

# MASSACHUSETTS ANTIQUE FIRE APPARATUS ASSOCIATION, INCORPORATED

## CONSTITUTION AND BYLAWS

### ARTICLE I

#### Name, Purpose and Territory

**Section 1 (a).** The name of this organization shall be the Massachusetts Antique Fire Apparatus Association, Incorporated, hereinafter referred to as the Association or MAFAA.

**Section 1 (b).** The Massachusetts Antique Fire Apparatus Association shall be a regional chapter of the Society for the Preservation and Appreciation of Antique Motor Fire Apparatus in America, hereinafter referred to as SPAAMFAA.

**Section 2.** The objects of this organization shall be as follows:

(a.) To establish, develop and maintain a center to be operated for public, educational, scientific, historic and fraternal purposes, including the development of an appreciation of the place of fire apparatus, firefighting equipment, and memorabilia in the history of America.

(b.) To stimulate and cultivate interest in the restoration, preservation and operation of fire apparatus, firefighting equipment and memorabilia associated with the fire service; to stimulate and cultivate interest in all matters pertaining to the history of the fire service, firefighting, and fire prevention; and to assist and cooperate with, and provide essential services and facilities for organizations dedicated to the same or similar purposes, no part of the net earnings of which may inure to the benefit of any private shareowner or individual.

(c.) To perpetuate the spirit which from the earliest days had actuated firefighters in the rendition of service of the highest type in the protection of life and property from fire.

(d.) To acquire, own or lease such real or personal property as may be necessary and proper for the carrying out any and all of the foregoing purposes and to enter into and execute such leases, contracts, agreements or other instruments as may be required in the respect to such property.

**Section 3.** The principal office of this organization shall be in the County of Essex, Commonwealth of Massachusetts.

**Section 4.** This organization may become associated with other organizations as deemed appropriate by the Board of Directors, upon approval of the organization with which affiliation is sought, or, from which an offer of affiliation is received.

## **ARTICLE II**

### **Membership**

**Section 1.** Membership in this organization shall be divided into eight categories: Active, Family, Junior, Honorary, Affiliate, Contributing and Sustaining, Life, and Corresponding.

**Section 2 (a).** Active Member and Family: Active and Family members shall be persons of the age of at least eighteen (18) years and of good moral character. Active and Family members shall be eligible to hold office, attend and vote at meetings, and should participate in drills, parades and other functions of the organization whenever possible.

**Section 2 (b).** Junior Member: Junior members shall be persons of the age of at least twelve (12) years, but not more than seventeen (17) years, of good moral character. Junior members shall not be eligible to hold office but may attend meetings, without the right to speak or vote therein, may attend drills, without the right to participate therein, and may attend, participate and assist in parades and other functions of the organization if supervised by an Active member who shall be solely responsible for his/her conduct and safety.

**Section 2 (c).** Honorary Member: any person not a member of the organization shall be eligible to become an Honorary member. Honorary members shall not be eligible to hold office but may attend meetings, without the right to vote, drills, parades and other functions of the organization upon invitation.

**X Section 2 (d).** Affiliate Member: Any fire department or other organization owning antique fire apparatus, as defined by the Board of Directors, shall be eligible for affiliate membership. Affiliate members shall not be eligible to hold office but may attend meetings, drills, parades and other functions of the organization. An Affiliate member is entitled to five votes to be cast by five representatives duly certified in writing by the Chief or President of the affiliate group.

**X Section 2 (e).** Contributing and Sustaining Member: Any person, fire department or other organization who wishes to support the Massachusetts Antique Fire Apparatus Association with a one-time contribution for Life Membership in an extra way.

**Section 2 (f).** Life Member: Any person who wishes to support the Massachusetts Antique Fire Apparatus Association with a one-time contribution for Life Membership. Life members shall have all rights and privileges of Active members. This membership is only open to individuals.

**Section 3.** Membership in SPAAMFAA is encouraged but is not a prerequisite for membership in this association.

## **ARTICLE III**

### **Attainment of Membership**

**Section 1.** Active, family, affiliate or corresponding membership shall be granted to any person or organization eligible therefore upon payment of dues specified for the calendar year and upon approval of the Board of Directors.

**Section 1 (a).** Membership dues for junior members will be waived until said member reaches the age of seventeen (17) and/or Active member status when at such time, dues payment will be required to maintain membership in the Association. Junior members will not receive mailings but are eligible to receive electronic mail (email) updates and other notifications if a current email address is furnished.

**Section 2.** Honorary membership may be granted by a two-thirds vote of the members present at any meeting. The basis for election to such title shall rest in the performance of such services or acts in the interest of the organization which, in the opinion of the members, entitles him to such a reward.

## **ARTICLE IV**

### **Officers and Their Selection**

**Section 1.** The Board of this Association shall consist of the following officers: President, Vice President, Recording Secretary, Treasurer/Membership Secretary, and three (3) Directors (one Director being the Immediate Past President or another member elected if the Past President is unable to serve), all of whom shall be chosen from those eligible members who are members of SPAAMFAA.

**Section 2 (a).** Officers and Directors of this Association shall be elected by ballot at the December meeting by a majority of the members present thereat or voting by proxy filed in advance with the Recording Secretary and shall take office at the January meeting.

**Section 2 (b).** Officers of this Association, with the exception of the Directors, shall be elected for a term of two (2) years from the date of the January meeting.

**Section 2 (c).** The two Directors (excluding the Immediate Past President) of this Association shall be elected for a term of two (2) years from the date of the January meeting.

**Section 3.** In the event of failure to fill an office at the December meeting, the incumbent shall hold office until a successor is chosen. A vacancy in any office may be filled at any meeting. The term of any officer not elected at the December meeting shall expire at the December meeting following his election.

**Section 4.** Only active members in good standing and not in arrears for dues shall be entitled to vote.

## **ARTICLE V**

### **Duties of Officers**

**Section 1.** President:

It shall be the duty of the President to preside over all meetings of the organization and of the Board of Directors; to call special meetings when, in his judgment, they are necessary; to appoint all committees; to enforce the observance of the Constitution and Bylaws; to cause an annual report on the affairs and activities of the organization to be issued; and to install newly-elected officers, directors and members.

**Section 2.** Vice President:

The Vice President shall assist the President in any way that he may direct; and in the absence of the President, shall preside and do all acts incumbent on the President to perform. In the event of death or disability of the President to serve, the Vice President shall serve as President until the next annual meeting.

**Section 3.** Recording Secretary:

The Recording Secretary shall keep a complete record of all proceedings of the organization and the Board of Directors; maintain liaison with SPAAMFAA; answer all communications pertaining to the organization; give notice of all meetings, drills, parades and other functions; and make such reports as the President or Board of Directors may require in addition to a report to be given at the annual meeting. The Recording Secretary shall maintain a roster of members and their places of residence; issue annual dues statements; keep an accurate record of dues and assessments received, and the financial standing of each member; issue notices to delinquent members; promptly transmit to the Treasurer/Membership Secretary all dues and assessments received, and make such reports as the President or Board of Directors may require in addition to a report to be given at the Annual Meeting.

**Section 4.** Treasurer/Membership Secretary

The Treasurer/Membership Secretary shall receive all money belonging to the organization including dues, fees, assessments, and donations; pay all bills and issue necessary checks. He shall keep an accurate account of all receipts and disbursements; submit his books for auditing when called upon by the Board of Directors to do so, and shall make a report at the annual meeting and at any other meeting upon request of the Board of Directors. The Treasurer/Membership

Secretary will also be responsible to submit the required annual documentation to the appropriate agencies regarding the non-profit status of the Association.

**Section 5. Board of Directors:**

- (a.) The executive power and management of this Association shall be vested in the Board of Directors which shall consist of seven (7) members. They shall include the President, Vice President, Recording Secretary and Treasurer/Membership Secretary as executive members, who shall hold membership on the Board during their term of office, plus two (2) elected members and the immediate Past President.
- (b.) By majority vote of the members present at the Board meeting, the Board of Directors shall have the general charge of the affairs of the organization and shall have the power and authority to enforce all rules and regulations of the organization as set forth in the Constitution and Bylaws. They shall be responsible for the committees acting in the name of the organization and accountable for the activities and expenditures of these committees.
- (c.) The Board of Directors may act upon matters pertaining to the organization without the consent of the active membership but is directly responsible to the organization for its actions. Minutes of any Board of Directors' meeting shall be read at the next regular meeting of the organization.
- (d.) The Board may fill by appointment any vacancy in any office in the organization, said appointment to be effective until a proper election can be held in the manner provided in Article IV, Sections 2(a), 2(b), 2(c) and 3.
- (e.) The Board shall have the power to investigate and try charges against any member or officer and, if the member or officer charged is found guilty, shall have the power to suspend or expel such member or officer. The Board shall also have the power to reinstate, for good cause, and suspended member or officer.
- (f.) The President of the organization shall act as Chairman of the Board.

**ARTICLE VI**

**Committees**

**Section 1.** All committees shall be appointed by the President pursuant to Article V, Section 1, of this Constitution and Bylaws.

**Section 2.** Each committee shall consist of at least three (3) members, of which the first named shall be chairman and shall be directly responsible to the President, who shall serve as ex-officio member. Each committee shall report upon its activities at each regular meeting of this organization.

## ARTICLE VII

### Meetings

**Section 1.** The Annual Meeting shall be held during the month of January, at a place to be determined by the Board of Directors.

**Section 2.** Other meetings shall be held during the calendar year and shall be called by the President for a time and place he shall determine.

**Section 3.** Special meetings may be held subject to the call of the President or a majority of the Board of Directors. The notice thereof shall be forwarded by mail to the last-known address of every member in good standing at least ten (10) days prior to the date fixed for said meeting and shall specify for what purpose the meeting is called. No other business shall be transacted thereat.

**Section 4.** Roberts' Rules of Order shall be used for the government of all regular meetings.

## ARTICLE VIII

### Dues and Assessments

**Section 1.** The annual dues for active, family, ~~affiliate, corresponding~~ <sup>None</sup> members and dues for life and sustaining members shall be set by the Board of Directors and shall be payable on or before the date of the Annual Meeting. <sup>None</sup> Spouses of active members shall be eligible to become active members upon payment of one half the active member's dues. <sup>None</sup>

**Section 2.** Dues for active, family, affiliate and corresponding members who apply for membership in the organization subsequent to the first Annual Meeting shall be due upon acceptance of the person or organization as a member by the Board of Directors and shall be for the calendar year in which accepted, unless said acceptance is in November or later, in which case dues shall apply to the calendar year following.

**Section 3.** Active members may be assessed to defray any expense incurred or to be incurred for any object or purpose which the organization shall determine upon. An assessment can only be levied at a regular or special meeting after notice to all members who shall be subject thereto that such proposal will be considered thereat. No assessment shall be levied unless two thirds of the members present at the meeting, who will be subject thereto, shall vote in favor thereof.

**Section 4.** Any member in debt to the organization for one year's dues or for an assessment shall be notified in writing by the Executive Secretary and be given three (3) months from the

date of such notice in which to pay the same. If the member fails to do so, the member may be dropped from the rolls.

## ARTICLE IX

### Suspension and Expulsion

**Section 1.** Any member may be expelled from the organization for cause by the Board of Directors pursuant to Article V, Section 5, Part (e), of this Constitution and Bylaws, provided the accused shall have been served with written charges at least seven (7) days prior to the meeting, together with a notice that the charges will be considered at the meeting.

ADD FERRY CHAPTER TO -

## ARTICLE X

### Reinstatement

**Section 1.** Any member dropped from the roll for nonpayment of dues or assessments may be reinstated by the Board of Directors, provided the amount of his indebtedness to the organization at the time he was dropped shall have been paid, and upon payment of dues for the current calendar year and assessments levied during the current calendar year.

**Section 2.** A member expelled from the organization shall not be eligible for reinstatement.

## ARTICLE XI

### Resignations

**Section 1.** Resignations shall be presented in writing or in person but shall not be accepted if the member is under suspension or is indebted to the organization or has not turned over to the organization all property belonging to it in the possession of the member.

## ARTICLE XII

### Amendments

**Section 1.** This Constitution and Bylaws may be amended at any meeting by two-thirds vote of the active members present, provided the proposed amendment shall have been submitted in writing at a previous meeting and notice then given when the same would be called for action. Absentee voting on amendments shall be permitted, and members voting in absentia shall be considered as present at the meeting. Absentee votes must be in writing and submitted to the Executive Secretary prior to the meeting at which the vote is to be taken.

**Section 2.** This Constitution and Bylaws shall take effect at the first Annual Meeting.

Rev. 12-81

Rev. 01-83

Rev. 03-85

Rev. 11-93

Rev. 8-11

Edited for revision August 31, 2011 by Howard Smith

GENERAL TEST FOR NON-DISPERSED