

# Fire Prevention Association of Nevada

## CONSTITUTION AND BYLAWS

### Article I. Name and Title

#### Section 1.01

Designation The name of this organization shall be the Fire Prevention Association of Nevada.

#### Section 1.02

Establishment. Reference in the Constitution and Bylaws to “the Association” shall refer to the Fire Prevention Association of Nevada as set forth in Section 1.01 above.

### Article I. Purpose

#### Section 1.01

Principle. To enhance the fire and life safety of the citizens and visitors of the State of Nevada by supporting the adopted Fire Codes within the State, providing fire and life safety programs to the general public, and promoting training and certification among the Association members.

#### Section 1.02

Collaboration. To facilitate cooperation and improve communication between Nevada's fire departments, State and Municipal public safety agencies, and related businesses that have fire prevention and life safety mandates.

### Article II. Incorporation

#### Section 2.01

Listing. The Association shall be registered and filed as a non-profit corporation in the State of Nevada. The adopted Bylaws at the time of incorporation, or as amended hereafter, shall be subservient to the Articles of Incorporation.

### Article III. Affiliation

#### Section 3.01

Relationship. The Association has established itself as a Chapter of the International Fire Marshals Association (IFMA), a membership section of the National Fire Protection Association (NFPA). The Association will hold harmless and indemnify the NFPA and/or the IFMA from and against any and all suits, damages, loss, costs, or other liabilities which may threaten or accrue to the IFMA or the NFPA, as a result of the

acts or activities or failure to act by this Association. When the Association conducts business related to IFMA, the Association shall comply with and adhere to all applicable requirements and restrictions of the Constitution and Bylaws of IFMA as such pertain to chapters thereof. This includes but is not limited to those requirements set forth in Article 7 of the Constitution or Bylaws of IFMA or any succeeding amendment thereto.

#### Section 3.02

Alliance. The Association is a Chapter of the Uniform Fire Code Association (UFCA), which is included in the membership of the Western Fire Chiefs Association. When the Association conducts business related to the UFCA, the Association shall comply with and adhere to all applicable requirements and restrictions of the Constitution and Bylaws of this organization as such pertain to chapters thereof. The Association will hold harmless and indemnify the UFCA from and against any and all suits, damages, loss, costs, or other liabilities which may threaten or accrue to these organizations, as a result of the acts or activities or failure to act by this Association.

#### Section 3.03

Division. The Association is a Chapter of the International Code Council (ICC). When the Association conducts business related to the ICC, the Association shall comply with and adhere to all applicable requirements and restrictions of the Constitution and Bylaws of those organizations as such pertain to chapters thereof. The Association will hold harmless and indemnify the ICC from and against any and all suits, damages, loss, costs, or other liabilities which may threaten or accrue to the ICC as a result of the acts or activities or failure to act by this Association.

#### Section 3.04

Affiliate. The Association is a voting member of the Nevada Injury Prevention Task Force, a coalition of agencies with the mandate to identify and reduce both violent and unintentional injuries in the State of Nevada.

### **Article IV. Membership**

#### Section 4.01

Membership. Membership shall be open to all active, retired, paid, or volunteer fire department personnel, Fire and Life Safety Industry representatives, government agency representatives, and any other individuals who desire to promote and support fire and life safety in the State of Nevada.

- (a) Regular members. Regular membership shall consist of active paid or volunteer fire department personnel and any others employed by Nevada public service agencies which are responsible for fire and life safety. All regular members must be in good standing as defined in Section 5.02.

- (b) Honorary members. Honorary membership shall include any elected official of the various governmental agencies in the State of Nevada, Commanding Officers of any federal military installation located within the State of Nevada, and State of Nevada Officers including the Director of Public Safety and the State Fire Marshal.
- (c) Retired members. Retired members shall be those regular members that have retired from active service who have been a member of the Association in good standing. Retired status shall be granted upon the application review and approval by the executive board.
- (d) Industry members. Industry members shall consist of fire and life safety businesses which are operating in the State of Nevada and desire to promote and support the Association's stated purpose. This membership entitles the member business personnel the professional benefits of the Association. Said business shall be entitled to only one Association membership.
- (e) Non-Resident members. Non-Resident members shall enjoy all of the rights and privileges of membership with the exception of voting and holding elected positions. This membership is intended for those who do not reside in the State of Nevada but still wish to receive the individual professional benefits of Association membership.

#### Section 4.02

Maintenance of Good Standing. Membership in good standing includes any person who meets the membership criteria as addressed in Section 5.01, is not delinquent in payment of the Association's annual dues as outlined in Section 5.04, has not been separated from the Association for reasons outlined in Section 5.03, and has attended no less than three (3) regular meetings within a twelve (12) month period.

#### Section 4.03

Separation. When any member in good standing becomes delinquent in paying annual Association dues or conducts themselves in a manner that may bring discredit to the Association in name and/or purpose, said member may be suspended and/or separated from the Association. The decision to suspend and/or separate a member shall be determined through secret paper ballot at a regular meeting or internet balloting system with a specific deadline to be announced in advance by the Executive Board. The President will notify the member in question of the upcoming vote to separate, give the reasons for said vote, provide an opportunity for the member to address the Membership before the vote is taken, and issue the results of the vote. A suspended and/or separated individual may, after a period of one year, request re-instatement to the Association, which again will be determined by a vote of the eligible members of the Association. Any member in good standing may resign at any time from the Association

by filing a written resignation with any Executive Officer of the Association.

#### Section 4.04

##### Dues.

Annual Association dues shall be as follows:

Regular members	\$25.00
Honorary members	No dues
Retired members	\$10.00
Industry members	\$100.00
Non-Resident members	\$25.00

Annual Association dues shall be paid on a calendar year basis with the calendar year beginning in the month of January. At the end of the current calendar year (month of December) the Association Treasurer shall notify all dues paying members in good standing of the required upcoming annual dues payment. To remain in good standing, all membership dues must be received by the Association Treasurer no later than March 1<sup>st</sup> of the calendar year in which they are due.

#### Section 4.05

Voting Rights. Voting members as defined in Section 5.01 (a) & (d) in good standing shall be eligible to cast votes on any and every motion brought before the organization at any meeting. Industry members as defined under Section 5.01 (d) shall be allowed one vote per paid Industry Membership and shall cast their vote through their designated industry representative. Honorary, Retired, and Non-Resident members may participate in discussions and request items to be placed for a motion by the Executive Officers, but shall not be entitled to cast a vote on any motion brought before the membership at any meeting.

### **Article V. Executive Board & Elections**

#### Section 5.01

Executive Board. The Executive Board of the Association shall consist of four Executive Officers and five other representative members. The Officers include a President, Vice-President, Secretary, and Treasurer. The representative Executive Board members include the Immediate Past President, an elected Industry Representative, and three Regional Representatives, each of whom shall be elected from among the Regular members in good standing as defined in Section 5.01, (a) & (d). Terms of office for all Executive Board members shall be two (2) years or until a successor is elected or appointed, as appropriate. The President, Secretary, Regional Representatives, and Industry Representative shall be elected on the odd numbered years and the Vice-President and the Treasurer shall be elected on the even number years.

### Section 5.02

Duties. The following shall be the duties and the responsibilities of each of the Association's Executive Officers and representatives. These duties are not all-inclusive and may be added to and/or changed to maintain the purpose of the Association as stated in Article II.

- (a) President. The President shall call all regular, executive board and special meetings, shall preside at such meetings, shall supervise the conduct of all business to come before the membership, shall be authorized to sign or countersign Association checks, and shall be authorized to execute on behalf of the Association any documents requiring such signature. The President shall appoint such committees and create programs as may be authorized by the Association and shall have general supervision of the activities of the other officers, program directors and chairman of committees. The President shall attend, represent, and report on the activities of the Association at the regular meeting of the Nevada Fire Chief's Association and any other Association's meeting or function as directed by the Membership. The President, or presidential designee, shall represent the Association at the IFMA annual meeting, UFCA annual meeting, and ICC annual meeting. The President shall also serve as Chair of the Fundraising Committee. The President shall enforce strict observance of the Bylaws of the Association. The President shall function as the executive head of the Association.
  
- (b) Vice-President. The Vice-President shall, in the event of the temporary absence or disability of the President, assume all the duties of the President and shall otherwise assist the President as the latter shall require; shall be authorized to sign and/or countersign Association checks. The Vice-President shall also serve as Chair of the Public Education Program. The Vice-President shall be responsible for managing grants and contracts.
  
- (c) Secretary. The Secretary shall keep a record of all proceedings and attendance of meeting(s) and act as custodian of all records and properties of the Association; shall attend to all correspondence of the Association; and shall be authorized to sign and/or countersign Association checks. The Secretary shall maintain the official list of Association members in good standing, which shall be kept accurate and current and be made available to the Membership upon request. The Secretary shall maintain and update, as needed, the annual list of officers as required by the State of Nevada Secretary of States Office for incorporation. The Secretary shall, in the event of the temporary absence or disability of the President and Vice-President, assume all the duties of the latter.

- (d) Treasurer. The Treasurer shall receive and account for all monies of the Association and shall make payments in such amounts and for such purposes as authorized by or in accordance with the provisions of these Bylaws. The Treasurer shall collect, record, and maintain any receipts submitted for payment by the Association. The Treasurer shall collect and log Association dues and send dues notices to Association members at the end of the calendar year, shall report to the membership the financial status of the Association at every monthly membership meeting, shall provide at the request of the Audit Committee all financial records for the purpose of conducting the annual audit, and shall be authorized to sign and/or countersign Association checks. The Treasurer shall deposit all Association monies in a bank approved by the Executive Officers. Upon the election of a new Treasurer, the outgoing Treasurer shall surrender all Association financial records at the time the new Treasurer takes office. The Treasurer shall, in the event of the temporary absence or disability of the President, Vice-President, and Secretary, assume all duties of the latter.
- (e) Immediate Past President: The Immediate Past President shall serve on the Executive Board for no less than one (1) year after the election of a new President. The Immediate Past President shall serve as an advisor to the current Executive Board, perform duties as directed by the current Executive Board, and promote the Association. The Immediate Past President shall not have the authorization to sign and/or countersign Association checks. The Immediate Past President shall not assume the duties of any current Executive Board member unless directed by the current President of the Association.
- (f) Regional Representatives: The Regional Representative shall serve on the Executive board for a term of no less than two (2) years. Each Regional Representative shall be elected by members of the Association from each respective region as defined in Article XIII. Each Regional Representative shall be responsible for conducting regional meetings, acting as a point of communication between the regional members and the Executive Board, and forwarding all monies and administrative items to the Treasurer and Secretary. The Regional Representatives shall not have authorization to sign and/or countersign Association checks. If an elected Regional Representative is unable to complete their term, the President shall assign a Regional Representative to serve the remainder of the term. The region shall elect a new representative at the completion of the term.

Industry Representative: The Industry Representative shall serve on the Executive Board for a term of no less than two (2) years. The Industry Representative shall be nominated and elected from among Industry Members in good standing. The Industry Representative shall serve as a point of communication for providing business members' interests and concerns to the Executive Board. The Industry Representative shall not have authorization to sign and/or countersign Association checks. If an elected Industry Representative is unable to complete their term, the President shall assign an Industry Representative to serve the remainder of the term. The Industry members shall elect a new representative at the completion of the term.

#### Section 5.03

Eligibility for office. Any Voting member in good standing as defined in Section 5.01, (a) and Section 5.02 is eligible to be a candidate for an Executive Officer position in the Association. Honorary, Retired, Non-Resident, and Industrial members are not eligible to be officers in the Association, with the exception that Industrial members are eligible for nomination and election to the Industrial Representative position.

#### Section 6.04

Nominations. Nominations for elective office shall be submitted and made through email until the last business day in the month of May. Any and all members in good standing may nominate eligible members for office. All names submitted as nominees shall be posted in the meeting minutes and the Secretary must then contact said nominee. No nominee will be accepted unless that person approves either verbally or in writing their nomination for office.

#### Section 6.05

Rights of Candidates. Every candidate for office shall have the right to distribute campaign literature, by mail or otherwise, to all members in good standing at the candidates' own expense. All candidates for office shall have equal access to the Association's membership list.

#### Section 6.06

Election Committee and Procedures. The President shall appoint an Election Committee that will be responsible for the distribution and tabulation of the election ballots. The election shall take place before the annual Association meeting in June. The specific date, time, and location of this meeting shall be announced to the membership at least two months prior to the meeting date. The election shall be conducted by secret paper ballot at the annual meeting or internet balloting system with a specific deadline to be announced in advance by the Executive Board. A candidate receiving a simple majority of the votes cast by the eligible voting members shall be declared elected. In the event no candidate receives a majority of votes cast on the first ballot, additional ballots shall be conducted by dropping the candidate with the least number of votes until one candidate receives a simple majority.

#### Section 6.07

Length of Office. Newly elected officers shall take office at the Association's regular meeting in July and shall serve until the end of June two (2) years later or until their successor is elected or appointed as appropriate.

#### Section 6.08

Vacancies. If the office of President shall become permanently vacant for any reason, the Vice-President shall succeed to the office of President for the un-expired portion of the term. If the office of Vice-President shall become permanently vacant, it shall be filled by an interim election for the un-expired portion of the term. Secretary, Treasurer, Industry Representative, or Regional Representative Vacancies shall be filled by an interim appointment by the President, subject to confirmation by the membership.

#### Section 6.09

Removal from Office. Any Executive Officer, for the abuse of authority or for misconduct in office, may be removed from the office by a vote of two-thirds of the entire Association voting membership. Any such vote shall be based upon written charges provided to each Regular member of the Association at least two (2) weeks prior to the meeting at which the matter of removal is to be considered and voted on.

### **Article VI. Committees/Programs**

#### Section 6.01

Establishment. The President shall establish from time to time such committees, as may be deemed necessary and proper to fulfill the purpose of the Association as defined in Article II. The Regional Representatives may appoint committees concerned with regional business.

#### Section 6.02

Appointment. The President shall appoint all committee chairpersons and program directors. An Executive Officer may not serve concurrently as a Program Director. Any Association member in good standing, as defined in Section 5.01 and 5.02, may volunteer to serve on a committee or be appointed as a committee chairperson. Each Regional Representative will assign regional committee chairpersons for each committee appointed to conduct regional business. The Regional Representatives shall accept regional committee volunteers from members in good standing from within their respective region.

#### Section 6.03

Term. Membership on all committees shall automatically expire upon the expiration of the term of office of the President.

#### Section 6.04

Ex-Officio Membership. The President shall be an ex-officio member of each committee, except the Audit Committee and Election Committee.



#### Section 6.05

Standing Programs. The following programs shall be considered as standing programs:

- Public Education
- Fireworks Safety
- Fundraiser
- Special Events

#### Section 6.06

Committees. A committee fulfills a specific need of a standing program.

- A committee raises, manages, disperses, and accounts for the committee's monies as a separate line item in the Annual Budget.
- A committee must provide a monthly report to the treasurer.
- A committee is an element of a permanent program and the members change at the request of the Association's Executive Board with approval from the membership and committee members.

Current committees include:

- Youth Firesetter Intervention Committee
- Sesame Street Committee
- NFPA Risk Watch Committee
- Golf Tournament/Fundraiser Committee

### **Article VII. Meetings**

#### Section 7.01

Regular Regional Meetings. Regular Regional membership meetings of the Association shall be held on the third Wednesday of every third (3<sup>rd</sup>) month; this schedule may be modified to meet the needs of the region. The Executive Board, in July of each year, shall establish the schedule for Semi-annual statewide association meetings. If any such date of a regular meeting shall fall on a legal holiday, then it shall be postponed until the same day of the following week. There shall be no regular meeting in the month of October in recognition of Fire Prevention Month. Any meeting may be vacated by a vote of the membership at the preceding regular meeting.

#### Section 7.02

Executive Board Meetings. The Executive Board shall meet quarterly on a day selected by the Board. This meeting shall be held as determined by the Executive Board. Two (2) of the four (4) meetings may be held electronically. It is the hope of the Executive Board to meet in person two (2) times a year; the Northern meeting will take place in late spring and the Southern meeting will be held in the fall. Both meetings will be in conjunction with the semi annual membership meetings and with the annual fund raiser (i.e. golf tournament or other fund generating event).

#### Section 7.03

Annual Meeting. An annual meeting for the purpose of electing Executive Board members shall be held at the time set for the regular meeting in June.

#### Section 7.04

Special Meeting. Special meetings shall be called only in accordance with the provisions of this section as follows:

- (a) Upon the call of the President. The President may call a special meeting at any time for any purpose.
- (b) Upon petition. Upon a written petition signed by not less than one-fifth (20%) of the regular members, the President shall call a special meeting for the purpose(s) set forth in such petition.

All members in good standing shall be notified of such special meetings at least seventy-two (72) hours prior to the same. The notice shall state the business to be considered at said meeting and no other business than that stated shall be in order.

#### Section 7.05

Quorum. The quorum for any meeting (regular or special) of the membership shall be no less than ten percent (10%) of the eligible voting membership.

#### Section 7.06

Rights of Members at Meetings. Every member in good standing shall have the right to attend any meeting and to participate in such meeting in accordance with the recognized rules as set forth in the manual of parliamentary procedure adopted by this Association.

#### Section 7.07

Conduct of Meetings. All meetings shall be conducted under normal and customary parliamentary procedures. Actions shall be taken only upon motion duly seconded and approved by a simple majority of those voting members present. Votes shall be taken on the basis of "ayes" and "nays" except that upon the request of any member, or the vote is too close to be determined by vocal "ayes" and "nays", the President shall call for a vote by the showing of hands or by internet balloting (in a regional meeting, the regional representative shall represent the President). Any vote upon the question to suspend and/or separate a member in good standing as defined in Section 5.02 or remove any Executive Officer under the provisions of Section 6.09, shall be on the basis of a secret ballot.

#### Section 7.08

Mail, telephone, or proxy votes. No mail, telephone or proxy votes shall be permitted on any matter. E-mail votes or other internet balloting system may be accepted as determined by the Executive Board.

### **Article VIII. Finances**

#### Section 8.01

Financial Resources. Financial resources of the Association shall consist of monies paid to the Association by:

- Dues for membership
- Registration fees collected for attendance or participation at educational or business events sponsored by the Association.
- The sale of materials or items offered by the Association for promotional purposes.
- Grants awarded specifically for meeting the purpose of the Association as defined in Section 2.01.
- Donations and gifts specifically designated to enhance the Association's ability to provide fire and life safety public education programs to the citizens and visitors of Nevada. No donation or gift shall be solicited and/or accepted by the Association so as to create the appearance of a conflict of interest.

#### Section 8.02

Deposit of Funds. The Treasurer, as custodian of all funds of the Association, shall jointly establish an account with a financial institution with the following Executive Officers, into which shall be deposited all monies paid to the account of the Association. The President, Vice-President, Secretary, and Treasurer shall each be designated as a signatory for checks or other orders of withdrawal or disbursement of funds from the account.

#### Section 8.03

Petty Cash. The Treasurer shall establish a "Petty Cash" account in the amount of not less than one-hundred (\$100.00) dollars for the purpose of covering small, routine expenses of the Association (I.E., stamps, mailings, etc.). Petty cash expenditures shall be approved by no less than two (2) Executive Board members. Receipts or other evidence of expenditures satisfactory to the Treasurer and setting forth the purpose for which expended shall support all disbursements from this account.

#### Section 8.04

Disbursement. Except for the Petty Cash account, no funds shall be disbursed by check or other order of withdrawal unless said check or order of withdrawal is signed by any two (2) of the following: President, Vice-President, Secretary, or Treasurer.

#### Section 8.05

Accounts and Reports. The Treasurer shall keep an accurate accounting of all funds paid into and disbursed from the Association's account and shall submit to the membership at least monthly a detailed accounting of all funds so received and disbursed. Special reports may be requested upon a vote of the majority of the regular members.

#### Section 8.06

Audit. Upon the election of a new Treasurer, and at no less than two (2) year intervals, the President shall appoint an Audit Committee. The Audit Committee shall consist of three (3) members of the Association who are not currently Executive Officers of the Association, including the Past Immediate President, to audit the Association financial accounts. The Audit Committee shall be appointed in accordance with the provisions of Article VII and shall have the responsibility for ensuring that all monies received and disbursed have been properly authorized and that all accounts are current and properly balanced. The Executive Board may elect to hire an outside party to conduct the audit.

#### Section 9.07

Bonding. Each Executive Officer of the Association shall be bonded in an amount of five thousand (\$5000.00) dollars under a personal or a blanket fidelity bond issued by a company licensed for this purpose in the State of Nevada. The cost of such bond(s) shall be paid from Association funds.

#### Section 9.08

Dissolution. If this Association is forced to dissolve, all funds in its possession shall be donated to a Nevada registered 501.c.3. Whichever organization receives this funding, it must provide a service similar to the FPAN and it must provide that service to the citizens of the state of Nevada.

### **Article IX. Amendments**

#### Section 10.1

Method. Amendments to the Bylaws must be submitted in writing to the Executive Board of the Association. The President shall then appoint a Bylaw Committee to review the proposed amendment. The Bylaw Committee shall consist of at least three (3) members of the Association who are not currently Executive Officers of the Association. The Bylaw Committee shall be appointed in accordance with the provisions of Article VII and shall have the responsibility of reviewing the proposed amendment and making recommendations to the Executive Board and the membership.

Section 10.02

Notes. No changes or amendments to the Bylaws shall be made until such changes or amendments to the Bylaws have been submitted, in writing, to the membership and discussed at two (2) consecutive general membership or special meetings. Following such discussions, a vote may be authorized in accordance with Section 8.07.

Section 10.03

Effective Date. Any changes or amendments to the Bylaws approved in accordance with the provisions of this Article shall become effective immediately upon its approval and adoption.

**Article X. Miscellaneous**

Section 11.01

Bylaws. Every member of this Association in good standing shall receive a copy of the Bylaws. The bylaws shall be posted on the Association website.

Section 11.02

Financial. No member of this Association shall give out protected financial information of the Association for public use unless authorized to do so by the Executive Board of this Association.

Section 11.03

Legal. The Executive Board may engage an attorney to conduct whatever legal proceedings it may deem necessary and may consult an attorney at its own discretion.

## **Article XI. Monthly Meeting Agenda**

### Section 12.01

Adjournment. A motion for adjournment is not in order until the completion of the agenda (order of business). Said motion for adjournment does not have to be seconded.

- Call the Meeting to Order
- Training/Presentation (if scheduled)
- Approval of Minutes
- Treasurer's Reports
- Committee Reports
- Unfinished (Old) Business
- New Business
- Report for the Good and Welfare of the Association
- Adjournment

## **Article XII. Regional Divisions**

### Section 13.01

Regions. The regions shall be divided by the following county lines. Each region shall elect a Regional representative to serve two years. Their duties are spelled out in Section 6.02 (f).

<b>Region I</b>	<b>Region II</b>	<b>Region III</b>
Clark	Lyon	White Pine
Nye	Churchill	Eureka
Lincoln	Mineral	Lander
Esmeralda	Douglas	Elko
	Storey	
	Pershing	
	Humboldt	
	Washoe	
	Carson City	

**Signatures of Acceptance**

(Sign and Date)

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President

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Vice - President

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Treasurer

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Secretary