

# **CONSTITUTION**

## **New York State Association of Fire Chiefs, Inc.**

***Organized 1904 Incorporated 1944***

### **ARTICLE I**

#### **Name**

Section 1. The name of this organization shall be known as the NEW YORK STATE ASSOCIATION OF FIRE CHIEFS, INC.

### **ARTICLE II**

#### **Purpose**

Section 1. The purposes for which the corporation (hereinafter referred to as the Association) is organized shall be to promote the science and methods of fire protection and prevention and emergency medical services (EMS) by increasing the knowledge and awareness of its members and the public; to obtain and circulate information on these subjects; to provide a means for the interested members of the Association to upgrade their professional capabilities; and to secure the cooperation of its members, the public and all interested in establishing effective means for the diminution of fire, illness and trauma in terms of loss of life and property.

The Association is organized exclusively for charitable, religious, educational, 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.

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for the purposes rendered and make payments and distributions in furtherance of the purposes set forth in Article III hereof.

No substantial part of the activities of the Association shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or otherwise intervene in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for office.

Notwithstanding any other provision of this document, the Association 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 federal tax code.

Upon dissolution of the Association, assets shall be distributable 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 state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for such purpose.

### **ARTICLE III**

#### **Officers**

Section 1. The officers of this association shall consist of a President, First Vice-President, Second Vice-President, ten (10) Directors, one (1) EMS Director and the Junior Past President.

Section 2. The President, First Vice-President and Second Vice-President shall be elected and installed at each annual meeting to serve until a successor is elected and installed at the next annual meeting.

Section 3. The President, First Vice-President and Second Vice-President must be chosen to consist of two volunteer active members and one paid active member of the Association and must be a current member of the Board of Directors for a minimum of three (3) years. The EMS Director shall not be eligible to hold the offices of President, First Vice-President or Second Vice-President. Only active members of the fire service section who hold or have previously held the position of chief, deputy chief, assistant chief or battalion chief shall be eligible to hold the offices of President, First Vice President or Second Vice President.

Section 4. The Board of Directors shall consist of fifteen members as follows: President, First Vice-President, Second Vice-President, ten (10) Directors, one (1) EMS Director and Junior Past President. The President shall function as Chairman of the Board of Directors.

Section 5. Directors shall be elected each year from the active volunteer and active paid membership of this Association as necessary so that the Board of Directors shall consist of eight volunteer members and six paid members at all times, plus an EMS Director. The director so elected shall serve for a term not to exceed three (3) years and shall be limited to four (4), three (3) year terms. Appointments and elections to fill an unexpired term shall not be included in the

four (4). three (3) year terms.

Section 6. The Board of Directors shall appoint an Active Member to serve as Treasurer for a one (1) year term and shall be limited to five (5) one (1) year terms.

Section 7. One (1) EMS Director shall be elected every three (3) years from the active membership of the EMS section of the Association. The EMS Director shall serve for a term not to exceed three (3) years and shall be limited to four (4) consecutive terms.

Section 8. Any active member of this Association who currently resides in the State of New York for twelve months a year, has been a member for at least five years, is a current or past member of a committee, has been a five (5) bugle chief, and, as provided for in Article V, Section 10, and Article III, Section 3, may hold office.

Section 9. In the event any officer may die, resign, or be removed from office for cause, as hereinafter provided, the Board of Directors, except as provided in Article VII, Sections 2 and 3, shall appoint an eligible active member to serve until the next annual meeting at which time an election shall be held to fill the unexpired term. Such appointments shall be in accordance with Article III, Sections 3 and 5. The Board of Directors shall act upon a recommendation from the Nominating and Election Committee.

Section 10. There shall be an Executive Committee, consisting of President, First Vice-President, Second Vice-President and the Junior Past President. The Executive Committee shall have power and authority over the affairs of the Association between meetings of the Board of Directors except that the Executive Committee cannot modify any action taken by the Board of Directors. A report of the Executive Committee's actions shall be reported at each meeting of the Board of Directors. The President shall function as Chairman of the Executive Committee.

Section 11. The Board of Directors shall employ an executive to manage and coordinate all Association functions as directed and planned for by the Board of Directors. This executive shall be the Chief Executive Officer of the Association.

#### **ARTICLE IV**

##### **Duties of the Board of Directors**

Section 1. The Board of Directors shall have charge of the management of the Association, including ways and means of carrying out its purpose, subject to the wishes of the members expressed at any meetings of the membership of the Association, and shall be subject to the tenets of this constitution.

Section 2. The Board of Directors shall report to the membership annually on the status of the Association, which shall include an audit of the financial condition of the Association.

Section 3. The Board of Directors after review and twelve (12) affirmative votes of the total Board of Directors may remove any officer of this Association from office if such officer acts in a manner detrimental to the Association, or for failure to fulfill their duties, or to attend meetings of the Board.

Section 4. The Board of Directors after review and twelve (12) affirmative votes of the total Board of Directors, may suspend or revoke the membership rights of any individual for conduct detrimental to the purposes or ideals of this Association.

## **ARTICLE V**

### **Membership**

Section 1. The Association shall have three (3) membership sections: the Fire Service Section, the EMS Section and the Career Chiefs Section.

Section 2. There shall be seven classifications of fire service section membership: Active, Active Life, Life, Associate, Affiliate, Honorary and Sustaining. There shall be six classifications of EMS Section membership: Active, Active Life, Life, Associate, Affiliate and Honorary. There shall be one (1) classification of the Career Chiefs Section: Active.

Section 3. Active Members of the Fire Service Section shall consist of persons who hold or have previously held the position of Chief, Deputy Chief, Assistant Chief, Battalion Chief, Fire Commissioner, Commissioner of Public Safety, County Fire Coordinator, and Deputy County Fire Coordinator. Active Members of the EMS Section shall consist of persons who hold or previously held the position of Chief Operating Officer, Assistant Chief Operating officer, County EMS Coordinator and Assistant County EMS Coordinator. Active Members of the Career Chiefs Section shall consist of full-time Paid Chiefs who are currently serving or have served as Chief of their department.

Section 4. Active Life Members shall consist of Past Presidents and Active Members of the Association whom the Association wishes to honor for some special reason. They may be elected only at the annual meeting after investigation and recommendation by the Board of Directors.

Section 5. Life Members shall consist of members of the Association who have completed twenty-five (25) years continuous membership. They shall be approved upon application, after verification of record.

Section 6. Associate Members shall consist of Company Line Officers, all other firefighters, EMS personnel, and members of recognized fire departments or EMS provider services interested in the purposes of this Association.

Section 7. Affiliate Members shall consist of emergency response personnel, code enforcement personnel, fire safety and EMS educators, emergency medical providers, medical personnel and others interested in the prevention of fires, burns, burn injury, illness or trauma who are not members of a recognized fire department or EMS provider service. Others who do not meet the above qualifications may apply to the Board of Directors for special consideration.

Section 8. Honorary Members shall consist of those who have rendered special service to this Association. They may be elected only at the annual meeting after investigation and recommendation by the Board of Directors.

Section 9. Sustaining Members shall be all others interested in the purposes of this organization.

Section 10. Only Active, Active Life and those members who at the time of application for Life Membership were active members may vote and hold office. Only members of the Fire Service Section shall be eligible to vote for the Directors described in Article III, Section 5. Only members of the EMS Section, or those members who hold dual membership, shall be eligible to vote for the EMS Director described in Article III, Section 7.

Section 11. Members of the Association eligible for membership in the Fire Service Section, EMS Section, and the Career Chiefs Section may hold dual membership.

Section 12. Application for membership shall be made to the Association.

Section 13. Application for membership must be made ninety (90) days prior to the Annual Meeting in order to be eligible to vote on Association matters.

## **ARTICLE VI**

### **Meetings**

Section 1. The Annual Membership Meeting shall be held at such place and such time as may be determined by the Board of Directors and shall be known as the Annual Meeting; but upon failure of the Board to act, the President may determine the time and place of the Annual Meeting.

Section 2. Special membership meetings may be called at such place and times as may be determined by the Board of Directors, provided thirty (30) days' notice is given.

Section 3. Board of Director meetings may be called at such place and time as may be determined by the President, including teleconference call meetings.

Section 4. On request of a majority of the Board of Directors, the President shall call a special meeting of such Board.

Section 5. The President may call committee meetings as required. Committee Chairman may call committee meetings at any time, but shall be in accordance with Article VII, Section 11.

Section 6. A quorum of the Board of Directors meetings to conduct business shall be at least ten (10) Board Members.

## **ARTICLE VII**

### **Duties of Officers and Committees**

Section 1. The President shall preside at all meetings of the Association, shall preserve decorum, and shall decide questions of order subject to the right of all members to appeal.

Section 2. The First Vice-President shall perform the duties of the President during the absence of the President and upon the death, removal or resignation of the President shall assume all functions of that office.

Section 3. The Second Vice-President shall perform all duties of the First Vice-President during the absence of the President and First Vice-President and upon the death, removal or resignation of the First Vice-President shall assume all functions of that office.

Section 4. The President, upon assuming office, shall designate committee chairmen and appointments to the Conference Committee, Finance Committee, Nominating and Election Committee and such other committees as may be required.

Section 5. The President, upon assuming office, shall designate a chair and vice-chair of the EMS Section. All members of the EMS Committee shall hold current New York State EMT certification or higher.

Section 6. There shall be a permanent Finance Committee of three members appointed by the President. The duty of this committee is to act in an advisory capacity to the Board of Directors, and the management of the Association in regard to financial matters.

Section 7. There shall be a Nominating and Election Committee consisting of five (5) Past Presidents. The duties of the committee are to select nominees for office and to administer the election of officers.

Section 8. There shall be a Conference Committee appointed by the President. The duties of the Committee shall be to assist the Executive Director with the planning and implementation of the Annual Conference.

Section 9. There shall be a Personnel Committee which shall consist of the Executive Committee. The duties of this committee are to act on behalf of the Board of Directors on all personnel matters as directed by the Board such as duties and responsibilities, standard operating procedures, employee contracts, etc.

Section 10. In the event that a vacancy occurs in a committee appointment, the President shall appoint a replacement to serve the remainder of the original appointment.

Section 11. When authorized by the President and/or the Board of Directors, the necessary expenses of officers and committee members of the Association, on business of the Association, shall be a charge against the Association.

## **ARTICLE VIII**

### **Changes in Constitution**

Section 1. Alterations or changes or additions to this Constitution may be offered at any membership meeting but may not be acted upon until the next Annual Meeting.

Section 2. A three-quarter vote of the Active Membership present and voting at any annual meeting shall be necessary to pass any changes of this Constitution offered as in Article VIII, Section 1. All amendments to this Constitution shall take effect upon their adoption by the membership, unless otherwise provided.

## **ARTICLE IX**

### **Parliamentary Authority-Rules of Order**

Section 1. The rules contained in Roberts "Rules of Order Revised" shall govern the Association in all cases to which they are applicable, and in which they are not inconsistent, with the Constitution or By-Laws of the Association.

Revised October 24, 2004, Passed June 9, 2005  
Revised March 12, 2011, Passed June 16, 2011  
Revised November 29, 2011, Passed June 14, 2012  
Revised September 23, 2023, Passed June 14, 2024

## **BY-LAWS**

### **New York State Association of Fire Chiefs, Inc. *Organized 1904 Incorporated 1944***

#### **ARTICLE I**

##### **Dues**

Section 1. The Annual Dues of Association Members shall be determined by the Board of Directors, and shall be payable on January 1st of each year.

Section 2. Active Life Members, Life Members and Honorary Members shall not be subject to annual dues.

Section 3. There shall be two (2) classifications of Sustaining Members for the purpose of setting annual dues, For-Profit Organizations and Not-For-Profit Organizations. The annual dues for Sustaining Membership shall be that amount as determined from time to time by the Board of Directors.

Section 4. Whenever any Active or Associate Members shall be more than one year in arrears in dues they shall lose their status as a member, but may be reinstated upon payment of their current dues, and one year's arrears.

Section 5. Dues must be paid sixty (60) days prior to the Annual Conference to be eligible to vote on Association matters.

#### **ARTICLE II**

##### **Retirement from Active Service**

Section 1. In the event that the qualifications of any Active or Associate Members shall change due to retirement from active duty, they may continue such membership upon remittance of their dues.

#### **ARTICLE III**

##### **Nominations and Elections**

Section 1. To be nominated for elective offices of the Association, a member in good standing must submit a letter of intent to the Governance Committee at least sixty (60) days prior to the Annual Conference. There shall be no nominations from the floor at this meeting.

Section 1a. The Governance Committee shall present its report before the conference assembled, giving a list of the nominations for elective offices of the Association.



Section 2. Any nominee who desires to withdraw his name may do so at time of nomination, but shall not make any address nor request for his sponsors to support any other candidate.

Section 3. Only one (1) nominating speech or statement of endorsement shall be permitted by or for each candidate. Such speech shall not exceed five (5) minutes.

Section 4. In the elections of officers, candidate receiving the highest number of votes shall be elected to the position he has announced. In the event of a tie vote, the voting on the second ballot shall be confined to the nominees tied and shall be subject to the same procedure as the first ballot.

Section 5. For any office for which there is only one (1) nomination, the presiding officer shall instruct the chair of the Nominations and Elections Committee, as the representative of the conference assembled, to cast a ballot for such nominees and shall thereupon declare each nominee elected.

Section 6. For all offices for which there are two (2) or more nominated the Nominating and Elections Committee shall conduct an election. The committee shall prepare, or cause to be prepared, election booths where active members and active life members qualified to vote upon presentation of their current dues card or certification from the Association Management that they are paid-up active members or active life members, may cast their ballots. The Nominations and Elections Committee, upon closing of the polling booths, shall determine the results and report immediately to the conference assembled.

Section 7. The complete conduct of the elections and decisions in any matters of dispute that may arise during such elections shall be in the hands of the Nominations and Elections Committee. The chairman of said committee shall be its spokesman to announce its decision and rulings to the conference.

Section 8. Election campaigns are expected to be conducted on the highest level. Any questions concerning ethics of the campaign should be referred to the Nominations and Elections Committee.

Section 9. The presiding officer of the conference shall give notice during the open session, of the location and the opening and closing times of the polling place.

#### **ARTICLE IV**

##### **Miscellaneous**

Section 1. The installation of officers shall take place at the annual meeting with appropriate ceremonies and officers shall be sworn in.

Section 2. The fiscal year, for the purpose of the annual audit, shall end on September 30.

Section 3. Invited guests or distinguished visitors and members of the news media shall be permitted to register and receive the courtesies without cost, upon approval of the Executive Director and/or the President of the Association.

Section 4. No amendment, alteration or revision to these By-Laws shall be made except when written notice of such amendment has been received and read at any membership meeting of the Association. A two-thirds majority vote of the members present, and voting shall be required to adopt such amendment.

Section 5. All amendments, alterations, or revisions of any part of these By-Laws shall take effect upon their adoption.

Revised March 30, 2003  
Revised and Passed June 16, 2022