

BYLAWS OF LIBERTY CORNER FIRST AID SQUAD, INC.

Adopted and Effective September 19, 2007

Article I - General

Section 1 - Liberty Corner First Aid Squad, Inc. (the "Squad") is committed to a policy of nondiscrimination with respect to race, religion, gender, and national origin in accordance with applicable law.

Section 2 - Matters not specifically addressed in these Bylaws will be governed by the Procedures. The Executive Committee established pursuant to Article IV hereof will have authority to act on and resolve any matter not otherwise provided for in or governed by the Bylaws or the Procedures.

Article II - Membership

Section 1 - There are seven classes of membership in the Squad: Regular, Probationary, Associate, Daytime, Inactive, Retired, and Honorary. A Regular, Probationary, Associate or Daytime member must reside or be employed in the section of Bernards Township ("Township") primarily served by the Squad ("Service Area") and meet the other requirements of the membership class specified in this Article. The requirement that members reside or be employed in the Service Area may be waived by vote of the membership.

Section 2 - A Regular member is one who holds all certifications required by the State of New Jersey ("State") and the Bylaws and Procedures to practice as an EMT (collectively, "Certification"), is at least 18 years of age, has been approved for membership by the Township, and has satisfactorily completed the probationary period described in Article II, Section 3 hereof. A Regular member may participate fully in the administration of emergency medical services as an EMT.

Section 3 - A Probationary member is one who seeks Regular or Daytime membership, is at least 17 years of age, has been approved for membership by the Membership Committee and by the Township, and holds valid Certification. Probationary members must serve a probationary period commencing upon the later of certification as an EMT or approval by the Township. A Probationary member may assist Regular and Daytime members in

the administration of emergency medical services as an EMT. No later than 6 months after the probationary period begins (and sooner if the member's performance and experience warrant), the Captain will review the member's status with the Executive Committee, which can either move the member to Regular or Daytime status, dismiss the member for unsatisfactory performance, or extend the probationary period for up to another 6-month period. After one year of probationary status, a member who has not demonstrated suitability for Regular or Daytime membership may be dismissed from the Squad by the Executive Committee. A Probationary member who receives one or more leaves of absence may have the probationary period extended by the length of the leaves, but in no event by more than 6 months in aggregate.

Section 4 - An Associate member is one who is at least 17 years of age, has been approved for membership by the Membership Committee, but does not yet hold Certification. At the discretion of the Membership Committee, a new Associate member may be approved at 16 years of age if the member enrolls in an EMT training course with a scheduled completion date after the member attains 17 years of age. An Associate member has one year from the date of approval to fulfill all the requirements for becoming a Probationary member. An Associate member may participate in drills, meetings and other Squad activities that do not require Certification.

Section 5 - A Daytime member is one who holds valid Certification, who normally works in the Service Area and is able to respond to emergency calls, and has successfully completed the probationary period described in Section 3, above. A Daytime member may participate fully in the administration of emergency medical services as an EMT. Daytime members are not subject to the meeting and drill attendance requirements set forth in these Bylaws, but may attend and participate in meetings and drills.

Section 6 - An Inactive member is a Probationary, Regular or Daytime member who has been granted a leave of absence as described in Article VIII Sections 1 and 2 hereof, whose Certification has lapsed in whole or in part, or who is subject to the procedures specified in Article VIII, Sections 3 and 8 hereof. An Inactive member will not participate in the administration of emergency medical services as an EMT. Members on Inactive status due to leave of absence or lapse in Certification may regain prior membership status at any time,

with the approval of the Executive Committee, upon termination of the leave of absence and/or with valid Certification.

Section 7 - A Retired member is one who has served at least 15 years as a Regular member and who requests retirement status from the Executive Committee. A Retired member will not participate in the administration of emergency medical services as an EMT. Retired members may regain Regular membership at any time, with the approval of the Executive Committee, and with valid Certification.

Section 8 - An Honorary member is anyone on whom this classification is bestowed by majority vote of the Squad to recognize contributions of service or assistance to the Squad or the community.

Section 9 - Regular and Probationary members must attend at least one regular meeting quarterly, attend at least one regular drill quarterly, and serve an average of 30 hours of duty time per month, including 6 weekend hours, in at least 9 out of the preceding 12 months. Members who serve at least 10 years as Regular members while maintaining voting eligibility may, upon written notice to the Executive Committee, assume "Regular-Exempt" status and be relieved of the duty time requirements of this Section. Daytime members must serve an average of 24 hours of duty time per month in at least 9 of the preceding 12 months.

Section 10 - The Executive Committee shall review quarterly the compliance of all members with the minimum membership requirements set forth above. Members failing to satisfy any of these requirements may be asked to provide an explanation to the Executive Committee. Inadequate explanation, or repeated failures to satisfy requirements, may be grounds for dismissal from the Squad pursuant to Article VIII Section 5.

Section 11 - No member will respond to any call while under the influence of alcohol or drugs, or while carrying any dangerous weapon.

Section 12 - Information concerning any call is to be kept strictly confidential, except as required or authorized by law.

Article III - Officers

Section 1 - The officers of the Squad are Captain, Training Lieutenant, Ambulance Lieutenant, Scheduling Officer, Quartermaster, President, Vice President, Treasurer, Secretary,

and Chair of the Executive Committee. Captain, Training Lieutenant, Ambulance Lieutenant, President, Vice President, Treasurer and Chair of the Executive Committee are elected offices. These officers are to be nominated from Regular members eligible to vote. Elected officers must maintain Regular or Regular-Exempt membership status and eligibility to vote throughout their terms of office. No member may hold more than one elected office simultaneously. Secretary, Quartermaster and Scheduling Officer are appointed positions. These officers are to be appointed from Regular and Probationary members at the annual meeting. The President shall appoint the Secretary, and the Captain shall appoint the Quartermaster and Scheduling Officer.

Section 2 - The Captain is responsible for the line operations of the Squad in accordance with the Bylaws and the Procedures, as well as with training and practice protocols applicable to EMTs. The Captain will report monthly at regular meetings, and will make a report of annual call activity at the annual meeting.

Section 3 - The Training Lieutenant is responsible for planning and conducting training drills and activities, for obtaining and maintaining appropriate training equipment and materials, and for maintaining current records of each member's drill attendance for the preceding 12 months and Certification status. The Training Lieutenant will advise the Captain and the Executive Committee of the expiration of any certification necessary for any member to retain Regular or Probationary status, and will report monthly at regular meetings.

Section 4 - The Ambulance Lieutenant is responsible for the maintenance of the ambulances and all first aid equipment carried thereon, and will report monthly at regular meetings.

Section 5 - The Scheduling Officer is responsible for scheduling crew time for regular duty coverage and any special events in which the Squad participates, and maintaining current records of each member's duty time for the preceding 12 months. The Scheduling Officer will issue a written monthly duty schedule to all members and report monthly at regular meetings.

Section 6 - The Quartermaster is responsible for the purchase and inventory of first aid supplies, first aid equipment and uniforms, and will report monthly at regular meetings.

Section 7 - The President is responsible for the administrative operations of the Squad in accordance with the Bylaws and the Procedures. The President conducts all regular and special meetings, and will report monthly at regular meetings and present an annual report at the annual meeting.

Section 8 - The Vice President will assume the duties of President in the President's absence and will perform duties as assigned by the President or prescribed in the Bylaws and Procedures.

Section 9 - The Treasurer will keep the accounts of the Squad in such banks as the Treasurer, with the consent of the Executive Committee, may designate. The Treasurer is responsible for recording and depositing monies received by the Squad and for verifying and paying amounts owed by the Squad, in accordance with the Bylaws and the Procedures, as well as with prudent accounting practices. The Treasurer will report monthly on expenditures and income at regular meetings, will make financial records and information available to the Executive Committee for its review and oversight, and will present an annual report of the Squad's financial status no later than at the February meeting.

Section 10 - The Secretary will keep accurate minutes of business conducted at regular and special meetings, will maintain and file all correspondence and business records of the Squad as appropriate, will maintain a current record of each member's meeting attendance for the preceding 12 months, and will report monthly at regular meetings.

Section 11 - The Chair of the Executive Committee is responsible for the business of the Executive Committee as described in the Bylaws and the Procedures, will schedule and preside at meetings of the Executive Committee at least quarterly, and will keep informed about the status of line and administrative functions of the Squad. The Chair of the Executive Committee will report at regular meetings.

Section 12 - The term of office for all officers will be one year, or until a successor is duly installed (whichever is later), except that the term of office for the Chair of the Executive Committee shall be 2 years, or until a successor is duly installed. Newly elected officers will take office at the regular meeting next following their election.

Article IV - Executive Committee

Section 1 - The Executive Committee shall be responsible for overseeing the operation of the Squad in accordance with the Bylaws and the Procedures, and consists of the Chair of the Executive Committee, the Captain and one other elected line officer designated by the Captain, the President, and the Vice President.

Section 2 - The Executive Committee will meet at the call of the Chair of the Executive Committee, at least quarterly, on no less than 48 hours' notice to Executive Committee members. The Chair of the Executive Committee plus two other members (or, if the office of Chair of the Executive Committee is vacant, the Captain, the President and one other member) constitutes a quorum to conduct the business of the Executive Committee. Except as otherwise provided in the Bylaws, a simple majority of Executive Committee members present shall be required to adopt any motion. At the discretion of the Chair of the Executive Committee, other members of the Squad may be invited or requested to attend Executive Committee meetings, or portions thereof, to present or receive relevant information.

Section 3 - At least quarterly, the Executive Committee will meet to review the Squad's financial status and accounts; to consider any requests for Leaves of Absence; to review the status and progress of Probationary members; and to review as needed the status and performance of individual members and officers with respect to their duties under the Bylaws and the Procedures.

Section 4 - The Executive Committee shall also consider and make recommendations to the Squad or to the appropriate committee about such long-range planning or operational matters as major capital needs, insurance and bonding coverage for the Squad, recruitment of new members, and changes to the Bylaws or the Procedures.

Article V - Meetings and Drills

Section 1 - Regular meetings for all members will normally be held the first Wednesday of each month. The regular meeting in January will also be designated as the annual meeting. Special meetings will be called when the Secretary receives a written request from any 5 members eligible to vote, or from the President, such special meetings to be scheduled on no less than

48 hours' notice to all members. The President shall assure that adequate opportunity is afforded at each regular meeting for members to obtain, present and discuss information about committee activities, old business and new business. The President will conduct meetings in a manner consistent with mutual respect, common sense and efficiency.

Section 2 - One-half of all Regular members eligible to vote constitutes a quorum to conduct business at all Regular and Special meetings. Except as otherwise provided in the Bylaws, a simple majority of members present and eligible to vote shall be required to adopt any motion.

Section 3 - Regular drills for all members will normally be held on the third Wednesday of each month. Special drills may also be called at the discretion of the Training Lieutenant, on no less than 48 hours' notice to all members.

Article VI - Finance

Section 1 - The Treasurer will, with the consent of the Executive Committee, engage accounting professionals as appropriate to conduct periodic audits of Squad finances and assist with tax return preparation, and will keep the Executive Committee fully advised of the activities, findings and recommendations of such professionals. The Treasurer, with the assistance of the Finance Committee, will be responsible for filing all financial forms and reports required of the Squad, including (without limitation) IRS Form 990, annual charitable registration forms for the State, and any reports required by the Township.

Section 2 - Except as otherwise provided in the Bylaws, all expenditures of Squad funds greater than \$250 require the approval of members in accordance with Article V, Section 2 hereof.

Section 3 - The Captain and the President shall each have the authority to approve expenditures not to exceed \$1000 in any month, and the amount, justification and receipt for each such expenditure shall be reported promptly to the Treasurer.

Section 4 - In the case of routine or recurring expenses for utilities, equipment leases, building maintenance and other similar needs of the Squad, the Treasurer may make payment upon receipt of proper bills or invoices. Expenditures of Squad funds will normally be made by check. All checks require 2

signatures. The President, the Treasurer, the Vice President, and the Chair of the Executive Committee will be authorized to sign checks, provided they execute the forms required by the bank for such purpose. In the case of recurring monthly expenses for utilities and equipment leases, payment may be made by pre-authorized electronic debit from a Squad checking account, at the discretion of the Treasurer.

Section 5 - Squad funds shall not be used for donations or contributions to charitable, religious, political or other similar causes or organizations.

Article VII -- Voting and Election of Officers

Section 1 -All Regular members of the Squad present at meetings are eligible to vote on motions made at such meetings, provided they are then in compliance with the following criteria:

- A. Attendance at 50% or more of all regular meetings during the 12 months preceding the vote, as determined by the Secretary;
- B. Attendance at 50% or more of all regular drills during the 12 months preceding the vote, as determined by the Training Lieutenant; and
- C. Satisfaction of the applicable minimum duty time requirements set forth in Article II Section 9, above, as determined by the Scheduling Officer.

Section 2 - There shall be a Nominating Committee constituted annually at the October regular meeting, consisting of five (5) Regular members eligible to vote and who have agreed to serve on the committee if elected. Nominations for the Nominating Committee may be made by any Regular or Probationary member. Election to the Nominating Committee requires a majority vote of members present who are eligible to vote. Voting will be by written ballot, unless there are only five nominees, in which event the nominees will be deemed elected.

Section 3 - For election of officers, the Nominating Committee will present at the November regular meeting a slate composed of at least one candidate for each office to be filled as of the next annual meeting. Each such candidate will be a Regular member eligible to vote who has agreed to serve if elected. Also at the November meeting, additional nominations may be made from the floor. Any such additional nominee who is a Regular

member eligible to vote and agrees to serve if elected shall be included on the ballot for the office to which nominated. After the adjournment of the November meeting, no additional nominations for office will be accepted, unless a nominee proposed by the Nominating Committee becomes ineligible or unwilling to serve if elected. In that event, the Nominating Committee shall reconvene prior to the December meeting and propose a replacement nominee who meets the criteria above, which nominee shall be announced to members as soon as practicable, but in no event later than the start of the December regular meeting.

Section 4 - The election of officers will take place at the December regular meeting. The President will prepare and distribute to eligible voters written ballot forms containing the names of all duly-nominated candidates. Voting will be by written ballot which will be tabulated and the outcome announced immediately to the members. Individual vote totals will not be announced or disclosed, and write-in ballots will not be tabulated. For each office, the candidate with the greatest number of votes will be elected. In the event of a tie vote, an immediate revote by written ballot will be conducted between or among the tied candidates. If the vote remains tied after the revote, the outcome will be determined by lot drawn during the December meeting.

Section 5 - Temporary (not to exceed 2 months) vacancies in an elected office will be filled, if deemed necessary, by a replacement designated by the Captain or the President for vacant line or administrative offices, respectively. A temporary vacancy in the office of Chair of the Executive Committee will not be filled, and the Captain and the President shall jointly perform the functions of the vacated office. All vacancies (temporary or otherwise) in the office of President will be filled by the Vice President. All other vacancies of more than 2 months' duration in any elected office will be filled at the meeting following announcement of the vacancy in accordance with the eligibility and voting procedures set forth in Sections 3 and 4 above, except that all nominations of candidates for vacant offices will be by motion from the floor, and a Nominating Committee will not be convened.

Section 6 - Notwithstanding the foregoing, and to establish the Executive Committee described herein, the initial election of a Chair of the Executive Committee will be held at the regular meeting at which these Bylaws are adopted. For purposes of such election, the Trustees elected under the predecessor Bylaws will

nominate one of their members to serve as Chair of the Executive Committee and announce that nomination to the members at the meeting at which the election is to be held. Additional nominations may be made at that meeting by any member eligible to vote in accordance with Section 3 above, and the election of the initial Chair of the Executive Committee will be conducted in accordance with Section 4, above. At the conclusion of the meeting at which this election is conducted, the Chair of the Executive Committee will assume that office until the next regular election of officers; and the Board of Trustees constituted under the predecessor Bylaws will be abolished. This Section 6 shall be in effect only until the next regular election of officers, after which this Section 6 shall be deemed deleted from these Bylaws.

Article VIII - Leaves, Resignations, Complaints and Dismissal

Section 1 - A leave of absence from Squad membership may be obtained by any Regular or Probationary member upon written request to the Executive Committee specifying the approximate duration (up to 6 months) of the leave requested. At the end of the initial leave of absence, the member must either request a return to prior status in accordance with Article II Section 6 hereof, request to extend the leave of absence for up to one additional 6-month period, or resign from the Squad. A member on a leave of absence will be placed on Inactive status.

Section 2 - Regular or Probationary members who reside at and attend full-time post-secondary schools outside the Township may obtain successive academic leaves of absence of up to 6 months each, corresponding to the times they are actually attending school, over a period of up to 4 years, by written request to the Executive Committee. Members obtaining such academic leaves must maintain current Certification, notify the Scheduling Officer of times when they will be residing in the Township, and return to active status during such times. Members on academic leaves who do not return to active status, and meet the requirements of such status, for any appreciable time during any two consecutive academic leave periods without prior approval of the Executive Committee will not be eligible for further leaves of absence and are subject to dismissal from the Squad.

Section 3 - A Regular or Probationary member whose Certification has expired in whole or in part shall be deemed to be on leave of absence and shall immediately be placed on Inactive status by the Executive Committee. Such members may return to prior status by providing evidence of necessary re-certification to

the Executive Committee within one year after being placed on Inactive status. Any member who is subject to investigation or disciplinary proceeding by the State under the laws or regulations governing the practice of EMTs, or is arrested or indicted for a felony or crime of moral turpitude, shall be placed on Inactive status pending resolution of the charges or other proceedings.

Section 4 - Any member may resign from the Squad at any time by so notifying the Secretary or the Executive Committee in writing.

Section 5 - The Executive Committee may, by majority vote, dismiss any member for cause, including (without limitation) repeated failures to satisfy attendance and duty time requirements, violation of the Bylaws or the Procedures, violation of the laws or regulations governing the practice of EMTs, dishonesty, conviction of a felony or crime of moral turpitude, or other conduct detrimental to the Squad. Prior to considering the dismissal of a Regular member, the Executive Committee will invite the member (on no less than 7 days' written notice sent via first class mail) to appear and present such information as the member may deem relevant. If the member is also a member of the Executive Committee, that member will be recused from the Executive Committee's deliberations and vote. A decision to dismiss a member under this section shall be reduced to writing and mailed within 3 business days to the affected member.

Section 6 - Elected and appointed officers of the Squad are also subject to removal from office by majority vote of the Executive Committee that the officer is not fulfilling the duties of the office as set forth in the Bylaws and the Procedures. Prior to voting on such matter, the Executive Committee will invite the officer (on no less than 7 days' written notice sent via first class mail) to appear and present such information as the officer may deem relevant. If the officer in question is also a member of the Executive Committee, that officer will be recused from the Executive Committee's deliberations and vote. A decision to remove an officer under this section shall be communicated within 3 business days after the vote to the affected officer.

Section 7 - Any member may file a written complaint with the Executive Committee against any other member, alleging violations described in Section 5 above. Any complaint pertaining to the circumstances of a particular squad call

should first be presented to and discussed with the Captain, who should attempt to resolve the matter. The Executive Committee must receive member complaints within 30 days of the conduct complained of, or the Executive Committee will not entertain the member's complaint. The Executive Committee will meet to consider any complaint against a Regular member duly filed under this Section within 30 days of the receipt of the complaint and on no less than 7 days' written notice sent via first class mail to the complaining member and the member against whom the complaint is made. Those members will be invited to appear and present such information as they deem relevant. After such presentations, the Executive Committee will deliberate in closed session, and resolve the complaint by majority vote. Any party who is also a member of the Executive Committee will be recused from the deliberations and vote. The Executive Committee's decision will be reduced to writing, and mailed to the parties within 3 business days.

Section 8 - If the Executive Committee votes to dismiss a Regular member from the Squad, the member will immediately be placed on Inactive status, and may appeal the dismissal to the membership at the next Regular meeting. A two-thirds majority vote of members present and eligible to vote is needed to overrule the Executive Committee's decision. Absent such a vote, the dismissal will become immediately effective. A Probationary or Associate member dismissed from the Squad for any reason will not receive a hearing and will not be allowed to appeal. Any member dismissed from the Squad may not reapply for membership until one year from the date of dismissal.

Article IX - Procedures for Change

Section 1 - A proposal to amend the Bylaws or the Procedures may be introduced at any Regular meeting by the Procedures and Bylaws Committee or by motion made by any member present and eligible to vote. Any such proposal shall be made in writing, and presented to the Secretary at the time it is first introduced for inclusion in the minutes.

Section 2 - At the time a proposed amendment is introduced, it will be read ("first reading") to members at the Regular meeting. Discussion will be allowed on the proposal after the first reading and amendments or suggestions may be entertained. A "second reading" of the proposed amendment will take place at the next Regular meeting. Minor changes to the proposed amendment (as determined by the officer presiding at the meeting) based on discussion after the first reading will be

permitted without requiring another first reading. After the second reading, the proposed amendment will be put to a vote. A two-thirds majority of members present and eligible to vote is required to approve a change in the Bylaws; a simple majority of members present and eligible to vote is required to approve a change in the Procedures. Amendments will become effective upon adoption unless otherwise specified.

Section 3 - In the case of any general or major proposed amendment to the Bylaws or the Procedures, the requirement of a first and second reading set forth in Section 2, above, will be deemed satisfied by providing written copies of the proposed amendments available to all members, with an explanation of the proposed changes and opportunity for discussion, at or prior to the regular meeting at which the amendment is first introduced.