

Constitution
of the
ROCHESTER FIREFIGHTERS'
BENEVOLENT ASSOCIATION
of the
City of Rochester, New York

Revised January 1, 2013

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Revised Effective January 1, 2013
As Amended Through January 1, 2013

ARTICLE I

NAME OF THE ORGANIZATION

This organization shall be known as the Rochester Firefighters' Benevolent Association (RFBA). For purposes of brevity, this constitution will refer to the organization as "the association."

ARTICLE II

OBJECTS OF THE ASSOCIATION

The objects of this association shall be to unite for the purpose of:

- (a)** Overseeing the administration of the Rochester Firefighters' Benevolent Association Death Benefit Plan Trust Fund so as to ensure that the fund will pay death benefits as defined in the Death Benefit Plan to beneficiaries of all current and future members.
- (b)** Providing for the mutual benefit and protection of its members.
- (c)** Promoting the social and intellectual welfare of its members.

ARTICLE III

MEMBERSHIP

The association shall be composed of its present members and other persons who shall hereafter be elected to membership from among duly constituted and active uniformed firefighters appointed to the Fire Department of the City of Rochester, New York (the Fire Department).

ARTICLE IV

GOVERNMENT AND ADMINISTRATION

Section 4.1: Supreme Power Vested in Membership. The supreme legislative and administrative power of this association is vested in the members, assembled at a meeting duly and regularly called, as provided in this constitution.

Section 4.2: Board of Trustees. The association shall have a board of trustees that shall consist of five officers and ten trustees, to wit: One President, one Vice President, one Secretary, one Treasurer, one Assistant Treasurer, one active member from the rank of Chief, one active member from the rank of Captain, one active member from the rank of Lieutenant, four active members from the rank of Firefighter, and three retired members. The board of trustees shall manage the affairs of and have general supervision over the association and shall have such specific powers and duties as are set forth in Article VI. The manner of election and term of office of the trustees are further described in Article VII of this constitution.

Section 4.3: Officers. The association shall have officers as provided in Article V who shall attend to the day-to-day business of the association under the supervision of the board of trustees. Individual officers shall have such duties and authorities as are set forth in Article V. The manner of election and term of office of the officers are further described in Article VII of this constitution.

ARTICLE V

OFFICERS

Section 5.1: In General. The officers of this association shall consist of the following, in order of succession: President, Vice President, Secretary, Treasurer and Assistant Treasurer. In order that the board of trustees may be kept advised at all times of the association's affairs, each such officer shall be a member of the board of trustees and shall be entitled to a voice and vote at any meeting of the board of trustees, except on any issue where there is a conflict of interest.

Section 5.2: President.

(a) Administrative Duties. The President shall:

- 1) Preside at all meetings of the association;
- 2) See to it that all meetings are properly called by the Secretary;
- 3) Open and conduct such meetings and see to the execution of all resolutions;
- 4) Sign all orders and enforce the constitution and decisions of the board of trustees;
- 5) Perform such other duties as may be authorized by the association; and
- 6) Appoint the tellers at each election, neither of which teller shall be an officer or candidate for office.

(b) Assisting Families of Deceased Members. The President or next officer in order of succession shall contact the named beneficiary under the Death Benefit Plan as soon as possible on being notified of the death of a member and advise said beneficiary of the benefits and services available.

(c) Committee Assignments. The President shall act as an Ex-Officio of all committees and vote in committee meetings in case of a tie vote. The President shall appoint the members of all standing and special committees and designate their chairman, with consideration for their willingness to serve on the committee. A committee chairman shall be a member of the board of trustees and the board of trustees shall approve all committee assignments.

Section 5.3: Vice President. The Vice President shall preside at all meetings when the President is not present and also when business pertaining to the individual who is President is before the association. In the event that the President becomes incapacitated, resigns from office, or is for any other reason unable to perform his duties, the Vice President is authorized and empowered to temporarily assume the office of the President. The Vice President shall also do all that is necessary to assist and aid the President.

Section 5.4: Secretary.

(a) Administrative Duties. The Secretary shall:

- 1) Take and keep the minutes of all meetings of the association, keep an accurate register and roll of all members, read all communications, reports, bills, etc. to the association, and conduct all correspondence;

- 2) Certify the accuracy of the minutes of all meetings of the board of trustees and all meetings of the members of the association including, without limitation, the names of individuals elected to the board of trustees;
 - 3) Carefully preserve all books, records, papers and other articles and also keep a record of all property of the association entrusted to the Secretary;
 - 4) Issue the call to all meetings of the association and perform such other and further duties as may be authorized by the association;
 - 5) If unable to attend any meeting, cause the necessary books, records and papers to be conveyed thereto; otherwise, the Secretary shall not lend any books, records, papers or documents belonging to the association to any person without express permission from the board of trustees.
- (b) Furnishing Supplies.** The Secretary shall furnish and provide, at the expense of the association, all books, records, papers, stationery, etc. that may be required by the various officers in the performance of their respective duties.

Section 5.5: Treasurer.

Administrative Duties. The Treasurer shall:

- (a)** Receive and collect all monies and dues paid by members of the association and give receipts therefor;
- (b)** Collect and hold all monies for the association and keep an accurate record and account thereof and deposit the same in such depository or depositories as the board of trustees may from time to time designate and authorize;
- (c)** Keep a true and accurate record and account of the standing of each member;
- (d)** Pay all debts, bills and claims against the association upon proper authorization thereof;
- (e)** Present the books and records of the association for inspection or audit at any time upon request of the board of trustees;
- (f)** Report monthly to the association the receipts and disbursements and render a report annually at the regular January meeting after the accounts have been properly audited; and

Perform such other and further duties as authorized by the association or the board of trustees.

Section 5.6: Assistant Treasurer.

(a) **Administrative Duties.** The Assistant Treasurer shall:

- 1) Assist the Treasurer and perform the duties of the Treasurer in the Treasurer's absence.
- 2) Perform such other and further duties as authorized by the association or the board of trustees.

(b) **Events Fund.** The Assistant Treasurer shall operate the Events Fund under the supervision of the Treasurer. The Events Fund will be used for the social activities of the association, such as the Annual Firefighters' Ball. The Events Fund will cover any future programs for the association as authorized by the board of trustees.

Section 5.7: Reports by Officers, Return of Records etc. All officers shall make reports at the regular board and membership meetings. All books, papers, records, monies, documents, stationery, etc. belonging to the association shall be turned over by the officers to their successors when their terms of office expire.

Section 5.8: Salaries of Officers. The board of trustees shall determine the salaries of officers as needed. Any change in the officers' salaries shall follow procedures set forth in Article 15.5 of this constitution.

ARTICLE VI

BOARD OF TRUSTEES

Section 6.1: Authority of the Board of Trustees.

(a) **In General.** The administration and supervision of the affairs of the association are vested in the board of trustees, subject to matters specifically reserved to the members under this constitution.

(b) **Action by the Board of Trustees.** Any action taken by the board of trustees shall be taken by resolution approved by the majority of board members present at a meeting duly held at a time and place provided for in this constitution at which a quorum of board members is present. All such resolutions shall be recorded by the Secretary or, if the Secretary is not present at the meeting, by a member of the board of trustees designated by the highest-ranking officer of the association present at the meeting.

(c) **Deemed Ratification by Members.** Each member of the association, by continuing his or her membership, agrees that action taken by the board of trustees in accordance with this section of this constitution and within the scope

of authority of the board of trustees shall be deemed to be action taken by the entire association. Accordingly, each such member agrees that he or she shall be deemed to have approved and ratified such action. Notwithstanding the foregoing, no member shall be deemed to have approved any action taken by the board of trustees that creates a debt or other obligation of the association or any member unless such action by the board of trustees is specifically authorized in this constitution

Section 6.2: Duties of the Board of Trustees. The board of trustees shall:

- (a) Supervise the business of the association, regulate the conduct of the association, and enforce the rules and policies of the association;
- (b) Adopt and amend, as needed, such resolutions, procedures, rules and policies which are consistent with this constitution and are believed by the board of trustees to be helpful in the management of the association;
- (c) Oversee the operation of the association's Death Benefit Plan and perform such duties as may be necessary or useful in the operation of such Plan and are consistent with the governing documents of such Plan;
- (d) Oversee the operation of the association's Events Fund and perform such duties as may be necessary or useful in the operation of the Events Fund;
- (e) Fix the amount of dues to be charged members and the amount of application fee to be charged individuals seeking membership in the association;
- (f) Approve an auditor who shall audit all accounts and examine the books, financial records and vouchers of the association, and shall prepare a statement of the receipts and disbursements and debts due to or from the association and report the same to the board of trustees at least once every year in the month of January;
- (g) When any officer of this association is about to relinquish or complete a term of office, have said officer's books, records and accounts properly audited before the same are turned over and surrendered to said officer's successor;
- (h) Render a report of its activities at the regular meetings of members of the association; and
- (i) Determine and fix the salaries of officers, in accordance with Articles 5.8, 6.3, and 15.5 of this constitution and perform such other duties as are set forth in the constitution or as may be directed by the members of the association.

Section 6.3: Procedures. The board of trustees may, as needed, enact and amend procedures governing any aspect of the association, provided such procedures do not conflict with this constitution. Procedures shall be in writing, approved by a majority of

the board of trustees at a meeting for which notice was given to each trustee that procedures would be voted on at the meeting, and notice of any procedures approved by the board of trustees shall be given as soon as practicable to the members.

ARTICLE VII

ELECTION OF OFFICERS AND TRUSTEES

Section 7.1: Appointment of Nominating Committee. For the election of officers and trustees, a nominating committee shall be appointed by the President along with the approval of the board of trustees at the September meeting.

Section 7.2: Nomination of Candidates. It shall be the duty of the nominating committee immediately after its appointment to prepare a list of candidates for the various board positions to be filled at the regular meeting of the association in December of each year, said list of candidates to be presented by said committee to the members of the association at the regular meeting in November of each year. The nomination from the floor of additional candidates for any board position shall be permitted at the regular meeting in November. Each candidate shall be a member of the association in good standing, active or retired.

Section 7.3: Acceptance of Nominations. Nominees shall accept or decline in writing within five days after proper notification by the Secretary.

Section 7.4: Election of Officers, Term of Office.

(a) In General. Officers shall be elected by a vote of members during the regular December meeting. Officers shall be elected for staggered three-year terms, as set forth in this section:

- 1) The President and Secretary shall be elected at the December 2014 meeting and at the meetings held every third December thereafter (e.g. 2017, 2020, etc.).
- 2) The Vice President and Assistant Treasurer shall be elected at the December 2012 meeting and at the meetings held every third December thereafter (e.g. 2015, 2018, etc.).
- 3) The Treasurer shall be elected at the December 2013 meeting and at the meetings held every third December thereafter (e.g. 2016, 2019, etc.).

(b) Automatic Election to the Board of Trustees. The election of a member of the association as an officer shall automatically result in such member being elected to the board of trustees for the same term.

(c) Term of Newly-elected Officers. Installations of the newly elected officers shall take place at the regular meeting in January following their election, at which time

their respective terms of office shall begin. They shall enter upon their duties immediately and shall hold office until their successors are duly elected and installed.

Section 7.5: Election of Trustees; Term of Office. Trustees shall be elected by a vote of members during the regular December meeting. Trustees shall be elected for staggered three-year terms as set forth in this Section:

- (a) The Chiefs' Representative and Lieutenants' Representative shall be elected at the December 2014 meeting and at the meetings held every third December thereafter (e.g. 2017, 2020, etc.).
- (b) The Captains' Representative and Firefighters' Representatives shall be elected at the December 2012 meeting and at the meetings held every third December thereafter (e.g. 2015, 2018, etc.).
- (c) The Retirees' Representatives shall be elected at the December 2013 meeting and at the meetings held every third December thereafter (e.g. 2016, 2019, etc.).

Section 7.6: Resignation of Officers, Trustees, and Members. Resignation of any officer, trustee, or member of the association must be in writing and may be acted upon at the regular meeting at which it is presented.

Section 7.7: Suspension or Removal of Members of the Board of Trustees. Any member of the board of trustees may be suspended or removed for just cause. For purposes of this section, "just cause" shall mean conduct detrimental to the interests of the association, lack of sympathy with the association's objectives and purposes, refusal to render reasonable assistance in carrying out the association's purposes, or failure to attend three consecutive meetings of the board of trustees during the board member's elected term without a satisfactory excuse that is approved by the board of trustees. The recommendation for suspension or removal of a member of the board of trustees shall be established by a vote of the board of trustees at a meeting of the board of trustees at which a quorum of trustees is present. The board member who is to be recommended for suspension or removal shall be given a written notice of the pending vote and the reason(s) for the recommended suspension or removal at least ten days in advance of the meeting at which the vote is taken. In the event that a board member is recommended for suspension or removal by the board of trustees in accordance with this section, the board member may request that the matter be brought before the association's membership for final disposition. The membership shall then vote on the suspension or removal of the board member at the next meeting of the membership.

Section 7.8: Replacement of Officers and Trustees.

- (a) **Officers.** In the event of death, resignation or removal of any officer of the association, the President or Vice President shall immediately call a special meeting of the board of trustees, at which the sole business shall be to nominate

candidates for the vacant office and hold a special election by the members thereafter.

- (b) **Trustees.** In the event of a vacancy in the board of trustees other than an officer, the board of trustees shall fill the vacant trustee position by appointment for the unexpired term.

Section 7.9: Election Process.

- (a) **Ballots.** Elections shall be by means of secret ballots. Incumbents shall be placed first on the ballot. Nominees shall be placed on the ballot in the order that they are nominated. There shall be no write-in candidates. Ballots shall be presented to the members of the association at such place or places and at such times as may be designated by the board of trustees. Ballots shall be collected and counted in such manner as shall be determined by the President, with the approval of the board of trustees, and shall ensure the fairness and confidentiality of the election process. Members in good standing, active or retired, may vote.
- (b) **Tellers.** The President shall appoint, with the approval of the board of trustees, one or more individuals, who shall not be candidates for election as officers or trustees, to act as tellers for each election.

ARTICLE VIII

MEMBERS

Section 8.1: Classes of Membership. There shall be two classes of membership to be known as follows:

- (a) Active Membership.
- (b) Retired Membership.

Section 8.2: Active Members. Uniformed firefighters who are members in good standing of the Fire Department and are members in this association shall be known and referred to as active members.

Section 8.3: Retired Members. Members whose employment with the Fire Department has terminated by reason of retirement on account of age or disability, who served the Fire Department for at least ten years and who continue to be members in good standing in this association shall be known and referred to as retired members.

Section 8.4: Admission of New Members. Any person appointed as a regular uniformed firefighter in the Fire Department shall, upon being assigned to duty by the Fire Chief, be notified by the President of the existence of this association. Then, upon

application for membership, payment of the current application fee, and approval of the board of trustees, said firefighter shall be declared a member of this association. If the candidate for membership does not apply for membership and sign the membership application within one year after receiving the aforesaid notification by an officer of this association, the candidate shall be eligible for active membership thereafter, by approval of the board, and by paying dues retroactive to the date of appointment, and shall receive a written notice from the association to that effect.

Section 8.5: Interruption for Military Service. Any member in good standing in this association who enters the military of the United States government shall have dues waived during their terms of active service. Any member, who, while in the military service, suffers any service-related injury or disability that precludes returning to active service in the Fire Department, may retain their membership by paying dues applicable to members who have completed 25 years in the association. Said member shall be considered retired and the ten years of service requirement (or any other period of service requirement) shall be waived. In the event that a member shall die while in military service, a Death Benefit shall be paid to the extent provided in the Death Benefit Plan.

Section 8.6: Readmission of Former Member. Any member whose employment with the Fire Department terminates for any cause other than being found guilty of a felony and who has not retained membership in this association may be reinstated within one year from the date of termination provided the member has been restored as a full time uniformed firefighter in the Fire Department. Such member may, upon written application to the President, be reinstated only upon payment of all dues from the month membership ceased to the date of reinstatement, and upon the approval of the board of trustees.

Section 8.7: Expulsion for Dishonorable Conduct. The association shall have the power at all times to expel any member for violation of the constitution or for any dishonorable conduct. A majority vote of the board of trustees cast by ballot shall be necessary for such expulsion. The accused member shall be entitled to, and shall receive a copy of such charges as may be preferred at least thirty days in advance of any meeting to be held for consideration of same. All said charges shall be certified to in writing by at least ten members in good standing in the association. The accused member shall have the right to a hearing before a quorum of the board of trustees, held at a reasonable time and place, at which the member shall be advised of all evidence in support of the charges against him and shall be given an opportunity to defend himself against the charges. An accused member who fails to attend such a hearing after receiving written notice of it shall be deemed to have waived his right to a hearing.

Section 8.8: Privileges of Members. All members are entitled to a full share in the fellowship and benefits of this association, except as otherwise restricted in this constitution, and to the services of its officials, as well as to the sympathy and support of its members.

ARTICLE IX

DUES

Section 9.1: Active and Retired Members under 25 Years. Each active member and each retired member having a membership of less than twenty-five years shall have dues of five dollars per month paid to the Treasurer by payroll deduction from such member's first paycheck in each calendar month. Retired members shall pay dues directly to the Treasurer.

Section 9.2: Active and Retired Members over 25 Years. Each active member and each retired member having a membership of twenty-five years or more shall pay dues of two dollars per month to the Treasurer by payroll deduction from such member's first paycheck in each calendar month. If the member's 25th anniversary of membership shall occur prior to June 30th of any calendar year, the member shall have the benefit of reduced dues pursuant to this section as of July 1st in that year; otherwise such benefits shall commence on January 1st in the following year. Retired members shall pay dues directly to the Treasurer.

Section 9.3: Nonpayment of Dues; Termination. Any member of this association whose dues, for any cause whatsoever, are in arrears one year or more shall be suspended from all benefits of the association. Thereafter, the board of trustees may, in its discretion, which shall be exercised in a uniform and nondiscriminatory manner, terminate the membership of such member if the board of trustees finds that (1) the member has refused to pay all dues in arrears following a request by the board of trustees that the member do so, and (2) the member's failure to pay such dues in arrears is deliberate and not the result of the member's inability to do so or the member's incapacity, the board of trustees shall terminate the membership of such member by sending the member a written notice to that effect.

Section 9.4: Board of Trustees May Change Dues. The board of trustees of the association is authorized to increase or decrease the dues paid by any class of members provided that any increase in dues shall not be effective until at least 60 days after the increase is announced to the members.

ARTICLE X

MEETINGS

Section 10.1: Meetings of Members of the Association.

- (a) **Regular Meetings of Members.** A regular membership meeting shall be held during the months of January, March, April, May, September, November, and December. The board of trustees shall determine the precise date, time and place of each meeting and shall give notice of such date, time and place to the

members at least five days in advance of the meeting. All such meetings shall be held at reasonable times and places within the City of Rochester.

- (b) **Special Meetings of Members.** Members of the association may call a special meeting through a petition signed by ten percent of the association's membership. The signed petition shall be given to the President of the association.
- (c) **Quorum.** At any meeting, twenty members in good standing shall constitute a quorum, provided that there is a quorum of the board of trustees in attendance. Members of the board of trustees will not count toward the quorum of twenty members in good standing.
- (d) **Presiding Officer.** The President shall preside at meetings of members or, in his absence, the Vice President shall preside. In the event of the absence or disability of both the President and Vice President at any meeting, the succession order as outlined in Article V shall be used. If the officers are not available, the trustees shall select a trustee to act as a temporary President for that meeting only.
- (e) **Action Taken at Meetings.** Robert's Rules of Order shall be used to guide meeting procedures. The action of the members upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present, except as otherwise specifically provided for in this constitution. All matters shall be voted upon by yeas and nays unless a ballot is required or called for.
- (f) **Notice of Meetings.** Notice of meetings may be given to members by personal delivery, first class mail, inclusion in an association publication, by posting at appropriate locations, or by such other means as the board of trustees determines to be reasonably effective in reaching the members. Notice may be given of more than one meeting at a time, for example, by publication of a schedule of meetings.

Section 10.2: Order of Business at Meetings. The following order of business shall govern meetings of this association:

1. Roll call and reading of minutes of last meeting
2. Proposal of candidates
3. Installation of officers, nominations and elections
4. Deaths since previous meeting
5. Communications and bills
6. Reports of officers
7. Reports of committees
8. Unfinished business, active members
9. New business, active members

10. Unfinished business, retired members
11. New business, retired members
12. Good and welfare
13. Adjournment

This order of business may be changed by a vote of a majority of the members present at the meeting.

Section 10.3: Participation in Meetings by Members.

- (a) **Right to Participate.** Every member in good standing in the association may take an active part in the discussion at the meeting and shall be entitled to voice and vote thereat on all matters pertaining in any way to the funds or business of this association as may be specified in the constitution.
- (b) **Duty to Participate.** It is the duty of all members to take an active part in all functions and undertakings of the association to the end that the objects and purposes of this association may be attained or realized as fully as possible.

Section 10.4: Meetings of the Board of Trustees.

- (a) **Regular Meetings.** A regular meeting of the board of trustees shall be held during the months of January, March, April, May, September, November, and December. The Board of Trustees shall determine the precise date, time and place of each meeting and shall give notice of such date, time and place to the trustees at least five (5) days in advance. All such meetings shall be held at reasonable times and places within the City of Rochester.
- (b) **Additional Meetings.** Additional meetings of the board of trustees may be called at the request of the President of the association.
- (c) **Quorum.** A majority of the members currently on the board of trustees shall constitute a quorum.
- (d) **Presiding Officer.** The President shall preside at meetings of the board of trustees or, in his absence, the Vice President shall preside. In the event of the absence or disability of both the President and Vice President at any meeting, the succession order as outlined in Article V shall be used. If the officers are not available, the trustees shall select a trustee to act as a temporary President for that meeting only.
- (e) **Notice of Meetings.** Notice of meetings may be given to trustees by personal delivery, first class mail, inclusion in an Association publication, by posting at appropriate locations, or by such other means as the board of trustees determines to be reasonably effective in reaching the Trustees. Notice may be given of more than one meeting at a time, for example, by publication of a schedule of meetings.

Section 10.5: Attendance by Members of the Board of Trustees. Regular attendance at meetings is required of any member of the board of trustees. The board of trustees may remove any member of the board of trustees who shall fail to attend three consecutive meetings of the board of trustees without a satisfactory excuse that is approved by the board of trustees.

ARTICLE XI

ASSISTANCE TO FAMILIES OF DECEASED MEMBERS

Section 11.1: Death Benefit Plan. The association shall maintain the Rochester Firefighters Benevolent Association Death Benefit Plan, which shall constitute an “employee welfare benefit plan” within the meaning of the Employee Retirement Income Security Act of 1974 and shall provide for the payment of predetermined death benefits to the designated beneficiaries of persons who die while continuing as members of the association.

ARTICLE XII

DEATH BENEFIT PLAN TRUST FUND

Section 12.1: Trust Fund to Pay Death Benefit; Contributions. The association has heretofore established the Rochester Firefighters Benevolent Association Trust Fund. The sole purpose of this trust fund is to provide death benefits to beneficiaries of members of the association pursuant to the Rochester Firefighters Benevolent Association Death Benefit Plan. The board of trustees may transfer and assign to said trust fund such other part or parts of the funds or investments of the association as its board of trustees may determine to be necessary for the fulfillment of the purpose of the death benefit plan.

Section 12.2: Authority of the Board of Trustees. The board of trustees shall have full power and authority to execute a trust agreement with the trustee of the trust fund, to amend such agreement from time to time, to change the trustee, and to take such other action with respect to the trust fund as may be necessary or appropriate for the operation of the death benefit plan and is consistent with the documents governing the plan.

ARTICLE XIII

BANK ACCOUNTS

Section 13.1: Establishment of Bank Accounts. The association shall maintain one or more savings accounts and checking accounts in which shall be deposited all dues

from members and also any other funds of the association that the board of trustees may deem necessary.

Section 13.2: Payments from Bank Accounts. There shall be paid and disbursed out of the association bank accounts the following: Salaries of officers, auditing expenses, insurance and bond premiums, expenses, expenses for stationery and supplies, expenses for association activities, and all other ordinary and necessary expenses connected with the administration of the association. The Treasurer shall make any decision subject to the approval of the board of trustee's decision as to whether it is proper to pay any proposed expense item from this account.

Section 13.3: Authority to Sign Checks and Other Instruments. No check, note, draft or demand of any kind of the association shall be honored or paid by any bank or depository of funds of this association unless the same is signed by any two paid officers of the association. The Secretary shall ensure that any bank in which association funds are deposited has an up to date list of officers and sample signatures.

ARTICLE XIV

AMENDMENT OF CONSTITUTION

Section 14.1: Amendment of Constitution. This constitution may be altered or amended by a majority of the votes cast by the members in good standing of the entire association. The Secretary shall send a copy of the proposed amendment to the members together with information describing when and how the vote will be taken. The board of trustees shall designate at least three members of the association as tellers to count votes. Votes shall be taken by written ballots or by a method approved by the board of trustees. Votes shall then turned over to the members designated as tellers to count the votes. An amendment of this constitution shall be adopted if affirmative votes are received from members constituting a majority of the votes cast by members in good standing within 30 days following the date on which the proposed amendment was sent to the members. The Secretary shall advise the members of the outcome of any vote of a proposed amendment.

Section 14.2: Effective Date. This amended and restated constitution shall take effect on January 1, 2013 and shall supersede and take the place of the Constitution of the Rochester Firefighters' Benevolent Association that was in force prior to the adoption hereof.

ARTICLE XV

MISCELLANEOUS

Section 15.1: Authority to Sign Receipts for Dues Payments. No receipts for the payment of dues or other monies shall be binding upon the association except upon its

official receipt duly signed by the Treasurer, Assistant Treasurer or designated assistants.

Section 15.2: Association Intended to Remain Tax-Exempt. The association has heretofore received a determination from the United States Internal Revenue Service that the association is a tax-exempt organization. It is intended that the association remain a tax-exempt organization and, accordingly, this constitution shall be construed in a manner consistent with the association’s tax-exempt status.

Section 15.3: Separability. If any provision of this constitution is held to be unlawful or contrary to the association’s status as a tax-exempt organization, such section shall be deemed to have been deleted and the remainder of this constitution shall remain in full force and effect.

Section 15.4: Applicable Law. The association is an unincorporated association. However, this constitution shall be construed by analogy to the New York Not-for-Profit Corporation Law to the extent such law is not inconsistent with this constitution.

Section 15.5: Salaries of Officers. The board of trustees is authorized to determine salaries for the President, Vice President, Secretary, Treasurer, and Assistant Treasurer. Any change in the officers’ salaries shall be approved by the board of trustees in the form of a motion adopted by the board of trustees in accordance with Section 6.3 of this constitution. Any changes in officers’ salaries shall be listed in the meeting minutes of the board of trustees and shall be published to the members of the association as soon as reasonably practicable after the board of trustees approves the salaries. Effective January 1, 2007, and continuing thereafter until changed, the annual salary of each said officer shall be as follows:

President.....	\$5,000.00
Vice President.....	\$3,500.00
Secretary.....	\$3,500.00
Treasurer.....	\$5,000.00
Assistant Treasurer.....	\$3,500.00