

**SNYDER VOLUNTEER FIREFIGHTER'S
BENEVOLENT ASSOCIATION**

BYLAWS

Adopted March 2, 2026

Table of Contents

ARTICLE I	3
Name, Offices and Definitions	3
ARTICLE II	4
Purposes	4
ARTICLE III	4
Fiscal/Operating Year	4
ARTICLE IV	4
Membership	4
ARTICLE V	5
Discipline and Resignation	5
ARTICLE VI	8
Voting, Meetings, Miscellaneous	8
ARTICLE VII	10
Board of Trustees	10
ARTICLE XIII	13
Executive Officers	13
ARTICLE IX	15
Hardship Applications	15
ARTICLE X	15
Agents, Representatives and Committees	15
ARTICLE XI	17
Code of Ethics	17
Prohibition of financial interests	18
ARTICLE XII	21
Indemnification	21
ARTICLE XIII	22
Amendments	22
ARTICLE XIV	23
Investments	23
ARTICLE XV	23
No suspension or waiver of bylaws	23

ARTICLE I
Name, Offices and Definitions

Name. The name of the Corporation is Snyder Volunteer Firefighter’s Benevolent Association, hereinafter referred to as the “Corporation”. This Corporation was created by special act and recorded as Chapter 635, Laws of 1963 and modified by Chapter 402, Laws of 2019. This Act shall supersede any law to the contrary and shall govern the Association.

Offices. The principal office of the Corporation shall be in the County of Erie, State of New York. The Corporation may also have offices in such other places as the Board of Trustees may, from time to time, appoint or the purposes of the Corporation may require.

Definitions.

- Officers shall mean executive officers and officers of the Board of Trustees, each being one in the same, but shall not include Line Officers.
- “Policies” shall include administrative policies and procedures of the Corporation.
- “Voting Membership” shall consist of any members who have the right to vote on such matter, as designated by these bylaws. The term “voting members” shall include all members who may vote on that issue who are in good standing and current with dues, if any.
- The terms “Board”, “Entire Board” or “seated board members” is the total number of board member positions, and not simply the number of board members in attendance.
- A “majority” shall mean more than half of the required number. A “plurality” shall mean the highest number of votes received, though not necessarily a majority.

Wherever used herein and required by the context, the use of either gender shall include both genders or no gender at all.

These by-laws shall not apply to any paid employees in their capacity as employees, if any and shall only grant rights and privileges to volunteers. These bylaws shall continue to apply to officers who receive payment for their services.

At any vote by a group of individuals, unless otherwise stated, such vote shall be approved by a majority of the individuals actually casting a vote.

At any vote of the members, all votes shall be approved by a majority of the members voting, regardless of the number of those present. However, a quorum shall be determined on the number of those present, regardless of whether the member votes. Abstentions shall not count as “no votes”.

ARTICLE II
Purposes

The purposes for which the Corporation are organized are to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Purposes. The purposes of the corporation created by this act are: to provide relief, aid and assistance to the volunteer members of such corporation who are indigent or disabled or injured in the performance of their duties, and their families; to maintain a suitable headquarters for the members of the corporation; to promote and safeguard the welfare of the volunteer members of the corporation, and their families; to provide for the health and safety of the volunteer members of the corporation; and to enhance the morale of the volunteer members of the corporation by providing social and recreational activities for the volunteer members of the corporation, and the promotion of the volunteer fire service within the territory protected by the Snyder Fire Department, Incorporated.

ARTICLE III
Fiscal/Operating Year

The fiscal year of the Corporation shall commence on the first day of January of each year and shall end on the 31st day of December.

ARTICLE IV
Membership

1. Generally: All persons who are now, or who have been, or who hereafter shall be active volunteer members of the Snyder Fire Department, Inc. and who have heretofore acquired or shall hereafter acquire the status of exempt volunteer firemen as defined in section two hundred of the general municipal law or any other applicable law by virtue of having rendered volunteer service in the Snyder Fire Department, Inc., and all persons who are active volunteer members of the Snyder Fire Department, Inc. shall be eligible for membership in the corporation created by this act, except that any firefighter who has been removed for cause, expelled or dropped from the rolls of Snyder Fire Department, Inc., and who has not been reinstated therein, shall not be eligible for membership in such corporation.
2. Application. Application for membership in the Corporation shall be in writing, upon a form to be supplied by the Corporation, and shall be accompanied by an initiation fee, together with dues for the fiscal year. The fee shall be returned if a candidate is rejected. The initiation fee for membership in this Association shall be ten dollars (\$10.00) for active volunteer firefighters of the Snyder Fire Department, Inc. Any non-active firefighter who qualifies for membership shall pay a basic initiation fee of one hundred fifty dollars (\$150.00) plus an additional fee of ten dollars (\$10.00) for each year the individual ceased being active member of the Snyder Fire Department, Inc. or ceased being a member of the Corporation. Application of membership may be received at any regular meeting and shall be referred to the Board of Trustees, which shall report at the next regular meeting, after

which the applicant shall be balloted for, and if the applicant shall receive the affirmative vote of two-thirds (2/3) of the members present, the applicant shall be declared elected. Every person elected shall be notified by the Executive Secretary, by regular mail.

3. Termination of membership. The membership of any person in such corporation shall terminate upon the withdrawal of such person as an active volunteer member of the Snyder Volunteer Firefighter's Benevolent Association prior to the actual performance by such person of five years' service as an active volunteer member of the Snyder Fire Department, Inc.
4. Powers of Membership. Members shall have the power to vote on all matters brought to the membership by the Board, committees or the Membership. They shall be eligible for election as a Trustee and executive officer and shall be permitted to participate in committees and vote in committee proceedings. They may attend all social functions of the Corporation without invitation. They shall be eligible for benefits provided by this Corporation.
5. Arson and felonies. A person who has been convicted of or pleads to arson or attempted arson or any felonies in any degree shall not be eligible for membership and shall be immediately terminated from membership. The membership of any member shall terminate immediately without a vote required if he pleads to or is convicted of arson or attempted arson, any sex offense described in Article 130 of the Penal Law or any crime which would prohibit a person from being accepted as a member under these bylaws or the laws of the state of New York.
6. Dues. Annual dues shall be paid by or on behalf of every member in the amount determined by the Board of Trustees. Dues shall be payable on the date required by the Board of Trustees, and if not set, shall be due on January 1 of the new year. The failure to pay dues by the last day of April shall result in the automatic termination of membership, so long as the secretary has notified the member in writing, by first class mail or email to the address on file. Termination shall be effective on the tenth day after the mailing of the letter. All members are required to maintain a current address with the Secretary for this purpose. A member may be reinstated upon payment of the dues in arrears if dues are paid no later than September of the same year. Trustees may waive the termination of a member if the member pays the dues and a ten (\$10) dollar penalty, prior to the tenth day of the mailing of the letter.
7. Paid firefighters. Paid firefighters, if any, of the Snyder Fire District or Snyder Fire Department, shall not be eligible for membership in the corporation.

ARTICLE V

Discipline and Resignation

1. Resignations. Any member may resign by submitting a written resignation to the Secretary. The resignation shall become effective on the date indicated in the letter, and if no date, then upon submission, but in no event shall a resignation designate a date later

than thirty (30) days from the submission date.

2. Leaves of Absence. The Board of Trustees may approve a leave of absence of any member. A Trustee or Officer which takes a Leave of Absence may be replaced temporarily during the Leave by majority vote of the remaining Trustees.
3. Termination of Membership and Removal of Member. In addition to the requirements and procedures stated in these by-laws, the policies of the Corporation may proscribe additional reasons for the termination, removal or suspension of membership.
4. Reasons for termination.
 - A. A person shall be automatically terminated from membership in this Corporation if the individual was terminated from the Snyder Fire Department, Inc., but only if such member had less than five years of membership in the Snyder Fire Department, Inc.
 - B. Conviction or Plea to Arson, Attempted Arson, or any sex offense requiring registration under Article 6-C of the Correction Law. The membership of any member shall terminate immediately without a vote required if he pleads to or is convicted of arson or attempted arson, any sex offense stated in Penal Law Article 130, or any crime which would prohibit a person from being accepted as a member under these bylaws or the laws of the state of New York.
 - C. The failure to pay dues as required by these bylaws.
 - D. A person also may be terminated or suspended for the following:
 - i. Misconduct, as broadly defined or commonly understood; and
 - ii. Conduct unbecoming a member of the Corporation for conduct that can be attributed to him as a member.
5. Termination and Suspensions up to one year.

The Board of Trustees shall have the authority to impose a suspension of a member up to one year or to recommend that a member be terminated from membership. For suspensions up to one year:

- A. The accused shall be provided no less than ten (10) days' notice prior to the hearing, written notice of a hearing delivered by first class mail, return receipt requested, unless such member waives the notice time. The member shall be advised that it is permitted to submit a written response at any time before the hearing. The notice shall also state the time and place of the hearing, and shall advise that the member may be represented by counsel. The failure to appear shall not prevent the hearing from occurring.
- B. The suspended member shall appear before the Board and may present a defense. At the

hearing, the member shall be provided the opportunity to speak, to ask questions of any witnesses, to examine all evidence against him, and to present any witnesses or evidence in support of his defense. The member may present proof that could serve to mitigate the punishment if he desires.

C. All determinations must be majority of the Board in attendance, who shall render a decision as follows:

- (1) Suspension up to one year; and
- (2) Recommendation to the General Membership of termination

D. Termination. Should the Board recommend termination, the following process shall occur:

- (1) The membership shall be sent a notice of the proposed termination, and that a meeting has been scheduled which is no less than 12 days prior to the mailing of the notice.
- (2) The membership shall hear the findings of the Board of Trustees from the prior hearing, and the accused may appear before the membership to offer an excuse or any mitigation.
- (3) Two-thirds of the membership present and voting in favor of termination at such meeting is required to remove the member. The membership may not reverse any suspension imposed by the Board of Trustees.
- (4) Suspended Member Restrictions. Members who are suspended may not, for the entire period of the suspension, attend any Corporation function other than is related to the affiliated hearing or investigation. Suspended members shall not in any way identify themselves as being affiliated with the Corporation, such as by wearing insignia or other marked clothing. Such members may not be present on the Corporation's property. No benefits or privileges of membership may be exercised. Any violation of this rule shall permit the Corporation to continue the suspension for an appropriate period of time or consider it as a new charge for termination. Nothing shall prohibit a suspended member from exercising any rights available to him as a member of the public as if he were not a member.
- (5) Resignations. A resignation of a member must be made in writing and addressed to the President who will present it to the members at the same or the next regular Corporation meeting. The President shall determine whether the individual has been deemed to resign in good standing or bad standing and shall mark the same in the member's records. "Bad Standing" shall be deemed to be resigning while being under investigation or charged with any sort of misconduct or wrongdoing, or still possessing any equipment or property of the Corporation.

ARTICLE VI
Voting, Meetings, Miscellaneous

1. Voting on affairs of Corporation by members permitted to vote. All motions requiring a vote of the members shall require a quorum of those members entitled to vote to be in attendance and shall then be approved or rejected by a simple majority of those in attendance who are permitted to vote on the matter. Unless otherwise stated in these bylaws, at regular, special and annual member meetings whenever a vote of the members is to be taken, a quorum shall consist of the presence at the vote on any issue of fifteen (15) members entitled to vote. The President shall chair the meeting and shall not vote, except in the case of a tie. Should the meeting be adjourned, no further notice need be given to the members for the rescheduling of the meeting.
2. Annual Meeting. The annual meeting of the Corporation shall be held on the first Monday of December at 700pm at the place chosen by the President, and except that the date may be changed by the President upon notice to the members.
3. Notice of Annual Meeting and Elections. Notice of the time, place and purpose or purposes of the annual meeting shall be served either personally or by mail not less than 10 days nor more than 50 days before the meeting upon each person who appears on the books of the Corporation as a Trustee or Member thereof, and, if mailed, such notice shall be directed to the Trustee and Member at his/her address as it appears on the books of the Corporation unless he/she shall have filed with the Recording Secretary a written request that the notices intended for him/her be mailed to some other address, in which case it shall be mailed to the address designated in such request. Persons may submit a written waiver of the notice of the meeting. Additionally, in place of a mailing, each and any member may provide to the Secretary a valid email address to receive any notice of any meeting. Should the email be twice rejected, the Secretary shall then mail notice until a new valid email address is provided.
4. Proxy Voting. Proxy voting shall not be permitted for any meeting or any purpose. Absentee ballots are not permitted by law. Persons must be present in person to vote.
5. Regular Meetings. Regular meetings of the Corporation shall be scheduled by the Board of Trustees, and no less than the first Monday of March, June and September at 730pm, except as changed by the President.
6. Notice of Regular Meetings. Written notice of all meetings shall be provided to every member entitled to vote at such meeting. Such notice shall state the place, date and hour of the meeting and indicate that it is being issued by or at the direction of the person calling the meeting. If the meeting is a special meeting, the notice shall also state the purpose(s) of such meeting. The notice shall be give personally or by first class mail, no less than ten (10) nor more than fifty (50) days before the date of the meeting. Notice may be given by any other class of mail, but in such case shall not be given less than thirty (30) nor more than sixty (60) days before such date. Notice shall be deemed given when mailed, when

the notice is placed in the mailbox with prepaid postage thereon. Members may waive written notice of meetings up to one year in advance by providing a writing doing so. A person's attendance at a meeting without objection on the record in the minutes shall also serve as a waiver of notice. Additionally, in place of a mailing, each and any member may provide to the Secretary a valid email address to receive any notice of any meeting. Should the email be twice rejected, the Secretary shall then mail notice until a new valid email address is provided.

7. Special Meetings. Special meetings of the Corporation may be called at any time by a majority of the seated members of the Board or by enough members entitled to cast ten per cent of the total number of votes entitled to be cast at such meeting. Those members, however, must demand such meeting in writing and specify therein the date and month of the meeting, such month being not less than two nor more than three months from the date of such written demand. The demand must also include the topic(s) to be discussed and/or voted upon at that meeting. No issue unrelated to that included in the demand shall be raised at the special meeting. The demand shall be presented to the Secretary. The Secretary shall then promptly give notice of such meeting to the members in accord with the customary manner for providing such notice. Should the Secretary fail to give such notice within five business days after receiving the demand, any member signing the demand may give such notice. The meeting shall be held at the usual place of regular meetings.
8. Order of Business at Regular Member Meetings:
 - A. Roll Call
 - B. Readings of minutes of previous regular, special, meetings and Board of Trustees' meetings
 - C. Proposal of Membership
 - D. Report of Membership Committee
 - E. Balloting on applications
 - F. Report of Officers and Committees
 - G. Unfinished Business
 - H. New Business
 - I. Election
 - J. Installation
 - K. Adjournment

ARTICLE VII
Board of Trustees

1. Management. The control and disposal of the funds, property and estate of the corporation, the exercise of its powers and the management and control of its affairs, except as otherwise provided for in these bylaws, shall be vested in and exercised by the Board of Trustees.
2. Qualification. Only persons who served as Active Members of the Snyder Fire Department, Inc. for at least five years may serve on the Board of Trustees. Except for four of the Trustee at Large positions, each Board member must remain an Active Member of the Snyder Fire Department, Inc. or be a Retired Life Member as defined by the Snyder Fire Department, Inc.
3. Members, Number and Term of Trustees. The number of Trustees constituting the entire Board of Trustees of the Corporation shall be eight (8). The Trustees shall serve for four (4) year terms, with two Trustees elected each year. Two shall be from among the Active Members and/or Retired Life Members of the Snyder Fire Department, Inc. and two shall be Exempt Members and need not be present Active Members. The Board shall be seated as follows:
 - A. President
 - B. Vice-President
 - C. Secretary
 - D. Treasurer
 - E. Trustee at Large
 - F. Trustee at Large
 - G. Trustee at Large
 - H. Trustee at Large
4. Election of Board Members.
 - A. Nominations: In the month of December, the Corporation shall hold a meeting for the purpose of taking nominations and holding the election. Any member of the Corporation may nominate another individual for a seat on the Board. The nominee must receive a second to be nominated. The nominee must then either verbally accept the nomination at that meeting or have submitted a written acceptance at any time up until the election of such office for which he was nominated.
 - B. Elections shall be held in December. All members of the Corporation who are in good standing may vote at the election. All votes shall be by written ballot. The members may authorize the Secretary to cast one ballot for an office in the event there is only one candidate. Proxy voting is not permitted. The victor shall be the person receiving a majority of the votes cast. In the event there is no person receiving a majority, the candidate receiving the lowest number of votes shall be dropped and the election shall occur. This process continues until a victor is elected. In the event of three consecutive ties, a coin toss shall decide the winner.

5. Election of Officers. The Board of Trustees shall meet in December, once the new Board has been elected, to select from among its Board the President, Vice-President, Secretary and Treasurer. The Secretary and Treasurer need not serve on the Board of Trustees.
6. Resignation. Any Trustee may resign as a Trustee at any time by giving written notice of such resignation to the Board of Trustees, President or Secretary, regardless of whether any charges against him are pending. Resignations shall be effective immediately upon receipt by the Board, President or Secretary.
7. Vacancies. Vacancies among the Board may be filled by the voting membership for the remaining term. An individual elected to fill a vacancy shall hold office until the completion of the term and then until his successor is elected and qualified.
8. Removal of Trustees. A Trustee may be removed from office without cause by the action of at least eighty-five (85%) percent of the number of members present at a meeting so long as a quorum is present. All members present may vote in the question of the removal of a Trustee.
9. Regular Meetings. Regular meetings may be held at the discretion of Board of Trustees.
10. Special Meetings. Special meetings of the Board of Trustees may be called by the President and must be called on the written demand of any member of the Board of Trustees. Should the President deem the issue necessary to address an emergency situation, only twenty-four (24) hours' notice of the place and time of the meeting shall be necessary prior to the meeting, and notice may be given in person, by phone with the person actually reached or leaving a message, and by paging or email.
11. Quorum and Vote. At all meetings of the Board of Trustees, at least five (5) members of the Board shall be necessary and sufficient to constitute a quorum for the transaction of business. A majority vote of those in attendance, but in no event less than four (4) votes in favor, shall be required to approve any motion. The President may vote in all Board meetings. A tie results in a defeated motion.
12. Notice of Special Meetings. Notice of special meetings of the Board shall be given to each Trustee no less than a minimum of twenty-four (24) hours prior to the meeting in person, by email, text message or by phone. Special meetings shall be limited to the purpose of the meeting announced and no other purpose.
13. Waiver of Notice. The notice of the meeting provided for herein may be waived by a written waiver signed by all the Trustees. The meeting of the Trustees may then proceed without said notice and without lapse of the notice period.
14. Tele-conference. One or more members of the board or any committee thereof may participate in a meeting of such board or committee by means of a conference telephone or similar device allowing all persons participating in the meeting to hear each other at the

same time. Participating by such means shall constitute presence in person at a meeting.

15. Adjournments. A majority of the Trustees present, whether or not a quorum is present, may adjourn a meeting of the board to another time and place. In such event, notice shall be given to the Trustees who were not present at the time of the adjournment, and, unless such time and place are announced at the meeting, to the other Trustees.
16. Action Without a Meeting. Any action required or permitted to be taken by the Board of Trustees, or any committee thereof, may be taken without a meeting if all members of the Board of Trustees or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board of Trustees or committee shall be filed with the minutes of the proceedings of the Board of Trustees or the committee.
17. Place of Meetings. Regular and annual meetings of the board may be held at any place within the State of New York. Special meetings of the Board may be held at any place within or without the State of New York. Unless otherwise stated in these by-laws, the time and place for holding annual, regular or special meetings of the board shall be fixed by the President.
18. Compensation & expense reimbursement. Trustees, as such, shall not receive any salary for their services as Trustees but by resolution of the Board may be reimbursed for their expenses of performing their duties; provided that nothing herein contained shall be construed to preclude any Trustee from serving the Corporation in any other capacity and receiving compensation therefore.
19. Annual Report of the Board of Trustees. The Board shall present at the annual meeting of members, or in February if need be, a report, verified by the president and treasurer or by a majority of the Trustees, or certified by an independent public or certified public accountant or by a firm of such accountants selected by the Board, showing in appropriate detail the following:
 - A. The assets and liabilities, including the trust funds, of the Corporation as of the end of a twelve (12) month fiscal period terminating not more than six months prior to said meeting.
 - B. The principal changes in assets and liabilities, including trust funds, during the said fiscal period.
 - C. The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period.
 - D. The expenses or disbursements of the Corporation, for both general and restricted purposes, during said fiscal period.
 - E. The number of members of the Corporation as of the date of the report, together with a

statement of increase or decrease in such number during the said fiscal period, and a statement of the place where the names and places of residence of the current members may be found.

The annual report of Trustees shall be filed with the records of the Corporation and a copy thereof shall be placed in the minutes of the annual meeting of the members.

ARTICLE VIII

Executive Officers

1. Number and Term. The Executive Officers of this Corporation shall consist of a President, a Vice-President, Secretary, Treasurer and such other titles as the Corporation may from time to time create. The term of each office shall be one year. There shall be no term limits.
2. President. The President shall be the Chief Executive Officer of the Corporation and shall have and exercise general charge and supervision of the non-operational affairs of the Corporation, under the supervision of the Board. The President shall preside at all meetings of the Corporation. The President shall perform such other duties as may be assigned by the Board of Trustees. The President shall sign all documents in the name of the Corporation when authorized to do so by the Board of Trustees or membership. The President, together with such other officials as may be appointed by resolution of the Board of Trustees for that purpose, shall have authority to sign checks but each check shall require two authorized signatures. The President shall run the Board meetings.
3. Vice-President. The Vice-President shall, in the absence of the President, exercise all the functions of the President.
4. Secretary. He shall be the custodian of all books and papers belonging to the Corporation. He shall ensure that an approved copy of the minutes of each meeting is maintained in the corporate offices for inspection. In the absence of any contrary direction, the Secretary shall conduct all correspondence on behalf of the Board of Trustees and Corporation. The Secretary shall have charge of the seal of the Corporation and of such books, records and other papers as the Board of Trustees may direct. The Secretary, when so authorized or ordered by the Board of Trustees, may affix the seal of the Corporation, execute contracts, agreements or other documents on behalf of the Corporation and perform such other duties as may be assigned to him by the Board of Trustees. He shall maintain a written record of each member, regardless of status, including name, age, date of joining, and all non-operational information related to his service as a member. The Secretary shall maintain a record of all meetings of the Corporation and of the Board of Trustees and shall attend to the mailing, posting and publication of all notices of such meetings. The Secretary shall provide all members with a copy of the bylaws.
5. Treasurer. The Treasurer shall have the care and custody of all the funds and securities of the Corporation and shall promptly deposit the same in the name of the Corporation in such depository as may be designated by the Board. The Treasurer shall not have the authority

to execute checks (each check requires two authorized signatures) or withdraw or transfer funds from any bank account except as between Corporation funds. The Treasurer shall make no investments of monies without the express approval of the voting Members and shall disburse no funds except upon order of the President or other duly authorized official, or as approved by the Budget. The Treasurer is required to give or qualify for bond for the faithful performance of his duties, in such sum and with such securities as the Board of Trustees may require. When necessary or proper, the Treasurer may endorse on behalf of the Corporation for collection, notes, checks and other obligations and shall deposit the same to the credit of the Corporation at such bank or depository as the Board may designate. The Treasurer may sign all receipts. He may sign promissory notes issued by the Corporation, except in cases where the signing and execution thereof shall be expressly designated by the Board of Trustees or by these by-laws to some other officer or agent of the Corporation. The Treasurer shall enter regularly on the books of the Corporation to be kept by him for the purpose, full and accurate account of all monies and obligations received and paid or incurred by him for or on behalf of the Corporation and shall exhibit such books at all reasonable times to any member on application at the offices of the Corporation. No person may serve as treasurer if they have been convicted of or plead to any crime involving theft, burglary, larceny or fraud. The treasurer shall ensure that all bank accounts, securities and financial accounts are maintained in the name of the Corporation and ensure that such accounts shall only be opened upon the express resolution of the Board of Trustees as evidenced by the signatures of the President and Secretary. The treasurer shall collect the dues and fines, records such payments.

6. Expenses. Reasonable expenses, including travel expenses, as determined by the Board of Trustees, may be paid to any officer incurring such expenses in the performance of his or her official duties on behalf of the Corporation.
7. Salaries. The Secretary and Treasurer may be paid a salary at the discretion of the Board of Trustees and may be reimbursed for reasonable expenses as properly incurred.
8. Resignations. Any executive may resign by supplying a resignation from office in writing to the President, and the President resigns from office by submitting a written resignation to the Vice-President. Resignations of executive officers shall be effective immediately upon receipt of such resignation by the Board/Vice-President regardless of the date indicated on the resignation.

ARTICLE IX
Hardship & Benefit Applications

1. Powers: In addition to other benefits provided for in by the policies or action of the Board of Trustees, the Board of Trustees may solicit and may accept applications from members of the Corporation for needs of the individuals relating to medical or financial related hardship. The Board may approve the distribution of Corporation monies.
2. Under no circumstances are any benefits guaranteed to any member.

ARTICLE X
Agents, Representatives and Committees

1. Agents and Representatives. The President may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the President may see fit, so far as may be consistent with these by-laws, to the extent authorized or permitted by law.
2. Standing Committees. Committees may only act if they have a majority of the Committee members present at any Committee meeting. The Board may establish standing committees year by year.
3. Special Committees:
 - A) Special Committees shall consist of at least three (3) members.
 - B) The Committee shall report to the membership, at each member meeting, as to the status of the Committee's work.
 - C) A written report shall be submitted when the Special Committee has completed its mission.
 - D) A majority of the Committee members shall constitute a quorum. No meeting shall be conducted unless a quorum is present.
4. Duties. The duties of each committee shall be assigned, as needed and directed by the President except as stated in these bylaws.
5. Other Committees. The President may establish standing committees from time to time as he determines and may designate from among the Corporation standing committees, each consisting of one or more eligible members. No such committee shall have authority as to the following matters:
 - A. The submission to voting members of any action requiring members' approval pursuant to these by-laws or the laws of the State of New York;
 - B. The filing of vacancies in the Board of Trustees or in any committee;

- C. The fixing of compensation of the Trustees for serving on the Board or on any committee;
 - D. The amendment or repeal of the by-laws or the adoption of new by-laws;
 - E. The amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable.
6. Alternates. The President may designate one or more eligible members as alternate members of any standing committee, who may replace any absent member or members at any meeting of such committee.
7. Service. Each committee shall serve at the pleasure of the President, except as specifically designated by these bylaws. The designation of any such committee and the delegation thereto of authority shall not alone relieve any individual of his duty to the Corporation.

ARTICLE XI

Code of Ethics

Declaration of policy and purpose

The proper operation of the Corporation requires that Corporation Trustees, officers and members be impartial and responsible to their members and the public. They must not have interests that would be incompatible with the proper discharge of their responsibilities or tend to impair their independence of judgment or action in the performance of their official duties and responsibilities. Decisions and policies must be made in the proper channels of Corporation structure and free from undue influence. Positions with the Corporation must not be improperly used for personal gain. Trustees, officers and members must strive to avoid even the appearance of impropriety. Each of these ideals is to ensure that the public has confidence in the integrity of this Corporation. The purpose of this Code of Ethics is to maintain and enhance a tradition of responsible and effective service by setting forth standards of ethical conduct to guide members, Trustees and officers in the conduct of their responsibilities.

Definitions

- “Confidential Information” means any information, however transmitted or maintained, that is obtained, possessed or controlled by such Corporation member, Trustee or officer by reason of his position with the Corporation, and by its nature is such that it is not known to the general public or is not a matter of public record.
- “Financial benefits” include promotions, commissions, rewards, raises and direct compensation.
- An “interest” shall include a direct or indirect, pecuniary or material benefit accruing to such person as the result of a contract with the Corporation.
- Prohibited interests shall not include a contract or business advantage where no direct or indirect financial gain may be obtained, such as where a person is merely an employee that will not receive any financial benefit from the result of a decision of the Corporation.
- “Officers” shall include executive/civil officers.
- “Members” shall include all active members and other types of members when such members have no vote or voice before the membership.

Principles of the Corporation

The principles which must guide the conduct of Corporation members, Trustees and officers include, but are not limited to, the following:

1. Corporation members, Trustees and officers shall endeavor to pursue a course which shall not raise suspicion among the public that they are likely to be engaged in acts that are in violation of their trust as Corporation members, Trustees or officers;
2. No Corporation member, Trustee or officer shall engage in, accept employment or render services when the employment or services: (1) are incompatible with the proper discharge of the official duties of such person; or (2) would tend to impair independence of judgment or action by such person in the performance of that person's official duty.
3. Corporation members, Trustees and officers shall not disclose confidential information acquired in the course of their duties as a Corporation member, Trustee or officer, nor use such information to further their own personal, family or present or known future business interests. This shall not prohibit revealing information known to the public at large;
4. Corporation members, Trustees and officers shall not use or attempt to use their positions or influence to secure unwarranted privileges or exemptions for themselves or others, either before the Corporation or otherwise;
5. Corporation members, Trustees and officers shall not engage in any transaction as a representative of the Corporation or municipality which contracts with the Corporation or with any business entity in which they have a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of their duties as a Corporation member, Trustee or officer;
6. Corporation members, Trustees and officers shall not accept a gift, as defined above, from any person or business which has any pending businesses transactions or has an interest in a decision of the Corporation, including but not limited to decisions involving purchases, provisions of supplies, construction, hiring and legislation. Corporation members shall not accept privileges unavailable to the general public which are offered in order to gain favor from such individual regarding a decision of the Corporation.
7. Corporation members shall comply with the Corporation's "Prohibition of Financial Interests" policy.

Prohibition of financial interests

Application of Policy

This policy shall regulate the conduct of members, Trustees and executive and officers. It shall apply to such person's financial and business interests.

Persons regulated by this policy shall be deemed to have an interest in a contract or business of:

- his or her spouse, minor children and dependents;

- a firm, partnership or association of which such individual is a partner, member or employee;
- a Corporation of which such individual is an officer, Trustee or employee; and
- a Corporation, any stock of which is owned or controlled directly or indirectly by such individual, except that a prohibited interest shall not include an investment interest in a business in which such person owns or controls less than five (5%) percent of the business or outstanding shares.

This policy shall not apply to a contract in which a member, Trustee or officer has an interest if the total consideration payable under that contract, when added to the aggregate amount of all consideration payable under contracts in which such person had an interest during the fiscal year, does not exceed the sum of seven hundred fifty (\$750.00) dollars.

Prohibitions

No interested member, Trustee or officer of the Corporation may:

- vote or speak on any matter in which he has any interest, financial or otherwise, direct or indirect;
- vote to do business with any entity in which he has a prohibited interest;
- attempt to implement, prevent or change any legislation before the controlling municipality, which is in substantial conflict with the proper discharge of his duties as a Corporation member, Trustee or officer or would obtain a financial advantage for himself, family, or business; or
- represent a client before the Corporation or appear before the Corporation on behalf of a client;
- express an opinion on any matter in which such person has a prohibited or conflict of interest.

Required conduct upon conflict arising

Prior to any vote, any duality of interest or possible conflict of interest on the part of any member, Trustee or officer shall be disclosed to the other persons voting on the matter and shall be noted in the minutes.

Such interested person may be counted in determining the quorum for the meeting. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting and the quorum situation.

No member, Trustee or executive officer having a duality of interest or conflict of interest on any

matter shall vote or use his personal influence on the matter.

No conflict may be waived, even by vote of the members, Trustees or officers. A person accused of having an interest but disagreeing with the accusation may vote by secret ballot. Such person's vote shall be sealed. Should the vote of such person affect the outcome of the matter, the Corporation may seek an opinion from the Comptroller, the Attorney General, the Corporation's attorney or the Code of Ethics Committee, or from any other trusted and non-interested source as to whether a conflict exists.

Every new member of the Corporation or Board of Trustees, or a new executive officer must be advised of this policy upon entering on the duties of his office. Forms acknowledging this policy must be executed by every new member, Trustee or officer. This policy shall be reviewed at least annually with every member, Trustee and officer.

Members, Trustees and officers shall be required to disclose annually, in writing, all financial interests in which they or family members may have before the Corporation, and any other information as required by the Corporation.

Members, Trustees and officers must exercise their duties and responsibilities in the public interest of the inhabitants of the municipality(s) served.

A sample (brief) form is as follows:

Name: _____

Date of acknowledgement: _____ for the calendar year of _____.

Position held: member Trustee executive officer

List all potential businesses with which the Corporation presently does business in which any personal, family or business interest exists, as defined by the code of ethics policy. _____

Do you now or in the next year expect to represent any person or business entity before the Corporation? Yes No

Do you now or in the next year expect to solicit any business from the Corporation? yes no. If yes, state in full such disclosure.

ACKNOWLEDGMENT

I acknowledge that I have read the Corporation's conflict of interest policy and code

of ethics and I agree to abide by such policies at all times. I have made a full disclosure of all interests and shall make an additional written disclosure should such a conflict arise.

[name]

ARTICLE XII Indemnification

The following provisions are each subject to the limits of insurance available for such purposes:

1. The Corporation shall indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by or in the right of the Corporation to procure a judgment in its favor, whether civil or criminal, including an action by or in the right of any other entity of any type or kind, domestic or foreign, or any partnership, joint venture, trust, employee benefit plan or other enterprise, which any Trustee, officer, voting or non-voting member or employee of the Corporation served in any capacity at the request of the Corporation, by reason of the fact that he, his testator or intestate, was a Trustee, officer, or voting member or employee of the Corporation, or served such other entity, partnership, joint venture, trust, employee benefit plan or other enterprise in any capacity, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such Trustee, officer, or member or employee acted, in good faith, for a purpose which he reasonably believed to be in, or, in the case of service for any other entity or partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Corporation and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his conduct was unlawful.

2. The Corporation shall also indemnify any person made, or threatened to be made, a party to any action by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he, his testator or intestate, is or was a Trustee, officer, or member or employee of the Corporation, or is or was serving at the request of the Corporation as a Trustee, officer, voting or member or employee of any other Corporation, agency or state agency of any type or kind, domestic or foreign, or of any partnership, joint venture, trust, employee benefit plan or other enterprise, against amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such Trustee, officer, voting or member or employee acted, in good faith, for a purpose which he reasonably believed to be in, or, in the case of service for any other state or regional entity or any partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Corporation, except that no indemnification under this paragraph shall be made in respect of (1) a threatened action, or a pending action which is settled or otherwise disposed of, or (2) any claim, issue or matter as to which such person shall have been adjudged to be liable to the Corporation, unless

and only to the extent that the court in which the action was brought, or, if no action was brought, any court of competent jurisdiction determines upon application that in view of all the circumstances of the case the person is fairly and reasonably entitled to indemnity for such portion of the settlement amount and expenses as the court deems proper.

3. The foregoing right of indemnification shall not be exclusive of other rights to which the Trustee, officer, voting or member or employee may be entitled.
4. Subject to the laws of New York, the Corporation may maintain insurance at its expense to protect itself and any Trustee, officer, voting or member, employee or agent of the Corporation against any expense, liability or loss of the general nature contemplated by this Article, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the laws of New York.
5. It is the intent of this Corporation to indemnify its officers, Trustees, and members and employees to the fullest extent authorized by the laws of New York as they now exist or may be amended. If any portion of these indemnification provisions shall, for any reason, be held invalid and unenforceable by judicial decision or legislative amendment, the valid and enforceable provisions will continue to be given effect and shall be construed so as to provide the broadest indemnification permitted by law.
6. Notwithstanding any law to the contrary, any employee who has been subject to a final judgment of personal liability for intentional wrong-doing related to a claim of sexual harassment, shall reimburse any public entity that makes a payment to a plaintiff for an adjudicated award based on a claim of sexual harassment resulting in a judgment, for his or her proportionate share of such judgment. Such employee shall personally reimburse such public entity within ninety days of the public entity's payment of such award.

ARTICLE XIII Amendments

These by-laws may be amended, altered or repealed and new by-laws may be added as follows.

1. All proposed bylaw amendments are presented to the bylaw committee and signed by the person making the proposal.
2. All amendments shall be written out exactly as they are intended to read when submitted. The bylaw proposal shall be posted for no less than thirty days in the station(s), or otherwise delivered to each member of the Corporation.
3. Suggestions for changes to the bylaw amendment may be made from the floor to the person proposing the amendment. Should the amendments be accepted by the individual proposing the amendment, the proposal shall be rehung in the fire house for at least fourteen days prior to the next Corporation meeting and shall be re-read at the next regular Corporation meeting.

4. The bylaw amendment shall be voted upon at a regular Corporation meeting. In order for an amendment to succeed, it must receive the favorable vote of a majority of the members present and voting.

ARTICLE XIV
Investments

The Corporation shall have the right to invest and reinvest any funds held by it, according to the judgment of the Board of Trustees, without being restricted to the class of investments which a Trustee is or may hereafter be permitted by law to make or similar restrictions.

ARTICLE XV
No suspension or waiver of bylaws

Under no circumstances may these bylaws ever be suspended and waived. Any vote taken after any such suspension or waiver shall be null and void.