cannot detract from the educational venue, which is of the highest priority.
6. During our bi-annual training. Business Partners will be given time to make a 5 minute presentation to the attendees in between scheduled presentations. This must be conducted in an educational manner, with professionalism towards other business partners. Attendees will have the opportunity to meet off line with business partners for Q&A so as not to take up training time.
7. The Business Partner will be provided with an ad on the Capital Area website with a link to their website.

ARTICLE 16 AMENDMENTS

A. Any amendments to this Constitution and By-Laws shall be delivered to the Secretary which shall be read under the title of "New Business" at the first meeting after delivery. The notice of the next meeting shall contain information as to each By-Law that is proposed to be amended.

B A two-thirds vote of those authorized to cast ballots present and voting at the next general membership meeting shall be required to approve said amendment(s) which shall take effect immediately.

**Adopted:** November 10, 2012

**Revised:** July 14, 2016

**Revised:** September 8, 2016

**Revised:** November 9, 2017

**Revised:** March 8, 2018

**Revised:** February 14, 2019

**Revised**: March 10, 2022

**Revised**: June 9, 2022

**Revised**: June 8, 2023

**Revised:** September 14, 2023

**Revised:** January 6, 2024

**Revised:** February 8, 2024

**Revised:** June 13, 2024

**Revised:** November 14, 2024