

## *Constitution and By Laws*

### **ARTICLE I – NAME**

#### **Section 1. Name of Corporation.**

The name of this Corporation is:

**NEW YORK STATE FIRE MARSHALS AND INSPECTORS ASSOCIATION, INC.**

#### **Section 2. Incorporation.**

Pursuant to the State of New York Department of State a certificate of incorporation of the New York State Fire Marshals and Inspectors Association, Inc. was filed with the Secretary of State on September 12, 2011.

### **ARTICLE II – PURPOSE**

The purpose of this Corporation shall be:

1. To disseminate information to its members to enable them to better interpret laws and to better perform their services as Fire Marshals and Fire Inspectors in their respective localities.
2. To inform the Fire Marshals and Fire Inspectors of new procedures of enforcement, new methods of construction or use of new products or materials available to the fire service.
3. To elevate the position of Fire Marshal or Fire Inspector to a level commensurate with the responsibilities and obligations placed upon them.
4. To act as a responsible authority on matters effecting Fire Marshals and Fire Inspectors in general.
5. To maintain good fellowship and mutual understanding among its members and to foster cooperation
6. To promote the affairs of the association which contribute towards its perpetuity.
7. To promote the interest of and lend support to the activities of other affected organizations.

The methods of achieving the purposes of this Corporation shall be:

1. By being a chapter of the International Fire Marshals Association. (*Amended 10/84, 10/03*)
2. By conducting an Educational Conference annually in one of the major cities within the geographical area of the Fire Marshals Association. Such school shall cover subjects of interest to Code Enforcement Officials. The presentations shall be made by persons selected by the association as being specially qualified to enlighten the membership on selected subjects.
3. By distributing to membership such pertinent information and such publications as is deemed appropriate to assist them in carrying out their official duties.
4. By the collection of annual dues.
5. By establishment of a fund to promote the education and status of persons selected for training in the fire inspection field. This would also include persons who would attend code development hearings on the Association's behalf.
6. By causing the publication of the existence and activities of this association in periodicals of other allied organizations.
7. By conducting two meetings each year; an Annual Meeting and a Business Meeting at dates and locations specified in the By-Laws.



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8. By such other means as the membership of the Board may from time to time determine this is not inconsistent with the expressed purposes of this association.

## **ARTICLE III – MEMBERSHIP**

### **Section 1. Active Membership.**

Active membership shall be restricted to Code Enforcement Officials who are actively engaged in an official capacity within a governmental department, bureau or agency engaged in the business of enforcement, administration, formulation or ordinance relating to the inspection of buildings and other structures.

### **Section 2. Associate Membership.**

Associate membership shall be restricted to former active members who are no longer eligible for active membership and to public officials other than building officials.

### **Section 3. Cooperating Membership.**

Cooperating membership shall be restricted to architects, engineers and representatives of non-profit technical and professional organizations which are interested in building codes, fire codes and fire safety construction standards.

### **Section 4. Participating Membership.**

Participating memberships shall principally include representatives of manufacturers, contractors, financial institutions, insurance companies and other persons or firms similarly engaged in the fire safety industry.

### **Section 5. Honorary Membership.**

Honorary membership may be conferred upon individuals of distinction who have rendered outstanding services in the furtherance of the purposes and objectives of this Corporation. Such membership shall be conferred by a majority vote of the active members present at the annual Meeting of the Corporation. Nominations for such membership shall be made to the Executive Board and their approval obtained before said nominations are brought before the membership for a vote. Active members in good standing who are elected to honorary status shall retain all privileges of active membership.

## **ARTICLE IV - OFFICERS**

### **Section 1. Officers.**

The officers of the Corporation shall consist of a President, Vice President, Secretary/Treasurer, Executive Secretary, and Immediate Past President.

### **Section 2. Change of Membership Status.**

Any officer whose membership status changes during their term of office shall continue in such official capacity for the remainder of their term with the consent of the Executive Board, but they shall not be re-nominated for office by the nominating committee, nor shall they hold future office in the corporation unless their status reverts to that of an Active Member.

### **Section 3. President.**

The president shall preside at all meetings of the Corporation and of the Executive Board. The president shall appoint all committees including the chairperson thereof except as hereinafter provided and shall perform such other duties as may be required by the Executive Board or by these By-Laws.

#### **Section 4. Vice President.**

The Vice President shall perform the duties of the President during the Presidents absence or disability and shall perform such other duties as may be required by the president or by the Executive Board.

#### **Section 5. Secretary/Treasurer**

The Secretary/Treasurer shall keep the minutes and records of all meetings of the Corporation and Executive Board and shall conduct the correspondence thereof as directed by the President or by the Executive Board. The Secretary/Treasurer will also collect membership dues and update the membership list on a regular basis. The Secretary/Treasurer shall receive and administer the funds of the Corporation in accordance with the provisions of these By- Laws. If so directed, the Secretary/Treasurer shall furnish the Corporation with a Surety Bond, expense of which shall be borne by the Corporation. The face value of such bond is to be determined by the Executive Board.

#### **Section 6. Executive Secretary.**

The Executive Secretary may be appointed at the pleasure of the President and shall perform the duties of the Secretary during the Secretary's absence or disability and shall perform such other duties as may be required by the President or the Executive Board.

#### **Section 7. Immediate Past President.**

The Immediate Past President shall perform such duties as may be required by the President or by the Executive Board. Duties shall include completing ongoing projects and represent the association as directed by the President.

#### **Section 8. Eligibility and Qualifications for Office.**

- (a) The qualifications for a person to be nominated to hold office in the corporation are:
- \* must be 21 years of age,
  - \* an active member in good standing for the previous twelve (12) months prior to the annual meeting.
- (b) There shall be no limitation placed on any duly elected officer of the corporation relative to the maximum number of terms that an officer may be elected.

#### **Section 9. Other Duties.**

All of the Officers shall perform such other duties as may be prescribed by the Executive Board or by the President or by these by-laws.

#### **Section 10. Removal.**

- (a) Any officer may be removed from office by the Executive Board. Any such proceeding shall require a hearing at a regular or special meeting of the Board. Prior notice of such hearing shall be transmitted to all Board members in accordance with Article V, Section 5.
- (b) An officer may then be removed from office by a two-thirds (2/3) vote of the members of the Executive Board in attendance at the hearing.

#### **Section 11. Vacancies.**

A vacancy in any office except the presidency may be filled by appointment by the President for the remainder of the unexpired term. A vacancy in the Presidency shall be filled by the Vice President.

#### **Section 12. Executive Board**

All current officers and all Past Presidents are members of the Executive Board.

## **ARTICLE V-MEETINGS**

### **Section 1. Meetings.**

There shall be two meetings of the association as provided in the Constitution. In order to transact business at any meeting of the association at least ten members shall be present.

### **Section 2. Annual Meeting.**

The annual meeting shall be held in conjunction with the annual Educational Conference.

### **Section 3. Annual Spring Business Meeting**

The annual spring business meeting shall be held in conjunction with the New York State Fire Chief's Annual Conference.

### **Section 4. Order of Business**

1. Pledge
2. Attendance of Officers
3. Minutes
4. Correspondence read and disposed of bills
5. Report of Officers
6. Report of Committees

(At this time written reports will be submitted to the Secretary after being read by the committee chairman or representative of the committee chairman.)

7. Old business
8. New business
9. Adjournment

### **Section 5. Special Meetings.**

Special meetings of the Corporation may also be called by filing a written request with the Secretary, with a copy to the President, signed by at least thirty (30) active members in good standing. The Secretary shall establish a time and place within the geographical boundaries of the State of New York for such meeting with notice to the members in good standing within thirty (30) days prior to said meeting.

## **ARTICLE VI - DUES**

### **Section 1. Annual Scale of Dues**

- (a) The annual scale of dues for membership in this Corporation shall be for membership classes as listed below. The annual membership fee for each class shall be as determined from time to time by a Resolution of the Executive Board. Dues are to be set by the Executive Board at the Annual Business Meeting of a given year and are to be effective the following calendar year.
- (b) Membership classes: Active Member, Associate Member, Cooperating Member, Participating Member, Honorary Member.



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## **Section 2. Payment of Dues.**

Dues shall become payable by February 28 for the calendar year January 1st to December 31st.

## **Section 3. Default in Payment.**

Any person who defaults in payment of the minimum annual dues by the Spring Meeting shall not thereafter be considered in good standing, and no voting privileges will be extended at that meeting or until their dues are paid in full.

## **Section 4. Payment Exemptions.**

All current officers of the association shall be exempt from annual association dues. Past Presidents of the association approved by the NYSFMIA Executive Board shall be exempt from association dues for lifetime.

## **Article VII. Committees.**

### **Section 1. Conference Committee**

The President shall appoint annually an active member of the Corporation as Chairperson of the Conference Committee, who shall select additional members to serve. The Conference Committee shall make all arrangements for the annual meeting of the Corporation subject to the approval of the Executive Board.

### **Section 2. Nominating & Election Committee**

(a) The president shall appoint a Nominating & Election committee. The President shall pick a chairman, who in turn will choose a committee if necessary.

The committee shall have the responsibility for the handling of all election procedures, including but not limited to the following: the distribution of election notice, receipt of and verification of eligibility all candidates, the preparation of ballots. The verification and the counting of all ballots, the security and custody of all ballots, until the ballots a presented to the Executive Board at its next meeting or within 90 days said election after has taken place to the Secretary of the corporation.

(b) The election committee shall meet on a call of the chairperson to review the eligibility of candidates in compliance with Article IV, Section 10.

(d) The committee will notify the Executive Board 30 days prior to the annual meeting names of all candidates who are eligible for office and the positions which the candidate is seeking. The names of the eligible candidates will post on the website.

(e) Election shall be by ballot if there is a contest, or the Secretary may cast one ballot for the slate nominated if there is no contest. The Committee shall prepare an official ballot for distribution at the annual meeting. The security of said ballots shall be held in the custody of the chairman or his/her said designee.

(f) The election of officers will take place at the annual meeting in accordance with dates set forth in Article V, Section 2.

(g) The terms of office for all officers shall commence on January 1<sup>st</sup> of the following year of the election and will expire at midnight on December 31<sup>st</sup> of the same year. Each officer shall serve in a respective office for a term of one (1) year or until a successor has been duly elected and has affirmed the oath of office. The Secretary/Treasurer shall serve for a term of two (2) years.



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## **Section 3. Ways and Means Committee.**

There shall be a Ways and Means Committee consisting of the Treasurer, who shall serve as Chairperson, and two other Active Members appointed by the President. The Committee shall prepare an annual expenditure guide in the form of a budget for submission to the Executive Board and shall make such other recommendations to the Board at any meeting of the Board, as they deem fit to do so, relative to the expenditure of funds or to limitations on the expenditure of funds.

## **Section 4. Additional Committees.**

Additional committees may be appointed by the President or by the Executive Board whenever such committees are deemed advisable in carrying on the work of the Corporation. The active members, by a majority vote at any annual or special meeting may direct the President to appoint additional committees that are in the interests of the Corporation.

## **Article VIII. By-Laws**

### **Section 1. Effective Date**

These By-Laws shall take effect following their adoption at the annual meeting in 2015, and as otherwise provided by these By-Laws.

### **Section 2. Amendments.**

- (a) These By-Laws may be amended at any annual or special meetings of the Corporation, by a three fourths (3/4) vote of the voting members present, provided that a quorum is present. Notice of any proposed amendment shall be mailed to the membership no less than thirty (30) days prior to the date of such meeting, or otherwise disseminated to the membership in a manner comparable to the Secretary's notification, as may be approved by the Executive Board. Notice of proposed change shall consist of Selection No. Of Article No. And verbatim quote of contents of such section indicating matter sought to be eliminated contained within opening and closing parentheses and new matter to be substituted to be underlined. It is hereby established that it is considered unnecessary to publish the entire constitution and by- laws in order to affect a routine amendment.
- (b) Changes may be made to any proposed amendments on the floor of the meeting without further notice by a three-quarter (3/4) vote of the voting members presents, provided a quorum is present.

## **ARTICLE IX**

There shall be nothing within this set of By Laws to conflict with New York State law.

## **ARTICLE X – International Fire Marshals Association Chapter Membership**

*(Added 10/84, Amended 10/03)*

### **Section 1. Application.**

This association shall apply for and if accepted, maintain Chapter membership in the International Fire Marshals Association.

### **Section 2. Membership**

- (a) **Chapter Member:** Any member of the NYSFMA who a member or associate member of the International Fire Marshals Association is.
- (b) **Chapter Affiliate Member:** Any member meeting the qualifications of the International Fire Marshals Association membership, but not a member of the International Fire Marshals Association.
- (c) **Chapter Affiliate Associate Member:** Any member meeting the qualifications of Associate membership of the International Fire Marshals Association, but not a member of the International Fire Marshals Association (Amended 10/03).

### **Section 5. Chapter Representative (Amended 10/03)**

- (a) This association shall elect from the membership, at least each three (3) years, a Chapter representative who will represent the Chapter at regular International Fire Marshals Association meetings. The chapter representative shall meet the chapter membership qualifications and may be a chapter officer. The chapter representative shall be a member of the International Fire Marshals Association. When chapter representative is unable to attend International Fire Marshals Association meetings, the NYSFMA Executive Board may designate an alternate to carry out those duties.
- (b) Chapter Representative Duties:
  - (1) Chapter representative shall be responsible for all required reports of this Article.
  - (2) The chapter representative shall be responsible for review of chapter membership and the issuance of membership cards.

### **Section 6. Reports. (Amended 10/03)**

The chapter representative shall submit to the International Fire Marshals Association, Executive Secretary, prior to February 1<sup>st</sup> of each year, the following reports:

- (a) Financial (on forms provided)
- (b) Membership and Dues (on forms provided)
- (c) Regular meeting minutes
- (d) Chapter activities
- (e) Other reports as requested





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## **Section 7. Chapter Identification and Letterhead. (Amended 10/03)**

(a) Letterheads of chapter stationery shall continue to carry the name and logo of the New York State Fire Marshals and Inspectors Association; however, the following shall also be included:

- (1) Chapter number
- (2) International Fire Marshals Association
- (3) International Fire Marshals Association logo
- (4) Geographical location

## **Section 8. Chapter Review. (Amended 10/03)**

The International Fire Marshals Association Executive Committee shall review the chapter's reports and activities at least annually. The Executive Committee may suspend or terminate chapter charter for cause or may place the chapter on a probation status. A report of the chapter shall be presented at the International Fire Marshals Association's annual meeting by the Review Committee of the International Fire Marshals Association

## **Section 9. Chapter Constitution and By-Laws (Amended 10/03)**

The Constitution and By-Laws shall be approved by the Chapter Review Committee, the Executive Committee of the International Fire Marshals Association, and the Board of Directors of the National Fire Protection Association.

The New York State Fire Marshals and Inspectors Association and the elected officers of this organization shall no way hold the International Fire Marshals Association or the National Fire Protection Association liable for any financial obligations or responsibilities incurred by the New York State Fire Marshals and Inspectors Association.

The New York State Fire Marshals and Inspectors Association shall not be held liable for any financial obligations or responsibilities incurred by the International Fire Marshals Association or the National Fire Protection Association.

Insofar as matters involving the chapter are concerned, this Article shall prevail over any other provisions of the Constitution or By-Laws.



## *Constitution and By-Laws*

### APPENDIX "A"

#### RESOLUTION ON PRESIDENTIAL EXPENDITURES

That the President of the New York State Fire Marshals & Inspectors Association, shall be allowed reimbursement by NYSFMA for expenses in connection with travelling to and from and while attending meetings that are within the interests of the New York State Fire Marshals & Inspectors Association, subject to the following conditions:

- (a) That this Resolution intends to reimburse the President with the limitations as set forth herein, for out-of-pocket expenses associated with trips to NYSFMA meetings, or to Albany to attend legislation meetings on bills of interest to the NYSFMA membership, or similar endeavors.
- (b) That reimbursement to the President is not to be made by any governmental agency or other sponsoring organization for the expenses or part thereof that are claimed by the President under this Resolution.
- (c) That no reimbursement shall be permitted for attending any meeting within ten (10) miles of the President's residence, with the singular exception of Registration Fees that may be required.
- (d) That the locale of such a meeting be within the boundaries of the State of New York, unless otherwise specifically approved by the Ways and Means committee at least thirty (30) days in advance of the meeting date or dates, and then only under unusual circumstances.
- (e) That the President shall be reimbursed for such of the above expenses up to a maximum annual allotment as determined by resolution of the Executive Board.
- (f) In addition to the above mentioned limitations, the President shall be reimbursed for any reasonable reimbursed expenses incurred for any special meetings attended, that are first approved by the Executive Board and are held within the boundaries of New York State or in the continental United States for the purpose of attending the International Code Council Annual Business Meeting and other similar functions that are in the best interests of the corporation.
- (g) The President shall file any such claim within ten (10) days of the dates the expenses were incurred, submitting same to the Chairperson of the Ways and Means Committee for approval. The Committee Chairperson shall approve all reasonable items that may have been incurred by the President alone, but not for anyone accompanying the President.

The Committee Chairperson shall have the right to approve only that part of a claim that is reasonable for the trip and task undertaken. The Committee Chairperson will then forward the claim with their approval or conditional approval indicated thereon to the Treasurer for payment. In exercising authority, the Committee Chairperson is also bound by the limitations as set forth herein.

- (h) That this Resolution also includes other officers of NYSFMA as well, and within the limitations as set forth herein. If an officer other than the President, whether or not on behalf of the President attends such meetings and anticipates receiving full or partial reimbursement under this Resolution, they shall first obtain at least the verbal approval of the President to do so prior to attending the meeting, so that the President will be aware that some of the President's yearly allocation is to be used by another person. When that person files their claim, it must first be sent to the President, who shall endorse an approval or conditional approval thereon before sending it to the Ways and Means Committee Chairperson. From then onward, the procedure outlined in item (g) above is to be followed.

Adopted 10/15/81  
Amended 10/13/82  
Amended 10/12/83  
Amended 10/17/84  
Amended 10/14/93

Amended 1/02/02  
Amended 10/1/03  
Amended 10/20/08  
Amended 10/1/14  
Amended 10/1/15