

BYLAWS
OF
NEWTON FIRE COMPANY, INCORPORATED

Manitowoc, Wisconsin

PREAMBLE

The members of Newton Fire Company Incorporated, in order to maintain a perfect union among themselves, establish discipline, and promote the object for which they associated, do ordain and adopt the following Bylaws for the government of the Newton Fire Company, Incorporated.

Article 1
ORGANIZATION

1.01 Name This organization shall be known as Newton Fire Company, Incorporated

1.02 Address 6520 Carstens Lake Road, Manitowoc, in the Town of Newton Manitowoc County, Wisconsin.

1.03 Meetings

(A) Annual Meeting The annual meeting of the Newton Fire Company members is held on the second Thursday in the month of February at the Newton Fire Station or place so designated. At such meeting, any business transacted will not require a special notice. Finalizing the elections will take place at this meeting.

(B) Special Meetings Members will hold special meetings, upon call by the secretary, when directed by the president or the direction in writing by the majority of the Board of Directors then in office, or upon written direction of twenty percent (20%) of the active members of either unit of Newton Fire Company. The secretary shall give five (5) days notice of such meetings. In addition, said notice shall specify the purposes of the meetings.

(C) Quorum A majority of the active membership, at any meeting, shall constitute a quorum for the transaction of all business, excepting the amendment of the Articles of Incorporation, or these Bylaws, or the expelling of the election of members of the Newton Fire Company.

(D) Adjournment of meetings Less than quorum, meeting at any time pursuant to notice, shall have the power to adjourn from time to time until a quorum shall be present. In the event of an emergency call while a meeting is in progress, the meeting shall stand adjourned until reconvened by the president.

(E) Robert's Rules Rule that is contained in the current edition of Roberts Rules of Order Newly Revised shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order this organization may adopt.

Article 2

MEMBERSHIP

2.01 Classification of Members: There shall be two (2) classifications of membership of Newton Fire Company, the Fire Department and First Responders, each of which is a unit.

(A) Fire Department The Fire Department shall consist of those members who respond to fire calls for the purpose of fire suppression, fire prevention, and assistance with special rescues.

1) The Fire Department will adopt and maintain, as needed, Operating Guidelines to define the day-to-day operations. The operating guidelines may be attached to these Bylaws

(B) First Responders The First Responders shall consist of those members who respond to EMS (emergency medical service) calls for providing pre-hospital emergency care, public education, stand by EMS care, and prevention.

2) The First Responder will adopt and maintain, as needed, Operating Guidelines to define the day-to-day operations. The operating guidelines may be attached to these Bylaws.

(C) A member either may be a member of, the Fire Department, or the First Responders, or may be a member of both the Fire Department and First Responders.

2.02 Status of Members:

(A) Active Members must be a minimum of 18 years of age who fulfill and maintain the training and service requirements of the unit.

(B) Inactive Members: Are no longer active members of the Newton Fire Company

(C) Charter Members: Charter Members are members who initially organized the Newton Fire Company---Fire Department.

(D) Organizational Member of the Newton First Responders: Organizational Members are members who initially organized the Newton First Responders.

(E) Honorary Members Honorary members are all charter members and all members, upon their retirement, who have served fifteen (15) years of active service.

2.03 Qualifications of Active Members An Active Member shall meet the following qualification

(A) Be of sound character and demonstrated ability to comply with all policies of the Newton Fire Company. The current policies include (a) Discrimination policy; (b) Alcohol and Drug policy; (c) Standard of Conduct policy; (d) Confidentiality policy; (e) Reference policy; and (g) Harassment policy.

(B) Undergo criminal background and driving record background checks with results acceptable to Newton Fire Company.

Article 3 Board of Directors

- 3.01 Appointment Members of the Board of Directors shall determined at the annual meeting. The Fire Department voting will take place on the first Thursday in February and First Responders voting will take place on the fourth Tuesday in January to fill the offices in February at the annual meeting. The newly elected members will begin their service in their positions at the conclusion of the old business of the annual meeting.
- 3.02 Board of Directors The Board of Directors shall consist of seven (7) members:
- (A) President
 - (B) Vice President
 - (C) Treasurer
 - (D) Secretary
 - (E) 3 Directors
 - (F) The First and Second Assistant Chiefs of the Fire Department and the Lieutenant of the First Responders unit are to be notified and invited to each Board of Directors meetings as advisory personnel.
- 3.03 Positions: The positions of the Board of Directors of the Newton Fire Company will be filled by:
- (A) President: Elected from the Fire Company membership at large at the annual meeting, with the exception of those listed below:
 - 1) Elected in the odd numbered years for a two (2) year term, by the Fire Department and First Responders members, from a slate of nominees.
 - (B) Vice President:
 - 1) To be elected for a one (1) year term from the positions of:
 - a) Fire Department President
 - b) Fire Chief
 - c) First Responder President
 - d) First Responder Captain
 - (C) Three (3) Directors: Filled by the remaining members under (B) not elected to Vice President.
 - (D) Secretary: The secretary of the First Responders elected for a two (2) year term, in the even numbered years
 - (E) Treasurer: The treasurer of the Fire Department elected for a two (2) year term, in the odd numbered years.

3.04 Election/Appointment of the Board of Directors Procedure

(A) Candidate Qualifications It is mandatory that any candidate for any office of the company shall be a member of either unit of Newton Fire Company with membership of no less than 12 months immediately prior to the election.

(B) In order to win an election to an office, candidates must receive more than 50% of the votes cast.

(C) No absentee ballots are allowed. No voting by proxy is allowed.

3.05 Powers The Board of Directors shall also have power, in addition to others lawfully vested in them:

(A) To negotiate with the Town of Newton for budgeting, legislation, legal issues, or any issue with regard to the operation of either unit or for the general good of the residents of the Town of Newton.

(B) To negotiate with any other business or agent for the purchase of any equipment listed in 6.07 of these Bylaws, grants, or other dealings required in conducting the duties and demands of the township, in relation to fire or emergency services.

(C) The Board of Directors may authorize any officer or officers, agent, or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Newton Fire Company and such authority may be general or confined to specific instance.

(D) Indemnification Every member of the Newton Fire Company, Incorporated Board Directors, officers, or committee members may be indemnified by the Newton Fire Company Incorporated against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officers, or committee members in connection with any threatened, pending, or completed action, suit, or proceeding to which he/she may become involved by reason of his/her being or having been a member of the Board, officers, or committee or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of his/her duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which Board members, officers, or committee members are entitled to.

3.06 Filing of Vacancies

(A) Vacancy of the President, in any manner, is filled by the Vice President until the next annual meeting, at which time the membership shall elect a member to fill the remainder of the present term. The vacancy of the Vice President is filled by appointment by the Board of Directors. In the event that the vacancy occurs at the annual meeting, the vacancy shall be filled by election from the membership at large.

(B) Vacancy of any other positions on the Board, in any manner, will be filled by the replacement of that position by the respective unit.

3.07 Meetings Board of Directors will hold regular meetings at the Newton Fire Station or place so designated on the first Thursday of every month. The Board may hold special meetings upon request of the president or any two (2) members of the Board of Directors. The secretary shall give three (3) days notice of such meetings, either personally or by mail, to each member of the Board, of the time and place of meeting and purpose of meeting. At any meeting of the Board, a majority of the existing directors shall constitute a quorum for the transaction of business, but less than the majority may adjourn the meeting from time to time until a quorum shall be present.

- 3.08 Absence The president, and in his absence, the vice president, shall preside at the meetings of the Board of Directors, and the secretary shall act as secretary thereof; but in the absence of either, or any of such directors, the function of president or secretary may be performed by any director present. The director so assuming the office is to be selected by those directors present.

Article 4

GENERAL OFFICER DUTIES OF NEWTON FIRE COMPANY

- 4.01 Duties of the President The president is the chief executive officer of the Newton Fire Company, in charge of its general supervision and management, subject to the control of the Board of Directors, with the execution of contracts, deeds, leases, conveyances, and instruments generally on behalf of the Newton Fire Company, and such duties as may, from time to time, be prescribed by these Bylaws or delegated to him by the Board of Directors.
- 4.02 Duties of the Vice President The vice president shall execute the duties of the president in his absence or disability.
- 4.03 Duties of the Secretary The secretary shall keep complete and permanent record of the membership of the Newton Fire Company and all proceedings of meetings of the members and the Board of Directors. In addition, the secretary shall have general charge of the books and records of the Board of Directors. The secretary may delegate some of their duties to an assistant of their choice, but may not delegate responsibility of the office to this assistant.
- 4.04 Duties of the Treasurer The treasurer shall be the fiscal and disbursing agent of the Newton Fire Company. The treasurer shall keep and endorse checks and evidences of indebtedness, deposit funds coming from their possession in such depositories as may, from time to time, be designated by the Board of Directors and shall, in addition, perform such other duties as may, from time to time, be vested in them by these Bylaws or delegated by the Board of Directors. The treasurer shall also have an accounting at the annual meeting.
- 4.05 Absence or Disability In the absence or disability of any general officer of the Newton Fire Company, the Board of Directors may delegate their duties to one (1) of the other officers, or to a member of the Board of Directors, until the return or recovery of the absent or disabled officer.

Article 5

FIRE COMPANY COMMITTEES

- 5.01 Audit committee: The audit committee of three (3) members shall audit all accounts of the Newton Fire Company prior to and report their findings at the Annual Fire Company Meeting or upon the request of the Fire Company Board.
- 5.02 Long Range Planning Committee
- 5.03 Vehicle Rotation/Replacement Committee
- 5.04 Building Committee
- 5.05 By-law committee: The by-law committee of five (5) members shall review the Bylaws of the Newton Fire Company every two years. The committee will take input from the membership of the whole, for any suggestions or ideas as to updates, changes, etc. The committee will review and make any changes they find necessary and then bring the suggestions back to the whole membership for adoption into Fire Company Bylaws or policies.

- 5.06 Grievance committee: All members of the fire company board will make up the “final grievance” committee. All proceedings before the grievance committee shall be handled in a confidential manner with courtesy, promptness, efficiency, and professionalism. This committee will handle matters that the individual Fire Department or First Responders cannot resolve.
- 5.07 Nominating Committee: The nominating committee shall consist of five members and shall pick a slate of a minimum of two (2) members for the office of “member at large”. The committee will develop the slate plus any nominations that come from the floor and present it to the group in December for voting in February.
- 5.08 Map & Address committee: The map and address committee shall consist of four members two from each unit who yearly update the map and address files of the Newton Fire Company.

Article 6 FIRE COMPANY FUNDS

6.01 Sources

(A) Funds are to be obtained from the Town of Newton according to the contract in effect, from other sources as agreed upon by the members of the Newton Fire Company, through agreements and contracts, and all moneys specifically marked for Newton Fire Company use.

(B) These funds are to be managed through an account or accounts established at the Financial Institution chosen by the membership or any successor.

6.02 Disbursements Any disbursements are to be for the equipment, maintenance of the equipment and all operational functions of the Newton Fire Company and shall require the advance approval of the majority of the Board of Directors.

6.03 Compensation The directors, officers and the members shall serve without compensation.

6.04 Indebtedness No director, officer or member shall have the right to incur any debt on behalf of the organization without the advance approval of a majority of the Board of Directors.

6.05 Employment No person or persons shall be employed by the organization or by any representative thereof, without the advance approval of the majority of the Board of Directors.

6.06 Emergency Funds The maintenance officer (the second Assistant Fire Chief) shall have one thousand dollars (\$1000.00) at his / her disposal for emergencies, by prior approval of the Board of Directors.

6.07 Budget The following items shall be considered the responsibility of the Fire Company to budget for and pay for:

- (A) Insurance for members
- (B) Insurance for vehicles
- (C) Soda/water/Sport Drinks
- (D) Heat/Electric
- (E) Radios & Pagers
- (F) Turn out gear
- (G) Vehicle purchases and repairs

(H) Funeral bouquets for former members

(I) Association Memberships

Article 7 MISCELLANEOUS

7.01 Books and Records The books of the Newton Fire Company, containing all accounts and records, shall at all reasonable times be opened to inspection of the members. These books shall be duplicated and filed at least annually with the official records of the Fire Company.

(A) All records or files containing any patient care information including but not limited to special rescue and JAWS calls, will be handled according to the patient care guidelines outlined in the First Responder guidelines. Such records are considered confidential and are stored in a locked file cabinet. Access will be available to such personnel who have an outlined reason for access. Persons requesting access to such files must make their requests to the appropriate privacy officer and arrange for a time to examine such files.

7.02 Fiscal Year The fiscal year of the Newton Fire Company shall be the calendar year.

7.03 Waiving Notification Any member, director or officer may waive in writing any notice required to be given or mailed, by the Wisconsin Statute, the Articles of Incorporation, or by these Bylaws of the organization.

7.04 Amendments No alterations or amendments shall be made to these Bylaws, unless proposed in writing at a regular meeting, which amendment or alterations shall be referred to a special committee who shall report at the next regular meeting, when it may be acted upon and adopted by a two thirds (2/3) affirmative vote of the active membership.

7.05 Bylaws A committee chosen at the appropriate annual meeting shall review these Bylaws of the Newton Fire Company every two years. Input will be taken from the membership of the whole for any suggestions or ideas as to updates, changes, etc. The committee will review and recommend any changes and then submit the changes to the whole membership for adoption.

7.06 Policies The Newton Fire Company Board of Directors shall develop and hold in place policies governing this organization and shall be included as part of the scheduled By-law review.

(A) Discrimination

(B) Drug and Alcohol Use

(C) Standard of Conduct

(D) Confidentiality

(E) References

(F) Disciplinary Action

(G) Harassment

Other Policies deemed necessary by the Fire Company Board of Directors

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A - Discrimination Policy

- The Newton Fire Company complies with federal and state laws and does not unfairly discriminate in employment opportunities on the basis of age, race, creed, color, disability, marital status, sex, national origin, ancestry, sexual orientation, religion, membership in the national guard, state defense force or any other reserve component of the military forces of the United States or the state of Wisconsin or any other characteristic protected by law.

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B - Alcohol and Drug Policy

- Members of the Newton Fire Company are to report for calls, training, drills, meetings, special events, or any other official business or duty of the company, free of drugs, intoxicants, narcotics, or any other controlled substance, in compliance with the State of Wisconsin legal limit. At no time may any members drive or operate department vehicles if they have consumed alcohol or taken prescription, mind-altering medications, or any other drugs within eight hours prior to driving or operating the vehicle. Members may be disciplined up to and including termination.
- Because prescription medication can also affect an individual's demeanor and job performance, it is the member's responsibility to notify the department if he or she is taking legal prescription drugs that as a direct or secondary response may cause mind-altering effects. Such prescription drugs must be given under medical supervision and may not interfere with the performance of department duties.
- If any officer of the company has reasonable suspicion that a member is in violation of this policy, they may require the member to undergo a drug and or alcohol test. The member will be referred to a certified intoxolizer testing agency or to a medical facility for completion of the test. Refusal of any member to submit to the test shall be grounds for termination.
- Depending on the seriousness and circumstances of the offense, a member who tests positive for drugs and or alcohol above departmental limits may be referred to a counseling, rehabilitation, or member assistance program. Refusal to cooperate in this program may result in discipline, up to and including termination.

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C - Standard of Conduct

- Code of Ethics- The attitude and conduct of all Fire Company personnel must at all time reflect a sincere dedication to serving the public. Each individual must always perform to the best of their ability. He or she must take pride in his or her appearance, knowledge and ability to perform his or her respective functions recognizing that he or she represents either firefighters or First Responders to the public. All members efforts ultimately should insure our basic mission to provide fire and emergency services to the public at the highest level of care or service in the most efficient manner.
- Conduct toward job- Members should maintain a loyalty to the Newton Fire Company as is consistent with the law and personal ethics. This loyalty begins with each other. Cooperation is essential for effective functioning of the fire or first responder teams. All members are charged with establishing and maintaining a high spirit of cooperation within the department as well as between neighboring departments. It is imperative that potential problems are brought to the attention of the Board of Directors of either the Fire Company or each respective unit as soon as possible. Members shall at all times take appropriate actions to preserve and maintain the life of all injured persons and take reasonable action to protect their property as well.
- Conduct toward the public- Members shall be courteous and orderly in their dealings with the public. Members shall perform their duties with professionalism and remain calm. Upon request, they shall supply their name in a courteous manner. Any problems on a call will be immediately referred to the appropriate supervisor for his or her action. Members may not seek the influence or intervention of any person outside the department for purposes of personal preference, advantage, transfer, or advancement. Complaints will be forwarded in writing to the appropriate supervisor for action.
- Members who fail to meet these criteria shall be subject to disciplinary actions up to but not limited to removal from the Newton Fire Company.

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D - Confidentiality Policy

Our policy is that should a member be contacted by anyone requesting information from a fire or first responder run or any other fire or first responder business, he or she will be referred to the captain or lieutenant of the First Responders or the Chief or assistant chief of the Fire Fighters. That person will then meet with the requestor to give the appropriate information required by Wisconsin State Statutes 256.15 (12) (b), 146.81 to 146.84, 252.15 (3m) (6) (8) (9) and amendments. The chief, assistant, captain, or lieutenant will also ensure that the proper release of information forms or papers have been signed and a written statement may be sent to the person for whom the release was signed if needed.

INFORMATION REQUIRED TO BE RELEASED BY STATE STATUTE 256.15 (12) (b):

- Identity of First Responder agency and ambulance provider OR fire call
- Names of First Responders involved OR fire fighters
- Date of call
- Dispatch and response times of the ambulance OR fire trucks
- Reason for the dispatch
- Location to which the rescue vehicle or fire trucks were dispatched
- Destination, if any, to which the patient was transported by an ambulance
- Name, age, and gender of the patient OR caller

Information such as the patient's medical history, scene or patient pictures, video or audio, patient condition, or the emergency treatment rendered is confidential and must not be released except in the following circumstances:

- A court order or subpoena is issued for the release of records
- The patient or patient's guardian or person authorized by the patient completes a valid informed consent form
- The requesting party is a coroner or medical examiner, a Wisconsin or Federal police officer
- As otherwise provided in Sec. 146.82 (2) – (5), Wis. Stat.

Further Issues

Furthermore, all grievances, personnel files, disciplinary actions, referrals for outside medical or mental health care, run reviews, patient care records, and run reports will be handled in a confidential and professional manner.

Additionally, all pictures, video, or audio of any EMS or fire calls obtained by any member of the Newton Fire Company shall be considered property of the appropriate branch of the Newton Fire Company. Any part of the call report and all "images or audio" is considered confidential and handled as such.

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E - References

- It is the policy of the Newton Fire Company to provide a reference for members of the Fire Department or First Responders whenever appropriate.
- The chief, first assistant chief, or second assistant chief would be the recommending agents for the Fire Department.
- The captain, lieutenant, or president of the First Responders would be the recommending agents for the First Responders.
- A standard job reference form will be used.
- Two members of the appropriate unit will sign all references.
- The recommending agent may, in his/her discretion, provide a separate letter of recommendation in addition to the job reference form.
- All references and requests for recommendations are handled as confidential documents and a copy kept in the personnel file of requesting individuals.

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F - Disciplinary Action

- It shall be the standard operating practice of the Newton Fire Company as well as both the Fire Department and First Responders to handle situations that require disciplinary action in the same manner to afford all members fair and just treatment. Situations that may require disciplinary action include but are not limited to the violation of any policies.
- First time violations will result in a verbal reprimand from the appropriate officer of the appropriate unit. The member will be told face to face about the situation. An explanation of what should have happened, and what will happen or not happen in the future. A written, dated, and signed note will be placed in the personnel file of said person stating that the conversation happened, the content of the conversation, the goals and outcomes of the conversation, and the signature of the officer having the conversation.
- Second time violations will result in a written reprimand which will also be given to the member face to face. The written reprimand will include what happened, what should have happened, and what will happen or not happen in the future. This note will be dated and signed by both parties involved and the note will be placed in the personnel file of said person stating that the conversation happened, the content of the conversation, the goals and outcomes of the conversation, and the signature of the officer having the conversation. Second time violations will require two supervisor's signatures.
- Third and subsequent violations may result in termination of the member from the unit for which the violation occurred in and / or from the Newton Fire Company. Again, written documentation of the violation, previous actions taken, and the outcome of this session will be documented and placed in the appropriate files.
- The above steps of discipline are guidelines and need not always be followed. Discipline may be initiated at any step in the process at the discretion of the Fire Company board depending on the facts and circumstances. Discharge and termination may result without any warning or without involving any other step.

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G - Harassment Policy

The Newton Fire Company is committed to providing an environment that is free from all forms of discrimination and conduct considered as harassing, coercive, or disruptive including sexual harassment.

Simply defined, harassment is any unreasonable behavior found offensive by another individual. Examples of possible harassment include, but are not limited to, gestures, physical contact, profanity, and other offensive or verbal communication. Actions, words, jokes, or comments based on an individual's sex, race, color, national origin, age, religion, disability, sexual orientation, or any other legally protected characteristic is intolerable.

The definition of sexual harassment is as unwanted sexual advances, or visual, verbal, or physical conduct of a sexual nature. This definition includes many forms of offensive behavior and includes gender-based harassment of a person of the same sex as the harasser. Examples of the types of conduct expressly prohibited by this policy include, but are not limited to the following:

- Unwanted sexual advances
- Offering employment benefits in exchange for sexual favors
- Making or threatening reprisals after a negative response to sexual advances
- Visual conduct that includes leering, making sexual gestures, or displaying of sexually suggestive objects or pictures, cartoons, or poster
- Verbal conduct that includes making or using derogatory comments, epithets, slurs, or jokes
- Verbal sexual advances or propositions
- Verbal abuse of a sexual nature, graphic verbal commentaries about an individual's body, sexually degrading words used to describe an individual, or suggestive or obscene letters, notes, or invitations
- Physical conduct that includes touching, assaulting, or impeding or blocking movements
- Offensive e-mails or voice mail messages or texts
- Repeated requests for dates
- Stalking

Unwelcome sexual advances (either verbal or physical), requests for sexual favors, and all other verbal or physical conduct of a sexual or otherwise nature constitute sexual harassment when:

- 1) Submission to such conduct is made either explicitly or implicitly a term or condition of employment
- 2) Submission to or rejection of the conduct is used as a basis for making employment decisions
- 3) The conduct has the purpose or effect of interfering with work performance or creating an intimidating, hostile, or offensive work environment

All members of the Newton Fire Company are responsible for helping to avoid harassment. If you experience or witness sexual or other unlawful job-related harassment, including such conduct occurring in the workplace, off premises, or off hours, report it immediately to the chief, assistant chiefs, or captain or lieutenant as applicable. A member can raise concerns and make reports without fear of reprisal or retaliation. The Newton Fire Company prohibits retaliation against anyone for filing a bona fide harassment complaint or for assisting in a complaint investigation.

A quick and discreet investigation of all allegations of harassment will take place. To the extent possible, the Newton Fire Company will provide protection from unnecessary disclosure of the confidentiality of any witnesses and the alleged harasser.

The Newton Fire Company also recognizes that false accusation of harassment could have serious effects on innocent personnel. If after investigating any complaint of harassment or unlawful discrimination, it is determined that the complaints is not bona fide and was not made in good faith, or that an individual has provided false information regarding the complaint, the Newton Fire Company will take

proper disciplinary action against the individual who filed the complaint or who gave the false information, up to and including termination of service/employment.

The Newton Fire Company views harassment of any kind as a very serious matter and will discipline a member, after an appropriate investigation, found to have harassed another up to and including termination of service/employment.

Our goal is that all members will act responsibly to establish a work environment free of discrimination or harassment of any nature.

Adoption/Revision Dates

Adopted this day of 1, in the month of December, in the year of 2011.

Terry Wagner _____ President, Newton Fire Company

Josh W. Hmy _____ Secretary, Newton Fire Company

Review Dates

_____ Date of review	_____ Signature of committee chair
_____ Date of review	_____ Signature of committee chair
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