



## CONSTITUTION AND BY-LAWS

### VERMONT CHAPTER #63

#### INTERNATIONAL ASSOCIATION OF ARSON INVESTIGATORS, INC.

##### ARTICLE I

##### NAME AND OBJECTIVES

##### SECTION 1

**NAME:** This organization shall be known as the “Vermont Chapter of the International Association of Arson Investigators”, hereafter referred to as the “Chapter”.

The name of the Chapter shall not be used publicly by any member other than by the use of his/her membership card for identification purposes, without the permission of the Board of Directors. This shall not restrict the officers, appointees or agents of the Chapter in the use of the name to carry out the purpose of the Chapter, nor the use of the Chapter’s name on the member’s resume.

##### SECTION 2

**OBJECTIVES:** The objectives and purposes of this chapter shall be:

- A. To unite for mutual benefit those public officials, businesses, and private persons engaged in the control of arson, kindred crimes, and fire and explosion investigations.
- B. To provide for exchange of technical information and training in the area of fire and explosion investigation.

- C. To cooperate with all law enforcement agencies, private and public associations, and individuals, to further fire and explosion investigations and the suppression of the crime.
- D. To share information gained and cooperate with both government and Non-government organizations in the prevention of fires and life safety.
- E. To encourage high professional standards of conduct among fire/explosion investigators and to continually strive to eliminate all factors that interfere with administration of crime suppression.
- F. The chapter shall not be operated for profit. The chapter shall not be a political entity or engage in political activity.

**ARTICLE II**

**MEMBERSHIP**

**SECTION 1**

**ACTIVE MEMBERSHIP:** Members shall be at least 18 years of age, of good and moral character and are subject to approval of the state chapter Board of Directors. Members who are primarily employed or actively engaged in some phase of the suppression, prevention and/ or investigation of fire and explosion events, or persons who are engaged in the administration of justice and/or insurance industry shall be eligible for active membership in the Vermont Chapter.

**SECTION 2**

**HONORARY MEMBERSHIP:** Honorary membership in the Chapter is subject to approval of the state chapter Board of Directors. Honorary members will have no voting or privileges nor shall they maintain or hold office.

**SECTION 3**

**ASSOCIATE MEMBERSHIP:** Persons who do not currently meet the active membership criteria, or who are students in a fire science related field of study may become associate members, subject to the board of directors of the chapter. Associate

members will have the privileges of active members but may not hold office or vote.

**SECTION 4**

**LIFE MEMBERSHIP:** The association may bestow life membership upon any qualified member of the chapter who has met the following requirements:

- A. The individual must be or have been an active member of the chapter.
- B. The individual must be an active member in good standing for a minimum of ten (10) years. This shall include membership in the Vermont Chapter, or any other chapter or association affiliated with the International Association of Arson Investigators (I.A.A.I).
- C. The individual must have rendered distinctive service to the chapter through participation on committees or activities for a minimum of five years.
- D. The individual must also be an active member in the International Chapter.

Life members shall have all rights and privileges of an active member without the payment of dues.

**SECTION 5**

**DISQUALIFICATION:** No person shall be eligible for any class of membership if that person has been a member, or is presently a member, or becomes a member or a subversive organization or of any organization whose objectives or purposes are inconsistent with the purposes of the chapter.

**ARTICLE III**

**ELECTION, TERMS AND OFFICERS**

**SECTION 1**

**ELIGIBILITY FOR OFFICE:** Must have been an active member of the state chapter for at least one (1) year, and a member of the I.A.A.I.

**SECTION 2**

**OFFICERS:** The officers for this chapter shall be as follows:

- A. President
- B. Vice-President
- C. Secretary

## D. Treasurer

**SECTION 2A**

**SECRETARY/TREASURER:** The Secretary and Treasurer positions may be held by the same person, who are appointed annually by the Board of Directors.

**SECTION 3**

**DIRECTORS:** In addition to the officers specified in ARTICLE III, SECTION 2, the Directors shall consist of six (6) eligible members duly elected by the majority vote of the membership, and the immediate Past President, for a maximum total of eleven (11) voting members. Other Past Presidents shall act as non-voting advisors to the Board of Directors.

**SECTION 3A****ADVISORY MEMBERS:**

- A. The President may add no more than three (3) non-voting advisory members to the Board of Directors, for a term expiring with the President's term.
- B. There shall be a liaison officer to the Chapter who shall be assigned/approved by the I.A.A.I. It shall be his/her responsibility to actively provide guidance of this chapter to be in conformity with all the regulations prescribed by the I.A.A.I. and assist in all other matters involving the chapter. The liaison officer is a non-voting member of the Board of Directors.

**SECTION 4****TERMS OF OFFICE:**

- A. The offices of President and Vice-President (Article III, Section 2) shall serve two-year terms beginning and ending with the election at the annual meeting.
- B. Directors shall serve terms of three (3) years. Two (2) of the Directors' terms shall expire each year. At the annual meeting for each year, two (2) expiring positions will be open for election/re-election for a three (3) year term to the Board of Directors.

**SECTION 5****VACANCIES:**

- A. **BOARD OF DIRECTORS:** In the event of a vacancy or vacancies on the Board of Directors between annual meetings, the vacancy or vacancies shall be filled by appointment by the President, subject to the approval of the Board of Directors at the next regularly scheduled meeting. The newly appointed member or members of the Board of Directors shall hold the

office only until the next election at the annual meeting, at which time elections or appointments, as specified in the article, will be followed.

- B. **OFFICERS:** In the event of vacancy or vacancies in the office of the President, Vice-President, Secretary, or Treasurer between Annual Meetings, the vacancy or vacancies shall be filled by appointment by the Board of Directors as soon as possible. The newly appointed officer or officers shall hold office only until the next election at the Annual Meeting, at which time election or appointments as specified in this article will be followed.

#### **SECTION 6**

**ELECTIONS:** The officers and those positions open for election on the Board of Directors, as specified in ARTICLE III, SECTIONS 4 & 5, shall be elected at the Annual Meeting.

#### **SECTION 7**

**NOMINATING COMMITTEE:** At least two (2) months prior to the annual meeting, the President shall notify the membership of the open positions and shall appoint a nominating committee consisting of at least three (3) members. The nominating committee shall notify the membership in writing, electronically via email or posting to the Chapter website, of the proposed slate of officers at least ten (10) days prior to the annual meeting.

The nominating committee shall submit at the annual meeting a list of nominees to fill the expiring terms on the Board of Directors and Vice-President if it is being vacated. The Vice-President will automatically move up to the position of President. At the Annual Meeting the floor shall be open for the purpose of adding nominations.

### **ARTICLE IV**

#### **GOVERNANCE**

#### **SECTION 1**

The governance of the Vermont Chapter shall be vested in the officers and the Board of Directors. Five (5) members shall constitute a quorum.

**SECTION 2**

**DUTIES AND POWERS:** The Board of Directors shall have full power to initiate and transact all business necessary to the existence of the Chapter and the observance of its purposes. The Board of Directors shall determine the date, time and location for the Annual Meeting, and they shall outline the program of activities during such meeting. They shall have general powers to direct, control and supervise the affairs of the Chapter, and shall appoint the Secretary and Treasurer.

**SECTION 3**

**PRESIDENT:** The President shall be the Chief Executive Officer of the Chapter, shall be the chairperson of the Board of Directors, and shall preside at all meetings of the Board of Directors. It shall be his/her responsibility to supervise and coordinate the activities of the Chapter. He/she shall appoint appropriate committees to conduct the activities of the Chapter and shall require reports of each committee at the Annual Meeting, and as otherwise desired, from the committees so appointed. He/she shall also require reports from the officers of the Chapter at regular and annual meetings.

The President shall set the agenda for all Board, Regular and Annual meetings. Said agenda shall be distributed not less than 5 days prior to any scheduled meeting.

**SECTION 4**

**VICE-PRESIDENT:** The Vice-President shall serve as the second in command of the Chapter. He/she shall, in the absence of the president, fill in and act in the capacity of the President.

**SECTION 5**

**SECRETARY:** The Secretary shall keep the records and minutes of the organization and shall maintain a current roll of members, the Constitution and By-laws of the chapter, and other such documents and correspondence of value to the chapter. The Secretary shall receive and acknowledge all communications of value to the chapter addressed to him/her or to the chapter, by officers of the I.A.A.I., and any other communications that may be received during his/her term of office. He/she shall also perform such other duties as assigned by the President.

**SECTION 6**

**TREASURER:** The Treasurer shall be the custodian of all funds as authorized by the Board of Directors, for the purposes that promote the welfare and objectives of the Chapter. He/she shall render a complete summary of all income, disbursements and balances whenever requested to do so by the Board of Directors,

and to the membership at each regular meeting. A written copy of this report shall be made available to any member of this chapter, upon written request. All income, in any form, shall be deposited and expenses shall be paid by Chapter check or Chapter credit card only. The Chapter bank account shall have the names and signatures of the Treasurer, President and Vice-President as the authorized banking and checking account(s) agents for the Vermont Chapter of the I.A.A.I. The Treasurer shall be empowered to spend up to the sum of five hundred (\$500.00) dollars. Payments in excess of \$500.00 must be approved by the Board of Directors. Authorization for any payments over \$500 may be made by electronic vote and recorded in the meeting minutes of the next chapter or board meeting.

## **SECTION 7**

**REMOVAL FROM OFFICE AND/OR MEMBERSHIP:** The Board of Directors shall have the power to remove from office any officer or member of the Chapter for any of the following:

- A. Conduct or actions guided by, but not limited to, the Code of Ethics of the I.A.A.I. that would tend to discredit or be detrimental to the reputation of the state Chapter or the International Association of Arson Investigators.
- B. For just cause, as submitted in writing by any member of the Chapter.
- C. The removal must be voted upon by all members of the Board of Directors (other than the member under inquiry) and a two-thirds (2/3) majority vote shall prevail. The vote shall be conducted by written ballot (present and absentee)
- D. Any officer or member affected shall have the right to appeal, provided the appeal request is in writing and received within thirty (30) days following the official notification of removal.
- E. Any officer or director that is unable to attend a Board of Directors or Regular Meeting shall notify the President prior to the meeting. Any officer or board member having four (4) unjustifiable absences in a year (June-May) shall be subject to removal from office by vote of the Board of Directors.

## **SECTION 8**

**MEMBER RESIGNATION, TERMINATION, AND/OR REINSTATEMENT:**

- A. A member or officer may resign from the Chapter by submitting a written notice of resignation.
- B. Termination will be automatic after ninety (90) days of non-payment of current dues. The 90 days will commence from

the mailing day of the dues invoice, which will be accepted as being within three (3) days of the invoice date.

- C. Reinstatement of any member of the Chapter may be considered by the Board of Directors, after receiving a written request from the member and a review of the past history of the member. The payment of past or overdue dues may be requested by the Board of Directors. If the reinstatement is after one (1) year from the date of the termination of the previous active membership, a new application, including current full membership fee, must be submitted to the Board of Directors by the member applying for reinstatement.

## **SECTION 9**

### **OUT-OF-STATE COMMUNICATORS TO THE BOARD OF DIRECTORS:**

- A. In order to mutually aid those states who may not have an active state chapter; and
- B. In order to keep good and responsible lines of communication open between the Vermont Chapter and those states; and
- C. In order to better fulfill the objectives of this Chapter as stipulated in ARTICLE I, SECTION 2, the Board of Directors may appoint, after each Annual Meeting, out-of-state communicators to the Board of Directors.

The communicators would serve on a volunteer basis and would supply information and ideas to the officers and Board of Directors that would mutually serve the Vermont Chapter and the areas they represent.

Communicators would be selected based upon their involvement with fire and explosion investigations, their locale, and preference would go to those who are currently members of the Vermont Chapter.

## **ARTICLE V**

### **MEETINGS**

## **SECTION 1**

**ANNUAL:** The Annual Meeting shall be held in the month of June at such a date, time, and place as shall be fixed by the Board of Directors. Notice hereof shall be mailed to each member at his/her last known address, not less than ten (10) days in advance. Elections shall occur, and other business may be presented at the Annual Meeting.

When any questions come before the meeting, not specifically provided for herein, the presiding officer shall be governed in his/her decision by the rules listed in “Robert’s Rules of Order”

**SECTION 2**

**SPECIAL:** Special meetings may be called by order of the Board of Directors or by written request from twenty (20) percent of active members and shall be placed at such time and location as fixed by the Board of Directors. Notice hereof shall be made to all members at least ten (10) days in advance of the meeting date.

**SECTION 3**

**REGULAR:** The Chapter shall meet at least quarterly on the second (2<sup>nd</sup>) Wednesday of the month. These meetings shall be hosted at various locations throughout the State of Vermont. The dates, times and locations of the meetings shall be distributed to the members at least twenty (20) days prior to said meetings.

**SECTION 4**

**BOARD MEETINGS:** Board meetings shall be monthly on the second Wednesday or such date as is convenient and agreed upon in advance by the board. Board meetings may be held by conference call if agreed upon by the board in advance. Said meeting will be open to the general membership. If meeting is by conference call, the President shall designate one location of a Board member, to be the access point for the general membership.

**SECTION 5**

**MINUTES:** The Secretary or such person as designated by the President (in the absence of the secretary) shall keep minutes of the meetings. Such minutes shall be documented in writing and distributed to the board at least five days prior to the next scheduled meeting for approval at said meeting. The minutes shall include the following: attendees, the place and time of the meeting, any motions and resulting voting, a general synopsis of discussions, or assignments made at said meeting. The minutes shall not include any items discussed in Executive session under “Roberts Rules of Order”. The minutes shall also include any motions and votes, or special votes made electronically in the time period from the prior meeting to the current meeting. Said minutes shall be maintained as Article IV section 6.

**ARTICLE VI**

**FINANCE**

**SECTION 1**

**DUES:** Dues for active membership shall be fixed annually by the Board of Directors and shall be voted on by the members at the annual meeting. Dues shall be due in the month of May on an annual basis. Dues must be paid prior to the Annual Meeting. Notices of dues shall be mailed during the first week of the month of April.

**SECTION 2**

**AUDIT:** The audit committee, appointed by the President, shall make an audit of the accounts of the Treasurer at each Annual Meeting and shall verify all assets and liabilities of the Vermont Chapter. If a vacancy in the Treasurer's position occurs, the Treasurer's accounts shall be audited. There shall be a report made at the Annual Meeting.

**SECTION 3**

**GIFTS AND/OR GRANTS:** All gifts and/or grants to the Vermont Chapter may be accepted by the Board of Directors. The President shall make proper acknowledgement of all such gifts and/or grants accepted.

**ARTICLE VII**

**AMENDMENTS**

**SECTION 1**

**REQUIREMENTS:** The Constitution and By-Laws of the Chapter may be amended at any Annual, Regular, or Special Meeting of the Chapter. The adoption of the change(s) must be approved by a two-thirds (2/3) majority vote of the eligible voting membership present at the meeting. Posting of the proposed By-Law changes shall be made to the Chapter membership at least ten (10) prior to said vote.

**ARTICLE VIII**

**SUGGESTED ORDER OF BUSINESS AT MEETINGS**

**SECTION 1 The suggested order of business shall be:**

- A. Call to order and attendance,
- B. Pledge of Allegiance to the flag,
- C. Moment of silence,
- D. Introduction of new members and guests,
- E. Reading/approval of minutes of last meeting,

- F. Treasurer's report,
- G. Reading of communications received,
- H. Update from Chapter Liaison,
- I. Reports of committees,
- J. Old business,
- K. New business,
- L. Guest speaker/program (may be allowed to precede Regular Meeting),
- M. Remarks for the good of the order,
- N. Announcement of next Regular Meeting
- O. Adjournment.

**Revised and Accepted:** August 2003

November 2019