

PALOMAR MOUNTAIN VOLUNTEER FIRE DEPARTMENT CONSTITUTION AND BYLAWS

ARTICLE 1 TITLE AND PURPOSE

1.1 Title

The title of this organization shall be the Palomar Mountain Volunteer Fire Department, hereinafter referred to as the Department.

1.2 Purpose

The purpose and objectives of the Department are the protection and preservation of human life and property from loss by fire; fire prevention and education; aiding persons in need or suffering due to accident or other circumstances perilous to human life and limb. The Department shall actively monitor and assure compliance with any leases or contracts entered into for such protection, preservation, and aid.

The Department shall be nonprofit, nonpolitical, and nonsectarian and shall not discriminate against any person because of race, creed, sex or national origin.

ARTICLE 2 BOARD OF DIRECTORS

2.1 Governance

The department shall be governed by a Board of Directors, herein referred to as the Board, consisting of (5) Board Members.

2.2 Compensation

Board Members serve without compensation.

2.3 Officers

The Board shall elect from among its membership (4) officers who shall be entitled:

1. President
2. Vice President

3. Secretary
4. Treasurer

The remaining member shall be a Member-at-Large.

ARTICLE 3 DEPARTMENT BOUNDARIES

The area served by the Department shall be as described in ATTACHMENT A.

ARTICLE 4 DEPARTMENT MEMBERSHIP

4.1 Membership

Membership in the department shall be all residents and owners of property or businesses within the Department's Boundaries as described in Article 3.

4.2 Honorary Members

Any person may become an Honorary Member of the Department upon unanimous approval of the Board.

ARTICLE 5 BUSINESS MEETINGS

5.1 Business Meetings

Regular business meetings of the Board shall be held at least once a quarter. Business meetings shall be held in accordance with applicable laws of the State of California pertaining to public organizations. Any person may attend these meetings but only those Members as described in ARTICLE 4 shall be entitled to vote should a floor vote be called by the President of the Board. The Board may adopt procedures for conduct of the meeting such as Robert's Rules of Order.

The Board shall conduct the business of the Department at the regular business meetings whenever possible.

5.2 Special Meetings

Special business meetings may be called by the President of the Board whenever deemed necessary and shall be called when requested by three (3)

Board members. Such meetings are open to all persons as provided by Section 5.2 preceding.

5.3 Notices

Notices are required for all meetings and shall be posted at least 72 hours prior to the meeting on the Department bulletin board. In case of a special meeting, the Secretary shall attempt to contact all members by telephone or other electronic means.

Notices of Annual General Meetings must be by announcement to all known property owners and residents within the Department boundaries described in Article 3 at least 20 days prior to the meeting date.

5.4 Quorum

No Departmental business shall be transacted at any business meeting unless three (3) of the five (5) members of the Board are present which shall constitute a quorum.

ARTICLE 6

ELECTION OF BOARD MEMBERS, OFFICERS, AND TERM OF OFFICE

6.1 Term of Office

The term of office of a Board Member shall commence immediately after the meeting at which the Board Member is elected, and shall be for a period of two (2) years. Two Board Members shall be elected in odd-numbered years and three Board Members shall be elected in even-numbered years.

6.2 Election of Board Member

An Annual General Meeting (AGM) for the purpose of electing Board Members shall be held on the Sunday of Labor Day Week-end or other date as chosen and announced by the Board. Elected Board Members shall assume office immediately following the AGM at which they are elected.

6.2.1 Nominating Committee

No later than its last regular meeting prior to the AGM, the Board shall appoint a member of the community, other than a Board Member, to chair a nominating committee for the purpose of nominating new Board Members.

The appointed chair of the nominating committee may appoint two other members of the community, other than Board Members, to serve as nominating committee members and shall solicit nominations.

6.2.2 The nominations will be closed 14 days prior to the AGM. Within 3 days of closing of nominations, the list of nominees shall be posted.

6.2.3 At the AGM, for elections all nominations will require a second and the acceptance of the nominee. Nominations from the floor will not be accepted.

6.3 Eligibility to Vote

Only those Members as described in Article 4 in attendance at the AGM who are at least 18 years of age are eligible to vote and to second candidates for office. A simple majority of the eligible voters is required to elect a candidate to office. There shall be available to the voters a reasonable opportunity for all nominees to solicit votes and to communicate to the voters the nominee's qualifications and reasons for the nominee's candidacy, and a reasonable opportunity for all voters to choose among the nominees.

6.4 Interim Vacancies

Vacancies in the Board may be filled by a majority vote of the remaining Board Members. The Board may declare vacant the position of a Board Member who is absent for three (3) consecutive regular Board meetings without prior authorization from the Board. A Board Member elected to fill a vacancy shall hold office until the expiration of the term of the predecessor.

6.5 Election of Officers

Immediately following the adjournment of the AGM, the highest ranking officer remaining on the Board shall convene an executive session of the Board for the purpose of electing officers of the Board. Board Members shall be eligible to place their own names in nomination or to nominate other Board Members as a candidate for an office. A second shall be required for all nominations. In the event that the number of candidates nominated and the number of officers to be elected are equal, and no office is contested, the Board may approve the officers as a slate. In the event that any office is contested, a vote by the Board must be held on that office. A simple majority of the Board Members present will be sufficient to elect officers.

ARTICLE 7 DUTIES AND RESPONSIBILITIES

7.1 Board of Directors

The Board shall have the duty and responsibility assuring fire protection and emergency medical services to residents and visitors within the Department boundaries, acting as a body at regular or special business meetings called by the Board, and enforcing compliance of the Constitution and Bylaws.

7.1.1 Administrative Assistant

The Board may employ an Administrative Assistant to assist in the day to day operations of the Department. The position shall be made available at the discretion of the Board.

7.2 President

The President shall preside over all business meetings and maintain proper order and decorum at all times. The President shall oversee all business functions, coordinate Board and Committee activities, and ensure compliance with Board directives. The President, or a Board Member appointed by the President, will be the designated contact for the station Captain or Chief for personnel and other issues that may require attention between regular board meetings.

7.3 Vice President

The Vice President shall perform all of the duties of the President in the President's absence or during the inability of the President to act and shall assume the office of President should it become vacant until the next regular election of the officers. The Vice President shall perform all duties assigned by the President.

7.4 Secretary

The Secretary shall have the following duties and responsibilities:

- a. Attend all business meetings and keep accurate minutes of all business transacted and the names of all Board Members present.
- b. Keep and maintain up-to-date business records, correspondence files and all records pursuant to the Corporation.
- c. Perform administrative duties for the Board.

7.5 Treasurer

The Treasurer shall have the following duties and responsibilities:

- a. Attend all business meetings.
- b. Receive all funds of the Department, maintain accurate records of all receipts and disbursements. Keep all financial records readily available for inspection and/or audit as requested by the Board. Keep

accurate records for all funds provided to the Department pursuant to donations, fund raising and, if applicable, grants, as required by the Board and local, state and federal regulations.

- c. Give a report of the Department's financial condition at each regular business meeting.

7.6 Member-at-Large

The Member-at-Large shall have the following duties and responsibilities:

- a. Attend all business meetings.
- b. Act as a community liaison for the Board.
- c. Perform any other duties as requested by the Board.

ARTICLE 8 COMMITTEES

The President of the Board shall appoint committee chairpersons and shall serve as an ex-officio member on all committees for the purpose of maintaining liaison with the Board. Committee Chairpersons retain the right to select their committee members. Committee members take directions from, and serve at the pleasure of, the Board.

ARTICLE 9 FUNDS

9.1 General Funds

All funds received by the Board, except as provided in the following sections of this Article, shall be maintained in a fund known as the General Fund and kept in a financial institution approved by the Board. Expenditures of said funds shall require approval of the Board and shall be by check drawn in the name of the creditor, signed by the Treasurer or by another member of the Board.

9.2 Special Funds

The Board may authorize special fund accounts for a specific purpose and such accounts shall not be used for any other purpose.

9.3 General Rules – Funds

All funds of the Department are subject to the following rules:

- a. Every expenditure must be supported by proper statements of indebtedness and receipts.
- b. Accurate records of every receipt and expenditure of funds shall be maintained with a separate account for each fund.
- c. No Departmental funds of any kind shall be used for:
 - 1. Personal gain of any person or organization.
 - 2. Political purposes
 - 3. Any purpose not authorized by these Bylaws

9.4 Donations

The Department may accept any gifts, legacies, donations and/or contributions in any amount and any form upon such terms and conditions as may be decided from time to time by the Board. The Board, at its discretion, may accept restricted gifts and having done so will agree to abide by the restrictions placed on the gift by the donor.

9.5 Fiscal Year

The fiscal year of the Department shall be July 1 through June 30.

**ARTICLE 10
AMENDMENTS TO THE BYLAWS**

Proposed amendments to these Bylaws shall only be presented at the Annual General Meeting and all Members present shall be eligible to vote on them. Passage shall require the favorable vote of three/quarters (3/4) of the eligible voters present at the Annual General Meeting and shall take effect immediately upon passage.

* * * * *

| | | |
|------------------|------------------|------------------|
| Amended 10-25-78 | Amended 11-16-85 | Amended 09-06-08 |
| Amended 10-26-83 | Amended 01-15-87 | Amended 09-05-09 |
| Amended 11-17-83 | Amended 12-18-87 | Amended 09-03-17 |
| Amended 05-23-85 | Amended 11-17-90 | |
| Amended 09-29-85 | Amended 08-31-97 | |

* * * * *

ATTACHMENT "A"
PALOMAR MOUNTAIN VOLUNTEER FIRE DEPARTMENT
CONSTITUTION AND BYLAWS

Department Boundaries
Palomar Mountain Volunteer Fire Department

[Legal metes-and-bounds description to be included]