

# THE AIRCRAFT RESCUE & FIRE FIGHTING WORKING GROUP'S BYLAWS

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## GENERAL

### 1.1 NAME

The name of the association is the Aircraft Rescue & Fire Fighting Working Group, an international organization, and shall be known as the ARFF Working Group and/or ARFFWG (Hereinafter in these bylaws referred to as the ARFFWG).

### 1.2 COPYRIGHT AND TRADE

The names Aircraft Rescue & Fire Fighting Working Group, ARFF Working Group, ARFFWG, the ARFF Working Group Web Page, ARFFWG.org and ARFF News, with their appropriate logos, are copyrighted and trademark protected. Any use of the so protected names and logos shall be only with the expressed permission of the ARFFWG Board of Directors.

### 1.3 RULES OF ORDER

Unless otherwise provided in these bylaws, "Robert's Rules of Order (revised)" shall govern the transaction of business at all meetings.

### 1.4 REVIEW AND AMENDING

The ARFFWG By-Laws shall be reviewed for accuracy and appropriateness by the Executive Board Secretary with revision recommendations submitted to the Board of Directors at the first in-person Director's meeting following the Annual meeting.

## ARTICLE 2 PURPOSE AND POWERS

### 2.1 PURPOSE AND POWERS

The purpose of the ARFFWG shall be: To promote the science and improve the methods of aviation fire/rescue protection and prevention; to obtain and circulate information on these subjects and to secure the cooperation of its members, organizations, and the public in establishing proper safeguards against loss of life and property in aviation related areas.

## **ARTICLE 3 MEMBERSHIP**

### **3.1 CATEGORIES**

There shall be eight (8) categories of membership:

#### **Voting Members**

- (A) Individual Members
  - Civilian
  - Military
  - Corporate / Airline Members
- (B) Organizational Members
  - Supporting
  - ARFF Provider
- (C) Honorary Members
- (D) Legend

#### **Non-Voting Members**

- (A) Associate Members

### **3.2 INDIVIDUAL MEMBER (Civilian or Military)**

#### **3.2.1**

Individual members shall be any person interested in the profession of Aircraft Rescue and Firefighting desiring to belong to the ARFFWG.

#### **3.2.2**

An Individual member shall pay dues in the amount determined from time to time in accordance with paragraph 3.7 of this article.

#### **3.2.3**

Each such member shall have one vote in the affairs of the ARFFWG and shall receive one copy of all publications distributed to regular members.

### **3.3 CORPORATE / AIRLINE MEMBER (Section 12 , 13 Aand 15)**

#### **3.3.1**

Those eligible to become Corporate members shall be firms, corporations, trade, or professional organizations, or other public or private agencies particularly desiring to recognize and to advance the purposes of the ARFFWG.

#### **3.3.2**

Those eligible to become Airline members shall be Pilot, Flight Attendant, Ground Crew, Aircraft Manufacturer, and Aircraft Maintenance particularly desiring to recognize and to advance the purposes of the ARFFWG.

### **3.3.3 (Section 15)**

Each Airline member shall designate an individual who will have one vote in the affairs of the ARFFWG and shall be entitled to one copy of all publications distributed to individual members.

### **3.3.4**

Dues shall be in accordance with paragraph 3.7 of this article.

## **3.4 ORGANIZATIONAL MEMBER (Supporting or ARFF Provider)**

### **3.4.1**

Supporting Organizational Members shall be and may represent institutes, societies, associations, boards, bureaus, commissions, colleges and libraries, institutes of higher learning, agencies of local, state, and national governments desiring to advance the objectives and purposes of the ARFFWG.

### **3.4.2**

Organizational member ARFF Providers shall be fire departments, public safety departments, and agencies of state, tribal, local, national and international governments that provide ARFF service or mutual aid to airports.

### **3.4.3**

Dues shall be in accordance with paragraph 3.7 of this article.

### **3.4.4**

Each member shall have delegate votes in the affairs of the ARFFWG in accordance with 3.7 and shall receive copies of all publications distributed to regular members according to the numerical delegates in 3.7 and other such material as may be approved by the Board of Directors.

## **3.5 HONORARY MEMBER**

### **3.5.1**

Honorary members shall be those persons who in the determination and recommendation of the Board of Directors, have rendered to aviation fire protection exceptional service of the highest order over a substantial period of time.

### **3.5.2**

Each Honorary member shall have the rights and benefits of Individual members.

### **3.5.3**

An Honorary member shall be exempt from paying membership dues but will still be liable for conference fees.

### **3.5.4**

Any board member that serves (6) or more years on the Board of Directors will be granted Honorary Membership and its benefits.

## **3.6 ADMISSION TO OR REVOCATION OF MEMBERSHIP**

### **3.6.1**

Membership shall be by application directed to the ARFFWG Headquarters, and admission to membership shall be reviewed by the Secretary or their designee and entered into the appropriate membership category.

### **3.6.2**

Any member described in the preceding section may have their membership revoked by a two thirds vote of the Board of Directors should they bring disrepute on the ARFFWG or conduct themselves in an unbecoming manner reflecting upon the organization.

## **3.7 MEMBERSHIP DUES**

### **3.7.1**

Dues shall be determined from time to time by a majority vote of the ARFFWG Board of Directors.

### **3.7.2**

The Board of Directors shall review and if necessary, revise the annual dues at their final meeting preceding the Annual conference.

### **3.7.3**

The schedule of dues for each membership level will be published at a minimum annually following the Annual Membership meeting.

## **3.8 DELEGATION OF ELIGIBLE VOTES**

The number of eligible votes per membership category shall be according to Table 1:

**3.8.1**

Associate Members have no ARFFWG voting privileges.

**3.8.2**

Each Organizational and Corporate Member receives one Associate Member position for each voting delegate for their membership category.

**3.8.3**

Additional Associate Memberships may be purchased for an additional fee. This fee will be established by the ARFFWG Board of Directors.

**3.8.4**

Associate Members will receive all benefits as Individual Members with the exception of voting privileges.

**Table 1:**

<b>Membership Category</b>	<b>Membership Type</b>	<b>Vote Delegates</b>	<b>Associate Members (non-voting)</b>
Individual			
	Civilian	1	
	Military	1	
Corporate / Airline Industry			
	Corporate	1	1
	Airline Industry	1	1
Organizational Members			
	Supporting	1	1
	ARFF Provider		
	FAA Index A/ICAO Cat. 1 - 4	1	1
	FAA Index B/ICAO Cat. 5 - 6	2	2
	FAA Index C/ICAO Cat. 7	3	3
	FAA Index D/ICAO Cat. 8	4	4
	FAA Index E/ICAO Cat. 9-10	5	5
Honorary		1	

## **ARTICLE 4 BOARD OF DIRECTORS**

### **4.1 POWERS AND DUTIES**

#### **4.1.1**

The Board of Directors shall serve as the governing policy body regarding the affairs of the ARFFWG. As defined in Article 5, the Executive Board will serve to guide, support, represent, manage, and record the activities of the Board of Directors and by extension the members at large of the ARFFWG.

#### **4.1.2**

Each Director shall also be responsible for maintaining Section Managers and State Coordinators in good standing.

#### **4.1.3**

The Executive Board will report to the Board of Directors.

### **4.2 COMPOSITION**

#### **4.2.1**

The Board of Directors shall be composed of one Director for each Section as defined in Article 4.5.1.

##### **4.2.1.1**

Sections will encompass regional or organizational category status of members. Additional Director positions may be added upon the embodiment of additional sections.

### **4.3 ELIGIBILITY**

Nominees must meet the qualifications of the vacant Director position up for election, including holding an active voting membership within that section.

### **4.4 ELECTION COMMITTEE**

#### **4.4.1**

The Chairperson shall appoint an Election Committee which shall be responsible for making the required announcements of vacancies, preparing the ballots, and posting the candidate data sheets to the website prior to the General Membership Meeting.

**4.4.2**

The Election Committee will coordinate the candidate forum of the meeting, and will verify voting privileges,

**4.5 NOMINATION AND ELECTION**

**4.5.1**

There shall be ~~fourteen~~ fifteen (15) Directors positions on the ARFFWG Board of Directors.

**4.5.2**

Directors are elected to the Board from within the sections they represent in accordance with paragraph 4.5.1.

**4.5.3**

All members in good standing shall be given at least fifteen (15) days advance notice, in writing, of the deadline for nominations, and notice of the date and location when the election is to be held shall be posted on the website.

Publication of such notice in the ARFF News or on the website will be deemed to have met this requirement.

**4.5.4**

Any member in good standing may nominate eligible members for office. To be considered, all nominations must be received at the ARFFWG Headquarters at least ninety days prior to the election date.

**4.5.5**

Write-in voting shall not be permitted.

**4.5.6**

Voting shall be as outlined in Section 6.4 of these Bylaws.

**4.5.7**

Directors shall be elected to serve a two-year term.

#### 4.5.8 DIRECTOR CATEGORIES

4.5.8.1 The Board of Directors will be comprised of the following representatives:

Table 2

SECTION	CONTINENT, COUNTRY, STATE, OR PROVINCE or other membership category
1	<b>Northeast US Section</b> - Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont, New York, New Jersey
2	<b>Eastern US Section</b> - Delaware, Maryland, Pennsylvania, Virginia, Washington DC, West Virginia, and Ohio
3	<b>Southeast US Section</b> - Alabama, Florida, Georgia, North Carolina, South Carolina, and the Caribbean Islands
4	<b>Midwest US Section</b> - Illinois, Indiana, Minnesota, Kentucky, Missouri, Michigan, North Dakota, South Dakota, Wisconsin, Iowa
5	<b>Southern US Section</b> - Arkansas, Louisiana, New Mexico, Oklahoma, Texas, Tennessee, Mississippi
6	<b>Western US Section</b> - Colorado, Idaho, Montana, Oregon, Utah, Washington, Wyoming, Nebraska, Kansas, Alaska
7	<b>Pacific US Section</b> - Arizona, California, Nevada, Hawaii, Guam, Micronesia, Saipan, All Other US Pacific Possessions
8	<b>Canada</b> - Alberta/Saskatchewan, British Columbia, Manitoba, Newfoundland & Lab. New Brunswick, Ontario, Quebec, Nova Scotia & PE Island, Yukon / NWT / Nunavut
9	Mexico, Central & South America
10	Asia, South East Asia & Islands, Australia, and Antarctica
11	Europe, Middle East, Africa, Atlantic Islands
C1 2	Corporate members (voted on each even year)
13	Corporate members (voted on each odd year)
14	Military and DoD
15	Airline Industry



## **4.6 TERMS OF SERVICE**

### **4.6.1**

Half of the Board will be up for election at each annual meeting (see Article 6.1). The even numbered sections will be up for election on even years and odd numbered sections will be up for election on odd years.

### **4.6.2**

No Director shall serve more than three consecutive terms except through appointment to fill a vacancy to the next election. In this instance the appointment shall not constitute a term.

### **4.6.3**

The directors shall be unsalaried.

### **4.6.4**

Should there be no nominee for a Director position, immediately following the election, the current Chairperson shall fill the position for the term with a member in good standing from the vacant section.

### **4.6.5**

All Directors shall be inducted into the Board of Directors at the meeting any time after the elections are final, but prior to the adjournment of the annual meeting.

## **4.7 VACANCIES**

### **4.7.1**

Vacancies occurring between annual meetings where possible shall be filled by the Chairperson.

### **4.7.2**

Only those eligible nominees, per 4.3 above shall be considered, and will not exceed term limits as specified in 4.6.

### **4.7.3**

The interim Director shall assume his, or her, duties upon notification and remain in that position for the remainder of the vacated term.

#### **4.7.4**

A Section Director, duly elected to the Board, who changes Sections prior to the completion of his, or her, term, may continue to serve in that capacity until the next annual meeting. At that time the position shall be considered vacant and filled according to these Bylaws.

#### **4.7.5**

An individual of record for a Corporate Membership, who may leave that firm, corporation, etc., but who becomes the individual of record for any other Corporate Membership in good standing, shall remain eligible to continue his, or her, term on the Board.

### **4.8 MEETINGS**

#### **4.8.1**

The Board of Directors shall hold meetings at least quarterly and shall hold its meeting in such a place or places as the Board may determine.

#### **4.8.2**

Meetings of the Board shall be held by written notice submitted to Board members at least fourteen (14) days in advance or by a quorum of the Board.

#### **4.8.3**

The Board shall meet immediately prior to and during the annual meeting.

#### **4.8.4**

The Board may meet by teleconference as determined by the Executive Committee.

#### **4.8.5**

No gathering of less than a quorum shall constitute a “meeting” for purposes of these bylaws.

### **4.9 QUORUM**

#### **4.9.1**

At least 50% or being the first odd number above 50% of the sitting Board of Directors shall constitute a quorum for the transaction of business and the affirmative vote of the majority of the Directors present shall be required for a vote or resolution to carry at any meeting.

## **4.10 REMOVAL**

### **4.10.1**

A Director may be removed from office by a majority of the Board of Directors present at a meeting, provided that such business by the Director was due to acts or omissions deemed by the Board of Directors to violate the best interests of the ARFFWG.

### **4.10.2**

Consideration for removal or removal under this paragraph shall be preceded by notice of the allegations being brought against the Director and after an opportunity to be heard has been provided to the Director in subject.

### **4.10.3**

An informal hearing of allegations shall be held by the Board unless the Director waives the hearing in writing. A quorum of the Board must be present at the informal hearing.

### **4.10.4**

The Director may then be removed from the Board by a two-thirds (2/3) vote of those Directors' present.

### **4.10.5**

The removed Director shall receive written notice of removal describing the action taken and the basis for the action.

## **4.11 CONDUCT**

### **4.11.1**

Each Director, duly authorized representative of the Board of Directors and employees shall diligently comply with the ARFFWG Code of Ethics.

### **4.11.2**

The ARFFWG Code of Ethics is attached as a supplement to these Bylaws, and may be amended, clarified, or otherwise changed by a majority vote of the Board of Directors.

### **4.11.3**

Such action will not be considered as a change to the Bylaws itself. It will be presumed that this ARFFWG Code of Ethics may also be applied to individual ARFFWG members as well.

## **ARTICLE 5 OFFICERS**

### **5.1 EXECUTIVE BOARD**

#### **5.1.1**

The Executive Board reports to the Board of Directors and shall consist of the following officers of the ARFFWG: Chairperson, 1<sup>st</sup> Vice Chairperson, 2<sup>nd</sup> Vice Chairperson, Secretary, and Treasurer.

#### **5.1.2**

Additional officers with such powers and duties consistent with these Bylaws from time to time may be appointed by the Board of Directors on the recommendation of the Chairperson (See Article 7).

#### **5.1.3**

All officers shall receive no compensation other than reimbursement of documented and approved expenses directly associated with the ARFFWG.

### **5.2 ELECTION AND QUALIFICATIONS**

#### **5.2.1**

The officers shall be elected by the Board of Directors from within their ranks at the meeting immediately following the calculation of votes and shall serve at the will and pleasure of the Board of Directors.

#### **5.2.2**

Any officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of the Board.

#### **5.2.3**

To be qualified for the office of Chairperson, or 1st Vice Chairperson, a Director must have served two (2) years on the Board of the ARFFWG.

#### **5.2.4**

To qualify for 2nd Vice Chairperson, Secretary, or Treasurer, a Director must have served on the Board of Directors for one (1) year.

#### **5.2.5**

The outgoing Chairperson will chair the election until that position is filled in the first act of the election process. At such time the new Chairperson shall chair the election.

#### **5.2.6**

The officers shall be elected by the Board of Directors from within their ranks at the meeting at the meeting prior to the adjournment of the annual meeting and shall serve at the will and pleasure of the Board of Directors.

#### **5.2.6**

To be qualified for the office of Chairperson, a Director must have served two (2) years on the Board of the ARFFWG, be an active member of an airport fire department or a fire department which provides fire rescue and suppression services to an airport.

#### **5.2.6.1**

The Chairperson shall have a minimum of 10 years in the fire service and preferably be, or previously held, a position of leadership (Training Officer, Company Officer, Chief Officer etc.) within their department.

#### **5.2.7**

A Corporate Board of Director (Sections 12 & 13) shall be prohibited from holding the position of Chairperson of the Executive Board.

### **5.3 TERM OF OFFICE**

#### **5.3.1**

Each officer shall serve in that respective position for the term of one (1) year.

#### **5.3.2**

Each shall serve no more than three consecutive terms in that capacity except by appointment to fill a vacancy.

### **5.4 VACANCIES**

#### **5.4.1**

In case any office of the ARFFWG becomes vacant by death, resignation or any other cause, the Chairperson may appoint a Director to such vacancy, in accordance with the provisions of paragraph 4.3.

### **5.5 CHAIRPERSON**

#### **5.5.1**

The Chairperson of the Board or the Chairperson's delegated representative shall preside at the meetings of the ARFFWG and the Board of Directors.

**5.5.2**

The Chairperson shall, at the approval of the Board, authorize and appoint such representatives, committees, etc., as required to carry out the affairs of the ARFFWG.

**5.5.3**

The Chairperson shall report to the ARFFWG at the annual meeting with respect to the affairs of the ARFFWG.

**5.5.4**

The Chairperson shall, with all due diligence, canvass, assess, select, and appoint eligible persons to fill vacancies within the Board of Directors.

**5.5.5**

The Chairperson shall sign, with the Treasurer or another proper Director of the ARFFWG, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, by the Bylaws or by statute to some other Officer of the ARFFWG.

**5.5.6**

The Chairperson shall oversee the activities of all employees including maintenance of formal, written job descriptions.

**5.5.7**

The Chairperson, working with the Treasurer, shall prepare the annual budget for the Group, and present it to the Executive Committee for review prior to its adoption by the Board of Directors. The Chairperson will be responsible for all media affairs but may delegate media activities to his/her designee.

**5.5.8**

The Chairperson shall also perform such additional duties as may be assigned by the Board of Directors and shall exercise such powers to the extent authorized by law.

**5.6 FIRST (1<sup>st</sup>) VICE CHAIRPERSON**

**5.6.1**

The 1<sup>st</sup> Vice Chairperson may perform any and all of the duties of the Chairperson in the event of the Chairperson's absence, vacancy or disability.

**5.6.2**

The 1<sup>st</sup> Vice Chairperson shall be responsible for preparing, organizing, and managing all meetings and symposium activity.

### **5.6.3**

The 1<sup>st</sup> Vice Chairperson shall have responsibility for the production, content, and maintenance of the ARFFWG website. As part of this responsibility the 1<sup>st</sup> Vice Chairperson will oversee the webmaster of the site to ensure compliance with ARFFWG requirements.

### **5.6.4**

The 1<sup>st</sup> Vice Chairperson shall perform other duties as the Board of Directors or Chairperson from time to time determines to the extent authorized by law.

### **5.6.5**

The 1<sup>st</sup> Vice Chairperson shall have responsibility (either directly or through a delegation) for the coordination of the ARFF News in written or electronic format and the organizations website.

## **5.7 SECOND (2<sup>nd</sup>) VICE CHAIRPERSON**

### **5.7.1**

The 2<sup>nd</sup> Vice Chairperson may perform any and all of the duties of the 1<sup>st</sup> Vice Chairperson in his absence.

### **5.7.2**

The 2<sup>nd</sup> Vice Chairperson shall also take on the duties of the Secretary for the purpose of maintaining minutes of the meeting in the event of the Secretary's absence.

### **5.7.3**

The 2<sup>nd</sup> Vice Chairperson shall have responsibility for ARFFWG membership recruitment and retention.

### **5.7.4**

The 2<sup>nd</sup> Vice Chairperson shall develop and maintain a data base of members and produce an annual report of the state of membership for the Board of Directors.

### **5.7.5**

A requirement of the 2<sup>nd</sup> Vice Chairperson position is to oversee all marketing and branding initiatives of the ARFF Working Group.

### **5.7.6**

The 2<sup>nd</sup> Vice Chairperson shall be responsible for network communications for the ARFF Working Group including social media and webinar management.

### **5.7.7**

The 2nd Vice Chairperson shall perform other duties as the Board of Directors or Chairperson from time to time determines to the extent authorized by law.

## **5.8 TREASURER**

### **5.8.1**

The Treasurer shall administer and have charge of such books, accounts documents, and papers as the Board of Directors shall determine and in general shall perform all duties incident to the office of Treasurer, subject to the control of the Board of Directors, and shall do and perform such duties as may be assigned by the Board of Directors.

### **5.8.2**

The Treasurer, working with the Chairman, shall prepare the annual budget for the Group, and present it to the Executive Committee for review prior to its adoption by the Board.

### **5.8.3**

The Treasurer shall provide for the giving of receipts for monies due and payable to the ARFFWG from whatever source, and shall see to the deposit of these monies in such banks, trust companies and other depositories as shall be selected by the Board of Directors.

### **5.8.4**

The Treasurer shall ensure that all invoices, bills, fees, permits, licenses are paid in a timely manner and report of these expenditures be forwarded to the Board quarterly for review.

### **5.8.5**

The Treasurer shall see to the making of such payments and promissory notes issued by the ARFFWG as the Treasurer shall deem necessary, convenient, or proper to be made on behalf of the ARFFWG.

### **5.8.6**

The Treasurer shall prepare and distribute to the Board a quarterly Financial Statement. Annually a review will occur consisting of the Chairman, Treasurer, Executive Administrator. The most recent report shall be available at the annual meeting.

### **5.8.7**

If required by the Board, the Treasurer shall give a bond for the faithful discharge of the Treasurer's duties.



**5.8.8**

All expenditures in the amount of five thousand (\$5,000.00) dollars or more shall require approval of the Chairperson. The Treasurer may assign any or all of these duties to ARFFWG Headquarters staff.

**5.8.9**

The Treasurer shall perform other duties as the Board of Directors or Chairperson from time to time determines to the extent authorized by law.

**5.9 SECRETARY**

**5.9.1**

The Secretary shall act as the Parliamentarian for all Board of Director meetings.

**5.9.2**

The Secretary shall be responsible for the annual review and update of the ARFFWG Bylaws. He, or she, will serve as chair of the Bylaws Committee.

**5.9.3**

The Secretary will oversee the Election Committee and ensure that all election procedures are followed according to these bylaws.

**5.9.4**

He, or she, will work with staff to ensure timely and proper distribution of agendas, meeting notices, and minutes.

**5.9.5**

The Secretary shall be responsible for reviewing all written contracts, agreements or other binding documents and shall ensure that any such instruments are introduced to the Executive Board before execution.

**5.9.6**

The Secretary shall ensure that no binding agreement is entered into without consent of the Executive Board whether written or verbal.

**5.9.7**

The Secretary shall report to the Executive Board any new contracts under consideration, expiring or those requiring renewal.

**5.9.8**

The Secretary will further ensure that any disputed contract is presented to the Board of Directors for guidance and resolution.

**5.9.9**

The Secretary shall review a record of the assets of the ARFFWG and develop an inventory record of these assets to ensure proper care, maintenance, or disposal. He or she may delegate the duties, but not the responsibility of this section. As an adjunct to this duty, the Secretary shall annually review the ARFFWG documents retention procedure to ensure compliance with State and Federal requirements.

**5.9.10**

The Secretary may assign any or all of these duties to ARFFWG Headquarters staff.

**5.9.11**

The Secretary shall perform other duties as the Board of Directors or Chairperson from time to time determines to the extent authorized by law.

**5.10 EMPLOYEES**

**5.10.1**

Employee positions must be approved by the Board of Directors.

**5.10.2**

With the exception of voting, employees of the ARFFWG are entitled to all of the rights and privileges enjoyed by all Members.

**5.10.3**

Their employment is at the pleasure of the ARFFWG Board of Directors.

**5.10.4**

All employees will be provided with a formal, written job description. Employees must submit any and all documents that have affect upon the ARFFWG to the Executive Board for their disposition.

**5.10.5**

Employees may enter into, legally represent or bind the ARFFWG only following authorization by the Chairperson or 1<sup>st</sup> Vice Chair.

**5.10.6**

The ARFFWG shall follow allemployment laws in the hiring, review, discipline, or dismissal of employees.

**5.10.7**

Each employee shall be provided a performance review by the Chairperson annually.

## **5.11 ASSIGNMENT OF DUTIES.**

### **5.11.1**

The duties of the officers may be reassigned among the Executive Board by mutual agreement of the Executive Board.

### **5.11.2**

Executive Board members may delegate work effort to other Directors, employees, representatives or ARFFWG members but shall not be absolved of their responsibility for their assigned duties.

## **ARTICLE 6 MEETING OF THE MEMBERS**

### **6.1 REGULAR MEETINGS**

#### **6.1.1**

There shall be an annual meeting of the ARFFWG unless determined otherwise by the Board of Directors, to act on the recommendations of committees and of the Board of Directors of the ARFFWG; and to act on such other business as may properly come before the meeting.

#### **6.1.2**

The time and place of the annual meeting shall be determined by the Board of Directors.

### **6.2 SPECIAL MEETINGS**

#### **6.2.1**

A special meeting may be called by the Board of Directors or shall be called by written application bearing the signature of at least twenty-five percent of the members entitled to vote to the Board of Directors.

#### **6.2.2**

No business other than that stated in the notice of a special meeting shall be conducted thereat.

### **6.3 QUORUM**

#### **6.3.1**

In order to transact business at any regular or special meetings of the ARFFWG, there shall be present at least five percent of membership entitled to vote.

### **6.3.2**

A meeting shall be automatically adjourned when there are present less than five percent of membership entitled to vote.

## **6.4 ELECTIONS**

### **6.4.1**

Only members of record of the ARFFWG with voting privileges shall be entitled to vote as outlined in Table 1.

### **6.4.2**

Each eligible voting member shall cast their vote directly.

### **6.4.3**

Proxy voting in elections is not permitted.

### **6.4.4**

The vote of each Organizational Member shall be cast by the individual's identified to represent the organization.

### **6.4.5**

In the event of a tie in the voting of the general membership, the outgoing Board shall break the tie by a simple majority vote of the Directors. Any Director involved in the outcome of the tie is ineligible to cast a vote.

### **6.4.6**

Members may only occupy one voting membership category and each member will receive just one vote.

## **6.5 EARLY VOTING**

### **6.5.1**

Electronic ballots shall be posted on the ARFFWG website for all voting members of record, sixty days prior to the annual meeting.

### **6.5.2**

All early voting will be exclusively by electronic balloting through the ARFFWG website.

### **6.5.3**

All early electronic ballots must be submitted to ARFFWG Headquarters no later than 14 days prior to the annual meeting date.

### **6.5.4**

In the event of a tie in the voting of the general membership, the outgoing Board shall break the tie by a simple majority vote of the Directors. Any Director involved in the outcome of the tie is ineligible to cast a vote. If Directors are tied, that tie may be broken by the Chairperson.

## **6.6 NOTICES**

### **6.6.1**

Notice of meetings of the ARFFWG shall be provided to all members entitled to vote not less than sixty days prior to the scheduled meeting date.

### **6.6.2**

Notices shall be contained within other published materials of the ARFFWG, to include email, ARFFWG Web Site, or newsletter.

### **6.6.3**

Should a notice of meeting not be received by a member for any reason not in the control of the ARFFWG (including change of member email or physical address not forwarded to the ARFFWG), shall not be reason to invalidate the meeting call.

## **ARTICLE 7 REPRESENTATIVES, COMMITTEES, AND SECTIONS**

### **7.1 REPRESENTATIVES**

#### **7.1.1**

The Chairperson may appoint such representatives of the ARFFWG with such powers and to perform such acts and duties on behalf of the ARFFWG, to the extent authorized by law, as the Chairperson may see fit. This may include the appointment of one or more delegates to represent the ARFFWG at meetings or on committees of other organizations.

#### **7.1.2**

The Chairperson shall keep the Board informed of all such appointments.

#### **7.1.3**

All appointed positions will continue at the pleasure of the Board of Directors and will be confirmed annually by the Board of Directors. Each Representative must submit a written quarterly report of activity within their domain to the Board of Directors.

### **7.2 COMMITTEES**

#### **7.2.1**

With the exception of the Executive Board, the Chairperson may, as he, or she, deems necessary, appoint, from within the membership of the ARFFWG, such technical committees and other committees and with such powers, responsibilities and duties as the Chairperson shall determine and may disband such committees at will.

### **7.2.2**

The Chair will advise the Board of Directors of these at the next and earliest possible Board of Directors meeting.

### **7.2.3**

With the Exception of the Executive Board, Committees shall be appointed by the authority of the Chairperson for the purpose of developing and drafting codes, standards, recommended practices, manuals or guides, and similar advisory material for the consideration by the ARFFWG as its official advice on any problem of proper concern to the ARFFWG.

### **7.2.4**

The Executive Board shall adopt guidelines for the governance of these committees.

## **7.3 SECTIONS**

### **7.3.1**

Groups of members having a substantial community of specialized interest in aircraft rescue and firefighting may be organized in sections upon authorization by the Board of Directors. Likewise, separate existing organizations may upon their request be constituted as sections of the ARFFWG.

### **7.3.2**

A Section shall function pursuant to the supervision and within the regulations established by the Board of Directors.

### **7.3.3**

The Board of Directors, after due notice and hearing, may suspend or terminate any section which fails to conform to the regulations or whose members do not evidence sufficient interest to justify continuance of the Section.

### **7.3.4**

Upon acceptance as a Section within the ARFFWG, the Chairperson shall appoint an interim Director who will represent that Section until the next annual meeting of the ARFFWG. At that meeting, a Director shall be elected in accordance with these bylaws.

## **7.4 SUBSECTIONAL REPRESENTATION**

### **7.4.1**

Subject to approval by the Executive Board, a director may nominate country, state, or provincial representatives that will work under the direct supervision of the Sectional Director. Any other representative structure within a Section will be only upon authorization of the Executive Committee.

## **ARTICLE 8 AMENDMENTS**

### **8.1 AMENDMENT**

The Bylaws of the ARFFWG may be amended at any annual or special meeting of the ARFFWG by affirmative vote of two thirds of the votes cast at the meeting, acting on the recommendation of the Board of Directors, provided that notice of the proposed amendment shall have been contained in the notice of the meeting.

### **8.2 BYLAW AMENDMENTS**

#### **8.2.1**

Bylaw amendments proposed by the ARFFWG members shall be properly brought before the annual or special meeting if the proposed amendment has been submitted to the Chairperson in writing over the signatures of twenty-five or more members of the ARFFWG entitled to vote not less than ninety days nor more than one hundred and eighty days prior to the next following duly called meeting of the ARFFWG.

#### **8.2.2**

A recommendation of the Board of Directors in favor of or in opposition to the proposed amendment shall accompany the proposed amendment.

#### **8.2.3**

The proposed amendments and the Board of Directors recommendations shall be posted on the ARFFWG website at least 60 days prior to the annual meeting.

### **8.3 CHANGES**

Changes to these bylaws shall become effective at the next regularly scheduled meeting of the Board following the conclusion of the annual meeting.

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