

**THE
CONSTITUTION AND BY-LAWS
OF
THE KEYSTONE WATER RESCUE INC,
BOYERTOWN PENNSYLVANIA**

TB presented version 2012
Bw Revised: January 15, 2012
Bw First Proposal: February 8, 2012
Bw second Proposal: April 20, 2012
Bw third Proposal: June 3, 2013
Bw Forth Proposal: may 20, 2014
Bw revised Oct 10, 2014
Bw revised February 17, 2015
Bw revised March 31, 2015

By majority members voted and Adopted: April 5, 2015

Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512

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ORDER OF BUSINESS

1. President shall call the meeting to order, and lead the members in the Pledge of Allegiance to the Flag.

2. Roll call of officers (Administrative and Operational) and elected officials.

3. Reading of minutes of last previous meetings, regular or special.

4. Reading of bills and communications.

5. Dive Captain's Report.

6. Reports of all committees, standing and specially appointed.

7. Trustee's Report.

8. Proposal of candidates for membership.

9. Balloting upon candidates for membership.

10. Unfinished Business.

11. New Business.

Adjournment

THE CONSTITUTION AND BY-LAWS

RESOLUTION FOR AMENDMENT OF ARTICLES OF INCORPORATION

Be it resolved, and it is hereby resolved, that the Constitution and By-Laws of the Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512 shall be, by vote of the membership, amended, modified and

restated to provide as set forth herein, in full, to wit:

AMENDED CONSTITUTION

PREAMBLE

That upon inception on July 31st 2014 and further incorporation by charter on September on the 18th day of the year of 2014

in the state of Pennsylvania was issued entity number 4296904, "Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512" had not, and did not for sometime thereafter, establish a written or printed copy of "The Constitution and By-Laws of the Keystone Water Rescue, Inc., of Pennsylvania," and that on By majority members voted

and Adopted: April 5, 2015, in order to re-assert the purposes of the aforementioned

Organization; and, to set forth in written form a revised set of laws governing the said organization, the

"Constitution and By-Laws of the Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512" was

proposed and adopted by the membership of the organization. Further, that realizing the need for the

up-dating and revision of said By-Laws, the following, presented on the 5th day of April , 2015, upon

adoption by the membership of the said Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512, shall

be known as the "Constitution and By-Laws of the Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512," and shall be true and binding upon all manner of business conducted before, by, and

within the aforementioned chartered organization.

CONSTITUTION

ARTICLE I - NAME

The name of this corporation, as defined by its charter granted by the Court of Berks County, Pennsylvania, on September on the 18th day of the year of 2014, is "Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512.

Hereafter, the business name of said chartered corporation shall be, "Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512," herein stated as the "Company."

And also referenced through out this document as A.K.A.; call sign KWR16

or simply stated through out this document as **KWRinc**

ARTICLE II - LOCATION

The location and post office address of said organization and its registered office shall be established by vote of the membership of the organization.

ARTICLE III - LEGAL HISTORY

That the corporation was formed under existing public law and that on September 18th 2014, the membership of "Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512," petitioned The Court of Common

Pleas of Berks County, Pennsylvania, and on September 18th 2014,, said court granted the existing charter. That on September 18th 2014,, the first written or printed copy of "The Generic version By-Laws of the Keystone Water Rescue, Inc," was presented to the courts as necessary by law and a newly more detailed version was later adopted

by the membership of said organization. Further, that said "Constitution and By-Laws" has remained

binding, and to this date has several times been modified. Now, on the April 5, 2015 this

document, known as "The Proposed Constitution and By-Laws of the Keystone Water Rescue, Inc," is presented to the membership

of said organization for consideration and,
upon a majority of members present, in compliance with the By-Laws now in effect, voting for and a
minority voting against, shall be adopted and be known as "The Constitution and By-Laws of the
Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512." The previous existing original Articles and
By-Laws are therefore amended, modified and re-stated in their entirety.

ARTICLE IV — PURPOSE

Quoting directly from the above-named Charter, "the object and purpose of the corporation shall be the
support of Keystone Water Rescue to protect and preserve life by providing dive and water rescue services when called upon

More currently, by modification of the Charter in 2015, the corporation is charged with: and/or the
support of a rescue truck, equipment and personnel to perform specialized search, rescue and recovery
functions and services wherever they may be called based upon need - including rescue trucks, boats,
specialized search, rescue, and recovery equipment, and other such apparatus and equipment as may be
required For the preservation of lives and property in the Borough of Boyertown ,Berks County and vicinity
from the hazards of water, the proper minimizing of the damage and destruction caused by water
through proper performance of charged duties, and preparation for and response to any emergency or
disaster situation for which the Corporation is suited to provide relief.

ARTICLE V - POWER TO HOLD PERSONAL PROPERTY OR REAL ESTATE

The Corporation is organized and Chartered upon a non-stock basis. It shall have the authority to own real property, disburse funds, collect money, and perform any other action relating to goods and chattels which legally falls under its Chartered purview, but shall not have authority to issue shares.

ARTICLE VI - TERM OF CORPORATE EXISTENCE

The term of existence of said organization and Corporation is perpetual.

ARTICLE VII — POWER AND AUTHORITY

This Corporation shall have full legal power and authority to make, devise, possess and use one common seal and Corporate name with such form and inscriptions as they may deem proper, and the same to break, alter or renew at their will and pleasure, and by the name, style and title aforesaid shall be able and capable in law to sue and be sued, plead and be pleaded in any court or courts before any judge or judges, justice or justices, in all forms or manner of suits, complaints, pleas, summonses and all matters and demands whatsoever, and all and every matter and thing therein to do as fully and effectually as any other person or persons, bodies, politic or corporate within this Commonwealth, may or can legally do, and shall be authorized and empowered to make rules, by-laws; ordinances and pass legislation, and to do everything needful for the practical government and proper support of the affairs of the said Company; provided, always that the fore stated actions be not repugnant to the Constitution and laws of the United States of America, or the Constitution and laws of the Commonwealth of Pennsylvania, and political subdivision, or to this instrument.

ARTICLE VIII - MEMBERSHIP

Section I

No person under the age of eighteen (18) years shall be eligible for membership in the Company.

Section 2

All members of the Company shall be considered members in good standing unless action by the Company has otherwise altered or changed the status of the individual's membership. All members shall receive and bear one common identification card indicating membership in the Company. For

administrative and operational control members shall have their status classified as follows:

A. Active Member -

Such member shall have attained a set level of emergency services operational training within a specified period of time and shall have complied with the active membership requirements as set forth by the Operational Officers, and approved by the Board of Directors, during the previous membership year. Or, such member shall be then-serving as an Administrative Officer of the Company and/or in some other manner shall be deemed as 'critical personnel' by the Board of Directors of the Company.

B. Social Member -

Such member shall have full membership-in-good-standing with the Company. However, such member, shall not participate in the emergency services operations or administrative functions of the Company.

C. Honorary Member

- Such member shall have this membership conferred upon him/her by recommendation of the Board of Directors and a two-thirds (2/3) vote of the membership at a meeting where this purpose has been previously stated in the minutes of a prior meeting. Such membership shall be considered in effect for the member's lifetime and shall entitle such honorary member to Company membership-in-good-standing and exempt such member from payment of yearly dues. Honorary Membership may be conferred upon a member, by the Company, for such reasons as disability, long service or meritorious action.

D. Life Member

- Such member shall automatically receive this membership after the completion of twenty-five (25) years of continuous active membership in the Company. Such membership shall be automatic and requires no prior Company vote. Such stated membership, once conferred, shall remain in effect for the lifetime of the member unless suspended or revoked in accordance with membership rules and regulations herein stated in this document, and shall exempt the member from payment of yearly dues.

Section 3

Any person seeking to become a member of this Company, or seeking reinstatement to membership in this Company, shall complete a petition addressed to the Company President and membership. Said petition shall set forth the candidates name, legal place of residence, age, occupation and reason for requesting membership. It shall be signed by at least one (1) Officer-in-good-standing of the Company, and be accompanied by an initiation fee which shall have been set previously by vote of the Board of Directors of the Company. Such petition shall be presented by the referring member to the Company President at any regular stated Board meeting of the Company. The President shall then refer the application to the Board of Directors for consideration, debate and recommendation of acceptance or

rejection of the membership application. Upon receipt of said report the membership shall vote upon the candidate. Balloting upon any candidate for membership in the Company shall be conducted by a show of hands of the membership on the question to be posed by the President. However, upon request of any one member-in-good-standing of the Company, a secret ballot vote shall be taken. If elected for membership, initiation fee shall include dues paid-in-full for the balance of the remaining dues year. If rejected for membership, the applicant shall have his initiation fee promptly returned to him. If rejected, the applicant shall receive a letter, signed by the President, advising him of: the rejection of his membership application by the membership; his/her right to re-apply for membership after the expiration of a six (6) month period; and the proper return of his/her initiation fee. The reason(s) for rejection shall not be contained in this letter.

Section 4

The Board of Directors, at its discretion, may allow Junior Membership for the purposes of recruitment, training and retention. Said membership shall be held by individuals aged fourteen (14) thru eighteen (18) years of age according to rules of governance and operation established by the Diving-Rescue Unit Officers as applicable and according to rules and regulations promulgated by the Office of the State Fire Commissioner.

ARTICLE IX — MEETINGS

Section I

All meetings shall take place in the fire house building regularly used and occupied as such by this Company. However, by majority vote of those members in attendance, the date, time, or place of the next single stated or special scheduled meeting may be changed. Notice of this change shall be posted in at least two conspicuous places within the fire house for a period of not less than fourteen (14) days before said meeting. Meetings shall then revert back to the schedule as set forth by Sections 2 and 3 of this Article.

Section 2

The regular stated meetings of the Company shall be held at eight o'clock (7:00) P.M. on the last Monday of each calendar month.

One meeting per each month of the year shall be mandatory. If a stated meeting shall occur on a holiday, the membership may, at the prior stated meeting, elect to hold the meeting as scheduled or to revise the time and date for that single meeting.

Section 3

All special meetings of the Company shall be called either by the President or by written request of seven (5) members-in-good-standing which shall be presented to the President. Such special meeting shall be scheduled no sooner than twenty-four(24) hours nor later than three (3) days after the President becomes aware that the business of the Company may require such a meeting. Notice of the special meeting shall be given the Company membership by posting the time, date, place and topic of the meeting Via. electronic notification No business, other than that which was posted as the topic, shall be discussed or considered at a special meeting.

Section 4

five (5) members of the Company present at a stated or special meeting shall constitute a quorum for the transaction of Company business at that meeting.

Section 5

The President of the Company, or his designate, shall preside over all meetings where Company business or policy is considered. Robert's Rules of Parliamentary Procedure will be the official rule of order at all meetings held in, by and for the Company.

Section 6

It shall be the duty of the Board of Directors to meet prior to each stated meeting of the Company. The Board shall discuss all problems and considerations pertaining to the welfare of the Company, consider all business to be brought before the Company general membership, take any and all actions on behalf of the Company to wit the Constitution and By-Laws of the Company so allow, and to make recommendations to the general membership of the Company at a regular stated meeting of the Company.

Section 7

Emergency bylaws and meetings

ARTICLE X — OFFICERS

Section 1`

Elected/Appointed Officers of the Company shall consist of Administrative Officers and Emergency Services Operations Officers.

Section 2

Administrative Officers shall consist of the President, Vice-President, Secretary, Treasurer, and three(3) Trustees.

Section 3

Emergency Services Operations Officers shall consist of the Commander (Chief), Dive Captain (Deputy Chief), Dive Lieutenant, Support Lieutenant, and all Staff Officers appointed/elected in accordance with other sections of this document.

Section 4

All Administrative officers shall be elected annually by the general membership, except the Trustees, who shall be elected to serve a term of office of three (3) years, one-third (1/3) to be elected annually.

Section 5

All Emergency Services Operations Officers shall be elected / appointed annually by the active membership only, except for the Commander (Chief) who shall be appointed bi-annually the general membership

Section 6

If any member of the Company shall be elected to and/or hold more than one (1) Officership, whether it be either Administrative or Operational, said member shall hold only one vote on the Board of Directors.

Section 7

All elected officers of the Company, Administrative, Operations, and otherwise, shall attend a minimum of nine (9) stated meetings of the Company during their term of office. Staff Officers and any Officers appointed are exempted from this requirement. Failure to do so, or absence from more than three (3) meetings without presentation of reasonable excuse, shall serve to cause said officer to forfeit his/her elected office. All elected officers of the Company, Administrative, Operations and others, shall have their names read during roll call at the start of each stated Company meeting. His/her presence or absence shall duly be recorded by the Secretary. An officer who shall have notified any Administrative officer of a valid reason for his/her absence at a stated meeting of the Company prior to that meeting, shall be deemed as having "reported off" for that meeting and shall receive credit for attendance at said meeting. Such privilege shall be extended to each officer only three (3) times during his/her term of office.

Section 8

Swearing in of officers ;And your oath of office;

sworn to uphold the external laws of pa and internal laws of keystone water rescue inc to be bound by your actions and your fiduciary duties below

Fiduciary Duties of Directors and Officers of Nonprofit Organizations

A. Duty of Care

The duty of care includes obligations to keep informed, remain attentive, and act in a manner that the officer or director reasonably believes is in the best interest of the organization. Typically, that means decisions must be made with “requisite care.”

In satisfying its duty of care, a board should inform itself of all material information reasonably available to it, implement a decision-making process that allows members to carefully consider that information and all reasonable alternatives, where appropriate, seek advice from relevant industry, legal or financial advisors, and maintain complete records of board deliberations.

Although nonprofit leaders ***may reasonably rely on the advice of outside advisors*** in discharging their duty of care, they should not merely be passive recipients of that advice, but rather ***play a role in the information gathering and decision-making process***.

B. The Duty of Loyalty

Unlike the duty of care, which largely concerns a board’s deliberative ***process***, the duty of loyalty focuses on the ***substance*** of board deliberations—including director and officer motives, purposes, and goals.

The duty of loyalty requires each director and officer to act in good faith and in a manner that the individual reasonably believes to be in the best interests of the organization. Directors and officers must also take steps to not utilize corporate property or seize corporate opportunities for the individual’s own personal benefit or the benefit of friends and families. As a result, in practice, the duty of loyalty’s most common target is insider self-dealing or self-interested transactions. Leaders of nonprofit and community-based organizations may be personally liable if they act based on their own self-interest in a way that does not serve the organization’s inter

C. The Duty of Obedience.

Unlike the fiduciaries of for-profit enterprises, the directors and officers of nonprofit and community-based organizations also must adhere to a third fiduciary duty—the so-called “duty of obedience,” which requires the directors and officers of a nonprofit or community-based organization to carry out the purpose and mission of the organization, as expressed in the governing legal documents.

I (state name)_____

As a member of the keystone water rescue inc and officer or board of directors, I understand that I have a fiduciary obligation to perform my duties and responsibilities to the best of my abilities, in good faith and with proper diligence and care, consistent with the enabling statute, mission, and by-laws of the keystone water rescue inc and the laws of the state of Pennsylvania

ARTICLE XI — BOARD OF DIRECTORS

The Board of Directors for the Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512, shall consist

of the President, Vice-President, Secretary, Treasurer, three (3) Trustees, and the Commander. All

members of the Board of Directors shall be voting members. However, the President shall only vote on

any question brought before the Board in such cases where a tie vote is in effect.

ARTICLE XII — DEBTS AND BILLS

Section 1

No indebtedness of a value over two-hundred and fifty dollars (\$250.00) shall be incurred on behalf of the Company except by the Trustees in the performance of their duties as authorized in these By-Laws; by a duly authorized Committee or elected official, as specified in this document, after receiving specific authorization from the Trustees and the Board of Directors; and by a majority popular vote of the Company membership present at a stated or special meeting of the Company.

Section 2

A motion made, and properly seconded, at any stated or special meeting of the Company involving an expenditure of two-hundred and fifty dollars (\$250.00) or more shall first, before any vote of the membership is taken, be referred to the Board of Directors. An investigation as to the advisability and necessity of the proposed expenditure shall be conducted by the Trustees and a report of the Board's finding returned to the membership at the next stated meeting of the Company. If the report of the Board is favorable, a majority vote of the members attending said meeting shall authorize said purchase. If the report of the Board is unfavorable, a two-thirds (2/3) majority of all members voting shall be necessary to authorize said purchase.

Section 3

Furthermore, no written contract nor written evidence of indebtedness of over five-hundred dollars (\$500.00) shall be binding upon the Company, until it has received the sanction of two-thirds (2/3) of the qualified members present at a stated meeting or at a special meeting called to consider such matter. Upon such sanction by the membership, the contract or other evidence of indebtedness shall be signed by the President, Secretary and the Senior Trustee.

Section 4

All bills or monetary claims against the Company shall be presented with proper due haste at a stated meeting or at a special meeting called to consider such debt.

Section 5

All bills, monetary claims against the Company, drafts of indebtedness, contracts or any and all other written agreements having legal binding between the Company and any other person, place or thing, shall be reviewed and certified as being true and correct by the Trustees before being acted upon by the Company and/or any individual member or agent thereof.

Section 6

Upon vote of two-thirds (2/3) of the membership attending a stated or special meeting of the Company, or, a majority vote of the Board of Directors, the financial interests and matters of the Company shall be audited by an agency certified to conduct such an audit.

ARTICLE XIII - DUES

Section I

Annual dues for Company membership shall be of an amount which has been set as Company policy by recommendation of the Board of Directors and vote of the membership. The amount of annual dues may be revised by a two-thirds (2/3) vote of the membership at any stated or special meeting of the Company, but only after a recommendation of such action by the Board of Directors. Such recommendation shall be the result of any individual, or group, member, or elected officer, presenting the Board of Directors with proper evidence of the necessity for such action.

Section 2

Each member, upon payment-in-full of his annual dues, shall be given a receipt of such payment. The nature and composition of said receipt shall be at the discretion of the Board of Directors. `

Section 3

A. Annual dues shall be due and payable on or before January 15 of each calendar year. Any member having not paid his dues as of January 15 shall be considered to be in 'administratively suspended' status. Such member shall be notified of his/her failure to pay his dues in a manner prescribed by the Board of Directors and shall receive thirty (30) calendar days thereafter for payment of said dues. If the delinquent member fails to respond by the expiration of the thirty (30) calendar days, the delinquent member shall automatically have his membership in the Company revoked until such time as his/her dues are paid.

B. The Board of Directors may choose to adopt a policy of a penalty charge, not to exceed fifty per cent (50%) of the total due, on all late dues paid.

C. Any member who is delinquent by failure to pay his dues for a period of three (3) months without providing the Board of Directors with a valid excuse, shall have his membership automatically revoked and shall be required to make application for membership as a newly proposed applicant.

Section 4

The dues of a newly-elected member shall have been included in the initiation-application fee.

Section 5

For consideration of their services, all elected Administrative and Operations Officers shall be exempted from the payment of dues for their term of office.

ARTICLE XIV - AMENDMENTS

Section 1

The Charter of this corporation provides, as follows: "The members shall have the power to make such By-Laws for the governance of the corporation as they shall deem proper and to alter, amend, or repeal the same at any regular stated meeting of the corporation by a two-thirds (2/3) vote of the members present at the said meeting, provided such By-Laws, alterations, amendments, or repeals of the same shall have been presented in writing, signed by three (3) members of the Corporation, and read at the previous, regular, stated meeting."

Section 2

All such alterations, amendments, or repeals, upon adoption, shall be duly recorded by the Secretary and the official written copy of the Constitution and By-Laws of the Keystone Water Rescue, Inc.

240 N Walnut St, Boyertown, PA 19512 shall be revised and amended to indicate such alterations, amendments, or repeals as shall be required.

Section 3

Such alterations, amendments, or repeals shall be posted via electronic format and at a conspicuous place within the fire house for a period of not less than fourteen (14) calendar days before any vote may be taken on same, and must remain posted for a period not to be less than fourteen (14) calendar days after said vote has been taken.

ARTICLE XV — NOMINATION, ELECTION AND QUALIFICATIONS OF OFFICERS

Section 1

Nomination of candidates for Administrative and Operations Officerships shall take place at the November stated meeting of the Company each calendar year. Nominations shall be made by the membership, and upon nomination of a member, no second shall be required. The member so nominated shall, at that time, accept or decline such nomination.

Section 2

Election of Administrative and Operations Officers to serve for the ensuing year shall take place at the regular stated monthly meeting in December of each calendar year. Such election shall be held by written ballot unless otherwise specified to by two-thirds (2/3) vote of the members attending the nomination meeting in November.

Section 3

All duly elected/appointed officers shall take their respective chairs under the new business section at the stated Company meeting in January of each calendar year.

Section 4

The ballots of an election shall be counted by three (3) members attending the stated December meeting. Said three (3) members shall be appointed to their task by the President at the stated December meeting. The Senior Trustee shall act as Judge of Elections and shall insure proper and fair conduct at all times. The Secretary shall act as Recorder of Elections and shall certify all tallies and results.

Section 5

The membership may require any and all such qualifications and duties of candidates for, and holders of, Administrative and Operations Officerships as it deems necessary for the proper attainment of, and performance in such Officerships. Said qualifications and duties shall be enumerated in the By-Laws of the Company and may only be altered or changed upon proper procedure as stated in this document.

Section 6

Any member who shall desire to be a candidate for an officership, but who is unable to attend the nomination meeting shall make his desire known in writing to any Administrative Officer and same shall be presented to the membership before opening of nominations.

ARTICLE XVI — QUALIFICATIONS AND DUTIES OF VOTERS

Section 1

It shall be the duty of any and all members voting for officers at the stated December meeting to cast aside any personal feelings for other members and to cast their vote for the candidate for each Officership which they honestly believe will best serve the interests of the Company.

Section 2

Any member-in-good-standing who shall have attended four (4) stated meetings prior to, but not including the stated December meeting, during each calendar year shall be deemed entitled to vote at said election. Only such qualified members shall vote on the election question, however, any member-in-good-standing shall be allowed to vote on any other questions brought before the Company at the stated December meeting.

Section 3

Any member-in-good-standing who is unable to attend a stated meeting may receive credit for such meeting by submitting a written notice containing a valid excuse for his/her absence, to the President prior to said meeting. Such privilege shall be extended to the member only one (1) time during each calendar year.

Section 4

Members must attend the stated December meeting in order to cast a vote. No absentee votes shall be counted. During that December meeting The President shall declare the time that the polls shall open and close, and no vote shall be counted if cast at any other time.

Section 5

The general membership shall be allowed to vote for all Administrative Officers. Only active members shall be allowed to vote for Operations Officers.

ARTICLE XVII — VACANCY IN OFFICE

Should a vacancy occur in any Administrative or Operations office of the Company due to death, resignation, Company action, or otherwise, the President, at the next stated or special meeting, shall appoint a temporary successor. Between the time of such appointment and the expiration of the term of office, the membership,

at its discretion, may choose to either:

- a) allow the appointment to stand;
- b) by two-thirds (2/3) vote appoint the next subordinate officer to fill such vacancy, or
- c) proceed to fill such vacancy by ballot in the same manner as in the annual election of officers. Any such member thus

elected or appointed shall serve in said office until the expiration of the term of such office, or until a successor shall have been duly elected.

ARTICLE XVIII - FINES AND SUSPENSIONS

Section 1

In order that there may be a system of behavior that will credit the Company at all times, and to insure the proper conduct of all members in relationship to orders given and actions taken by

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elected/appointed Officers on behalf of the Company, a set system allowing for fines and suspensions of members shall be adopted and enforced by the Board of Directors.

Section 2

A system shall be established and adopted to insure the proper and fair application of the powers conferred by Section 1 above.

ARTICLE XIX - WITHDRAWALS OF MEMBERSHIP AND/OR OFFICERSHIP

Section 1

Any member, upon withdrawal of his/her elected officership, shall immediately return all keys, insignias, badges, papers, books, devices and/or any other Company property issued to him in connection with the performance of his/her duties. Such items shall be remanded to the Trustees if the member withdraws from an Administrative Office and to the Commander if the member withdraws from an Operations Office.

Section 2

Any person who withdraws from membership in the Company shall immediately return any and all Company property then in his/her possession. Such property shall be remanded to the President.

ARTICLE XX - UNIFORMS

Section 1

The Operational uniform of the Company shall be that which is dictated by the Commander and approved by the Board of Directors.

Section 2

The Administrative uniform of the Company shall be that which is dictated by the President.

ARTICLE XXI - CONDUCT OF MEMBERS

Section 1

At any meeting and/or non-operational assembly of the Company, the members shall be under the control of the President, and he shall be obeyed accordingly. The President is the senior executive officer of the Company and therefore in charge at all times whenever a member is on Company property, in Company service or in any way considered under Company control by representation. Said control by the President shall be total, except in such situations as listed in Section 2, below.

Section 2

At any such time as the member is acting as an emergency services provider, performing any task or duty in connection with the search-rescue-recovery emergency services function of the Company, or in any other fashion or means disposing of or utilizing emergency-services related or operational services equipment which is under the control of the Company, said member shall be under the direct authority of, and subservient to, the Commander of the Company.

Section 3

In the absence of the President, or his elected junior officers or designate, the control of the membership, except at Company meetings, shall shift to the senior Company general member present. In the absence of the Commander, or his/her junior officers or designate, the control of the membership shall shift to the senior Active member present.

ARTICLE XXII - CHARTER TERMINATION

The Charter of this Company shall not be surrendered while five (5) members-in-good-standing wish to continue the mission of the Company.

ARTICLE XXIII - DRIVERS

Section 1

The Company shall provide that an ample number of members are qualified / certified to completely operate all emergency vehicles owned / leased by the Company in order to insure proper and necessary immediate response to alarms and other emergency situations.

Section 2

The Apparatus Committee shall be charged with the setting of qualification standards for drivers, the proper training of drivers, and the certification of same to the Board of Directors for appointment.

Section 3

Any elected / appointed officer who shall perform the functions and duties of a driver shall forfeit the responsibilities and duties of his/her elected / appointed office for the period of time for which he/she is serving in the capacity of a driver. Said Officer shall, at any such time as another qualified driver agrees, surrender driver responsibility/authority to said other driver in order to re-assume Officership authority.

Section 4

An updated listing of the names, telephone numbers and status of all drivers shall be maintained and posted in the Company office and the Keystone Water Rescue, Inc Social Club.

ARTICLE XXIV - COMMITTEES

Section 1

There shall be the following duly authorized standing Committees operating on behalf of the Company and their make-up and duties shall be enumerated in the By-Laws of the Company:

A. Firemen's Relief Committee

B. Apparatus Committee

The make-up and membership of said committees shall be at the discretion of the President unless specified elsewhere in this document.

Section 2

Special committees may be established according to Law XIX for the accomplishment of any and all actions which shall tend to promote the betterment of the Company or further the stated purpose of the Company. Such Committee shall have all authority authorized by this document and shall have a term of existence to expire upon completion of its assigned duty and stated purpose.

ARTICLE XXVI - SOCIAL CLUB

The Company shall establish and shall allow to be maintained an organization whose stated purpose shall be that of promoting social activities and fellowship among the members of the Company as well as engaging in fund-raising services for the Company. Said organization shall be known as The Keystone Steam Fire Engine Company #1 Social Club, or herein, the Social Club. Said organization shall be established and shall function under the following guidelines enacted by the Company:

1. The Social Club shall enact and shall be allowed to function under Articles of Incorporation and By-Laws which are to be separate and apart from those of the Company. It may or may not choose to incorporate separately.
2. The Social Club shall elect such officers as are dictated by its adopted Articles and By-Laws and said officers shall comprise the administrative governing body of the Social Club.
3. The Social Club may maintain a membership list that shall be separate and apart from that of the Company. Membership in the Social Club shall be governed by such rules and regulations as

shall be legally adopted by the Social Club. Membership in the Social Club shall be limited to those persons who are listed as members of the Company, however, Company membership shall not automatically entitle nor guarantee the Company member a membership in the Social Club.

4. The Social Club shall have meetings, records, documents, and all other administrative actions and causes separate and apart from the Company.

5. The Social Club shall be allowed to utilize Company property, holdings, and interests in accordance with any and all such rules and regulations that may be adopted by the Company.

6. Social Club members and guests only are permitted to enter upon any areas or properties which the Company has designated to be utilized specifically or exclusively by or for the Social Club.

Company membership alone shall not in itself authorize the member to enter such areas.

7. The Company may, at any time, by legal and proper action, adopt any and all rules, regulations or policies which it deems necessary for the proper function, the furthering of the stated purpose, or the general welfare of the Company irrespective of the effects of said rules, regulations or policies upon the Social Club. Any and all conflict shall be resolved in favor of the Company.

ARTICLE XXV – THE DIVING-RESCUE UNIT

The Company shall allow for the formation of a separately-chartered corporation for the purposes of aiding and enhancing the technical, specialized search, rescue and recovery function of the Company's charter and assisting with providing for the on-going funding of said function. Said corporation shall be legally titled: The Keystone Water Rescue, Inc and shall be allowed to function in any manner, according to law, as shall be desired / required by the officers of the Diving-Rescue Unit corporation. The Company Commander shall serve as the liaison between said chartered corporation and the Company Board of Directors.

The duties and responsibilities of said corporation shall include, but not necessarily be limited to:

1. To recruit, train and retain personnel for the purpose of providing specialized search, rescue and recovery services on behalf of Keystone Water Rescue, Inc as allowed by the Company charter.

2. To provide for the specialized resources required to function as an efficient, trained and well-regulated Diving-Rescue Unit (also known as Water Rescue, River Rescue or Dive-Rescue Team) in accordance with the Friendship Fire Company charter.

3. To serve as an additional funding source for the acquisition of specialized search, rescue and recovery equipment, training and the like.

4. To take any and all other actions required/allowed to enhance, support and further the charter, function and longevity of the Friendship Fire Company and/or the Friendship Diving-Rescue Unit.

The By-Laws

General Rule

It shall, at all times whenever such opportunity may arise, be the unquestionable right and duty of any and all individual member, elected official, standing or special committee or any other such Friendship Fire Company entity to take any action, perform any task or duty, or to otherwise represent the Company in any such manner which may be required, provided that such action, task, duty, or representation is or can be:

1. Considered by a prudent individual or group as being necessary to service the stated purpose of the Company, to promote the general welfare of the Company or to bring credit upon the Company. And,

2. Neither contrary to nor forbidden by, any existing civil or criminal laws, this document, or any adopted past Company practice or policy. And,

3. Not, by virtue of this document or any other official Company action delegated or otherwise assigned to any other individual member, elected official, standing or special committee, or other such Company entity. And,

4. Considered immediately necessary at that time, and by virtue of its required nature cannot be held in abeyance for debate and action at a future stated or special meeting of the Company.

LAW I

The Membership

A. Authority

The collective body of the members of the Keystone Water Rescue, Inc shall form the unchallengeable governing body of the Company. The majority vote (unless otherwise required by this document) of this body upon any questions brought before the body at any stated or special meeting of the Company shall be considered as to having decided said question, and such decision or action shall be considered final and shall remain totally binding upon all members of the Company. Such decision or action may only be altered or changed by proper action of the membership at a future stated or special meeting of the

Company.

B. Duties

To, at all times, whenever such action or behavior may tend to reflect upon the Company, act or behave in such a manner as shall always tend to reflect favorable upon the Company.

1. To, at all times possible, and to every degree possible, take any and all actions or perform any and all duties or tasks which shall tend to promote the stated purpose of the Company as

enumerated in Article IV of this document.

2. To, at all times, be obedient and subservient to this document, any and all legal and authorized commands or directions of elected officials, enacted rules of Company committees, and any and all adopted rules and policies of the Company.

3. To, at all times, be held fully liable and responsible for the conduct and actions of any non-members which the member shall bring upon the Company property or bring to attendance at any Company function or activity which shall fall under the purview of the Company. If such non-member shall commit any infraction of Company policy or rules or in any manner or way bring discredit upon the Company, said act or conduct shall be considered as having been committed by the sponsoring member, and shall be dealt with according to that specified by this document.

4. To be considered a trespasser if he/she enters upon Company property or otherwise represents himself/herself as a member-in-good-standing while his/her membership is under suspension by act of this document. Such action shall be dealt with according to existing criminal law.

5. To hear and to decide upon any and all appeals of suspensions, actions of elected officers, committees, and the like which may be directed to their attention.

C. Qualifications for Candidacy

Membership qualifications are dealt with in Article VIII of this document.

LAW II

The Board of Directors

A. Authority

The Board of Directors shall be considered to be the supreme assembling of elected/appointed officials governing the Company. The decisions and actions of the Board of Directors, as well as any and all

policies set by them, may only be negated by a two-thirds (2/3) majority vote of the members attending a stated or special meeting of the Company.

B. Duties

1. To meet, at such time, date and place, as shall be directed by the President prior to each stated meeting of the Company, and at any such other time as their functions may require.
2. To discuss any and all problems, issues and considerations that may pertain to the welfare of the Company.
3. To consider any and all business that is to be brought before the Company at any stated or special meeting.
4. To investigate all motions for any and all expenditures over five-hundred dollars (\$500.00), all policy changes, actions by elected officers or committees, and any and all other matters that shall require a vote of the Company, and to make recommendations on said matters to the membership prior to the vote.
5. To take any and all actions on behalf of the Company to wit the Constitution and By-Laws of the Company allow.
6. To consider and to act upon any and all routine matters of Company business or interest that shall not specifically require a vote of the membership.
7. To consider all appeals of suspensions of membership, disciplinary action against a member, administrative action against an elected officer, and any and all such like matters which shall be brought before them, and to take such action upon the matters as they deem proper and necessary.
8. To review any and all actions and policies of elected officials, committees, trustees, and any other such Company entity.
9. To establish locked and secure areas within the properties of the Company, to assign such areas to the care of those members, elected officers, committees, and the like whose business shall require same, and to approve what matter of property, funds, and other holdings or interests of the Company shall be contained therein.
10. To confer and to act in conjunction with the Board of Directors of the Social Club and/or the Board of Directors of the Keystone Water Rescue, Inc in any and all matters of mutual interest or concern.
11. To hear any and all questions and appeals as specified by this document.

12. To supervise an Administrative Expense Account of one-hundred dollars (\$100.00) per month. Said account shall be used by all Administrative officers for any and all miscellaneous expenses incurred via the normal operations of the Administration of the Company. Such expenses shall include, but not be limited to, supplies, materials, admissions, gratuities for service and any and all other expenditures not routinely budgeted for by the Company. Said account shall not be accumulative on a month-to-month basis, and a written accounting of all expenditures from the fund shall be forwarded monthly to the Treasurer, and upon his/her review, be recorded.

13. To perform any other task or duty as may be required of, or delegated to, them by virtue of this document or any other official action of the Company.

C. Qualifications for Candidacy

Article XI of this document specifies the composition of the Board of Directors.

LAW III

The Trustees

A. Authority

The Trustees shall be considered to be the supreme assemblage of elected officials managing the Company property and tangible assets. The decisions and actions of the Trustees, as well as any and all policies set by them, may only be negated by a two-thirds (2/3) vote of the Board of Directors or by a two-thirds (2/3) vote of the members attending a stated or special meeting.

B. Duties

1. To have charge of, or maintain general supervision over all real property and estate, funds, securities, holdings, and any and all other real or financial interests of the Company, with the exception of emergency vehicles and operational emergency equipment which shall be under the purview of the Apparatus Committee..
2. To oversee and to insure the proper action and function of any member, elected official, committee, or other such entity who, by virtue of this document, may use, possess, or otherwise exercise control over any such property, funds or other holdings and interests of the Company only so far as their action and function directly relates to ownership, investment or disposition of said property, funds, or other holdings or interests.
3. To demand from the Treasurer any and all such security as they may deem proper and necessary

to safeguard the interest of the Company.

4. To oversee all monetary investments and other such disbursements of funds, and in conjunction with the Treasurer, make recommendations to the Board of Directors regarding same.

5. To certify as correct, prior to payment by the Treasurer, all bills, records or contracts of indebtedness, receipts, credits, and all other financial matters pertaining to the business of the Company.

6. To certify as correct all written records that shall be kept by the Secretary, and any and all other such writings or official Company drafts that shall bear the Company name or seal.

7. To, for just cause, employ or to terminate the employment of any person, group or other such entity (except stewards under the employ or direction of the Social Club) who shall perform a task or service to the Company in exchange for any form of compensation once the requirement for such task or duty and the expenditure of such compensation has been approved by the membership.

8. To contract for heat, lighting, fuel, insurance, and any and all other approved contractual items of the Company.

9. To oversee the rental of any and all established recreational properties of the Company. Such authority may, at the discretion of the Trustees, be delegated to other members, groups or other organizations.

10. To supervise an Administrative Expense Account of one hundred and fifty dollars (\$150.00) per month. Said account shall be used by the Trustees and all other Administrative officers for any and all miscellaneous expenses incurred via the normal operations of the Administration of the Company. Such expenses shall include, but not be limited to, supplies, materials, admissions, gratuities for service, and any and all other expenditures not routinely budgeted for by the Company. Said account shall not be accumulative on a month to month basis, and a written accounting of all expenditures from the fund shall be forwarded monthly to the Treasurer, and upon his review, be recorded by the Secretary.

11. To be voting members of the Board of Directors.

12. To maintain and to exercise control over keys to all locked and secure areas within the Company properties.

13. To have the Senior Trustee act as the Judge of Elections.

14. To confer and to act in conjunction with the Trustees of the, Social Club, in all matters of mutual interest or concern.

15. To present at each stated Company meeting a report of any and all actions, findings, or other such duties or tasks performed or taken since the time of their last report.

16. To perform any other task or duty as may be required of, or delegated to, them by virtue of this document or any other official action of the Company.

C. Qualifications for Candidacy

1. membership in the Company, and training requirements set forth by SOG/SOP's of officers
2. No record of suspension of membership for a period of three (53) calendar years prior to the time of nomination.

Law IV

The President

A. Authority

The President is, and at all times shall be considered, the single highest ranking elected officer of the Administrative branch governing the Company. As such, his/her authority and control over the membership shall be considered total at all times whenever a member shall be upon Company property, in Company service, or in any other manner considered under Company jurisdiction by representation and action, except at such times when said member is acting solely as a member of the Operations branch of the Company.

B. Duties

1. To oversee and to supervise the daily and routine functions of the Administrative branch governing the Company.
2. To enforce any and all sections of this document as well as any and all other adopted policies and official actions of the Company that shall fall under this purview.
3. To preside at all meetings of the Company, preserve order and decorum, regulate debates and state and put all questions once properly moved and seconded before the floor as a question to be voted upon by the Company membership.
4. To sign all drafts upon the Treasurer at such time as they shall have been properly allowed

and approved.

5. To decide all procedural questions subject to appeal.

6. To cast the deciding vote on all matters upon which a tie vote is in effect.

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7. To appoint all standing and special committees, and to serve as a member ex-officio of all such committees. Appointment of the membership of any committee shall be subject always to any and all standards set forth by this document.

8. To confer and to act in conjunction with the President of the Social Club and/or the President of the Keystone Water Rescue, Inc in any and all matters of mutual concern or interest.

9. To, in conjunction with the Company Secretary and Treasurer, maintain current and updated membership records.

10. To have charge over the Company name and seal, and to dictate and insure the proper usage of same.

11. To officially represent, or to appoint another member to do so on his behalf, the Company at all gatherings, functions, banquets, matters of business, or any and all such other situations to which the Company is invited to, or direct the sending of a representative.

12. To maintain and to exercise control over all locked and secure areas within the Company properties with the exception of those assigned to the control of Operations Officers.

13. To call and to set all meetings of the Company as set forth in Article IX of this document.

14. To rule out of order any motion brought before the membership at any meeting whenever any elected officer in attendance directs that the question should first be considered by the Board of Directors.

15. To be a member of the Board of Directors, but to cast his vote at only such times as a tie vote shall be in effect.

16. To appoint a member to act as the temporary secretary at any such time as the elected

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Secretary may be unavailable.

17. To act upon all matters of suspensions to wit this document authorizes.

18. To take any and all other administrative actions so authorized by this document as well as to take any and all other such actions that shall be required for the proper performance of

his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's
2. No record of suspension of membership for a period of three (3) calendar years prior to the time of nomination.

LAW V

The Vice President

A. Authority

The Vice President shall possess the same authority as that of the President, but such authority shall only be commensurate in accordance with the performance of his/her elected duties.

B. Duties

1. To, at any and all times whatsoever that he/she shall be present and that the President shall be absent, be deemed as the President and to act accordingly in the performance of the duties of said office.
2. To, at all other times thereof, assist and counsel the President in the performance of his/her official duties.
3. To be a voting member of the Board of Directors.
4. To take any and all other administrative actions so authorized by this document as well as to take any and all such other actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's.
2. No record of suspension of membership for a period of two (2) calendar years prior to the time of nomination.

LAW VI

The Secretary

A. Authority

The Secretary shall be the elected Administrative Officer charged with the proper keeping of the written records, correspondence, and any and all other official writings and documents of the Company. In addition, he/she shall be charged with the proper keeping of any and all such records as shall pertain to the fiduciary matters, financial interests or the monetary transactions and concerns of

the Company.

B. Duties

1. To maintain and to keep a proper and accurate account and record of the minutes of all stated, special, and Board meetings of the Company in a book provided for such records.
2. To record all official actions, policies, votes, and other such acts of the Company in a book provided for such records.
3. To compose, or to answer, such communications or correspondence as may be directed by the Company or any authorized elected officer.
4. To safely keep all past records, minutes, and any and all other such writings as may be deemed necessary or required for the proper conducting of Company business.
5. To insure that all such records, as may be required, are available or present at the stated Company meetings, and to make same available at any such other time as may be requested by any elected official of the Company.
6. To receive for his services any such compensation as shall be directed by the Company membership.
7. To be bonded to any such degree or in any other such manner as shall be directed by the Company membership.
8. To be a voting member of the Board of Directors.
9. To maintain and to keep the official copy of the current and up-to-date Articles and By-Laws of the Company.
10. To post notice of all special meetings, official Company actions, policy changes, and any and all such information that shall be of interest or concern to the membership as required by this document.
11. To act as the Recorder of Elections.
12. To assist the President in the maintaining of a current and up-to-date membership listing.
13. To confer and to act in conjunction with the Secretary in any and all matters of mutual concern or interest.
14. To make any such report at each stated or special meeting of the Company as shall be required or necessary.
15. To take any and all other administrative actions so authorized by this document as well as to take any and all such other actions that shall be required for the proper performance of

his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's.
2. No record of suspension of membership for a period of two (2) calendar years prior to nomination.

LAW VII

The Treasurer

A. Authority

The Treasurer shall be the elected Administrative Officer charged with the proper keeping of any and all such records as shall pertain to the fiduciary matters, financial interests, or the monetary transactions and concerns of the Company.

B. Duties

1. To maintain and to keep a proper and accurate account and record of any and all fiduciary matters, financial interests, and monetary transactions and concerns incurred via the performance or transaction of Company business in a book provided for such records.
2. To furnish the Trustees of the Company with such security as they may demand.
3. To receive any and all monies or funds that shall be due the Company, to list and record same in proper form, and to issue a proper receipt for the same if and whenever said receipt may be required or requested.
4. To be bonded to any such degree or in any other such manner as shall be directed by the Company membership.
5. To sign all drafts or claims made against or upon the Company treasury, but only after such drafts or claims have been certified by the Trustees and approved by the Company membership at a stated or special meeting.
6. To be a voting member of the Board of Directors.
7. To assist the President and the Secretary in the maintaining of a current and up-to-date membership listing.
8. To receive all dues.
9. To insure that all records under his trust shall be present or available at all of the stated Company meetings, and to make same available at any such time as may be requested by any elected official of the Company.

10. To receive for his/her services any such compensation as shall be directed by the Company membership.
11. To be consulted upon for any and all matters or actions pertaining to the financial concerns or interests of the Company.
12. To confer and to act in conjunction with the Treasurers of the Social Club and/or KWRinc in any and all matters of mutual concern or interest.
13. To make any such report at each stated or special meeting of the Company as may be required or necessary.
14. To take any and all other administrative action so authorized by this document as well as to take any and all other such actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's.
2. No record of suspension of membership for a period of two (2) calendar years prior to nomination.

LAW VIII

The Commander

A. Authority

The Commander shall be the Chief Operational Command Officer of the Company. With respect to command and control, his authority and control shall be deemed total in scope and nature, overseeing all aspects and areas concerning or relating to the Emergency Services function being provided by the Company.

B. Duties

1. To macro-manage operational function of the Company in its entirety.
2. To supervise the Operations Command Officers of the Company and counsel them in the performance of their duties.
3. To represent the interests of the Company so far as coordination of same with the any and

all other Emergency Services providers, entities or individuals are concerned.

4. To hold the position of 'Chief' in emergency services command rank and to be titled as "Chief, ' when so applicable or required.

5. To review all emergency services operational policies, procedures, actions, plans, and the like, prior to adoption or implementation and to veto same based upon just cause. Such veto may only be overridden by two-thirds (2/3) majority vote of the membership of the Company or a majority vote of the Board of Directors of the Company.

6. To be a voting member of the Board of Directors, and to be a member of the Apparatus Committee.

7. To maintain and to exercise control over all locked and secure areas within the Company properties that shall be under the control of the Apparatus Committee or the elected Operations Command Officers.

8. To take any and all other such actions as may be authorized by this document or any applicable document of the Company.

C. Qualification for Candidacy

This position shall be appointed by two-thirds majority vote of active members of Company and approved by Board of Directors.

As well as deemed training requirements set forth in SOG/SOP's

LAW IX

The Dive Captain / Assistant Commander

A. Authority

The Dive Captain / Assistant Commander is, and at all times shall be considered, the single highest ranking elected officer of the emergency services operations branch of the Company. As such, his/her authority and control over the membership shall be considered total at all times whenever a member shall be acting as a diver-rescuer, performing any task or duty in connection with the diving-rescue and/or water-rescue service or in any other fashion or means disposing of or utilizing diving-rescue and/or water-rescue related or emergency service equipment which is under the control of the Apparatus Committee.

B. Duties

1. To hold the emergency services command rank of 'Deputy Chief', to be titled as the Assistant Commander when so applicable or required, and to have such authority and to perform such duties and tasks as shall be delegated to him/her by virtue of said ranks.
2. To hold, or to appoint other members in his stead, Company Staff Officer ranks of Equipment Officer/Quartermaster, Safety Officer and Training officer. As such, he/she, or his/her designates, shall be responsible for the performing of all minor mechanical work on the diving-rescue and/or water-rescue equipment as well as the repairing of same or like emergency service equipment, completion of necessary or required inspections, the maintenance and testing of said equipment, and the keeping of said apparatus, vehicles, and equipment in a constant state of readiness and repair.
3. To oversee and to supervise the daily and routine functions of the Diving-Rescue and/or Water-Rescue Service operations of the Company.
4. To enforce any and all sections of this document as well as any and all actions, policies, standards, procedures, and the like of the Apparatus Committee, and the Company that shall fall under his purview.
5. To insure that all legal and binding orders and policies of the Company are carried out by all Diving-Rescue and Water-Rescue Service personnel of the Company.
6. To supervise the total operations of all crews upon the water-rescue and/or dive-rescue incident area, and to direct such crews as per established and adopted policies and standard procedures as well as on-scene observations and conclusions.
7. To compile and to maintain records of all alarms and responses of the KWRinc in whatever manner shall be deemed proper and necessary by the KWRinc, and to make a report of such alarms and responses to the membership at each stated meeting of the Company.
8. To compile and to maintain any and all such reports as shall be required of the Company by any other organization or entity.
9. To compile and to maintain any and all records pertaining to apparatus, equipment, inventories, and any other such topic dealing with the water-rescue and/or diving-rescue service related Company property that the Company shall require.
10. To compile and to maintain records as to the qualifications, disciplinary actions against,

actions of or by, and any and all other such pertinent information concerning the water-rescue and/or diving-rescue personnel of the Company.

11. To insure that all apparatus, emergency vehicles, water-rescue and/or diving-rescue and other such emergency service equipment, and the like, is clean, neat, orderly, and in its proper place immediately upon its return to the Station from any time or place of use

12. To be a voting member of the Board of Directors, and to be a member of the Apparatus Committee.

13. To act upon all matters of suspensions to wit this document authorizes.

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14. To take any and all other diving-rescue and/or water-rescue service actions so authorized by this document as well as to take any and all other such actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's.

2. Three (3) years of service as an active member of the Diving-Rescue Unit.

3. Certified completion of a recognized basic officer's course.

4. Certified completion of a recognized Dive-Rescue course and water-rescue course.

5. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.

6. No record of suspension of membership for a period of two (2) years prior to the time of nomination.

LAW X

The Dive Lieutenant

A. Authority

The Dive Lieutenant is, and at all times shall be considered, the first line supervisor of the S.C.U.B.A. and Surface Supplied team crew. As such, his authority and control over the S.C.U.B.A. and Surface Supplied teams crew membership shall be considered total at all times, and subservient only to that of

superior officers.

B. Duties

1. To oversee and to supervise the daily and routine functions of the S.C.U.B.A. and Surface Supplied teams and crew members.
2. To enforce any and all sections of this document as well as any and all actions, policies, standards, procedures, and the like of the Company that shall or may apply to the S.C.U.B.A. and Surface Supplied teams or the membership thereof.
3. To insure that all legal and binding orders of and by superior officers that shall or may pertain or apply to the S.C.U.B.A. team and Surface Supplied team, or the membership thereof are promptly and fully carried out.
4. To compile and to maintain any and all such reports, records, inventories, and the like pertaining to the S.C.U.B.A. team, Surface Supplied team crew, equipment, and membership thereof that shall be required or directed of him by the Company and/or any Officer or assemblage thereof.
5. To be a voting member of the Apparatus Committee.
6. To act upon all matters of fines and suspensions to wit this document authorizes.
7. To take any and all other Diving-Rescue and/or Water-Rescue Service actions so authorized by this document as well as any and all other such actions that shall be required for the proper performance of his elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's
2. Two (2) consecutive years of active membership in the Dive-Rescue Unit plus certified completion of a recognized Dive-Rescue course of instruction.
3. Acceptable certification as a basic S.C.U.B.A. diver.
4. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.
5. No record of suspension of membership for a period of one (1) calendar year prior to time of nomination.

LAW XI

The Support Crew Lieutenant

A. Authority

The Support Crew Lieutenant is, and at all times shall be considered, the first line supervisor of the Boat Crew, Shore Crew, and Water-Rescue team. As such his authority and control over the crews and team membership shall be considered total at all times and subservient only to that of superior officers.

B. Duties

1. To oversee and to supervise the daily and routine functions of the Boat Crew, Shore Crew, and Water-Rescue Team members.

2. To enforce any and all sections of this document as well as any and all actions, policies, standards, procedures, and the like of the Company that shall or may, apply to the crews or the membership thereof.

3. To insure that all legal and binding orders of and by superior officers that shall or may pertain or apply to the crews and teams or the membership thereof are promptly and fully carried out.

4. To compile and to maintain any and all such reports, records, inventories, and the like pertaining to the crews, teams, equipment, and membership thereof that shall be required or directed of him/her by the Company and/or any officer or assemblage thereof.

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5. To be a voting member of the Apparatus Committee.

6. To act upon all matters of fines and suspensions to wit this document authorizes.

7. To take any and all other diving-rescue and/or water-rescue service actions so authorized by this document as well as any and all other such actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. membership in the Company. And training requirements set forth in SOG/SOP's.

2. Two (2) consecutive years of membership in the Diving-Rescue Unit plus certified completion of a recognized water-rescue course of instruction and a recognized course of diver familiarity instruction.
3. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.
4. No record of suspension of membership for a period of one (1) calendar year prior to time of nomination.

LAW XII

The Training Officer

A. Authority

The Training Officer shall possess the same authority as that of the Captain, but such authority shall only be commensurate in accordance with the performance of his appointed duties.

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B. Duties

1. To, at any and all times whatsoever that he shall be present and that the Captain and the Lieutenants shall be absent be deemed as the Captain and to act accordingly in the performance of the duties of said office.
2. To, at all other times thereof, assist and counsel the Captain and the Lieutenants in the performance of their official duties.
3. To be a voting member of the Board of Directors as well as to be a member of the Apparatus Committee.
4. To take any and all other diving-rescue and/or water-rescue service actions so authorized by this document as well as to take any and all such other actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. Appointment by the Dive Captain.
2. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.
3. No record of suspension of membership for a period of one (1) calendar year prior to the time of nomination.

LAW XIII

The Safety Officer

A. Authority

The Safety Officer shall possess the same authority as that of the Captain, but such authority shall only be commensurate in accordance with the performance of his appointed duties.

B. Duties

1. To, at any and all times whatsoever that he shall be present and that the Captain, the Lieutenants and the Training Officer shall be absent, be deemed as the Captain and to act accordingly in the performance of the duties of said office.
2. To, at all other times thereof, assist and counsel the Captain and the Lieutenants in the performance of their official duties.
3. To take any and all other diving-rescue and/or water-rescue service actions so authorized by this document as well as to take any and all such other actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. Appointment by the Dive Captain.
2. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.
3. No record of suspension of membership for a period of one (1) calendar year prior to the time of nomination.

LAW XIV

The Equipment Officer - Quartermaster

A. Authority

The Equipment Officer / Quartermaster shall possess the same authority as that of the Captain, but such authority shall only be commensurate in accordance with the performance of his/her appointed duties.

B. Duties

1. To, at any and all times whatsoever that he/she shall be present and that the Captain, the Lieutenants the Training Officer, and the Safety Officer shall be absent, be deemed as the Captain and to act accordingly in the performance of the duties of said office.
2. To, at all other times thereof, assist and counsel the Captain and the Lieutenants in the performance of their official duties.
3. To be a voting member of the Apparatus Committee.

4. To take any and all other diving-rescue and/or water-rescue service actions so authorized by this document as well as to take any and all such other actions that shall be required for the proper performance of his/her elected duties.

C. Qualifications for Candidacy

1. Appointment by the Dive Captain.

2. A physical examination or physician's statement of condition if such shall be required by the Company to insure the proper and good health of the member.

3. No record of suspension of membership for a period of one (1) calendar year prior to the time of nomination.

LAW XV

The Diving - Rescue Truck Driver

A. Authority

The Diving-Rescue Truck Driver shall be a qualified and certified driver of the Company. His/her primary function shall be that of insuring the proper and necessary immediate response of the designated emergency vehicle(s) to all alarms of Diving-Rescue and/or Water-Rescue or other emergency situations. He shall, as a de-facto Company Officer, have such authority and control over the membership that shall be total in accordance with the performance of his/her appointed duties.

B. Duties

1. To safely, immediately, and efficiently drive the designated emergency vehicle{s} to the scene of the Diving-Rescue and/or Water-Rescue alarm or other emergency situation, and upon arrival, to operate said apparatus in accordance with the policies and standards set by the Operations and Plans Committee as well as that of any legal orders given by a superior command officer.
2. To remain in and about the Diving Truck proper at all times when on duty.
3. To be responsible for the cleaning and general up-keep of designated emergency vehicle(s) and apparatus unless said tasks are expressly delegated to another member by official Company action.
4. To maintain proper order at all times whenever any and all members are under his control or authority.
5. To be in total charge of the membership at all times that he shall be on duty and no proper officer shall be present.
6. To, at all times when on duty, possess and maintain keys for all locked and secure areas

within the Company properties that shall be so specified by the Operations and Plans Committee.

7. To be under the authority and command of the Company officers at any such time as he shall be serving the Water-Rescue and/or Company Service, and to be under the authority and command of the Company, officers at any and all such other times thereof.

8. To be on duty according to any such schedule as shall be set by the Company Captain in conjunction with the Captain of the Company,

9. To not retire from being on duty, nor to neglect the performance of his appointed duties unless properly relieved by another Diving Truck Driver or so ordered by a proper superior officer.

10. To forfeit the responsibilities and duties of any elected office held by the member at any and all such times that he shall be functioning as the Diving Truck Driver.

11. To take any and all other Water-Rescue and/or Diving-Rescue Service actions so authorized by this document as well as to take any and all other actions that shall be required for the proper performance of this appointed duties.

C. Qualifications for Candidacy

1. Successful completion of any and all such qualifications and standards that shall be established by the Apparatus Committee of the Company and certification by said Committee of the member to the Board of Directors or the Company as a qualified driver.

2. The serving of such a training and probationary period of time as shall be determined by the Apparatus Committee.

3. The completion of a recognized EVOC (Emergency Vehicle Operator's Course) course of instruction within six (6) months of being named as a driver trainee and a recognized Drive-To-Survive course of instruction within six (6) months of being named as a probationary driver.

4. No record of suspension of membership for a period of one (1) calendar year prior to appointment.

Law XVI

The Apparatus Committee

A. Authority

The Apparatus Committee shall be the assemblage of elected/appointed Administrative and Operations Command Officers which shall govern and control the emergency apparatus of the Company. Said Committee shall consist of the President, Commander, Dive Captain, the two Lieutenants, the Training Officer, The Safety Officer, The Equipment Officer and one (1) member-at-large appointed by the Commander.

B. Duties

1. To supervise an apparatus account in an amount as deemed necessary and appropriate by the

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Board of Directors. Said account shall be used by the Apparatus Committee for any and all miscellaneous expenses incurred via the normal apparatus-related operations of the Company. Such expenses shall include, but not be limited to, fuel; oil, equipment, replacement parts, supplies, materials, and all other expenditures not routinely budgeted for by the Company. Said account shall not be accumulated on a month-to-month basis, and a written accounting of all expenditures from the fund shall be forwarded monthly to the Treasurer, and upon his/her review, be recorded.

2. To maintain general supervision over the apparatus, emergency vehicles, and any and all like property of the Company.

3. To have charge over the purchase, repair, disposition, assignment and utilization of all two-way radios, tone activated monitors, and any and all other electronic communication equipment of, or assigned to, the Company.

4. To establish and to maintain qualifications and operating standards for all divers, crew personnel, equipment operators, and the like, and to certify to the Board of Directors those such members who shall have shown themselves to be proficient or qualified to serve in accordance with said standards.

5. To insure that the apparatus shall always be in a state of readiness and repair, and that all required maintenance testing, certifications, and the like shall be conducted or completed upon said assets.

6. To establish and to maintain a policy of rules and regulations governing parades, demonstrations, tours, and the like.

7. To investigate, or to cause to be investigated, any and all complaints made by or against a
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driver while he shall be active as a Company member, performing any task or duty as a driver, or otherwise while driving apparatus, and to make a recommendation to the Board of Directors as to their findings as well as any administrative action that the Committee shall deem to be proper and necessary.

8. To investigate, or to cause to be investigated, any vehicle accidents involving Company apparatus or emergency vehicles, loss or damage to any and all Company property which shall be carried upon said apparatus while under the control of this Committee, and any accident involving, or injury to, Company member while he/she shall be under the jurisdiction of the Company. The Committee shall, upon completion of said thorough investigation, make their findings known to the Board of Directors, and shall make recommendations to the Board of Directors as to what, if any, administrative action the Committee shall deem to be proper and necessary.

9. To perform any other task or duty as may be required of, or delegated to, them by virtue of this document or any other official action of the Company.

C. Qualifications for Candidacy

The membership of the Apparatus Committee is established by Law XVI of this document.

LAW XVII

The Volunteer Firemen's Relief Committee

A. Authority

The membership of the Volunteer Firemen's Relief Committee shall be appointed by the President of the Company. The committee shall comprise such number of members of the Company as shall be required by the By-Laws of the relief Association, at least fifty percent (50%) of which shall be elected or appointed Operational Officers. Said committee shall possess and shall maintain full Company authority commensurate with the performance of the duties and tasks assigned to it.

B. Duties

1. To represent the interests of the Company at all manner of business conducted before the Volunteer Firemen's Relief Association.

2. To perform any other such task or duty that shall be legally assigned to them by the Company.

C. Qualifications for Candidacy

Appointment by the President of the Company in accordance with any and all guidelines established by virtue of this document.

LAW XIX

The Special Committee

A. Authority

From time to time, the business of the Company shall require the establishment of a Special Committee(s). Such committee(s) shall be established by a two-thirds (2/3) vote of the membership at a stated or special meeting of the Company, or appointed by the President; or upon the 60

order of the Board of Directors; or by the Commander at any such time as there shall be deemed the need for such a committee to be proper. The special committee shall possess and shall maintain full Company authority commensurate with the performance of its stated task or duty. The Special Committee shall expire or disband upon the completion or termination of its stated task or duty.

B. Duties

1. To perform any task or duty that shall legally be assigned to it by the creator of the Committee or the Company membership.
2. To perform only such task or duty as stated in B-1 above.

C. Qualifications for Candidacy

Each member serving upon a Special Committee shall be appointed by the creator of said committee.

TABLE OF DISCIPLINARY SUSPENSIONS

Section I — Purpose

In order that there may be a system of behavior that will be of credit to the Company as well as to insure that the orders and directed actions of, and by, the elected/appointed officers of the Company are obeyed, the below listed table suspensions shall be considered to be binding upon all members and shall be used as the official guidelines for discipline within the Company.

Section 2 - Procedure

To assure proper and fair application of said suspensions, the following procedures shall be in effect:

- A. Administrative Officers shall have no suspension powers regarding any incident which shall

involve any situation that, by virtue of this document, is under the purview of the Commander or Apparatus Committee. Any such incident witnessed by an Administrative Officer shall immediately be reported to the Commander to initiate action against the member.

B. Operational Officers shall have no suspension powers regarding any incident which shall involve any situation that, by virtue of this document, is under the purview of the President or any other Administrative position. Any such incident witnessed by an Operational Officer shall immediately be reported to an Administrative Officer to initiate action against the member.

C. Any member who witnesses a violation of these Articles and/or By-Laws shall immediately report same to any elected Officer, Administrative or Operational.

D. Any member or officer who reports a violation of these Articles and/or By-Laws to a superior officer, and who believes that no action, or that improper action) had been taken by that superior, shall immediately notify the Board of Directors of this fact. Such notification shall be in writing, signed by the complainant, and shall set forth the entire nature of the incident and subsequent charge. The Board of Directors shall then investigate said complaint and report to, and request proper action by, the membership at the next stated meeting of the Company.

Section 3 - Authority of Officers

Every elected/appointed officer of the Company is hereby granted the authority and power to impose a suspension upon any member who shall violate the Articles and/or By-Laws of the Company. The extent of such authority and power shall be as follows:

A. Every elected officer of the Company shall have the authority to impose a suspension against any member so long as such action is not contrary to this document or any portion thereof.

B. For any violation of this document not enumerated in the table, or for a charge of "Conduct Unbecoming a Member" for Administrative action, or "Conduct Unbecoming an Emergency Services Provider" for Operational action, said elected officers are hereby granted the authority and power to impose suspension of membership to wit:

1. Drivers, Junior Operational Officers, Junior Administrative Officers and any individual Trustee, shall be empowered to impose a twenty-four (24) hour suspension upon a member for just cause. If said officer feels that the actions of the member shall warrant a suspension of a longer duration then said officer shall make that recommendation to the President (if

Administrative) or the Commander (if Operational).

2. The President and the Commander shall be empowered to impose upon a member a suspension which shall remain in effect until a full hearing on the suspension can be conducted by the Board of Directors at their next scheduled meeting.

Section 4 - Appeals

A. Any member suspended for a twenty-four (24) hour period may appeal such suspension at the next meeting of the Board of Directors.

B. Any member suspended until the Board meeting may request an immediate hearing before the Trustees of the company. A majority vote of the Trustees shall either revoke said suspension or allow it to remain in effect. The suspension may, if upheld, then be appealed by the member at the Board meeting.

C. All suspensions levied upon a member must be appealed directly to the Board of Directors at their meeting.

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D. A member who has notified the Board of his intent to appeal a suspension shall be notified of the date, time and place of the Board meeting by the Secretary at the time that the member makes note of his intent to appeal. If the member shall fail to appear at said appeal hearing without having prior notified the Board that he/she is unable to attend, a hearing shall be held in his/her absence and such member shall be bound by the decision of the Board.

E. The Board may find, after hearing an appeal, that the officer initiating the suspension action acted improperly or contrary to his/her duties and authority and may, upon a vote of two-thirds (2/3) of the voting members present, elect to take administrative action against said officer.

F. Any and all findings of appeals hearings may be pleaded before the membership at the next stated meeting of the Company. A two-thirds (2/3) vote of the members in attendance shall resolve the issue and the decision of the Company shall then be final and binding.

G. The Secretary shall keep a record of all suspensions, appeals and final actions, fines and other Administrative actions regarding each member.

Section 5 — Table of Suspensions

A. Any member who shall ride upon emergency apparatus or represent this Company at an emergency call or practice while he/she is in a visibly intoxicated condition, or who shall bring the Company into disrepute by disorderly conduct on or about any Company property shall be suspended for

thirty (30) days.

B. Any member who shall overcrowd the emergency apparatus in such a manner as to hamper its proper operation or function shall be suspended for five (5) days.

C. Any member who shall, by his/her actions or failure to act, endanger the life of any occupant of the emergency apparatus shall be suspended for thirty (30) days.

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D. Any member who shall be found lying or sleeping on or about Company property from the cause of intoxication shall be suspended for five (5) days.

E. Any member found intentionally to have defaced, destroyed or injured any property of this Company shall, in addition to being required to make restitution for such damage done, be suspended for thirty (30) days.

F. Any member who shall insult or cause ridicule to an officer of this Company while such officer is discharging his official duties shall be suspended for five (5) days if the incident is minor or thirty (30) days if the incident is severe..

G. Any member who shall make personal use of any property, device, or other instrument upon Company property of which said article is not for the use of the general membership, without first having received authorization from a proper official who has jurisdiction over said article, shall be suspended for five (5) days. If said property, device or instrument is a part of the emergency equipment cadre then the suspension shall be increased to thirty (30) days.

H. Any member discussing Company business affairs within the confines of the Social Club recreation area, or at any other improper place or time, or engaging in any political or religious debate or dispute upon Company property which results in another member's complaint, shall be suspended for five (5) days.

I. Any member who shall propose any person for membership in this Company knowing such person to have been previously expelled from this or any other Fire Company, shall be fined suspended for thirty (30) days.

J. Any officer, member, or standing or special committee refusing or neglecting to obey duties or instructions of the Company shall, in addition to suffering administrative actions, be suspended for thirty (30) days.

K. Any member who shall withdraw from a meeting without the permission of the President or his designee, or from an emergency call scene, practice or work detail, without the consent of the Commander of his designee, shall be

suspended for five (5) days.

L. Any member or officer who shall use vulgar or excessively profane language upon or around Company property, or at any function to which the Company may attend, or at any time when representing the Company, which results in a complaint from another member or a member of the general public shall be suspended for five (5) days.

M. Any member who shall disclose any information or result of a Company meeting, vote, ballot upon candidates for membership, or any other manner of Company business which can be considered as confidential or to be known only by the members of the Company, shall be suspended for five (5) days.

N. Any offense or action which tends to bring discredit to the Company, interfere with the normal function and operation of the Company, or cause diversion from the stated purpose of the Company, shall be suspendable. Such action or offense, if not contained herein, shall be brought before the Trustees, and they shall recommend the duration of the suspending to be imposed upon the member based on the action or offense.

Section 6 — Grades Suspensions

A. All suspensions shall be served immediately upon being imposed.

B. Grading:

1. First Offense - A suspension of membership and privileges.

2. Second Offense – A review by the Board of Directors and possible increasing of the length of the suspension.

3. Third Offense — Recommendation for expulsion from membership by the Board of Directors to the Company membership at a stated meeting.