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C O N S T I T U T I O N

ARTICLE I

This Department shall be known
as:

CHATHAM TOWNSHIP VOLUNTEER FIRE DEPARTMENT

The Department may do business under that name and under any other name or names upon which the Board of Trustees agrees. If the Department does business under a name other than that set forth in its Certificate of Incorporation, then the Department shall file a certificate or registration of alternate name as required by the New Jersey Nonprofit Corporation Act ("the Act").

ARTICLE II

The Department is organized and shall be operated exclusively for charitable and educational purposes, as defined in Section 501(c)(3) of the United States Internal Revenue Code, and applicable Treasury Regulations promulgated thereunder, as the same may be from time to time amended, supplemented or succeeded or corresponding section of any future federal tax code (hereinafter collectively the "Code"). More specifically, the purpose of this Department shall be:

1. Primarily, to further and carry out charitable objectives and purposes by preventing loss of life and destruction of property from fire within this Department's fire district;

2. Secondly, (a) to further and carry out its educational objectives and purposes by providing financial aid and assistance, donations and gifts of money and/or property and/or grants to qualified individuals pursuing post-secondary education, and (b) to further and carry out its charitable objectives and purposes by providing funds to other tax-exempt charitable organizations providing support to those individuals, families, and children struggling with financial and physical challenges; and

3. To seek donations, contributions, and gifts of equipment and funds from the general public to support the Department's service, educational and charitable goals and purposes.

ARTICLE III

The principal office and mailing address of this Department shall be:

Chatham Township Volunteer Fire
Department
Fire
Headquarters
495 River
Road
Chatham Township, New Jersey
07928

ARTICLE IV

Any citizen of the United States: 1) residing in the Township of Chatham or in our mutual aid district (Green Village, Chatham Borough, Madison, Summit, New Providence, Berkeley Heights, and Long Hill Township), 2) employed within the Township of Chatham, or 3) currently serving as a Junior Fire fighter of this Department, having reached 18 years of age at the time of application may be eligible to apply for Active, Associate and Reserve Membership.

ARTICLE V

The conduct and management of the affairs of the Department shall be vested in the Executive Committee as defined in Article II of the By-laws. The officers of this Department shall consist of: President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer/Financial Secretary, Five (5) Trustees, Chief, Deputy Chief, Captain, and Three (3) Lieutenants. To be eligible for the offices of Chief, Deputy Chief, and Captain, the candidates must have had at least three (3) consecutive years as an active member and must have served as a firefighting officer for one full term. In addition, to be eligible for the position of Chief, Deputy Chief, or Captain, candidates must have completed Fire Fighter II, and have completed, or complete the Fire Officer Class within one year of being sworn in. The Department shall also have a Board of Trustees, which shall be comprised of at least five (5) Trustees as further described in Article III of the By-laws. The officers and Trustees shall be elected by the members according to Article VII, Section 2, of the By-Laws.

ARTICLE VII

In carrying out volunteer Fire Department duties, this Department shall exclude no persons because of race, color, creed, sex, religion or national origin. Neither shall this Department discriminate on the basis of race, color, creed, sex, religion or national origin with regard to hiring, assignment, promotion or other conditions of staff employment.

ARTICLE VIII

No part of the net earnings of the Department shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Department shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) of the Code. No such

person or persons shall be entitled to share in a distribution of any of the corporate assets upon the dissolution of the Department. No substantial part of the activities of the Department shall be carried on propaganda, or otherwise attempt to influence legislation, and the Department shall not participate in, or intervene in (including the publishing or distributions of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE IX

Upon the dissolution or winding up of the affairs of this Department, whether voluntary or involuntary, the Trustees shall, after paying or making provision for the payment of all of the liabilities of the Department, distribute the assets of the Department for one or more exempt purposes in accordance with Section 501(c)(3) of the Code or to a state or local government for a public purpose, as the Board of Trustees determines. Any such assets not so disposed shall be disposed of by the Superior Court of New Jersey, venued in the county in which the principal office of the Department is then located, exclusively for such purposes or to such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for charitable purposes.

ARTICLE X

Notwithstanding any other provision of this Constitution or the Bylaws, no member, Trustee, officer or employee or representative of this Department shall take any action or carry on any activity by or on behalf of the Department not permitted to be taken or carried on by an organization which is exempt under Section 501(c)(3) of the Code, and by an organization, contributions to which are deductible under Section 170(c)(2), Section 2055(a)(2), and Section 2522(a)(2) of such Code and Regulations thereunder as now exist or as they may hereafter be amended

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BY - L A W S

ARTICL E I

MEMBERSH IP

Section 1: Membership. The Department shall have members. The membership shall consist of:

- A. Probationary Members
- B. Active Members
- C. Life Members
- D. Silver Life Members
- D. Gold Life Members
- E. Associate Members
- E. Honorary Members
- F. Reserve Members
- G. Junior Firefighter Members

Section 2: Probationary Members. Any person desiring to become a member of this Fire Department must submit an application to the Fire Department. After the application has been introduced at a regular business meeting, the applicant shall be considered a probationary member. (S)he shall attend business meetings, drills, fires, specials, and shall attend department- approved firefighter training courses. Firefighting equipment (protective helmet, coat, boots, gloves) will be loaned to probationary members.

1. To qualify for Probationary Membership, an applicant

must: A. Make an application in writing.

B. Furnish a certificate of good health from a physician as designated by the Department.

2. To qualify for Active Membership, a Probationary Member must:

A. Read and be familiar with the Constitution and By-Laws of this Department.

B. Have completed Fire Fighter I within one year of the start of the applicant's probationary period. (The Fire Fighter I course must meet the provisions of Fire Fighter I as specified by the National Fire Protection Association. Probationary members enrolled in Fire

Fighter I who have completed the maximum twelve-month probation period will have their application voted

upon only after successful completion of the Fire Fighter I course. Probationary members who do not comply with this education provision will be involuntarily terminated from the Department.

B-1. If an applicant has previous firefighting experience and possesses credentials recognized by the State of NJ Division of Fire Safety, the above education requirements may be waived by an action of the Executive Committee. Such waivers will be considered on a case-by- case basis.

- C. Serve a probationary period of not less than six (6) months or more than twelve (12) months (unless enrolled in Fire Fighter I course.)
- D. Have the Membership Chairman, President, and Chief of this Department discuss his/her qualifications and recommend the candidate's acceptability for membership after the completion of the probationary period.
- E. Be elected to membership following completion of the probationary period.
 - (1) The candidate shall not be present at said meeting.
 - (2) Election shall be by ballot and shall be decided by a 2/3 majority vote of the members present.
 - (3) If the candidate is twice rejected for membership, the candidate cannot submit another application.
 - (4) The candidate shall be informed of the outcome of the election by letter. The newly elected member shall appear at the next regular meeting to take the oath of membership and be presented with the Department badge.

Section 3: Active Members. After serving a probationary period as required herein, each member elected to membership shall be considered an Active Member with all the rights and duties associated with such membership as set forth under Article IV of the By-Laws. Their service date will be effective the first day of their probation period. Active Members can apply for Associate Membership at any time, but if elected as an Associate Member, (s)he will no longer be considered an Active Member and the the By-Laws governing Associate Membership only shall apply to such member.

Section 4: Life Members. Members having ten (10) years or more of Active Member service shall become Life Members. They need not qualify under the merit system of Article IV, Section 6, of the By-Laws, and shall have all privileges associated with Active Membership. Members with less than ten (10) years of service who are injured in the line-of-duty and deemed by a medical doctor

to be permanently disabled to perform duties as a volunteer firefighter shall be considered Life Members. Past members who have served a minimum of 10 years and who were not on the roster on 12/31/2000 may request a review of their service to determine their eligibility for Life Membership. If eligibility can be confirmed, based on records, the membership at large may consider the application by majority vote at a regular business meeting.

Section 4a: Silver Life Members. Members having served a minimum of fifteen (15) active years (in accordance with Article IV, Section 6's 128-point requirement for Active Members) shall be considered Silver Life Members. They need not qualify under the merit system of Article IV, Section 6, of the By-Laws, and shall have all privileges associated with Active Membership. This section is retroactive to all members who were on the roster ending 12/31/2000.

Section 5: Gold Life Members. Any member who has served a minimum of fifteen (15) years and who has rendered some service of special distinction may be elected to Gold Life Membership by a three-fourths majority of the members present. Those elected shall be presented with a Gold Life Membership Card and appropriate badge of distinction. Their names will also be placed on a Gold Life Membership Roll. They need not qualify under the merit system of Article IV, Section 6, of the By-Laws, and shall have all privileges associated with Active Membership. Nomination of any person to Gold Life Membership shall come from the Department at large; and that a committee shall be appointed by the President at each nomination to investigate the qualifications of the particular member and recommend possible election. A final vote of election will be held at least three (3) months after the committee has been formed.

Section 6: Associate Members. Anyone 18 years of age or older who wishes to assist the department in a non-firefighting capacity can make application for Associate Membership. Associate Members shall be elected by 2/3 majority of the members present. To qualify for Associate Membership, a person must comply with Article I, Section 2 (1A.) Term of membership will be consistent with other elections. (See Article IX.) They can be re-elected.

Associate Members shall not:

1. Be required to qualify under the merit system
2. Be entitled to vote
3. Be awarded service stripes
4. Be eligible to hold office
5. Possess, own, or display fire fighter-related items such as license ID plates, blue lights, wallet badges, etc.
6. Be issued turnout gear and paging devices.
7. Be trained and ride upon the apparatus.

Associate Members can apply for Active Membership at any time during their term, but if elected as an Active Member, (s)he will no longer be considered an Associate Member and the By-Laws governing Active Membership only shall apply to such member.

Section 7: Honorary Members. Any person who has rendered some service of special distinction

may be elected to Honorary Membership by a three-fourths majority of the members present. Those elected shall be presented with an Honorary Membership Card and appropriate badge of distinction. Their names will also be placed on an Honorary Membership Roll. They shall be permitted to participate in the business of the Department at all meetings, but shall not be entitled to vote and are not eligible for office. Nomination of any person to Honorary Membership shall come from the Department at large; and that a committee shall be appointed by the President at each nomination to investigate the qualifications of the prospective Honorary Member and recommend possible election; and that a final vote of election be held at least three (3) months after the committee has been formed.

Section 8: Junior Firefighter Members. Any youth between the ages of 16-18 may join our fire support unit. In addition, an Active Member's immediate family member may join at the age of 15. Under the direction of the Chief, the fire support unit will maintain its own governing rules and regulations separate from these By-Laws.

Section 9: Reserve Members. Any certified firefighter may apply in writing to become a Reserve Member. (S)he may serve in firefighting capacities as the Chief and his/her firefighting officers deem appropriate. Reserve Members have no right to vote at business meetings, may not hold office, need not qualify under the merit system of Article IV, Section 6, of the By-Laws, and shall not be awarded service stripes. Such members serve at the will of the membership and can be removed from the roster provided the Reserve Member is informed in advance (or attempts made to this effect) and the member given an opportunity to respond to the dismissal (if the member can be contacted). A dismissal letter must be read at two consecutive business meetings before it can be acted upon. A simple majority vote can decide the dismissal of a Reserve Member.

**ARTICLE
II**

DUTIES OF THE EXECUTIVE COMMITTEE & ITS OFFICERS

Section 1: The Executive Committee

- A. The Executive Committee (EC) shall consist of: President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer/Financial Secretary, Chief, Deputy Chief, Captain, and all Lieutenants.
- B. It shall be the duty of the Executive Committee (EC) to adopt and enforce Department policy and act as a judicial board in all matters relating to intra- departmental discipline, unless otherwise stated in these By-Laws.
- C. The EC shall meet on a regular basis to discuss departmental affairs.
- D. The President shall preside over the EC and shall cast a deciding vote in the event of a tied vote.
- E. The Recording Secretary shall take minutes at all meetings
- F. When considering action against a member or officer, the EC shall conduct a hearing in two phases:
 - Phase I- Investigation Review and Determination of Facts
 - Phase II- Course of Action
- Phase I and Phase II shall not overlap at a single meeting; separate meetings are required. However, if it is determined by a majority vote of the EC at a Phase I meeting that no further action is warranted, then the incident shall be considered "closed," and Phase II meetings deemed unnecessary. In order to allow for proper investigation, a minimum of five (5) days shall elapse between incident/infracton and the first meeting of Phase I.
- G. An Administrative or Firefighting officer shall not sit on the EC if the committee is considering action against him/her.
- H. In matters relating to discipline, a final determination by the EC shall be made within 30 days of the first meeting.
- I. All decisions by this committee shall be read before the general membership at an ensuing business meeting.

Section 2: President

- A. Shall preside at all administrative meetings.
- B. May call special meetings.
- C. Shall cast a deciding vote in the event of a tied vote.
- D. Is Ex-officio member of all special and standing committees.
- E. Shall act as the administrative representative of the Department.
- F. Shall have the responsibility of preserving the integrity of the Fire Department.
- G. Shall have the right to order the temporary suspension of any member whose act or actions:
 - 1. Could bring discredit upon the Fire Department
 - 2. Violate Department policy
 - 3. Cause physical harm to another member or officer
 - 4. Cause destruction of Department property, or
 - 5. Result in any form of misconduct.
- H. Shall have the authority to call a meeting of the EC.
- I. Shall appoint a Public Relations Chairman whose duty shall be to prepare press releases to be approved by the President and Chief.
- J. May grant medical leaves of absence to members when necessary.
- K. Shall be able to make emergency purchases not to exceed \$2,500.

Section 3: Vice President

- A. Shall assist the President and in his/her absence perform the duties of the President.
- B. Shall be responsible for the Annual Fund Drive.

Section 4: Recording Secretary

- A. Shall keep a current roll of the members.

- B. Shall call the roll at the appointed hour for opening each meeting.
- C. Shall keep a record of the proceedings of each meeting.
- D. May read this record at the next meeting.
- E. Shall keep on file all correspondence.
- F. Shall keep on file all documents, reports, and records relating to the Department.
- G. Shall notify all members in writing of any special meeting.

Section 5: Corresponding Secretary

- A. In the absence of the Recording Secretary, shall perform his/her duties.
- B. Write all letters as instructed by the President and/or Chief.

Section 6: Treasurer/Financial Secretary

- A. Shall receive and bank all money tendered him/her and give receipt for same.
- B. Shall give a financial report at each regular meeting.
- C. Shall pay such bills as have been approved by the Department.
- D. May issue checks signed by any two of the following officers: President, Vice President, Recording Secretary, or Treasurer/Financial Secretary.
- E. Shall keep an accurate record of all money received and expended.
- F. Shall submit financial records for an annual audit.
- G. Shall present a budget status report to the membership present every three (3) months at a regular business meeting.

Section 8: Chief

- A. Shall have charge of the personnel and equipment at all fires, drills, and emergency calls.

- B. Shall have charge of all Fire Departments assisting at a fire within this Department's fire district.
- C. May grant leave of absence from fire or drill.
- D. Shall have charge of maintenance and be able to make emergency purchases not to exceed \$2,500
- E. Shall have charge of purchasing all firefighting equipment with prior communications with all firefighting officer
- F. Shall determine firefighting policy.
- G. Shall have the right to order the temporary suspension of any member whose act or actions:
 - 1. Could bring discredit upon the Fire Department
 - 2. Violate Department Policy
 - 3. Cause physical harm to another member or officer
 - 4. Cause destruction to Department property, or
 - 5. Result in any form ofmisconduct. H. Shall appoint two (2) Safety Officers.

Section 9: Deputy Chief

- A. Shall render assistance to the Chief as shall be required of him/her.
- B. Shall take charge of the Fire Department in the absence of the Chief.

Section 10: Captain

- A. Shall assist the superior firefighting officers.
- B. Shall take charge of the Fire Department in the absence of the superior firefighting officers.

Section 11: Lieutenants

- A. Shall assist the superior firefighting officers.

- B. The most senior ranking lieutenant shall take charge of the Fire Department in the absence of the superior firefighting officers.

Section 12: Absence of Officers

- A. Any officer having been duly elected who is absent from three (3) consecutive regular meetings or drills without a reasonable excuse can, by a two-thirds majority vote of all members present at the next regular business meeting, be removed from office and another member elected to fill the vacancy.
- B. In the absence of all firefighting officers, the most recent ex-chief or ex-firefighting officer shall take charge and in the absence of an ex-chief or ex-firefighting officer, the most senior Active, Life, Silver Life, or Gold Life Member shall take charge.

**ARTICLE
III**

**TRUSTEES &
CHAPLAIN**

Section 1: Trustees. There shall be a Board of Trustees, consisting of five residents of the Township of Chatham. All Trustees shall serve for a term of five (5) years and, thereafter, until their successors are qualified and elected in their place. Terms of the Trustees shall be staggered so that the term of one member shall terminate each year. The Trustees shall be elected by the members. The Board of Trustees shall receive a copy of the audit of the Treasurer/Financial Secretary's accounts. They shall hear all charges brought against members, hear evidence and defense and render a decision in all cases. The Trustee serving the last year of his/her term shall act as Chairman of the Board of Trustees. The Trustees shall act as an Advisory Board to the Department on all matters deemed necessary by the membership.

Section 2: Chaplain. The President shall have the power to appoint and remove a chaplain. The chaplain's term shall continue until the chaplain's resignation or removal by the President.

ARTICLE IV

DUTIES OF MEMBERS

Section 1: Responsibility. It is the duty of each Active Member of the Department to further the interest of the Department, to obey orders that shall be given by the officers in command, and to attend all emergency calls, regular meetings, drills, and special meetings.

Section 2: Dues. As of August 11, 2010, members are no longer required to pay dues.

Section 3: Response Procedure. Any member hearing or knowing of an alarm shall report immediately according to the response policy that has been established and outlined by the Chief in the Department's Standard Operating Guidelines (SOG's) and/or Stand Operating Procedures (SOP's).

Section 4: Department Property Loaned to Members. Each member is responsible for property belonging to the Department entrusted to him/her and is held liable to pay for or replace any article lost or damaged beyond ordinary wear and tear. Same shall be returned to the Department upon the termination of any membership or as directed by the Chief.

Section 5: Prohibited Recognition. No member shall receive awards, contributions or financial payment of any kind for service as a fire fighter, without the permission of the Department, except as a donation for the Department, which is to be turned over promptly to the Treasurer/Financial Secretary.

Section 6: Merit System. Every Active Member must qualify under the Department's merit system. Active Members need a rating of 128 points for each fiscal year's service. The minimum points needed for attending drills are twenty-four (24); the minimum points needed for attending meetings is four (4). The minimum points needed for attending emergencies shall be one hundred (100). [12 drills; 2 business meetings; 20 emergency calls.] An Active Member having less than 128 points for a fiscal year shall be removed from the Active List and placed on an Active Member Probation List for the first six months of the ensuing fiscal year. The member shall be notified of any such action by letter. During this probation period, Active Members must earn 54 points, ten (10) of which must be for attendance of drills, four (4) for meetings, and forty (40) points for emergency calls. Those Active Members who qualify shall again be placed on the list for Active fire fighters. Those who do not earn these points will be dismissed from the Department. Any member who is elected during the fiscal year shall be graded on a pro-rated basis, consideration being given to the number of months that said member has been in the Department. All members' accumulative points shall be posted at Fire Headquarters every three (3) months.

Members who attend the following obtain these points:	Points
Business meeting	2
Special meeting	2
Emergency calls	5
Drill calls	2
*Fire school	3
	per trip to the academy
Parade	2
Each period of special duty	2
Chief's Award for Outstanding Service 25 (discretionary)	
President's Award for Outstanding Service (discretionary)	15
*If the department is called to an emergency scene or is having a drill or a business meeting during the course of a member's attendance at fire school, said member will be credited the appropriate points in addition to his/her fire school credits.	

Section 7: Leave of Absence. Any member in good standing can request a leave of absence from this Department for the following reasons: educational, military, maternity/parenthood, medical, and personal. With the exception of personal leaves of absence, all leaves will count toward total service with the Department for up to but not exceeding 1 (one) year. Any additional leave of absence time extending beyond one year will not count towards total service with the Department. (S)he will retain his/her right to vote during the credited leave and shall retain the rights to attend all functions associated with the Fire Department. Members on leave for more than one year will forfeit their right to vote. When requesting a leave of absence, a member must submit a written request at a regular monthly meeting, stating a definite period of absence and the reason for this request. A two-thirds majority vote of the members present is required to grant a leave. The President may grant medical leaves on an individual basis.

Section 8: Voting Privileges & Service Stripe Awards. Active members in good standing are the eligible voters in the Department and beginning July 15, 2001, among those who receive service stripes. In addition, Life, Silver and Gold Life members who either remain active in the Department (by maintaining 32 points in either drills, calls or meetings in the past twelve months) or have attended at least 25% of business meetings in the past twelve months can vote at a business or special meeting and may be awarded service stripes. Eligible voting members calculate the quorum as outlined elsewhere in these By-Laws. Such members will be placed on a separate roster denoting their voting status.

**ARTICLE
V**

DISCIPLINE &

PENALTIES Section 1: Suspensions & Appeals

A. Disciplinary Suspension. A Disciplinary Suspension is a suspension designed to discipline a member without pressing formal charges as outlined in this Article, Section 2. A Disciplinary Suspension shall not exceed 30 days.

*Appeal. A member may appeal a Disciplinary Suspension by requesting a closed hearing before the Board of Trustees who shall render the final decision. This request must be made in writing to the President within 7 days of the original suspension hearing before the EC. Immediately following an EC's decision to suspend, the suspended member shall begin serving his/her suspension, but when written notice is served to the President requesting the appeal, the member shall be released from the suspension, pending the outcome of the appeal hearing. The President shall send a copy of the appeal letter to the Board of Trustees Chairman who shall gather the Trustees for a closed hearing. The Trustees shall announce their decision within 30 days of receipt of the appeal letter. When deciding an appeal, the Trustees may only:

1. Uphold the suspension as decreed by the EC
2. Decrease the term of the suspension
3. Dismiss the suspension

In a hearing before the Board of Trustees, the President and Chief shall represent the Executive Committee and the suspended member shall represent him/herself.

B. Suspension with Charges. A Suspension with Charges is a suspension designed to suspend a member pending formal charges. A Suspension with Charges shall be in force until the business meeting in which the formal charges are read before the membership. (See Article V, Section 2.) Once this suspension is decreed, the provisions of Article V, Section 2 shall apply.

*Appeal. A member may not appeal a Suspension with Charges since the Board of Trustees may hear the case via the formal charges.

Section 2: Formal Charges. Charges may be brought against any officer or member of this Fire Department by any Active, Life, Silver Life, or Gold Life Member. Such charge must be presented in writing and filed with the Recording Secretary at least ten (10) days prior to the next business meeting. The Recording Secretary must then immediately send a copy of written charge to the subject member who must be in receipt

of the written charge at least ten (10) days prior to the next business meeting at which time the charge will be read to the membership at large. If agreed

by a majority vote of the membership present at that meeting, charges will be presented to the Board of Trustees. The Board of Trustees will render a decision and provide their recommendations to the membership to be voted on at the next regular business meeting following the Trustees' decision, which must be made within thirty (30) days after their receipt of the written charge.

Charges may be brought for any of the following

reasons: A. Insulting language to any officer

in command

B. Any conduct calculated to bring disgrace on, or bring disunion in the Fire

Department

C. Substance abuse at fires, drills, parades, or any other service of the

Department

D. Neglect of duty

E. Misconduct

F. Insubordination, or

G. Actions by fellow members that discredit or disgrace other members.

**ARTICLE
VI**

IMPEACHMENT, RESIGNATION & VACATED OFFICE

Section 1: Impeachment. Any officer of the Department, for the abuse of his/her authority or misconduct in his/her office, may be impeached and removed from office by a majority vote of the Department after a hearing by the Board of Trustees. The charge against him/her must be made in writing and filed with the Recording Secretary at least one month before any vote shall be taken upon it. The Secretary shall read the charge at the next regular business meeting and a majority vote of the members present shall determine whether or not the charge shall be brought to the attention of the Trustees for a decision on impeachment from office. The Trustees' decision is to be made thirty (30) days after their receipt of the written copy of the charge and the decision shall then be read to the membership present at the next regular business meeting for a final vote. A copy of the written charge shall be served upon the officer at least two weeks before the first membership vote is taken regarding the validity of the charge.

**Section 2:
Resignation.**

- A. The resignation of a member shall be made in writing and held over until the next regular meeting when it will be read and accepted. All Fire Department property in his/her possession shall be returned upon resignation.
- B. The resignation of an officer from his/her office shall be made in writing and held over until the next regular meeting when it will be read, accepted, and filled, in accordance with Section 3 of this Article. All fire department property relating to his/her office shall be returned upon resignation.

Section 3: Vacated Office. In case of vacancy of any office, the Department shall proceed to fill such vacancy at its earliest regular meeting for the unexpired term only. This shall be done by nomination from the floor and by ballot vote in the same manner as other elections outlined in Article IX.

**ARTICLE
VII**

**MEETING
S**

Section 1: Monthly Meeting. The regular/business monthly meetings of the Department shall be held on the second Wednesday of every month at 7:30 PM at the Fire Headquarters, unless such date falls on a legal holiday, in which case it shall be held on the following Wednesday night.

Section 2: Annual Meeting. There shall be an Annual Meeting of this Department held on the second Wednesday of December. Each officer and Trustee shall be elected for the ensuing year by a majority vote of all members present. The oath of office shall be administered to all officers and Trustees at either the Installation of Officers and Trustees ceremony or the Reorganization Meeting held the second Wednesday in January, whichever comes first.

Section 2a: Installation of Officers. There shall be an Installation of Officers and Trustees ceremony to take place at a pre-determined time and location on the first Friday in January. Should New Year's Day fall on a Friday, Installation of Officers and Trustees will be January 8. In the event that inclement weather prohibits having the installation ceremony prior to January 15, the newly elected officers and Trustees will be sworn in at the Reorganization Meeting held the second Wednesday in January.

Section 2b: Reorganization Meeting. The second Wednesday of January will be known as the Reorganization Meeting.

Section 3: Fiscal Year. Our fiscal year shall start on January 1st and run through December 31st. The previous fiscal year's reports shall be presented at the Reorganization Meeting in January. All newly elected officers shall take office at the Installation of Officers and Trustees ceremony or at the Reorganization Meeting, whichever comes first.

Section 4: Quorum. Eight (8) members entitled to vote shall constitute a quorum for the transaction of business at all regular and special meetings.

Section 5: Chairman Pro-Tempore. If a quorum is present at a regular meeting in the absence of the President and Vice President, the members present shall elect a chairman pro-tempore and proceed to transact the business of the meeting, in the order as described under Section 8 of this Article.

Section 6: Special Meetings. Special meetings may be called by the President, or upon the request of the Chief, or upon the request of five members. A written notice shall be mailed, either through the U.S. Postal Service or by electronic means (email), at least three (3) days in advance to all Active, Life, Silver Life, and Gold Life Members in good standing, informing them of said meeting and the business to be transacted.

Section 7: Appropriation of Funds. No appropriation of any funds of this Department shall be

made except by a majority vote of the members present at a regular meeting or special meeting called for that purpose, except that the Chief shall have the authority to arrange emergency repairs for firefighting equipment. The same applies to the President as it applies to his/her position. Such expenditures by the Chief and/or President shall be subject to the dollar limitations set forth in Article II, Sections 2 and 8.

Section 8: Regular Meeting Agenda. The order of business at a regular meeting of this Department shall be as follows:

- A. Flag Salute
- B. Roll call
- C. Reading and approval of minutes of previous meeting
- D. Treasurer/Financial Secretary's report
- E. Financial Secretary's report
- F. Bills for payment
- G. Correspondence
- H. Chief's report
- I. Reports of committees
- J. Unfinished business
- K. New business
- L. Proposal and election to membership
- M. Good and Welfare
- N. Adjournment

Section 9: Special Meeting Agenda. The order of business at special meetings shall be as follows:

A. Roll call
B. Transaction of business for which meeting was called and as stated in notice mailed to members pursuant to Section 6 of this Article.

- C. Adjournment

No business shall be transacted at a special meeting except that stated in the call.

Section 10: Absence of President & Vice President. If a quorum is present at a special meeting as set forth in Section 4 of this Article, in the absence of the President or Vice President, the members present shall elect a chairman pro-tempore and proceed to transact the business of the meeting in the order as described under this Article, Section 9.

Section 11: Use of Robert's Rules. Duties of the administrative officers and business procedures not enumerated in the Constitution and By-Laws shall be governed by applicable sections of Robert's Parliamentary Rules of Order.

ARTICLE VIII

COMMITTEES

Section 1: Committee Appointments. At the first meeting held by a newly elected President, he/she shall present his/her appointments of committees to carry on the Department activities for the ensuing year except as otherwise stated in this Article.

Section 2: Nominating Committee. At the September meeting (three months prior to the Annual Meeting), a Nominating Committee shall be elected by the members. All candidates must be proposed and seconded by any member in good standing. The five nominees receiving the greatest number of votes shall be elected as the Nominating Committee, whose duties shall be to present a slate of nominees for the various offices to be elected at the Annual Meeting. The Nominating Committee shall elect its own chairman. The slate is to be presented to the membership at the November meeting and voted on at the Annual Meeting in December.

Section 3: The Review Committee. The Review Committee is a permanent committee with the following members:

- The President
- The Chief
- The Trustees

It is the responsibility of this committee to offer advice and recommendations to the Department as stated elsewhere in the Constitution.

Section 4: The Scholarship Committee. The Scholarship Committee shall be responsible for collecting, evaluating, reviewing applications and solicitations for scholarships and grants and reporting to the members regarding same at the annual meeting. The Committee shall consider in rendering reports to the members, the total funds to be distributed for the Department's fiscal year. No member will derive a private benefit, directly or indirectly, from the granting of awards. No individual may receive a scholarship or grant in more than two (2) successive years; provided, however, that a grant or scholarship may be awarded in such case if a majority of all of the members vote in favor of an award. The Committee shall ensure that each scholarship awarded is utilized for its intended purpose.

Section 5: The Finance Committee. The mission of the Finance Committee is to provide guidance to the Department in all matters involving the Department's finances. It will prepare and propose a budget for the Department annually at the February business meeting, create and monitor an investment policy statement and oversee the investment of the Department's assets. It will monitor all financial records of the Department and prepare for major capital purchases. The Finance Committee is a permanent committee that shall consist of, but not be limited to, the following personnel:

- The President
- The preceding 2 Presidents
- The Vice President
- The Chief
- The preceding 2 Chiefs
- The Deputy Chief
- The Treasurer
- The Chair of the Trustees, or a Trustee(s) delegated to serve by the Chair

Section 6: Special Committees. Additional and special committees may be appointed by the President for such purposes as the President shall consider to be

in the best interests of the Department or for the purpose of complying with any State or Federal law. The composition of all such special committees and their purposes shall be subject to ratification by the majority of the members. Each additional and special committee shall limit the activities to the accomplishment of the purpose for which it was intended and shall be advisory and have no power to act nor to bind the Department. On completion of the purpose for which appointed, a special committee shall stand discharged.

Section 7: Prohibited Actions. No committee shall: (a) make, alter or repeal any Bylaws of the Department; (b) elect or appoint any officer or Trustee or remove any officer or Trustee; or (c) amend or repeal any resolution previously adopted by the officers.

**ARTICLE
IX**

**ELECTIO
NS**

The Nominating Committee will present its slate of officers to the membership at the November business meeting. This slate will be voted on at the Annual Meeting in December. At the Annual Meeting, any member may make additional nominations for any office from the floor in good standing with the consent of the person nominated.

**ARTICLE
X**

**AMENDMENTS &
ADOPTIONS**

Section 1: Amendments. Amendments to this Constitution and By-Laws must be read and accepted by a two-thirds vote of the members present at two consecutive meetings, both of which must be regular business meetings. Proposed amendments shall be filed in writing at least seven (7) days before the first of such meetings and members notified.

Section 2: Adoptions. This Constitution and By-Laws, having been accepted by those present at two consecutive meetings, shall be adopted and shall take effect immediately.

ARTICLE XI

RETURN OF PROPERTY AND CONFIDENTIAL INFORMATION

Section 1: Return of Property and Confidential Information. Except as required for the performance of their duties pursuant to these Bylaws, the members, officers, and Trustees will keep confidential and will not, directly or indirectly, by act or by omission, disclose to any person or entity any Confidential Information (defined below) whatsoever, whether contained in documentary, electronic or any other form, or use any Confidential Information in any way other than in connection with the objectives of the Department. Upon termination for any reason or expiration of the duties of a member, officer, or Trustee, such person shall cause to: (i) deliver to the President all records, memoranda, data, documents and other property of any description which refer or relate to Confidential Information, including all copies, which are in his/her possession, custody or control; (ii) deliver to the President all Department property (including, but not limited to, equipment, keys, key cards, access cards, identification cards, security devices, credit cards, network access devices, computers, cell phones, smartphones, PDAs, equipment, participant files, contracts, proposals, work in process, manuals, forms, computer stored work in process and other computer data, or other items of business information concerning the Department or any Department participant, including all copies, which is in any of his/her possession, custody or control; (iii) bring all such records, files and other materials up to date before returning them; and (iv) fully cooperate with the Department in winding up his/her work and transferring that work if requested by the President.

Section 2: Definition of Confidential Information. "Confidential Information" includes any and all non-public information related to the Department including but not limited to: operating procedures; financial information including but not limited to financial reports, accounting and tax information, donor information, financial plans, strategies and forecasts, or compensation; member, officer, or Trustee personal identifying information; participant information (including birth dates of minor participants and contact information); books and records of the Department; and trade names, trademarks, trade dress, copyrights, patents, patents pending, and trade secrets.

Section 3: Breach. The members, officers, and Trustees agree that their violation of any of the provisions contained in this Article XI will entitle the Department to the issuance of a temporary restraining order, preliminary and permanent injunction enforcing the terms of these restrictive provisions, a judgment for monetary damages caused by the breach, an order for specific performance of these Bylaws, or any other remedies that may be available in law or in equity.

ARTICLE XII

INDEMNIFICATION OF OFFICERS AND TRUSTEES

Section 1: Third Party Actions. Any person who was, or is, or hereafter shall be an officer or Trustee (hereinafter referred to as "Corporate Agent") of the Department shall be indemnified by the Department against his/her reasonable costs, disbursements and counsel fees (hereinafter "Expenses") and liabilities paid or incurred in satisfaction of any judgment, fine, penalty or settlement (hereinafter "Liabilities") in connection with any pending, threatened or completed civil, criminal, administrative or arbitrate action, suit or proceeding, and any appeal therein or therefrom (hereinafter "Proceeding") involving the Corporate Agent by reason of his/her being or having been such a Corporate Agent, other than a Proceeding by or in the right of the Department, if (a) such Corporate Agent acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Department; and (b) with respect to any criminal proceeding, such Corporate Agent had no reasonable cause to believe his/her conduct was unlawful. The termination of any Proceeding by judgment, order, settlement, conviction or upon plea of nolo contendere or its equivalent, shall not of itself create a presumption that such Corporate Agent did not meet the applicable standards of conduct set forth in this section.

Section 2: Actions by or in the Right of the Department. The Department shall indemnify a Corporate Agent against his/her Expenses in connection with any Proceeding by or in the right of the Department to procure a judgment in its favor which involves the Corporate Agent by reason of his/her being or having been such Corporate Agent, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Department. However, in such Proceeding no indemnification shall be provided in respect of any claim, issue or matter as to which such Corporate Agent shall have been adjudged to be liable for negligence or misconduct, unless and only to the extent that the court, administrative agency, or arbitrator in which such Proceeding was brought shall determine upon application that despite the adjudication of liability, but in view of all circumstances of the case, such Corporate Agent is fairly and reasonably entitled to indemnity for such Expenses as the court, administrative agency, or arbitrator shall deem proper.

Section 3: Mandatory Indemnification. The Department shall indemnify a Corporate Agent against Expenses to the extent that such Corporate Agent has been successful on the merits or otherwise in any Proceeding referred to in Section 1 or Section 2 above in defense of any claim, issue or matter therein.

Section 4: Procedure for Effecting Indemnification. Any indemnifications under Section 1 or Section 2, unless ordered by a court, may be made by the Department only as authorized in a specific case upon a determination that indemnification is proper in the circumstances because the Corporate Agent met the applicable standard of conduct as set forth in Section 1 or Section 2.

2. Such determination shall be made (a) by the Members, or a Committee thereof, acting by a majority vote of a quorum consisting of the Members who were not parties to or otherwise

involved in the Proceeding, or (b) if such a quorum is not obtainable or, even if obtainable, and such quorum of the Members or Committee by a majority vote of the disinterested Members so directs, by independent legal counsel, in a written opinion, such counsel to be designated by the Members.

Section 5: Advancing Expenses. Expenses incurred by a Corporate Agent in connection with a Proceeding may be paid by the Department in advance of the final disposition of the Proceeding if authorized in the manner provided in Section 4 upon receipt of an undertaking by or on behalf of the Corporate Agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified as provided in this Article XII.

Section 6: Scope of Bylaws. The indemnification provided by this Article XII shall apply to (a) the Corporate Agent and the legal representative or representatives of the Corporate Agent and (b) shall not exclude any other rights to which a Corporate Agent may be entitled under the Certificate of Incorporation or Bylaws of the Department or by agreement or otherwise.

**ARTICLE
XIII**

**CONFLICT OF
INTEREST**

Section 1: Purpose. The purpose of the conflict of interest policy is to protect the interest of the Department when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a member, officer, or Trustee of the Department. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit organizations.

Section 2: Definitions. For purposes of this Article XIII, the following terms shall have the following meanings:

A. "Compensation" means and includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

B. "Financial Interest," when used with respect to any person, means that such person has, directly or indirectly, through business, investment, or family:

(i) an ownership or investment interest in any entity with which the Department has a transaction or arrangement,

(ii) a Compensation arrangement with the Department or with any entity or individual with which the Department has a transaction or arrangement, or

(iii) a potential ownership or investment interest in, or Compensation arrangement with, any entity or individual with which the Department is negotiating a transaction or arrangement.

A Financial Interest is not necessarily a conflict of interest. Under Section 3(b) of this Article XIII, a person who has a Financial Interest may have a conflict of interest only if the EC determines that a conflict of interest exists.

C. "Interested Person" means any member, officer, or Trustee who has a direct or indirect Financial Interest.

Section 3: Procedures.

A. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the EC considering the proposed transaction or arrangement.

B. **Determining Whether a Conflict of Interest Exists.** After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, he/she shall

leave the EC meeting while the determination of a conflict of interest is discussed and voted upon. The remaining members of the EC shall decide if a conflict of interest exists.

C. Procedures of Addressing the Conflict of Interest.

(i) An Interested Person may make a presentation at the EC meeting, but after the presentation, he shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(ii) The President shall, if appropriate, appoint a disinterested person or Committee to investigate alternatives to the proposed transaction or arrangement.

(iii) After exercising due diligence, the EC shall determine whether the Department can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(iv) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the EC shall determine by a majority of votes cast by disinterested officers whether the transaction or arrangement is in the Department's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy.

(i) If the EC has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, then it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(ii) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the EC determines the member has failed to disclose an actual or possible conflict of interest, then it shall take appropriate disciplinary and corrective action.

Section 4: Records of Proceedings. The minutes of the EC shall contain:

(i) The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the EC's decision as to

whether a conflict of interest in fact existed.

- (ii) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5: Compensation.

- (i) A voting member of the EC who receives compensation, directly or indirectly, from the Department for services is precluded from voting on matters pertaining to that member's compensation.
- (ii) A voting member of any Committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Department for services is precluded from voting on matters pertaining to that member's compensation.
- (iii) No voting member of the EC whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Department, either individually or collectively, is prohibited and providing information to any Committee regarding compensation.

Section 6: Annual Statements. Each member, officer, and Trustee shall annually sign a statement which affirms such person:

- (i) has received a copy of the conflicts of interest policy,
- (ii) has read and understands the policy,
- (iii) has agreed to comply with the policy, and
- (iv) understands that the Department is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7: Periodic Reviews. To ensure that the Department operates in a manner consistent with charitable purposes, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (i) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (ii) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Department's written policies, are properly recorded, reflect reasonable investment or payments for

goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 8: Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the Department may, but need not, use outside advisors. If outside experts are used, then their use shall not relieve the EC of its responsibility for ensuring periodic reviews are conducted.

**ARTICLE
XIV**

**UNIFORMS &
BADGES**

Section 1: Official Uniforms. All members of the Chatham Township Volunteer Fire Department shall be issued a Class "A" Dress Uniform and a Class "C" Dress Uniform. The official uniforms of the Department shall be established by the Executive Committee in conjunction with the Badge and Uniform Committee. All uniform specifications shall be published as Department Policy.

All Active, Life, Silver Life, and Gold Life Members shall be credited with three quarters the purchase price of the Fire Department's Class "A" and "C" Dress Uniforms, and one-half the purchase price of the Fire Department's winter (insulated) outer coat, and the windbreaker complete with emblems and monoscript gold, in color. The member will pay for all other recognized additional outerwear in full. The member will supply socks and footwear also. White gloves will be supplied by the Fire Department for parade duty. The uniform and recognized additional outerwear shall be deemed the individual's property.

Section 2: Line Officer's Badge. The Fire Department Line Officers' badges shall be designated as follows:

Past Chief.....	Five Horns
Chief.....	Five Horns
Deputy Chief.....	Four Horns
Captain.....	Two Horns
Lieutenant.....	One Horn

Section 3: Service Stripes. All service stripes, each one denoting five years of continuous service with the Fire Department, shall be gold and shall be worn on the left coat sleeve beginning four inches from the cuff. The service stripes shall be purchased by the Fire Department and awarded to the firefighter. Service stripes shall be issued to all personnel who remain in an active capacity in accordance with their membership status as explained in Article IV, Section 8.

Section 4: Badge Ownership. With the exception of the badges presented to all Past Chiefs, and Gold Life and Honorary Members, all coat badges, cap and lapel insignias are the property of the Fire Department and shall be returned to the badge committee upon resignation, dismissal or change of office.

Section 5: Approved Vendors. All badges, emblems, lapel insignias, caps, uniforms, and recognized additional outerwear shall be purchased only from companies approved by the Badge and Uniform Committee, and voted on by the Fire Department members.

Section 6: Past Chiefs Badges. All Past Chiefs shall be presented with the gold breast, hat, and wallet badges, and lapel insignias to be retained by them for life.

Section 7: Prohibited Insignias. No other insignia shall be worn on the uniform without permission of the Fire Department.

Section 8: Active Member Badges & Service Ribbons. Each Active Member, upon being sworn in, shall receive a coat badge of the Department insignia. The cap badge shall be issued to him/her when the uniform is purchased. The Department badges shall be chrome-colored for regular firefighters and gold for Line Officers. All wallet badges shall be purchased by the Department for sale to the membership. It shall be declared that all Active Members, upon completion of ten (10) years of continuous service within the Department, shall be privileged to keep their respective badges, providing they are not Officers' badges.

A. **Service Ribbon Eligibility.** Any member in good standing may be rewarded with a

Service Ribbon for having satisfied any or all of the following:

1. **Rescue.** Any member who has rendered a life-saving act may be eligible for the Rescue Service Ribbon. This award shall be at the discretion of the Chief.
2. **Distinguished Service.** Any member who has rendered exceptional service to the Department may be eligible for the Distinguished Service Ribbon. This award shall be at the discretion of the President.
3. **Life Member.** See Article I, Section 4.
 - a. **Silver Life Member.** See Article I, Section 4a.
4. **Gold Life Member.** See Article I, Section 5.

B. **Service Ribbons.** All Service Ribbons shall be mounted above the members' Departmental badge in the following order: Life Member, Silver Life Member, Gold Life Member, Rescue and Distinguished Service. Silver Life Members who become Gold Life Members shall not wear both Silver and Gold Ribbons; only that of the higher honor shall be displayed.

C. **Service Ribbon Standards.** The Departmental Service Ribbons shall be recognized by accepted standards within the fire service.

D. **Multiple Awards.** Multiple award for the same ribbon will be recognized by a number on the appropriate ribbon.

Section 9: Badge & Uniform Committee Records. It shall be the responsibility of the Badge and Uniform Committee to keep a permanent record of all badges, emblems, lapel insignias, caps, uniforms, recognized additional outerwear, and transactions and transfers; to purchase, to be able to investigate, secure, design, or purchase samples (not more than one of a kind) of badges, emblems, lapel insignias, caps, uniforms, and recognized outerwear.

**ARTICLE
XV**

OATHS MEMBERSHIP, OFFICE &

TRUSTEE Section 1: Oath of Membership

I solemnly swear to serve the Chatham Township Volunteer Fire Department, faithfully and well, putting its call to duty ahead of all my private activities. I will report for duty to my superior officer, in response to emergency calls, and obey his or her commands to the best of my ability, being ever conscious of the safety of others and of my duty in the protection of life and property from the hazards and destruction of fire in the Township of Chatham.

Section 2: Oath of Firefighting Office

I solemnly swear to uphold the dignity of my office and conduct myself in such a manner as to reflect credit upon my Department. I will serve the Chatham Township Volunteer Fire Department to the best of my ability, answering all calls and being ever conscious of the safety of those under my command and of my duty in the protection of life and property from the hazards and destruction of fire, in the Township of Chatham.

Section 3: Oath of Administrative Office

I solemnly swear to uphold the dignity of my office and conduct myself in such a manner as to reflect credit upon my department. I will serve the Chatham Township Volunteer Fire Department to the best of my ability. I will uphold the Constitution and By-Laws of this Department and faithfully execute the duties of the office I am about to enter.

Section 4: Oath of Trustee

I solemnly swear to uphold the dignity of my office and conduct myself in such a manner as to reflect credit upon the Chatham Township Volunteer Fire Department. I will review all matters without prejudice and I will be fair, impartial, and just in the discharge of my duties.

**ARTICLE
XVI**

**DISPOSITION OF
PROPERTY**

Section 1: Purpose. The Department shall have the ability to dispose of property belonging to the Department, which is no longer needed or useful. The term "property" would include any and all furniture, appliances, vehicles, and miscellaneous possessions owned and/or used by the Department.

Section 2: Method. The Review Committee has the responsibility of recommending the manner of disposition of any property no longer deemed useful to the Department, whether by advertised sale, auction, donation, or merely discarding it. In the case of an auction, the Committee would determine the starting bid. An advertised sale would be open to the Department members first, and then advertised to the public at a price determined by the

Committee

Section 3: Procedure. The Committee may recommend discarding individual property items at any business meeting if they each satisfy the following conditions:

Having no resale value.

Having a replacement value of less than \$ 100.00

A simple majority of members present at the regular monthly business meeting will decide whether the recommendation to discard is to be accepted.

Section 4: Other Dispositions. All property dispositions not covered by the rules of Article XIII, Section 3, must be treated according to the following rules:

It is the responsibility of the Committee to notify the membership, in writing, at least one week before the regular monthly business meeting, stating their recommendation pertaining to the disposition of a particular item. A two-thirds majority vote of the membership present at the meeting would be required before action could be taken upon the Committee's recommendation. The Committee would then be required to give written notice of the item to be sold, and the selling price as determined by the Committee, at least one month before the item is offered to the general public.

**ARTICLE
XVII**

**FORCE AND
EFFECT**

These Bylaws are subject to the provisions of the New Jersey Nonprofit Corporation Act (the "Act") and the Certificate of Incorporation of the Department, as they may respectively be amended from time to time. If any provision of these Bylaws shall be in conflict with a provision of the Act or the Certificate of Incorporation, then the provision of the Act or the Certificate of Incorporation shall govern to the extent of any such conflict.