



Cowlesville Fire Company
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Cowlesville Fire Company, Inc. Constitution

1. Name and Purpose

- 1.1 This Company shall be known and designated as “Cowlesville Fire Co., Inc.”
- 1.2 The purpose and objective of this Corporation is to protect the Cowlesville fire district and vicinity, to protect the inhabitants of this district against fire and other emergencies, to prevent and extinguish the same to the best of its ability.

2. Officers and Their Election

- 2.1 The Governing body of this Corporation shall be made up of an 11 member Board of Directors as follows:
- 2.1.1 Executive Committee
- | | |
|----------------|-------------|
| President | 2-year term |
| Vice President | 2-year term |
| Secretary | 2-year term |
| Treasurer | 2-year term |
| Fire Chief | 2-year term |
| EMS Captain | 2-year term |
- 2.1.2 Five Directors at Large, elected from Active Membership or Active Restricted Membership
- 2.1.3 An Assistant-Chief may act as an alternate for the Chief at any meeting of the Board of Directors as directed by the Chief
- 2.1.4 The EMS Captain may designate an alternate to represent him/her at any meeting of the Board of Directors
- 2.2 Directors at Large shall be elected annually as outlined below:
- 2.2.1 For Odd numbered election years: e.g. Nov. 2015, three Directors at Large shall be declared elected for a 2-year term of office.
- 2.2.2 For Even numbered election years: e.g. Nov. 2016, two Directors at Large shall be declared elected for a 2-year term in office.
- 2.2.3 In the event of a tie number of votes, the two (or three) candidates receiving the highest total votes shall be runoff between tied candidates only.

- 2.3 Executive Committee Officers shall be elected separately by ballot at the Annual Meeting of the Corporation. The nominee receiving a majority of votes cast shall be declared elected. The term 'majority' shall mean more than 50% of ballots cast. If no candidate receives a majority vote on the first ballot, a second ballot shall be held between the two candidates receiving the highest number of votes.
- 2.3.1 The President shall appoint two tellers, who along with the President, shall oversee balloting and ballot counting.
- 2.4 Vacancies
- 2.4.1 Any vacancies in the office of Director at Large shall be filled by appointment until the next annual election. The remaining members of the Board shall make that appointment. At the next annual election, the membership shall elect a Director at Large for the unexpired term, provided such vacancy shall not have occurred within ten days prior to such meeting.
- 2.4.2 Any vacancy of the Executive Committee officers shall be filled by the remaining Board members by appointment to serve the balance of the term.
- 2.5 A vacancy in office shall be created by death, resignation, or removal from office of the incumbent. Expulsion of a member vacates any office in the Corporation held by such member.
- 2.6 The corporation may have Delegates to attend any general Convention or Advisory Boards of the Fire Company Associations of which it is a member. Delegates shall be appointed by the Chief or EMS Captain.
- 2.7 No member of the Corporation shall hold more than one office in the eleven Board of Directors
- 2.8 The Board of Directors may remove from office any officer who shall neglect his/her duties, or shall be guilty of malfeasance in office. Any such removal shall be made only after charges are referred, and after the accused has had an opportunity to hear such charges and answer to it before the board. Removal from office occurs by a simple majority vote of the Board so long as a quorum is in attendance.
- 2.9 To be considered a candidate for the position of Chief, the candidate shall have a minimum of 5 years of firematic experience; with at least two of those years served with the Cowlesville Fire Company.
- 2.9.1 Three Assistant Chiefs, one Truck Captain, one Fire Police Captain, one Safety Officer, and one Training Officer shall be appointed by the Chief, subject to the approval of the Board of Directors. They may also be removed from office and replaced by the Board of Directors upon recommendation of the Chief.
- 2.10 Candidates for the office of EMS Captain shall be active EMS Squad members. Candidates must have held EMT-Basic certification for a minimum of three years; with a minimum of 2 of those years served with the Cowlesville Fire Company. EMT certification must be maintained by the elected EMS Captain for his/her tenure. Candidates shall be nominated by EMS Squad members and be elected at the general election for a (2) year term concurrent with that of the Fire Chief.
- 2.11 One EMS Lieutenant and one Ambulance Lieutenant may be appointed at the discretion of the EMS Captain, subject to approval by the Board of Directors. He or she may also be removed from office by the Board of Directors upon recommendation of the EMS Captain. EMS Lieutenant and Ambulance Lieutenant shall maintain certification level of CFR or higher for the duration of his/her appointment.

2.12 All elected positions shall assume duties on the first day of January following elections. The Board of Directors and all Officers shall take an oath of office at the Installation Banquet. On non-Installation Banquet years, the oath of office shall be administered during the January business meeting.

3. MEETINGS

3.1 The Annual Meeting of the Corporation shall be held on the First Monday in November for the election of Officers and other business as shall properly come before such meeting. The Board of Directors may call Special meetings of the Corporation upon three days communication to the membership and may refer to the membership for their determination such matters as they may deem necessary according to the Constitution and By-Laws of the Corporation.

3.2 Meetings of the Board of Directors shall be held as required. The first meeting is to be held within the first quarter.

4. DUTIES of the OFFICERS

4.1 The President

4.1.1 It shall be the duty of the President to preside at all meetings of the Corporation; to appoint all committees not otherwise provided for; to call special meetings as required by the Board of Directors or upon written request of Five members of the Corporation. He shall see that the Constitution and By-Laws are enforced. The President shall have no vote at any of the meetings of the Corporation unless there is a tie, when his vote shall decide the question. In the case of balloting on new members or in the election of officers, he/she shall be entitled to vote.

4.1.2 The president shall appoint three members of the Board of Directors each year to serve as an audit committee to review the fiscal records of the Corporation

4.2 The Vice President

4.2.1 It shall be the duty of the Vice President to assume the duties of the President, Secretary or Treasurer in the absence of same, and to assist the President as directed.

4.3 The Secretary

4.3.1 It shall be the duty of the Secretary to keep a correct list of members of the Corporation including address, E-mail, and telephone number. The secretary shall also take attendance at each meeting, keep a correct account and record of all proceedings and transactions of the Corporation at all meetings, to conduct all correspondence of the Corporation, to notify each member in writing, E-mail or by telephone of special meetings as directed, to issue annual membership cards upon payment of dues by members, to keep on file all papers, books and documents relating to corporate affairs, and to turn over all such items to his/her successor in office by the first regular meeting.

4.4 The Treasurer

4.4.1 It shall be the duty of the Treasurer to keep a true and correct account of all monies of the Corporation and maintain a bank account in the bank as directed by the Board of Directors; to pay all current bills for services and purchases as contracted for by the Corporation, including budgetary expenditures. Books of the Corporation shall be available for examination by auditing committee from the Board of Directors at all times. An annual audit shall be conducted of the treasurer's books. All account books and documents shall be properly turned over to his successor in office at installation. The treasurer shall be responsible for managing the annual budget process.

4.5 The Chief

- 4.5.1 The Chief shall have command of the Company at all fires or whenever they may be on duty. The Chief shall enforce a training program for all active firemen and shall be responsible for the general condition of apparatus and efficient operation of the Company. He shall designate members of the Fire Co. to test apparatus weekly and to assist him/her in the maintenance of the equipment. The Chief shall keep training, firematic and equipment records. The Chief shall also maintain personnel files of members.
- 4.5.2 The Suggested Operational Guidelines (SOG's) shall be maintained by the Chief and the Chief shall seek Board approval of changes he suggests to the SOG's.

4.6 Line Officers

- 4.6.1 The Line Officers shall assist the Chief in the performance of his duties and execute his commands. In the absence of the Chief, the Assistants will perform the duties of the Chief and shall have full authority and responsibility of the Chief, 1st, 2nd, and 3rd Assistants will take command in order of rank.

4.7 Board of Directors

- 4.7.1 The Board of Directors shall be the custodians of the Corporation, and shall see that necessary precautions are taken to prevent loss thereof and keep the same in readiness and properly equipped as advised by the Chief. The Board shall propose for the approval of the membership an Annual Budget for operation of the Corporation.

4.8 EMS Captain

- 4.8.1 EMS Captain shall coordinate activities of EMS Squad members at all rescue calls.
- 4.8.2 EMS Captain shall assess the need for mutual aid in rescue calls and advise the Fire Chief of the same. In absence of a Chief, the EMS captain shall call for Mutual Aid and Resources as required.
- 4.8.3 EMS Captain shall be responsible for the maintenance and purchase of all supplies proper to the ambulance.
- 4.8.4 EMS Captain shall schedule and run drills which familiarize squad and company members with the contents of the ambulance and of the procedures the b followed in all ambulance calls.
- 4.8.5 EMS Captain shall schedule certification courses and keep squad members informed of the status of their respective certification.

5. MEMBERSHIP

5.1 Election of Members

- 5.1.1 Persons desirous of becoming a member of the Corporation shall have attained the age of Sixteen (16) years. Any application must be proposed at a regular meeting of the Corporation and be signed by a member in good standing. Applications will be referred to an investigating committee for one month for a report at the following meeting. After the report of the investigating committee, the application will be submitted to the Membership by vote. A two-thirds majority vote shall be required for acceptance of the applicant. All applications must be accompanied \$4.00 initiation fee, plus current dues, which will be returned to the applicant if the applicant is not accepted for membership. A physical to commensurate with the level of membership applied for, arson background check and sex-offender registry check must be completed before an applicant can be given member status.

5.1.2 A new member will be given a probationary status for a six month period following completion of the prerequisites as defined in section 5.1.1. At the end of the six month probationary term, the investigative committee will review the performance of the prospective member and recommend to the Board approval or disapproval for extension of full membership. The Board of Directors shall vote to extend an offer of full membership, to extend the probationary period at the discretion of the Board, or to rescind membership of the probationary member. A probationary member is not eligible to vote on any business of the Corporation.

5.2 A person's membership dues must be paid in full and their membership must be in good standing as defined in the by-laws of the corporation for the member to retain the right to vote on any proposal at any meeting.

5.3 Any members wishing to resign must make a written application to that effect, to be presented at a regular meeting.

5.4 Expulsion

5.4.1 Any member may be expelled by a Two-Thirds vote of members present at a meeting, provided he/she has been served with a written notice of charges preferred, and with notice as provided in the By-Laws.

5.5 Suspension

5.5.1 Any member may be immediately suspended from duty and stripped of all rights of membership by the Board of Directors or Chief. The suspension shall last for a maximum period of 30 days, pending investigation by the Board of Directors. The Board shall then move toward reinstatement or expulsion as regulated in the By-Laws.

5.6 Any member separated for any reason must return Corporation property within 30 days of the date of separation.

6. DUTIES of the MEMBERS

6.1 It shall be the duty of all of the members of this Corporation to be familiar with the Constitution and By-Laws of this Corporation and to abide by the same at all times.

6.2 No member of the Corporation shall, without the authority of the Chief or Assistant Chief, remove from the Engine House any equipment or property of the Corporation, except in the case of a Fire or other Emergencies. Nor shall any member remove from the Hall any equipment or property of the Corporation without the permission of the President.

6.3 All members will abide by the Cowlesville Fire Company SOG's and all training requirements.

6.4 Members must maintain all certification and prerequisites to commensurate with their level of membership.

7. By-Laws and Constitutional Amendments

7.1 The corporation shall from time to time have the power to make such By-Laws and Amendments thereto for its government and regulation not inconsistent with its Charter and Constitution.

7.2 No part of this Constitution shall be repealed, amended, or suspended unless a proposal in writing, expressing in complete detail the intended change, has been submitted in writing to a regular meeting of the Corporation, and after majority vote of acceptance by such meeting it be submitted Article number and

Section number to the entire membership by individual communications with a notice of final vote of acceptance, to be held at the next regular meeting or special meeting called for that purpose. If it is approved by a Two-Thirds vote at such meeting, it shall be adopted. Voting on such changes shall be by ballot and the results recorded by the Secretary.

8. Corporate Indebtedness

8.1 The Corporation shall operate on an annual budget as proposed by the Board of Directors and approved by the membership. Budget Meeting is to be called or scheduled according to the By-Laws.

8.2 The Corporation shall not create indebtedness nor make any expenditure exceeding \$250.00, exclusive of budgetary items, except on the affirmative vote of two-thirds of the members present at a special meeting.



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Cowlesville Fire Company, Inc.
By-Laws

1. Membership

1.1 When voted to membership, the new member shall repeat the following obligation at the next regular meeting:

“I _____, solemnly promise that I will abide by the Constitution as adopted by the Cowlesville Volunteer Fire Company, Inc. and will obey all the By-Laws of the Company.

I also promise to obey my superior officers and to perform my duties assigned to me to the best of my ability, so help me God.”

1.2 Membership dues for non-life members shall be six dollars per year, payable to the treasurer at or before the March meeting. Each month after the February meeting, dues shall be assessed a one dollar (\$1.00) late fee. Any member whose dues are unpaid for one year shall not be entitled to vote at any meeting of the Corporation. Any member whose dues are not paid for one year shall be dropped from membership unless back dues and current dues are paid at or before the February meeting of the year following. Notice of dues assessment shall be sent out with notice of annual meeting, two (2) weeks prior to such meeting.

1.3 The membership shall be divided into Active Membership and Active Restricted Membership

1.3.1 Active Membership shall perform the full duties of volunteer firemen in accordance with current suggested Operational Guidelines, including service at fires, emergency relief service, Police patrol, attendance at meetings, inspections, fire drills, schools of instruction, conventions and fund raising activities.

1.3.1.1 Junior Members shall not vote at any meeting of the Corporation. Junior members are further restricted in their participation as set forth in the SOG's.

1.3.2 Active Restricted Members shall have the rights and privileges as active members, except they can not assume firematic duties nor can they hold any firematic office.

1.4 Any member who has maintained his/her membership for 25 consecutive years shall be entitled to dues-free membership, or any member who reaches the age of 60 years after service 10 years shall be entitled to Honorary Life Membership dues-free. This constitutes Life Membership.

1.5 Any member may request a leave of absence. Such request must be made in writing to the Board of Directors. Such leave shall not be granted for more than 2 years. Any member who is granted leave of absence must pay his dues yearly in advance. In the event of a member leaving for service in the armed Forces, he shall be automatically granted leave of absence, dues-free, for the duration of his service without loss of seniority, rights or privileges of an active fireman.

1.6 All members shall be governed by the Compensation Laws of the State of New York pertaining to volunteer firemen.

2. Meetings

2.1 Time, place and date of the regular monthly meeting of the Corporation for the coming year shall be set at each annual meeting.

2.1.1 Nominations will occur at the October monthly meeting, acceptances and declinations will occur at the October and November monthly meeting, elections will occur at the November monthly meeting.

2.2 Nine members of the Company present at a regular or special meeting shall constitute a quorum. Seven members of the Board of Directors present at a Board meeting shall constitute a quorum.

2.3 No business shall be transacted at a special meeting other than that for which it is called.

2.4 If a regular meeting falls on a holiday, it shall be postponed for one week.

2.5 Meeting of the Corporation shall be conducted under the Roberts Rule of Order

2.6 Order of business

1. Call to order and Pledge of Allegiance to the Flag
2. Roll Call (or silent Roll Call)
3. Reading and Approval of the minutes of the previous meeting
4. Secretary's Report
5. Treasurer's Report
6. Chief's Report
7. EMS Captain's Report
8. Fire Advisory
9. EMS Advisory
10. Report of the Standing Committees
 - a. Investigating Committee
 - b. Building and Grounds
 - c. Sick
 - d Fundraising
11. Unfinished Business, including report of Special Committees
12. New Business
13. Good of the Fire Company
14. Applications for Balloting for Membership. Resignations and Expulsion
15. Payment of Dues and Adjournment

3. Expulsions

3.1 Charges may be brought by any member of the Board of Directors. Board of Directors shall convene to hear the complaint. A majority vote of the Board acting as a Hearing Panel shall cause written charges to be drafted and sent to the member considered for expulsion or suspension. Notice shall state a meeting date for Hearing Panel to hear defense. If Hearing Panel decides by simple majority vote to move forward with charges, a second letter is sent to the member considered for expulsion or suspension stating that a vote of the general membership will be held.

3.2 The Company shall have power by a Two-Thirds vote of the members present at a regular meeting to remove from office or expel any of its members, provided the accused shall have been served with a written charge at least 10 days prior to the meeting, together with a notice that the charges will be considered at the meeting. Such notice shall be by registered mail. The charges shall be acted upon at the first regular meeting after the hearing panel decision. If the member so charged is not present after being duly notified, the charges shall be acted upon in the same manner as though he/she were present. The organization shall have full power to determine what shall constitute sufficient cause for expulsion. During the regular meeting vote, only facts presented at Hearing Panel may be considered. A representative of the Hearing Panel will present the findings. No other testimony or evidence will be presented. No discussion will be held prior to vote. Vote shall be taken by ballot.

3.3 A member expelled from the Company shall not be eligible for reinstatement.

4. Standing Committees

4.1 The president may appoint the following standing committees:

1. Building and grounds: To oversee the building and grounds, to recommend any improvements or repairs
2. Investigating Committee: To investigate and report on applicants for membership and make probationary recommendations to the Board. It shall consist of the President and Fire Chief.
3. Sick Committee: to report at meetings on illness of members, send cards and send condolences to the family.
4. Fundraising: To plan and coordinate activities with the intention of raising funds for The Company. The Fundraising Committee shall account for and maintain records of all financial activities relates to the fundraising efforts.

5. Liability for Damage

6.1 Every member of this Company may be held personally responsible for any damage caused by his or her own willful negligence.

6. Ladies Auxiliary

6.1 The Ladies Auxiliary of the Cowlesville Fire Company shall be self governed but shall in no way conflict with the objectives of the Fire Company

6.2 Officers or Delegates of the Ladies Auxiliary shall meet with the Executive Committee or Board of Directors of the Fire Company once a year as mutually agreed by both organizations. This meeting shall occur in the first quarter of each year.

6.3 The Fire Company shall obtain the names of current officers of the Ladies auxiliary immediately following their election.

7. Budget

7.1 The Budget for the fiscal year, December 1 through November 30. The budget shall be submitted to the membership for a vote at the December meeting. The Board of Directors is responsible for preparation of a yearly budget.

8. By-laws

8.1 The By-Laws of this Corporation may be amended by a majority vote of the members at any meeting of the Corporation, provided such amendment has been produced in writing and approved to be brought to vote at a regular preceding meeting of the Corporation.

