

BY-LAWS
OF
LEBANON VOLUNTEER FIRE DEPARTMENT

ARTICLE I

MEETING OF MEMBERS

Section 1 -- Annual Meeting. The annual meeting of the members of the Corporation shall be held at the principal office of this corporation in the county of Durham, State of North Carolina, at 7:30 o'clock P.M., or as soon thereafter as the members shall assemble, on the 4th Thursday in April in each and every year, at which time there shall be elected by the members a Board of Directors, by secret ballot. The ballots shall be pre-printed prior to the meeting with the names from the nominating committee. Any additional names that arise from the floor shall be qualified by the Secretary of the Board as valid potential members of the Board (as described in Article VI) and if determined to be qualified shall be hand written on the ballots at the time before the vote. The Board of Directors shall be comprised of eleven (11) members; said Board shall consist of a President, Vice President, Secretary, and Treasurer and seven (7) other members, who shall hold office until the next ensuing annual election and thereafter until their successors are elected and qualified.

Said annual meeting shall also transact such other business as may be properly brought before them.

To such annual meeting the President and Treasurer shall each make a detailed report of the business of the Corporation for the preceding year.

Notice of each annual meeting shall be published in the local news media, by the Secretary, for three (3) consecutive Saturdays and Sundays prior to said meeting. Such meeting may adjourn to a later date, and no notice of such adjourned meeting shall be necessary.

Section 2 -- Special Meeting. Special meeting of the members may be held at such places as may be designated in the call of such meetings and be called by a least three (3) members of the Board of Directors, including the President and Secretary. Notice of such meetings shall be the same as that required for an annual meeting; provided no notice shall be required if all the members waive notice of the meeting. Special meetings may adjourn to a later date, and no notice of such adjourned meeting may be necessary.

Section 3 --Quorum. A quorum of the membership shall consist of six (6) of the Directors plus any other freeholders. Any number less than a quorum present may adjourn any meeting until a quorum is present. No notice as to such adjourned meeting shall be necessary; provided a quorum must be present in order for such business conducted by the membership to be legal and binding.

Section 4 --Voting Rigts. In all elections of Directors and Officers of this Corporation each voting member shall have the right to cast one (1) vote for as many persons as there are Directors or Officers to be elected.

Section 5 --Order of Business. The following order of business shall be followed in any meeting, regular or special of the members.

- a. Call to Order
- b. Roll Call
- c. Minutes of the Last Meeting
- d. Treasurer's Report

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- e. Election of Officers
- f. Old Business
- g. New Business
- h. Adjournment

ARTICLE II

BOARD OF DIRECTORS

Section 1 -- Number and Term of Office. There shall be eleven (11) Directors. There shall be elected a maximum of six (6) Board members at the annual meeting or at any adjournment thereof, to serve a two (2) year term or until their office shall be declared vacant. In that event, the Grievance and Membership Committee will solicit for nominations and present at the next regular board meeting. There shall be five (5) firefighter Board Members and six (6) Non-Firefighter Board Members. The Chief of the Fire Department shall serve for his elected term as an Ex-Officio Member of the Board of Directors. A representative of the employees of the Fire Department (elected by the employees of the department each year prior to the annual meeting) shall serve as an Ex-Officio Member of the Board of Directors.

Section 2 -- Power of Directors. The Board of Directors shall have general management and control of the business, property and affairs of the Corporation, and may exercise all powers with regard thereto, except such as are by law expressly reserved to the members. Decisions regarding all matters not subject to vote by the membership shall be final.

Section 3 -- Meetings of Directors.--The Directors shall hold a meeting at least once during each calendar month at such time and place as they may from time to time determine and may hold special meetings at any time upon call of the President and any two (2) Directors. All business by the Corporations shall be acted upon at the regular monthly scheduled meeting or any special called meeting.

Notice of the time and place of all meetings, both regular and special shall be given by the Secretary to each Director by actual notice at least twenty-four (24) hours before the meeting, or be a written notice mailed at least forty-eight (48) hours before the meeting. All Board members must attend at least 75% of all meetings, unless excused by the President of the Board, the Secretary of the Board or the Chief of the Department. It shall be noted in the minutes of the meeting whether the absence is excused. Any member being absent more than 25% of the meetings and absences unexcused shall be dropped from the roll.

Section 4 --Quorm. A Quorum shall consist of six (6) Directors.

ARTICLE III

DUTIES OF DIRECTOS

Section 1 --President. The President shall preside at all meetings of the Directors and Freeholders and shall have complete charge of and control over the affairs of the Corporation, subject to such regulations and restrictions as the Board of Directors shall from time to time determine.

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Section 2 --Vice President. The Vice President shall perform such duties as may from time to time be assigned to him by the Board of Directors. In case of the death, disability or absence of the President, he shall be vested with all the powers and perform all the duties of the President.

Section 3 --Secretary. The Secretary shall keep a record of the minutes of all meetings of the members and Directors, shall give notice of meetings as provided by these By-laws, and have custody of all books, records and papers of the corporation, except such as shall be in charge of the **Treasurer** or some other person authorized to have charge thereof, by the Board of Directors, and shall perform such other duties as may from time to time be assigned to him by the Board of Directors.

Section 4 --Treasurer. The Treasurer shall receive and disburse all corporation funds and shall keep an accurate and detailed record of all receipts and disbursements. Such record shall at all times be subject to inspection by any member of the Board of Directors. He shall deposit all corporation funds coming into his hands in such bank or banks as may be designated by the Board of Directors. All checks issued by him shall be countersigned by some other officer of the Board provided that in case of the absence or inability of the Treasurer to act, checks may be signed by two (2) other officers of the corporation that are so designated. The Treasurer shall give such security as may from time to time be designated by the Board of Directors.

Section 5 --Appointment of Grievance and Membership Committee. The President of the Board of Directors shall at each annual meeting of the corporation appoint and prescribe the duties of the Committee, to consist of three (3) Board members. Said committee shall act as advisors only to the Board of Directors.

Section 6 -- Duties of Directors. The Board of Directors shall adopt a set of rules and regulations governing the operation of the fire department and conduct of its members as formulated and submitted by the Fire Chief. All grievances of fire department members, whether arising out of violation of rules and regulations or not, shall be heard by and decided upon by the Board of Directors; provided, however, that all such grievances shall first be submitted to the Grievance and Membership Committee which shall make full and detailed report to the Board of Directors, along with recommendations for action to be taken. All board decisions relative to such grievances shall be final without subject to appeal.

ARTICLE IV

LINE OFFICERS

Section 1 -- Election of the Chief. The Chief of the fire department shall be elected upon the affirmative vote of a majority of the members of the current Board of Directors to serve a two (2) year term. It shall be the first order of business of the meeting.

Section 2 --Duties of the Chief.

- a. The Chief shall be in full charge at every alarm and all members shall obey his orders and directions.
- b. The Chief shall appoint at least two (2) Assistant Chiefs and prescribe their duties.

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- c. The Chief shall appoint any other officers that he deems justifiable and necessary and shall prescribe their duties.
- d. All such officers shall be accountable only to the Chief.
- e. The Chief shall be responsible for all fire and rescue related equipment. He shall designate and qualify through training any persons who shall act as drivers and equipment operators.
- f. The Chief shall be accountable only to the Board of Directors of the Corporation.
- g. The Chief shall be responsible for preparing a suitable set of rules and regulations by which the firefighters shall be governed. Any such rules originated, formulated and later amended, expanded or deleted shall be subject to the approval of the Board of Directors. Action by the Board of Directors in such matters shall be final.
- h. The Chief or his designated officer shall make a report to the Board of Directors at their monthly meeting. Such report shall consist of the number of fire and EMS calls and any related information.
- i. The Chief or anyone may report to the Grievance and Membership Committee of the corporation any grievances or complaints arising from unfavorable conduct on the part of any firefighter or any group of firefighters. The Grievance and Membership Committee shall, in turn, study and investigate such grievances and make a full and detailed report at the next monthly meeting of the Board of Directors of the corporation. Action by the Board of Directors shall be final in all such matters.

Section 3 -- Duties of Deputy Chief. The Deputy Chief, in the absence of the Chief, shall be in full charge at every alarm and all members shall obey his orders and directions. In the absence of the Chief and Deputy Chief, then the next ranking line officer shall be in full charge and all members shall obey their orders and directions.

ARTICLE V

CORPORATE SEAL

Section 1 -- Corporate Seal. The Board of Directors shall provide a suitable Corporate Seal showing the name of this corporation and the words "Incorporated North Carolina". And said seal, when obtained, shall be impressed at the margin of the minute book containing this article of the By-Laws.

ARTICLE VI

ELIGIBILITY FOR MEMBERSHIP

Section 1-- Board Membership.

Firefighter Member: Any employee of Lebanon Fire Department (whether directly paid by the fire department or indirectly paid through a relationship with other organizations) who is a resident of Lebanon Township, or any other active firefighter member on the roll of the Department. (One representative per household)

Non-Firefighter Member: Any Durham County Resident.

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Section 2 --Voting Membership. Any Lebanon Fire District Taxpayer, Durham County, North Carolina any employee of Lebanon Fire Department (whether directly paid by the fire department or indirectly paid through a relationship with other organizations) who is a Lebanon Township Fire District Taxpayer, or any other active member on roll of the Department.

ARTICLE VII

RULES AND REGLATIONS FOR THE VOLUNTEER FIREFIGHTERS

Section 1 --Rules and Regulations. All rules and regulations, deletions, amendments or expansions thereto governing the operation of the fire department and conduct of the firefighters and duly approved by the Board of Directors of the corporation are hereby adopted by reference and made part of this corporation's By-Laws.

ARTICLE VIII

AMENDMENTS TO BY-LAWS

Section 1 --Amendment toBy-Laws. Amendments may be made to the By-Laws of the corporation and /or the rules and regulations formulated for the operation of the fire department at a regular or called business meeting by the Board of Directors. Said amendments shall be presented and then tabled for thirty (30) days before being voted upon.

ARTICLE IX

SIGNED PETITIONS

Section 1 --Signed Petitions Presented To Board of Directors. Signed petitions that are to be presented to the Board of Directors must be posted on the station bulletin board for thirty (30) days before board consideration.

ARTICLE X

REDUCTION IN NUMBER OF BOARD MEMBERS

Section 1 --In the event that the By-Laws are changed to reduce the number of Board members, all duly elected Board members shall have the right to continue to serve the remainder of the term for which they were elected.

Section 2 --In the event that following a bylaws change that reduced the number of board members, a board member resigns, or is otherwise unable to continue as a board member, that slot would be only filled if

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it reduced the number of that type of board member (firefighter/non-firefighter) to less than the newly authorized number of members.