

P. E. I. FIREFIGHTERS ASSOCIATION INC.

CONSTITUTION AND BYLAWS

AMMENDED 2012

ARTICLE 1 – NAME:

The name of the Association is the “P.E.I. FIREFIGHTERS ASSOCIATION INC.”

ARTICLE 11 – OBJECTS:

- 1 The said incorporation is sought, without pecuniary gain to its members, for the purpose and object of a charitable educational and philanthropic character embodied in the Letters Patent to be granted hereupon.
- 2 To promote the advancement of the fire services through training across Prince Edward Island.
- 3 To promote sport activities/fellowship among the brigades.
- 4 To promote the concerns of the membership. (2013)
- 5 To provide specialized emergency response abilities as approved the board of directors.(2013)

ARTICLE 111 – MEMBERSHIP:

- 1 The subscribers shall be the first members of the Association and thereafter, membership in the Association shall consist of all persons who are members of any organized PEI fire brigade in good standing.
- 2 The Directors of the Association may create such additional classes of memberships as may be considered necessary or desirable from time to time.
- 3 The Directors of the Association may make rules and regulations establishing the privileges, obligations, conduct and suspension of all members, provided that such rules or regulations shall not be acted upon until approved by the members at a general meeting.
- 4 A member may resign his membership by notice in writing to the Secretary/Treasurer, but such resignation in no way relieves such member from any liability to the Association and is a forfeiture by such member of all rights to and claims upon the Association.
- 5 Members will be considered for honorary membership on recommendation of their own brigade.
- 6 Dues, at an amount to be set by resolution at a meeting of the General \membership, shall be collected annually from every brigade belonging to the Association.

ARTICLE 1V – MEETINGS:

- 1 The annual general meeting of the Association shall be held within 3 months of the fiscal year at such time and place as the Directors shall designate.
- 2 A special general meeting of the Association may be convened by the President or by the Directors at any time and shall be convened by the Directors if requisitioned in writing by five or more members in good standing.

- 3 At a special general meeting, no business shall be transacted other than that for which the meeting is convened.
- 4 Notice of any general meeting, giving full particulars of the time and place thereof and clearly setting forth the nature of any special business to be conducted thereat, shall be given to the members in such manner as the Directors may from time to time by rule or regulation stipulate.
- 5 Every member shall be entitled to attend any general meeting of the Association.
- 6 Only two (2) Delegates bearing credentials and the Directors shall represent each brigade as a voting delegate.
- 7 In the case of an equality of votes at any general meeting of the Association, the Chairman shall cast the deciding vote.
- 8 The quorum for any general meeting of the Association shall be at least 25 members in good standing.
- 9 Annual General Meetings shall be rotated annually between Prince, Queens and Kings County equally as long as there is a department willing to host the meeting in that County.

ARTICLE V – DIRECTORS:

- 1 The number of Directors of the Association shall be ten (10).
- 2 The directors shall be the Past President and the elected officers as elected annually at the Annual General Meeting of Association, together with six (6) additional Directors who are elected annually by the Association at the Annual General Meeting. (Two representing each county of P. E. I.)
- 3 The directors shall have the general management and control of all affairs of the Association.
- 4 Any casual vacancy occurring in the Board of Directors may be filled by the remaining Directors, but any person so appointed shall retain this office only so long as the vacating Director would have retained the office if no vacancy had occurred.
- 5 The directors shall meet from time to time for the dispatch of business, adjourn and otherwise regulate their meetings as they see fit. All matters arising at any such meeting shall be decided by a majority vote. In the case of an equality of votes, the Chairman shall cast the deciding vote. The President may at any time requisition a meeting of the Directors, and the Secretary/Treasurer on the requisition of three (3) directors shall convene a meeting of Directors.
- 6 No business shall be transacted at any meeting of the directors unless a quorum consisting of at least five (5) directors is present, or (4) directors and a representative from the Fire Marshal's Office or the Chief Fire Instructor from the PEI Firefighters Association's Fire School
- 7 The Directors may delegate any of their powers to committees consisting of such member or members of their body or otherwise, as they deem fit. Any committee so formed shall in the exercise of the power so delegated, conform to any regulations that may be imposed upon them by the Directors.

ARTICLE V1 – OFFICERS:

- 1 The Officers of the Association shall be: a) President, b) Vice-President, c) Past President, d) Secretary/Treasurer.
- 2 The Officers shall be elected annually at the Annual General Meeting of the Association. Such officers shall take office immediately upon their election, and shall serve until such time as the new officers of the Association are elected.

DUTIES OF OFFICERS:

- 1 The president shall:
 - a) Preside at all general and special meetings of the Association and of the Board of Directors.
 - b) Be responsible for the general supervision of the affairs of the Association.
 - c) Be an ex officio member of all committees.
 - d) Appoint from among the members of the Board of Directors or otherwise, the Chairman of any committee constituted by the Board of Directors, and
 - e) Submit a complete report on the operation and condition of the Association to the members at the Annual General Meeting of the Association.
- 2 The Vice-President shall in the absence of the President, assume the President's place and have and may exercise any of the President's duties.
- 3 The Secretary/Treasurer shall keep or cause to be kept proceedings of all meetings of the Association, the Board of Directors and such other committees of the Association as the President may direct. He shall cause to be filed each year the annual report of the Association and shall ensure that registers of members of the Association are kept. He shall be responsible for any funds collected or invested by the Association and he shall cause true accounts to be kept of
 - i). All sums of money received and expended in the manner in respect of which such receipts and expenditures take place; and
 - ii). The assets and liabilities of the Association.He shall make available for the inspection of any Director the books and accounts of the Association and he shall, at the request of the President, submit to the Directors at any meeting of the Board of Directors a statement of the current financial position of the Association. He shall submit to the members at the Annual General Meeting of the Association a financial statement in respect of the Association's previous fiscal year.

ARTICLE VII- FINANCIAL:

1. The Directors may at their discretion raise or borrow or secure the payment of money for the purposes of the Association, but no indenture charging the movable or immovable property of the Association shall be issued without the sanction of a resolution passed by two-thirds of the members present and entitled to vote at any General meeting of the Association.
2. The Directors shall have power to invest the whole or any part of the funds of the Association in any manner which they deem will further the objects and purposes of the Association.

3. The fiscal year of the Association shall end on the 31st day of August in each year and the financial statements of the Association's affairs shall be made up to that date.
4. The books and accounts may be audited at the end of each fiscal year of the Association by such auditors as may be appointed from time to time by the Directors.

ARTICLE VIII - SEAL:

1. The seal of the Association shall only be affixed to an instrument in the presence of and under the signature of those officers so authorized by the Directors from time to time.

ARTICLE IX – COMMITTEES:

1. The Directors may from time to time create such committees as may be deemed necessary and the Chairman of each such Committee shall be appointed by the President as hereinbefore set forth. A chairman so appointed shall appoint other members of his committee, such appointments to be made from members of the Board of Directors or General Membership, subject to approval of the President
2. The majority of the whole of any committee shall constitute a quorum. Each committee may adopt rules and procedures not inconsistent with these By-Laws or rules adopted by the Directors. The committee shall report to the Directors as and when required by the Directors.
3. The Executive of this Board of Directors shall have the power to commission or hire someone from outside the membership for special jobs or functions. (Approved at Annual Meeting on Oct.22, 1989 and again on Oct 14, 1990.)

ARTICLE X – GENERAL:

1. In these By-Laws, unless the context otherwise requires, words importing the singular shall include the plural and vice-versa, and words importing persons includes bodies corporate, and words importing the masculine include the feminine.
2. In the event of the winding up or dissolution of the Association there shall not be any distribution of the assets and funds of the Association among members, but the assets and funds of the Association, if any, shall be applied firstly in payment of the Association's debts, and then distributed to such charitable purposes in accordance with the objects and purposes of the Association, as the Directors may by resolution authorize.

ARTICLE XI – AMENDMENT TO BY-LAWS:

1. These By-Laws may be amended, repealed, or added to by a resolution passed by a two-thirds vote of active members of the Association at a General Meeting or a Special Meeting of which notice specifying the intention to propose such amendment, repeal, or addition has been duly given.

AMENDMENTS, REPEALS, AND ADDITIONS APPROVED

Annual Meeting at Mount Stewart Oct. 22, 1989 "Executive have power to commission or hire someone from outside the membership for special jobs or functions." Approved

Annual Meeting at Tignish Oct. 14, 1990 "Above noted amendment moved and seconded for second time, motion was again approved."

Annual Meeting at Kinkora Nov. 3, 2002 "Position of Secretary/Treasurer be combined in constitution." Motion approved

Annual Meeting 2004 "Motion to change Article V quorum requirements from 6 to 5." Motion approved.

Annual Meeting in New Glasgow Oct. 31, 2007 " Motion to change Article 1V requirement for Annual Meeting being held on the first Sunday in October to holding Annual Meeting within 3 months of Fiscal year." Motion approved

Annual Meeting in O'Leary Nov. 3, 2013 "Motion to add to the Objects Article 11"

4. To promote the concerns of the membership.
5. To provide specialized emergency response abilities as approved the board of directors.

Motion Approved