

BYLAWS
of the
FLORIDA FIRE MARSHALS
AND INSPECTORS ASSOCIATION

ARTICLE I: ORGANIZATION

The name of the Association shall be: The FLORIDA FIRE MARSHALS AND INSPECTORS ASSOCIATION, INC. (herein after referred to as the “Association”).

The Association may change its name by a vote of the membership body.

ARTICLE II: PURPOSE, MISSION AND PRINCIPLES

Section 1. Purpose- The following are the purposes for which this Association has been created:

- (A) To unite for mutual benefit those public officials engaged in and responsible for fire prevention through inspection, code enforcement, public education, and fire investigation;
- (B) To serve as a central agency for the gathering and exchange of technical information in the fields of fire prevention, fire investigation, and injury prevention;
- (C) To unify the efforts of the fire prevention officials throughout the State in the enforcing, strengthening, upgrading, and developing of codes and standards in the State of Florida;
- (D) To serve as the voice of professional fire prevention officials in the State of Florida with regard to the development of local, municipal, statewide and national codes, standards, and legislation in the field of fire prevention;
- (E) To assist design professionals, contractors, code enforcement officials, governmental agencies, legislators and other related associations with technical guidance in the field of fire protection and injury prevention;
- (F) To actively promote the highest standard of professionalism and conduct among fire prevention officials throughout Florida;
- (G) To educate the public of the State of Florida that the enforcement of fire codes and safety awareness will lead to a safer environment; and
- (H) To transact any other lawful business, in the furtherance of the above and foregoing activities, which corporations not for profit may engage.

Section 2. Mission Statement- To serve the people of Florida by providing leadership for superior life safety strategies through inspection, investigation, public education, and code management.

Section 3. Governing Principles- The bylaws of the FFMIA are intended to reflect the Association's specific intent to only support issues of Public Safety. All Officers and Members of the Association shall be bound by these principles. Officers and Members, while acting on behalf of the Association:

- (A)) Shall not endorse any political candidate.
- (B)) Shall not participate in any lobbying effort unless such efforts are specifically limited to the improvement of fire and life safety issues.

(C) Shall not participate in any lobbying effort which may directly or indirectly support fire service personnel benefit issues.

(D)) Shall not participate in any Political Action Committee.

For the purpose of the principles listed herein, Lobbying shall be defined as "any action which is intended to influence an Elected Official."

Section 4. Governmental Affairs. In order to accomplish the Association's mission as stated in Article II, Section 2, the Association shall retain a Florida Legislative and Executive Branch Lobbyist. In implementing this section, the Association shall establish expenditures in each fiscal year compensating a lobbyist. In no case shall the Association exceed the lobbying expenditure limitations specified in the Internal Revenue Code for a 501(c)(3) organization.

ARTICLE III: MEMBERSHIP

Section 1. Membership Categories- There shall be five (5) membership categories within the Association.

Membership in this association shall be open to those who qualify, as follows:

(A) ACTIVE - Shall consist of professional officials of any governmental agency, or non-profit organization within the State, who are charged with the responsibility of protecting life and property through inspection, public education, fire investigation and code enforcement. Active members shall have all the privileges of membership, including the right to vote and hold office. Any Active member in good standing, upon retirement, shall have the right to remain within the Active membership category, as long as the individual does not become reemployed in a capacity rendering that individual ineligible for Active membership status.

(B) ASSOCIATE - Those individuals who by their qualifications in their professional career fields and who have demonstrated their concern and professional input in the field of fire protection or fire prevention, and who, in the opinion of the membership committee, shall be capable of contributing to the purpose of the Association, shall be eligible for Associate membership. Associate members shall have all privileges of membership with the exception of voting and holding office.

(C) HONORARY – Honorary membership may be only conferred by the Board of Directors to those persons who by reason of their education, expertise, achievement, or professionalism have contributed significantly to the objectives of this Association or the Florida fire service. Nomination for Honorary membership must be initiated by a Board member. Honorary members shall have all the privileges of membership with the exception of voting and holding office.

(D) FELLOWS – Fellows are Active members that have been recognized for significant accomplishments and stature in the field of fire protection. Fellows have been Active members for a minimum of ten (10) years, have been nominated for recognition by their peers and approved by the Fellow Nomination Review Committee. Fellows shall have all of the privileges of and are recognized as Active members. The Board of Directors shall establish specific criteria for Fellow status in order to provide guidance to the decisions of the Fellow Nomination Review Committee. Fellow status was previously known as Lifetime. All previously designated Lifetime members shall carry the designation of Fellow. Fellow is the highest level of membership within the FFMIA.

(E) CORPORATE - Those corporations interested in carrying out and supporting the purpose, mission and principles of this Association may be granted a corporate membership. Corporate members shall have all the privileges of membership except voting and holding office.

Section 2. Application for Membership- Application for membership shall be made to the Board in writing. Members shall be approved unless an objection is raised by a member of the Board of Directors.

Section 3. Membership Sections- The Board may establish membership sections and operational guidelines for the sections at its discretion and consistent with these bylaws.

Section 4. Transferability- Membership is not transferable.

Section 5. Code of Ethics – The Board of Directors shall adopt a Code of Ethics. Members are expected to abide by the Code of Ethics, all applicable laws and encourage others to do the same.

Section 6. Termination of membership-

(A) Any member may resign from the Association by submitting a written resignation to the Board. Such resignation shall be effective on the date it is received by the Association, unless another date is specified.

(B) The Board may expel any member for conduct that is contrary to the purpose, mission, principles, state or federal laws/rules or Code of Ethics of the Association. Any member being considered for expulsion by the Board shall have an opportunity to be heard and present reasons to not be expelled. A majority vote of the Board shall be necessary to expel a member.

(C) Any member who resigns or is expelled shall forfeit any and all rights and privileges in the affairs and/or property of the Association, including dues already paid.

Section 7. Correspondence- No members, including committee chair, shall execute any correspondence on behalf of the Association without the consent of the Secretary/Treasurer or President.

ARTICLE IV: MEETINGS

Section 1. Annual Membership Meeting- The Annual Membership Meeting of this Association shall be held each year during the Annual Florida Fire Prevention Conference. The Board of Directors shall fix the day and time of the meeting. The presence of not less than ten (10) Active members and a majority of the Board shall constitute a quorum at the Annual Membership Meeting and shall be necessary to conduct the business of this association at the Annual Membership Meeting. At least ten (10) calendar days' notice shall be given to members prior to each Annual Membership Meeting. The notice shall take form of one or more of the following: posting on the Association's internet web site, direct mail to members, email to members or by fax service to members.

Section 2. Other Membership Business Meetings- Other membership business meetings of this Association shall be held at such times and places as the Board designates. Such meetings shall be held when the Board determines it is necessary for the proper conduct of association business. At least ten (10) calendar days' notice shall be given to members prior to each membership business meeting. The notice shall take form of one or more of the following: posting on the Association's internet web site, direct mail to members, email to members or by fax service to members.

Section 3. Board of Directors Meetings - The Board of Directors shall meet at times and locations as determined by the President and the Board of Directors in order to conduct business consistent with these bylaws. At least ten (10) calendar days' notice shall be given to members prior to each Board of Directors meeting. The notice shall take form of one or more of the following: posting on the Association's internet web site, direct mail to members, email to members or by fax service to members. The Board of Directors is authorized to conduct frequent meetings via electronic communications for purposes of monthly conference calling, or the calling of a Special Meeting to transact business of the association. The electronic communications prescribed must be available to every member participating in the meeting. Electronic meetings will be considered regular meetings of the board of directors and any action must be affirmed by motion and vote with the assurance of a quorum and properly documented minutes. With the establishment of a new Board, unfinished business does not carry over and must be presented as new business.

ARTICLE V: ORDER OF BUSINESS

Section 1. Order of Business for the Annual Membership Meeting - The order of business for the Annual Membership Meeting shall be as follows:

1. Roll call of Board Members, majority verified in accordance with Article IV, section 1.
2. Confirmation of the existence of a quorum of Active members in accordance with Article IV, Section 1
3. Review and approval of the minutes from the preceding Annual Membership Meeting
4. Reports of Committees (Other than Election Committee)
5. Reports of Officers/Directors on Association Activities
6. Old business
7. New business
8. Good and welfare
9. Election results from the Election Committee
10. Adjournment

Section 2. Order of Business for Board of Director Meetings – The order of business and agenda for meetings of the Board of Directors shall be established by the President with the approval of a majority of the Board of Directors.

Section 3. Roberts Rules of Order – For items not addressed by the bylaws, the most current edition of Roberts Rules of Order shall serve as a guide.

ARTICLE VI: OFFICERS

Section 1. Officers- The officers of the Association shall consist of the President, First Vice-President, Second Vice-President and Secretary-Treasurer.

ARTICLE VII: BOARD OF DIRECTORS

Section 1. Board of Directors- The business of this Association shall be managed by the Board of Directors, consisting of Active members of this Association. The Board of Directors shall consist of the following: President, First Vice-President, Second Vice-President, Secretary-Treasurer,

Immediate Past President, six (6) Regional Directors, one (1) Statewide Director and the Section Chairs as indicated in Article VII, Section 10. All members of the Board of Directors shall be residents of the State of Florida and citizens of the United States. With the exception of the Section Chair Director(s), the membership of the Board of Directors shall consist of not more than one director and one officer employed or affiliated with the same department or political subdivision. No officer or director shall, for reason of the office, be entitled to receive a salary or compensation.

Section 2. Power of the Board of Directors- The Board shall have the control and management of the affairs and business of this Association. The Board of Directors shall act in the name of the Association when it shall be regularly convened by the President after due notice of such a meeting to all members of the Board of such meeting. The Board of Directors may make such rules and regulations concerning its meetings as it may in its discretion determine necessary. The Board is subject to the restrictions of law, the Charter, and these bylaws. The Board shall exercise all of the powers of the Association and shall be empowered to execute or be required to execute the matters and business as hereinafter set forth:

- a. To select and appoint all agents, contractors or employees of the Association or remove such agents, contractors or employees of the Association;
- b. To prescribe for above employees, contractors or agents such duties and designate such powers as may not be inconsistent with these bylaws, and fix compensation and pay for faithful service;
- c. To prescribe, adopt, and amend, from time to time, such equitable uniform rules and regulations, as in the Board's discretion, may be deemed necessary or convenient for the conduct of the business and affairs of the Association and to guide and control the officers, agents, contractors and employees and prescribe penalties for the breach thereof;
- d. To order by a majority vote of those members of the Board present at any meeting or by majority vote of the membership present at the Annual Membership Meeting or special meeting, if so noticed, a certified accounting of the books and accounts of the association by a practicing competent public accountant not affiliated with the Association. The certified accounting by such accountant shall be submitted within three months of such vote requiring an audit and shall be made available to the membership via Regional Directors;
- e. Retain legal counsel;
- f. To perform or direct other duties not inconsistent with the mission and principles of the Association.

Section 3. Voting by Board Members- A majority of the members of the Board of Directors present shall constitute a quorum. Each member of the Board of Directors shall have one vote and such vote may not be by proxy.

Section 4. President – The duties of the President shall include, but not be limited to, the following:

- The President shall preside at all membership and Board of Director meetings;
- Shall, by virtue of the office, be Chair of the Board of Directors;
- Shall provide an annual report of the work of the association at the Annual Membership Meeting;
- Shall, with the concurrence of the Board, have the authority to establish and disband all committees, temporary or permanent;

- Shall, with the concurrence of the Board, have the authority to appoint all committee chairs;
- Shall, with the concurrence of the Board, have the authority to appoint and remove all members to committees;
- Shall see all books, reports and certificates as required by law are properly kept and filed;
- Shall be one of the officers who may sign the checks or drafts of the organization;
- Shall, by virtue of the office, be the chapter representative to the International Fire Marshals Association;
- Shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

In the event the President is unable to serve a complete term, the First Vice President shall have the option of serving as President for the remainder of the term. If the First Vice President chooses not to serve as President for the remainder of the term, the Board shall appoint an Active member to serve as President for the remainder of the term.

Section 5. Immediate Past President – The most recent President, who is a current Active member and is willing to serve, holds the position of Immediate Past President. The Immediate Past President will participate in all Board meetings and have full voting rights. The Immediate Past President is not an elected position.

The duties of the Immediate Past President shall include, but not be limited to, the following:

- Assist the incoming President with transition of office and to ensure continuity of programs and policies;
- The Immediate Past President will carry out all duties as directed by the President on behalf of the Association.

Section 6. First Vice-President - The duties of the First Vice President shall include, but not be limited to, the following:

- Perform any duties assigned by the President on behalf of the Association;
- In the absence of the President, assume and perform the duties of President;

In the event the First Vice President is unable to serve a complete term, the Second Vice President shall have the option of serving as First Vice-President for the remainder of the term. If the Second Vice President chooses not to serve as First-Vice President for the remainder of the term, the Board shall appoint an Active member to serve as First-Vice President for the remainder of the term.

Section 7. Second Vice-President - The duties of the Second Vice President shall include, but not be limited to, the following:

- Perform any duties assigned by the President on behalf of the Association;
- In the absence of the President and First Vice-President, assume and perform the duties of President.

In the event the Second Vice President is unable to serve a complete term, the Board shall appoint an Active member to serve as Second-Vice President for the remainder of the term.

Section 8. Secretary/Treasurer - The duties of the Secretary/Treasurer shall include, but not be limited to, the following:

- Shall keep the minutes and records of the meetings in the appropriate books;
- Shall file any certificates required by any statute, federal or state;
- Shall be the official custodian of the records and seal of this Association;
- Shall give and serve all notices to members of this Association;

- Shall notify members of their election or appointment and furnish them with proper documents;
- Shall submit to the Board of Directors any communications which shall be addressed to the Secretary/Treasurer of the Association;
- Shall attend to all correspondence of the Association and shall exercise all duties incident to the office of the Secretary/Treasurer
- Shall have the care and custody of all monies belonging to the association and shall be solely responsible for such monies and securities of the Association;
- Shall cause to be deposited in a bank, the funds of the Association, except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for savings bank in the State of Florida;
- Shall be one of the officers who shall sign checks or drafts of the Association. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it without concurrence of the Board of Directors.
- Shall render at stated periods, as the Board shall determine, a written account of the finances of the Association and such report shall be physically attached to the minutes of any meeting at which report is presented;
- Shall exercise all duties incident to the office of Secretary/Treasurer unless otherwise delegated or assigned as provided in this section.

It is recognized that many of the above responsibilities are, or may be delegated to contractual staff personnel. The Secretary/Treasurer shall provide in writing, which duties are delegated and which will be retained. The President, with concurrence of the Board of Directors may reassign any, or all of the above duties to a competent staff or contractual member when it is determined in the best interest of the Association for continuity of business, ease of access for membership services and in accordance with best business practices. The Secretary/Treasurer shall maintain oversight responsibilities for all duties of the Secretary/Treasurer position.

In the event the Secretary/Treasurer is unable to serve a complete term, the Board of Directors shall appoint an Active member as Secretary/Treasurer for the remainder of the term.

Section 9. Regional Directors – Regional Directors shall participate in Board meetings and have full voting rights. Regional Directors shall represent the best interest of the membership and perform other duties as directed by the President. Regional Directors must work within the region boundary as of July 1st preceding the Annual Membership Meeting and remain working in their region boundary throughout the term. In the event a Regional Director is unable to serve a complete term, an Active member from the region shall be chosen by the Board to serve as the Regional Director for the remainder of the term.

Section 10. Statewide Director – The Statewide Director shall participate in Board meetings and have full voting rights. The Statewide Director shall represent the best interest of the membership and perform other duties as directed by the President. The Statewide Director must work in the State of Florida as of July 1st preceding the Annual Meeting and remain working in the state throughout the term. In the event a Statewide Director is unable to serve a complete term, an Active member shall be appointed by the Board to serve as the Statewide Director for the remainder of the term.

Section 11. Section Chair Directors - Each membership section, established under Article III, Section 3 and with greater than fifty (50) recorded members as of the Annual Membership

Meeting, shall be entitled to a Section Chair Director position on the Board of Directors. Section Chair Directors shall participate in Board meetings, have full voting rights and represent the best interest of the membership and section.

Section 12. Appointment of Nominating Committee - No later than one-hundred and eighty (180) calendar days prior to the Annual Membership Meeting, the President shall solicit one (1) name from each Regional Director and the selected member from each of the regions shall serve on the Nominating Committee. Representatives shall not be Board Members.

Section 13. Announcement of Nomination Process – No later than one-hundred and eighty (180) calendar days prior to the Annual Membership Meeting, the Association shall notify members of the nomination and election process dates by: posting on the Association’s internet site and; 1. Direct mail to members; or 2. Email to members; or 3. By fax service to members.

Section 14. Candidates for the Board of Directors – All Board candidates shall be Active Members of the Association for a minimum of two (2) years directly prior to the Annual Membership Meeting. Active Members wishing to be considered for nomination to an elected office by the Nominating Committee must provide a letter of interest, office being sought, and a current resume/curriculum vita to the Secretary/Treasurer of the Association stating their interest no later than one-hundred and fifty (150) calendar days before the Annual Membership Meeting.

Section 15. Nominating Committee Consideration of Candidates - No later than one-hundred and twenty (120) calendar days prior to the Annual Membership Meeting, the Nominating Committee shall provide the President with a list of nominations for elected positions chosen from those candidates complying with Section 13. The Nominating Committee shall select the best qualified candidate for each vacant position. There shall be one nomination for each vacant position and the nominating committee may not select the same candidate for multiple positions.

Section 16. Publication of Candidate Information - No later than ninety (90) calendar days prior to the Annual Membership Meeting, the names of the subjects nominated for office and their resume/curriculum vita shall be made available to the membership through posting on the Association’s internet web site and; 1. Direct mail to members; or 2. Email to members; or 3. By fax service to members.

Section 17. Nomination of Board Members from the Membership – Notwithstanding the provisions in Section 13, any Active member of record, not otherwise recommended as stipulated in Section 13, may be nominated, provided the name or names of such candidates are presented in writing at least sixty calendar days (60) prior to the Annual Membership Meeting to the Secretary/Treasurer in a petition signed by at least five (5) Active members. The petition must include a letter of interest from the candidate, office being sought, and a current resume/curriculum vita. The Secretary/Treasurer shall forward the nominated member’s name and information to the Election Committee Chair. The Election Committee shall cause any name submitted in compliance with the above to be placed on the ballot for election of Directors. The names of the candidates for office and their resume/curriculum vita shall be made available to the membership through posting on the Association’s internet site web and; 1. Direct mail to members; or 2. Email to members; or 3. By fax service to members. If a candidate, previously selected by the nomination committee under Section 15, desires to be placed on the ballot for a different board position under Section 17, the submittal of a nomination under Section 17 will result in the candidate’s automatic withdrawal from nomination under Section 15.

Section 18. Election Committee - For all contested elections, the President shall appoint an Election Committee to oversee and report on elections. The Election Committee members shall not consist of any current Board member or any member running for a Board position.

Section 19. Election of Board Members – With the exception of the Section Chair Directors, the Election Committee shall establish and approve safeguards required to maintain the integrity and secrecy of the balloting process prior to initiation of any balloting. The Executive Director will prepare and send a mail or electronic ballot to all Active Members. The mail or electronic ballot shall include the candidate's resume/curriculum vita or the location to find the information on the Association's web site. The mail or electronic ballot shall be sent at least forty-five (45) days prior to the date set of the opening of the Annual Membership Meeting and must be received by the Election Committee at least thirty (30) days prior to the opening date of the Annual Conference. The Election Committee shall meet to tabulate the ballots prior to the Annual Membership Meeting. The Election Committee shall provide the President, Board of Directors with the results at least one (1) day before the Annual Membership Meeting and make such results available to the members of the association at the Annual Membership Meeting and on the web site. The candidate receiving the highest number of votes shall be elected. In the event of a tie vote, the Board of Directors shall select the winner from the tied candidates by majority vote.

Section 20. Balloting Procedure - Election of Board Members shall take place by mail or electronic ballot. The Regional Directors shall be elected by ballot by active members within their region. The Statewide Director and Officers shall be elected by a statewide vote. To be eligible to vote, a member must be an Active Member as of July 1 preceding the Annual Membership Meeting and in good standing. All elections shall be by secret ballot. No election is required for uncontested positions.

Section 21. Term – The term of all directors, with the exception of the Section Chair Directors, shall be for two (2) years from the Annual Membership Meeting occurring on odd years.

Section 22. Term Limits – With the exception of the Section Chair Directors, Regional Directors and the Statewide Director shall serve a maximum of three (3) consecutive two (2) year elected terms and Officers shall serve a maximum of two (2) consecutive two (2) year elected terms in any single position on the Board of Directors.

Section 23. Removal of Director – Any Director or officer may be removed from office at any time by a two-thirds (2/3) vote of either the Active membership or a two-thirds (2/3) vote of the Board.

Section 24. Personal Liability, Indemnification and Insurance - Subject to the restrictions set forth in Florida Statutes 768.1355, 617.0834 and other rules and regulations, the Directors and Officers of the Association shall not be personally liable for any debt, liability or obligation of the Association. All persons, corporations or other entities extending credit to, contracting with, or having any claims against the Association, may look only to the funds and property of the Association for payment of any such contract or claim, or for payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Association. The Board of Directors shall require that the Association carry adequate Director and

Officer Liability insurance in connection with the performance of their duties pursuant to these Bylaws or applicable law. The Association shall indemnify to the fullest extent permitted by law each of its Officers and Directors, whether or not then in office (and his or her executor, administrator and/or heirs) or any person who may have served at its request as a Director or Officer, against all reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him or her in connection with any threatened, pending or completed action, suit, proceeding or arbitration, whether civil or criminal, administrative or investigative (including any appeal thereof), to which he or she is or is threatened to be made a party because he or she is or was a Director or Officer, employee or agent of the Association. He or she shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Association for gross negligence or willful misconduct in the performance of his or her duties to the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer, may be entitled.

ARTICLE VIII: REGIONS

Section 1. Regions – For the purposes of better serving and representing the members, the membership shall be divided into the following regions within the state. The Board shall designate the specific counties within each region.

- (A) Northeast
- (B) Northwest
- (C) East Central
- (D) West Central
- (E) Southeast
- (F) Southwest

ARTICLE IX: COMMITTEES

Section 1. Committees – The President, with the approval of the Board, may from time to time create or dissolve such committees or task forces as may be appropriate, determine their duration, size and responsibility, and appoint, remove and designate the terms of committee or task force members. Unless specifically tasked by the Board with the power to implement decisions, Committees report findings and make suggestions to the Board; the Board shall make all final decisions by majority vote.

Section 2. Fellow Nomination Review Committee – The Fellow Nomination Review Committee (FNRC) shall be responsible for the review and approval of all Fellow nominees submitted in accordance with Article III (D). The FNRC shall consist of the Chair of the Fellows, three (3) Board of Directors appointed by the President and two (2) Fellow members appointed by the Chair of the Fellows. The Chair of the Fellows shall serve as the Chair of the FNRC. In order for a Fellow Nominee to be approved by the FNRC as a Fellow, the nominee must receive an affirmative vote by four (4) of the six (6) FNRC members.

ARTICLE X: RECORDS AND FINANCIAL MATTERS

Section 1. Fiscal Year – The fiscal year of the Association shall be determined by the Board. For the purposes of dues, the membership year shall be January 1 to December 31.

Section 2. Membership Dues – Membership dues shall be a rate established by the Board of Directors except that Fellows and Honorary members shall not be required to pay annual dues.

Section 3. Non-Payment of Dues – Members may be expelled by the Board of Directors for failure to pay dues within sixty (60) days after the beginning of the membership year.

Section 4. Budget - At each Annual Membership Meeting, the Board shall recommend a budget for the ensuing year for review and approval by the Active members present.

Section 5. Roster and Records – The Association shall publish annually a membership roster designating the type of membership of each member. With the exception of executive sessions, the minutes and records of the Association shall be open to inspection by any member in good standing within a reasonable time frame as determined by the Board of Directors.

Section 6. Financial Audit – At least once every three (3) fiscal years, the complete financial records of the Association shall be audited by an Independent Florida Registered Public Accountant. In addition to rendering an opinion as to audit, the Florida Registered Public Accountant shall also provide recommendations as to improvements on internal financial controls. The conclusions of the audit and recommendations shall be posted on the association web site for membership access.

ARTICLE XI: AMENDMENTS

Section 1. Proposing of Amendments - Amendments to these bylaws may be offered by any member of the Association proposing the same in writing to the Secretary/Treasurer at least sixty (60) calendar days prior to the Annual Membership Meeting or prior to the solicitation of a mail ballot. Proposed amendments must be posted on the FFMIA web site at least thirty (30) calendar days prior to the Annual Membership Meeting or at least thirty (30) calendar days prior to the solicitation of a mail ballot.

Section 2. Amendment Approval - Amendment may be made to these bylaws only upon approval of two-thirds (2/3) of the Active members present at the Annual Membership Meeting or two-thirds (2/3) of Active members returning a mail ballot. Proposed amendments may be modified by the membership at the Annual Membership Meeting if the modifications are ruled editorial in nature or are ruled consistent with the spirit and intent of the original proposed amendment as determined by the membership at the meeting. No new motions for amendments not previously posted will be entertained at the annual meeting. A minimum of ten (10) Active members and a majority of the Board must be present at the Annual Membership Meeting in order for a bylaws vote to occur.

ARTICLE XII: RESOLUTIONS

Section 1. All resolutions must be submitted in writing to the Secretary/Treasurer at least sixty (60) calendar days prior to the Annual Membership Meeting. Proposed resolutions must be posted on the FFMIA web site at least thirty (30) calendar days prior to the Annual Membership Meeting.

Section 2. Resolution Approval – A minimum of ten (10) Active members and a majority of the Board of Directors must be present at the Annual Membership Meeting in order for a resolution vote to occur. A majority vote of Active members present at the Annual Membership Meeting are required to approve a resolution. Proposed resolutions may be modified by the membership at the Annual Membership Meeting if the modifications are ruled editorial in nature or are ruled consistent with the spirit and intent of the original proposed resolution as determined by the membership at the meeting. No new motions for resolutions not previously posted will be entertained at the annual meeting.

ARTICLE XIII: INTERNATIONAL FIRE MARSHALS ASSOCIATION

Section 1. International Fire Marshals Association – Chapter Member Bylaws
(Available upon request from the Secretary-Treasurer or direct from the International Fire Marshals Association.)

Section 2. Where there is a conflict between the International Fire Marshals Association Chapter Member Bylaws and the bylaws of the Florida Fire Marshals and Inspectors Associations, the bylaws of the Florida Fire Marshals and Inspectors Association shall prevail.

ARTICLE XIV: ADOPTION

Section 1. Adoption -These bylaws have been adopted by the FFMIA Membership and filed with the undersigned on the 8th day of November, 2017, and shall be effective as of this date.

(Signature on File)

Wendy Niles, President

FLORIDA FIRE MARSHALS AND INSPECTORS ASSOCIATION