

# CONSTITUTION, BY-LAWS AND RULES OF ORDER

South Carolina State Association of Fire Chiefs



# CONSTITUTION

## ARTICLE 1 GENERAL

### SECTION 1 - NAME

This organization shall be known as the South Carolina State Association of Fire Chiefs, herein called the Association.

### SECTION 2 - MISSION

The mission of this organization is to provide leadership to career and volunteer fire service leaders, managers of emergency services organizations, persons interested in: saving life, protecting property, mitigating, and responding to all hazards that threaten the well-being of our neighbors throughout the State of South Carolina through vision, information, services and representation to enhance their professionalism and capabilities.

### SECTION 3 - PURPOSE AND OBJECTIVES

The Association's objectives will be to discuss and promote methods that offer efficiency and safety, inform members, legislators and the community about the need for and effects of legislation bearing upon the purposes of the Association, conduct and interpret research, develop surveys, cooperate with governmental, private, and not for profit organizations, and to develop, support, and participate in educational opportunities.

### SECTION 4 - COMPOSITION OF THE ASSOCIATION

This Association shall consist of members residing in the State of South Carolina and who are a Chief, Assistant Chief, Deputy Chief, Battalion Chief, Captain, County Fire Coordinators and Public Safety Directors.

### SECTION 5 - POWER TO VOTE

Each and every Regular Member in good standing and each Life Member shall be entitled to vote. The right to vote may not be delegated to any person.

### SECTION 6 - NEW MEMBER VOTING PRIVILEGES

Voting privileges shall accrue to voting members only upon enrollment of membership on the Association's official membership record, but in no circumstance less than fifteen {15} days after receipt of initial membership dues.

### SECTION 7 – DISSOLUTION OF ASSOCIATION

In the event of the dissolution of this Association, ownership of all assets owned by the Association shall be turned over to the South Carolina Firefighters Association Endowment Fund Foundation.

## ARTICLE II ELECTED OFFICERS

### SECTION 1- OFFICERS

The officers of this Association shall consist of a President, First Vice President, Second Vice President, and Third Vice President. These duly elected officers, along with the Immediate Past President, shall constitute the Executive Committee. The SC State Director of the Southeastern Association of Fire Chiefs shall be an ex-officio member of the Executive Committee.

### SECTION 2 - OFFICER ELIGIBILITY

Any member seeking election to the office of Third Vice President or SC State Director to the SEAFCA as specified in Article II Section 1 shall:

Be a regular member in good standing of the Association at the time of filing and upon installation.

In the event that a member vacates his/her position through retirement or other reason other than those outlined in Section 5 of this Article, while holding an elected office, the member may continue to hold said office until completion of the term.

The office of President shall be filled by elevation of the First Vice President, the Second Vice President shall move to the position of First Vice President and the Third Vice President shall move to the position of second vice president.

Unless defined in Article II, Section 4, the position of Third Vice President shall be elected each year at the annual meeting of the Association.

Any member considering seeking election to the office of Third Vice President shall make his or her intentions to run known, in writing, to the Executive Director of the Chiefs Association prior to, the third quarterly meeting of the year. The Executive Director shall read the intent letter to the membership at the first quarterly meeting of the year. Nominations shall only be accepted from the floor at the meeting prior to the vote if no candidate has made his/her intention known to seek the position at that time.

Any member considering seeking election to the office of SC State Director to the SEAFSC shall make his or her intentions to run known, in writing, to the Executive Director of the Chiefs Association prior to, the January meeting of the year and, the Executive Director shall read the intent letter to the membership at that meeting. This is the only time that this can be done and shall be called the "Official Intent to Hold Office Communication" for the State Director position. Nominations shall only be accepted from the floor at the meeting prior to the vote if no candidate has made his/her intention known to seek the position at that time. The South Carolina Director shall be selected by the Executive Committee.

The SC State Director of the Southeastern Association of Fire Chiefs shall be installed at the annual conference of the Southeastern Association of Fire Chiefs in June of the year he or she is elected to the position at the SEAFSC quarterly meeting.

### **SECTION 3 – TERMS OF OFFICE**

The term of office of the President shall be limited to one year unless completing the term of the prior president. The President shall not be elected to serve another successive term.

Third Vice President shall be elected by ballot for a term of one {1} year, at the end of that term he/she shall move to the next chair until he/she reaches the Past President's position.

The term of office of the SC State Director shall be for two years. The SC State Director may serve successive terms if he or she indicates the desire to do so and he or she meets all requirements for the position.

#### **SECTION 4 – DEATH, DISABILITY, RESIGNATION or REVOCATION**

In the event of death, disability, resignation or revocation of membership of the office of the President, First Vice President or Second Vice President, the vacant office shall be filled by the officeholder immediately in line to succeed the vacant position, and so through the Third Vice President; each to serve the balance of the unexpired term of office. The elected officers may succeed themselves after completing the unexpired term.

In the event of death, disability, resignation or revocation of membership of office of the Immediate Past President during the term of office, the President shall select any Past President of the Association in good standing to serve the balance of the unexpired term and duly appoint such person upon majority vote of the Executive Committee confirming the appointment.

In the event of death, disability, resignation or revocation of membership that leaves the office of Third Vice President vacant the President shall call for a special election to occur at the next quarterly meeting of the Association to fill the vacancy. Notice of the election shall be given in writing to members no less than thirty {30} days prior to said election. Any member wishing to run for the office of Third Vice President, who cannot attend the regular meeting, shall submit their intentions in writing to the Executive Director no later than ten {10} days prior to the meeting. Should the vacancy occur less than thirty (30) days prior to the date of the third quarterly meeting, the position shall remain vacant until elections are held at the Annual Conference.

In the event of death, disability, resignation or revocation of membership that leaves the office of SC State Director, the President shall call for a special election to occur at the next quarterly meeting of the Association to fill the vacancy. Notice of the election shall be given in writing to members no less than thirty {30} days prior to said election. Any member wishing to run for the office of SC State Director, who cannot attend the regular meeting, shall submit their intentions in writing to the Executive Director no later than ten {10} days prior to the meeting.

If no member seeks election through the process outlined in this section, the President shall select any Past President of the Association in good standing, who is willing to serve in the position of the Third Vice President or SC State Director for the remainder of the unexpired term. This person shall be duly appointed upon a majority vote of the Executive Committee confirming the appointment.

#### **SECTION 5 - REMOVAL FROM OFFICE**

In the event that an officer is convicted of a felony or malfeasance while holding office, that officer shall be deemed to have forfeited his/her office, and shall be removed from that office; provided that such removal shall not be effective unless and until the available evidence has been reviewed and a determination made by the board of directors; provided further that the board of directors shall meet within forty-five {45} days of the date of filing of any charges made upon an officer to deliberate the issue, declare its findings and take necessary action.

#### **SECTION 6 - EXECUTIVE DIRECTOR**

An Executive Director shall be employed by the Executive Committee and shall serve at the pleasure of the Executive Committee.

The duration of employment, salary, and conditions of employment shall be established by the Executive Committee and reviewed at the Annual Conference.

#### **SECTION 7 - VOTE**

Election to office in the Association shall be by plurality majority vote.

#### **SECTION 8 – SECRET BALLOT**

A call for a vote by secret ballot must be made in the following manner: A member in good standing must make a motion for a vote by secret ballot and the motion must be seconded by a member in good standing. In order for the motion to pass, there must be two-thirds of the members present voting in favor of said motion.

#### **SECTION 9 - BONDING OF OFFICERS**

The Executive Director and employees or officers authorized to receive and administer funds by the board of directors, shall be bonded by the Association in an amount approved by the board of directors.

#### **SECTION 10 – ASSOCIATION EXPENSES**

No officer or member of the association shall incur any expense in the name of the association without approval of the board of directors.

### **ARTICLE III MEMBERSHIP**

#### **SECTION 1 MEMBERSHIP**

The active membership of this Association shall consist of the Chief, Chief Officers, Captain, County Fire Coordinators, Public Safety Director and any Retired or Life Member of any regularly organized fire department (public or private) in the State of South Carolina.

#### **SECTION 2 - ASSOCIATE MEMBERSHIP**

Any individual who is a representative of a fire apparatus manufacturer, supplies distributor, or a Municipal, County, or State official may be eligible for membership in this Association as an Associate member. Associate Members shall not enjoy voting privileges.

The dues shall be determined by the Executive Committee and shall be approved by a  $\frac{3}{4}$  majority of the voting members present at the annual conference.

#### **SECTION 3 – LIFE MEMBERSHIP**

Life membership in the Association may be bestowed by vote of the membership at any annual conference or quarterly meeting provided written recommendation of such action has been presented at a previous meeting of the Executive Committee.

##### **Past President Life Membership**

A) Life membership shall be conferred upon all Past Presidents of the Association at the completion of his term as past president. A Life Member shall have all the privileges of membership in the Association and shall be allowed to make motions, vote, and to hold office. He or she shall be exempted from pay dues.

#### **SECTION 4 – HONORARY MEMBERSHIP**

Honorary Membership in the Association may be bestowed by vote of the membership at any annual conference, provided written recommendation of such action has been presented at a previous meeting of the Executive Committee.

An Honorary Member shall have none of the obligations of membership in the Association.

#### **SECTION 5 - RESIGNATION / RETIREMENT**

Any individual member of this Association, who is in good standing, and resigns or retires from the fire service, may retain his or her membership in this Association after a review of the Executive Committee. If, after review by the Executive Committee of the facts of the case, any individual member of this Association who is terminated or forced to resign from the fire service for reasons of immoral acts, criminal acts, or any action that would cause the Association embarrassment the individual shall not be able to retain his or her membership in this Association.

Should an individual member of this Association holding Elected Office in this Association resign from employment, be terminated from employment, retire from employment or in the case of a Volunteer Officer be beaten at an election said individual shall remain in Office as long as he passes the review procedure of Section 2. If the Executive Board after review finds no cause for the individual member to step down from office said individual will remain a member in good standing.

### **ARTICLE IV - ANNUAL CONFERENCE**

#### **SECTION 1 – ANNUAL CONFERENCE**

The annual conference of the Association shall be held at such time and place, in each and every year, as the Executive Committee may select.

Failure to hold any annual conference of the Association as specified by this Constitution shall in no way be deemed as dissolution of the Association.

### **ARTICLE V - MEETINGS**

#### **SECTION 1 – SPECIAL MEETINGS**

Special meetings may be called by the President, or by a majority vote of the Executive Committee, provided that written notice of said meeting and the purpose thereof shall be mailed to each member of the Association at least fifteen {15} days prior to the holding thereof.

#### **SECTION 2 – EXECUTIVE COMMITTEE MEETINGS**

The Executive Committee shall meet at such time and place as a majority thereof shall determine, or upon call of the President.

## **ARTICLE VI - COMMITTEES**

### **SECTION 1 – BOARD OF TRUSTEES**

The Executive Committee shall constitute a Board of Trustees for the purpose of handling the funds of the Association.

### **SECTION 2 - COMMITTEES**

#### **A. PERMANENT COMMITTEES**

In addition to those committees provided for in this Constitution the following permanent committees are established, whose members shall be appointed from the membership ranks for staggered three (3) year terms by

The President with the approval of the Board of Directors. Such appointments shall begin August 1. Committee vacancies shall be immediately filled by the President.

- i Constitution and By-laws Committee
- ii. Election Committee
- iii. Audit Committee

#### **B. CONSTITUTION AND BY-LAW COMMITTEE**

The Constitution and By-Laws Committee shall consist of three {3} committee members appointed by the Association President with the approval of the Board of Directors. The committee members shall select a chair person from the members of the committee.

The Committee shall meet at least annually to initiate and/or review proposed changes to the Association Constitution and By-Laws that have been submitted in a form prescribed by the Constitution and By-Laws Committee, and report on the changes to the Board of Directors. The committee shall report any proposed changes to the membership.

#### **C. ELECTION COMMITTEE**

The Elections Committee shall consist of three {3} committee members appointed by the Association President with the approval of the Board of Directors. The committee shall administer the election process set forth in Section III of the By-Laws, and shall administer all on-site conference elections and conduct all balloting. The committee members shall select a chair person for the committee.

#### **D. AUDIT COMMITTEE**

The Audit Committee of the South Carolina Fire Chiefs Association shall consist of three {3} committee members appointed by the Association President with the approval of the Board of Directors and be established to ensure the finances of the Association are protected from un-authorized use, abuse, fraud or other actions that are not in the best interest of the Association and the membership.

The Audit Committee shall be authorized to inspect the financial records of the Association at any time with reasonable notice to the Executive Director and the President.

All financial records of the Association shall be available for review and inspection by the Audit Committee. The Executive Director and the President shall cooperate with the audit committee's reasonable request to examine the financial records. The Audit Committee shall be authorized to solicit information, both written and verbal, from the Executive Director, Executive Board Members, Members, Vendors or Financial Institutions concerning the financial records and expenditures of the Association with reasonable notice.

The Audit Committee shall at a minimum, annually inspect the financial records of the Association and issue a written report of the committee's findings to the Executive Director and the Board of Directors. The Audit Committee reports shall be available for inspection by the general membership.

The Audit Committee shall be governed by the established written financial policies, procedures and Association By-Laws in reviewing the financial records of the Association.

### **SECTION 3 -COMMITTEES AND COMMITTEE MEMBERSHIP**

Committee chairs and members shall be appointed by the President with the approval of the Executive Committee. All members are eligible for such committee appointments and all members are entitled to vote as members on such committees.

### **SECTION 4 -STANDING EXPECTATIONS OF COMMITTEE MEMBERS**

Appointed representatives of the SCFCA are expected to:

- A. Demonstrate professional conduct at all times that brings credibility to the Association and its membership.
- B. Accept and act upon extemporaneous or ad hoc direction from the Association Board in a timely manner and with the same credence afforded the direction received herein.
- C. Reflect adherence in their actions to these By-Laws and Association policies and resolutions.

### **SECTION 5 -PARTICIPATION AND REPORTING REQUIREMENTS**

Each permanent committee shall submit a report of activities at the annual membership meeting of the Association. Additionally, appointees to committees or task groups will maintain regular contact with and ensure that a written briefing is submitted, preferably electronically, to the Executive Director.

### **SECTION 6 -INITIAL AND ANNUAL REVIEW OF APPOINTMENT DOCUMENT**

Initially, upon commencement of an appointment and prior to each year of service on a committee, appointees will review and collectively recommend changes to the appointment documents to ensure they accurately reflect the scope and requirements of the committee positions. All proposed changes will be submitted to the appropriate board liaison who will forward to the full board for consideration.



### **SECTION 7 - UNUSUAL EVENT REPORTING AND REVIEW**

In the event of unusual circumstances or significant emergent issues, the appointee will immediately contact the Board Liaison, the Association President and Executive Director. In the unlikely event of conflict or disagreement between the appointees' actions or chosen approaches and written directives from the Association, the matter should be brought to the immediate attention of the Association Executive Director and/or President for review by the full Board at the earliest opportunity.

### **SECTION 3 - COMMITTEES**

The Executive Committee shall appoint the following committees:

Membership Committee  
Legislative Committee  
Fire School Committee  
Resolutions Committee  
Public Fire Safety Education Committee  
Awards Committee  
Planning and Goals Committee  
Any other special committee as may be deemed necessary.

## **ARTICLE VII - AMENDMENTS**

### **SECTION 1 - AMENDMENTS**

This Constitution, as well as the By-laws of this Association, may be amended by a two-thirds vote of the members present and eligible to vote at any annual conference of the Association provided said amendment(s) have been submitted in writing to the members of the Association at least fifteen {15} days prior to such annual conference.

Nothing contained in the preceding section shall prevent the Association in conference regularly assembled from altering, amending, or revising any part of the Constitution upon four-fifths majority of the members entitled to vote and present and voting; provided however, that notice of such action shall be given in writing and printed copies made available to all active members present at least forty-eight (48) hours previous to the time when such proposed alterations, amendments, or revisions shall be read in open conference when first presented. Amendments with less than forty-eight {48} hours notice shall be referred to the Executive Committee for their consideration and recommendation to the next annual conference.

# BY-LAWS

## ARTICLE I - DUTIES OF OFFICERS

### SECTION I - DUTIES OF THE ELECTED OFFICERS

The duties of the elected officers are as follows:

#### **THE PRESIDENT SHALL:**

- A. Be official representative and spokesperson for the association.
- B. Serve as chair of the Executive Committee.
- C. Preside at meetings of the association, meetings of the board of directors, and at the annual membership meeting and shall conduct association business in accordance with its constitution and by-laws.
- D. Prepare the agenda for association Executive Committee and Board of Directors meetings.
- E. Insure that all committees, work groups or task forces operate according to the constitution and by-laws and association policies.
- F. Name additional committees, work groups, or task forces and appoint their chairs for the term of office to accomplish the goals and objectives of the association.
- G. Call a special meeting of the Board of Directors when so requested by a majority of the Board of Directors or whenever the president determines necessary. At least five {5} days notification shall be given for the special meeting with the reason for the special meeting stated, except when the president determines that an unusual emergency exists.
- J. Facilitate the process for strategic and business plan reviews and revisions.
- K. Provide support and direction to the board and executive director.
- L. Execute documents and contracts as directed by the board of directors on behalf of the Association.
- M. Perform all other duties and/or responsibilities required by this office as established by the bylaws and/or the board of directors.

#### **THE FIRST VICE PRESIDENT SHALL:**

- A. In the absence or inability of the president to perform all the duties of the office shall assume the duties of the President.

Assist the President in conducting the business and polices of the association.

Assist in the facilitation of strategic and business plan reviews and revisions.

Provide support and direction to the Executive Director. Perform such other duties as are prescribed by the Executive Committee.

**THE SECOND VICE-PRESIDENT SHALL:**

In the absence or inability of the President and First Vice President to perform all the duties of their office, the Second Vice-President shall assume the duties of the President and/or first vice president. Assist the President and First Vice President in every way possible to fulfill their President's duties. Provide support and direction to the Executive Director.

Perform such other duties as prescribed by the Executive Committee. In addition to all other duties required by the President, the First and Second Vice Presidents shall perform such other duties as may be required of them by majority vote of the association in conference assembled or by policy direction of the Board of Directors.

**THE THIRD VICE-PRESIDENT SHALL:**

In the absence or inability of the President, First Vice President and Second Vice President to perform all the duties of their office, the Third Vice-President shall assume the duties of the President and/or first vice president.

Assist the President, First Vice President, and Second Vice President in every way possible to fulfill their president's duties.

Provide support and direction to the Executive Director.

Perform such other duties as prescribed by the Executive Committee.

In addition to all other duties required by the President, the First, Second, and Third Vice Presidents shall perform such other duties as may be required of them by majority vote of the association in conference assembled or by policy direction of the Board of Directors.

**SECTION 2 - DUTIES OF THE EXECUTIVE COMMITTEE THE**

**EXECUTIVE COMMITTEE SHALL:**

- A. Hire an Executive Director who shall be subject to removal from office, at any time, by a majority vote of the board.
- B. Have general charge of the affairs of the association.
- C. Review the work of the association at the Board of Directors meetings and develop association policy for operations.

- D. Create and maintain a strategic plan to provide for continuity and the general direction of the association.
- E. Approve, adopt, change or amend all budgets as recommended by the Executive Director and the Executive Committee.
- F. Establish the date and place of the annual conference of the **association and have the dates** and place of the annual conference published on the official website of the association at least one hundred and eighty (180) days prior to the opening date of the conference.
- G. Establish the registration fee for the annual conference.
- H. Hold special meetings called by the President upon request of a majority of the members of the Board of Directors.
- J. Act as a liaison between the association and represented jurisdictions on issues of mutual interest and/or concern to fire and emergency services.
- K. Provide reports and information pertinent to the association at the annual membership meeting. **SECTION 4-DUTIES OF**

**THE EXECUTIVE DIRECTOR THE EXECUTIVE DIRECTOR SHALL:**

- A. Be responsible for the supervision, management and maintenance of the association business office and the conduct and administration of all business of the association subject to the policies and direction established by the Executive Committee.
- B. Submit a monthly report to each member of the Board of Directors covering the activities of the association business office, including a statement of revenues and disbursements compared with the approved budget.
- C. Prepare an annual budget.
- D. Keep complete and true records of the meetings of the board of directors, executive committee, and appointed committees. Submit a report of the actions taken at meetings of the Board and Executive committees to all members of the Board of Directors not later than thirty (30) days after said meeting.
  - E. Maintain a policy manual for guidance of all officers and committees.
  - F. Report at the annual conference on the activities and state of the association.
- G. Support, administer and maintain the policies established by the Board of Directors and represent the association

and speak in its name according to the policies established by the Board of Directors.

- H. Expend or authorize the expenditure of any funds for the normal operation of the association as provided for in the budget.
- I. Supervise the collection and disbursement of all funds in accordance with the by-laws of the association and the policies established by the board of directors.
- J. Deposit all monies of the association in an insured and guaranteed chartered bank, trust company or building and loan association which are insured by the Federal Deposit Insurance Corporation or purchase other United States or Canadian securities or obligations, notes, bills, bonds or other insured evidence of indebtedness.
- K. Be responsible for the custody of all assets of the association with the advice of the board of directors.
- L. Prepare a financial report, including a detail of revenues and disbursements and make a presentation at the annual conference.
- M. Publish the annual audit report and distribute it to the members.
- N. Coordinate and execute the annual conference with the help of the host department, conference committee, and Board of Directors' liaison.

#### **SECTION 5- CHAPLAIN**

It shall be the duty of The President to appoint a Chaplain with the approval of the Board of Directors. If a Chaplain is appointed, the Board may authorize the payment of expenses that are equal to that which are covered for other members of the Board.

The Chaplain shall attend meetings of the Association to present the invocation, and conducting of memorial services for deceased members. The Chaplain shall have all the same privileges as any other member. He or she shall be reimbursed for all duly authorized expenses incurred by him or her in the performance of these duties, as authorized by the Executive Committee.

#### **SECTION 6 – RECORDS**

All officers shall deliver all records of their office to their successors.

## **ARTICLE II**

### **SECTION 1- DUES**

Changes in the Dues structure shall be voted on at the Annual Conference and approved by at least a  $\frac{3}{4}$  majority of the voting members present at the annual conference.

Annual dues shall be due by the first day of July. There shall be a 90 day grace period after the first day of July after which a member will be dropped from the roles of the Association, and shall lose continuity. Dues shall be current to enjoy voting privileges at any annual conference or meeting of this Association.

### **SECTION 2 – FISCAL YEAR**

The fiscal year shall be that period between October 1 and September 30 of each and every year.

## **ARTICLE III - GENERAL**

### **SECTION 1 – RULES OF ORDER**

For the rules of orderly administration, Roberts Rules of Order shall be the Authority for all meetings and conferences.

### **SECTION 2 – CONDUCT**

Any individual, who at any time fails to act in an appropriate manner, upon charges brought against him or her before the Association in writing, shall be expelled from said Association by a majority vote of the membership present who are qualified to vote.

Any officer, who at any time fails to act in an appropriate manner, upon charges brought against him before the Association in writing, shall be removed from office of said Association by a majority vote of the membership present at any regular meeting of the Association

AMENDED: June 11, 2014