

## CONSTITUTION AND BY-LAWS OF THE BUFFALO GAP VOLUNTEER FIRE DEPARTMENT, INC.

WHEREAS, certain laws and regulations are necessary for the good order and well-being of all organizations, in order to define duty, establish discipline, and maintain harmony for the full promotion of the object for which we are associated together, we do ordain and adopt the following Constitution and By-laws for our regulation and government, and we do hereby pledge ourselves to cheerfully submit to the legally expressed will of the majority, and to support our Officers in the discharge of their duties.

The name of the Corporation is BUFFALO GAP VOLUNTEER FIRE DEPARTMENT, INC., hereinafter referred to as the "Buffalo Gap Volunteer Fire Department", BGVFD or simply as the "Department". Buffalo Gap Volunteer Fire Department is and shall remain a Texas Non-Profit Corporation, pursuant to the provisions of the Texas Business Organizations Code (BOC) and shall have all of the powers, duties, authorizations, and responsibilities as provided in the Texas Business Organizations Code; provided, the Buffalo Gap Volunteer Fire Department shall neither have nor exercise directly or indirectly in any activity, that would invalidate its status as a nonprofit corporation that is exempt from federal income taxation as an organization described in Chapter 22 of the Texas Business Organizations Code and the Internal Revenue Code Section 501(c)(3). The principal office of the Corporation and primary meeting place shall be located at 709 Litel St., Buffalo Gap, 79508, in Taylor County, Texas, but meetings of members and directors may be held at such places within the State of Texas, county of Taylor, as may be designated by the Board of Directors, provided all members are notified of the change in location at least five (5) days prior to the meeting. The Department may have such other offices, as the Board of Directors may, in its discretion, so determine. The Board of Directors may, in its discretion, change the location of the principal office of the Department. The Board of Directors may also change the registered office and registered agent of the Department, pursuant to the provisions of the Texas Business Organizations Code. These By-laws are subject to, and governed by, Chapter 22 of the Texas Business Organizations Code and the Articles of Incorporation of Buffalo Gap Volunteer Fire Department. In the event of a direct conflict between the provisions of these By-laws and the mandatory provisions of the Texas Business Organizations Code, the Texas Business Organizations Code will be controlling. In the event of a direct conflict between the provisions of these By-laws and the Articles of Incorporation of Buffalo Gap Volunteer Fire Department, these By-laws will be controlling. If any By-law provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provisions, and the By-laws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the By-laws.

Captions (i.e., article and section headings) are inserted in these By-laws for convenience only and in no way define, limit, or describe the intent of these By-laws, or any provision hereof, nor in any way affect the interpretation of these By-laws.

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It is the aim and intent of the Buffalo Gap Volunteer Fire Department to reflect and embrace racial, religious, and gender diversification within all levels of its governing body, membership, staffing, and selection process, including any vendor selections.

All Department meetings shall be in accordance with the Open Meetings and Public Records Act of Texas.

## ARTICLE I - MISSION and PURPOSE

**Section 1.** The name of this Department shall be Buffalo Gap Volunteer Fire Department. (breviate BGVFD)

**Section 2.** The mission statement; "To protect and serve our community with dedication, professionalism, and compassion through effective fire prevention, emergency response, and public safety education."

**Section 3.** Purpose; "The Buffalo Gap Volunteer Fire Department is committed to safeguarding lives, property, and the environment by providing prompt, efficient, and proficient fire suppression, rescue, and basic medical services. Our purpose is rooted in integrity, teamwork, and continuous improvement as we strive to enhance the safety and well-being of the residents and visitors of Buffalo Gap and its surrounding areas.

**Section 4.** Typical but not limited to Services;

- a. Fire Suppression: Responding to fires and working to extinguish them to protect lives, property, and the environment.
- b. Emergency Medical Services (EMS): Providing basic first-aid medical care and assistance to individuals in medical emergencies until more advanced medical help arrives.
- c. Rescue Operations: Assisting with vehicle accidents, water rescues, and other situations where individuals may be trapped or injured and need extraction.
- d. Public Education and Outreach: Conducting fire safety and prevention programs and other educational initiatives to promote community safety and preparedness.
- e. Mutual Aid: Collaborating with neighboring Fire Departments and emergency services to provide support during large-scale incidents or when additional resources are needed.

## ARTICLE II - BOARD of DIRECTORS and DEPARTMENTAL OFFICERS

**Section 1.** Officer Positions: The Officers of this Department shall consist of (1) President (elected), (2) Vice President (elected), (3) Secretary (elected), (4) Treasurer (elected), (5) Auxiliary Coordinator (elected), (6) Fire Chief (approved appointment), and (7) Assistant Fire Chief (approved appointment). These elected and approved-appointed positions will constitute the Buffalo Gap Volunteer Fire Department Board of Directors. A quorum of the Board of Directors will consist of a minimum of four (4) members. Absent Board of Director members may vote by written proxy if necessary. However, a vote by proxy will not count toward the number of Board members needed to be present to constitute a

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quorum for the transaction of business. No proxy shall be valid beyond one (1) month from the date of its execution.

**Section 2.** Elected Board of Director positions:

President  
Vice President  
Secretary  
Treasurer  
Auxiliary Coordinator

Appointed and approved Board of Director positions:

Fire Chief  
Assistant Fire Chief

- a. The term of office for all Board of Director positions shall be one (1) year.
- b. Elected candidates will be elected by two-thirds (2/3) of the membership present during the annual election meeting in April. If the candidate is unopposed, the membership will cast a vote in favor or against. When there are opposing candidates, a secret, by-name ballot will be cast by the membership.
- c. Appointed positions will be based on the knowledge and qualifications of the candidate. The appointed position of Fire Chief is nominated by the elected President and must be approved by a two-thirds (2/3) membership present vote.
- d. The appointed position of Assistant Fire Chief is nominated by the Fire Chief and must be approved by a two-thirds (2/3) membership present vote.
- e. No member shall be allowed to hold more than one elected office at a time.
- f. Any Board of Directors position may be elected / appointed consecutively to the same office for an unlimited number of terms.
- g. Elected positions and Appointed positions are held until such time he/she resigns, is no longer able to perform their duties, or is recommended for removal by a full consensus of the other Board of Directors and approved by a two-thirds (2/3) membership present vote.
- h. In the event of the resignation or termination of an elected or appointed Board member, the President, with the approval of the remaining Board members, will appoint a temporary replacement until the next annual election. The temporary appointment will be confirmed by a two-thirds (2/3) membership present vote.
- i. If the President resigns, is terminated, or is no longer able to perform his/her duties, the Vice President will assume the duties of President until the next election and will appoint a replacement Vice President in accordance with Article II Section 2 h. above.

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- j. If the Treasurer resigns, is terminated, or is no longer able to perform his/her duties, the Board of Directors may call for an immediate examination of the books and accounts of the Department.

**Section 3.** Volunteer position  
Department Chaplain

- a. The volunteer position of Department Chaplain will be based on the knowledge and qualifications of the candidate.
- b. The recommendation of the position for Department Chaplain is made by the candidate volunteering to the President. The candidate must be approved by at least four (4) Board of Directors members (Quorum) and be approved by a two-thirds (2/3) membership present vote.
- c. Department Chaplain will serve until such time he/she resigns, are no longer able to perform their duties or are removed by the Board of Directors for cause.
- d. The term of office shall be one (1) year.
- e. This position although consider as part of the Board of Directors is a non-voting position as it relates to the board member decisions, however as a member of the Department (either an active Firefighter or an auxiliary member) the Chaplain may vote as part of the membership.

**Section 4.** Appointed Departmental Non-Board of Director positions  
Fire Captain  
Lieutenant

- a. Appointed positions will be based on the knowledge, qualifications and potential of the candidate.
- b. These appointed positions are to maintain a chain of command, orderly spans of control, and as developmental positions.
- c. Appointed position(s) of Fire Captain and Lieutenants are made by the Fire Chief and must be approved by a minimum of three (3) additional Board of Directors (to meet quorum requirements). Likewise, the removal of a Fire Captain or Lieutenant is made by the Fire Chief and approved by three (3) additional Board of Directors (to meet quorum requirements).
- d. Normally, an appointment of two (2) Captains is required, but this may be increased up to four (4) based on a recommendation by the Fire Chief and the approval of the Board of Directors.
- e. An appointment of up to two (2) Lieutenants may be made by the Fire Chief. These are considered developmental positions.
- f. Fire Captain and Lieutenants appointments can be made at any time necessary during the calendar year. Board of Director elections have no bearing on these appointments.

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- g. Fire Captains and Lieutenants are appointed until such time they resign, are no longer able to perform their duties, or are removed by the Fire Chief.

### ARTICLE III - BOARD of DIRECTORS DUTIES

The Board of Directors shall consist of the President, Vice President, Treasurer, Secretary, Auxiliary Coordinator, Fire Chief, and the Assistant Fire Chief.

- a. The Board of Directors shall control and manage the affairs and business of the Department.
- b. They shall designate the bank or banks in which the funds of the Department shall be deposited.
- c. They shall hold monthly meetings and an annual meeting for the membership. The President shall call a special meeting at the request of at least two (2) members of the board.
- d. Any action of the Board requires at least five (5) of its members to be in agreement.
- e. They shall have the power to examine the books and accounts of the Treasurer at any time requested and shall audit the books of the Treasurer at least annually to certify their correctness. At a minimum, a report of the accounts and expenditures will be made to the membership at the annual meeting.
- f. The Treasurer and the President shall be the primary authorized signatories on checks and other instruments of negotiation on behalf of the Department except as otherwise specified by the Board. In the absence of the Treasurer and/or the President, any Officer of the Board is also an authorized signatory. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Department shall be signed by at least two (2) Board Members, as designated by these By-laws or by a resolution of the Board of Directors.
- g. No expenditures exceeding \$1000.00 may be made by any person without prior approval of the Board of Directors and the members present at any regular or special meeting. These expenditures will be from petty cash, by bank check, or by bank debit card draft against the account. In an emergency situation, the \$1000.00 petty cash limit may be waived with the verbal approval of a quorum of the Board.
- h. No part of the net earnings of the Department shall be made to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Department shall authorize and be empowered to pay reasonable compensation for services rendered, reimbursements, and/or to make payments and distributions in furtherance of the purpose set forth in these By-laws or by membership's 2/3 vote.
- i. No substantial part of the activities of the Department shall be the distribution of propaganda or otherwise attempting to influence legislation, and the Department shall not participate in or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office.
- j. Notwithstanding any other provisions of these articles, the Department shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purpose of the Department.
- k. They shall exercise such further powers and perform other duties as may be delegated by the Department.

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- l. No members of the Board shall receive compensation for their services as members of the Board of Directors.

#### ARTICLE IV - BOARD MEMBER DUTIES

**Section 1.** It shall be the duty of the President to preside over all meetings of the Department;

- a. He/she shall sign all minutes, resolutions, orders, and summons of the Department.
- b. He/she shall sign the By-laws and Amendments thereto.
- c. He/she shall perform such duties as are incident to the office, besides such duties as are prescribed herein or as may be directed by the Department.
- d. He/she, with Board approval, calls for volunteers or may appoint personnel for special committees not otherwise provided for.
- e. He/she shall hold, as trustee for the Buffalo Gap Volunteer Fire Department, title to all property belonging to, used by, or in possession of the Department, and shall execute all conveyances of such property as such trustee.
- f. He/she shall do such other and further things as the Department may direct.
- g. He/she shall have the authority to orally admonish any member for misbehavior or misconduct during any meeting of the Department.
- h. Determine the necessity and call for activation of the Auxiliary membership for a response.
- i. Upon termination, resignation, or election of a successor, transfer to his/her successor all electronic files, any administrative/department log-in information of all websites and/or web-based accounts, books, papers, stocks, or other collateral belonging to the Department within one (1) week after leaving office.
- j. In the event of the resignation or termination of an elected or appointed Board member; the President with the remaining Board members approval; will appoint a temporary replacement until the next annual election. The temporary appointment will be confirmed by a two-thirds (2/3) membership present vote.

**Section 2.** It shall be the duty of the Vice-President to act and have all the authority of the President in his/her absence.

- a. He/she may also perform the duties of the President with the consensus of the other Board members approval if the President fails to act.
- b. Perform other duties as may be directed by the President for the furtherance of the Department.
- c. Upon termination, resignation, or election of a successor, transfer to his/her successor all electronic files, any administrative/department log-in information of all websites and/or web-based accounts, books, papers, stocks, or other collateral belonging to the Department within one (1) week after leaving office.

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**Section 3.** It shall be the duty of the Secretary, under the supervision of the President of the Board, to manage all Department correspondence;

- a. To keep full minutes of all meetings and furnish copies of the prior months' minutes of each board meeting to each member during the next scheduled monthly meeting.
- b. To keep faithful records of all Department business meeting notes.
- c. To maintain the roster of all Department personnel (active firefighters, honorary firefighters, and auxiliary members) and their attendance. In the event of dismissal, expulsion, resignation, total disability, or death of a member, the Secretary shall, amend the current roster of the Department as required.
- d. To inform the members of their election or appointments.
- e. To preserve all papers that in any way relate to the Department.
- f. Shall furnish all new members with a copy of the by-laws or by directing them to the website posting, if applicable.
- g. Perform other duties as may be directed by the President for the furtherance of the Department.
- h. Upon termination, resignation, or election of a successor, transfer to his/her successor all electronic files, any administrative log-in information of all web-based websites and/or accounts, books, papers, stocks, or other collateral belonging to the Department within one (1) week after leaving office.

**Section 4.** It shall be the duty of the Treasurer under the supervision of the President of the Board, to collect all monies due the Department and shall keep a record of the same;

- a. To maintain a financial account of all monies received or distributed by the Department.
- b. To provide a financial report in writing to the Board of Directors at each monthly meeting. The monthly financial report will be delivered verbally to the membership.
- c. To provide an annual report, in writing of all monies received and disbursed during the year. The annual financial report will be delivered verbally to the membership.
- d. Will submit his/her books to the Board of Directors for inspection upon call, but no less than one week before the annual meeting.
- e. To make no payment unless certified by at least two (2) members of the Board of Directors.
- f. Perform other duties as may be directed by the President for the furtherance of the Department.
- g. Upon termination, resignation, or election of a successor, transfer to his/her successor all electronic files, any administrative/department log-in information of all websites and/or web-based accounts, books, papers, stocks, or other collateral belonging to the Department within one (1) week after

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leaving office, and within thirty (30) days, transfer over to his/her successor all monies belonging to the Department, after the resignation.

**Section 5.** It shall be the duty of the Department's Auxiliary Coordinator, under the supervision of the President of the Board, to act as the liaison between the Active Firefighting Department and the Auxiliary membership.

- a. The Auxiliary Coordinator leads the support team for the Fire Department during large incidents and other larger Department functions.
- b. When activated by the Fire Chief or President, notify the auxiliary member of the call to action.
- c. During larger incidents or when activated, the Auxiliary coordinator may be requested to coordinate meals and/or delivery to the staging area, coordinate the transport of needed equipment and/or personnel to the staging area, and perform other supporting functions as deemed appropriate for the situation.
- d. Assist in the planning, development, and execution of fund-raising activities.
- e. Perform other duties as may be directed by the President for the furtherance of the Department.
- f. Upon termination, resignation, or election of a successor transfer to his/her successor, all electronic files, any administrative/department log-in information of all websites and/or web-based accounts, books, papers, stocks, or other collateral belonging to the Department within one (1) week after leaving office.

**Section 6.** It shall be the duty of the Department Chaplain to be present at meetings of the Department where he/she shall properly assist in their opening prayer.

- a. The Chaplin will serve as an "ex-officio" member of the Board.
- b. The Chaplin must hold membership in the Department and may either be an active firefighter or a member of the Auxiliary. The Chaplin may also hold an elected office as well as his/her duties as the Chaplin.
- c. He/she may also officiate at funerals and other occasions that would be customarily performed by a Chaplin.
- d. Perform other duties as may be requested by the Board of Directors for the furtherance of the Department.

## **ARTICLE V - DEPARTMENT OFFICERS DUTIES**

**Section 1.** It shall be the duty of the Fire Chief to be present at incidents, if possible, to control the incident scene and plan fire suppression activities or other emergencies requiring the services of the

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Department. In doing so, the Fire Chief shall direct the action of the various assets when they arrive at the scene;

- a. To perform such other duties as are usually incumbent of a commanding officer of the Fire Department.
- b. To release equipment and/or members of the Department from the incident scene.
- c. Ensure all equipment is kept in proper order, repaired, and ready for immediate use.
- d. Ensure that all equipment and apparatus have been returned to the station after an incident or training.
- e. Ensure that every firefighting member performs his/her duty within his/her abilities.
- f. Determine the necessity and call for activation of the Auxiliary membership for a response.
- g. The Fire Chief also has the power, when deemed necessary, to create a temporary position within the Department at the incident scene. The temporary position shall not amend the command structure currently in place but act as an enhancement to the Department. The temporary position will last no longer than the incident at hand.
- h. It shall be the duty of the Fire Chief to see that a proper record is kept of all incidents. He/she shall make such reports as is provided by law, furnishing a copy of the same to the Secretary.
- i. Perform other duties as may be directed by the President for the furtherance of the Department.

**Section 2.** It shall be the duty of the Assistant Chief to aid the Fire Chief in the discharge of his duties, and in his/her absence, shall succeed to his/her duties and authority;

- a. Assist with the maintenance of station equipment.
- b. To serve as the training coordinator (responsible for drills, training, and maintaining the training records of Department members). And to keep a record of all incident calls, meetings, drills, and other activities of the Department providing a list of those in attendance.
- c. Perform other duties as may be directed by the Fire Chief for the furtherance of the Department.

**Section 3.** It shall be the duty of the Fire Captain(s) to aid the Fire Chief /Assistant Chief in the discharge of their duties;

- a. To assume the duties of the Fire Chief /Assistant Chief when neither are on scene (if more than one Captain is on scene, appointment seniority will take precedence).
- b. It shall be his/her duty to report any loss or breakage of equipment to the Fire Chief immediately.
- c. He/she may recommend to the Fire Chief the dismissal of any member for insubordination.

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- d. Perform other duties as may be directed by the Fire Chief for the furtherance of the Department.

**Section 4.** It shall be the duty of a Lieutenant to aid the Fire Chief, Assistant Fire Chief, and/or Captain(s) as is required;

- a. To assume the duties of the Fire Chief /Assistant Chief or Captain when none are on scene.
- b. Perform other duties as may be directed by the Fire Chief for the furtherance of the Department.

#### **ARTICLE VI - MEMBERSHIP**

**Section 1.** Any male/female resident of Buffalo Gap, Texas, or having residency within the Buffalo Gap assigned fire district, who has attained the age of 18 years and who is of good moral character and good physical condition may apply for membership in the Department.

- a. There are three types of membership: Active Firefighter, Auxiliary members, and Honorary members. (There is also an inactive status; however, this is only given during times of pending disciplinary proceedings).
- b. The number of active Firefighters shall be limited to thirty-five (35) members. Therefore, strict enforcement of active participation will be adhered to.
- c. There shall be no limit on the number of auxiliary or honorary members.
- d. Any member moving outside the fire district of the Department shall have their membership terminated and will immediately turn in any Departmental equipment that has been issued.

**Section 2.** All candidates shall receive the verbal endorsement of at least two (2) Firefighters or, one (1) Firefighter and one (1) Auxiliary member.

- a. All candidates for membership shall make an application on the membership form provided by the Secretary.
- b. All applications will be proposed to the membership present at a regular monthly meeting, and membership voting will be held for the applicant at the next regular monthly meeting attended by the applicant after the meeting in which the application was proposed.
- c. Voting for all candidates shall be by a FOR or AGAINST vote in secret to the applicant. If the applicant receives as many as three (3) negative votes from the members present, the application shall be rejected.
- d. The name of any person who shall be balloted and declared not elected, shall not be eligible for election to membership in this Department for six (6) months after rejection. The candidate may then submit an application again following the procedures lined out in Section 2 a. b. and c. above.

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**Section 3.** Membership resignation, withdrawal or transfer shall be accepted once department-owned property has been returned to the Department.

- a. In lieu of termination, a leave of absence may be granted if it is for a period of no more than one year. A request for leave of absence must be submitted by the individual in writing to the President and accepted by a vote of two-thirds (2/3) of the membership present. If approval is granted, all Department equipment will be returned during the leave of absence.

**Section 4.** Each active Firefighter and Auxiliary member will have only one vote and must cast his/her vote in person. Voting members must be present at each meeting to vote and may not cast a vote by proxy. Honorary and persons placed in a temporary "inactive status" due to disciplinary action will not cast a vote.

### **ARTICLE VII - ACTIVE FIREFIGHTER MEMBERSHIP and DUTIES**

It shall be the duty of every available active firefighting member of this Department to report immediately to the fire station upon every alarm of fire, to report to the Fire Chief or acting Fire Chief, and to remain until excused or released.

- a. It shall be the duty of each member while on duty to obey the orders of the Fire Chief or next in line (Assistant Fire Chief, Captains, Lieutenants, or next senior fireman) and shall be liable for expulsion at the discretion of the Board of Directors if he/she refuses obedience to orders.
- b. It shall be the duty of responding members to report for instructions to the person in charge or Incident Commander on scene.
- c. It shall be the duty of members to attend training and instructional courses conducted by the Department.
- d. Perform other duties as may be directed by the Fire Chief for the furtherance of the Department.

### **ARTICLE VIII - AUXILARY MEMBERSHIP and DUTIES**

The Auxiliary is a team of support members, many of whom are the spouses of active firefighting members or are other interested citizens with the desire to participate with the Fire Department and serve the community, but do not desire to be active firefighters.

- a. The Auxiliary is open to any male/female resident of Buffalo Gap, Texas, or having residency within the Buffalo Gap assigned fire district who has attained the age of 18 and who is of good moral character. The process for admission is the same as for the active Firefighting members, however, there are no training requirements, no Firefighting expectations and no requirements related to minimum attendance at drills and fires. However, the removal of Auxiliary members, who are not participating in any of the Departmental activities is at the discretion of the President and/or the Auxiliary Coordinator.

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- b. The Auxiliary primarily is a support team for the Fire Department during large incidents. They may furnish meals, assist with rehab, transport equipment and personnel, assist with traffic control, and perform other such functions.
- c. Help plan, assist with, and execute fund raising activities on behalf of the Department.
- d. Perform other duties as may be directed by the Auxiliary Coordinator and/or the Board of Directors for the furtherance of the Department.

### ARTICLE IX - HONORARY MEMBERSHIP and DUTIES

Honorary membership in the Department may be conferred on a person only for outstanding service rendered to the Department. Honorary members do not have voting authority in any elections or the passage of any resolutions.

- a. Recommendations for honorary membership must be made in writing and signed by at least ten (10) active members, unsolicited by the honoree.
- b. Said recommendations shall be read by the Secretary to the Department at a regular meeting and carried over until the next regular meeting, a two-thirds (2/3) membership present vote being required.
- c. Honorary Members are not considered a firefighting asset; they are encouraged to attend monthly and annual meetings as well as special events.
- d. Perform other duties as may be requested by the Board of Directors for the furtherance of the Department.

### ARTICLE X - MEETINGS

**Section 1.** This Article also serves as notice of Departmental Monthly and Annual Meetings.

- a. Monthly meetings shall be held on the first Monday of each month (no matter if it coincides with a recognized federal or state holiday) at 7 p.m. Said meeting will be held for the purpose of the presentation of the monthly financial report, the Fire Chief's report, and any other business that may be brought before the members.
- b. Annual meetings shall be held on a calendar-year basis, and the annual meeting will be held on the first Monday of the month of April of each year at 7 p.m. Said meeting will be held for the purpose of the election of officers, the presentation of the annual financial report, the Fire Chief's report, and any other business that may be brought before the members.
- c. The primary meeting place shall be located at 709 Litel St., Buffalo Gap, TX 79508, in Taylor County, Texas, however, a change in location may be made by the Board of Directors provided membership is notified of the change at least five (5) days prior to said meeting.

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- d. Additional notices of regular meetings or annual meetings other than those stated in these By-Laws are not required.

**Section 2.** Special meetings may be called when deemed necessary by two (2) of the members of the Board of Directors or by written request of five (5) voting members, provided that the purpose of the called meeting is stated on the notice of meeting and only such business as stated shall be transacted. Membership notice shall be made not less than ten (10) days prior to such special meetings.

**Section 3.** The election of Officers of the Department, resolutions, and/or votes on other matters brought before the Department at the monthly, annual, or special meeting shall require two-thirds (2/3) of the membership present to vote to approve or disapprove of such matters.

**Section 4.** A quorum for the purpose of the actions, monthly, annual, and/or special meetings shall consist of four (4) members of the Board of Directors for said meeting.

**Section 5.** All procedural questions not covered by the By-laws shall be governed by Robert's Rules of Order, "Parliamentary Procedure" Newly Revised.

- a. All Department meetings shall be in accordance with the Open Meetings and Public Records Act of Texas. All requests must be made in writing to the President of the Board and include the requestor's name, address, phone number, email address, and a detailed description of the information being sought. If a request for information is unclear, the President of the Board may ask for clarification from the requestor.
- b. In the event of a direct conflict between the provisions of these By-laws and the mandatory provisions of the Texas Business Organizations Code, the Texas Business Organizations Code will be controlling. In the event of a direct conflict between the provisions of these By-laws and the Articles of Incorporation of the Buffalo Gap Volunteer Fire Department, these By-laws will be controlling.
- c. No resolution or motion in conflict with the By-Laws will be brought to order.

## **ARTICLE XI - COMMITTEES**

The Board of Directors and/or the President may call for volunteers or appoint personnel for special committees.

- a. Special committees may be composed of Board members and/or non-Board members, Firefighter and/or Auxiliary members for purposes deemed appropriate by the Board of Directors. (i.e., fundraising events, etc.). A committee will consist of at least two (2) members.
- b. Special committees may be created by the Board of Directors and/or the President. The members are formulated as representatives of the membership and will be confirmed by a two-thirds (2/3) membership present vote.
- c. Vacancies in the membership of any committee may be filled by volunteers or appointments made in the same manner as provided in the original appointments.

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- d. A committee chair may be designated, as deemed necessary, and selected by the committee's members.
- e. The term of such committees shall not be more than one (1) year unless the committee is sooner terminated or deemed no longer required by the Board of Directors.
- f. Each committee may adopt rules for its own government that are not inconsistent with these By-laws or with rules adopted by the Board.

## ARTICLE XII - DISCIPLINE and PENALTIES

Discipline is for the good order of the membership and the well-being of the Department.

- a. The Fire Chief or next in line (Asst Fire Chief, Captain, Lieutenant, or Senior most fireman) on the scene has the final say to settle all disputes of all members while on duty; his/her decision shall stop all controversy until the next meeting of the Department when the subject may be discussed and acted upon; He/she may, for disobedience reasons, have the power to temporarily suspend any officer or member of the Department for neglect or refusal to attend his duties as a firefighter and remove them from the incident scene, and the Fire Chief may also refer charges against the member at the next regular meeting for permanent expulsion from the Department.
- b. The Fire Chief, Assistant Fire Chief, President, Vice President, Chaplain, all Fire Captains and any Lieutenant have the authority to immediately expel any member from an incident at any time in the interest of safety to equipment and/or personnel.
- c. At the Fire Chief's or the President's discretion, any Firefighter member of the Department who, without good cause, is absent from four consecutive meetings and/or has not responded to an incident call in the last thirty (30) days may be placed in an inactive status with the Department. At the next regular meeting, the inactive member will be presented to the membership for removal or reinstatement from the Department. The membership present will, by two-thirds (2/3) vote by secret written ballot, expel or reinstate the inactive member. The secret ballot vote will be administered and tallied by the President and overseen by the Board. If expelled, the member will be contacted to turn in any and all equipment issued by the Department and any departmental equipment at the station will be reissued to an active participating fireman. Members expelled under this rule may reapply six (6) months after expulsion but must adhere to all provisions outlined in Article VI Membership.
- d. At the Auxiliary Coordinator's or the President's discretion, any Auxiliary member of the Department who, without good cause, is absent from six consecutive monthly meetings and/or is no longer participating in auxiliary functions (such as activation responses, fund-raising events, etc.) may be expelled from the membership. The Auxiliary Coordinator or the President will present the member's name to the membership for removal from the Department. The membership present will, by two-thirds (2/3) vote by secret written ballot, expel non-participating members. The secret ballot vote will be administered and tallied by the President and overseen by the Board. Members expelled under this rule may reapply six (6) months after expulsion but must adhere to all provisions outlined in Article VI Membership.

President's initials

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Secretary's initials

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- e. When insubordination, gross neglect of duty, or other misconduct charges are preferred against any member, they must be submitted in writing and shall be reviewed by the Board of Directors. If the validity of the charges is found by the Board of Directors, the party accused shall be notified by the Secretary of the charges and the requirement for them to attend the next scheduled meeting to present his/her defense. After presenting his/her defense, a secret written ballot vote of membership will be held. The secret ballot vote will be administered and tallied by the President and overseen by the Board. If two-thirds (2/3) of the membership present find the individual guilty, he/she shall be permanently dismissed from the Department. If he/she fails to be present at the meeting and no excuse for the absence is furnished, the meeting must, upon satisfactory proof of such charge, proceed to determine the case. Once expelled, the member will be required to turn in any and all equipment issued by the Department and any Departmental equipment at the station will be reissued to an active participating fireman. Members expelled under this rule may not reapply for membership.
- f. Any member who reports for duty at any incident, fire, drill, parade, fund raising event, or other official function in a state of intoxication from alcohol or under the influence of legal or illegal drugs shall be subject to expulsion from the Department, IAW Article XII, Section 1 d., above.
- g. Any member who brings any intoxicating beverages or illegal drugs into the meeting rooms of the Department, shall be punished by dismissal from the meeting. No member noticeably under the influence of intoxicants or drugs shall be allowed to have a voice or vote at said meeting.
- h. No member may accept personal gifts, monetary or otherwise, for any service(s) rendered. Violation of this rule will be subject to expulsion under Article XII, e. However, members may refer to and collect on behalf of the Board any cash contribution, gift, or devise for any special purpose of the Department. Prior to acceptance of any significant non-cash contribution, gift, or devise, the Board shall determine, by resolution thereof, that the acceptance of such non-cash contribution, gift, or devise by the Department would be consistent with and further the purposes of the Department.

### **ARTICLE XIII - DISSOLUTIONMENT and VOLUNTARY WINDING UP**

Upon the dissolution or "Voluntary Winding Up" of the Department, assets shall be distributed for one or more exempt purposes in accordance with the Texas Business Code, Chapter 22, Subchapter G, Internal Revenue Code, Section 501(c)(3), or corresponding section of any future State Business code, or federal tax code. Assets may be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the Department is located, exclusively for such purposes, or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

### **ARTICLE XIV - AMENDMENT of the CONSTITUTION and BY-LAWS**

Any proposed amendment shall first be submitted in writing to the Board of Directors. No part of the foregoing By-laws may be altered or amended unless a written resolution to that effect has been

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Secretary's initials

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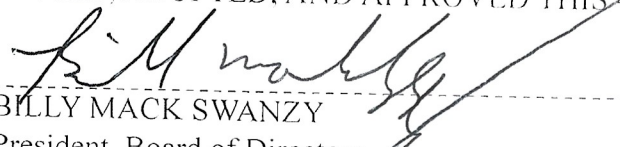


introduced at a regular monthly meeting at least one month prior to the membership's vote. Adequate time for discussion of the proposed amendment or amendments shall be allowed in the meeting. The proposal will then be read to the membership and shall be acted upon at the next monthly, annual, or special meeting of the Department.

- a. No resolution or motion in conflict with the By-Laws will be brought to order.
- b. These By-laws may be amended by a two-thirds (2/3) membership present vote at any monthly, annual, or special meeting of the Department.

#### ARTICLE XV - AUTHORIZATION

The President is authorized to execute, and the Secretary is authorized to attest to these By-laws on behalf of the Board and to do all things proper and/or necessary to carry out the intent hereof.  
PASSED, ADOPTED, AND APPROVED THIS 4<sup>th</sup> DAY OF NOVEMBER, 2024.

  
BILLY MACK SWANZY  
President, Board of Directors  
ATTEST:

  
BRANDY HANNON, SECRETARY

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#### Definition

2/3 Membership present: a vote is rendered by only the membership in attendance at any monthly, annual, or special meeting. Those not present waive their right to vote for or against any motion. Unless otherwise stated 2/3 the membership present's vote is required to carry a motion.

President's initials 

Secretary's initials

