

## **UNION CENTER FIRE COMPANY**

### **BOARD OF DIRECTORS MEETING**

March 7, 2011

**IN ATTENDANCE:** W. Miga, B. Dieffenbacher, A. Green, M. Belensky, K. Miga

**ABSENT:** M. Henry and A. Silvestri

#### **WORK ITEMS:**

Wes is to send the information disclosure policy to the new board members.

We have a policy for information disclosure and once we get the BOG that corresponds to it we will have the lawyer review it.

\*\*\*Currently updating roster and it will go out on the web site when it is done, minus birthdates.

Karen will ask Erin about status of suggested cleaning jobs for cleaning people to be hired.

Karen will get information from Erin about uniforms for the next meeting.

Code of Ethics was updated by Wes and was sent to the committee. It was approved and needs to be sent to the membership. Karen will get it from Erin.

\*\*\*UHS Trauma Teaching Day registration fee being paid for by the company for qualified EMS personnel is under consideration by the Board.

Roof at Station 2 is leaking and needs to be repaired or replaced. Someone will need to look into this.

\*\*\* Adrian agreed to be the contact person for both Station 1 and Station 2. Any issues involving the stations can be brought to Adrian who will pass the information on to the Board.

\*\*\*Adrian will be handling the vending machines and members can tell him if they have any preferences.

\*\*\*Discussion regarding ordering and pickup of food for monthly meeting on a rotating basis.

\*\*\*We will post a list of board member responsibilities for each position on the web site.

(\*\*\* Denotes Board Communication items.)

**DECISIONS:**

This Thursday, March 10, at 7:00 we will meet with the chiefs at Station 1 to discuss the budget as per Bill's request.

The annual PPE inspection should be a BOG on the operational side.

Respectively submitted by Karen S. Miga

**RESPONSIBILITIES OF THE BOARD OF DIRECTORS OF**  
**UNION CENTER FIRE COMPANY**

(according to bylaws as of 03/05/2011)

**PRESIDENT**

- Chief executive officer, in charge of the general supervision of company affairs with respect to the development and implementation of its goals and policies.
- Presides over all Board meetings and company meetings.
- Performs duties as assigned by the Board.
- Signs all documents in the name of the company when authorized by the Board.
- Has the authority to sign checks together with other officials designated by the Board by resolution.
- Ex-officio member of all committees.
- May not vote on any issue except in the case of a tie.
- Has the power to bind the company to a contract for fire protection beyond Union Center borders.
- Appoints all committees unless otherwise stated in the bylaws.

**VICE-PRESIDENT**

- In the absence of the president, exercises all functions of the president.

**TREASURER**

- Has care and custody of all funds, securities, deeds and insurance policies and other valuable documents relating to company property.
- Disburses no money and invests no money except upon the order of the president or duly authorized individual, including the Board.
- Gives bond in sum and securities as the Board may require.
- Endorses when necessary on behalf of the company for collection notes, checks and other obligations and deposits the same.

- Signs all receipts with other designated officer or officers.
- Signs all checks of the company and all bills of exchange and promissory notes, except when designated by the Board or bylaws that a clerk or other officer or agent will do so.
- Will oversee a clerk if one is appointed.
- Keeps books fully and accurately.
- Exhibits books at all reasonable times to any member on application at the offices of the company.
- Prepares a budget to be presented to the Board for approval.

## **SECRETARY**

- Maintains a record of all meetings of the company and the Board.
- Mails, posts and publishes all notices of meetings and nominations of candidates for election.
- Custodian of all books and papers belonging to the company.
- Places revision of all bylaws in the minutes.
- Ensures a copy of the minutes of each meeting is maintained in the office for inspection.
- Calls the roll at all regular member and special member meetings.
- Conducts correspondence on behalf of the company.
- Has charge of the seal of the company and books, records and papers as the Board directs.
- When authorized or ordered by the Board may affix the seal of the company and execute contracts, agreements or other documents on behalf of the company.
- Notifies all persons newly elected to membership and furnishes them with a copy of the bylaws.
- Maintains a written record of each member, including name, age, date of joining and all related to the same.
- Keeps records of all applications whether or not completed and whether or not elected.

Keeps applications of those not completed or elected to membership for 4 years and then destroys.

### **DIRECTOR AT LARGE**

- Nothing specifically listed.

### **EX-OFFICIO DIRECTOR**

- The Chief shall be an ex-officio member of the board.
- Entitled to attend all meetings of the Board and has the full right to participate in any discussions, but without the right to vote on its deliberations.
- Is unable to authorize purchases.
- Any member may be appointed by the Board to an ex-officio membership position for a term to run concurrent with the term of the Board which made the appointment.