1 IDAHO FIRE CHIEF'S ASSOCIATION

2 CONSTITUTION AND BY-LAWS

3 Revised May 3, 2007 at Lewiston, ID

4 Amended May 13, 2010 at Post Falls, ID

5 Amended May 10, 2012 at Boise, ID

6 Amended April 22, 2016 at Sun Valley, ID

7

8

9 **CONSTITUTION**

10

11 **ARTICLE I**

12

13 **NAME AND PURPOSE OF THE ASSOCIATION**

14

15 **SECTION 1. Name.** This association shall be known as the Idaho Fire Chief's

16 Association, Inc., also referred to hereafter as the IFCA.

17

18 **SECTION 2. Organizational composition.** The IFCA was established in June 1969. It

19 is an incorporated entity in the state of Idaho and is registered with the IRS as a

20 501(c)4non-profit organization. It is governed by a Board of Directors, hereafter referred

21 to as the Board, The Board of Directors consists of an Executive Board (the Officers)

22 and District Directors.. The IFCA’s Officers and Directors are elected from those eligible

23 to hold office from within the IFCA’s membership.

24

25 **SECTION 3. Mission and Vision statements.** The mission and vision statements of

26 the IFCA, as of January, 2007, are as follows:

27

28 Our **MISSION** is to provide and enhance leadership to career and volunteer emergency

29 services in Idaho.

30

31 Our **VISION** is to improve career and volunteer emergency services in the state of Idaho

32 through leadership, collaboration, education, safety, information and representation.

33

34 **SECTION 4. Purpose.** The purpose of the association is to cooperatively pursue and

35 achieve the following ideals for the common good of a majority of its members and the

36 public they serve:

37

38 A. To provide leadership and communication that will further the advancement of

39 the career, combination and volunteer fire and EMS services throughout the state

40 of Idaho, with an emphasis on the health and safety of all firefighters;

41

42 B. To advocate and promote the protection of life and property from fire, natural and

43 man-made disaster, medical or other sudden emergencies.

44

45 C. To bring together, the membership annually to conduct business of the

46 association, induct elected officers, discuss ways and means for the betterment

47 of fire and EMS services, to receive mission-oriented training and to promote a

48 bond of friendship and understanding among the leadership and members of the

49 fire and EMS services in the state of Idaho;

50

1 D. To conduct research, analysis and studies of critical issues and problems that

2 are, or could, affect the fire and EMS services at the local, state or federal level

3 and to develop ideas and action plans accordingly;

4

5 E. To encourage and share ideas, information, knowledge and experiences in areas

6 affecting the fire and EMS services among our members;

7

8 F. To encourage and develop public education in fire prevention for the preservation

9 of human life and protection of property and material resources from destruction

10 by fire;

11

12 G. To cooperate with all allied or interested organizations to promote programs that

13 further the goals and objectives of the fire service;

14

15 H. To support and encourage fire service participation in the delivery of pre-hospital

16 emergency care and medical services at various proficiency levels to relieve

17 human suffering and trauma;

18

19 I. To promote the development of the fire and EMS services through a

20 comprehensive program of education, public relations, political action, prevention

21 and research;

22

23 J. To monitor, propose, and advocate for or defend against legislation at all levels

24 of government to assure the best interests of the majority of member fire and

25 EMS services are served and that such legislation will better enable the saving of

26 lives and protection of property.

27

28 **ARTICLE II**

29

30 **MEMBERSHIP**

31

32 **SECTION 1. Membership, general.** Regular membership in the IFCA is intended

33 primarily for chief officers (crossed bugles) who are active members from a career,

34 combination or volunteer fire and/or fire-EMS service or agency whose area of

35 jurisdiction is within the state of Idaho. Other classes of membership are offered in

36 several categories for Associate, Life, Honorary, Divisional or Department as described

37 below.

38

39 **SECTION 2. Categories of Membership.** The IFCA shall have the following categories

40 of membership:

41

42 **A. Regular Member**

43

44 Eligibility:

45

46 1. Must be an active member of any fire or fire-EMS department or agency

47 whose area of jurisdiction is within the state of Idaho.

48

49 2. Job responsibility must include:

50

1

2

3

4

5

6 Privileges:

7

a. A chief or administrator who oversees the operations of any career, combination or volunteer fire or fire-EMS department and all chief officers (crossed bugles) of any public, private, governmental or industrial fire or fire-EMS department.

8 1. May hold elected office if eligibility requirements are met

9

10 2. Eligible for appointment to serve on IFCA Committees.

11

12 3. May provide input on all IFCA business matters which may be brought to

13 the general membership.

14

15 4. May vote for the election of officers per Article III Section 6 of the

16 Constitution.

17

18 5. May vote on IFCA business per Article 1, Section 6D of the Bylaws.

19

20 6. Receive member communications from the IFCA.

21

22

23 **B. Associate Member (single)** or **Associate Membership (group)**

24

25 Eligibility:

26

27 1. Any individual, business or firm interested in the IFCA’s mission and

28 vision or whom provide products or services to the members of the IFCA;

29 and

30

31 2. Is or are otherwise not eligible for Regular membership.

32

33 3. Other fire, EMS or emergency service professional organizations or

34 associations.

35

36 Privileges:

37

38 1. May participate in events and activities of the IFCA but may not hold

39 office or vote on IFCA business or election of officers.

40

41 2. Eligible to serve on any IFCA committee.

42

43 3. Receives member communications from the IFCA.

44

45

46 **C. Life Member** and **Honorary Member**

47

48 Eligibility:

49

1 1. Life Member. Past-President of the IFCA; and/or IFCA member for ten

2 (10) consecutive years immediately preceding retirement or honorable

3 separation from service; and/or

4

5 2. Not eligible for Regular or Associate membership.

6

7 3. Honorary Member. Anyone recommended and approved by a super

8 majority consensus (67%) of the Board, or, anyone recommended and

9 voted upon by a super majority consensus (67%) of the voting

10 Membership. This would typically be someone who has rendered

11 outstanding, exceptional or conspicuous service to the IFCA, its aims and

12 purposes.

13

14 Privileges:

15

16 1. Waiver of dues to the IFCA.

17

18 2. Fifty percent (50%) discount conference registration fee to the IFCA

19 annual conference.

20

21 3. Receives all IFCA member communications.

22

23 4. Eligible to serve on all IFCA committees.

24

25

26 D. **Divisions** and **Division Membership (Division Member)**

27

28 The IFCA Board may authorize the establishment, continuation of, or dissolution

29 of specialized divisions within the IFCA. Divisions are intended to carry out

30 detailed activities in specialized or specific fire and EMS service fields. A Division

31 may be created and formed upon request of a group of members who can

32 substantiate and justify its need and whose purpose is consistent with the goals

33 and objectives of the IFCA. Proposals for the creation of a division shall be

34 submitted to the Board at least sixty (60) days prior to the IFCA annual

35 conference.

36

37 1. Divisions may be organized and developed under their own written

38 operating protocols, provided they are not in conflict with the guidelines

39 and parameters of the IFCA’s Constitution and By-Laws. Division

40 operating protocols shall first be approved by the Division’s Membership

41 and shall then be submitted to the IFCA Board for further review and

42 approval.

43

44 2. Divisions shall be under the ultimate jurisdiction of the IFCA Board.

45 Presidents of each division shall report to and be fully accountable to the

46 IFCA Board. The IFCA President may appoint an IFCA Board member to

47 serve as a liaison to each or any Division.

48

49 3. Anyone with an interest in a division’s purpose and guidelines may hold

50 a Division Membership.

51

1

2 4. Committees may be established within each division by Division Boards,

3 as needed or required, to conduct division business. Committees shall be

4 under the jurisdiction of, and responsible to, the division, but with

5 oversight from the IFCA Board. Members of committees shall be

6 members of that division.

7

8 5. Divisions shall not be financially independent of the IFCA. Divisions shall

9 submit for review and consideration any financial requests to the IFCA

10 Board for approval. All division expenditures must be authorized in

11 advance by the IFCA Vice-President of Operations.

12

13 6. All division sponsored activities and programs requiring any funding are

14 expected to be self-supporting. All Division sponsored activities and

15 programs that may present a financial liability to the IFCA shall be

16 coordinated in advance, with the Vice-President of Operations

17

18

19 E. **All-Volunteer Fire or EMS Department Memberships.** All-volunteer fire or

20 EMS departments with twenty (20) or fewer members may apply for a

21 Volunteer Fire or EMS Department membership. Such application shall be

22 submitted to the appropriate district director on an IFCA Membership

23 Application form. If approved by the district director such memberships

24 require no dues.

25

26 F. **Master Membership for IFCA Board Members.** Those persons serving on

27 the IFCA’s Board of Directors are provided “Master Memberships” at the

28 Regular Member annual due cost. This is to encourage Board members to

29 participate as voting members in each IFCA Division, as they so choose, and

30 as a benefit for volunteering their time to serve on the Board.

31

32

33 **ARTICLE III**

34

35 **BOARD OF DIRECTORS**

36

37 **SECTION 1. Composition of the Board.** The Board of Directors shall be comprised of

38 two components: the Executive Board and District Directors. The Executive Board and

39 District Directors shall be voting members of the Board.

40

41 **SECTION 2. Executive Board.** The Executive Board shall be composed of the

42 following positions: President, Vice-President, Vice-President of Operations, State

43 Vice-President to Western Fire Chiefs Association, and the Immediate Past President.

44 The chain-of-succession to the Chair is in the order shown.

45

46 **SECTION 3. District Directors.** There shall be seven (7) District Directors on the

47 Board, one from each of the seven (7) IFCA districts. Each District Director and

48 Alternate District Director shall be from an agency headquartered within the

49 geographic district that he/she would represent as Director or Alternate Director.

1 District Directors shall be elected as specified in the Constitution, Article III,

2 Section 6.

3

4 **SECTION 4. District Director Alternates.** Each person serving as a District Director

5 shall appoint and identify a District Director Alternate who shall have full powers to

6 represent the District Director in their absence (See Article IV, Section 2, F.).

7

8 **SECTION 5. Eligibility.** Any eligible member of the IFCA seeking election to any of the

9 elective offices specified in this article shall, on the day of election, and thereafter while

10 in office, be a Regular member in good standing of the IFCA.

11

12 **SECTION 6. Election of Officers and Directors.** The President, Vice-President, Vice-

13 President of Operations, and State Vice-President to Western Fire Chiefs Association

14 shall each be elected by voting members per Article II Section 2.A.5 of the Bylaws..

15 **(***Amendment 15-08 draft April 30, 2015)* There shall be seven (7) District Directors

16 on the Board, one from each of the seven (7) IFCA districts. These seven

17 (7) District Directors will be voted on only by those members of the IFCA from

18 within that particular district. The eligible voting members from those seven (7)

19 Districts shall be members of IFCA in good standing.

20

21

22 **SECTION 7. Terms of Office.**

23

24 A. **Executive Board.** The Executive Board (Officers) consists of the President,

25 Vice-President, Vice-President of Operations, and State Vice-President to

26 Western Fire Chiefs Association. Each shall each hold office for two (2) years

27 until re-elected or successors have been elected and sworn in. The President

28 and State Vice-President to the Western Fire Chiefs Association shall be elected

29 in odd numbered years and the Vice-President and Vice-President of Operations

30 shall be elected in even numbered years.

31

32 B. **District Directors.** The District Directors shall serve a two (2) year term, being

33 elected on a rotating schedule, with their successors being chosen on odd and

34 even years with District 1, 3, 5 and 7 being elected on odd numbered years, and

35 Districts 2, 4, and 6 being elected on even numbered years.

36

37 C. **Immediate Past President.** The Immediate Past President is a member of the

38 Executive Board for one year after leaving office as President.

39

40

41 **SECTION 8. Vacancies and Resignations.** For the position of President,

42 Vice-President, Vice-President of Operations, and State Vice-President to Western Fire

43 Chiefs Association; any of whom ceases to be eligible as a Regular IFCA member, upon

44 two-thirds approval from the Board, be allowed to continue in office until expiration of

45 their term. In the event of a vacancy occurring on the Executive Board, the next officer in

46 line, or an officer of the Board’s choosing, shall immediately be directed by the Board to

47 assume all the duties and authorities of the vacant office. An acting officer, to replace the

48 one filling the vacancy, shall be appointed by the Board. Vacancies of District Directors

49 may be filled by the District Director Alternate, with their agreement, and/or may be

50 appointed by the President.

1

2

3 **ARTICLE IV**

4

5 **DUTIES OF THE BOARD OF DIRECTORS**

6

7 **SECTION 1. Duties of the Board of Directors.**

8

9 The Board of Directors is solely responsible and expressly authorized by their election to

10 their positions by the membership for the leadership, control and operation of the

11 Association. The IFCA Board of Directors reserves the right to outsource all or specific

12 portions of association business to independent contractors as may be necessary.

13

14

15 A. The Board of Directors shall review the work of the IFCA at all Board of Directors

16 meetings and shall regularly inform the membership of the work of the IFCA

17 through various communication mediums.

18

19 B. The Board of Directors shall regularly review and approve the Operating Policies

20 and Procedures and Budget of the Association, and call for an independent

21 outside audit of the corporate financial records as necessary.

22

23 C. Have the authority to conduct all business of the Association during the interim

24 between annual meetings. Such actions may be reviewed and overturned by the

25 Membership by a majority vote of all eligible members per By-Laws Article I,

26 Section 6.D.

27

28 D. The Board of Directors shall develop policy for the goals, objectives and

29 operation. The IFCA board shall use the strategic planning process to aid in the

30 development of its goals. That process shall involve the voluntary participation

31 and involvement of the IFCA membership.

32

33 E. Designate an Executive Director for the Association, and approve the

34 management contract for Him/Her. The Board of Directors shall determine the

35 Scope of Work for the Executive Director and shall monitor his/her actions

36 regularly to ensure appropriate performance.

37

38 F. The Board of Directors have been extended Division memberships in all IFCA

39 Divisions to encourage the Board’s involvement in those divisions to the extent

40 they are able to do so.

41

42 G. All IFCA Board members and District Director Alternates shall maintain their

43 membership requirements for Regular membership in the IFCA throughout the

44 duration of their Board term.

45

46

47 **SECTION 2. Duties of Officers.** All officers shall follow guidelines as adopted herein

48 and as may be revised by the IFCA Board as circumstances or need may dictate.

49

50 A. The **President** shall:

51

1 1. Be the official representative and spokesperson for the IFCA.

2

3 2. Preside at meetings of the IFCA and at meetings of the Board.

4

5 3. Appoint committees as needed or not otherwise provided for and make

6 special appointments of persons on committees or other positions as may

7 be needed.

8

9 4. Perform other such duties as may be required of their office or by the

10 Board.

11

12 5. Provide leadership and guidance to carry-out and maintain the Strategic

13 Plan of the IFCA.

14

15 6. Monitor the performance of the Divisions and Committees and mentor

16 their leaders in their duties.

17

18 B. The **Vice-President** shall:

19

20 1. Assume the duties and responsibilities of the President in the absence or

21 inability of the President to perform the duties of the office.

22

23 2. Assist the President in conducting the annual conference, meetings,

24 business and polices of the IFCA.

25

26 3. Assist the President and Vice-President of Operations in managing the

27 organizations finances and in the development of the annual budget and

28 strategic plan.

29

30 4. Perform such other duties as are prescribed by the President or Board.

31

32 C. The **Vice-President of Operations** shall:

33

34

35 1. Supervise the collection and disbursement of all funds.

36

37 2. Shall administer the IFCA’s Financial Policy.

38

39 3. Disbursements shall be made in accordance with the Financial Policy of

40 the IFCA.

41

42 4. Report to the Board and membership at the annual meeting on the

43 financial condition of the IFCA, including a financial statement prepared

44 by the Executive Director.

45

46 5. Work in coordination with the Executive Director to prepare and provide a

47 budget for the next calendar year for the IFCA.

48

49

50 6. Provide direct oversight of the Executive Director’s management of the

51 business of the association and its finances.

1

2 D. The **State Vice-President to the Western Fire Chiefs Association** shall:

3

4 1. Serve as liaison and State Director from the IFCA to the Western Fire

5 Chiefs Association.

6

7 2. Participate on the Board of Directors of both the Western Fire Chiefs

8 Association and the IFCA.

9

10 3. Communicate pertinent fire service issues, legislation, events and

11 activities within Idaho to and from the Western Fire Chiefs Association.

12

13 4. Prepare and submit activity reports to the IFCA Board and members.

14

15 5. Serve on the IFCA membership committee.

16

17 6. Keep the members of the IFCA notified of Western Fire Chief's

18 Association activities.

19

20 7. Coordinate special projects and assignments for the IFCA as assigned by

21 the Board or President.

22

23 **SECTION 3. Duties of District Directors.** All District Directors shall follow guidelines

24 as adopted herein and as may be revised by the IFCA Board as circumstances or need

25 may dictate.

26

27 A. The **District Directors** shall:

28

29 1. District Directors shall serve as the IFCA’s local point-of-contact for all

30 members within their particular district.

31

32 2. District Directors shall make regular contact with the IFCA members

33 within their district for the purpose of communication on IFCA matters.

34

35 3. District Directors shall forward information promptly on any fire service

36 related activities including deaths, LODD’s, serious injuries, major

37 incidents, dismissals, new hires, retirements, celebrations, etc. to the

38 Executive Director.

39

40 4. District Directors shall make reports at Board meetings on their

41 activities in their District on behalf of the IFCA.

42

43 5. District Directors serve as District Directors under the terms and

44 provisions of the “Idaho Fire Service Resource Response Plan

45 (IFSRRP)” to maintain and coordinate that plan at their district level.

46 (Reference IFSRRP Appendix B – Key position Checklist for District

47 Director.).

48

49

50 B. **District Director Alternates**:

51

1 1. There shall be designated alternates, one for each District

2 Director, selected by the District Director from IFCA members within

3 their district. These alternates shall have full authority to discharge

4 the duties as director in the event said Director is unavailable or

5 unable to do so, should they become incapacitated and are unable to

6 fulfill their term of office or responsibilities as Director. Alternates shall

7 attend all board meetings whenever possible so they are abreast of

8 the issues and capable of voting in the absence of the District

9 Director.

10

11 2. The District Director shall “pre-qualify” any District Director

12 Alternate prior to submitting that person’s name to the Board by

13 having that person’s consent to serve and ensuring they are a current

14 ,IFCA member from within their district.

15

16 **SECTION 3. Duties of the Executive Director.** The Executive Director shall:

17

18 1. Keep records of all proceedings and records of business activities.

19

20 2. Keep a record of the membership with current member contact

21 information.

22

23 3. Be responsible for the custody of all the assets of the IFCA and

24 exercise responsible control of same adhering to the IFCA’s Financial

25 Policy.

26

27 4. Deposit all monies of the IFCA in a chartered bank or recognized

28 financial institution in the name of the IFCA.

29

30 5. Disperse funds of the IFCA under the supervision of the Vice-President of

31 Operations

32

33 6. Disbursements shall be made in accordance with the Financial

34 Policy of the IFCA.

35

36 7. Be bonded in an amount approved by the Board and shall be periodically

37 revised as needed.

38

39 8. Prepare a report to the Board and membership at the annual meeting on the

40 financial condition of the IFCA, including a prior year-end financial statement

41

42 9. Work in coordination with the Vice-President of Operations to prepare and

43 provide a budget for the next calendar year for the IFCA.

44

45 10. Maintain the IFCA website and coordinate the use of same.

46

47 11. Conduct and manage the annual Elections process under supervision by

48 board members not up for election that year.

49

50 12. The Executive Director shall have authority to manage the business of the

51 association and its finances contingent on direction from the Board of Directors.

1 The Executive Director shall be directly responsible to and serve at the pleasure

2 of the Board of Directors, with direct oversight by the Vice-President of

3 Operations.

4

5

6

7 **ARTICLE V**

8

9 **MEETINGS AND CONFERENCES**

10

11 **SECTION 1. Annual Meeting.** There shall be an Annual Meeting of the IFCA

12 membership at a date, time and location approved by the Board and announced at least

13 thirty (30) days prior to such meeting. The annual meeting shall typically be held in

14 conjunction with the Annual Conference. The purpose of this meeting is to review and

15 discuss IFCA business, to present reports on the IFCA’s activities, and to vote on any

16 pertinent IFCA business. The membership in attendance at the annual meeting shall

17 constitute a quorum for the purpose of conducting business.

18

19 **SECTION 2. Board of Director Meetings.** The IFCA Board shall meet at least twice

20 annually, one of those times being in or around the Annual Meeting and Conference.

21 The IFCA Board shall also meet in the Fall of each year, typically at the venue of the

22 following year’s Annual Meeting and Conference. The Board may also convene to meet

23 on special occasions, circumstances or issues at any time when so requested by the

24 President, either in person or through the use of technology.

25

26 **SECTION 3. Division Meetings.** All IFCA Divisions are required to hold at least one

27 annual business meeting to review and discuss division business, to present reports on

28 the division’s activities, to conduct the election of divisional Board members and to vote

29 on any pertinent division business. Minutes or notes of this meeting shall be forwarded

30 to the Executive Director within thirty (30) days of the meeting.

31

32 **SECTION 4. Committee Meetings.** All committees, Standing and Ad Hoc, shall be led

33 by a Committee Chair appointed by the President and confirmed by the board..

34 Committees may meet and conduct business in whatever manner best suits its

35 members’ capabilities (email, teleconference or in-person). Committee chairs are

36 responsible for their committees and for keeping the Board informed of their efforts. (See

37 By-Laws, Article II for more information.)

38

39 **SECTION 5. Annual Conference.**

40

41 A. Purpose. Per Section 1, the IFCA shall hold an Annual Meeting of the

42 membership which is typically held during the IFCA’s Annual Conference. The

43 Annual Conference is a multi-day gathering of the membership for the annual

44 meeting, for training and for networking opportunities; but an annual conference,

45 in and of itself, is not mandated.

46

47 B. Location. The Annual Conference shall be located in venues which are capable,

48 willing and able to accommodate our conference needs.

49

50 C. Date. The Annual Conference is typically held the first week of May, however,

51 the Board may choose whatever date best suits the needs of the IFCA.

1

2 D. Host. Each venue will have a host agency (or group of agencies) who are IFCA

3 members who will serve as the “local” point-of-contact. Host agencies are

4 responsible for working with the Executive Director, the Board and the

5 Conference Committee.

6

7

8 ~~E.~~ Funding: The Board shall approve the annual registration fees. The conference

9 shall be a self-supporting (break-even) event to the extent possible. No one

10 except the President or Executive Director may sign or enter into a contract in

11 relation to the conference on behalf of the IFCA.

12

13 **SECTION 6. Division Conferences.** Divisions may hold their own conferences but they

14 must be self-supporting and must be coordinated at least six months in advance with

15 approval of the Board through the Executive Director. No one except the President or

16 Executive Director may sign or enter into a contract in relation to any conference on

17 behalf of the IFCA.

18

19

20 **BY-LAWS**

21

22 **ARTICLE I**

23

24 **GENERAL PROCEDURES**

25

26 **SECTION 1. Dues.** The dues for all members of the IFCA, shall be as identified in

27 Appendix A – Dues and Revenue. Dues are assessed annually and are for the calendar

28 year. Memberships expire on December 31 of each year until dues are received for the

29 following year. Dues increases may only be approved upon an affirmative vote of 2/3 of

30 the eligible IFCA membership with thirty (30) days advance notice required.

31

32 **SECTION 2. Fiscal liabilities.** No individual shall incur any expenses or fiscal liabilities

33 in the name of the IFCA without the knowledge and approval of the Board; except for the

34 Vice-President of Operations or the Executive Director who are specifically permitted to

35 do so in the course of carrying out IFCA business, and in such case all expenditures not

36 consistent with the Operating Policies and Procedures and the approved budget must be

37 approved first by the Board of Directors.

38

39 **SECTION 3. Fiscal year.** The fiscal year of the IFCA shall be a calendar year and shall

40 extend from the 1st day of January through the 31st day of December.

41

42 **SECTION 4. Voting restriction.** No member, while in arrears for dues and/or failing to

43 pay the Annual Conference registration fee shall be entitled to vote or have any of the

44 other privileges enjoyed by members whose membership dues and conference

45 registration fees are paid-in-full. Any dues in arrear or conference registration fees must

46 be paid-in-full in order to be able to vote.

47

48 **SECTION 5. Complimentary Annual Conference Registrations.** Certain guests of

49 the IFCA’s Board including invited speakers, distinguished visitors and dignitaries shall

1 be provided “complimentary” conference registrations and other reasonable paid

2 expenses, upon approval of the President.

3

4 **SECTION 6. ASSOCIATION BUSINESS.**

5 The IFCA’s Board is charged with conducting all business of the association throughout

6 the year. A simple majority of the Board is necessary to enact or authorize actions of the

7 association. Board members are accountable to their constituents and as such their

8 voting record for all business shall be maintained in the minutes of the event and made

9 public to the membership. Prior to casting their vote Board members, whenever

10 possible, should poll their respective districts to gain an understanding on their districts

11 position.

12

13 A. **Resolutions.** All resolutions which are to be considered at the annual meeting

14 shall be presented, or communicated in writing (mail, fax or email) to the

15 Chairman of the Elections Committee not later than thirty (30) days prior to the

16 annual meeting. Resolutions shall include the signature of the Regular member

17 submitting it, and the name of the department or organization with which that

18 member is affiliated. The Elections Committee or Board may also prepare and

19 submit resolutions they determine are appropriate for consideration by the

20 membership. Such resolutions must be circulated to the Board no later than two

21 weeks before the date of the annual business meeting. Resolutions may be

22 proposed throughout the year and approved by the board after a 30-day

23 comment period. In such cases where a majority of the membership do not

24 agree with the board’s decision they may act to withdraw the resolution per

25 Bylaws Article I Section 6.D.

26

27 B. **Adoption of Constitution and By-Laws.** These Constitution and By-Laws were

28 adopted at the annual meeting held in Lewiston on, May 3, 2007 as shown in the

29 minutes of the annual meeting of the IFCA.

30

31 C. **Amending or revising the Constitution and By-Laws.** The IFCA shall have full

32 power at an annual meeting to amend or revis this Constitution and By-Laws,

33 providing appropriate notice of such proposed amendment or revision shall have

34 been given to the Regular members at least thirty (30) days prior to the annual

35 meeting.

36

37

38 A two-thirds (2/3) affirmative vote of eligible members, who are present and voting, shall

39 be necessary for the adoption of any such amendment or revision.

40

41 In certain circumstances of an urgent or emergency nature, the Board may, “temporarily”

42 amend or revise a specific section or aspect of the Constitution or By-Laws, if done so

43 with unanimous consent of the Board and for the primary benefit of the IFCA and its

44 members. That specific section would remain “temporarily” amended or revised until the

45 next following annual meeting where the action can be voted upon by the membership

46 as a whole.

47

48

49

50

1 **ARTICLE II**

2

3 **COMMITTEES**

4

5 **SECTION 1. Standing Committees.** The following Standing committees are

6 established, whose chairperson and members shall hold office until replaced, or

7 changed, by the Board, who shall reconfirm or make new appointments at the first

8 meeting of the Board following an election of Board members.

9

10

11 A. Finance Committee

12 B. Constitution and By-Laws Committee

13 C. Elections Committee

14 D. Conference Committee

15 E. Membership Committee

16 F. Legislative Committee

17

18 **SECTION 2. Ad Hoc Committees**. The President may appoint special (Ad Hoc)

19 committees should it be necessary or useful to do so.

20

21 **SECTION 3. Reports Due.** Each Standing and Ad Hoc committee shall be responsible

22 for submitting a report of their activities at the annual meeting.

23

24 **ARTICLE III**

25

26 **ELECTIONS**

27 **SECTION 1. Principles**

28 A. **Equality of Access Principle:** All Regular members of the IFCA should enjoy

29 equal and optimum access to the election of association officers and their District

30 Director including voting on other association matters as provided in the C&BL’s.

31 To help facilitate this principle the IFCA shall adopt an e-balloting process

32 whereby all IFCA members will have an opportunity to vote electronically. Those

33 who indicate they do not have the ability to vote electronically, a mail-in ballot will

34 be provided upon advance notification.

35 **B. Fairness Principle:** All eligible IFCA members shall be afforded the opportunity

36 to run for leadership positions in the IFCA.

37 *C.* **Code of Ethics**: *All Members shall agree to and act in a manner consistent with*

38 *the adopted Idaho Fire Chiefs Association Code of Ethics.*

39 **SECTION 2. Election Committee**

40 **A. Elections Committee -** The election committee shall be conducted by the

41 Executive Director with oversight by the board members not up for election that

42 year.

43 **B. Duties:**

44 1. Oversee the Election Process and ensure it complies with the By-Laws

1 2. Reviewing and confirm eligibility and membership status of all candidate

2 nomination.

3 3. Confirm candidates desire to serve in nominated position

4 4. Ensure, to the best of their ability, all eligible members have an

5 opportunity to vote.

6 5. Ensure all votes are confirmed eligible

7 6. Notify candidates and body of the election results in a timely manor

8 7. Association Executive Director shall keep secure all ballots following

9 count the count for each position until that position next election process.

10 **SECTION 3. Election Process**

11 **A. Election Time Line**

12 1. Nomination period opens; January 1st

13 2. Nomination period closes; January 31st

14 3. Official Candidate List posted; February 7th

15 4. Candidate Campaigns; February 14th – March 30th

16 5. Voting Opens: March 1st

17 6. Voting Closes; March 30th

18 7. Results posted; April 15th

19 8. Installation; Annual Banquet

20 **B. Election of Officers**

21 1. The following Officers and Directors shall be elected in odd years:

22 i. President

23 ii. Vice President – WFCA

24 iii. Directors – District 1, 3,5 7

25 2. The following Officers and Directors shall be elected in even years:

26 i. Vice President

27 ii. Vice President Operations

28 iii. Directors – District 2, 4,6

1 3. Eligibility Requirements to serve on the IFCA Board:

2 i. Be a Regular member in good standing (dues paid-in-full) and,

3 **C. Voting Process:**

4 1. Voting for elections, bylaws changes and/or dues changes will be open

5 from March 1st through March 30th. Voting under section 6 D,E will be on

6 an “as necessary” basis.

7 2. The primary means of voting will be through the use of e-ballots.

8 3. The means of voting shall be secure and allow for only one vote per

9 eligible member. Members who do not have access to the e-ballot may

10 request a paper ballot from the Executive Director

11 **D. Officers-Elect:**

12 1. Orientation of Officers Elect by current Board members; April 1 until

13 installation.

14 2. Installation and swearing in of Officers Elect at Annual Conference

15 Installation Banquet

16 3. Officers Elect assume duties effective immediately following being sworn

17 in.

18

19 **ARTICLE IV**

20

21 **RULES OF ORDER**

22

23 **SECTION 1. Duties of the Chair.** The Chair shall be the presiding officer and shall

24 preserve order and decorum. The Chair shall not take part in debates while presiding.

25 All questions of order shall be subject to appeal to the members assembled, and upon

26 such an appeal the vote shall be taken without debate. The Chair may state the reasons

27 for the decision given, and shall put the question as follows: "Shall the decision of the

28 Chair be sustained?" A two- thirds (2/3) majority of those present and voting shall be

29 necessary to reverse the decision of the Chair.

30

31 **SECTION 2. Addressing the Chair.** Every member, when speaking or offering a

32 motion, shall rise, state their name and department or agency, and respectfully address

33 the Chair, and when finished speaking, shall at once resume their seat. Anyone

34 addressing the Chair or the meeting shall speak loud and clearly as the meeting is being

35 digitally sound recorded for the Minutes.

36

37 **SECTION 3. Simultaneous speakers.** When two or more members rise to speak at the

38 same time, the Chair shall decide who is entitled to the floor first and that the second

39 party will be recognized to speak next.

40

1 **SECTION 4. Call to Order.** A member called to order shall immediately cease speaking

2 and resume their seat until the point of order in question has been decided, when they

3 shall again be entitled to the floor.

4

5 **SECTION 5. Previous questions.** A motion to take the previous question shall always

6 be in order except when a member is in possession of the floor, and must be put without

7 debate, and if supported by a majority

8 of the members present, voting shall be declared carried, and no further debate or

9 amendments shall be in order until the main question has been decided.

10

11 **SECTION 6. Motion to Adjourn.** A motion to adjourn shall always be in order, except

12 when a member is in possession of the floor, or a vote is being taken. A motion to

13 adjourn is not debatable, but a motion to adjourn to a given time is open to debate.

14

15 **SECTION 7. Proposed Amendments.** The reading of all proposed amendments to the

16 Constitution or By-Laws, of which notice has been given prior to the opening of the

17 annual meeting, shall be the first item of New Business of the annual meeting.

18

19 **SECTION 8. Robert’s Rules Apply.** Robert’s Rules of Order shall apply when conflict

20 in rules of order are experienced.

21

22 **ARTICLE V**

23

24 **NEW OFFICERS AND OATH OF OFFICE**

25

26 **Section 1. Swearing in ceremony.** All new Board members shall be sworn in for their

27 new terms of office following the annual meeting and before the close of the annual

28 conference. Typically, a Past President will do the duty of swearing in the new officers.

29

30 **Section 2. Oath of Office.** All elected Board members shall affirm to the following oath

31 of office:

32

33 “I, , hereby affirm that I will support the

34 Constitution and By-Laws and at all times bear true allegiance to the goals and

35 purposes of the Idaho Fire Chief's Association. I will perform the duties and

36 responsibilities of my office to the best of my ability. So help me God."

37

38

39 **\* \* \***