



MEDINA VOLUNTEER FIRE DEPARTMENT, INC.
AMENDED BY-LAWS AND RULES OF ORDER
Medina, Texas

Formed and Incorporated under the Laws of the State of Texas
08 March 1974

NOTE: These Amended By-Laws and Rules of Order were adopted by a Majority Vote of the Board of Directors after Written Motion, and approved by the Members by a two-thirds vote of the Medina Voluntary Fire Department, Inc. on the 15th day of October, 2015. These By-Laws are effective as such date. The By-Laws amend, supersede, and supplant any earlier By-Laws, and the Board of Directors hereby RESOLVE these By-Laws amend and restate any and all prior By-Laws in their entirety, and are to read and state as follows:

ARTICLE I: NAME

SECTION 1. The Organization's name promulgating and subject to these By-Laws is the Medina Volunteer Fire Department, Inc. ("MVFD"). MVFD owns and operates its Fire Station and facilities located at 14302 Highway 16 North (P.O. Box 1650), Medina, Texas 78055.

ARTICLE II: VISION, MISSION, AND PURPOSE

SECTION 1. MVFD's vision, mission, and purpose are defined in the MVFD Standard Guidelines and Procedures.

SECTION 2. MVFD shall be a non-profit and non-political organization as set forth by the Texas Business Operations Code and any later revisions (formerly known as the Texas Non-Profit Corporation Act under which MVFD was initially organized), and the United States Internal Revenue Service.

ARTICLE III: ORGANIZATION AND MEMBERSHIP

SECTION 1. MVFD COMPONENTS. MVFD shall consist of membership and elected officers and directors. The elected officers and directors consist of:

MVFD By-Laws – September 2015

President
Vice-President
Secretary
Treasurer
Fire Chief
Sergeant-At-Arms
Six (6) Directors
The Six Directors comprise the Board of Directors

SECTION 2. MEMBERSHIP. Eligibility for MVFD membership shall be limited to persons who are: at least eighteen (18) years of age; citizens of the United States of America; of good moral character and of sound body and mind; who reside, own property, own a business, or are employed within the MVFD Protection Area or Mutual Protection Areas; and who qualify under Article III, Section 3: Classification. The Board of Directors will oversee MVFD Membership. MVFD will not refuse membership of an applicant due to race, color, sex, creed, or religious affiliation.

SECTION 3. CLASSIFICATION. MVFD membership shall have four (4) classes of members: (A) Active; (B) Inactive; (C) Honorary; and (D) Junior Firefighter.

- A. Active Members. Active Members shall have voting privileges and may be an officer or director.
- B. Inactive Members. Inactive Members are formerly Active Members who due to work commitments, family, or health reasons are no longer able to consistently attend regular meetings, but have expressed an intent to return to Active Membership; such members have no voting privileges.
- C. Honorary. Members that have been Active Members for more than ten (10) years, but due to age or health reasons are no longer able to consistently attend regular meetings. Such members have no voting privileges.
- D. Junior Firefighter. Members between the ages of 14 and 18 who meet the qualifications detailed in the MVFD Standard Guidelines and Procedures. A junior firefighter has no voting privileges.

SECTION 4. MEMBERSHIP APPLICATION. Application for new membership shall be submitted in writing according to this procedure:

- A. Applicant shall obtain an application from MVFD.
- B. The completed application, along with a copy of a valid current driver's license must be sent by United States mail to: MVFD, P.O. Box 1650,

Medina, Texas 78055.

- C. MVFD Membership Committee (as described in the MVFD Standard Guidelines and Procedures) will review the completed application. Anyone submitting an application gives MVFD permission to conduct a criminal background check and obtain a driving record. The application will be handled pursuant to the procedures set forth in the MVFD Standard Guidelines and Procedures.
- D. After an interview and review, MVFD Membership Committee will determine whether or not to recommend the applicant for membership and will forward such determination to MVFD President
- E. After the above steps have been completed, MVFD President will present the application to the Members at the next regular meeting, announce the MVFD Membership Committee's determination regarding membership recommendation, and the Active Members will vote. Applicant must be present at this meeting.
- F. Membership approval requires a two-thirds (2/3) approval of the quorum present at the meeting.

SECTION 5. PROBATIONARY PERIOD

- A. Applicants accepted for Active Membership shall be required to serve a probationary period as defined in the MVFD Standard Guidelines and Procedures.
- B. Membership status will be revoked if applicant fails to comply with the probationary terms. An applicant who wishes to appeal the revocation shall:
 - 1. Apply in writing to the Membership Committee regarding the revocation and setting forth extenuating circumstances (such as work conflict, health or illness, or other reasons).
 - 2. The Membership Committee may in its sole discretion set such conditions as deemed appropriate, pursuant to the procedures set forth in the MVFD Standard Guidelines and Procedures.

SECTION 6. CHANGE IN MEMBERSHIP STATUS

- A. Any active member who does not attend three (3) consecutive regular meetings, or six (6) regular meetings in a calendar year, without reasonable cause (as the MVFD Board determines in its sole discretion), or who violates these By-Laws and/or any provision of the MVFD Standard

Guidelines and Procedures, shall forfeit Active Member status and will be moved to Inactive Member.

- B. An Active Member whose status has been moved to Inactive Member, or whose membership has been terminated, shall not be entitled to vote on any matter, and for those Active Members who are Firefighters, they may not participate in fire scene activities unless specifically requested to do so by the Fire Chief. An Inactive Member may also not run for elected office or for Board of Directors, as further set forth herein.
- C. A change of membership status for an Active Member who is also an Elected Officer is subject to recall under Article VII, Section 2, paragraph H.

SECTION 7. MEMBERSHIP TERMINATION.

- A. A Member may be voted out by simple majority of the Board of Directors.
- B. Membership may be terminated and revoked if Member fails to meet or satisfy the membership requirements as set forth in the MVFD Standard Guidelines and Procedures, including, but not limited to, a felony conviction or unethical conduct.
- C. A Member whose membership has been terminated who wishes to be reinstated shall:
 - 1. Apply in writing to the Membership Committee for reinstatement pursuant to the procedures set forth in the MVFD Standard Guidelines and Procedures.
 - 2. The Membership Committee may in its sole discretion set such conditions for reinstatement as deemed appropriate, pursuant to the procedures set forth in the MVFD Standard Guidelines and Procedures.

SECTION 8. RETURN OF MVFD PROPERTY. Any person whose membership has been terminated or revoked shall promptly return to MVFD Fire Chief any MVFD-owned property, identification credentials, or other items or property where MVFD is responsible for possession and safe-keeping. Any property not returned shall be reported to law enforcement.

ARTICLE IV - ELECTION OF BOARD OF DIRECTORS

SECTION 1. All current Active Members are eligible to vote for the Board of Directors (“BOD”). Only members who have been active in MVFD for at least three (3) months with good standing before the BOD election may vote. Only Active

Members who have been with MVFD for at least three (3) months before the BOD election are eligible to be elected to the BOD. There will be no proxy votes for the BOD election.

SECTION 2. A Board of Directors, consisting of six (6) Active Members, shall govern the MVFD. BOD vacancies shall be filled by special election at the next regular meeting.

SECTION 3. The Board of Directors shall be elected by written, secret ballot at the MVFD annual meeting by a majority of the Active Members present and eligible to vote. Nominations shall be made by the Nominating Committee or by membership from the floor. Any BOD office not filled at the annual meeting, or any BOD office vacated during the year, may be filled at any regular meeting, or at a special meeting with proper notice (as provided in the MVFD Standard Guidelines and Procedures).

SECTION 4. All Board members or any nominee seeking a position on the BOD must meet the eligibility requirements provided in bylaws Article IV, Section 1, and must also maintain Active Membership status.

ARTICLE V: MEETINGS

SECTION 1. MVFD's regular business meeting shall be held on the third Thursday of every month throughout the year. The hour and place of the meeting shall be selected by the President. A quorum of four (4) Directors and twenty percent (20%) of the Active Members constitute the minimum number necessary to conduct and transact official and binding business regarding the MVFD during an official, regular, or special meeting.

SECTION 2. The presiding officers at any meeting shall follow the parliamentary procedures as set forth in Robert's Rules of Order.

SECTION 3. Only members of the BOD may vote on resolutions upon the floor for a vote. The presiding officer in his/ her sole discretion may require a vote by the Active Membership on certain items.

SECTION 4. No resolutions in support of any public candidate for political office shall be allowed upon the floor or voted upon.

SECTION 5. The order of business shall be:

1. Call to Order
2. Reading of the Minutes
3. Treasurer's Report

4. Chief's and Officer's Report
5. Committee and other reports
6. Discussion of Old Business
7. Discussion of New Business
8. Announcements
9. Dismissal of membership
10. Adjournment

SECTION 6. Firefighter and EMT training shall be held according to the Standard Guidelines and Procedures. For whatever reason the Fire Chief may postpone training.

SECTION 7. The Annual Meeting shall be held in November, with the time and place of the meeting designated in writing by the Board of Directors. Officers shall serve from the third Thursday of January and end on the third Wednesday of January each successive year of their election term.

ARTICLE VI: OFFICERS, DIRECTORS, AND DUTIES

SECTION 1. The Board of Directors' duty is to manage the MVFD's administrative affairs. The Board shall also set all MVFD administrative policies and procedures. The Board has the power to borrow money with the Active Members' approval. The Board shall also vote on all motions placed before it in any gathering of a Quorum or by electronic transmittal. A Quorum of Board Members is required before a vote may be taken on any motion. A Quorum shall consist of [four] members of the six member Board.

SECTION 2. The Active Members shall elect the following officers:

- A. President: The President shall be the MVFD executive officer and shall preside at all meetings. Except as may otherwise be provided, President may call special meetings to conduct emergency business only; appoint committees; have general supervision authority over all MVFD business matters; shall enforce these By-Laws; shall act as the MVFD's office representative at all official functions, hearings, and other matters regarding MVFD; and along with the Fire Chief and appropriate co-signers (as the case may be) sign all contracts, leases, purchase orders, and all other correspondence regarding MVFD as authorized or designated by the BOD. The President may vote only if there is a tie, and shall serve as a standing member on all committees (except for the Membership Committee).
- B. Vice-President: The Vice-President shall perform the President's duties when President is unavailable or unable to perform his/ her duties.

- C. Secretary: The Secretary shall keep and record Minutes of all meetings; prepare correspondence; maintain accurate records of member's contact information, including but not limited to addresses, phone numbers, and email addresses (if available); establish and maintain a permanent filing system and depository of MVFD records.
- D. Treasurer: The Treasurer shall receive, disburse, and account for all MVFD funds and monies. Treasurer shall establish and maintain a bank account in MVFD's name and Treasurer shall become bonded in an amount the Board determines, but in amount of no less than \$10,000.00. Treasurer shall render a financial report at each meeting, and such report shall become a part of the Minutes of that meeting. All disbursements require monthly review by the BOD and the President. The Treasurer shall require a co-signer as required herein by these By-Laws.
- E. Fire Chief: The Fire Chief shall
1. Establish all Operational guidelines and procedures.
 2. Be responsible for appointing Company and Staff Officers.
 3. Assume full charge of all members, apparatus, equipment, and other MVFD property while on parade, at drills, conventions, and at emergency scenes.
 4. Have the authority to call out members, apparatus, and equipment for any purpose incidental to Fire Chief's office.
 5. Assume full responsibility for all MVFD fire equipment, inventory, vehicles, and other MVFD property and to make sure of proper care, maintenance, and repair.
 6. Recommend the purchase of new equipment, as well as the update, repair, refit, retrofit, or replacement of existing equipment.
 7. Make sure adequate training programs are conducted in MVFD, and shall continue education in all firefighting methods and procedures by attending schools, drills, conferences, and other meetings.
 8. Recommend the purchase of suitable training manuals, textbooks, and other instructional materials.
 9. Have the authority to make sure proper disciplinary procedures and policies are maintained in the MVFD.
 10. Make such records and reports as the law requires, and maintain copies of same.
 11. Prepare an annual written budget to present to the MVFD Board of Directors for review and approval.
 12. Provide a written report at each regular membership meeting regarding emergency runs, and other calls.
 13. Designate and supervise the Assistant Fire Chief. The Assistant

Fire Chief shall perform all Fire Chief duties if Fire Chief is unavailable or unable to perform his/her duties.

14. Perform such other duties and functions as the MVFD Standard Operating Guidelines and Procedures may require.

F. Sergeant-At-Arms: The Sergeant-At-Arms shall:

1. Perform all duties related to the governing and management of the MVFD and all of its functions. Be responsible to maintain order during MVFD member meetings.
2. Be designated by the President and/or the Board of Directors to perform such other duties as may be requested, including but not limited to special assignments.

G. Directors: The six (6) MVFD Directors shall:

1. Perform all duties relevant to governing MFVD and its functions and purposes.
2. Be designated by President and/or Board of Directors to perform other duties from time to time, including but not limited to committee and special task assignments.

H. Terms of Office: MVFD Officers and Directors shall serve 2 (Two) year terms, with staggering of the commencement of the two-year terms, to provide leadership continuity. The commencement of said terms shall conform to the MVFD Standard Guidelines and Procedures.

I. Recall: Recall of any MVFD Officer or Member shall be started upon a written recall petition signed by at least twenty percent (20%) of the Active Members, or by a request for recall signed by a majority of the Board of Directors.

1. The signed petition shall include the reason(s), and provide legible names, addresses, and other contact information of all petition signers.
2. Recall actions shall be the first order of business at the next official MVFD meeting. The highest ranking officer shall preside over the meeting, and shall be convened as an open meeting of the Active Members. A quorum is required.
3. The vote on the recall of an officer and/or member shall be by written, secret ballot.
4. The highest ranking unrecalled officer shall appoint three (3) Active Members to count the ballots.
5. If two-thirds (2/3) or more of the tallied ballots vote in favor of recall, the named Officer shall be immediately relieved of all

duties, surrender all MVFD documents or records which may be in the Officer's possession, and return all identification credentials. The resulting vacant office will be refilled according to these By-Laws.

ARTICLE VII: COMMITTEES

SECTION 1. The Board of Directors and/or the President may appoint such committees deemed appropriate and necessary to conduct and carry on MVFD business. The type, duration, purpose, function, and compilation of the committees shall be at the sole discretion of the Board of Directors and/or President.

ARTICLE VIII: GENERAL

SECTION 1. AMENDMENTS: A BOD or Active Member may submit a written request to amend the By-Laws. The request must be sent by United States Mail to the MVFD address. Hand-delivered, faxed, emailed or other requests will be invalid. The BOD will consider the proposed amendment, and evaluate, among other reasons, for its merits, purpose, potential cost, legal implications, and general advisability. BOD may in its discretion request the amendment's proponent to personally appear before the BOD and discuss and if needed to clarify in writing the proposed amendment. The BOD shall approve the proposed, final amendment by a vote of the majority of the quorum present. If there is a tie, the President shall vote on the proposed amendment. If the BOD approves the proposed amendment as set forth herein, the BOD shall call a Special Meeting or schedule the vote on a regular meeting. As previously set forth herein, a quorum of four (4) Directors and twenty percent (20%) of the Active Members shall constitute the minimum number necessary to conduct and transact official and binding business regarding the MVFD vote on a By-Law amendment. Voting shall be on a secret paper ballot, shall be collected and tallied by two (2) Active Members appointed by the President, and the amendment(s) require a 2/3rd (two-thirds) or greater vote for approval. Any amendments conforming to the requirements set forth shall become effective in (30) thirty days after approval, and the Secretary shall incorporate such amendment(s) into the MVFD By-Laws as part of the formal records.

SECTION 2. NOTICE: A notice announcing any MVFD business involving a vote by Active Members shall be posted in accordance with the procedures set forth in the MVFD Standard Guidelines and Procedures. Such notice shall include, but not be limited to, placement in open view at the MVFD Fire Station.

SECTION 3. EXPENDITURES: All MVFD donations, monies, reimbursements, or other

funds collected or received by any MVFD representative must be promptly given to MVFD Treasurer to deposit in the MVFD account. Any withdrawals, payments, checks, or other expenditures taking money out of the MVFD account(s) must be signed by the MVFD Treasurer, and co-signed by the President or Vice-President as required by any financial institution on a signature card. All disbursement documents and instruments shall designate the purpose, reason, and account where the funds will be withdrawn. No expenditure, withdrawal, obligation, or other expense shall be made, authorized, or exceeds the MVFD funds available on account, including any earlier withdrawals which may have not been recorded on the MVFD account. The MVFD President may spend, reimburse, or repay any BOD, Officer, or Active Member in an amount not more than \$200.00, so long as the expense paid directly benefits MVFD. BOD may expand, as needed, the \$200.00 limit to facilitate and simplify paying back MVFD members for money spent on MVFD business.

SECTION 4. MVFD FIRE PROTECTION AREA: The area served by the MVFD is designated as the MVFD Fire Protection Area and is further described in the MVFD Standard Guidelines and Procedures. MVFD will make all reasonable attempts to provide emergency mutual aid to other nearby fire departments upon request, unless such mutual aid in the sole discretion of the Fire Chief would hinder, jeopardize, or render ineffective such fire or emergency services available to the MVFD Fire Protection Area, all as more fully described in the MVFD Standard Guidelines and Procedures.

SECTION 5. OFFICIAL RECORDS. MVFD shall collect, maintain records of all business transactions, meetings, agreements, financial audits, relevant financial information, meeting minutes, motions, votes, resolutions, and such other documents as needed. MVFD shall maintain such records as required by law or statute.

SECTION 6. DISSOLUTION: If MVFD is not able to operate or be financially able to support its public service obligation, at the BOD's sole discretion, MVFD may be dissolved as otherwise set forth in the articles of incorporation. If this happens, the MVFD membership shall approve to liquidate all, or part, of the MVFD assets to take care of any debts or other financial obligations. As set forth in the articles of incorporation, MVFD shall transfer or assign any remaining assets to other volunteer fire departments as set forth in any federal or state requirements, with the provision the assets be utilized to provide for fire-fighting and emergency response services in the MVFD Fire Protection Area.

DATE ENACTED: This the 15 day of October, 2015.

SIGNATURES OF DIRECTORS AND OFFICERS:

[Signature]
President

[Signature]
Vice-President

[Signature]
Secretary

[Signature]
Treasurer

[Signature]
Fire Chief

[Signature]
Sergeant At Arms

[Signature]
Director #1

[Signature]
Director #2

[Signature]
Director #3

[Signature]
Director #4

[Signature]
Director #5

[Signature]
Director #6