

ARTICLES OF INCORPORATION FOR GRANBURY VOLUNTEER FIRE DEPARTMENT

ARTICLE I

1.0 TITLE AND INTENT

1.1 This Organization shall be known as the Granbury Volunteer Fire Department, Inc. (GVFD).

1.2 The intent of the Granbury Volunteer Fire Department is to perpetually respond to Fire and Rescue emergencies within the City of Granbury, ETJ of Granbury and Mutual Aid requests in order to protect lives and property. It is also our assumed responsibility to assist our citizens and neighbors in any philanthropic activities, fund raising and preserve the environment through approved contracts with the City of Granbury, Hood County and any other entity that would make a request.

ARTICLE II

2.0 BOARD OF DIRECTORS

2.1 The Authority and Function of the Board of Directors:

1. Counsel and advise the membership on relevant affairs, business, new laws, the By-Laws, the Articles of Incorporation and the SOP/SOG.
2. Advise and give recommendations on interaction with the citizens and politics.
3. Adopt and maintain Board Policies of the corporation, and ensure quality board training.
4. Assist and review the annual fire budget for submission to the City of Granbury and hold and be responsible for the Subsidy from Hood County.
5. Ensure compliance with the IRS, Texas state laws and regulations for Granbury Inc. as a Non Profit 501 (c) 3 Organization.
6. Develop, review and recommend "Overall Goals and Objectives" of the department; provide assistance in developing the resources to carry them out.
7. Review, write and recommend written legal contracts on behalf of the corporation to the GVFD membership
8. Review and propose changes in the Articles of Incorporation and By-Laws, contracts or SOP/SOG to the membership for adoption.
9. Select legal counsel for the corporation.
10. Authorize and appoint committees.
11. Acquire funding through grants, donations, fundraising and sell of surplus equipment/tools.

2.2 Board of Director Seats to Be Filled: After elected to the board, the members elected to the board will vote for and fill the following positions. President, Vice President, Secretary and Treasurer.

1. Seat 1 – Elected Bi-Annually Elected on odd year
2. Seat 2 – Elected Bi-Annually Elected on even year
3. Seat 3 – Elected Bi-Annually Elected on odd year
4. Seat 4 – Elected Bi-Annually Elected on even year
5. Trustee 1 – Hood County Citizen Elected on odd year
6. Trustee 2 – Hood County Citizen Elected on even year
7. Trustee 3 – Hood County Citizen Elected on odd year

ARTICLE III

3.0 MEETINGS, VOTING, AND ELECTIONS

3.1 Regularly Scheduled Meetings and Emergency Meetings:

1. Regularly Scheduled Meetings shall be held the first Thursday of each month at 7:00pm. A quorum of the Board Directors is required at any meeting. The Regularly Scheduled Meeting shall not include discussion on actions taken on GVFD personal or operations.
2. Notice of Regularly Scheduled shall be prominently posted at least two (2) days prior to the meeting. Email notifications/training announcements shall also be utilized. The Board Secretary shall be responsible for ensuring proper notice is given.
3. Emergency Meetings, which must be posted with a 24-hour notice, may be called by the President of the Board of Directors or by submission of a petition request, bearing signatures of a simple majority of active and reserve members. The petition shall state the reason for the Emergency Meeting request.
4. The board may meet in workshops to facilitate the execution of previously voted on items and prepare proposals for the memberships approval. These workshops can be held or visited any time a board member deems necessary.
5. An agenda for the Regular or Emergency meeting shall be the responsibility of the Board President. Active Responding Members may request the Board President consider new items be added to the agenda.
6. Minutes of the Emergency or Regular Meeting shall be posted to allow access by the GVFD membership.
7. No member or board member shall be compensated for their service although they may be reimbursed for expenses incurred during travel and/or training.

8. When the GVFD membership is required to take action on an item presented by the Board of Directors. A required membership quorum shall be defined as one-fourth of the Active Membership being physically present with a quorum of Board of Directors being present. A quorum of Board of Directors is five (5) of the seven (7) directors present.
9. A simple majority vote shall prevail on all issues other than amendments to the "Articles of Incorporation". Voting shall be public unless private voting by ballot is ordered by the Board President.
10. Voting by members shall have maintained Active Member status prior to any vote. Active Member status is defined by the departments' written policy and procedure.

3.2 Board of Directors Meetings

1. The Board of Directors shall notify the full membership of regular scheduled monthly Board meetings.
2. The Board of Directors shall make and keep current its Board Policies.

ARTICLE IV

4.0 CLASSES OF MEMBERSHIP

4.1 Dues are not required for membership.

4.2 Any responsive and responsible individual shall be eligible for membership in the fire department providing he or she is at least eighteen (18) years of age and is capable of performing the physical needs commensurate to the duties as Active Member. Members are required to follow the Policies and Procedures of the organized department. Membership in this department may not be denied based on age, sex, race, color, creed or national origin.

4.3 Membership consists of the following categories:

- I. Active Members
- II. Board of Directors

ARTICLE V

5.0 DEPARTMENT POLICIES AND GUIDELINES

5.1 The Granbury Volunteer Fire Department Policies and Guidelines shall govern in all circumstances not mentioned in and not in conflict with the Articles of Incorporation or the Bylaws. The Fire Chief's shall develop and establish the Department Policies and Procedures.

ARTICLE VI

6.0 ROBERTS RULES OF ORDER

6.1 Meetings shall be governed by the parliamentary rules as outlined in Roberts Rules of Order Newly Revised in all cases where current By-Laws and current Board Policies do not apply.

ARTICLE VII

7.0 SIGNATURE AUTHORITY FOR FINANCIAL TRANSACTIONS

7.1 All four of the Active Member Board Members shall be authorized to make to any approved financial transactions. In addition, shall be deemed the signature authority for any or all-financial accounts for the corporation.

ARTICLE VIII

8.0 Appointing and forming Committees

8.1 Committees shall be established at the will of the board to facilitate projects and purposes that need to be delegated to members for future review by membership or board.

8.2 Board members can serve as de-facto members on any committee and self-appoint.

8.3 The Disciplinary Committee shall follow the SOP's on Membership Discipline, Disciplinary Committee Formation, Actions, and Termination of Membership.

ARTICLE IX

9.0 ARTICLE AMENDMENTS

9.1 These Articles may be amended by a 3/4 vote by Active Members present at any Regularly or Special Meeting where a quorum of Active Members and Board Directors are present under the following provisions:

1. The intended article has been proposed to members in writing at a previous Special or Regular meeting or,
2. The intended change to the Article is posted prominently at least thirty (30) days prior to the meeting. Email and other digital platforms can be utilized for notifications/training announcements.

ARTICLE X

10.0 ARTICLE DISOLUTION

8.1 This corporation is intended to be perpetual in nature, in the event the corporation is no longer needed to provide its mission:

1. All monies and assets shall be distributed by the board at the last of the meeting of the corporation.
2. All monies and assets shall be donated to other 501(c)3 volunteer fire departments located inside of Hood County.
3. In the event there are no volunteer fire departments in Hood County, then the moneys and assets shall be transferred to Memorial Lane for the Firefighter Jim Burks Park.

Executed this _____ day of _____, 2021

Chief

Assistant Chief

Secretary

Treasurer

By-Laws Supplementing the Articles of Incorporation of the Granbury Volunteer Fire Department

Definitions and Summary of By-Laws

The purpose of the By-Laws is to give more explanation, definitions or details about the Articles.

Group I

Section One – Membership in Other Hood County Volunteer Fire Departments

No Active Member may be a member of another Hood County fire department.

Section Two – Membership Levels

The membership for the Granbury Volunteer Fire Department shall be:

1. Maintained at a manpower level meeting the needs of the citizens of Granbury and Hood County,
2. Under the direction of the Board of Directors to determine recruitment and retention activities.
3. Any Reserve Member can request to be moved to Active Membership Status at the beginning of a meeting, provided they are currently meeting the requirements of Active Membership for the last Pension Quarter.

Section Three – Voting Membership

Board of Directors: When a Board Member makes a motion in direct relation to the business of the corporation, all board members are to vote on said motion.

GVFD: The Granbury Volunteer Fire Department shall recognize one (1) voting membership category when making decisions regarding Board of Director recommendations:

1. Active Members are the only members of GVFD allowed to vote on any item presented by or in regards to the Board of Directors, Articles, By-Laws, SOP/SOG or financial purchases made by the board.
2. All opinions and recommendations, regardless of membership status shall be considered.

Part Four – Requirements to Join the Granbury Volunteer Fire Department as an Active Member

Before becoming a member of the Granbury Volunteer Fire Department in any capacity except Honorary Members, that person must:

1. Be at least eighteen (18) years of age.
2. Be a resident of Hood County.
3. Possess good moral character in passing a background check and provided personal reference check.
4. Have completed six (6) month Probationary Membership. No exceptions for previous experience.
5. Meet the requirements outlined in the SOP for new applicants to GVFD.

Part 5 – Authority, Eligibility, Requirements and Responsibilities of the Board of Directors

Authority of the Board of Directors is granted legal status through the adoption of the GVFD Bylaws, which are required in **Article II** of the company's Articles of Incorporation. The main purpose of a Board of Directors is for fiduciary responsibility to the GVFD Corporation, GVFD membership and to the residents who are served by GVFD. The Board has authority only during scheduled Board meetings where a quorum is present. Any Individual authority comes only after the Board authorizes a single Board Member to act on the Board's behalf for a specific responsibility.

Seats to be filled:

Active or Reserve Board Member:

1. GVFD Active or Reserve Members Eligibility requirements met:
2. Any Active or Reserve Member can hold a Board of Directors position knowing that the time required fulfilling the requirements are extensive and demanding.
3. For purpose of voting, a Reserve Board member is considered an Active Member.
4. A Board of Directors member may not serve on a different board whose Organization is involved in a contract with or provide tax funding to GVFD. (I.e. Commissioner, City Counsel, ETC.).
5. The GVFD membership shall elect a Chief, who is automatically elected to the board and three (3) other board members from the current roster who is Active or Reserve during the first regularly scheduled meeting in January. Being elected to the board is an honor and privilege. The positions elected must be:
 - a. President – Elected Bi-Annually
 - b. VP – Elected Bi-Annually
 - c. Secretary – Elected Bi-Annually
 - d. Treasurer – Elected Bi-Annually

Trustee Board Member Requirements:

The purpose of the Trustee Board of Directors is to help GVFD perpetually provide volunteer fire service into the future. The Board's task is to assist GVFD and its officers in their commitment to provide services and meet the community needs as a volunteer organization. The ideal Trustee board member is a community leader, an expert in their field and volunteer oriented.

1. Two, but not more than three, Trustee board members must be Residents of the City of Granbury, be of legal voting age and who actively and openly support/promote the mission of this corporation. One Trustee board member may be from the ETJ or Hood County.
2. Trustee members are important to the vision of GVFD continuing in the future. The Trustee board members shall be recruited by the membership and elected by the membership for their ability to assist GVFD with administration of the corporation but also to help the membership focus on services to the community while the board focuses on budgets, contracts and administration. The Trustee board members should be considered for their ability to contribute to but not limited to:
 - i. Public Relations
 - ii. Insurance
 - iii. Social Media
 - iv. Recruiting and Retention
 - v. Legal Counsel
 - vi. Finances
3. The Trustee Board of Directors shall be classified as "Trustee Members" of the department in accordance with Article VII of the Articles of Incorporation.
4. **A Trustee Board of Directors may not serve on a different board whose Organization is involved in a contract with or provide tax funding to GVFD. (I.e. Commissioner, City Counsel, ETC.).**
5. Immediate family members (i.e. husband-wife, father-son, etc.) cannot serve together on the Board together. In addition, a person may not serve on the Board of Directors if an immediate family member is the Chief or Assistant Chief.
6. Members of the Board of Directors who miss three (3) consecutive, regularly scheduled meetings, without an approved absence from the Board President, shall be automatically removed from the Board of Directors. The President of the Board shall give formal notice to the member removed in writing.
7. Any current member listed as Active or Reserve of GVFD may not serve on the board as a Trustee member.

Part Six- Signature Authority for Financial transactions

All four of the Active or Reserve Board Members shall be authorized to make to any approved financial transactions. In addition, they shall be deemed the signature authority for any or all-financial accounts for the corporation. The GVFD Membership must be notified of any purchase following the criteria listed below:

1. Any purchase below \$5,000 can be made by the Board without membership notification. If purchasing two or more items and it totals more than \$5000, the board cannot make two separate purchases to lower the requirement for membership notification.
2. Any purchase above \$5000, the Board must obtain three (3) bids. Obtaining bids is important for transparency and health of the Corporation. The Board may choose a bid higher than the lower, with justification and clarification presented to the membership.
3. Purchasing Co-Op's can serve in place of the bid process.

Part Seven – Definitions of Fire Department Membership Categories

Any responsive and responsible individual shall be eligible for Active Membership in the fire department providing he or she is at least eighteen (18) years of age and is capable of performing the physical needs commensurate to the duties as a firefighter member. If unable to meet the requirements of Active Membership, then that individual can apply for Reserve Membership. All Members are required to follow the Policies and Guidelines of the organized department and it is their responsibility to know them. Membership in this department may not be denied based on age, sex, race, color, creed or national origin. All members shall follow the chain of the command and execute tasks and duties as assigned to them by officers. Also, promote the organization and provide an environment for advancement of membership.

Active Members: Are defined by:

1. Live within the City of Granbury, within the Extraterritorial Jurisdiction (ETJ) of the City of Granbury, or up to one (1) mile outside the ETJ, and
2. Are required to meet the activity requirements for participation in the Texas Emergency Services Retirement System (TESRS) pension program, as defined by the local pension board, the Articles and Bylaws of the Granbury Volunteer Fire Department, and the TESRS Statues and Administrative Rules.
 - a. TESRS Requirement: 25% of fire calls in the City of Granbury or ETJ (not to include medical calls of the City or ETJ)
3. When serving as a Board of Directors member the Active member is expected to meet the time requirements of the board and retain their Active status.

Reserve Members: Are defined by:

1. Provide 24 hours of documented service per year. This can be calls run, meetings attended, public relation events and other department activities.
2. Reserve members can live inside Hood county or can live outside Hood county pending active member approval upon application,
3. Are not eligible for the TESRS pension program according to local and state pension board rules and regulations.
4. Any Reserve member may run for and hold a Board position, knowing that the position requires commitment beyond 24 hours of service per year.

Probationary Members: Are defined by:

1. At least eighteen (18) years of age,
2. Pass a physical provided by a doctor of your choosing. This physical is required to be eligible for the TERS Pension.
3. Must have been a resident of Hood County before making application,
4. Can live outside the City of Granbury or its ETJ, but must reside within Hood County,
5. All new members shall be required to complete a probationary term of six months, during which they shall be required to:
 - a. Attend Training,
 - b. Attend Meetings,
 - c. Respond to calls as directed by the Bylaws.
6. Are required to meet Active or Reserve Member participation and attendance requirements,
7. Are not eligible for the TESRS pension program according to local and state pension board rules and regulations,
8. Upon recommendation of the Training Captain, the probationary requirement may be reduced or waived for Junior Firefighters who have actively participated in training and Meetings for six (6) months or more before their 18th birthday.

Lifetime Members: Are defined by:

Men and Women who have contributed Active service to the department of fifteen (15) years or more may request or be recommended by the membership for Life Time Membership. Life Time Members shall be recognized on the Department's Life Membership Plaque, which shall list the dates of service.

1. Are retired Active or Reserve members with fifteen (15) or more years of service to the department,

2. Lifetime status is given by a majority vote of the active and/or reserve members present at a regular or special business meeting,
3. Have the right of attendance and speech during meetings.

Trustee Members:

1. Trustee board members are designated with this title and do not have any participation with GVFD beyond the board activities.

Junior and Honorary Firefighters:

1. A detailed explanation can be found in the SOP for each category.

Part Six – Requirements to Maintain Membership

All Active and Probationary Members of the Granbury Volunteer Fire Department are required to meet the TESRS Pension requirements of:

1. 25% of all calls in the city of Granbury.
2. 6 of the 12 business meetings unless the member provides a valid excuse before the scheduled meeting.
3. 24 training hours per year.

If a member in any capacity of the Granbury Volunteer Fire Department fails to maintain or follow these requirements, then:

1. That member shall be contacted by a member of the disciplinary committee
2. That member may be asked to appear before the disciplinary committee
3. Can be automatically removed after six months or at the yearend review of membership participation

Part Seven – Fines

In keeping with history and tradition of the department, members can and will be occasionally fined at business meeting in good fun. At no time are the fines associated with anything serious in nature. Members shall pay the small fines ranging from the petty offense fine of .01 to serious penalty of \$2.49. All fines collected shall be paid to the GVFD Scholarship Fund.

GROUP II

Elections and Requirements

Part One – Holding Elections

The Granbury Volunteer Fire Department shall hold elections annually for the following officers for the Corporation and Department on the first business meeting of each calendar year. All elected chief officers of the department and elected member board positions shall serve two year terms. Offices shall be elected by ballot with a majority vote of Active Members present and in good standing.

1. One (1) Chief – Who is also elected to the Board and the Chief Officer of Administration and the Fire Ground Chief. Elected on odd years.
2. One (1) Assistant Chief – Who is the Chief Officer of Department Operations, Personal and Fire Ground Assistant Chief. Elected on even years.
3. One (1) Secretary – Who is elected to the Board as Secretary. Elected on odd years.
4. One (1) Treasurer – Who is elected to the Board as Treasurer. Elected on even years.
5. Board Member – Any Active or Reserve Member that shall complete the Four (4) member requirement for the board of directors. Elected on odd years.

Nominations and ballots:

Nominations for elected offices shall be accepted by written form starting at the November business meeting and ending with the opening of the December business meeting.

A nomination form shall contain the member receiving nomination and the name of the member making the nomination. Only Active and Reserve members may nominate a member and a member may not nominate oneself. A member may not nominate more than one person for any one office.

A candidate can only seek one elected position each year. In the event the candidate is nominated for two or more offices, he/she can only accept the nomination for one office. All candidates shall accept or reject nominations at, or prior to, the December business meeting.

An absentee ballot box, locked and key held by the Secretary, shall be placed at Station 2 and shall be open to all Active Members through the January business meeting. Absentee ballots shall be counted at the night of the election.

At the January business meeting, a ballot shall be provided to the Active Members present with the names of the nominees and the office for which they are eligible. After

all ballots are collected, the Secretary shall do a count of the votes in front of the membership and announce the membership.

Once elected to Chief Officer or Board, they shall serve a two year term or until a successor is legally elected. If a Chief Officer or board member resigns, moves, is expelled, is impeached, or has their name removed from the Granbury Volunteer Fire Department roster by any other means, a successor shall be elected at the first opportunity and shall serve the remainder of the term. The Assistant Chief will act as Interim Chief until the next election.

Electing Board of Directors:

1. New Board Directors shall be elected by the GVFD membership present at the January Business meeting.
2. The President of the Board shall be responsible for ensuring that Trustee candidates are presented to the membership as soon as the January Business meeting but no later than the March Business meeting. The candidates presented are capable qualified individuals who are being recruited for a specific goal in mind. The active responding members on the committee shall seek the input from the full membership for nominations. All GVFD members are allowed to ask questions and clarification from any candidate.
3. Nominations for Board Directors shall be accepted from the floor prior to the actual vote. Votes for a Board Director position shall be by private ballot.
4. The Trustee Board of Directors shall consist of three (3) City or county citizens, elected to two (2) year terms. Terms shall be staggered with no more than 1 seat open for election each year.
5. Any Board Director may be dismissed, in conjunction with following the SOP on Termination of Membership, with a majority vote of dismissal by the GVFD membership at any scheduled meeting if found in violation of the Articles, By Laws, SOP, State or Federal Law or any other justification deemed necessary by the membership. The vote is final. If not in attendance, the removed shall be notified by the current Board President of the removal vote. If the Chief or President is being removed then the Vice President will make the notification.
6. The Board of Directors shall annually elect board officer positions as stated in the Articles of Incorporation at the next Board meeting.
7. Vacancies shall be filled by the Board with a majority vote of Board Directors for the remainder of that unexpired term.

Part Two – Eligibility Requirements to Serve as Chief or Assistant Chief

Chief: If an Active Member has interest in serving as Chief, then that member shall be required to:

1. Be an Active Member for Four (4) continuous years of service with the Granbury Volunteer Fire Department immediately prior to the date of the election, with no break in service other than with a membership approved Leave of Absence. Currently be an Active Member six (6) months prior to the election.
2. Have previously served as a Captain or Lieutenant with the Granbury Volunteer Fire Department for a minimum of eleven (11) consecutive months,
3. Accept the job requirements of the Chief as described in the Standard Operating Policy: Officer and Board of Director Expectations, Section Five - Chief Responsibilities.

Assistant Chief: If an Active Member has interest in serving as Assistant Chief, then that member shall be required to:

1. Be an Active Member for Three (3) continuous years of service with the Granbury Volunteer Fire Department immediately prior to the date of the election with no break in service other than with a membership approved Leave of Absence. Currently be an Active Member six (6) months prior to the election.
2. Have previously served as a Captain, Lieutenant, Secretary, or Treasurer with the Granbury Volunteer Fire Department for eleven (11) consecutive months,
3. Accept the job requirements of the Assistant Chief as described in the Standard Operating Policy: Officer and Board of Director Expectations, Section Six – Assistant Chief Responsibilities.

Part Two –Assistant Chief Officer and Committee Appointments

The Assistant Chief shall appoint the following positions no later than the first business meeting after Annual elections. The previous year's officers shall remain on duty until the Secretary has posted the new officer positions. The Assistant Chief shall determine the number of officers in each category that meets the needs of the Granbury Volunteer Fire Department. Additional ranks may be implemented as needed to meet the span of control and management requirements of the department. All appointees serve at the pleasure of the Chief and Assistant Chief.

1. Battalion Chiefs (if needed / if we grow)
2. Captains,
3. Lieutenants,
4. Any member to a committee for the needs or benefits for the membership or operations of GVFD.

Part Three – Officer and Board of Directors Expectations

Officers and Board of Director members are expected to set good examples for other GVFD members, other departments, and for the greater community. All officers shall:

1. Be appointed based on training and experience,

2. Possess leadership abilities,
3. Have strong knowledge of fire suppression and/or emergency operations,
4. Be held to a higher standard,
5. Have the ability to evaluate complex situations.
6. Determine the best courses of action,
7. Be held accountable for maintaining Active Member status.

GROUP III

Routine

Part One – Conduct of Business Meetings

Refer to the SOG for conduct.

Part Two – Leave of Absence

A Leave of Absence may be granted to a member for:

1. Legitimate causes,
2. No longer than three (3) months,

Part Three – Non-Attendance and Response Inactivity Options.

An annual review shall be done in the December Business Meeting.

Demotion of Department Membership:

Active members who:

1. Have no leave of absence turned in or
2. Have not met call participation requirements for the preceding six (6) calendar months (unless the yearly requirement has already been met) are automatically placed on Reserve for failing to meet Active membership requirements.

Removal from roster:

1. Any member who misses THREE (3) consecutive months of regular scheduled business, has zero (0) calls responded to or zero (0) training hours logged may be dropped from the roster at the third consecutive missed business meeting upon a three-fourths (3/4) majority vote of the Active Members present at a regular scheduled business meeting.

2. The removed member shall be contacted by the perspective station officer and notified of their removal, the collection of their department issued gear.

Appealing Demotion or Loss of Membership.

1. A member that has been dropped for not meeting the active or reserve membership requirements the member may appeal to the membership at the next regular business meeting. Reinstatement is confirmed by a simple majority vote of the members present.
2. If the membership vote denies reinstatement, the member is dropped from the membership roster. A member that has been dropped from the roster for failing to meet the active or reserve requirements may reapply after six (6) months as a new applicant for membership consideration.

GROUP IV

Adoption and Adaptations

Part One - Adoption

These By-Laws may be amended by a simple majority by Active Members present at any Regularly or Special Meeting where a quorum of Active Members and Board Directors are present under the following provisions:

1. The intended By-Law has been proposed to members in discussion at a previous Special or Regular meeting or,
2. In the event of an emergency adaptation needed for the By-Laws, the proposed adaptation would be presented to the Membership during the same business meeting. The proposed change must be accepted by 3/4 of the Active Members Present at any regularly or Special Meeting where a quorum of Active Members and Board Directors are present.

Executed this _____ day of _____, 2021

Chief

Assistant Chief

Secretary

Treasurer