



# Jefferson County Fire and Rescue Association, Inc.

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## Constitution and Bylaws

October 2018

The Bylaws of the Association describe the nature and purpose of our organization, and address basic activities, such as Association governance, when and how meetings will be held and conducted, how officers will be selected, voting procedures, including what constitutes a quorum, and how the bylaws can be changed or amended.

**JEFFERSON COUNTY FIRE & RESCUE ASSOCIATION, INC.**



**Organized 1959**

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# **JEFFERSON COUNTY FIRE & RESCUE ASSOCIATION, INC.**



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## **CONSTITUTION AND BY-LAWS OF THE JEFFERSON COUNTY FIRE AND RESCUE ASSOCIATION, INC.**

### **1 ARTICLE I**

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This Association shall be called the Jefferson County Fire and Rescue Association, and shall have its main office in Jefferson County, West Virginia.

The objectives of the Association are the promotion of standard operational guidelines, accountability of service provisions, the standardization of equipment, and the expansion of mutual aid by and between the fire and/or rescue companies within Jefferson County and surrounding areas. Also, it is to provide for the coordination and mutuality of said fire and/or rescue companies in providing their general welfare, relations between the companies, Jefferson County Emergency Services Agency and the public, and generally to increase the usefulness and effectiveness of the fire and/or rescue companies to the public at large.

This Association shall also recognize the Jefferson County Emergency Services Agency as the financial governing organization in Jefferson County, in direct regard to Jefferson County Fire and Rescue Association business, and so shall, the Jefferson County Emergency Services Agency shall also recognize the Jefferson County Fire and Rescue Association as the governing organization representing fire and rescue business; and that a working partnership shall be the goal of both agencies regarding all Administrative Business and Operational Guidelines.

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## 2 ARTICLE II

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### 2.1 MEMBERSHIP

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The members of the Association are to be composed of the seven existing fire/rescue companies of Jefferson County TO-WIT:

Blue Ridge Mountain Volunteer Fire Company, Inc.  
Citizens Fire Company, Inc.  
Friendship Fire Company of Harpers Ferry/Bolivar  
Independent Fire Company, Inc.  
Shepherdstown Fire Department, Inc.  
Middleway Volunteer Fire Company, Inc.  
Bakerton Fire Department

The membership may be enlarged in the future to include any other chartered fire and/or rescue company which makes application to join the Association and is accepted by a majority vote of the Departments present and voting at the regular meeting of the Association, as well as by the same rule that other chartered entities may also be voted for removal from membership. Also, newly formed fire and/or rescue companies shall be approved by the Jefferson County Emergency Services Agency and the West Virginia State Fire Commission, and a charter issued by the State of West Virginia prior to application of joining the Association.

In accordance with Article I, paragraph 3, the Association shall also recognize the Jefferson County Emergency Services Agency (JCESA) as a partner in the organization of fire and rescue business, and as such, the JCESA shall be represented within the Association without a vote. This recognition affords the JCESA the opportunity to attend meetings, bring motions to the floor, and speak within debates; the JCESA representatives shall not count towards establishing a quorum.

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## 2.2 DELEGATION

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The Department Delegates shall consist of equal numbers of each member company; three Delegates and three alternates that may, in absence of the regular Delegates, exercise the powers of said regular Delegates.

The Delegates of each member company shall include the officer(s) with the rank of Chief (Fire Chief, EMS Chief), and President. If a member company has only 1 Chief Officer that company shall elect or appoint the remaining delegation in accordance with that company's bylaws or constitution. *It is the intent that all operational business be conducted within the Association, and for the purpose of conducting fire/EMS operational business, each member company should ensure that both the Fire and EMS operational divisions of the department have representation within the Association.* The Alternate delegation should be those officers with the title of "Assistant or Deputy Chief," or may be elected or appointed by each of said member companies to present a vote in the absence of a delegate. Any member attending on behalf of the member company shall be given the authorization to vote, in accordance with Article 2.4.

Upon rotation of the chairman, the company that the chairman represents shall not elect or appoint a delegate to fulfill the said company vacancy, but the chairman should instead vote as a regular member of the association.

## 2.3 ROLL CALL

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Prior to conducting business, the presiding chair will call a roll to determine what Delegates and Alternates are present and voting for their respective member companies. Those attending the meeting, not listed as a Delegate or Alternate, may vote on behalf of their company so long as no other Delegate or Alternate is in attendance.

## 2.4 VOTING

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Each represented Department shall have one vote; upon request the representatives shall be accommodated with the opportunity for private discussion during an active motion, and shall submit one vote per motion on the floor. The chairman will cast a vote at his/her discretion. In the case of a tie vote, the motion is considered failed. In the matter of a voice vote, only 1 representative should speak for their organization. Representatives of the same member department shall not second a motion made by another representative of the same department.

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## 2.5 OFFICERS

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The officers of the Association shall consist of a Chairman, Vice Chairman, and Secretary each to be appointed on a rotating basis at the last meeting of each calendar year. They shall be appointed in a chronological manner with the next presiding chairman acting as Vice Chairman. The term of office will commence upon the 1<sup>st</sup> day of the calendar year and shall serve in one year terms. The duties of the officers shall be as such are usually imposed on such officials of a corporation, and such as may be assigned to them, respectively, by the Association from time to time.

In the event a Delegate/Alternate is not willing or able to fulfill the role of Secretary, the Chairman shall be afforded the opportunity to appoint from outside the delegation so long as the Association membership approves the appointment. In the absence of an otherwise appointed Treasurer or Financial Advisor, the Chairman and Vice-Chairman will act as the Treasurer for the purpose of financial obligations. An outside Treasurer/Financial Advisor can be appointed with the support of the association membership.

Officers may be impeached from office by the affirmative vote of the majority present and voting. The Chairman shall fill all vacant offices by appointment except should the office of the Chairman be vacated; the Vice Chairman shall fill the unexpired term, and the next in rotation will become Vice Chairman.

In accordance with the *Ordinance to Dissolve and Reconstitute the Jefferson County Emergency Services Agency*, the Association shall submit three options for a Fire representative, and three options for an EMS representative to serve as voting members of the JCESA Board for a term of three years, upon notification from the JCESA Board of expiring terms. The currently residing representatives are eligible for re-nomination to the Board, not to exceed two consecutive terms. Nominees from the Association must be actively associated with a member department, but are not limited to the Delegates and Alternates of the Associations. The Association shall submit the first three nominations made within each category. Any dispute of nominations shall be decided by the presiding Chair.

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## **2.6 MEETINGS**

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There shall be twelve regular Association meetings annually and each shall be held the first Tuesday of the month at 1900hrs, at Station 4. An alternate location can be determined per the request of the active Chairman or representative from the host company (Station 4).

All meetings shall be governed by Roberts Rule of Order, which is hereby recognized as authority for all parliamentary matters.

A quorum shall constitute four of the total number of seven Member Departments. A quorum must be attained for the transaction of official Association business. In the absence of a quorum, discussions on a topic(s) can proceed, but official votes shall not be taken.

## **2.7 DUES**

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The annual dues of each company shall be three hundred dollars (\$300.00) and payment of which shall be made by January 1<sup>st</sup> of each year, or no more than thirty days upon notice issued by the Association.

No Delegate or Alternate may vote on any matter within the calendar year unless/until the dues have been paid in full by the company he/she represents.

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## **3 ARTICLE III**

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### **3.1 GOVERNMENT**

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The Association shall be vested in a Board of Delegates to be known as the Executive Committee. The Executive Committee shall consist of the Chairman and three Delegates representing three member companies appointed by the Chairman at such time as the need should arise. No member company will have more than one representative on the Executive Committee – including the member company of which the Chairman represents. Should a member of the assembly call for an Executive Session, the topic of discussion shall be made known to the assembly, and the Chairman shall appoint the Executive Committee to act in the capacity of the Association Board of Delegates. In the event a member company is the subject of the Executive Committee request, that member company shall not have representation within the Executive Committee.

### **3.2 JURISDICTIONAL AUTHORITY**

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In accordance with West Virginia Code §7-17-3, the fire departments within the Association retain the jurisdictional authority granted to them by the State of West Virginia.



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## **4 ARTICLE IV**

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### **4.1 AMENDMENTS**

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The Constitution and/or By-Laws of the Association may be amended by a majority vote of the Delegates present and voting at any meeting, except that notice setting forth the proposed amendments and or changes shall be presented to all active Delegates in attendance and shall be read aloud at one regularly scheduled meeting and voted on at the immediately following regularly scheduled meeting.

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## 5 ARTICLE V

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### 5.1 STANDARDS

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The standards pertaining to training, personnel, equipment and response times for fire and rescue member companies will be guided by the intent of the West Virginia State Fire Commission, the National Fire Protection Association standards, and directed by the Jefferson County Fire and Rescue Association, and the Jefferson County Emergency Services Agency. Member companies shall comply with all local standards adopted by the Association in order to be approved, certified, and voting members of the Association.

### 5.2 STANDARDS COMMITTEE APPOINTMENT

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It shall be the duty of the Association Chairman to name and or appoint a Standards Committee of the Association to monitor and advise the Association of the standards compliance status of each member company and the response standards of the Jefferson County Emergency Services Agency.

### 5.3 MODIFICATION OF STANDARDS

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All new standards or modifications to existing standards will first be submitted to the Association for review, comment and adoption. The Association will adopt the changes in the course of normal business proceedings.

### 5.4 FUNDING STANDARDS

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No member company shall approach the Jefferson County Commission or the Jefferson County Emergency Services Agency Board to solicit monies, equipment or services financed on behalf of their organization without prior approval of the Association. All County Funding proposals and modifications will be brought to the floor of the Association for a vote, and the Association will request funding on behalf of all the member companies by submission of the request to the Jefferson County Emergency Service Agency Board.

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## 6 ARTICLE VI

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### 6.1 SUSPENSION OF MEMBERSHIP

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The Association is authorized to suspend a company's membership at any time by a majority vote of the member companies eligible to vote, so long as it is determined that a company is in violation of the By-Laws or such Standards or Directives which have been approved by the Association, and that company has refused to follow imposed solutions.

### 6.2 SUSPENSION OF FUNDING

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The Association is authorized to suspend a company's funding at any time by a majority vote of the member companies eligible to vote if it is determined that a company is proved to be in violation of the By-Laws or such Standards or Directives which have been approved by the Association and the company has refused to follow proposed solutions. Pursuit to Article I, paragraph 3, the Jefferson County Emergency Services Agency shall also honor and recognize such discipline in regards to funding matters, and therefore shall not override the discipline determined and authorized by the Association.

### 6.3 STANDARDS COMMITTEE

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The duty of the Standards Committee shall be to verify the violation and determine a workable solution for the resolution of the violation by the member company found to be in violation. The committee shall communicate their results to the Chairman within 5 days of their decision. It shall be presented for a vote at the next Association meeting. A Special Meeting may also be called with the approval of the Chairman. The violating company shall have the right to be heard at the Association meeting prior to the vote.

The solution shall be presented to the Association so that it can be recorded. The Association shall vote to accept the solution at that meeting. An affirmative majority vote of the membership present and voting shall be binding upon the violating company. On disapproval, the committee shall have until the next regularly scheduled meeting to modify the solution and present the findings for another vote. Only upon an affirmative vote shall the violation and the solution be reported to the Jefferson County Emergency Services Agency board. The violating company shall institute the solutions without delay. Should outside assistance or funding be required then the implementation period shall be delayed until that assistance can be determined and provided.

Failure of the company in violation of standards to implement the solution, as approved in the preceding paragraph, shall result in the issue being brought to the next Association meeting,

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or a special meeting may be called at the discretion of the Chairman, for a member vote to restrict the distribution of funds pending the member company's implementation of the solution.

Continued violation of the same standard after an attempt to remedy the violation may result in a recommendation of suspension from the Association, and/or a recommendation to the Jefferson County Emergency Services Director to suspend the member companies' JCESA staffing.

Continued violation of the same standard, after all other attempts to remedy the violation have resulted in no acceptable implementation of a solution, will result in the Association seeking advice and counsel from the West Virginia State Fire Commission. A recommendation to the Fire Commission can include a request to suspend the member companies' authorization to respond on emergency incidents.

## 6.4 RELEASE OF SUSPENSION

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A member company placed on suspension as the result of a violation can be reinstated to the Association as a member in good standing immediately upon the implementation of agreed upon solutions to remedy any violation which resulted in the suspension.

In the event the Association has exercised their right to contact and seek the advice and counsel from the West Virginia State Fire Commission, the Association will accept a remedy agreeable to the Fire Commission as agreeable to this body, and will release a member company from any and all suspensions pursuant to the Fire Commissions acceptance of a solution.

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## 7 ARTICLE VII

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### 7.1 COMMITTEES

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Committees are small deliberative assemblies, subordinate to the Chairman that appoints them, with their duties and authority outlined at the time of appointment. The Chairman shall appoint all committees and officers of said committees as deemed necessary to execute the objectives of the Association. The intent of the Association is to have all preliminary work, in the preparation of a matter for action, done by means of committees. Committees shall be formed with the intent to analyze, research, and prepare opinions, in the form of a report, to be brought to the floor of the Association.

The committee may be either a "standing committee," appointed for a definite time; or a "special committee," appointed for a special purpose. ; Or, at times the Chairman or member of the Association may wish to dispose of formal proceedings and call for a "committee of the whole," consisting of the entire assembly to openly discuss an action.

Unless the Chairman has appointed a sub-committee chairman, the first named on a committee, and in his absence the next named member, becomes chairman, and so on and s/he should act as such unless the committee by a majority of its number elects a chairman, which it has the right to do if the assembly has not appointed one.

When the report of a committee has been presented to the Association and either read or handed to the chair, the next business in order is the disposal of the report. If the report is not in the form of a motion, a delegate shall make a motion to accept the committees report. If the report is presented in the form of a motion, the committee does not require a seconder, and the motion shall proceed directly to discussion, as such in accordance with Roberts Rules of Order. Motions presented to the Association by committee shall pass on an affirmative majority vote.