



GSFA Bylaws

**AS AMENDED AT THE 2016 ANNUAL CONFERENCE
AUGUSTA – RICHMOND COUNTY, GEORGIA**

SECTION NUMBER	Title
1	CORPORATION NAME
2	MISSION STATEMENT
3	CLASSIFICATION OF MEMBERS
4	BOARD OF DIRECTORS
5	ELECTIONS
6	DUTIES
7	MEETINGS OF MEMBERS
8	MEETINGS—BOARD OF DIRECTORS
9	COMMITTEES
10	ANNUAL CONFERENCE
11	DELEGATES AND ALTERNATE DELEGATES
12	AMENDMENTS TO BYLAWS
13	VOTING
14	ANNUAL DUES
15	FISCAL YEAR
16	CORPORATE SEAL
17	GEORGIA STATE FIREFIGHTERS ASSOCIATION AUXILIARY
18	SPECIAL SECTIONS

BY LAWS OF THE GEORGIA STATE FIREFIGHTERS' ASSOCIATION

Section 1- Corporation Name

The name of the corporation shall be the Georgia State Firefighters' Association, hereinafter referred to as 'GSFA', a corporation not for profit.

Section 2 - Mission Statement and Purpose

"The mission of the Georgia State Firefighters' Association is to serve, promote, advocate, and represent the interests of the fire, rescue and emergency services of Georgia."

The purposes for which the corporation is organized shall be to promote the science and methods of fire protection, life safety, and emergency services by increasing the knowledge and awareness of its members and the public; to generate, obtain and circulate information on these subjects; to provide a means for the interested members of GSFA to upgrade their professional skills; and to secure the cooperation of its members, the public and other interested parties in establishing effective means for the preservation for life and property from fire and other disasters.

In furtherance of said business and objectives, GSFA shall have the right and power to acquire, receive and accept, by way of gifts, purchase, lease or otherwise, money and property of every kind, nature and description without limitation as to value, except as may be imposed by these bylaws; sell or dispose of such property; to use any and all of such property for the aforementioned business or objects to make, enter into, perform or carry out contracts of every kind and description with any person, firm, association or corporation, including but not limited to, federal, state or local governmental agencies or private entities; and do any and all other things necessary or proper in connection with, or incidental to, such objects or purposes within limitations of these by laws or any law applicable thereto.

GSFA shall not operate for pecuniary profit. No part of the money or other property of GSFA shall be used to benefit any member of GSFA or private individual or be used or distributed otherwise than for the business or objects herein provided. Should there be any monies or other property not expended or disposed of for the business or objects above described, if any whenever the business activities of the corporation cease, such monies or property shall be donated to a recognized not-for-profit charity selected by the Board of Directors.

Section 3 - Classification of members and manner of admission.

A. Membership in GSFA shall be classified as follows:

Active, Active-Retired, Associate, Retired, Honorary, Life and Sustaining

B. These classifications are as follows:

1. - ACTIVE. "Any person engaged in the various fire service positions, professional skills, or job classifications of fire departments and State agencies in the State of Georgia."
2. - ACTIVE-RETIRED. Any person officially retired from a fire department, agency, or organization as defined in Section 3 (a), shall have all rights and privileges provided he/she elects to pay the current membership dues as provided in Section (14) of these bylaws.
3. - RETIRED. Any person having been a member of the corporation upon being placed on official retired status by any fire department, agency, or organization enumerated in Section 3 (a), is eligible for membership in this classification. The Board of Directors may establish additional rules as it deems necessary for a person to be classified as a retired member. A member in this classification shall pay reduced annual dues as prescribed by the Board of Directors. This is a non-voting classification.
4. - LIFE. Life membership may be awarded to any member of the corporation who in the judgment of the Board has contributed to the betterment of the corporation or the fire service of the State of Georgia. A life member shall pay no dues. A life member who was a former voting member of the corporation shall continue to hold that privilege. This classification of membership is not eligible to hold office in the corporation.
5. - HONORARY. Honorary membership may be awarded to any individual so selected by the Board of Directors for outstanding contribution for the betterment of this corporation or the fire service of Georgia. Honorary members shall pay no dues. This is a non-voting classification
6. - SUSTAINING. Any firm, organization, company, or individual desiring to further the Purpose of the Georgia State Firefighters' Association. Dues shall be established by The Board of Directors. The rights, privileges, restrictions, and other considerations shall be established by the Board of Directors. This is a non-voting classification.
7. - ASSOCIATE. Any person not eligible for active membership but having an interest in or a desire to support the purposes of the organization. Associate members shall comply with provisions of the bylaws and shall pay dues as prescribed by the Board of
 - a. Directors. This is a non-voting classification.

C. Any ward of a local, state or federal government shall be ineligible for membership in the corporation.

Section 4. Board of Directors

- A. The Board of Directors of the corporation shall consist of: President
First Vice President
Second Vice President
Third Vice President
Treasurer
Director at Large
Immediate Past President

B. The Board of Directors shall have charge of the corporation and shall conduct the business and affairs through the Chief Executive Officer (CEO), and whatever committee or committees deemed necessary or appropriate in concert with the provisions of these by laws.

C. The rate or amount of all individual reimbursements for Board business shall be established by the Board.

Section 5. Elections

- A. The Board of Directors of the corporation shall be elected by a plurality vote of the voting delegates at the annual conference. All elections shall be by a “departmental roll call” vote.
- B. The directors shall hold office for two (2) years or until their successor is elected and duly sworn.
- C. Any candidate for a director must have been a voting member of the corporation for the past two (2) consecutive years with no break in service. Membership expired beyond 30-days of expiration date constitutes a break in service. Membership shall be current as of conference date.
- D. Removal: A Board of Directors member may be removed from office for cause by a two-thirds affirmative vote of the directors then in office. A director shall be removed from office for failure to attend three (3) consecutive board meetings, unless excused by the President.
- E. Vacancy: In the event of a vacancy on the Board of Directors the Board may appoint a qualified candidate to fill the unexpired term, unless otherwise provided by the bylaws.

Section 6. Duties

- A. President.
1. The President shall be the official spokesperson for the corporation.
 2. The President shall serve as the chairperson of the Board of Directors and shall preside at all meetings, except when the chair has been delegated to another person.

3. The President shall appoint all committees not otherwise provided for in these Bylaws.
4. The President shall sign, where such signature is required, on contracts and other instruments executed by or on behalf of the corporation. The president may sign drafts or checks along with the Chief Executive Officer, or Treasurer, in the absence of the CEO.
5. The President may serve with the power to vote on any appointed committees of the corporation.
6. The President may when deemed appropriate issue a special presidential award to a person or persons of his/her choosing.
7. The President may, subject to approval of the Board, appoint district representatives.
8. The President shall serve as the Legislative Chairperson for the corporation.

B. First Vice President

1. In the absence of or due to inability of the President to perform duties of the office, the First Vice President shall assume those duties.
2. The First Vice President shall assist the President in every way possible to fulfill the assigned duties.
3. In case of death, resignation, or removal of the President, the First Vice President shall immediately assume all duties of the President, and shall serve until a successor is elected.
4. The First Vice President shall perform such other duties as may be required of him/her by the corporation.
5. The First Vice President shall chair the Membership Committee.

C. Second Vice President

1. The Second Vice President shall assist the President and First Vice President in conducting the business of the corporation.
2. In absence of or due to the inability of the First Vice President to perform his/her duties, the Second Vice President shall perform those duties.
3. The Second Vice President shall perform such other duties as may be required of him/her by the corporation.
4. The Second Vice President shall chair the Conference Education Committee.

D. Third Vice President

1. The Third Vice President shall assist the CEO as the Secretary of the corporation.
2. The Third Vice President will assist the Second Vice President and the Director At Large with conference planning.
3. The Third Vice President shall chair the Resolutions Committee.
4. The Third Vice President shall perform such other duties as required of him/her by the corporation.

E. Director at Large

1. The Director at Large shall perform such duties as may be required of him/her by the corporation.
2. The Director at Large shall coordinate his/her duties with the Chief Executive Officer.
3. The Director at Large shall chair the Awards Committee.

F. Immediate Past President

1. The Immediate Past President shall serve ex-officio on the Board of Directors.
2. The Immediate Past President shall serve as chairperson of the Elections and Nominations Committee.

G. Parliamentarian

1. There shall be a Parliamentarian appointed by the President who shall serve the term of the appointing President.
2. The Parliamentarian shall acquaint himself/herself with the bylaws of the corporation and with Roberts Rules of Order.
3. When the rules or bylaws of the corporation are not sufficient to cover a procedure, or if parliamentary questions arise, they shall be subject to a ruling of the Parliamentarian based on Roberts Rules of Order.

H. Sergeant at Arms

The Sergeant at Arms shall be appointed by the President. The Sergeant at Arms shall preserve the decorum and security at all meetings as directed by the chairperson. He/she shall carry out such other duties as may be assigned.

I. Chaplain

1. A Chaplain shall be appointed by the President, subject to approval of the Board.
2. The Chaplain shall serve the term of the appointing President.
3. The Chaplain shall perform such duties as the President may designate or approve, at functions such as the Board of Directors meetings, Firefighters Recognition Day, annual meeting, funerals or memorial services, or to extend expressions of sympathy on behalf of the corporation.

J. Treasurer

1. The Treasurer shall perform the duties enumerated in these bylaws or as may be directed by the President or Board of Directors.
2. The Treasurer shall coordinate with the Chief Executive Officer to complete a financial record of the corporation whenever deemed necessary.
3. The Treasurer shall sign checks or drafts with the Chief Executive Officer, or President, in absence of the CEO.
4. The Treasurer may periodically review bookkeeping and accounting procedures in concert with the Chief Executive Officer.
5. The Treasurer shall require an annual audit of all books and monies of the

corporation and shall give a report on same at the annual meeting.

6. The Treasurer upon request may assist the President or Chief Executive Officer in financial matters pertaining to the business of the corporation.
7. The Treasurer shall serve as the Chairperson of the Audit and Finance Committee.
8. A candidate to serve in the position of Treasurer, in addition to Section 5-C, shall possess the following minimum qualifications:
 - A minimum of 3-years' experience managing staff, including goal setting, performance evaluation and team building;
 - Shall have the ability to demonstrate proficiency with budget and financial statement preparation;
 - Shall be able to demonstrate knowledge of financial statement content and be comfortable presenting financial data to leadership;
 - Must have some experience working on collaborative efforts;
 - Shall be able to demonstrate good analytical skills and experience and ability in financial management and budget preparations.

K. District Representatives

1. District representatives may be appointed by the President when deemed beneficial to the organization and in accordance with Section 6 (Duties) of these bylaws.
2. It shall be the duty of the District representative to coordinate with the Chief Executive Officer in calling and conducting district meetings.
3. District Representatives shall build a contact list for all departments and members within their respective districts. They shall utilize this list in keeping members of their district updated on current activities, membership recruitment, district meetings and other association business as needed.
4. District Representatives shall attend all board meetings as requested by the President as non-voting members and to provide the Board of Directors update on current status and activities within their District.
5. District meetings may be held in any place within the district. Location of a district meeting shall be based on the provision that a local fire department desiring to host a meeting will provide the necessary facility.

L. Chief Executive Officer

1. There shall be a Chief Executive Officer (CEO), who shall be appointed by the Board of Directors of the Association. The CEO shall serve at the pleasure of the Board of Directors and may be removed for cause by a two-thirds affirmative vote of the full Board of Directors, after a hearing if requested.
2. The CEO shall be the Business Manager of the corporation and shall manage the affairs and business in conjunction and cooperation with the Board, and whatever committees deemed appropriate and essential in accordance with these bylaws.
3. The CEO shall have full authority for the employing, supervision, and assigning duties of and functions of the office staff, as provided by the organizational chart and annual budget as approved by the Board of Directors.

4. The CEO shall be the liaison between the corporation and other allied agencies and organizations.
5. The CEO shall be the administrator of the Firemen's Death Benefit Fund and shall also be ex-officio member, non-voting, of all GSFA committees, with the exception of the Conference Coordinating Committee, which he/she shall chair.
6. The CEO shall be bonded in an amount established by the Board, including, but not limited to, budget, records, report, audits, expenditures and accounting.
7. The CEO shall act as secretary of the corporation.

Section 7. Meetings of Members.

- A. The members of GSFA shall meet annually at a time and place as recommended by the Conference Committee and approved by the membership in conference.
- B. The purpose of the Annual Conference/Meeting shall be to elect officers and conduct the business of the Association.
- C. Other meetings may be held throughout the State as needed, as determined by the Chief Executive Officer.

Section 8. Board of Directors Meetings.

- A. The Board of Directors shall meet at least quarterly at a time and place determined by the President. A two-thirds (2/3) vote of the Board is required to conduct business.
- B. The Board of Directors may call a special Board meeting by a majority vote following a recommendation of the President, or may call a special meeting by a two-thirds vote without a recommendation of the president.
- C. Any special meeting must have at least a seven (7) day notice in writing to all Board Members and shall contain an agenda.

Section 9. Committees.

A. Legislative Committee

There shall be a Legislative Committee of GSFA consisting of the President, as Chairperson, or his/her designee, the Chief Executive Officer, and one (1) member at large from the voting membership of GSFA appointed by the President. The Legislative Committee may from time to time make a study of proposed legislation which may affect or have an impact on the fire service of Georgia.

B. Awards Committee

There shall be an Awards Committee consisting of the Director At Large, as Chairperson, the Chief Executive Officer, and two (2) voting members appointed by the President.

The committee shall develop criteria for:

- Firefighter of the Year
- Rookie of the Year
- Medal of Valor
- Educator of the Year
- Company Officer of the Year
- Instructor of the Year

The Committee shall have sole authority to determine as to whether or not to make an award in any category. The committee shall meet at a time and place determined by the Chief Executive Officer.

C. Conference Committee

There shall be a Conference Coordinating Committee consisting of the Chief Executive Officer as chairperson, the President, the Treasurer, and the host chief or his designee.

The location of the annual conference shall be recommended by the Conference Committee at least three (3) years in advance (if possible), and approved by the membership in conference.

D. Audit and Finance Committee

There shall be an Audit and Finance committee of GSFA which shall be chaired by the Treasurer and two members at large appointed by the president, with the approval of the Board of Directors. The committee shall advise the Board on any budgetary or financial matters as needed. This committee shall serve during the annual conference.

E. Resolutions Committee

There shall be a Resolutions Committee consisting of the Third Vice President as chairperson, with three (3) voting members of GSFA appointed by the President. The committee shall serve during the annual conference and shall review all resolutions coming before the membership at the annual conference, and make a recommendation as to "DO PASS" or "DO NOT PASS".

F. Membership Committee

There shall be a Membership Committee consisting of the First Vice President as chairperson, with three (3) voting members of GSFA appointed by the President. The committee shall serve during the annual conference and make such recommendations to the Board of Directors as are deemed beneficial for the good of the organization.

G. Conference Education Committee

There shall be a Conference Education Committee consisting of the GSFA Second Vice President as chairperson, and such other appointments as may be deemed necessary by the President to accomplish the objectives needed.

H. Nominations and Elections Committee

1. There shall be a Nominations and Elections committee consisting of the Immediate Past President who shall chair the Committee, two (2) voting members in attendance appointed by the President, and two (2) voting members in attendance appointed by the Board of Directors.
2. The Committee shall be announced and recognized during the first session of the annual conference. The chairman of the Committee shall establish a time and place for a meeting to be held on the first day of the conference, at which time any candidate for election may appear and present his/her petition.
3. The Committee shall certify the eligibility of those seeking Board positions according to the requirements delineated in Section 5 (c) of these bylaws. The Committee shall NOT recommend any of the candidates for election to the Board of Directors.
4. Following the nominations and elections committee report, the floor shall be open for nominations of qualified candidates for any office. Nominations from the floor must have a second. Each candidate shall be given up to 5-minutes to address the assembly.
5. On the first day of the annual conference, the president shall establish and announce a time and place for elections.
5. A final ballot (slate of officers) shall be prepared by the nominations and elections committee.
6. In the event of a tie, a run-off election shall be scheduled immediately.
7. Any candidate for an unopposed office may be elected by acclamation.
8. Any candidate may have one (1) observer to witness the vote count.
9. Ballots for voting will be issued to the official delegate or alternate. Substitute or replacement ballots will not be issued.
10. Those elected shall be sworn and installed at the banquet of the annual conference.

I. Special Committees

The president may, with the approval of the Board, appoint special committees whenever deemed appropriate. The committee shall have a specific charge and shall be abolished upon completion of the assigned task.

Section 10. Annual Conference

A guide for business at the annual conference shall be:

Call to order
Invocation
Opening Ceremonies
Memorial Service
Presentations
Report of Committees
Old Business
New Business
Elections
Annual Awards Ceremony /
Installation of Officers
Adjournment

Section 11. Delegates and Alternate Delegates

- A. The members of GSFA in their respective department, agency, or organization or membership classification shall appoint one (1) delegate and one (1) alternate delegate to cast their members' vote on a roll call at the annual meeting of GSFA. The alternate shall vote only in the event that delegate is unable to vote.
- B. Each fire department, agency or organization shall have one (1) for each ten (10) current paid up voting members of GSFA. There shall be one vote (1) vote per department, agency or organization, for a fraction of ten (10) voting members. No department, agency or organization shall have more than ten (10) votes.
- C. A letter of certification, signed by the Fire Chief, shall be submitted by each department, agency, organization or membership classification designating an official delegate and alternate to cast the vote at the annual conference. A letter of certification may be presented to the nominations and elections committee at the annual conference. A delegate or alternate may represent only one department, agency, organization or membership classification.
- D. Current, paid up members of the active-retired membership classification shall caucus and elect a voting and alternate delegate, and shall determine how their votes will be cast for their classification.
- E. The voting strength of the active-retired membership classification shall not exceed the provisions as specified in Paragraph B above. The voting and alternate delegates shall be identified to the nominations and elections committee.

Section 12. Amendments to the By-Laws

- A. Any member desiring to present a change in the bylaws of GSFA shall submit such in writing to the President, thru the Chief Executive Officer of GSFA. Such shall be submitted not less than sixty (60) days nor more than one hundred twenty (120) days prior to the annual meeting of GSFA).
- B. Any properly received recommendation on changes to the bylaws shall be assigned to a bylaws committee by the president.
- C. After review of the recommended changes to the bylaws, the bylaws committee shall make a recommendation to the Board of Directors.
- D. The Board's recommendation on a change in the bylaws shall be submitted to each member at registration at the annual conference. The presiding officer shall not call for action on the proposed bylaws change on the first day of the meeting.
- E. Procedure for any change of the bylaws presented from the floor at the annual conference shall be as follows:
 - 2. Proposed changes to the GSFA bylaws may be submitted by any paid up member of GSFA in attendance at the annual conference. The proposed change shall be submitted in writing to the presiding officer. The presiding officer shall present the proposed change to the floor under "New Business."
 - 3. The proposed bylaws change may be discussed, amended, tabled, or other action as provided by Roberts Rules of Order. Submitted proposals to the bylaws may be handled as a motion and must be seconded, and may be amended by the body.
 - 4. The proposed change of the bylaws in its final form shall be acted on by the body under "old business" at the annual meeting the following year, and must be acted on by a "Yes/No" vote, with a two-thirds majority to approve.
- F. A motion to amend the bylaws may be adopted upon a vote of two-thirds of the Board without first submitting notice thereof; provided, however, such vote is coupled with a two-thirds majority vote of the eligible voting membership at the annual meeting of GSFA, under "New Business."

Section 13. Voting

Any eligible voting member in attendance at the annual conference may cast a vote on all matters coming before the conference unless such is a "departmental roll call" vote. A "departmental roll call" vote shall be restricted to elections.

Section 14. Annual Dues

Dues for each membership classification shall be established by the Board of Directors, provided however, a simple majority of the voting membership confirms the proposal at the annual conference.

Section 15. Fiscal Year

The fiscal year of the corporation shall be established by the Board of Directors.

Section 16. Corporate Seal

This corporation shall have a seal bearing the words "Georgia State Firefighters' Association, Inc." around the seal margin thereof, and the words "seal" and "1952" in the center thereof.

Section 17. Georgia State Firefighters' Association Auxiliary

- A. A Georgia State Firefighters' Association Auxiliary is hereby formed for the purpose of:
1. Assisting GSFA in whatever may be deemed appropriate by the Board.
 2. Making the good of the fire service known throughout the State.
 3. Helping promote fire safety education throughout the State.
 4. Developing fellowship and friendship of others who have an interest in the fire service.
 5. Assisting elected and appointed officers and officials of the Georgia State Firefighters' Association upon request.
 7. Encouraging the assistance of local auxiliaries in carrying out the objectives and programs of the Georgia State Firefighters' Association.
- B. The Auxiliary is sponsored by the Georgia State Firefighters' Association and as such shall be under the direction and policies of the GSFA Board of Directors.
1. All Auxiliary functions will be consistent with the bylaws and/or directives of the GSFA Board of Directors.
 2. The Auxiliary president shall notify the Board of GSFA, through the Chief Executive Officer, whenever any meeting of the Auxiliary is held.
 3. Any and all funds generated or maintained by the Auxiliary shall be subject to a GSFA audit.
 5. The GSFA Board of Directors, may upon notice, and when deemed necessary for the best interest of GSFA, suspend any and all functions of the Auxiliary.

Section 18. Special Sections

- A. Groups of members having a substantial community of specialized interest in fire protection (i.e. training, instructors, EMT personnel, fire inspectors, fire investigators, public fire education specialists, etc.), may be organized in sections upon authorization by the Board of Directors.
- B. The qualifications for membership in each section shall be specifically defined. Those desiring to become sections shall submit their proposals to the Board for consideration.
- C. Membership of section shall be confined to members of GSFA.
- D. Sections may elect their own officers and formulate their own procedures, provided that the organization procedures are consistent with rules and regulations and bylaws of GSFA.

- E. Sections may hold meetings for discussion, interchange of information, and promotion of the objectives of their membership and otherwise operate as they may desire consistent with the general purposes of GSFA. Sections may propose or recommend to a regular meeting of GSFA, action on any matter desired. Meetings of sections may be held at such time and place as the section desires, provided one meeting each year is held at the time and place of the annual meeting of GSFA.
- F. Section meetings shall be open to all members of GSFA. Voting within the section or any official recommendation of that section shall be limited to voting members of that section only.
- G. Sections shall not incur any financial obligations or commit GSFA to any expenditure.
- H. The Chief Executive Officer and staff of GSFA may provide assistance to sections when deemed appropriate.
- I. Sections may be represented on committees of GSFA when deemed appropriate by GSFA president.
- J. Upon recommendation of a section to the Board, appropriate section dues may be established.
- K. Any funds, contributions, or dues of a section shall be handled in accordance with the bylaws of GSFA, and shall be subject to audit by the Audit and Finance Committee of GSFA.
- L. The Board after due notice may suspend any section which does not conform to GSFA purposes or bylaws, or when the section membership does not show sufficient interest to justify continuance of the Section.

*Bylaws as amended at the 2015 Conference in Jekyll Island, Georgia
Dean King, President presiding*

