

CONSTITUTION

(Amended October 1, 1992)

DELAWARE VOLUNTEER FIREMEN’S & LADIES AXUIILIARY MUTUAL RELIEF ASSOCIATION

ARTICLE I

Section 1.

The name of this Corporation is **DELAWARE VOLUNTEER FIREMEN’S & LADIES AUXILIARY MUTAL RELIEF ASSOCIATION, INC.**

Section 2.

The objects and purposes of this corporation shall be the joining together of the volunteer fire companies of the State of Delaware into a Mutual group for Relief to individual members (of Member companies joining) said relief being due entirely to accidents occurring during fire, rescue, and ambulance duty; cooking suppers for firemen related activities, providing supplies in the field, and other such firemen related activities; with the primary purpose of reducing cost of carrying relief protection for members which occur under such contingencies.

Section 3.

The Charter of Corporation is considered a part of this Constitution, equally binding as if it were stipulated herein.

Section 4.

Effective the date of adoption of this Constitution, members in good standing of the associations that were known as The Mutual Relief Association of Delaware Volunteer Firemen’s Association, Inc. and The Ladies Auxiliary Mutual Relief Association, shall be members of this corporation.

Section 5.

It is required that members of this corporation be *members in good standing* of the Delaware Volunteer Firemen’s Association, Inc. and the related Delaware Ladies Auxiliary Association.

ARTICLE II Members and Voting

Section 1. Classes of Members

The members of the corporation shall be divided into four classes as follows: “member fire company”, “member auxiliary”, “member firemen”, and “member ladies”. The qualifications for membership in each class shall be as follows:

- (a) Member fire companies shall be Delaware Volunteer Companies which are member of the Delaware Volunteer Firemen’s Association and shall have been approved for membership by the Board of Trustees of this corporation.
- (b) Member auxiliary shall be Ladies Auxiliary of Delaware Fire Companies qualifying under paragraph (a) above.
- (c) A member fireman is a duly enrolled fireman in good standing with a member fire company, and
- (d) A member lady is a duly enrolled woman in good standing with a member auxiliary.

Section 2. Voting Rights of Members

Of the members, only member fire companies and member ladies’ auxiliary in good standing are empowered to vote regarding the affairs and member meetings of the corporation and each member fire company and member ladies’ auxiliary in good standing shall jointly be entitled to two votes. Each such member fire company and member ladies’ auxiliary shall jointly send to member meetings two delegates, and alternates for such delegates, to vote the company’s two votes. The two delegates, or their alternates, shall vote as directed by the member firemen and member ladies of the respective companies and auxiliaries.

ARTICLE III

Section 1.

The annual conference of this corporation shall be held at the same place on the same date with the Delaware Volunteer Firemen’s Association, Inc. At the quarterly meetings of the Delaware Volunteer Firemen’s Association the trustees must give a report of the trustee meetings they have held since the last quarterly meeting of the Delaware Volunteer Firemen’s Association.

Article IV Trustees

Section 1.

The number of Trustees shall be nine (9). For purposes of re-election, the nine Trustees shall be divided into three groups each group having three Trustees. The groups shall be known as: The State Trustees; The County Men Trustees; and The County Women Trustees.

Clause A. The State Trustees

The three Trustees presently serving as trustees of the Mutual Relief Association shall be the initial three state trustees. The terms of these initial trustees shall be the remainder of the term that each was originally appointed to serve for the Mutual Relief Association; to wit; the term of Jones in Sussex County shall expire in 1974, the term of Brown in New Castle County shall expire in 1975; and the term of Golder in Kent County shall expire in 1976.

The President of the Delaware Volunteer Firemen’s Association shall fill all vacancies that arise among the State Trustees and shall appoint succeeding trustees upon the expiration of the terms of the serving trustees. Upon the expiration of the present terms of the initial trustees, the terms of all subsequent trustees shall be three years so that each year one trustee’s position is open for an appointment. At all times, there shall be one Trustee from New Castle County, one from Kent County, and one from Sussex County.

Clause B. The County Men Trustees

At all times, of the County Men Trustees these shall be one trustee from New Castle County, one from Kent County, and one from Sussex County. At all times, the trustee from a given county shall be appointed by the President of the same county’s County Volunteer Firemen’s Association.

The initial New Castle County Trustee’s term shall expire in 1974; the initial Kent County Trustee’s term shall expire in 1975; and the initial Sussex County Trustee’s term shall expire in 1976. Thereafter, the terms of all subsequent trustees shall be three years so that each year one trustee’s position is open for appointment.

Clause C. The County Women Trustees

At all times, of the County Women Trustees, there shall be one trustee from New Castle County, one from Kent County, and one from Sussex County. At all times, the trustees from a given county shall be appointed by the President of the same county’s County Ladies Auxiliary.

The initial Kent County Trustee’s term shall expire in 1974; the initial Sussex County Trustee’s term shall expire in 1975; and the initial New Castle County Trustee’s term shall expire in 1976. Thereafter, the terms of all subsequent trustees shall be three years, so that each year one trustee’s position is open for an appointment.

Section 2.

No person shall more than two successive three-year terms, as a trustee. Any person appointed to fill a vacancy shall for that appointment serve only the remainder of the term of the vacancy they are appointed to fill. For the purposes of terms, one year is from one annual meeting of members to the next annual meeting of members; and the term shall expire ten days after the date of the annual meeting. Failure to name a new trustee to replace the retiring trustee, at the end of ten days shall automatically extend the retiring trustee’s term with full power until such time as his successor is in fact appointed. A person shall serve his full term except in the event of resignation, death or due cause for removal by an affirmative vote for removal by a majority vote of the voting members.

Section 3.

No Trustee may be a President of either the Delaware Volunteer Firemen’s Association, a County Volunteer Firemen’s Association, or a County Ladies Auxiliary Association. The appointment or election of a trustee to any one of these offices shall automatically terminate that person’s capacity of trustee as such time that the said person accepted the position of president.

Section 4.

To constitute a quorum for a meeting of Trustees there must be **five** trustees present and at least **one from each county**.

Section 5.

No company shall have more than one member or ladies’ auxiliary member serving as a trustee at the same time.

Article V Management

Section 1.

The Board of Trustee shall elect from their own number a Chairman. The Chairman’s term shall be one year. A person may not serve more than three consecutive terms as Chairman.

Section 2.

The Board of Trustees may, by resolution adopted by a majority of the Trustees in office, designate whatever offices and duties for those offices that they feel necessary and proper to fulfill the purposes of this corporation. There shall be a secretary and a treasurer who the trustees shall select from their own number.

Section 3.

The Secretary, Treasurer, and Chairman must be three different individuals. At no time, can the Chairman, Secretary, and Treasurer have more than two from the company in one county.

Section 4.

The Board of Trustees may, by resolution adopted by a majority of the Trustees in office, appoint persons to fill the offices created under Section 1 and 2 of this Article.

Section 5.

Excepting for the powers and authority under Section 1, Section 2, and Section 4 of this Article, the Trustees may, by resolution adopted by a majority of the Trustees in office, designate one or more committees, each of which shall consist of two or more Trustees, which committees, to the extent provided in such resolution, shall have and exercise the authority of the Board of Trustees in the management of the but the designation of such committee and the delegation thereto of authority shall not operate to relieve the Board of Trustees, or any individual trustee, of any responsibility imposed on it or him by law.

Section 6.

A meeting of the Board of Trustees shall be held within 35 days of the opening session of the Annual Convention. At said meeting, an election shall be held to fill the offices of the Board of Trustees. The newly elected officers shall be installed as the final order of business of said meeting.

Article VI

Section 1.

In the Certificate of Incorporation, the Constitution and the bylaws, any reference to one sex shall be deemed to so refer for convenience only and in reality is meant to refer to both male and female.

Article VII.

Section 1.

There shall be an annual audit of the financial records prepared by a Certified Public Accountant. This audit, in its final form, covering the prior calendar year, shall be completed by July 31st of each year.

The Certified Public Accountant, in preparing the annual audit, shall also prepare the annual report required to be filed by law.

The annual audit and report submitted to the Office of the Insurance Commissioner shall be prepared in such a fashion as to satisfy all requirements of the laws of the State of Delaware, and Rules and Regulations of the Insurance Commissioner’s Office.

Article VIII

Amendment of the Constitution

Section 1.

This Constitution may be amended or revised at any Annual or Special Convention by a vote of two-thirds of the total member fire company votes, provided the proposed amendment of revision shall have been submitted to the Board of Trustees at least sixty (60) days prior to the first session of the Convention. The Secretary shall mail copies to all companies forty-five (45) days previous to the Convention.