

METROPOLITAN CHIEFS ASSOCIATION
of the
INTERNATIONAL ASSOCIATION OF FIRE CHIEFS
&
THE NATIONAL FIRE PROTECTION ASSOCIATION

BYLAWS

(Approved by the Membership on May 22, 2012)

SECTION 1. **ORGANIZATION:** The Metropolitan Fire Chiefs Association is organized as a section of the National Fire Protection Association (NFPA), and as a section of the International Association of Fire Chiefs (IAFC) pursuant to and subject to the requirements and provisions of both organizations. The Association shall be commonly known as the Metropolitan Fire Chiefs Association or Metro Chiefs Association.

SECTION 2. **PURPOSE:** The Purpose of the Metro Chiefs Association is to bring together the highest-ranking officer from each eligible metropolitan fire department in order to share information and experiences and to discuss issues of common interest.

SECTION 3. **MEMBERSHIP:** The Metro Chiefs Association shall be limited to members of the IAFC and the NFPA who serve as the highest-ranking fire department officers of cities, counties or local government fire protection districts having a minimum staffed strength of 350 fully paid career firefighters. Leadership titles vary for fire department top leaders (i.e., Chief of the Department, Commissioner, Director, Superintendent, etc.); however, membership is limited to one member only of each eligible fire department, and that member must be the Chief of the Department or in a role of equal or greater responsibility. Further, unless otherwise noted in these bylaws, the member must also be a member in good standing of the NFPA and the IAFC. Cities, counties or local government fire protection districts that acquire membership under the aforementioned criteria and, after acquiring membership drop below the minimum membership requirements, will retain membership only as long as that member remains with the department. If a Regular Member as defined in Section 4 moves to a department that does not meet the aforementioned criteria, that member will lose the status of a Regular Member. However, as a former Regular Member, that member would be eligible to apply for Senior Member status.

In addition, members of other associations or organizations may be recognized as Affiliate Member Associations or Organizations upon recommendation by the President and approval of the membership.

SECTION 4. **CLASSES OF MEMBERSHIP:** The Metro Chiefs Association shall consist of Regular, Senior, International, Affiliate, and Honorary Members as defined below:

Regular Members - Active Chiefs of Departments as defined in Section 3. Regular Members have all of the rights, privileges, and responsibilities of

membership, including full voting rights and the right to hold office. Only Regular Members are eligible to be elected as Officers of the Association.

Senior Members - Retired and/or former Regular Members who have served as Regular Members as defined in Section 3. Senior Members have the rights, privileges, and responsibilities of membership, including full voting rights. Senior Members pay Metro Association dues set at 50% of the Regular Member dues and are not required to be dues-paying members of the IAFC or NFPA. Senior Members are eligible to serve on the Executive Board in the Senior Board Member position only, except as provided in Section 7.

International Members – Active Chiefs of Departments as defined in Section 3 who lead departments outside Canada and the United States and protect a jurisdictional population greater than 750,000. International Members do have voting rights, but are not permitted to hold elected office. International Members are required to pay the Regular Member Metro Association dues but are not required to be members of the NFPA or IAFC. To encourage international membership, the Executive Board may waive the membership criteria as outlined in Section 3 and may waive a portion of the membership dues, but may not reduce the dues below 50% of the Regular Member Metro Association dues.

Affiliate Membership - An Association or Organizational Membership granted to the governing officer (President, Chair, etc.) or his or her designee of an approved Association or Organization as described in Section 3. In addition to the governing officer of the Association or Organization, up to nine additional members of the Association or Organization may attend and participate in conference activities. (The total maximum number of affiliate member attendees, including spouses/partners, would be 20.) Affiliate Members do not have voting rights, and are not permitted to hold elected office. Everyone attending the conference is required to pay appropriate conference fees, unless excused by the President.

Honorary Members - Persons with background and/or expertise in areas of Fire Prevention, Fire Suppression, or other related disciplines who warrant such recognition as determined by the President. Honorary Members shall not be permitted to vote or hold office.

SECTION 5. VOTING RIGHTS: All Regular, Senior, and International Members of the Metro Chiefs Association are entitled to one vote on any question.

Honorary and Affiliate members shall not be entitled to vote on any matter.

SECTION 6. OFFICERS: The officers of the Association shall be a President, a Vice-President, a Secretary, and a Treasurer. The officers shall be elected in accordance with the provisions of these bylaws. All officers shall serve terms of one year each, or until their successors are elected and qualified. No elected

officer may serve more than two consecutive terms in any one office. Terms of office begin at the annual conference of the Association.

The President of the Association shall preside at all meetings of the Association and of the Executive Board, and shall, with the approval of the Executive Board, appoint such committees as deemed appropriate or as otherwise established at the discretion of the Executive Board, except for the Executive Board, which is established under the terms of these bylaws. The President shall perform such other duties as determined from time to time by the Executive Board.

The Vice-President shall, at the request of or in the absence or disability of the President, undertake the powers and duties of the President and when so acting shall have all necessary powers and perform all such duties as the President or the Executive Board shall determine are necessary to carry out such role.

The Secretary shall perform such secretarial duties as are not performed by the Executive Secretary and such other duties as may be directed by the President or the Executive Board.

The Treasurer shall provide for the custody of all funds, securities, books of account and financial records of the Association.

There shall be an Executive Secretary who shall be a member of the NFPA staff and shall be named by the President of the NFPA. The Executive Secretary shall serve as secretary of the Executive Board but shall not have a vote in its affairs. The Executive Secretary shall not be an officer of the Association.

SECTION 7. ELECTION OF OFFICERS AND BOARD MEMBERS: At the Metro Chiefs annual conference, an election of officers and Board members (President, Vice President, Secretary, Treasurer, Board Member, Senior Board Member, and Alternate Board Member) shall be held. Voting Members wishing to be placed in nomination for office shall submit their name to the President no sooner than January 30 of the election year, and no later than close of business on the first day of the annual conference. No elected Officer or Board Member may serve more than two consecutive terms in any one office. The President shall submit to the body the names of all candidates for consideration. A simple majority vote shall decide each election. Terms of office begin at the annual conference of the Association. If a member of the Executive Board retires or resigns his/her position with his/her respective fire department after being duly elected, s/he may be permitted to complete his/her elected term with the approval of the Executive Board. If at any time the officer or board member in question accepts a position that, in the opinion of the Executive Board, conflicts with the interests and values of the Metro Chiefs Association, the Executive Board reserves the right to remove that person from office, thereby creating a vacancy on the Board (See Section 9 below). A member who is duly elected to the position of President shall be permitted to serve out his/her term as President and Immediate Past President unless removed from office by the Executive Board.

SECTION 8. EXECUTIVE BOARD: There shall be an Executive Board, which shall have general charge of the affairs of the Association. It shall be empowered to act on behalf of the Association between meetings of the membership, to establish, appoint and empower additional committees in its discretion; and to exercise all rights and powers granted it by these Bylaws or otherwise. It shall submit a report to each annual conference of the Association covering its actions.

The membership of the Executive Board shall consist of all officers of the Association, the immediate Past President and three other members elected at large by and from the membership. Of the three members elected at large one shall be a Senior Member, and two shall be Regular members serving in the positions of Board Member and Alternate Board Member. The Alternate Board Member shall be entitled to participate in all meetings or other actions of the Executive Board, but shall not be entitled to vote unless the Board Member is absent from the meeting where the vote is to be taken.

SECTION 9. VACANCY: In the event of a vacancy occurring in the office of the President, or any other officer or member of the Board, the next officer in line shall immediately assume the duties and authority of the vacant office and this procedure shall continue until the Alternate Board Member ascends to the Board Member position. The order of succession shall be Alternate Board Member, Board Member, Treasurer, Secretary, and Vice President. Upon completion of this procedure the new President, with the approval of the Executive Board, may appoint a Regular Member to serve out the un-expired term of the Alternate Board Member.

SECTION 10. ANNUAL CONFERENCE AND MEETINGS: The Metro Chiefs Association shall meet a minimum of three times annually. In addition to the annual conference, which is held at a pre-selected site as approved by the membership, one meeting will be held during the IAFC Annual Conference in the host city, and one meeting will be held either in conjunction with the NFPA Annual Conference or at a time and location determined by the Metro Executive Secretary in consultation with the Metro Executive Board. Everyone attending the annual conference is required to pay appropriate conference dues and fees, unless excused by the President in consultation with the host chief.

10.1 QUORUM: A quorum for the conduct of business at an Annual Conference, a scheduled Meeting, or a Special Meeting of the Association shall consist of not less than 10 members of the Association. A quorum of the Executive Board to conduct business at meetings or via conference calls shall consist of not less than four members of the Executive Board, with at least two of the four members being officers of the Executive Board. A majority of Voting Members participating at such duly called meetings shall legalize all business transactions and questions except as otherwise may be provided expressly for in the Constitution and Bylaws of the IAFC and the NFPA.

10.2 ORDER OF BUSINESS: The following order of business shall govern meeting proceedings unless otherwise ordered by a simple majority vote of Voting Members present:

1. president calls meeting to order
2. invocation
3. reading and adoption of minutes of previous meeting
4. reports from officers, board members and committees
5. meeting agenda
 - a. old business
 - b. new business
6. election of officers
7. selection of location and date of next meeting
8. adjournment

10.3 RULES OF ORDER: Except as otherwise provided in these Bylaws or the Rules of Order adopted by the Association, Robert's Rules of Order (Revised) shall govern the transaction of business.

1. The President, as presiding officer shall preserve order and decorum. He/She shall take no part while presiding, and shall decide all questions of order subject to an appeal of the members present and upon such an appeal, a vote shall be taken without debate. The presiding officer may state his/her reasons for the decision given and shall put the question as follows: "Shall the decision of the President be sustained?" A simple majority of the Voting Members present and voting shall be necessary to reverse the decision of the President.
2. Any member wishing to speak shall rise in place, state his/her name and residence, and address the presiding officer. Only Voting Members shall offer motions, second motions, and/or vote on motions. In any and all instances, when a member has finished speaking he/she shall resume his/her seat. When speaking, he/she shall confine himself/herself to the subject or question under consideration or debate.
3. When two or more members rise to speak simultaneously, the presiding officer shall decide who is entitled to the floor.
4. A member called to order by the presiding officer shall cease speaking immediately and take his/her seat until the point of order in question is decided, when he/she again shall be entitled to the floor.

5. Any questions coming before the meeting, for which no provision has been made in these bylaws or rules of order, shall be referred to the presiding officer, who shall be guided in his/her decision by the rules laid down in Robert's Rules of Order, to the extent that such rules are not superseded by express provisions of the NFPA and IAFC Constitution and Bylaws.
6. A motion to adjourn shall always be in order, except when a member is in possession of the floor, a vote is being taken, or it has been decided that a vote shall now be taken. A motion to adjourn is not debatable, but a motion to adjourn to a given time is open to debate.

SECTION 11. CLOSED MEETINGS: At the annual conference, and at any other Association meetings as deemed appropriate by the presiding officer, one or more sessions shall be reserved for closed meetings of Regular, Senior, Affiliate, and International Members. At these meetings, in addition to any other business, subjects believed to be of a sensitive nature shall be presented for discussion. Officers, Directors and staff representatives of the NFPA and/or the IAFC may also attend such meetings unless dismissed by the President. The presiding officer, with the approval of the Voting Members present, shall have the authority to request or invite other such persons that may be appropriate to attend the closed meetings, when such presence is deemed to be in the best interests of the Metro Chiefs Association, the IAFC, and the NFPA.

SECTION 12. DUES: Effective January 1, 1987 and thereafter, there is established a separate dues for membership to the Metro Chiefs Association. Such dues, as deemed appropriate, shall be set and voted upon by the Voting Members during the business session of the Annual Conference. A simple majority shall be required to amend the dues. Notification of a proposed change shall be provided to all Voting members no less than 30 days prior to the Annual Conference.

SECTION 13. AMENDMENTS: The consideration of any proposed amendments, to these bylaws and rules of order, of which notice has been given prior to the opening of an official meeting, shall be on the first day of the meeting.

No amendment to the bylaws or rules of order shall be made except when written notice of such amendment has been received and read in open session of the meeting, and a simple majority vote of the Voting Members present and voting shall be required to adopt such an amendment.

All amendments, alterations or revisions of any part of these bylaws or rules of order shall take effect upon their adoption of the Metro Chiefs Association, and approval of such amendment by the Board of Directors of the NFPA and the IAFC.

SECTION 14. PRECEDENCE: Nothing in these Bylaws shall be construed to be in conflict with, or take precedence over, the established articles and sections of

the Constitution and Bylaws of the IAFC and the NFPA or the adopted Regulations and policies of either organization. If the President of the Metro Chiefs Association determines that a conflict does exist because of the promulgation of these Bylaws he/she shall refer the matter to the chair of the Constitution and Bylaws Committee of the Metro Chiefs Association and to his/her counterpart in the IAFC and the NFPA for final resolution.