



THE OREGON FIRE DISTRICT DIRECTORS ASSOCIATION
RESTATED CONSTITUTION AND BYLAWS

ARTICLE I. NAME AND OBJECT

Section A: This organization shall be known as the “Oregon Fire District Directors Association.”

Section B: The objectives of this organization shall be as follows:

1. To promote fire prevention and control through the organization of fire protection districts under ORS Chapter 478 of the laws of Oregon.
2. To assist in establishing a format for policy decisions and administrative procedures commensurate to recognized standards for life and fire safety, and management practices conforming to state statutes for municipal corporations.
3. To develop a system of communication for the interchange of information for the mutual benefit of fire districts’ operations.
4. To seek a unified approach to remedial legislation aimed at improving the operations of the fire districts in Oregon.
5. To promote a friendly relationship between all directors and administrative officers of the fire districts of the State.
6. To establish educational programs for the fire services in the state of Oregon.
7. To operate a headquarters and such trust funds, memorial funds or other funds, as may be established from time to time by the Board of Directors.

ARTICLE II. MEMBERSHIP

Section A: Membership shall be comprised of active, associate and honorary members.

Section B: Active members are directors of member districts that have paid their annual dues as provided by Article VII.

Section C: Associate members are representatives of the Oregon State Fire Marshal’s Office, Insurance Services Office, or any person engaged in fire prevention, fire

safety policing or fire suppression work, and other individuals interested in the goals and objective of the Association within the State of Oregon. Associate members may have a voice in any meeting of the Association and they shall be governed by all sections of this constitution and bylaws, except the sections pertaining to dues and voting.

Section D: Any member belonging to a fire protection district which was annexed or consolidated into another fire protection agency shall automatically be transferred from active to associate membership and enjoy the privileges of associate membership for the rest of the year.

Section E: Any past president of this association shall automatically become an honorary member upon completion of his or her term in office and shall enjoy the privileges of an associate member hereinafter.

Section F: Any individual who has rendered outstanding service to the Association may be extended an honorary life membership by the Board of Directors and a majority vote of the membership in attendance at any regular meeting or special meeting of the Association.

ARTICLE III.

Section A: Each dues-paying fire protection district shall be entitled to five (5) active members.

Section B: Voting privileges at annual meetings will be limited to the active members of fire district in good standing, paid registration, and in attendance at the annual meeting.

Section C: Voting privileges for mail voting shall be limited to the active members of fire districts in good standing, with dues paid.

ARTICLE IV.

Section A: Officers of the Association shall be President, First Vice President, Second Vice President and six (6) directors, one of whom shall be the Immediate Past President. If the Immediate Past President is not available, that seat will be held by any Past President with priority given to Past Presidents in order of number of years since they left office. Preference is to be given to those who have been out of the office for the least number of years. These officers shall constitute the Board of Directors of the Oregon Fire District Directors Association.

1. The President, Fire Vice President, Second Vice President and Past President shall constitute the Executive Board of the Board of Directors of the Oregon Fire District Directors Association. The Executive Board shall carry on with such duties and perform such services as are authorized from time to time by the Board of Directors.

2. Directors shall be elected for a period of two (2) years. Position number one, filled annually shall be filled by the Immediate Past President. Position two and three shall be elected in even numbered years. Position four, five and six shall be elected in odd numbered years.
3. A quorum for the Board of Directors shall consist of the President or one of the Vice Presidents and four (4) other directors or officers. A quorum for the Executive Board shall consist of any three (3) of the officers.
4. No Person may serve-in the office of President for more than two one-year terms. No person may serve in the office of First Vice President for more than three one-year terms. No person may serve in the office of Second Vice President for more than three one-year terms. No person may serve in Director's positions two, three, four, five and six for more than three terms. The term limitation does not apply to Director's position one, as it is filled by a Past President of the Association. For the purpose of this bylaw, "term" means a full elected term. A term does not include completion of a partial year appointment to any position.

Section B: Any member of the Board of Directors whose term expires in his/her own fire district shall continue to serve this Association in his/her elected capacity until the end of his/her Board term.

Section C: Vacancies on the Board of Directors shall be filled by appointment by the remaining members of the Board. Appointees shall hold the appointed position until the end of the Board term of the member the appointee is replacing.

Section D: Any member of the Board of Directors who voluntarily resigns from his/her own fire district shall immediately be removed from his/her position on the Board. The remaining members of the Board shall fill the vacancy as described in Article IV, Section C.

Section E: The Board of Directors shall appoint an Executive Director, who shall serve as Assistant to the President, Executive Board, and Board of Directors.

Section F: The Board of Directors shall appoint a legal advisor, who shall serve as legal advisor to the Board of Directors and the Executive Board.

Section G: The Board of Directors may declare vacant any Board of Director's position where the board member has three (3) consecutive unexcused absences. The Board may appoint an individual otherwise qualified to fill the remaining portion of that term up to the first day of the next year. That position will then be up for election for the remainder of the unexpired term.

Section H: The term of each officer and director shall begin January 1st following the election and swearing in of that individual and shall continue for the prescribed periods of time as set forth above, or until a successor is elected and takes office, whichever is later.

ARTICLE V. ELECTIONS

Section A: Officers – The election of officers of the Association shall be held at the annual meeting. Only active members of districts in good standing shall be considered eligible for an elected position. Candidates may be nominated and may run for only one Board position at each election. Election of officers shall be by secret, written ballot. To ensure better representation, Past President's, once they have completed their term in that office, may not be elected to an officer position.

Section B: Other Elections – All other elections of the Association or votes on any resolutions or questions shall be by voice vote of those attending and authorized to vote if at the annual meeting. A majority of those present and voting shall be controlling on any side of any question. In lieu of voting at any annual meeting, any questions may be submitted to the membership by submitting five (5) written ballots to each member district at least sixty (60) days prior to the date of any decision. The ballots shall be submitted with a stamped, self-addressed return envelope. The majority of the ballots returned by the date set by the Board of Directors at least sixty (60) days after the date of mailing shall be determinative on the issue.

Section C: If the Chair is in doubt as to the result of a voice vote, he or she may ask for a show of hands of those eligible to vote and the majority voting on any side of the question shall be controlling.

ARTICLE VI. DUTIES OF OFFICERS

Section A: President – It shall be the duty of the President to preside at all meetings of the Association, appoint and be ex-officio member of all committees and perform such other duties as are ordinarily performed by a presiding officer or as may be required by the Association. The President shall appoint a parliamentarian prior to any general membership meeting, who shall rule on any parliamentary procedural disputes.

Section B: First Vice President – It shall be the duty of the First Vice President to perform the duties of the President of the Association in his/her absence, and assist the President whenever required.

Section C: Second Vice President – It shall be the duty of the Second Vice President to perform the duties of the First Vice President or President and to assist either whenever required.

Section D: Executive Director – The Executive Director shall have the following duties:

1. Keep a complete and accurate record of all proceedings of the Association. Answer all communication pertaining to the operation of the Association, as well as all inquires from member fire districts on matters of concern related to their operations and fire protection improvement.
2. On a regular fiscal basis, bill all districts for their annual dues.
3. Develop and maintain an accurate accounting system of the funds collected. Deposit all funds in a bank designated by the Board of Directors under the

name “Oregon Fire District Directors Association.” At least two of the following signatures are required for issuance of a valid check or withdrawal of funds, and all accounts shall be so restricted: President, First Vice President, Second Vice President, Executive Director, and other staff approved by the Board of Directors.

4. Present to the Board of Directors and Executive Board at each meeting an itemized statement of all receipts and disbursements.
5. Perform such other duties as may be assigned from time to time by the President, Executive Board, or Board of Directors.

Section E: Board of Directors – The Board of Directors shall meet at the reasonable call of the President or any five (5) members of the Board for the purpose of conducting the business affairs of the Association, according to the policies and mandates of the Association. The Board of Directors shall provide all services it deems necessary, including the running of a statewide office. It shall develop the rules by which any meeting of the Association is to be conducted.

ARTICLE VII. DUES

Section A: It shall be the duty of the Second Vice President to prepare a budget covering a period of the ensuing year and submit it to the assembled members for approval and adoption at each annual meeting. Accompanying the budget will be a dues schedule and formula for payment which shall likewise be submitted to the members for approval and adoption at the annual session.

Section B: The formula and dues structure shall be approved at the annual meeting for the succeeding year. If no presentation is made for modification in the dues formula and amounts at the annual meeting, the structure shall be posted on the Association website and shall be continued form year to year as previously approved. The minimum and maximum amount of dues shall be set by the Board of Directors and approved by the members at the annual meeting.

Section C: Dues shall be assessed on January 1 of each year.

ARTICLE VIII. ANNUAL MEETING

The location and date of the annual meeting shall be determined by the Board of Directors.

ARTICLE IX. AMENDMENTS OF CONSTITUTION AND BYLAWS

The Association shall have the power to alter, amend, or revise the Constitution and Bylaws at any regular annual meeting providing the total voting membership is notified in writing at least thirty (30) days prior to the meeting at which the proposed change(s) will be submitted, or upon submitting the change(s) in writing sixty (60) days prior to voting if the changes(s) is to be made by ballot. Amendments to proposed amendments or change(s) may be made from the floor if the change(s) is/are being considered at the regular annual meeting,

and the membership has been advised that the article has been proposed for some type of amendment.

ARTICLE X. MISCELLANEOUS PROVISIONS

Section A: The fiscal year shall be January 1 through December 31 for accounting purposes.

Section B: The minutes and proceedings of annual meetings shall be reviewed and upon approval by the Board, shall be posted in the Association's website.

Section C: The President and the Board shall insure that audits and reviews are done on a timely basis to insure the financial integrity of the Association's financial records.

ARTICLE XI.

The Board of Directors may establish insurance and dividend programs for the benefit of the members of the Association. Only members of the Association may participate in insurance and dividend programs established by the Association. No restricted Association insurance or dividend program may be used by any non-member, except upon the affirmative vote of 2/3 of the members of the Board of Directors. The directors may establish separate committees to monitor insurance and dividend programs for the benefit of the fire districts and the Association may receive fees from such insurance and dividend programs for providing those services.

ARTICLE XII.

The Board of Directors is further empowered to carry out any and all other functions deemed necessary by the Board of Directors for the operation and affective management of the Association.



OFDDA President



OFDDA Executive Director

Bylaws originally adopted June 3, 1950

Rewritten March 1975

Amended November 1977

Rewritten November 1989

Amended November 1992

Amended November 1996

Amended November 2000

Amended November 2002

Amended November 2006

Amended November 2008