~~CONSTITUTION AND~~ BYLAWS

OF THE

INDIAN CREEK ~~VOLUNTEER~~ FIRE ~~DEPARTMENT~~ DISTRICT

# PREAMBLE

Whereas, certain laws and regulations are necessary for the good order and well-being of all associations, ~~Departments~~ in order to define duty, to establish discipline, to maintain harmony for the full promotion of the object ~~for which~~ we are associated together, ~~we~~ do ordain and adopt the following Bylaws for regulation and government, and do hereby pledge ourselves to cheerfully submit to the legally expressed will of the majority, and to support our officers in the discharge of their duties.

# ARTICLE I

# NAME, PURPOSE, AND REGISTERED OFFICE

The Indian Creek Fire District (“District”) is that portion of Cooke County, Texas, so designated by Cooke County (Texas) Commissioners’ Court, whose primary purpose is to supply emergency services to the District’s residents

The District is a Texas Nonprofit Corporation that maintains a registered office, and a registered agent, who is the current President of the District’s Board of Directors.

(Sections 1-3 moved to Article VII)

Section 1. NAME: The name of this department shall be (incorporated) INDIAN CREEK VOLUNTEER FIRE DEPARTMENT (“Department”). For the purpose of patches, emblems, etc., the department may be referred to as Indian Creek VFD, Indian Creek FD, ICVFD or ICFD.

Section 2. PURPOSE: The mission of the Department shall be to preserve and protect the life, health and property of the residents of the Indian Creek Fire District from fire, disaster and emergency incidents through education, training, prevention and preparation. The Department shall be committed to active participation within the community and to effectively utilize all available resources in order to provide the highest level of service possible. The Department shall strive to maintain operational readiness and response capabilities to meet the needs of the community. The Department shall value the principles of honesty, integrity, respect, teamwork and professionalism as these are the foundation upon which to build an effective emergency services team.

Section 3. REGISTERED OFFICE: The Department shall have and continuously maintain in the State of Texas is a registered office, and a registered agent, whose office is identical with such registered office, as required by the Texas Nonprofit Corporation Act.

**ARTICLE II**

**DEFINITIONS ~~MEMBERSHIP~~**

~~Section 1. RESIDENT MEMBERS: A resident member (“Residents”) is any person who is at least eighteen (18) years of age and resides in the Indian Creek Fire District and who has provided the Department with their name, address, and E-mail address (if applicable).~~

**2.01** “**BOARD**” shall mean and refer to the Board of Directors of the Indian Creek Fire District.

**2.02 “CHIEF”** shall mean and refer to the District Fire Chief.

**2.03 “DEPARTMENT”** shall mean and refer to those District Fire Department(s) dedicated to preserving and protecting the life, health and property of the Indian Creek Fire District residents from fire, disaster and emergency incidents. Nothing in the definition, precludes the Department from assisting other fire districts in time of need.

**2.04 “DISTRICT”** shall mean and refer to the portion of Cooke County, Texas, designated as the Indian Creek Fire District by the Cooke County (Texas) Commissioners’ Court.

**2.05** ~~Section 2.~~ **“FIRST RESPONDER” or “FR”** shall mean and refer to ~~MEMBERS: A first responder member (“FR Members”) is~~ any person actively serving in ~~who is listed on~~ the ICVFD who responds to emergency calls. ~~roster as a first responder. A first responder member may reside inside of or outside of the Indian Creek Fire District.~~

**2.06 “MEMBER”** shall mean and refer to any RESIDENT OF THE INDIAN CREEK FIRE DISTRICT WHO IS AT LEAST EIGHTEEN (18) YEARS OF AGE.

**2.07** ~~Section 3.~~ **“SUPPORT MEMBER~~S”~~** shall mean and refer to ~~A support member (“Support Member”) is~~ any person actively serving in the ICVFD who is not ~~listed on the Indian Creek Volunteer Fire Department roster who does not respond to emergency calls as~~ a First Responder. ~~A support member may reside inside of or outside of the Indian Creek Fire District.~~

~~Section 4. DEFINITIONS: In these Bylaws, the term~~

 ~~[a] “Members”, when not in reference to Board members, shall mean and refer to the Residents, First Responder Members, and Support Members.~~

 ~~[b] “FRS Members” shall include both First Responder Members and Support Members.~~

**ARTICLE III**

**VOTING, MEETING OF GENERAL ~~OR~~ MEMBERSHIP**

**AND ELECTION OF DIRECTORS**

**3.01** ~~Section 1.~~ **VOTING:** All members and First Responders shall have voting privileges. Only those Support Members who are at least eighteen (18) years of age and who reside in the district are eligible to vote. All district matters to be voted upon by the members shall be by ballots mailed or hand-carried to the fire district ~~Department~~ office or by electronic means. Unless specifically provided for elsewhere in these Bylaws, ballots, together with necessary information shall be made available to the membership by electronic mail (e-mail) or by a posting on the district ~~Department~~ website at least thirty (30) days prior to the closing date for acceptance of ballots. It is the member’s responsibility to keep the district ~~Department~~ updated with the member’s current e-mail address. Any member may submit a written request to the district ~~Department~~ requesting that all voting notices and ballots be sent to a physical mailing address. If mailing becomes a financial burden, the board may approve an ‘annual mailing escrow fee.’

**3.02**~~[a]~~ ANNUAL ELECTION: The annual election shall be held during the month of March. ~~of Directors shall be held during the month of February. Also,~~ If the Board receives and approves a request(s), anytime during the preceding twelve (12) months for changes in the Bylaws, the requested changes ~~signed by at least two hundred (200) membership, the requested change(s) shall~~ will be voted on at ~~this~~ that time. This period may also be used for voting on other matters as determined necessary by the Board~~, including Bylaw changes~~.

**3.03** ~~[b]~~ **SPECIAL ELECTIONS:** Special Elections may be called at any time by the Board for other matters, such as revising Bylaws or filling Board vacancies. The Board is required to call a Special Election for ~~the~~ removal of one or more Directors, or for other matters, if it receives a petition stating the reason(s) therefore and the petition is signed by at least ~~two hundred (200)~~ fifty (50) members. ~~The Board shall,~~ Within sixty (60) days of the receipt of such a petition, the Board will submit the matter(s) to the membership for a vote.

**3.04** ~~[c]~~ **VOTE VERIFICATION AND TABULATION**: The Election Committee shall verify that each vote has been cast by a member or First Responder, shall count and/or supervise the counting of ~~the~~ ballots, tabulate the votes and certify in writing to the Secretary of the ~~Department~~ Board the results of the election.

**3.05** ~~[d]~~ **MAJORITY VOTE**: The majority shall be a simple majority of the votes received unless otherwise stated in these Bylaws.

~~Section 2. MEETING OF THE MEMBERS~~:

**3.06**~~[d]~~ **PLACE OF MEETINGS**: The Board shall designate the place for all meetings.

**3.07**~~[a]~~ **ANNUAL MEETING**: An annual meeting of the members shall be held on the ~~last~~ second Saturday of ~~February~~ April to announce the results of the election of Directors, the results of any other election held at the same time, to review the accomplishments of the previous year and to discuss other matters of importance. No voting shall be conducted during the meeting. ~~[c]~~ **~~NOTICE OF MEETINGS~~**~~:~~ Notice of the Annual Meeting shall be posted on the District ~~Department~~ website and published in a local newspaper at least thirty (30) days prior to the date of the meeting.

**3.08**~~[b]~~ **SPECIAL MEETINGS**: Special meetings of the members may be called by the President, the Board, or upon petition by at least fifty (50) ~~signed by two hundred (200)~~ members. Any such petition must state the intended purpose(s) of the special meeting and the Board shall call the meeting within thirty (30) days of receipt of the request.

**3.09** ~~Section 3.~~ **PROCEDURES FOR ELECTING DIRECTORS**: ~~[a]~~ Nominations for the Board of Directors must be submitted to the Nominating Committee no later than February 1st ~~November 15~~ of each year.The committee shall select the best qualified applicants and publish their names, qualifications and pictures on the District ~~Department~~ websiteby February 15th.  ~~No more than two (2) candidates will be nominated for each vacancy.~~

**3.10**~~[e]~~ **BALLOTS:** Ballots shall be distributed to all members and First Responders by ~~electronic mail (“~~e-mail~~”)~~ or by a posting on the District’s ~~Department~~ website no later than March 1st ~~January 1~~~~st~~. It is the ~~member’s~~ responsibility of the member and First Responder to keep the District ~~Department~~ updated with the member’s and First Responder’s current e-mail address. Any member or First Responder may submit a written request to the District ~~Department~~ requesting that all voting notices and ballots be sent to a physical mailing address.

**3.11**~~[f]~~ **VOTING:** All voting shall cease on April 1st ~~February 1~~~~st~~ and all ballots post-marked or received in the District ~~Department~~ office on or before said date, shall be acted upon by the Election Committee. The nominees receiving the largest number of votes shall be deemed elected. In the event of a tie, the affected nominees will draw for position in the presence of the Election Committee.

**ARTICLE IV**

**BOARD OF DIRECTORS AND THEIR DUTIES**

**4.01** ~~Section 1.~~ **NUMBER AND QUALIFICATIONS**: The affairs of the District ~~this Department~~ shall be governed by a Board of Directors which shall be a five (5) member board, at least one being a member who resides outside of Lake Kiowa, and consisting of a President, Vice-President, Secretary, and Treasurer. ~~Each even numbered year, in the month of February, there shall be elected two (2) members of the Department to the Board of Directors, with the exception of the first election year (2014), and in each odd numbered year, in the month of February, there shall be elected three (3) members of the Department to the Board of Directors, with the exception of the second year (2015). Each Board member shall serve for a term of two (2) years, with the exception of the first election year, and until their successors have been duly elected. (Sentence moved to end of paragraph.)~~

 ~~[a] In the first election year (2014), five (5) members shall be elected to the Board of Directors~~. The Board members ~~candidates~~ who received ~~ing~~ the three (3) highest number of votes, in the January 2014 election, shall serve ~~for~~ a term of (3) years. ~~and until their successors have been duly elected.~~ The two (2) members who received the fourth and fifth highest number of votes shall serve a term of two (2) years. Subsequent to the January 2014 election, each board member shall serve a term of two (2) years. Beginning March 2016, there shall be elected two (2) members to the Board. Beginning March 2017, there shall be elected three (3) members to the Board. Thereafter in each even numbered year two (2) directors will be elected and in each odd numbered year three (3) directors will be elected. (Sentence moved from above where noted.) No appointed Officers or paid personnel of the Department may serve as a member of the Board of Directors.

 ~~[b] In each odd numbered year, with the exception of the second year (2015), the candidates receiving the two (2) highest number of votes shall be elected. If neither of these two resides outside of Lake Kiowa, the third person elected will be the candidate who resides outside of Lake Kiowa receiving the most votes.~~

**4.02** ~~Section 2.~~ **DUTIES:** The Board acting as a unit with a quorum present as prescribed by these Bylaws, shall have all powers and duties necessary and reasonable in order to carry out the government ~~and operating~~ of the District, ~~Department. The Board may do all such acts and things~~ except as prohibited by law or ~~by~~ these bylaws ~~that may not be delegated to the Board~~.

**4.03** ~~Section 3.~~ **OTHER POWERS AND DUTIES**: Such powers and duties of the Board shall include, but shall not be limited to the following, all of which shall be done for and on behalf of the members of the District, ~~Department~~.

**4.03.1** ~~[a]~~ ENFORCEMENT: To administer and enforce the Bylaws ~~and SOPs~~ of the District ~~Department and supplements and amendments thereto~~.

**4.03.2** ~~[b]~~ FACILITY MAINTENANCE: To keep in good order, condition and repair the District ~~Department~~ facilities and all ~~items of personal~~ property owned by the District ~~Department and used by the members in the enjoyment of the Department Facilities~~.

**4.03.3** ~~[c]~~ INSURANCE: To obtain and maintain at all times, insurance issued by responsible insurance companies authorized to do business in the State of Texas, covering District ~~Department~~ facilities and equipment. (or such portion thereof as are insurable) insuring loss or damage against fire, other standard hazards, sprinkler leakage, debris removal, cost of demolition, vandalism, malicious mischief, windstorm and water damage. The District will ~~Department shall~~ not be responsible for procurement or maintenance of any insurance covering the liability of any member not caused by or connected with the District’s ~~Department’s~~ operation or maintenance of District ~~Department~~ facilities. Insurance coverage for items of personal property belonging to a member though situated from time to time in or upon District ~~Department~~ facilities, is the responsibility of each member.

**4.03.4** ~~[d]~~ **BUDGET:** To approve budget(s) for the District ~~Department~~ at least annually.

**4.03.5** ~~[e]~~ **CONTRACTURAL AGREEMENTS:** To enter into contracts within the scope of its duties and powers. However, no individual Board Member may enter into any agreement or contract, verbal or written, without the approval of the majority of the Board.

**4.03.6** ~~[f]~~ **FINANCIAL ACCOUNTS:** To establish ~~a bank~~ an account or accounts for the District ~~Department~~ which are required or may be deemed advisable by the Board.

**403.07** ~~[g]~~ **FINANCIAL PRACTICES:** To insure that the books and accounts for ~~of~~ the District ~~Department~~ shall be kept in accordance with Generally Accepted Accounting Principles (GAAP). The books and accounts shall be audited annually, by a Certified Public Accountant, and ~~complete~~ financial statements prepared. A copy of the audit report, kept in the District ~~Department~~ office, shall be made available for review upon request of any member as soon as it is received and approved by the Board. The audit report, or a summary of the report ~~thereof~~, will be posted ~~published~~ on the District ~~Department~~ website.

**403.08** ~~[h]~~ **ANNUAL MEETING:** ~~To~~ Provide at the annual meeting, a current balance sheet and statement of income and expenses.

**4.03.9** ~~[i]~~ **ADMINISTRATION:** To carry on the administration of the District ~~Department~~ and to do all those things necessary and reasonable in order to carry out the government and the operation of the District ~~Department~~.

**4.03.10** [j] **LOAN ACQUISITION:** To borrow money for the ~~purpose of~~ funding of projects or acquiring assets including ~~such as,~~ but not limited to, equipment or apparatus identified in a needs assessment provided by the District Fire Chief; when

 403.10.1 ~~i.~~ Such proposed borrowing calls for repayment terms as reflected in the District ~~Department’s~~ budget.

 403.10.2 ~~ii.~~ The Board has determined such borrowing is necessary. ~~, and~~

 403.10.3 ~~iii.~~ The borrowing has the approval of the majority of the ~~at least three (3)~~ Board ~~members~~.

**4.04** ~~Section 4~~. NO WAIVER OF RIGHTS: The omission or failure of the District Board ~~Department or any member~~ to enforce the ~~Covenants,~~ Bylaws~~, or Rules and Procedures~~ adopted pursuant thereto, shall not constitute or be deemed a waiver, modification or release thereof~~, and the Board of Directors shall have the right to enforce the same thereafter~~.

**4.05** ~~Section 5~~. VACANCIES: Vacancies created by ~~the~~ removal of a Director(s) by a vote of the membership, shall be filled by a special election to be held in accordance with the provisions of Article III - Section 3.03 ~~1 (b)~~. Vacancies in the Board, caused by any other reason, occurring ninety (90) or more days before the next regular election of Directors shall be filled within thirty (30) days by a vote of the ~~majority of the~~ remaining Directors, even though they may constitute less than a quorum. However, if the vacancies occur less than ninety (90) days before the next ~~regular~~ election of Directors, the Board may fill the vacancies if desired. Each director appointed by the Board shall serve until a successor is elected at the next regular election of Directors ~~held by the Membership~~.

**4.06** ~~Section 6~~. REMOVAL OF DIRECTORS: Conviction for a felony or Class A or B misdemeanor of any Board member will terminate that the Board member’s ~~his~~ term of office on the date of conviction. In conjunction with any special election duly called, any one or more Directors may be removed by a majority ~~vote~~ of the members voting ~~conducted~~ in accordance with Article III - Section 3.03 ~~1 (b)~~.

ARTICLE V

ELECTED OFFICERS OF THE BOARD OF DIRECTORS

**5.01** ~~Section 1.~~ DESIGNATION: The elected District officers of the Board ~~of the Department~~ shall be a President, a Vice President, a Secretary and a Treasurer, all of whom shall be elected by the Board. All officers of the Board shall hold office for one (1) year, and until their successors are elected and qualified and shall be members of the Board.

**5.02** ~~Section 2.~~ **ELECTION OF OFFICERS**: The officers of the Board shall be elected annually at ~~by~~ the organizational ~~Board at the first~~ meeting. This meeting will ~~, which shall~~ be held within ~~not later than~~ ten (10) days following the annual meeting ~~of the membership~~.

**5.03** ~~Section 3.~~ **REMOVAL OF OFFICERS**: Upon an affirmative vote of the ~~a~~ majority of the members of the Board, any officer of the Board may be removed, either with or without cause, and their ~~his~~ successor elected at any regular meeting of the Board, or at any special meeting of the Board called for that purpose.

**5.04** ~~Section 4.~~ **PRESIDENT**: It shall be the duty of the President to preside at all meetings of the ~~Department and of the~~ Board and to ~~. He shall~~ have all of the general powers and duties which are usually vested in the office of president of an organization, including, but not limited to, the power to appoint committees from among the membership ~~as he may in his discretion decide are appropriate and~~ to assist in the conduct of the affairs of the District ~~Department~~ as may be established by the Board. All committee appointments are subject to approval by the Board.

**5.05** ~~Section 5.~~ **VICE PRESIDENT**: The Vice President shall act and have all authority in the absence of the President, ~~in his absence,~~ and shall do such other ~~and further~~ things as the Board ~~Department~~ may direct.

**5.06** ~~Section 6.~~ **SECRETARY:** The Secretary shall keep all minutes of the meetings of the membership and of the Board; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the President of ~~or~~ the Board.

**5.07** ~~Section 7.~~ **TREASURER:** The Treasurer shall have overall responsibility for all funds and securities and the integrity of all financial and accounting records of the District ~~Department~~. The Treasurer shall see that no non-budgeted expenditures of one thousand dollars ($1,000.00) or more are made without specific approval of the Board. The Treasurer shall perform such other duties as are incident to the office or are properly required by the president or the Board. (Next Paragraph moved to GENERAL PROVISIONS)~~All checks, drafts, notes or other orders for payment of money shall be signed and countersigned by any two (two) officers of the Board or by any one (1) officer of the Board and the Fire Chief.~~

~~Section 8. VACANCIES: A vacancy in any office of the Board for any reason shall be filled by a majority vote of the Board for the unexpired term of office.~~

**ARTICLE VI**

**BOARD MEETINGS**

**6.01** ~~Section 1.~~ **ORGANIZATIONAL MEETING:** The first meeting of a newly elected Board must be held within ten (10) days following the Annual Meeting ~~announcement of the election results~~ at such place determined by the Board. ~~as shall be fixed by the Directors, providing a majority of the whole Board shall be present.~~

**6.02** ~~Section 2.~~ **REGULAR MEETINGS**: Regular meetings of the Board shall be held at least quarterly, and may be held at such time and place as shall be determined by a majority of the Directors. Notice of regular meetings of the Board shall be given to each Director prior to the day named for each ~~such~~ meeting. All regular meetings are open to the membership.

**6.03** ~~Section 3.~~ **SPECIAL MEETINGS**: Special meetings of the Board may be called by the President, or by a majority ~~three (3) members~~ of the Board. Reasonable ~~Adequate~~ effort must be made to contact all Board members to notify them of the special meeting. Unless emergency circumstances exist, Board members must be notified ~~at least~~ forty-eight (48) hours prior to any special meeting. All special meetings are open to the membership.

**6.04** ~~Section 4.~~ **EXECUTIVE SESSION:** The Board may adjourn from an open board meeting, whether it be a regular meeting or a special meeting, and reconvene in a closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, communications with District’s ~~Department~~ attorney, matters of ~~involving~~ invasion of privacy, and confidential matters wherein affected parties request privacy and the Board agrees. Following an Executive Session, any decisions must be summarized orally and placed in the minutes, in general terms, without breaching privacy, and privileged information. Any expenditures approved in executive session must be explained.

~~Section 5. MINUTES: Minutes shall be taken at all Board meetings.~~

**6.05** ~~Section 6.~~ **WAIVER OF NOTICE**: Before or at any meeting of the Board, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director(s) at any meeting of the Board shall be a waiver of notice by them ~~him~~ of the time and place thereof. If all Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

**6.06** ~~Section 7.~~ **QUORUM:** A majority of the ~~At least three (3)~~ Board ~~members~~ must be physically present to establish a quorum at any regular or special called meeting of the Board for the transaction of any business. The acts of the majority of the Directors present at a meeting at which a quorum is present shall be acts of the Board. The President may vote on all matters coming before the Board. If at any meeting of the Board there is less than a quorum present, those present shall note for the record that no meeting was held for lack of a quorum. When an emergency situation occurs regarding District ~~Department~~ assets, two or more ~~a majority of the~~ Directors ~~available~~ may take action to resolve the emergency condition(s), with ratification as soon as a quorum can be obtained.

**ARTICLE VII**

**FIRE DEPARTMENT**

(7.01-7.03 were originally from Article I)

**7.01** ~~Section 1.~~ **NAME**: The name of ~~this~~ the fire department shall be (incorporated) INDIAN CREEK VOLUNTEER FIRE DEPARTMENT (“Department”). For the purpose of patches, emblems, etc., the department may be referred to as Indian Creek VFD, Indian Creek FD, ICVFD or ICFD.

**7.02** ~~Section 2.~~ **PURPOSE**: The mission of the department shall be to preserve and protect the life, health and property of the ~~residents of the~~ Indian Creek Fire District from fire, disaster, and emergency incidents through education, training, prevention and preparation. The Department shall be committed to active participation within the district ~~community and~~ to effectively utilize all available resources in order to provide the highest level of service possible. The department shall strive to maintain operational readiness and response capabilities to meet the needs of the district ~~community~~. The department shall value the principles of honesty, integrity, respect, teamwork and professionalism ~~as these are the foundation upon which~~ to build an effective emergency services team.

**7.03** ~~Section 3.~~ **REGISTERED OFFICE**: The fire department shall have and continuously maintain in the State of Texas ~~is~~ a registered office, and a registered agent, whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. That registered agent will be the current President of the Board of Directors.

**ARTICLE VIII ~~VII~~**

**DISTRICT FIRE CHIEF ~~AND HIS DUTIES~~**

**8.01** ~~Section 1.~~ **QUALIFICATIONS**: At a minimum, the Fire Chief must be certified by the State Firefighters’ and Fire Marshals’ Association (SFFMA), and as an Emergency Care Attendant (ECA). ~~be SFFMA and ECA certified.~~ The Board may waive these requirements, for equivalent qualifications and/or experience.

**8.02** ~~Section 2.~~ **DESIGNATION:** The District ~~Board shall not appoint as~~ Fire Chief is elected by the First Responders (FR) and ratified by the Board. ~~any person that has not been recommended by the FRS Members. Upon refusal of~~ If the Board fails to ratify ~~appoint~~ the ~~Fire~~ Chief ~~recommended by the FRS Members~~, the office shall be declared vacant and another election shall be held at the next regular Department meeting. ~~The election result must be presented to the Board for approval.~~

**8.03** ~~Section 3.~~ **DUTIES:** The District Fire Chief is responsible to the Board of Directors through the President. The Chief’s primary ~~major~~ duty is to be the Department’s Commanding Officer in all matters of the management, administration, and operations relating to fires, emergency medical services (EMS), personnel, equipment, apparatus, and training. The Chief ~~He~~ shall insure ~~oversee~~ that equipment and apparatus are maintained in good order and repair, receive reports of the conditions from the responsible appointed officers, ~~and~~ present the reports to the Board at each regular meeting and all ~~He shall do~~ such ~~other and~~ further things that ~~as~~ the Board may direct. The Chief ~~He~~, or in the ~~his~~ absence of the Chief, the Assistant Chief, or a designated officer shall attend all meetings of the Board. The Chief shall submit to the Board a budget proposal by the first regular meeting in April.

**8.04** ~~Section 4.~~ **TERM:** The District Fire Chief will ~~shall~~ serve for a term of two (2) years.

**ARTICLE IX ~~VIII~~**

**PAID PERSONNEL AND ELECTED OFFICERS OF THE DEPARTMENT**

**9.01** ~~Section 1~~. **PAID PERSONNEL**: Paid personnel shall be responsible to the Board of Directors through the President. The ~~paid employee and his~~ selection, employment or dismissal of any paid personnel shall be at the discretion ~~of~~ and ~~subject to~~ approval of the Board.

**9.02** ~~Section 2.~~ **ELECTED OFFICERS:** The elected officers of the Department shall be the Assistant Chief, Captain(s), and the Lieutenant(s). The officers shall be elected by the First Responders ~~FRS Members~~.

**9.03** ~~[a]~~  **ASSISTANT CHIEF:** The Assistant Fire Chief shall assist the District Fire Chief in his/her duties and shall do such other and further things as the ~~Fire~~ Chief may direct. The Assistant Chief ~~He~~ shall act and have all authority of the ~~Fire~~ Chief in the Chief’s ~~his~~ absence.

**9.04** ~~[b]~~  **CAPTAIN:** The Captain(s) shall act and have in the absence ~~all authority~~ of the Assistant Chief, the duties of the Assistant Chief ~~in his absence,~~ and shall do such other and further things as directed by the Chief Officers ~~may direct~~.

**9.05** ~~[c]~~ **LIEUTENANT:** The Lieutenant(s) shall assist the Chief Officers and Captain(s) in their duties, and shall do such other and further things as they may direct. This office may remain vacant at the District ~~Fire~~ Chief’s discretion.

**9.06** ~~Section 3.~~ **TERM**: Elected officers will serve for a term of two (2) years.

~~Section 2. BUDGET: The Fire Chief shall submit to the board a budget proposal by the first regular meeting in October. The Board of Directors will present the budget to the membership at the first regular meeting in December to take effect on the first of January of the following year.~~

**ARTICLE X**

**INSURANCE PROTECTION**

**10.00** It shall be the obligation of the District ~~Department~~ to indemnify any officer, director, first responder and/or support member of the Department if such person is sued for an act, or failure to act performed in good faith in connection with the Department. This shall apply to the Officers, Directors, First Responders, and Support ~~and FRS~~ Members individually and collectively. The District ~~Department~~ is authorized to purchase insurance against this hazard, but the indemnification required is not limited to the extent of the insurance purchased. ~~Any FRS Member under the age of 21 or 65 or over will not be allowed to drive any Department apparatus. A fire-fighter may not become an Officer and/or Engineer until he reaches the age of 21 years.~~

**ARTICLE XI**

**DISCLAIMER**

**11.00** It is the purpose of these ~~Constitution and~~ Bylaws to provide an orderly means for this District ~~Department~~ to conduct its business. Should any Bylaw be unlawful or in conflict with State and/or Federal laws, that portion shall be deemed invalid. The remaining Articles and Sections shall remain in full force.

**ARTICLE XII ~~V~~**

**AMENDMENTS**

**12.01** ~~Section 1.~~ Beginning on the first anniversary of the District ~~Department~~, these Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the affirmative vote of the majority ~~two hundred (200) of the members~~ of the Indian Creek Fire District ~~Department~~ members voting.

**12.02** ~~Section 2.~~ Written notice of proposals intended to alter, amend or repeal or enact new Bylaws shall be given to the members at least fifteen (15) days prior to any meetings scheduled to discuss the proposed changes with interested members. Such notice shall state the substance of the proposed change, alteration or amendment (or state ~~same~~ verbatim) and shall state the proponent’s reason therefore. The notice shall be placed on the District ~~Department~~ website and may, at the discretion of the Board be the subject ~~of a special~~ notice distributed to ~~the~~ each member ~~by electronic mail (“~~e-mail~~”)~~ or regular mail.

**12.03** ~~Section 3.~~ Any such proposal by an individual member shall be submitted in writing and must be supported by the Board to be submitted to the membership for a vote within ninety (90) to one hundred twenty (120) days of receipt by the Board. If the Board does not support the proposed change(s) the proposal must be endorsed by written petition, by at least fifty (50) ~~two hundred (200)~~ members, in order to be presented to the membership for a vote during the next annual election. Reference ~~See~~ Article III, 3.02 & 3.03~~, Section 1, [a] and [b]~~.

**12.04** ~~Section 4.~~ No provisions of these Bylaws may condition, diminish or alter the vested property and contract rights and obligations of any owner, without their ~~his~~ express consent in writing, or otherwise as may be provided by the laws of the State of Texas.

**12.05** ~~Section 5.~~ The Board shall have the authority to make changes ~~typographical corrections~~ to the Bylaws to correct administrative errors and when required to comply with State and Federal laws. Any Bylaw changes made under this provision shall be reported to the membership as soon as possible via print or electronic means. ~~and to assure continuity. All substantive changes shall be approved by membership.~~

~~ARTICLE XV~~

~~SOPs~~

~~SOPs approved by the FRS Members shall be followed.~~

**ARTICLE XIII ~~XVI~~**

**DISSOLUTION ~~DEDICATION AND DISTRIBUTION OF ASSETS~~**

**13.00** In the event of ~~Upon the discontinuance of the Department by~~ dissolution of the Indian Creek Volunteer Fire Department, the Board of Directors will follow all procedures as required by Texas State Law and after paying and making for provisions for the payment of all liabilities, distribute the ~~or otherwise, all~~ assets of the Department ~~remaining after payment of the indebtedness of the Department shall be distributed as follows: Property held by the Department on a condition requiring return, transfer, or conveyance because of winding up or termination shall be returned in accordance with that requirement, and the remaining property shall be entrusted~~ over to the Cooke County (Texas) Commissioners’ Court ~~to be distributed to one or more recognized fire departments in Cooke County unless the certificate of formation provides otherwise~~.

**ARTICLE XIV**

**GENERAL PROVISIONS**

~~ARTICLE IX~~

~~FINANCES~~

**14.01** ~~Section 1.~~ ~~FISCAL YEAR: The Fiscal Year of~~ The District’s ~~Department~~ fiscal year shall be from ~~begin on~~ July 1st to ~~and end on~~ June 30th of each year. The Board of Directors will present the Budget to the membership at the first regular meeting in June to take effect on the first day of July. (Originally revised Section 1 by vote - March 2014)

~~ARTICLE XIII~~

~~EXECUTION OF DOCUMENTS~~

**14.02** The persons ~~who shall be~~ authorized to execute any and all contracts, documents, instruments, conveyances, or encumbrances, including promissory notes, shall be two (2) one of each of the President or Vice President and the Secretary or Treasurer of the District ~~Department~~.

**14.03**All checks, drafts, notes or other orders for payment of money shall be signed and countersigned by any two (two) officers of the Board or by any one (1) officer of the Board and by either the District Fire Chief or the Assistant Fire Chief.

~~ARTICLE XVII~~

~~STATEMENT OF NON-DISCRIMINATION POLICY~~

**14.04** The Indian Creek Fire District does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), or disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. ~~Any person wishing to become a member of this Department will not be discriminated against because of race, color, creed, sex, or marital status.~~

~~ARTICLE XII~~

~~RULE OF ORDER~~

**14.05** Robert’s Rules of Order Newly Revised shall be used as a reference for all matters of procedure not specifically covered in these Bylaws or other policy and procedures adopted by the District. ~~apply for all meetings. The President shall enforce the use of these rules.~~

By our signatures hereto, the undersigned, being all of the Directors of the District ~~Department~~, hereby do agree to the revised ~~adopt the foregoing~~ Bylaws of the District. ~~Department, effective the 22~~~~nd~~ ~~Day of October, 2012, ratified and approved by this Board on the 15~~~~th~~ ~~Day of October, 2012.~~