

**SONOMA COUNTY FIRE CHIEFS ASSOCIATION**  
**BY-LAWS**

**ARTICLE 1. – MEMBERSHIP**

Section 1.1. Regular (formally Active) membership shall be open to the fire chief, assistant chief, deputy chief or battalion chief of any firefighting agency or accredited fire academy located in Sonoma County. Membership shall only be granted upon recommendation of the Board of Directors.

Section 1.2. Associate membership shall be open to individuals who do business with the fire service or who represent a government agency other than the fire service.

Section 1.4. Honorary membership to this Organization shall be by two-thirds majority vote of the members present at any regular meeting of this Organization.

Section 1.5. Memberships shall be non-assessable.

**ARTICLE 2 – OFFICERS**

Section 2.1. The Officers of the Organization shall be as follows: President, Vice president, Secretary, Treasurer, and the immediate past President as Ex-Officio Officer (an advisory position with no official duties); they shall constitute the Board of Directors. At approval of the membership, the Treasurer may be an appointed position not holding membership providing he/she is bonded to safeguard the assets of the corporation.

Section 2.2a. Nomination of Officers. The nominating committee shall be appointed by the President at the opening of the November meeting of this Organization.

Section 2.2b. The Committee shall submit its recommendations to the floor no later than the December meeting.

Section 2.3. Election of Officers. Officers shall be elected to serve a term of one or two years at the discretion of the membership. Such elections shall be held no later than the December meeting of this Organization.

Section 2.4. Installation of Officers shall be made during the January meeting of this Organization.

**ARTICLE 3. – DUTIES OF THE OFFICERS**

Section 3.1. Duties of the President. The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board, supervise and control the affairs of the corporation. He/she will perform all duties incidental to his/her office and other duties as provided in these By-Laws or as prescribed by the Board of Directors.

Section 3.2. Duties of the Vice President. The Vice President shall perform all duties and exercise all powers of the President in his/her absence. The Vice President shall perform other such duties as prescribed by the Board of Directors including supervision of the Sonoma County Fire Chiefs Survivors Fund. In the event the office of the President is vacant for any cause, the Vice President shall automatically become the president, and complete the un-expired term as President.

Section 3.3. Duties of the Secretary. It shall be the duty of the Secretary to keep a true and faithful account of all meetings; to keep all records of whatsoever nature for the organization; he/she shall keep a list of the names of the members; he/she shall notify each member of an impending meeting and where and when the meeting is to be held. It shall be the duty of the Secretary to prepare all communications authorized to be sent by the organization or by the President.

Section 3.4 Duties of the Treasurer. It shall be the duty of the Treasurer to receive all dues, donations, and other moneys of the corporation and its sub-groups, and be his/her duty to sign all disbursements when authorized by the Board of Directors and report all fund balances in a report at the monthly meeting of the general membership. The Treasurer shall mail a notice of dues to all members no later than February 1, of each year, and to furnish to the President a list of delinquent members of record at the May meeting. This roster shall be issued to the membership with the minutes of the May meeting of the Organization.

Section 3.5. The officers of the corporation shall also serve as trustees of the Survivor's Endowment Fund established for the pose of providing *temporary* relief to the dependents of firefighters, EMS and emergency dispatch personnel of Sonoma County who expire, are injured or fall victim to a career ending illness while engaged in emergency mitigation activities or other related functions or expire from natural or accidental causes while a member of this fund. The officers shall provide recommendation(s) to the general membership as necessary to maintain the integrity and sustainability of the fund.

Section 3.6. The Right to Hold Office. Only regular members shall be eligible to hold any office in this Organization with the exception of the Treasurer if an appointed position.

Section 3.7. Vacancies in elective offices shall be filled for the remainder of the unexpired term by a majority vote of the membership.

Section 3.8. Compensation. Officers of the corporation shall serve without compensation.

**ARTICLE 4 – MEETINGS**

Section 4.1. Meetings shall occur regularly on the second Wednesday of each month at a time determined by the Board of Directors. The meeting day may be changed with the concurrence of a majority of the Directors in conjunction with proper notice given to the membership.

Section 4.2. Special meetings may be called by the President of the corporation or by a vote of the members holding not less than ten percent (10%) of the voting power of the corporation.

Section 4.3. The December meeting of the corporation shall be the Annual Meeting. In addition to regular business, the election of officers, selection of the location of the next twelve meetings and the annual report of the Sonoma County Fire Chief's Association Survivors Fund shall occur.

Section 4.4. The notice of the time and place of the meetings shall be delivered to each member electronically, personally or by mail at least seven (7) days prior to such meeting.

Section 4.5. Quorum. No business of this organization shall be conducted at any regular meeting unless there are five (5) regular members present. At least two (2) members of the Board of Directors shall be present at any regular meeting of the Organization.

Section 4.6. The first order of business after the call to order shall be the Pledge of Allegiance to the Flag of the United States of America.

Section 4.7. The right to vote, submit motions, second motions, or offer resolutions shall be confined to those persons holding regular membership.

Section 4.8. Regular, retired, associate, and honorary members may submit subjects for consideration to the membership or through the Board of Directors. All such members are expected to assist this Organization in whatever way possible in order to better our actions and make this association more responsive.

## **ARTICLE 5 – SUBGROUPS AND COMMITTEES**

Section 5.1. Subgroups of the Association may be organized for the purpose of providing for the specific needs of the membership and to serve the needs of the Sonoma County Fire Service such as, but not limited to; Fire Prevention, Operations, Training and Investigations. Each subgroup will establish their own By-Laws and rules as necessary for efficient operation. In the event a conflict should arise between this association and the subgroup, the By-Laws of the Chief's Association shall prevail.

Section 5.2. Committees shall be appointed by the president. All committee appointments shall be deemed to expire with the end of the term of the President that makes them. The President may at his/her discretion remove any committee member. The President may designate the Chairperson of all committees. If not selected by the President, the committee shall elect a Chairperson at its first meeting.

Section 5.3. Nominating Committee. Each November, the President shall appoint a Nomination committee to provide a slate of officers for election at the December meeting. The committee shall consist of two past Presidents of the corporation.

Section 5.4. Audit Committee. Each October, the President shall appoint an Audit Committee to review the financial records and transactions of the corporation including the Survivor's fund.

Section 5.5. Other Committees. The President may form other permanent and Ad-Hoc committees as the need arises. These committees shall be reviewed on a regular basis and may be extended or discontinued as determined by the President.

Section 5.6. Membership of Committees. Committees shall be composed of three (3) or more members as the appointing President may desire.

Section 5.7. Notification and Report. The President shall be advised of any committee meeting held during the previous month. When deemed necessary by the President, a full report shall be given to the membership.

Section 5.8. Records. Each committee shall select a secretary who shall keep a record of all the committee proceedings. The Chairperson shall forward all the committee minutes to the Secretary/Treasurer of the Organization for the General Minutes.

## **ARTICLE 6 – FUNDS**

Section 6.1. Soliciting for Funds. No members of the Organization shall solicit funds for the Organization.

Section 6.2. Funds may be accepted from donors for the purpose of conducting tests, research projects, or other work within the meaning and intent of the objectives of the Organization. It is expressly implied that no benefit shall be derived by donors, and no obligation is incurred by the Organization in accepting funds for any purpose whatsoever.

Section 6.3. In general, funds shall be derived from dues, donations, and other planned activities approved by the membership.

Section 6.4. Dues shall be payable to the Treasurer upon receipt of a dues notice and shall be considered delinquent if not received by the May meeting. Members found to be delinquent shall no longer be entitled to the privileges of the Organization. The Board of Directors is authorized to set dues and/or assessments and receive donations as necessary to maintain the solvency of the Organization and survivor's benefits.

Section 6.5. The Board of Directors shall establish specific funds for the purpose of conducting the corporation's business. Funds shall be received into and disbursed from the various funds as determined by the subgroups controlling a specific fund. The Board of Directors shall have ultimate control of all funds of the corporation. Designated funds shall not be encumbered unless specifically noted by the Board of Directors or these by-laws.

Section 6.6. The Board of Directors shall establish a specific fund for the management of the Sonoma County Survivor's Benefits. All monies in this fund shall be encumbered for the purpose of providing survivor's benefits as described in Article 7 of these by-laws. In the event of dissolution of this corporation, any remaining monies in the fund shall be donated to a non-profit organization as determined by a two-thirds (2/3) vote of those members present at a schedule meeting of the Organization.

**ARTICLE 7 – AWARDING OF SURVIVORS FUNDS BENEFITS**

Section 7.1. Upon unanimous vote of the Officers, a benefit of up to FIVE-THOUSAND DOLLARS, (5,000.00) or 5% of the value of the Survivors Endowment Fund (whichever is less) in cases where a member's passing is "in the line of duty" with their agency may be paid to the individuals immediate family. In the event of the expiration of more than one member for a given incident, the provisions of 7.5 shall also be followed. In the event of a conflict between these two provisions, 7.5 shall prevail.

Section 7.2. Upon unanimous vote of the Officers, a benefit of TWO-THOUSAND-FIVE-HUNDRED DOLLARS (\$2,500.00) or 2% of the value of the Survivors Endowment Fund (which-ever is less) in cases where a member's passing is the result of non-line-of-duty-death or related accidental causes, may be paid to the individuals immediate family. In the event of the expiration of more than one member for a given incident, the provisions of 7.5 shall also be followed. In the event of a conflict between these two provisions, 7.5 shall prevail.

Section 7.3. Upon unanimous vote of the Officers, a benefit of up to ONE-THOUSAND DOLLARS (\$1,000.00) or 1% of the value of the Survivors Endowment Fund (which-ever is less) to provide support or sympathy to any past or present members of a fire, law enforcement, EMS, dispatch agency or related association may be given to the individual, or the individuals immediate family, or in the care of their agency for situations deemed appropriate by the Trustees.

Section 7.4. Should benefits be payable to beneficiaries bereaved by unrelated incidents, the benefits shall be resolved separately on the basis of the date and time of the incident.

Section 7.5. Should benefits be payable to beneficiaries arising from the expiration of more than one participant due to the same incident, each participant shall participate equally without depleting the fund in excess of 60% of the Survivors Trust Fund available for benefits.

Section 7.6. A request for benefits may be submitted to any Officer of the Sonoma County Fire Chief's Association who shall communicate, validate and act upon the request within 48 hours of its receipt.

Section 7.7. In the event that the Officers are not able to provide a unanimous vote for the approval of a request, the requestor shall be notified within 48 hours of the request. The request shall then be placed on the agenda of the next regularly scheduled meeting of the Sonoma County Fire Chief's Association for a vote of the general membership. At that meeting, the officer(s) dissenting the request shall provide a written statement for their reason of their dissent to be read to the general membership before the vote. If upon the vote, a majority of the

members present approves the request, the Treasurer shall disburse the benefits within five (5) days after the approval is granted.

Section 7.8. Nothing in this policy shall be interpreted to take into consideration other benefits to which the beneficiaries may be entitled from any source other than the Sonoma County Fire Chiefs Association.

**ARTICLE 8 – RULES OF ORDER**

Section 8.1. The most current edition of Robert’s Rules of Order shall govern the conduct of this Organization, except when they are found to be inconsistent with these By-Laws.

**ARTICLE 9 – AMENDMENTS**

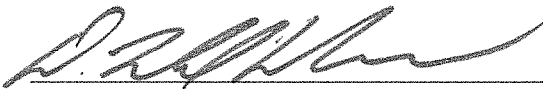
Section 9.1. These By-Laws may be amended or repealed and new By-Laws adopted upon recommendation of the Board of Directors with the approval of a majority of the membership present at any regular meeting, or by presentation of a resolution by any regular member, stating in detail the proposed amendment and adoption of the resolution by a majority of the membership present at any regular meeting. No amendment shall be adopted at the time of presentation, but shall be held over until the next regular meeting and circulated to all members in the minutes, at which time it shall be voted on.

KNOW BY ALL MEMBERS BY THESE PRESENTS:

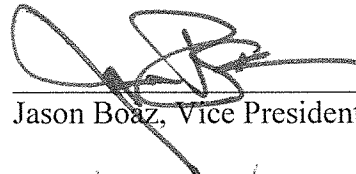
We, the undersigned being all the persons appointed in the Articles of Incorporation to act as the Directors of the Sonoma County Fire Chiefs Association Incorporated, hereby assent to the foregoing Bylaws and adopt the same as the Bylaws of said Corporation.

IN WITNESS WHEREUNTO, this date November 8, 2017

BOARD OF DIRECTORS



Todd Derum, President



Jason Boaz, Vice President



Randy Collins, Secretary



Hans Henneberque, Treasurer



Bill Braga, Past President