

CHARTER AND BYLAWS  
OF  
THOMPSON FIRE PROTECTION ASSOCIATION  
DISTRICT

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**ARTICLE I**

**ORGANIZATION AND TERRITORY**

1.1 **Creation**

The Thompson Fire Protection Association District (herein, the “District”) was established on \_\_\_\_\_, 2024.

1.2 **Statutory Authority**

Section 7-324 of the Connecticut General Statutes, revision of 1958, as amended, (herein, the “Statutes”) authorizes the establishment of a special fire district empowered and governed by the provisions of Sections 7-324 to 7-329, inclusive, of the Connecticut General Statutes, to exercise all powers and duties granted therein, and to continue its existing form of organization.

1.3 **Territorial Limits**

The territorial limits of the District are the territorial limits of the Town of Thompson.

1.4 **District Offices**

The offices of the District shall be located within the foregoing territorial limits of the District.

**ARTICLE II**

**PURPOSE**

2.1 **Purpose**

The principle purpose of the District shall be to fund and engage the services of the five fire departments to extinguish fires, and to protect all properties and life, and to do all other acts authorized by the Board of Directors in accordance with Section 3 of the bylaws and Chapter 105, Section 7-326 of the Connecticut General Statutes, or by the voters at a District meeting in accordance with Chapter 105, Section 7-327(a) of the Statutes.

2.2 **The Fire Department Services**

In furtherance of its corporate purposes, it shall be the responsibility of the District, acting by the Board of Directors, to engage the services of the following five existing fire departments in the Town of Thompsons or their successors, namely Community Fire Company, Inc., East Thompson Volunteer Fire Dept, Inc., Quinebaug Volunteer Fire Department, Inc., West Thompson Independent Fire Ass’n #1, Inc. and Thompson Fire Engine Co. to provide fire protection services including the extinguishing of fires and associated rescue operations.

**ARTICLE III**

**MEETINGS AND PROCEDURES**

### 3.1 Meeting Schedule

The Annual Meeting of the District shall be held on the first Thursday of May of each year. Special District meetings shall be held as called and noticed in accordance with Section 3.2. Any person eligible to vote in the district is eligible to vote at an annual or special meeting of the District.

### 3.2 Calling of Meeting of the District

The provisions of Chapter 105, Section 7-327 of the Connecticut General Statutes shall govern the calling of special meetings, notice of special meetings and the Annual Meeting, and other procedural matters not specifically provided for in these bylaws.

### 3.3 Meetings of the Board

Regular meetings of the Board of Directors shall be determined at the organizational meeting for the following calendar year, unless otherwise mutually agreed upon by a majority of the Directors in compliance with Connecticut General Statutes and Freedom of Information requirements. The directors shall elect a president of the district who will also serve as chairperson of the board at its annual organizational meeting and vice-chairman who will act as chairperson in the absence of the chair.

### 3.4 Order

All meetings of the District and of the Board of Directors shall be conducted in accordance with Robert's Rules of Order.

### 3.5 Agenda

Subject to amendment by the Board in accordance with rules of order, shall be set by the Chairperson of the Board. Subject to such changes and adjustments deemed prudent and lawful to accommodate the course of the meeting. Minutes of each meeting shall be recorded by the Clerk and Treasurer or by a secretary of the meeting designated for that purpose.

### 3.6 Quorum

A majority of the total number of Directors shall constitute a quorum for the transaction of business, and, if a quorum is present, the act of a majority of those present shall be the act of the Board, except as may be otherwise specifically provided by statute or these bylaws.

### 3.7 Executive Sessions

Executive sessions may be conducted for purposes consistent with the Connecticut General Statutes.

## **ARTICLE IV**

### **BOARD OF DIRECTORS / ELECTIONS**

#### 4.1 The Board

For the purpose of exercising all powers and duties provided by the Connecticut General Statutes, the Board of Directors (hereafter, the “Board”) shall be deemed the “board of directors” and a member is a “director” or “member of the board” as those terms are used in the Statutes.

#### 4.2 The Board of Directors

Pursuant to Chapter 105, Section 7-327(d) of the Connecticut General Statutes, the Board shall consist of 5 Directors of staggered three-year terms. All Directors must maintain residence in the District for the duration of their terms, and if they relocate outside the District must tender their resignation to the District President within a one-week period. Any Director elected under the previous bylaws shall be allowed to serve the remainder of their respective term. Per Connecticut Freedom of Information regulations, meetings may also be attended via electronic means.

#### 4.3 Vacancies

The Board shall have the authority to appoint a new Director upon the retirement, resignation, removal from office, death, or incapacity of a Director. Any vacancies in the Board, however occurring, may be filled by the Directors remaining in office acting by a majority vote, and any Director so chosen shall hold office for the remainder of the term of the director being replaced, or until his or her earlier resignation, removal from office, death, or incapacity. Any such appointment must comply with Section 4.2 of the bylaws.

#### 4.4 Candidacy

Candidates for election to the Board shall be placed in nomination during the regularly scheduled April monthly meeting of the Board preceding the Annual Meeting of the District in May. In order to be placed on the ballot, a candidate must be nominated and that nomination must be seconded. Candidates and those who nominate and second nominations, must be a resident of the District and eligible to vote at meetings of the District, as set forth in Chapter 90, Section 7-6 of the Connecticut General Statutes and District bylaws.

#### 4.5 Conflict Of Interest

No person who is a firefighter or emergency medical service provider for any fire department engaged by the district shall be eligible to serve as a member of the Board.

#### 4.6 Voting Procedure

Ballots for the election of Directors shall be cast on the day of the Annual Meeting of the District.

In addition, any resolution proposed by the Board authorizing the purchase or sale of real property shall be voted upon by District Voters at balloting on a date chosen by the Board between the hours of 12:00 p.m. and 8:00 p.m. All other matters that may properly come before the District voters shall be included on the call of the Annual Meeting or a Special District Meeting called by

the Board at a date and time to be designated by the Board. Petitions requesting all day voting on such matters may be filed in accordance with Chapter 105, Section 7-327 of the Connecticut General Statutes.

#### 4.7 Standing Committees

The Board will maintain a Finance Committee, Capital Equipment Committee, and Capitol Building Committee consisted and empowered as follows.

Finance Committee – The Finance Committee shall consist of the Treasurer or the Clerk/Treasurer as the case may be, ex officio, and five members which must include a representative of each department that is engaged by the District to provide fire protection services. The initial five appointees shall be respectively for a five, four, three, two and one- year term with any subsequent appointees to fill the remaining term of any vacancy due to the resignation, removal from office, death, or incapacity of initial appointee and for a three-year term for any appointment that has expired. The initial chairperson shall be determined by a majority vote of the entire membership of committee. An annual election shall be held for the chairperson at the first meeting of each calendar year. Any vacancy due to the resignation, removal from office, death, or incapacity of a member shall be filled by an appointment by the President of the Board of Directors. The Treasurer Clerk/Treasurer shall not have voting power on the Finance Committee.

The Finance Committee shall be responsible for the raising of the necessary funds to operate the District and shall, in conjunction with the appointed representatives of the five operating departments, prepare the annual budget of the District for the presentation to the Board of Directors at the Annual Meeting of the District.

Capital Equipment Committee – The Capital Equipment Committee shall consist of five members. The initial five appointees shall be respectively for a five, four, three, two and one-year term with any subsequent appointees to fill the remaining term of any vacancy due to the resignation, removal from office, death, or incapacity of initial appointee and for a three-year term for any appointment that has expired. The chairperson shall be determined by a majority vote of the entire membership of committee and at an annual election held at the first meeting of each calendar year. Any vacancy due to the resignation, removal from office, death, or incapacity of a member shall be filled by an appointment by the President of the Board of Directors.

The Capital Equipment Committee shall be responsible for the preparation and maintenance of the Capital Equipment Replacement Plan. The Capital Equipment Replacement plan shall be a rolling five-year plan which shall forecast and recommend replacements to the apparatus fleet and equipment under the care and custody of the District. The committee shall meet as often as may be necessary to maintain such plan and to prepare a recommendation to the Finance Committee for the expenditures to be carried in the Annual Budget for the replacement apparatus.

Capital Building Committee – The Capital Building Committee shall consist of five members. The initial five appointees shall be respectively for a five, four, three, two- and one-year term with any subsequent appointees to fill the remaining term of any vacancy due to the resignation, removal from office, death, or incapacity of initial appointee and for a three-year term for any appointment that has expired. The chairperson shall be determined by a majority vote of the entire membership of committee

and at an annual election held at the first meeting of each calendar year. Any vacancy due to the resignation, removal from office, death, or incapacity of a member shall be filled by an appointment by the President of the Board of Directors.

The Capital Building Committee shall be responsible for the preparation and maintenance of the Capital Building Plan. The Capital Building Replacement plan shall be a rolling five-year plan which shall forecast and recommend capital improvements to or the construction of buildings or fire facilities. The committee shall meet as often as may be necessary to maintain such plan and to prepare a recommendation to the Finance Committee for the expenditures to be carried in the Annual Budget for the building capital improvements.

#### 4.8 Ad Hoc Committees

The Board may create one or more committees and the President may appoint members of the Board or electors of the District to serve on them. Each committee shall have two or more members and serve at the pleasure of the Board. A chairperson shall be determined by a majority vote of the entire membership of committee and at an annual election held at the first meeting of each calendar year.

### ARTICLE V

#### OFFICERS / ELECTIONS

##### 5.1 Election of Officers

Officers of the District shall be chosen from among the Directors. The Board shall annually elect its officers from among the five Directors at the June meeting following the announcement of those Directors who have been newly elected to the Board conducted at the Annual District Meeting in May.

##### 5.2 Offices Held

The officers of the District shall consist of a President, Vice President, Clerk and Treasurer.

##### 5.3 President

The President of the District shall be the chief executive officer and shall have the authority, power and duties set forth in Chapter 105, Section 7-327 of the Statutes and any other duties which may lawfully be designated by the Board. The President shall serve as Chairperson of the Board of Directors.

##### 5.4 Vice President

The Vice President shall have the authority, power and duties set forth in Chapter 105, Section 7-327 of the Statutes and any other duties which may lawfully be designated by the Board. The Vice-President shall preside over meetings of the Board of Directors in the absence of the President.

##### 5.5 Clerk and Treasurer

The Clerk and Treasurer, or the officer serving in both capacities, shall have the authority, power and duties of the Clerk and Treasurer set forth in Chapter 105, Section 7-327 of the Statutes and any other duties which may lawfully be designated by the Board.

5.6 Indemnification

The District shall indemnify Directors and officers of the District to the fullest extent permitted by law.

**ARTICLE VI**

**DISCIPLINARY MATTERS**

6.1 Removal for Cause

Any Director may be removed for cause, subject to the right of a public hearing in accordance with the Statutes, by majority vote of all members of the Board, and his or her successor shall be appointed in accordance with Section 4.3 herein. Any Director proposed to be removed in accordance with this Section shall be entitled to at least five calendar days written notice by mail of the meeting of the Board at which removal is to be considered and shall be entitled to appear and show cause why he or she should not be removed.

**ARTICLE VII**

**FISCAL YEAR AND BUDGET**

7.1 Fiscal Year

The fiscal year of the District shall begin on July 1 and shall end June 30 of the subsequent year.

7.2 Budget

The annual budget for the District shall be adopted each year at the Annual Meeting.

**ARTICLE VIII**

**TAXATION AND BONDS**

8.1 Tax Bills

The District at the Annual Meeting shall fix the tax rate and the Clerk shall prepare a rate bill for delivery to the Treasurer, and the Treasurer shall have the same powers as collectors of taxes to collect and enforce payment of taxes, as provided in Chapter 105, Section 7-328 of the Statutes. (If one officer of the Board serves as both Clerk and Treasurer, as provided in Section 5.2 herein, that officer shall perform the duties with respect to taxation set forth in Chapter 105, Section 7-328 of the Statutes).

## 8.2 Receipts

All monies received by the Board on behalf of the District shall be paid to the Clerk and Treasurer.

## 8.3 Bonds

The District may issue bonds and the Board may pledge the credit of the District, all in accordance with the Statutes.

## 8.4 Preemption

These bylaws are subject to the provisions of the Connecticut General Statutes, and they may be amended from time to time. If any provisions in these bylaws are inconsistent with any provision in the Connecticut General Statutes, such provision of the Statutes shall govern.

## 8.5 Amendment

These bylaws shall not be amended except by majority vote of eligible voters at the Annual Meeting or a duly called and noticed special meeting.