Article I

The Organization

The Metropolitan Baltimore Fire Emerald Society, Inc. (herein referred to as “The Society”) is a benevolent corporation operating as a 501 C (3) charitable organization. The purpose of which is:

1. To promote good will and comradery among members of The Society.
2. To sponsor social activities with a view toward aiding and furthering religious, educational and charitable causes.
3. To inculcate and preserve in its members the heritage of their Gaelic culture.
4. To uphold and defend the constitution of the United States of America.
5. To recognize and promote the accomplishments and contributions of our ancestors and fellow Irish-Americans.
6. To promote positive public sentiment toward members of the fire service.
7. To aid and assist worthy or needy members, which are in the best interest of The Society.

Article II

Membership

1. Active

Active members must be citizens of the United States of America and, being natives or descendants of natives of Ireland or have rendered some conspicuous service to the Irish community in the United States or Ireland, and a member of a metropolitan Baltimore fire department and must be of good moral character.

1. Retired

Any member of a fire department who qualifies for membership as per section A. and is retired may apply for Retired member status or any Active member, upon reaching retirement, may request a status change to Retired member. This request shall be in written form to the secretary.

1. Associate

An Associate member may be conferred by The Society on persons NOT affiliated with a fire department. Associate member may be conferred by The Society on persons who The Society feels will distinguish themselves as members of The Society. Associate members may vote.

1. Honorary

The Society may confer Honorary membership on anyone (regardless of fire department membership or Irish heritage) provided that person is proposed by a member in good standing and approved by the officers of The Society. Honorary members shall not vote or hold office.

1. Application for membership shall be in writing in a format approved by the officers of The Society. The application shall include information about the applicant’s fire department affiliation and Irish heritage or service to the Irish community. The application shall be signed by the applicant and a member in good standing. Application approval is at the sole discretion of the officers of The Society.
2. Any member found guilty of engaging in activity reflecting discredit on The Society or its officers shall be liable to censure, suspension or expulsion at the discretion of the Executive Board.

Article III

Dues

1. The bi-annual dues for Active/Associate members shall be set by the officers of The Society. The dues for Retired members shall be ½ that of Active/Associate members.
2. Dues shall be payable on March 17th of each EVEN numbered year.
3. Members who fail to pay their dues shall be considered not in good standing and ineligible to vote or hold office. Members more than 6 months in arrears shall be subject to removal from the rolls following written notice from the Secretary.
4. A member not in good standing can pay dues and reinstate good standing.
5. Dues may be waived by a vote of the Board based on the recommendation of the Membership Committee.

Article IV

Meetings

1. The Society shall hold general membership meetings on the second Monday of EVEN numbered months.
2. Notice of these meetings shall be sent out by the Secretary via approved means at least fourteen (14) days prior to the meeting.
3. All meetings require a quorum of no less than ten (10) members.
4. Robert’s Rules of Procedures shall be followed at all meetings of The Society.
5. Voting on issues following Robert’s Rules of Procedures will be determined by a show of hands on all issues, unless the Trustees require a roll call.
6. Majority will rule, unless stipulated otherwise in these by-laws.
7. Executive Board meetings will be monthly or as deemed necessary by the President.
8. These meetings shall consist of elected officers and others as deemed necessary by the President.
9. A minimum of three (3) officers is required for a quorum.
10. Officers must be notified a minimum of fourteen (14) days prior to a meeting either by phone or email.
11. Committee meetings will be held as deemed necessary by the committee chair of a specific event or the President of The Society.
12. Special meetings may be called by:
13. The President any time it is deemed necessary.
14. At the request of the membership upon receipt of a signed petition of thirty (30) members.
15. A minimum of thirty (30) members is required for a special meeting quorum.

Article V

Officers

1. The Society shall be governed by the officers consisting of: President, Vice President, Secretary, Treasurer and three (3) Trustees. These officers shall be commonly known as the Executive Board and shall be duly elected by the membership.
2. All officers will serve a two (2) year term beginning on January 1st and ending midnight of December 31st.
3. The President shall be the Chief Executive Officer of The Society.
4. Officers and Trustees may be removed from their positions for non-performance, continued absence or conduct reflecting discredit on The Society. Motions for such action will be submitted to the Executive Board for decision. A majority vote will determine the outcome.
5. In the event of death, resignation, long term illness, removal from office, etc. the President may appoint a member to fill the vacancy for remainder of the term of office.
6. The offices of President, Vice-president and Treasurer must be filled by an active or retired member as defined in Article II.

Article VI

Duties of Officers

1. President:
2. Shall preside at all meetings and functions of The Society and perform all other duties specifically assigned by these by-laws.
3. Shall appoint the members and chairs of such committees as provided for in these by-laws and other committees as needed.
4. Shall authorize chairs of committees to sign contracts and agreements on behalf of The Society.
5. Shall co-jointly with the Treasurer be empowered to disburse the funds of The Society as directed by the Executive Board.
6. Shall be empowered to call special meetings of The Society under such terms and conditions as deemed necessary and proper.
7. Vice President:
8. Shall assist the President and conduct scheduled meetings in the President’s absence.
9. In the event of death, resignation or removal of the President, the Vice President shall succeed to that office.
10. Shall insure an annual audit of The Society finances prior to the yearly elections.
11. Treasurer:
12. Shall keep the monies and securities of The Society including: deposits, withdrawals, transfers, purchase and sale of securities, as approved by the Executive Board.
13. Shall pay all customary obligations of The Society and those approved by the Executive Board.
14. Shall keep suitable, secured and proper books of account and record therein all receipts and disbursements.
15. Shall render a report of the finances of The Society at all meetings.
16. Shall file the necessary tax return at the end of each fiscal year.
17. Shall submit The Society’s 990’s and Annual Registration to The Maryland Secretary of State by the appropriate filing dates.
18. Secretary:
19. Shall keep an account of all proceedings and present the minutes of each meeting for approval at the following meeting.
20. Shall ensure that meeting notices are sent out via means approved by the Executive Board at least fourteen (14) days prior to the scheduled meeting date.
21. Shall tend to correspondence of The Society whenever necessary. Shall perform other duties as deemed appropriate by the Executive Board.
22. Shall keep attendance of The Society at all meetings.
23. Trustees:
24. Shall audit all books, records, decisions, etc. as they see fit and report all findings to The Society.
25. Shall assist and advise the President of The Society.
26. Shall review complaints about members/officers of The Society (see Article II, Section F) and shall vote with the officers to determine action to be taken.

Article VII

Election of Officers

1. Elections shall be held at the December general meeting.
2. Offices will be elected in the following fashion:
3. Elected in the EVEN YEAR to begin term in the ODD YEAR:
4. President
5. Treasurer
6. Two (2) Trustees
7. Elected in the ODD YEAR to begin term in the EVEN YEAR:
8. Vice President
9. Secretary
10. One (1) Trustee
11. The President shall appoint a Nominating Committee, as provided for in Article VII of these by-laws, at the August general meeting.
12. The Nominating Committee shall deliver a proposed slate to the Executive Board by October 1st of each year. Nominations will be first accepted from the Nominating Committee at the October general meeting.
13. Members who aspire for office may place their names in nomination from the floor at the October general meeting.
14. The Secretary shall inform in writing all members in good standing of the proposed slate at least thirty (30) days prior to the stated election meeting.
15. A majority of those voting at the election meeting as indicated by a show of hands shall be sufficient for the election of new offices unless more than one member aspires to the office, then a paper ballot will be used.
16. In case of questions as to a clear majority, a written vote or roll call vote may be called for by the Board of Trustees.
17. Only members in good standing are allowed to vote or hold office.
18. The Board of Trustees shall officiate over the election.
19. At the end of each officer’s respective two (2) year term, that officer will pass on all appropriate assets, properties, etc. to the person assuming that respective office.

Article VIII

Committees

1. The Nominating Committee shall select and deliver a list of nominees to the Executive Board for the following year.
2. The Committee shall consist of no less than three (3) members selected by The President by October 1st each year, prior to the election of the new officers.
3. One member shall be designated the chairperson.
4. The Finance Committee shall be responsible for the oversight of all finance, tax, insurance, and legal matters of The Society.
5. The committee shall consist of five (5) members including the President, the appointed Chairperson of the Finance Committee, Treasurer, Counsel and one member at large appointed by the President.
6. The committee shall report to the Executive Board of The Society.
7. Other committees shall be formed as needed by the President and shall report to the Executive Board of The Society.

Article IX

Funds of The Society

1. The Finance Committee shall oversee the operating and trust funds of The Society. This will be a standing committee.
2. An operations budget will be prepared by the Finance Committee prior to the first general meeting of the calendar year. Budgets will also be prepared by committee chairs and presented to the President for approval prior to major events.
3. Financial decisions involving day-to-day operations of The Society will be decided by a majority vote of the Finance Committee and reported to the Executive Board at the next meeting.
4. Three (3) members of the Finance Committee shall constitute a quorum.
5. Committee votes and actions shall be recorded and delivered to the Secretary for inclusion in the minutes.
6. Extraordinary expenses (e.g. purchases, donations, unbudgeted and non-traditional expenses exceeding $300.00, capital expenditures, etc.) will be presented to the Executive Board for approval. Majority vote will rule.

Article X

Expenses of The Society

1. Committee chairs are authorized to contract expenses that are reasonable, customary and within submitted budget for the function for which they are responsible. Any item that is a significant increase (15% or more) over the previous year or different from those historically associated with the function should be brought to the President (who shall consult with the Treasurer) prior to commitment on that expense.
2. All invoices for payment of function expenses shall be reviewed and approved by the committee chairperson prior to presentation to the Treasurer for payment.
3. Total expenses for a calendar year shall not exceed the annual budgeted amount without prior authorization of the Executive Board.
4. Miscellaneous Expenses: From time to time, certain other minor expenses may be incurred on behalf of The Society by a member. Said expenses shall be considered reimbursable if the following criteria are met:
5. Those expenses were incurred while acting on behalf of The Society.
6. A receipt and brief written explanation supporting the expense is given to the Treasurer.
7. These expenses do not exceed $150.00
8. Exceptions to the above or items not specifically addressed in this Article must be approved in advance by the Finance Committee or the expenses will not be considered reimbursable.

Article XI

Amendments

1. All proposals to amend these by-laws shall be submitted in writing to the Secretary and will be considered by the Executive Board at their subsequent monthly meeting. It shall be signed by at least fifteen (15) members in good standing.
2. If the Executive Board reports favorably upon any amendment submitted, discussion and voting of such amendment shall be assigned as special business for the next scheduled general meeting.
3. Notice of such meeting shall be sent by the Secretary via approved means at least ten (10) days prior to the date of that scheduled meeting. A copy of the amendment shall be included with the meeting notice.
4. These by-laws may be amended by a two-thirds (2/3) majority vote as cast at that meeting. The Trustees shall determine if a roll call vote is needed.

Article XII

Dissolutions

1. A motion is required to dissolve the organization.
2. Motion must be in writing.
3. Motion must be signed by five (5) members in good standing.
4. Motion is subject to the same standards, other than stated above, as an amendment to the by-laws, as written in Article XI.
5. Upon dissolution, any assets of the organization shall be forwarded to a 501 C (3) organization which will be selected by the Executive Board.

Article XIII

1. All documents, records and ledgers of the Metropolitan Baltimore Fire Emerald Society shall remain the property of The Society.
2. The Society will be NON-POLITICAL in nature. It will not support, campaign or fundraise for any political candidate or legislation or matters incidental and therein related to political action.