

Tonto Hills Volunteer Fire Department Bylaws revised July 30, 2022

Article I Name, Objective, Composition

Section 1

Name. The name of this organization will be the Tonto Hills Volunteer Fire Department Inc. (THVFD).

Section 2

Objectives. The mission of this organization is to bring together people who are interested in fire prevention/protection, to discuss ways and means to better the fire department, to provide fire protection from wild land fires and to develop a bond of friendship and understanding among members of this department.

Section 3

Composition. Officers and Directors of the fire department will be comprised of members who reside in the Tonto Hills subdivision.

Article II Officers and Directors

Section 1

Officers. Officers of the fire department will be president, vice-president, secretary, treasurer.

Directors. Directors of the fire department will be chief, assistant chief, captain. An additional two directors may be voted to serve as captains.

Section 2

Elected officers. The president, vice-president, secretary and treasurer must reside in the Tonto Hills subdivision. Only active and associate members of the department have the right to hold office on the THVFD board of directors. These members must be in good standing with Tonto Hills Improvement Association.

Section 3

Elected Directors. Directors of the fire department will be active members and must reside in the Tonto Hills subdivision. These members must be in good standing with Tonto Hills Improvement Association.

Section 4

Outside services may be acquired by the fire department through a private provider on an as-needed basis.

Section 5

Terms of Office. Elected officers and directors will hold terms of two years. or until their successors have been elected and qualified. Appointed officers will hold office until the next election or their successors are elected and qualified. Terms of all officers will officially commence at the close of the business session of the THVFD annual meeting. Any elected or appointed director who resigns, retires or terminates from active duty during his/her term of office will tender his/her capacity as a director of the fire department.

Section 6

Filling Officer Vacancy. A vacancy in any office will be filled by prompt action of the board of directors of the fire department.

Article III Duties of Officers

Section 1

President. The president will preside at all meetings of the fire department, appoint all committees and perform such other duties as may be required of his/her office as determined either by the department's board of directors or at the annual meeting of the fire department.

Section 2

Vice-president. In the absence of the president, the vice-president will perform all duties of that office. When the president is presiding, the vice-president will assist that office in every way possible. Should a vacancy occur in the office of the president, the vice-president will at once assume all the duties and responsibilities of that office. The vice-president will serve as financial review committee chairperson.

Section 3

Immediate past president. For a period of one year he/she will serve as the chairperson of both the nominating and the bylaws committees as well as serve as a member of the board of directors.

Section 4

Secretary. The secretary will ensure that a complete record of the proceedings of the THVFD board of directors is maintained. He/she will also assure that a true and complete record between the board and the members is filed. The secretary's function may be carried out by a private provider, subject to the approval of the board of directors. The secretary will also monitor those services that have been rendered by any private provider as directed by the president.

Section 5

Treasurer. The treasurer will collect all monies and have custody of all the funds of the fire department. He/she will make deposits under the name of the Tonto Hills Volunteer Fire Department in a banking institution approved by the fire department board of directors. He/she will keep a true and accurate record of all monies received and disbursed and will expend no funds except upon proper authorization. No officer or member will incur any expenses in the name of the THVFD without the authority of the fire department board of directors, but the treasurer may use funds necessary for the expenses of his/her office. He/she will close the annual report on the last day of the month preceding the THVFD annual meeting. At the conclusion of the treasurer's term of office, he/she will deliver to his/her successor all monies, books and documentation. The treasurer's function may be carried out by a private provider, subject to the approval of the fire department's board of directors. Any check written by the treasurer in an amount exceeding \$250.00 will require two bank authorized signatures.

Section 6

Reimbursement for THVFD business. Individual members of the fire department board of directors may receive reasonable compensation for budgeted, approved expenses incurred in the performance of their duties. Documented proof of these expenses will be submitted to the treasurer prior to reimbursement. All reimbursements will be subject to the approval of the board of directors when expenses exceed the fiscal year approved budget line item.

Article IV Duties of Directors

Section 1

Fire Chief. The fire chief will assume full charge of all active members, apparatus and equipment, whether at drills, fires, emergencies requiring the services of the department or at public events. He/she shall assume responsibility to recommend the purchase of new equipment and maintenance of existing equipment. He/she shall see that adequate training programs are conducted, suitable training manuals, text books and other instructional materials are available. The budget for these items will be provided to the treasurer in November for the next fiscal year's budget. The chief will see that a proper record is kept for all fires, showing date and time, extent of spread and how each was extinguished as well as furnish a record of all medical incidents that had active member involvement. A copy of such shall be provided to the secretary at each board of directors meeting.

Section 2

Assistant Fire Chief. In the absence of the Fire chief, the assistant Fire chief will perform all duties of that office. When the Fire chief is presiding, the assistant chief will assist the chief in every way possible. The assistant chief will coordinate with active members in answering emergencies and dispatch assistance as necessary.

Section 3

Captain. It is the duty of the captain to ensure that department equipment is in good repair and ready for service. It is his/her duty to report loss or breakage of equipment to the Fire Chief.

Article V Board of Directors

Section 1

Membership. The board of directors of the THVFD will be elected officers and elected directors of the department.

Section 2

Meeting. At the behest of the president, the THVFD board of directors and such other members of the department or appropriate guests or experts will convene whenever necessary for the proper transaction of business at such a time and place as designated. The president will also convene any meeting that has been requested in writing by a minimum of three members of the THVFD board of directors. Notification will be provided to all board members to ensure reasonable notice of any board meeting of the fire department.

Section 3

Quorum. of the Board of Directors. A majority of the fire department board of directors will constitute a requisite quorum for the transaction of business.

Section 4

Finance Review Committee. After the fiscal year end, the THVFD board of directors will appoint a committee whose responsibility will be to review the financial records and provide a report of its findings and recommendations to the board.

Article VI Duties and Powers of the Board of Directors

Section 1

Duties. It will be the duty of the board of directors to conduct all business of the THVFD not otherwise attended to during the annual meeting of the department.

Section 2

Powers. The board of directors will not incur debts or encumber the department beyond its fiscal resource value at the time of any anticipated expenditure.

Section 3

Other Duties and Powers. The board will perform such other duties and exert such other powers as required and authorized in these bylaws or as decided by the THVFD at its annual meeting.

Section 4

Review and Override. Any action of the department's board of directors will be subject to review at the annual meeting of the THVFD, and a two-thirds vote of the membership present and voting will override any action taken by the board.

Article VII Membership

Section 1

Members. Membership in the THVFD will consist of

- A. Active members
- B. Associate members
- C. Honorary members

Section 2

Active. Active membership will be comprised of active firefighters in the THVFD.

Section 3

Associate. The roster of associate members will consist of residents who assist the THVFD and those persons who are interested in protecting the Tonto Hills subdivision and its environs from fire and fire damage.

Section 4

Honorary. Honorary life membership will include all active and associate members who have retired from service, provided they have been members of the THVFD continuously for five years. All past chiefs of the department will become honorary life members upon retirement from chief of the THVFD.

Honorary life membership may be conferred upon any person who has rendered conspicuous service to the THVFD, its aims or purposes. Honorary life members will be entitled to participate in the affairs of the department.

All names proposed for honorary membership must be submitted to the THVFD board of directors for approval at least ten days prior to the proposed election. Honorary membership requires the recommendation of the board and an affirmative majority vote of those THVFD active members who are present and voting at the annual meeting.

Section 5

Eligibility to Hold Office. Only active and associate members of the department have the right to hold office on the THVFD board of directors.

Section 6

Decision of Questionable Classifications. Any and all questions and disputes involving eligibility for any classes of membership will be decided by a vote of the THVFD board of directors.

Section 7

Code of conduct adherence. All members are expected to sign and agree to follow the code of conduct found in Article XI

Article VIII Annual Meetings

Section 1

Selection of Place and Date. The time and place of the THVFD annual meeting will be held at such venue as is determined by the department's board of directors. The date will be selected per the Articles of Incorporation.

Section 2

Notification of Place and Date. The time and place of the THVFD annual meeting will be furnished in writing to all members of the fire department no less than thirty days prior to the annual meeting.

Article IX Voting Eligibility

Section 1

Voting Eligibility. All THVFD board members, active members, associate members and honorary life members.

Section 2

Every eligible member present at a THVFD meeting will have the right to vote on business of the THVFD.

Article X Amendments to the Bylaws

Section 1

Two-thirds affirmative vote and advance notice required. The bylaws may be amended at a regular meeting by a two-thirds affirmative vote of the membership present and voting, provided that all active and associate committee members are given a minimum of thirty day notice.

Section 2

Committees. The president of the THVFD may appoint special committees from time to time to address any subject he/she deems necessary for the benefit of the fire department.

Article XI

Code of Conduct

Code of Conduct

WHEREAS, the bylaws of Tonto Hills Volunteer Fire Department (THVFD) have delegated the authority and responsibility to govern its operations to its board of directors, and WHEREAS, the board of directors is responsible to appoint officers, directors and committee members, and to solicit/involve other volunteers, and WHEREAS, the board has the fiduciary duty and responsibility to set a standard and level of behavior that is in the best interests of the THVFD, NOW, THEREFORE, BE IT RESOLVED THAT the board of directors of THVFD hereby adopts the following Code of Conduct, standards of behavior, ethical rules and procedures that are applicable to all officers, directors other associate committee members and other volunteers serving the community.

The Tonto Hills Volunteer Fire Department Board of Directors has approved the following Code of Conduct in order to ensure all members maintain a high standard of conduct while serving in the performance of THVFD business and operations.

The following principles constitute the Code of Conduct:

1. The officers and directors will use their best efforts at all times to make decisions that are consistent with high principles and the best interest of the THVFD
2. The members will seek to protect and enhance the safety of the wild lands of Tonto Hills and to meet the mandate of the mission of the THVFD.
3. No officer, director, active member or associate member shall receive compensation for serving on behalf of the THVFD, except for expense reimbursements approved by the board of directors or for specific functions as approved by the board.
4. No director shall solicit or accept, directly or indirectly, any gifts, gratuity, favor, entertainment, loan, or any other thing of monetary value made with the intent of influencing decisions or actions on any official matter, or from a person who is seeking to obtain contractual or other business or financial relations with the THVFD.
5. No promise or anything not approved by the board shall be made to any contractor, supplier or subcontractor during any negotiations.
6. No contributions will be made to any political parties or political candidates on behalf of the THVFD or using THVFD funds.

7. Confidentiality of all members' personal lives and all residents' personal lives will be protected by the officers, directors and active members.
8. Language at board meetings and other meetings will be professional. It is understood that differences of opinion will exist. Differences should be expressed in a clear and business-like fashion.
9. No officer or director shall engage in any writing, publishing or speech making that defames any other member of the board, community leader or resident of the community. Personal attacks against board members, other community leaders, owners, residents or the THVFD's designated management company if any are prohibited and are not consistent with the best interests of the community.
10. No officer or director will knowingly misrepresent facts to the residents or the community for the sole purpose of advancing a personal cause of influencing the community to place pressure on the board to advance a personal cause.
11. No officer, director or active member serving the community may use his/her position to enhance his/her financial status through the use of certain contractors or suppliers, or through the use of THVFD equipment. Any potential conflict of interest must be exposed to the board of directors.
12. No member will seek to have a contract implemented that has not been approved by the board.
13. No member will interfere with a contractor implementing a contract in progress. All communications with contractors will go through the managing agent or be in accordance with policy.
14. No board or Active member will interfere with the system of management established by the board and its designated management company if any.
15. By virtue of serving THVFD a member agrees to set an example for all members and follow the rules and regulations of the THVFD.
16. Officers and directors new to the board and all new members will be given a copy of the code of conduct and will be asked to signify that they have received it, have read it, have signed it, and agree to abide by it. Failure to sign will result in a suspension of participation in the THVFD.
17. The same Code of Conduct above also applies to email communications.
18. Procedures for THVFD Member's violation of the Code of Conduct

- For any matter related to the Code of Conduct it must be reported in writing to the Board of Directors within 30 days of discovery and signed by the complainant. The complaint must be reviewed within 30 days of receipt. The Board shall determine the appropriate sanction, if any, to be imposed. The sanction imposed should depend upon the severity of the violation and may be progressive from #1 to #4 unless the violation is determined to be so egregious as to warrant more severe action as an initial sanction.
- For the initial meeting, the Board will meet with the member(s) in question for an open dialogue and to resolve any reports of violation before any sanction is taken. It is desirous that issues be resolved without sanctions whenever possible in a neighborly manner.
- All sanctions are to be documented in a letter to the member involved. The letter will be written by the President unless that person is the complainee. In that case, the letter will be written by a Board member appointed by the Board.
- Legal Counsel may be consulted when appropriate.

Sanctions include:

1. Written censure by the Board of Directors with a clear description of the portion of the Code of Conduct that has been violated, and, disqualification from participation in any discussion or vote on the matter related to the violation;
2. Removal of the officer, director or member(s) from one or more THVFD positions or committees for a specified period of time;
3. Permanent removal of the officer, director or member from one or more THVFD positions or committees;
4. Any other sanction determined by the Board of Directors to be appropriate and reasonable based upon the nature of the violation.

Name _____

Address _____

Date _____

Signature _____