

PENNSYLVANIA ASSOCIATION OF ARSON INVESTIGATORS

CONSTITUTION AND BYLAWS

Last Amended October 26, 2019

Article I

Name and Object

Section 1. Name.

This organization shall be known as the Pennsylvania Association of Arson Investigators and is hereinafter referred to as the "Association." The name of the Association may be used by any member, as long as its use is in accordance with any policy established by the Board of Directors.

Section 2. Object.

The objectives and purposes of this Association shall be:

- a. To unite for mutual benefit those public officials and private persons engaged in the investigation of fires and explosions.
- b. To provide for exchange of technical information and developments.
- c. To cooperate with other law enforcement agencies and associations to further fire prevention and the investigation of fires and explosions.
- d. To encourage high professional standards of conduct among fire and explosion investigators and to continually strive to eliminate all factors which interfere with the administration of crime suppression.
- e. To provide for an on-going educational program to create public awareness of the investigation of fires and explosions, the crime of arson and its effects, and to expand the membership areas of expertise in fire and explosion investigation, arson and arson suppression.

The Association shall not be operated for the purpose of profit.

Section 3. Association Purpose.

a. The Association is organized exclusively for Charitable and Educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, and the Association will be operated exclusively for these exempt purposes

b. No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Constitution.

Section 4. Association Activities.

No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this constitution,

this Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Association.

Section 4.1. Use of Association Logo.

No member of the Association shall use the PAAI Logo except for Official business sanctioned by the Board of Directors. The PAAI Logo shall not be used in personal or business advertisements without the permission of the Board of Directors. Any member who is found to be in violation of this section will be notified in writing via certified mail to the address on file. The subject person will be provided 10 business days to respond in writing to the President with his/her intentions to comply with the bylaws and cease using the PAAI Logo. If the person continues to be in violation of this section or fails to accept the piece of certified mail, or the address is no longer valid, their membership shall be moved for termination by the Board of Directors.

Article II Membership

Section 1. Active Membership.

Any representative of government or of a governmental agency and any representative of a business or industrial concern who is actively engaged in some phase of the investigation of fires and explosions at the time of application shall be eligible for active membership on application, provided such person possesses the other qualifications for membership at the discretion of the Membership Committee and provided such person is not less than eighteen (18) years of age at the time of application. Such applicant shall be a member in good standing in the International Association of Arson Investigators. Applications of persons denied membership for reason of lack of eligibility shall be placed before the Board of Directors (hereinafter referred to as the "Board") for final determination at the next regularly called meeting of the Board.

Section 2. Chapter Membership.

Persons not qualified for active membership may become-Chapter members, after determination of their qualifications by the Membership Committee. Chapter members shall have the privileges of an active member, except voting privileges; being elected to a position as an Officer of the Association; or being elected as a member of the Board of Directors of the Association. The Association may, by majority vote of active members present, exclude Chapter members from any particular business meeting

Section 2.1. Retired Membership

- a. Current Active or Chapter members in good standing who have retired from conducting any and all fire investigations may request to have their membership status changed from their current membership status to Retired Membership. The applicant must be retired and no longer actively working in any phase of fire and arson investigation or administration of justice. This section shall also apply to members who are permanently disabled due to job related injuries.
- b. The applicant shall submit a letter requesting membership status change to the Corresponding Secretary. The status change shall be voted on by the Officers and Board of Directors. If the applicant is granted a Retired Membership status and, anytime thereafter, obtains employment in any form of the fire investigation industry, the Retired Membership

status must be upgraded to their previous membership status and additional membership fees shall be paid immediately. Any member holding the Retired Membership status found to be working in the aforementioned areas shall be determined to be in a breach of ethics and subject to disciplinary actions as prescribed in the bylaws. The member shall be given one (1) notice to adjust to the appropriate status and failure to comply with that notice shall subject the member to a referral to the Ethics Committee.

c. Members who are approved to have their status changed shall pay an annual fee of \$15.00. Retired Members shall have the privileges of an active member, except voting privileges, being elected or appointed to a position as an Officer of the Association or being elected or appointed as a member of the Board of Directors of the Association. The Association may, by majority vote of active members present, exclude retired members from any particular business meeting.

Section 3. Honorary Life Membership.

The Association may, by a majority vote of the Board of Directors present at any regular or special meeting called for such purpose, convey Honorary Life Membership upon any member or former member of the PAAI who meets one of the following criteria;

- a. Individual must be, or have been an active member in good standing, for a period of at least ten (10) years.
- b. Individual must have rendered distinctive and/or outstanding service to the Association through committee participation or services as an officer or director of this Association.
- c. Individual shall have rendered distinctive service to this Association and/or to the community in the areas of fire prevention, public fire safety education, fire and explosion investigation or public safety, in such a manner and so as to reflect favorably upon this Association.

An Honorary Life Member shall have all the rights and privileges of an active member without any further payment of dues so long as he/she shall live and choose to remain a member of the Association. Nominations for Honorary Life Membership shall be made to the Board at least thirty (30) days prior to the vote thereupon.

Section 4. Election.

Applications for membership shall be made to the Chairman of the Membership Committee, upon the recommendation of some member of the Association, and admission shall be by vote of such Committee as provided in Section 1 of this Article.

Section 5. Personal Qualifications.

Prior to voting upon each application, the Membership Committee shall give due consideration to the following, among other qualifications it deems applicable to wit: (1) The personal character and reputation of the applicant; (2) The nature, character, and reputation of the applicant's employer and associates; (3) The general nature, character, and reputation of the principal business of the applicant's employer and associates. No person shall be eligible for any class of membership if the applicant has been a member, or is presently a member, or becomes a member, of a subversive organization or of any organization whose objectives and operations are inconsistent with the purposes of the Association.

Section 6. Termination and Elimination.

a. Termination. Membership in the Association shall terminate by: (1) Voluntary withdrawal; or (2) Membership shall be terminated by the Corresponding Secretary when after notice, such member is in arrears in the payment of dues or any other obligation to the Association.

b. Elimination. The Board may censure any member or may terminate the membership of any member in the event: (1) Such member falsified their application or made any misrepresentation therein; or (2) Such member has conducted himself/herself in such a manner as is prejudicial to the good name or best interests of the Association; or (3) Such member has exhibited traits of character or conduct inconsistent with the qualifications for membership in the Association. In such cases subject to section 7b, the Board shall provide such member with a hearing, due notice, and an opportunity to be heard. A majority of the Board present in a duly constituted meeting shall be sufficient to cause censure or termination of membership for any reason specified in Section 7b.

Section 7. Reinstatements.

Any former member may be reinstated in the Association at the discretion of and by the consent of a majority of the Board, provided, however; that if such former member shall have been in arrears in the payment of dues or other financial obligation to the Association at the time of their separation, they shall be required to pay the Association all such arrears as a condition to their reinstatement unless the Board by majority vote and for good cause shall waive the payment thereof.

Section 8. Fire Department Membership.

Fire Departments interested in carrying out the purposes of the Association shall be granted Department Membership upon contribution of not less than twenty-five dollars (\$25.00) annually and acceptance by the Board. Department membership shall include: Newsletters, membership rates to seminars, advance seminar information, and a certificate of membership. Department membership shall not include voting privileges, members of the Board, or members holding office.

Article III

Election, Terms, and Offices

Section 1. Officers.

The officers of this Association shall be a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary and Treasurer.

Section 2. Board of Directors.

The Officers and twelve (12) other members of the organization, duly elected or appointed, shall constitute the Board of Directors.

Section 3. Vacancies.

In the event of a vacancy occurring on the Board of Directors, the vacancy or vacancies shall be filled by the President. Such newly appointed member or members of the Board shall hold office only until the next annual meeting.

Section 4. Election.

a. Officers and other members of the Board shall be elected by the active members of the Association through individual ballots cast at the annual meeting by those members eligible to vote. For those members unable to attend the annual meeting, an official ballot will be included in the March newsletter, mailed to each active member sixty (60) days prior to the annual meeting each year. Executed mail ballots shall be returned to the Nominating Committee no later than fifteen (15) days prior to the annual meeting, the deadline date to be noted on the official ballot. Ballots received after the deadline will be declared null and void and shall not be counted as an official ballot. The results of the mail ballots will be tallied and counted along with the ballots cast at the annual meeting. The results of the election will be presented to the President and announced at the annual meeting.

b. Members may not serve simultaneously in more than one (1) office. Should a member be nominated to run for more than one (1) office during any term or year, he/she shall have the option of choosing which office to stand for and which to decline.

c. In the event of a tie vote between candidates for the same position, a ballot shall be conducted during the general meeting which contains only the names of the tying contestants. This ballot shall determine the successful candidate and shall be repeated as often as necessary until the position is filled by majority vote or withdrawal of one (1) of the candidates. If after three (3) such ballots a tie still exists there shall be a mandatory recess of at least fifteen (15) and no more than thirty (30) minutes, after which the balloting shall continue.

d. The offices of President and First Vice President shall be filled by automatic succession of the members serving in the subordinate/preceding offices. No member shall run for, nor be elected to, the office of Second Vice President who has not previously served at least three (3) years (total) as an elected, or appointed, officer or member of the Board of Directors.

Section 5. Nominating Committee.

At each annual meeting of the Association the Board shall appoint a Nominating Committee. The Nominating Committee shall have the responsibility to nominate a Second Vice President and the appropriate number of members of the Board required to fill the expiring and vacant terms of office for the next term. The Nominating Committee shall also be responsible to nominate qualified persons to fill the offices of Recording Secretary, Corresponding Secretary and Treasurer when such terms are vacant or due to expire. Such Nominating Committee shall consist of at least five (5) members, but no more than seven (7), the majority of whom shall not be holders of any elective office. Such Nominating Committee shall receive nominations for such office or the Board at the end of the annual meeting of the Association and up to January 1st of the following year. The Nominating Committee shall publish the official ballot in the March newsletter. The Nominating Committee shall also prepare a sufficient number of ballots to be distributed to eligible members at the annual meeting, for the member to cast his/her official vote. Official mail ballots are to be returned to the Nominating Committee fifteen (15) days prior to the annual meeting. The Nominating Committee shall then conduct an official count of the mail ballots and they shall be added to the ballots cast at the annual meeting. Members desiring to nominate another person or persons to such office, or the Board may do so at the end of the annual meeting, or by January 1st of each year. A Member may not nominate himself or herself to such office or the Board. Qualifications for the nominated person or persons for such office or the Board must be submitted to the Nominating Committee by January 1st of each year. In the event no nominations are made by January 1st for an office or Board position, members may submit names to the Nominating

Committee for such office or Board position before the commencement of the annual meeting of the Association.

Section 6. Terms of Office.

a. The President, First Vice President and the Second Vice President shall not be permitted to succeed themselves beyond one (1) full two (2) year term in each office. The Corresponding Secretary, the Recording Secretary and the Treasurer may continuously succeed themselves as long as the membership shall so elect them to serve. Other members of the Board shall hold office from the time of their election for a maximum term of three (3) years. No “other members of the Board” shall succeed themselves from an expiring two (2) full terms of office.

b. Cause for Termination from Office. All officers or members of the Board shall attend fifty (50) percent of all meetings of the Board, during each fiscal year, unless excused by the Board. Failure to comply will result in termination of their office.

Section 7. Ex-Officio Members of the Board.

All retiring Presidents shall become ex-officio members of the Board. The President may appoint such ex-officio members to serve as Editor for the Association Newsletter, Sergeant at Arms, Director of Arson Investigation Seminar, Corporation Process Agent, or Chair of any committee. However, the Immediate Past Retiring President cannot serve on any elected position for the first twelve (12) months after his/her term as President expires. All ex-officio members shall have the privilege of attending and participating in all meetings of the Board but shall not have voting power at such meetings.

Article IV Government

Section 1. Board of Directors.

The Government of this Association shall be vested in the Board of Directors, and eight (8) members of the Board shall constitute a quorum.

Section 2. Duties and Powers.

The Board shall have full power to initiate and transact all kinds of business necessary to the existence of the organization and the observance of its purposes. The Board shall determine the date and location of the annual meeting and shall outline the program of activities during such meeting. They shall have general powers to direct, control, and supervise the affairs of the Association.

Section 3. President.

The President shall be the chief executive officer of the Association, and it shall be the President's responsibility to supervise and coordinate the activities of the Association and to preside at meetings of the Association and of the Board. The President shall appoint appropriate committees for the conduct of the activities of the Association, and shall require reports at each annual meeting, and as otherwise desired from the committees so appointed and from the officers of the Association. In the unlikely event that the President, First Vice President, and Second Vice President cannot attend a scheduled Board of Directors meeting, the President shall appoint an Officer or a Board Member to preside at the Board meeting.

Section 4. First Vice President.

In the absence of the President, the First Vice President shall be the chief executive officer and shall act as such. The First Vice President shall also act as Chairman of the Finance Committee.

Section 5. Second Vice President.

In the absence of the President and First Vice President, the Second Vice President shall perform the duties of the President.

Section 6. Recording Secretary.

The Recording Secretary shall keep the records and minutes of the Association and shall maintain the Constitution and Bylaws and any other records of the Association.

Section 7. Corresponding Secretary.

The Corresponding Secretary shall keep and maintain current roll of all Active, Chapter, Honorary Life Members, and Fire Department Memberships. It shall be their duty to receive and acknowledge all communications to the Association and maintain all correspondence files of the Association. Other duties may be assigned by the President or the Board.

Section 8. Treasurer.

The Treasurer shall be the custodian and sole depositor of the funds of the organization, shall disburse such funds by check as herein authorized or upon approval of the Board for purposes which promote the welfare and objects of this organization. The Treasurer shall render a complete summary of all income, disbursements, and balances whenever requested by the Board and to the members at each regular meeting. A written copy of this report shall be made available to any member upon request. The Treasurer shall furnish bond to the Association in the form and amount as designated by the Board, the cost thereof to be paid by the Association.

**Article V
Meetings**

Section 1. Zone Alignment.

The Commonwealth of Pennsylvania shall be divided into three (3) zones West, Central and East, per Appendix A attached hereto.

Section 2. Meetings.

The Association shall hold its annual meeting during the month of June at a place designated by the Board and published in the newsletter prior to the annual meeting. The Association shall not convene a meeting at the same time as a meeting of the International Association of Arson Investigators. Elections shall occur at the annual meeting with the mail in ballots counted along with the ballots cast and the results being announced at the annual meeting. A quorum shall consist of fifteen (15) active members. The President, Officer, or appointee presiding at the meeting, shall determine if a meeting will be recorded with an audio device. With that permission, the Recording Secretary, or his/her designee, may record a meeting in progress for the sole purpose of assisting in the production of accurate Minutes for such meeting. No other audio recording devices will be permitted at the meeting. If the Recording Secretary, or his/her designee, is directed to create an audio recording for this purpose, the recording shall be used exclusively for the purpose of

producing accurate Minutes of the meeting. The Recording Secretary, or his/her designee, shall produce the Minutes within ten (10) business days from the date of the meeting, and distribute the Minutes of the meeting to the Members of the Board of Directors by the most expedient means available. The Recording Secretary, or his/her designee, shall destroy the audio recording of the meeting no earlier than five (5) days, nor later than ten (10) days after the distribution of the Minutes to the Board of Directors, and shall verbally certify the date of destruction of the audio recording at the next scheduled Board or Membership Meeting. Failure to destroy audio recordings of meetings shall subject the guilty party to either sanctions or dismissal by the Board of Directors. If the Recording Secretary, or his/her designee, is directed to make such an audio recording, a statement shall be made at the beginning of the meeting that such audio recording is being made, the purpose for the audio recording, and confirmation that the audio recording will be destroyed. Under no circumstances will any other audio recording of any meeting be permitted.

Section 2b. Zones.

The Zones shall meet periodically during the year within the confines of the Zone. The objectives of these meetings shall be the nomination of candidates for the Board and Officer positions that become vacant, as well as the planning of local seminars for the purpose of continued training. Any nominations arising from these Zone meetings shall be forwarded to the Nominating Committee prior to January 1st of each year as prescribed elsewhere in these Bylaws.

Section 2c. Board of Directors.

The Board shall meet four (4) times each year as follows: In January, March, June just prior to the annual meeting of the Association, and in October, or at the call of the President, or eight (8) of the members of the Board. A quorum shall consist of eight (8) members of the Board.

Section 2d. Special Meetings.

Special meetings may be called by the Board at such time and place as fixed by the Board, and giving the membership notice at least fifteen (15) days in advance of the meeting.

Section 2e. Rules.

The presiding officer shall be governed by the procedure as given in Roberts Rules of Order as revised.

Article VI

Finance

Section 1a. Fees.

Fees shall be directed to the Treasurer for payment of services or supplies.

Section 1b. Dues.

Dues for Active and Associate Membership in this Association shall be fixed by the majority vote of the members present at the Annual Meeting. Dues for active, membership shall coincide with the renewal date for international membership. The fiscal year of the chapter shall be October 1st to September 30th. Prospective members shall submit dues with their application for membership which, upon acceptance and admission, shall apply to the dues period ending September 30th following their approval of admission/application

Section 1b.1 Chapter Member's Dues.

The dues period for Chapter members will be from 1 July to 30 September. Members failing to pay their membership dues during this period shall have their membership in the Association held in abeyance until 30 June of the current due's year. Prospective members shall submit dues with their application for membership which, upon acceptance and admission, shall apply to the dues period ending 1 July following their approval of admission/application.

Section 1c. Reinstatement.

Reinstatement of membership during the first year of arrearage is conditioned on approval by the Board and payment of all arrears plus a late charge as fixed by majority vote of the members present at the Annual Meeting. Members failing to pay all arrears and the late charge by the end of this period will be formally removed from the rolls of the Association. Reinstatement after this action will be only by reapplication. This application form must be accompanied with an application fee, all arrears and the late charge

Section 1d. Contributions.

All contributions shall be forwarded to the Treasurer for deposit in an Educational Fund. The use of this fund shall be limited to education expenses, including the purchase of educational materials.

Section 2. Audit.

The Finance Committee shall make an audit of the accounts of the Treasurer at each annual meeting and shall verify all assets and liabilities of the Association.

**Article VII
Amendment**

Section 1. This Constitution may be amended at any regular or special meeting of the organization, provided that said amendment has been submitted in accordance with sections 2 and 3 as follows.

Section 2. All amendments shall be submitted to the Recording Secretary in writing prior to a regular or special meeting. Such proposed amendments must be signed by two (2) members of the Association.

Section 3. All proposed amendments received by the Recording Secretary shall be read at the next occurring regular or special meeting after receipt thereof. The proposed amendment shall then be published in the newsletter next published after the first reading. The proposed amendment shall not be voted upon, at a regular or special meeting, by the Body of Membership until after such publication.

Section 4. The Bylaw Committee shall maintain a log of all changes to the Bylaws. This log shall include the date the proposed change was received by the Recording Secretary, the date the proposed change was first read to the Board of Directors, the date the proposed change was published in the Newsletter, and the date the proposed change was voted upon. The Bylaw Committee shall also maintain an up-to-date copy of the Bylaws.

Article VIII
Dissolution Clause

Section 1. This organization shall continue in perpetuity except for one of the following events:

1. Total membership shall fall below ten (10) active members;
2. An approved resolution by two-thirds (2/3) of the eligible membership voting at a special meeting called for the purpose of dissolution; or
3. An approved resolution of two-thirds (2/3) of the Officers and Directors (total eighteen (18) with twelve (12) representing two-thirds (2/3)) recommending dissolution with ratification by the general membership at the next regular meeting by a two-thirds (2/3) majority of the total members eligible to vote.
4. Should dissolution of the Association occur, all moneys, stocks, bonds, warrants, real and or personal property, records and holdings of the Association, less the total of all outstanding bills and indebtedness, shall become the property of the International Association of Arson Investigators. The charter of the Association shall also be returned to the IAAI for their custody.

Section 2. In the event the International Association of Arson Investigators is not qualified within the meaning of section 501 (c) (3) or is not in existence, or is unwilling or unable to accept these assets of the Association, then, upon the dissolution of the Association, the assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government for public purpose.