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**CONSTITUTION  
of the  
New York State Association of Fire Chiefs, Inc.**

*Organized October 18, 1904. Incorporated June 5, 1944.*

**ARTICLE I**

**Name of the Association**

**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.

**Section 2.** The Association is organized exclusively for charitable educational and scientific purposes and qualifies as an exempt organization under Section 501(c)3 of the Internal Revenue Code or corresponding section of any future federal tax code.

**Operations**

**Section 1.** 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 services rendered and make payments and distributions in furtherance of the purposes set forth in Article VII Section 13 hereof.

**Section 2.** 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) a political campaign on behalf of any candidate for office.

**Section 3.** Notwithstanding any other provision of this document, the Association shall not carry out any other activities not permitted to be carried out 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.

**Section 4.** 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

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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 purposes.

## ARTICLE III

### Officers

**Section 1.** The officers of this Association shall consist of a President, First Vice President, Second Vice President, and twelve (12) Directors including an EMS Director and the Immediate 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 consist of two (2) volunteer Active Members and one (1) paid Active Member of the Association, and each must be a current member of the Board of Directors for a minimum of three (3) years. Only Active Members of the Association who hold or have previously held the position of Chief, Deputy Chief, Assistant Chief, or Battalion Chief (or the equivalent) shall be eligible to hold the offices of President, First Vice President, and Second Vice President.

**Section 4.** The Board of Directors shall consist of fifteen (15) members as follows: President, First Vice President, Second Vice President, ten (10) Directors, one (1) EMS Director, and the Immediate Past President. The President shall function as Chairman of the Board of Directors.

**Section 5.** Directors shall be elected each year by the Active and Life Members of this Association as necessary so that the Board of Directors always consists of up to eight (8) volunteer members and six (6) paid members, including one (1) 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-year (3-year) terms. Appointments and elections to fill an unexpired term shall not be included in the four (4) three-year (3-year) terms.

**Section 6.** Any Active Member of this Association who is currently a legal resident of New York state, has been an Association member for at least five (5) years, is a current or past member of a committee, and, as provided for in Article III Section 3 and Article V Section 8, may hold office.

**Section 7.** In the event an 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, may 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 Nominations and Elections Committee.

**Section 8.** There shall be an Executive Committee, consisting of the President, First Vice President, Second Vice President, and Immediate Past President. The Executive Committee shall have power and authority over the affairs of the Association between meetings of the Board of Directors, except

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that the Executive Committee cannot modify any action taken by the Board of Directors. A report on the Executive Committee's actions shall be delivered at each meeting of the Board of Directors. The President shall function as Chairman of the Executive Committee. **For the purpose of Executive Committee rotation, the EMS Director shall be considered as a volunteer member.**

**Section 9.** 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 be in 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 reviewing and obtaining **a three-quarters majority** affirmative vote of the total Board of Directors, may remove any officer of this Association if such an officer acts in a manner detrimental to the Association, fails to fulfill their duties, or fails to attend meetings of the Board.

**Section 4.** The Board of Directors, after reviewing and **a three-quarters majority** affirmative vote 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 two (2) membership sections: the Fire Service Section and the EMS Section. **In those sections, there shall be three (3) types of members: Individual, Department, and Sustaining.**

**Section 2.** There shall be **four (4)** categories of membership: Active, Affiliate, Honorary, and Life.

**Section 3.** Active Members of the Fire Service Section shall consist of people 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 **(or the equivalent), or Company Line Officer, as well as all other firefighters, members of recognized fire departments, and members of fire service-related fields.** Active Members of the EMS Section shall consist of people who hold or previously held the position of Chief Operating Officer, Assistant Chief Operating Officer, County EMS Coordinator and Assistant County EMS Coordinator **(or the equivalent), as well as any** EMS provider interested in the purposes of this Association.

**Section 4.** Affiliate Members shall consist of emergency response personnel, code enforcement

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personnel, fire safety and EMS educators, emergency medical providers, medical personnel, and others interested in the prevention of fires, burns, injuries, 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 5.** Honorary Members shall consist of those who have rendered special service to this Association. They may be elected only at the Annual Meeting after review and recommendation by the Board of Directors.

**Section 6.** Life Members shall consist of Past Presidents, members of the Association who have completed twenty-five (25) years continuous membership, and Active Members of the Association whom the Board of Directors wishes to honor for some special reason. They shall be approved upon application, after verification of the record and recommendation by the Board of Directors.

**Section 7.** Sustaining Members shall be all others interested in the purposes of this organization.

**Section 8.** Only Active, Life, and those members who at the time of application for Life Membership are Active Members may be eligible to vote and hold the office of Director described in Article III Section 5.

**Section 9.** Application for membership shall be made to the Association.

**Section 10.** Application for membership must be made ninety (90) days prior to the Annual Meeting 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. 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 places and times as may be determined by the Board of Directors, provided thirty (30) days' notice is given.

**Section 3.** Board of Directors meetings may be called at such place and time as may be determined by the President, including teleconference 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 Chairmen may call committee meetings at any time but shall be in accordance with Article VII Section 11.

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

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## 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 following standing committees: Conference, Constitution and By-Laws, EMS, Finance, Governance, Nominations and Elections, and Personnel, as well as such other committees as may be required.

**Section 5.** There shall be a Conference Committee appointed by the President. The duties of the committee shall be to assist the Chief Executive Officer and the Conference Coordinator with the planning and implementation of the Annual Conference.

**Section 6.** There shall be a Constitution and By-Laws Committee, appointed by the President, consisting of up to five (5) members. The duties of the committee shall include the interpretation and periodic review of the Constitution and By-Laws, reporting on any proposed changes and assisting the Board of Directors in the consistent operation of the Association.

**Section 7.** There shall be an EMS Committee, appointed by the President, consisting of a minimum of three (3) members. All committee members shall hold a current New York State EMT Certification or higher. The purpose of the committee is to support all EMS operations, training, legislative advocacy, and related matters for the Association.

**Section 8.** There shall be a Finance Committee, appointed by the President, consisting of three (3) members. The duty of the 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 9.** There shall be a Governance Committee, appointed by the President, consisting of up to four (4) members including the Chief Executive Officer. The purpose of the committee is to ensure that the Association adheres to the highest standards of governance, maintaining transparency, accountability, compliance, and integrity in its operations and decision-making process. This committee's main function is to provide guidance to the Board of Directors.

**Section 10.** There shall be a Nominations and Elections Committee, appointed by the President, consisting of up to five (5) Past Presidents. The duties of the committee are to select nominees for office and to administer the election of officers.

**Section 11.** There shall be a Personnel Committee consisting of the members of the Executive

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Committee. The duties of the 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 12.** In the event that a vacancy occurs in a committee, the President shall appoint a replacement to serve the remainder of the original appointment.

**Section 13.** When authorized by the President and/or the Board of Directors, the necessary expenses of officers and committee members of the Association conducting business on behalf of the Association shall be the responsibility of the Association.

## ARTICLE VIII

### Changes to the Constitution

**Section 1.** Changes or additions to this Constitution may be offered at any **formal meeting of the Association. There will then be a second reading at a formal meeting of the Association or notification will be published in the Association magazine, newsletter and/or website.** Proposed changes or additions may not be made before the next Annual Meeting.

**Section 2.** A three-quarters 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 “Robert’s Rules of Order” shall govern the Association in all cases to which they are applicable, and as they are consistent 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.

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## BY-LAWS of the New York State Association of Fire Chiefs, Inc.

*Organized October 18, 1904. Incorporated June 5, 1944.*

### ARTICLE I

#### Dues

**Section 1.** The annual dues of Association Members shall be determined by the Board of Directors and shall be paid by January 1st of each year.

**Section 2.** 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.** In the event that an Active Member is more than one (1) 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 (1) year's arrears.

**Section 5.** Dues must be paid **ninety (90)** days prior to the Annual Conference to be eligible to vote on Association matters, **in accordance with Article V Section 10 of the Constitution.**

### ARTICLE II

#### Retirement from Active Service

**Section 1.** In the event that the qualifications of any member 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 positions of the Association, a member in good standing must submit a written letter of the nominee's intent to run, stating the position they are running for, to the **Nominations and Elections** Committee no later than August 15th of that year. If a candidate who is a member in good standing **wishes to be added to the ballot after the Fall Membership Meeting**, they shall submit a written letter of Intent, stating the position they are running for, to the **Nominations and Elections Committee** no later than sixty (60) days prior to the Annual Conference. A candidate can only seek nomination for one (1) position.

**Section 1a.** The **Nominations and Elections Committee** shall present its report before the conference

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that is assembled at the Annual Meeting, 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 **at the Annual Meeting**. Such a speech shall not exceed five (5) minutes.

**Section 4.** In the elections of officers, the 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 candidates nominated, the Nominations and Elections Committee shall conduct an election **at the Annual Meeting**. The committee shall prepare, or cause to be prepared, **ballots, ballot boxes, and voting booths** where Active Members and Life Members qualified to vote upon presentation of their current dues card, or certification from the Association that they are paid-up Active Members or 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 **with advisement from the Governance Committee**. The Chairman of the **Nominations and Elections Committee** shall be its spokesman to announce its decision and rulings to the conference.

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

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

## ARTICLE IV

### Miscellaneous

**Section 1.** The installation of officers will take place at the Annual Meeting with appropriate ceremonies where officers shall be sworn in.

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

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

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**Section 4.** No amendment or revision to these By-Laws shall be made, except when written notice of such an amendment, in accordance with “Robert’s Rules of Order,” that contains the submitting member’s name and rationale for offering the said amendment, is received and reviewed by the Constitution and By-Laws Committee, read at any Membership Meeting of the Association, then reviewed and commented on by the Board of Directors. A three-quarters majority vote of the members present at the Annual Meeting and voting shall be required to adopt such an amendment.

**Section 5.** All amendments 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.