

ARTICLE I

Section 1. The name of the corporation shall be: Dallas Volunteer Fire Department, Incorporated.

Section 2. The principal office of the corporation shall be located at:

Dallas Firehouse
General Delivery
Dallas, West Virginia

ARTICLE II

Shareholders

Section 1. Shareholders of the corporation shall be residents of Marshall or Ohio County, West Virginia, or Washington County, Pennsylvania, who pay annual dues to said corporation upon acceptance by a majority of the shareholders.

Section 2. Each shareholder shall meet training criteria established by the corporation. Failure to meet said training criteria shall result in cancellation of shareholdership. Reinstatement of shareholdership shall be by majority vote of shareholders.

Section 3. Each shareholder in the corporation shall have one vote at any meeting of the corporation.

Section 4. Each shareholder shall have written notice five (5) days prior to any regular or special meeting of the corporation.

Section 5. Shareholders of the corporation are divided into classes as follows:

Senior class: 18 years of age or older;

Junior class: 17 years of age or younger.

Section 6. Junior class shareholders are ineligible to vote at regular or special meetings or to hold an office in the corporation and shall be exempt form annual dues.

ARTICLE III

Shareholders Meetings

Section 1. Annual meetings of the corporation shall be held at 8:00 o'clock p.m. on the first Monday in December of each year, at the principal office of the corporation, provided, however, that when such day shall fall upon a legal holiday, the meeting shall be held on the next succeeding business day. At such meeting, the shareholders shall elect officers and directors to serve in the next year. Said year shall be from January 1 to December 31.

Section 2. Special meeting of the shareholders may be called at any time by the President or by the Directors, and it shall be the duty of the Directors or President to call such a meeting when requested by any of the ten officers or directors.

Section 3. Notice of the time and place of all annual and special meetings shall be mailed by the Secretary to each shareholder five days prior to the date thereof.

Section 4. The President shall preside at all meetings pursuant to Article IV.

Section 5. Every shareholder shall have the right to vote, in person, for as many persons as there are directors or managers to be elected, or to accumulate said votes and give one candidate as many votes as the number of directors to be elected, or distribute said votes on the same principle among any number of candidates.

Section 6. A quorum for the transaction of business at any shareholders meeting, regular or special, shall be eight (8) or more of the shareholders, though less than a quorum may adjourn the meeting to a future time.

ARTICLE IV

Officers

Section 1. The officers of this corporation shall be President, Vice President, Secretary, Treasurer, Chief and five Directors, who shall be elected for a term of one year and shall hold office until their successors are duly elected and qualified. No one shall be eligible for any office who is not a shareholder of the corporation. Any officer who ceases to be a shareholder shall cease to hold office as soon a successor is appointed by the President or until a successor is elected.

Section 2. The President shall preside at all shareholders meetings, shall have general supervision over the affairs of the corporation and over the other officers, shall sign all written contracts of the corporation, shall countersign all checks, shall perform all other duties as are

prescribed by the Board of Directors, and shall perform all other duties incident to the office. The President shall be one of the ten directors.

Section 3. In case of the absence or disability of the President, his/her duties shall be performed by the Vice President. The Vice President shall be one of the ten Directors.

Section 4. The Secretary shall issue notices of all directors and shareholders meetings, shall attend and keep minutes of all meetings, shall have charge of all corporate books, records and papers, shall attest with his/her signature written contracts of the corporation, and shall perform all other duties as are incident to the office. The Secretary shall be one of the ten directors.

Section 5. The Treasurer shall have custody of all money and securities of the corporation, shall give bond, in such sum and with such sureties as the directors may require, conditioned upon the faithful performance of the duties of the office. The Treasurer shall sign all checks of the corporation, shall keep regular books of account and shall submit them, together with all vouchers, receipts, records and other papers, to the directors for their examination and approval as often as the directors may require; and shall perform all other duties as are incident to the office. The Treasurer shall be one of the ten directors.

Section 6. The Chief shall be responsible for the duties same as the other officers and directors and shall be in charge of the activities at the fire scene and at the fire house. The Chief shall be one of the ten directors.

Section 7. The directors of said corporation shall be elected to fill the five remaining offices to constitute a Board of ten directors.

Section 8. Should a member be elected to two positions as officer, then one more director shall be elected to maintain a total of ten directors, counting his/her office or offices as one.

Section 9. Only “active” members shall be considered for the positions of fire ground or fire command officers.

Section 10. “Active” members are those individuals who participate in the operational functions of the organization in an effort to meet the goals and objectives of the department and who meet the following criteria:

1. Participation in a minimum of twenty-five percent (25%) of the operational and fire emergency activities of the department.
2. Participation factor is to be determined over a period of three (3) months. If, in that period, the participation rated drops below twenty-five percent (25%), then the member is on probation. During the next three (3) months, if the participation factor increases sufficiently to average twenty-

five percent (25%) for a six (6) month period, then the member remains in the active classification.

Should the twelve (12) month average fall below the twenty-five percent (25%) factor, then the individual is placed in the “inactive” classification.

It shall be at the discretion of the department how long an individual may remain on the “inactive” list. However, it is advisable to determine a specific time period.

Section 11. “Inactive” members are those individuals whose participation in the operational activities of the department is less than twenty-five percent (25%) over a twelve (12) month period.

Section 12. “Junior” members are individuals under the age of eighteen (18) years and who may not participate in any activity of the department considered to be of hazardous nature, unless said individual is under the immediate supervision of a fire line officer.

Section 13. “Senior” members are individuals eighteen (18) years of age or older and legally considered to be an adult.

Section 14. “Honorary” membership is bestowed upon an individual for various reasons as determined by the membership of the department, usually as special recognition of an individual. This individual does not participate on a regular basis in the day-to-day affairs of the corporation and has no vote.

ARTICLE V

Finance

Section 1. The funds of the corporation shall be deposited in such bank or trust company as the directors shall designate and shall be withdrawn only upon the check or order of the Treasurer, countersigned by the President.

ARTICLE VI

Partisanship

Section 1. This corporation shall be non-partisan.

Section 2. Any member of this corporation, or visitor to any meeting thereof, either shareholders or directors, shall be barred from mentioning, discussing, or talking about politics, or political matters.

ARTICLE VII

Committees

Section 1. Committees shall be appointed by the President at any time to serve during his/her term of office and committees shall be appointed as needed.

ARTICLE VIII

Meetings

Section 1. In addition to the annual meeting, which shall be held on the first Monday of December of each year, the shareholders of this corporation shall meet on the third Monday of each month, at 7:00 o'clock p.m., except when said meetings shall be dispensed with by a majority vote of the members present, provided a quorum shall be attendance, and when a regular meeting is not attended by a quorum, those present may adjourn the meeting to a later date.

Section 2. Officers shall be formally installed at the first meeting in January of each year, and the retiring officers shall present their report covering the preceding year's work.

Section 3. Special meetings of the corporation may be called by any one of the ten directors in said corporation by a petition, notice of which said special meeting must be given by the Secretary on receiving said petition, and said notice shall be given at least five (5) days in advance in all cases.

Section 4. Special meetings may be called to which the public is invited to attend, if approved by a majority vote of any regular meeting when a quorum shall be present at the said meeting.

Section 5. Work night is every Monday night from 7:00 o'clock p.m. to 9:00 o'clock p.m.

Section 6. Shareholders of this corporation shall be excused from the 25 percent (25%) minimum of participation of the operational and fire emergency activities of the department if he/she is working or attending school at the time that these activities take place.

ARTICLE IX

Dues and Contributions

Section 1. Annual dues of this organization shall be One Dollar (\$1.00), payable in advance, in person, for the calendar year at any regular monthly meeting.

Section 2. Initiation fee for new members shall be One Dollar (\$1.00), which fee shall be applied to the payment of dues for new members at any monthly meeting in person.

ARTICLE X

Order of Business

Section 1. The order of business at meetings shall be: Pledge of Allegiance to the Flag, roll call of the officers, reading of the minutes, communications, payment of bills, reports of officers, reports of committees, unfinished business, new business, announcements, adjournment, program. This order of business may be suspended or changed at any time by a majority vote, a quorum being present.

ARTICLE XI

Parliamentary Authority

Section 1. All meeting of the shareholders of this corporation, and all public meetings conducted by said corporation, shall be conducted pursuant to Robert's Rules of Order, and all questions of procedure shall be decided pursuant to Robert's Rules of Order.

ARTICLE XII

Amendments

Section 1. Amendments to these by-laws may be made by a vote of the shareholders when eight (8) shareholders or more are present at any annual shareholders meeting, or at any special shareholders meeting, when the proposed amendment has been set out in the notice of such meeting.

Section 2. Any amendment shall be brought at two (2) meeting and voted in at the second meeting.

ARTICLE XIII

Operation

Section 1. Fire departments shall operate in compliance with federal, state, and local statutes, laws, rules, and regulations.