

CONSTITUTION

As Amended

June 10, 2019

ARTICLE I Names and Objectives

Name of Corporation

1. This corporation shall be known as Firefighters Incorporated For Racial Equality (F.I.R.E.).

Objectives of the corporation shall be:

1. To seek a broad development and expansion of employment opportunities for the MINORITY aspirant to the fire service.
2. To encourage and actively support the professional promotion and advancement of MINORITY members of the fire service.
3. To counter social, ethnic, and sex discrimination—whether open or subtle—wherever and whenever it is encountered against racial or ethnic MINORITY.
4. To determine the educational and professional needs of MINORITIES seeking entrance and advancement in the fire service and wherever possible to provide appropriate training and counseling opportunities to meet these needs.
5. To establish and continually upgrade a broad basis of communication with members and with all MINORITIES within the fire service and those who are interested in the fire service as a career.
6. To respond to reasonable request of non-member citizen and groups whose problems, goals, and objectives are supportable within the broad context of the common cause axiom that— what is good for the community in general will be good for F.I.R.E.
7. To enhance the promotion of racial and ethnic pride, culture, and comradeship through special social gatherings this will serve to bind us closer together, not only as professional colleagues, but also as brothers and sisters in the community.
8. To provide a non-partisan platform for office seekers and major issues of local, state, and national levels to that our members may better express their individual minds on matters which may affect them as members, as fire service employees, and as citizens.
9. To assist the government services in providing the proper circumstances for recruitment, training, employment, and advancement of MINORITY members in the fire service.
10. To expand the concept of F.I.R.E. to communicate throughout the state, region and the nation to provide maximum impact of the benefits derived from the pursuit of the objectives stated above.

ARTICLE II Location of Office

Location of Office

1. The principal office of the Corporation in the State of Colorado shall be in the City and County of Denver.

ARTICLE III Membership

Membership

1. Any person associated with the Denver Fire Department who is sympathetic to the F.I.R.E. cause and who believes in and supports its objectives shall be eligible for membership.
2. The ultimate decision on eligibility of membership is reserved by the Corporation, and the Corporation establishes the rights, obligations, and limitations of membership in the Bylaws of the Corporation.

ARTICLE IV Administration

Executive Board of Directors

1. The administration and government of the affairs of the Corporation is vested in the Executive Board of Directors, referred as E-Board, The E-Board has the authority to take all actions appropriate to carry out the purposes of the Corporation and may exercise all powers specifically conferred or implied within the by-laws and Constitution of the Corporation.
2. The Executive Board of Directors has the authority to make general expenditures as directed by the membership and by-laws of the Constitution.

Composition

1. The Executive Board of Directors shall consist of three (3) elected representatives, namely, the President, Secretary, and Treasurer, who shall all be elected pursuant to the by-laws of the Corporation.
2. The number of E-Board members shall not be increased or reduced except by a change in the by-laws of the Corporation.

Qualifications

1. Any member in good standing may run for and hold an E- Board position in accordance with the rules and obligations imposed by the Constitution and by-laws of the Corporation.

Election Procedure

1. An election procedure specifically stating time, place, and other details will be established in the by-laws of the Corporation.

Terms of Office

1. The terms specify each officer's tenure will be established in the by-laws of the Corporation.

Meetings

1. The Executive Board of Directors, quorum, time, manner and conduct of the meetings will be established in the by-laws of the Corporation.

ARTICLE V Officers

Principal Officers Titles

1. The officers of the Corporation will be President, Secretary, and Treasurer.
2. Each elected officer of the Corporation shall have a specific list of duties for the faithful execution of the offices as determined by the by-laws of the Corporation.

Officers Removal

1. An officer may be removed for cause from office by the affirmative vote of two-thirds (2/3) of attending membership at a SPECIAL MEETING called by the President and by secret ballot.
2. Notice of such intended action shall be given to the Executive Board of Directors and the officer concerned in writing of at least ten (10) days prior to said meeting. The officer shall be permitted to appear on his/her behalf, and to present witnesses in his/her behalf, but may not vote on the question of removal.

ARTICLE VI Committees

Committees

1. The President shall be responsible for all the creation of all committees and for the appointment of chairpersons to all committees with the approval of a simple majority of the membership, and shall also be responsible for the assignment of objectives and length of service of these committees.

Duties

1. The general duties of committees shall be clearly established by the by-laws of the Corporation.

ARTICLE VII Incorporation

Incorporation

1. The Executive Board of Directors was empowered to incorporate as a Non-Profit Corporation under the appropriate laws of the Corporation Code of the State of Colorado. The President, Secretary, and Treasurer of the Corporation were authorized to execute the Articles of Incorporation. The Articles of Incorporation were registered in the office of the Secretary of State on January 3, 1977, and the organization is now incorporated.

ARTICLE VIII Properties/ Assets/ Liabilities

Properties/ Assets/ Liabilities

1. There shall be no distribution of monetary property assets to any member of the Corporation and all gains realized shall be devoted solely to the implementation of the objectives of the Corporation as stated in the CONSTITUTION. No member of the creditors of the Corporation for an indebtedness of liability, and any and all creditors shall look only to the assets of the Corporation for payments.

ARTICLE IX Ratification

Ratification

1. This CONSTITUTION became effective on ratification by simple majority of the voting members present at the city of Denver, Colorado on January 25 and 27, 1977.

F.I.R.E. BY-LAWS

AS AMENDED

November 17, 2015

ARTICLE I Name

Name of the Organization

1. This organization shall be known as Firefighters Incorporated for Racial Equality (F.I.R.E.).

ARTICLE II Eligibility, Membership and Dues

Eligibility

1. Any active or retired member of the Denver Fire Department shall be eligible for membership.
2. Anyone eligible for membership in this organization shall not be refused membership, or be discriminated against because of race, color, creed, national origin, gender and sexual orientation or by reason of disability.

Membership

1. FULL-ACTIVE MEMBERSHIP—Any member in good standing shall have the right to attend any meeting and is afforded all voting privileges and benefits.
2. HONORARY MEMBERSHIP—For meritorious service to the organization or for distinguished public service. a) Person(s) may be elected to an “HONORARY MEMBERSHIP” by a majority vote of the membership in attendance at consecutive meetings. b) Such membership shall entail no monthly dues, fees, or assessments. Such membership shall not convey any vote on affairs of the organization. However, if an HONORARY member desires to have a vote in the affairs of the organization, then Article II-1 and Article XI-1 must be complied with.
3. No individual member of this organization shall represent him/herself as speaking for the organization, unless mandated to do so by the majority of the membership.

Dues

1. Dues of the organization shall be in an amount to be determined and ratified by two-thirds (2/3) of the membership in attendance at consecutive meetings. Dues shall be payable via payroll deduction. If payroll deduction is not possible, dues must be received by the Treasurer on or before the 20th day of each month. Any firefighter delinquent three (3) months in his/her dues shall be considered having resigned from the organization.

ARTICLE III Meetings

Meetings

1. a) Regular meetings of the Corporation shall be held on the second Monday and Tuesday of the even numbered months. (Feb, Apr, Jun, Aug, Oct, Dec)

b) Special meetings shall be called by the President, who will notify the members of the date, time, location and purpose of the special meeting.

c) Notice may be given in person, by telephone, electronically transmitted, by email or other forms of electronic communication, or other form of wire or wireless communication, or by mail or private carrier. Notice must be given no fewer than ten (10) days prior to the meeting, or if notice is mailed by other than first class or registered mail, no fewer than thirty (30) days, nor more than sixty (60) days before the meeting date.

2. This organization's "QUORUM" will be set as 13 members to conduct normal business. Two (2) successive meetings are necessary to make up one (1) continuous meeting. It shall be deemed that there must be a minimum of 13 different voting members present, combined, from both nights" meetings to make a "QUORUM." The 13 members must be present within fifteen (15) minutes of the scheduled starting time and place. If 13 members are not present as specified, the meeting shall NOT be called to order and no business can take place in the name of F.I.R.E., the meetings will be an "informative meeting" only. a) The E-Board has the authority to adjust the "QUORUM" at the end of the calendar year, based on "REGULAR MEETING" attendance.

3. Any subject brought before one meeting for a vote must be brought before the next meeting even though defeated. a) ORIGINAL MOTIONS may be amended or postponed indefinitely at the same meeting the motion is made. Discussion of the motion will be allowed preceding the vote on the motion by the next meeting. If a motion is made at the second meeting, it will be postponed until, after discussion and brought up at the first meeting of the next, REGULAR MEETING.

ARTICLE IV Elective Officers

Elective Officers

1. The government body of the organization shall be structured to provide for a President, Secretary, and Treasurer.

ARTICLE V Nomination, Election, and Terms of Officers Nomination of Officers

1. Nomination of officers shall take place at the October meetings every two years.

2. Any member of this organization shall be eligible for nomination to office, provided said member's dues are current. At no time shall any honorary member be eligible for nomination for office.

3. No member shall be nominated for more than one office.

Election of Officers

1. Election of officers shall take place at the December meetings following the nomination of officers. Elected officers shall be installed at the February meetings following the election.
2. Election of officers shall be by majority vote of membership in attendance at the ELECTION meetings.

Terms of Office

1. The terms of office for President, Secretary, and Treasurer, shall be two (2) years.
2. Principle officers may be elected to more than one successive term.

ARTICLE VI Duties of Officers and Compensation

Duties of the President

1. The PRESIDENT shall discharge on behalf of the organization such duties as imposed on him/her by applicable law, including the execution and filing of any reports to Federal or State authorities. He/she shall cause to maintain by the organization, such records as the law requires to be kept in support of such reports filed by it.
2. The PRESIDENT shall preside at all meetings. He/she shall enforce order and strict observance of the Constitution and By-Laws. He/she shall act as a liaison between administrative levels of the Denver Fire Department and any other applicable Department. He/she shall establish all committees, which may become necessary to further the goals of the organization.

Duties of the Secretary

1. The SECRETARY shall accurately record the proceedings of all meetings, and keep records of the organization. He/she shall conduct such correspondence as may be necessary to serve the purpose of the organization. He/she shall assume the duties of the PRESIDENT, with the TREASURER, in the PRESIDENTS absence.

Duties of the Treasurer

1. The TREASURER shall collect and be accountable for all dues, monies, and properties of this corporation. He/she shall disperse funds as authorized, and keep records of all transactions and contracts made by the organization. He/ she shall assume the duties of the PRESIDENT, with the SECRETARY, in the absence of the PRESIDENT.

Compensation for Officers

1. The President shall be compensated at a rate not to exceed 7.5% of a 1st grade firefighter. The Secretary shall be compensated at a rate not to exceed 5% of a 1st grade firefighter. The Treasurer shall

be compensated at a rate not to exceed 5% of a 1st grade firefighter. Compensation will occur on a monthly basis, from the General Fund.

ARTICLE VII Committees

1. The President shall have the power to appoint the chairperson of a committee, but shall call for volunteers first.

ARTICLE VIII To Amend or Change the Constitution or By-laws

Amendments

1. The Constitution and Bylaws may be amended by the Board to the extent allowed by the Colorado Revised Nonprofit Corporation Act.
2. If member vote is required, the Constitution and Bylaws may be amended by two-thirds (2/3) vote of the membership present at a special meeting called for this purpose.

ARTICLE IX Rules of Order and Business

Rules of Order – In the absence of authority, the local deliberations shall be governed by Roberts Rules of Order.

Order of Business – The order of business shall be as follows:

- a) Opening
- b) Roll call of the Officers
- c) Reading of the minutes and approval
- d) Treasurer’s Reports
- e) Secretary’s Reports
- f) President’s Report
- g) FERC (Fire Examine Review Committee Report
- h) Education Director’s Report
- i) Community Resource Director’s Report
- j) Committee Reports
- k) Bob Maes Trustee Report
- l) Unfinished business
- m) New business
- n) Communications
- o) Promotions
- p) New Members
- q) Retired Members
- r) Bills / Rent / Accounting / Taxes
- s) Motion to adjourn

ARTICLE X Resignation

Resignation 1. Any member may resign from his/her affiliation with this organization by signing a resignation form available from the organization Secretary.

2. Any firefighter delinquent three (3) or more months in his/her dues shall be considered as having resigned.

ARTICLE XI Reinstatement

Reinstatement 1. Any former member who has resigned may be reinstated by a majority vote of the membership present at consecutive meetings, and by payment to the Treasurer in the amount of \$125.00 or back dues from the time of resignation, whichever is less. Payment of the reinstatement fee may be waived due to extenuating circumstances by unanimous approval of the F.I.R.E. Executive Board.

2. Any reinstatement shall be considered as a new membership for time accumulated and benefit purposes.
3. Any member may petition the F.I.R.E. Executive Board for a temporary suspension of membership at which time all benefits are suspended. Time accumulated shall freeze and restart upon reinstatement, subject to the reinstatement being approved by the F.I.R.E. Executive Board.
4. The reinstated member shall ensure that all necessary paperwork is submitted to the F.I.R.E. Treasurer. This procedure shall occur by the last day of that calendar month that they were voted back into F.I.R.E. This will ensure that the dues are deducted from the following month's payroll.

ARTICLE XII Legal Fund

Legal Fund

1. There shall be an established "Legal Fund" to advance the purposes [Article I, #3] of this organization.
 - a) Any member seeking funds shall exhaust all other resources (i.e.) Local 858, before applying to the Legal Fund.
 - b) Member shall be a dues-paying member for one year before being eligible for funds.
 - c) Reimbursement shall be limited to a maximum amount of \$3,000.00 per member, per occurrence upon receipt of the "ORIGINAL" invoice.
 - d) This member shall not be eligible for any further disbursement from the Legal Fund for a five-(5) year period dating from the last date of the previous disbursement.
 - e) In special occurrences where the department or organization (F.I.R.E.) as a whole will benefit from the use of the Legal Fund, the \$3,000.00 limit may be exceeded.
2. Annually, the Executive Board shall appoint a standing Legal Fund Committee of three (3) members to:
 - a) Recommend to the membership criteria for the receipt of funds and other rules for the administration of the Fund,
 - b) Investigate requests for the funds and make recommendations to the membership, and
 - c) Suggest to the membership future changes to this Article.
3. One-fourth (1/4) of the monthly dues, excluding the "Bob Maes Education Fund" deposits, shall be deposited into the Legal Fund.
4. The Legal Fund shall have a monetary cap of \$100,000.00. Once said cap has been attained, excess monies will be deposited into the General Fund.
5. The Legal Fund shall not be allowed to drop below an amount of \$75,000.00. Once said minimum amount is reached, Treasurer will take ¼ of the monthly dues to sustain the Fund between the cap and the minimum.
6. The Legal Fund cap may be adjusted as needed at the discretion of the Executive Board. The Executive Board shall notify the membership at the last regularly scheduled meeting of each calendar year. Reimbursements will be made from the General Fund, if the funds are available, by January 31 of the following year.

ARTICLE XIII General Fund

General Fund

1. All monthly dues will be deposited into the General Fund. This amount shall remain constant unless, "The Bob Maes Education Fund" and/or "The Legal Fund" has attained their cap limits and or need reimbursement. This amount will be in addition to all funds generated to other sources for the explicit use by the General Fund.
2. The General Fund will be used for such items as equipment, office expenses, dues reimbursement, charitable contributions, entertainment and dues to affiliated organizations.
3. The payment for delegates to attend conventions to other cities including per diem will come from the General Fund, if such funds are available.
4. The Executive Board has the authorization to spend up to \$1,000.00 from the General Fund without a vote of the membership.
5. A CPA, upon the resignation/termination or end of term of the Treasurer shall audit all the funds so as to ensure the financial well being of the organization.

ARTICLE XIV Bob Maes Education Fund Guidelines

The Bob Maes Education Fund is designed to assist F.I.R.E. members with educational assistance. Upon approval by the Membership, the funds allocated for various programs will be disbursed accordingly. Following, is a set of operational guidelines for the Bob Maes Scholarship Fund, hereinafter referred to as the "Fund."

GENERAL GUIDELINES

1. The Fund will be managed and administered by the Trustees, hereinafter referred to as the "Trustees." The Trustees will consist of three (3) members elected by the membership each year at the regular election of officers.
2. The Trustees will conduct review meetings as needed and as expedient as possible, but no later than 30 days after receiving notification of an application for funds. IF a member of the Trustees is unavailable, a designee from the Executive Board must attend.
3. No Trustee may review his/her application.
4. THE AMOUNT THAT EACH MEMBER IS ENTITLED TO RECEIVE VARIES BETWEEN \$200.00 AND \$600.00

PER CALENDAR YEAR. PLEASE SEE, "CRITERIA FOR RECEIVING FUNDS" IN THE POLICY BOOK . THE PRESIDENT, SECRETARY AND TREASURER MAY RECEIVE UP TO \$600.00 EACH, PER CALENDAR YEAR.

5. Total funds available and planned disbursements for the calendar year will be announced at the first meeting of each year. A notice of available funds and planned disbursements will be made available to each member.
6. One-fourth (1/4) of the monthly dues, excluding the "Legal Fund" deposits shall be deposited into the Fund.
7. The Fund shall have a monetary cap of \$25,000.00. Once said cap has been attained, excess monies will be deposited into the General Fund. This amount will be in addition to all funds generated by other sources for the explicit use by the Fund.
8. The Fund shall not be allowed to decrease below an amount of \$20,000.00. Once said minimum amount is reached, TREASURER will deposit ¼ of the monthly dues to sustain the Fund between the cap and the minimum.
9. The Bob Maes Fund cap may be adjusted as needed at the discretion of the Executive Board and Trustees. The Executive Board shall notify the membership at the last regularly scheduled meeting of each calendar year.
10. The Trustees will work with the "EDUCATION COORDINATOR" to model and furnish classes, provide speakers and hire professional consultants that help advance the member's career on the Denver Fire Department.
11. Fund disbursement will be on a first-come, first-serve basis, until all allocated funds are disbursed for the calendar year. Any excess amount will be carried over to the next calendar year, for use by the Fund. Application must be submitted and received by at least one Trustee on or before December 31st of the calendar year following the event. A one-month grace period will be strictly enforced to submit your application, receipts, and sanctioned volunteer hours.
12. Applications will be reviewed in the order that they are received. In cases of identical dates, members with the longest consecutive tenure in F.I.R.E. will be considered first.
13. All applications must be approved by a majority vote of the Trustees.
14. All denials or reduced allocations must be accompanied by an explanation.
15. Re-application subsequent to a denial and/or reduction decision by the Trustees may be made 30 days after such a decision.

16. The Trustees maintain the right to investigate all statements made, verbal or written, at the time of application and the right to refuse funds based upon those findings.
17. The Trustees at the end of each calendar year will audit all funds.
18. Trustees of the Bob Maes Education Fund are responsible for these funds and correct accounting to the F.I.R.E. Executive Board. The Treasurer of F.I.R.E. WILL NOT be responsible for any Bob Maes Education Fund accounting other than deposits. All check writing and accounting duties will be the responsibility of the Trustees.
19. The preceding GUIDELINES and will be strictly enforced until such time that the membership, through a majority vote at two (2) consecutive meetings, desire to implement any changes.
20. A lead trustee will attend the December, February, and either June or August meetings, to facilitate and coordinate the process for distribution of Bob Maes funds.

ARTICLE XV

Form a separate "POLICY BOOK" which are related to the details of administration rather than parliamentary procedure. This "POLICY BOOK" shall contain standing rules, which are for the most part, policies related to the details of administration and are maintained as a current list. Update the list as rules are added, amended, or rescinded. The list of standing rules is normally only furnished to E-Board and staff in order that they can perform their duties in accordance with the policies adopted by the membership.