



**MEETING MINUTES  
FIRE APPARATUS MANUFACTURERS' ASSOCIATION  
SPECIAL MEMBERSHIP BUSINESS MEETING  
HYATT REGENCY INDIANAPOLIS  
IN INDIANAPOLIS, IN  
OCTOBER 28, 2020**

**Call to Order** – by Vice President David Durstine at 1:01 p.m. EDT

**Welcome and Opening Remarks** – Mr. Durstine welcomed the attendees to the meeting and thanked them for their attendance. Mr. Durstine provided regrets for Mr. Lingel.

Mr. Durstine explained the Association's need to hold the special meeting.

Mr. Durstine recognized the other FAMA Board Members in attendance: Jeromie Johnston, Jeff Mazza, Oran McNabb, and Bert McCutcheon.

**Antitrust Guidelines / Non-Discrimination Policy** – Mr. Johnston reviewed FAMA's policies and stressed the need to abide by the Federal antitrust guidelines and the strict non-discrimination policy at all meetings of the association.

**Roll Call** – Secretary Jeromie Johnston called the membership roll. There were 35 member companies in attendance. A quorum was declared. [See list following these minutes.]

**Proof of Notice** – Notice of this meeting was sent via email on September 25, 2020 to all members pursuant to the association bylaws.

**Bylaw Committee Report** – Mr. Halpin thanked the Board of Directors for their quick work to make this meeting happen. Mr. Halpin also thanked Bruce Whitehouse and Jim Juneau for their diligent work towards the proposed bylaw revisions.

Mr. Halpin provided a detailed review of the proposed Association Bylaw revisions. [See revisions following these minutes.]

For future video conferences, Mr. Lackore requested the bylaw be revised, to include the requirement that attending member representatives be visible on camera for confirmation.

Mr. Massa asked that the bylaw be revised to include verbiage that no member shall be permitted to video record or transcribe the meeting in verbatim. He added that video recordings and/or meeting transcriptions would prevent attendees from openly sharing their ideas and suggestions.

Mr. Hohs suggested a revision to prevent the attendance of any non-members or consultants at virtual meetings and group viewings should not be allowed.

In response to the requests, Mr. Halpin explained that the meeting attendees are required to vote on the specific bylaw revisions presented in the Official Meeting Notice dated September 25, 2020 but, the Bylaws Committee will consider adding the suggested additions and revisions in future proposals.

Mr. Jerry Halpin, Bylaws Committee Chair, requested the attendees vote to by raising their hand to approve the proposed bylaw revisions, and then he asked for those that opposed to the revisions to raise their hand.

Upon motion, it was:

**VOTED:** Unanimously to approve the Association Bylaw revisions as presented.

**Unfinished Business** – None

**New Business** – None

**Next Meeting Notice** – The next meeting of the FAMA Membership will be held March 22-23, 2021 at the The Westin Fort Lauderdale Beach Resort in Fort Lauderdale, FL.

**Adjournment** – With no further business or discussion to come before this meeting, upon motion duly made and seconded, it was:

**VOTED:** To adjourn, at 1:23 p.m. EDT

A true copy, attest:

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Sonya Kelly  
Recording Secretary

**FAMA SPECIAL MEMBERSHIP BUSINESS MEETING  
October 28, 2020 – Indianapolis, IN**

**Member Company Attendance (at Roll Call)**

Akron Brass Company	David Durstine
AMDOR Inc.	Oran McNabb, Steve Toren
APR Plastic Fabricating, Inc.	Chad Falls
Bulldog Fire Apparatus, Inc.	Jeff Mazza
C.E.T. Fire Pump Mfg. Inc.	Jerry Halpin
Code 3, Inc.	Alex Kozich
Cummins Inc.	Chris Crowel
Elkhart Brass Mfg. Co., Inc.	Andy Plofkin
E-ONE, Inc.	Larry Daniels
Ferrara Fire Apparatus, Inc.	Bert McCutcheon
Fire Research Corporation	Pete Luhrs
Fouts Bros., Inc.	Damon Lewis
Freightliner Trucks	Mark Breeding
H.O. Bostrom Company, Inc.	Ron Truhler
HAAS Alert	Cory Hohs
Hale Products, Inc.	Mike Franckowiak
Harrison Hydra-Gen	Justin Majzel
Hendrickson	Bob Albano
HiViz LED Lighting	Sam Massa
IMMI	Steve Ward
KME Fire Apparatus	Jason Louque
Kussmaul Electronics	Danny Graham
Marion Body Works, Inc.	Kevin Ignacio
Pierce Manufacturing, Inc.	Jeromie Johnston
Power Products LLC	Jeffrey Harper
Pro Poly of America, Inc.	Jim Kurila
ROM Corporation	Deron Stambaugh
Spartan Emergency Response	Roger Lackore
Task Force Tips, Inc.	Doug Miller
The Will-Burt Company	Drew Newman
United Plastic Fabricating	Pat Cahill
Valor First Responder Seating	Jason Witmier
W.S. Darley & Company	Mark Wynalda
Ward Diesel Filter Systems	Scott Beecher
Whelen Engineering Co., Inc.	Paul Deming

PROPOSED BYLAW REVISIONS AS PRESENTED IN THE MEETING NOTICE (September 25, 2020)

Where changes are proposed, the original text is highlighted in blue and marked CURRENT and the recommended revisions are highlighted in yellow and marked PROPOSED.

SECTION 5. MEETINGS

5.1 General Membership Meetings. There shall be two general membership meetings of FAMA in each fiscal year to be held at such time and place as determined by the Board of Directors.

CURRENT 5.1.1 Attendance at General Membership Meetings. Attendance at General Membership meetings shall be limited to employees of member companies that are in good standing at the time of the meeting, guests approved by the President pursuant to Section 5.1.2 and honorary members appointed by the Board pursuant to Section 5.1.3 of these Bylaws. "Employees of member companies" as used in these Bylaws means full-time employees who are on the payroll and receiving employee benefits directly from the member company, or from one or more of the member company's direct parent or subsidiary companies.

5.1.1 Participation at General Membership Meetings. Participation at General Membership meetings shall be in person unless the Board determines that, due to extreme circumstance and for the good of the Association, it is necessary to allow remote participation or a hybrid of in-person and remote participation.

Participation shall be limited to employees of member companies that are in good standing at the time of the meeting, guests approved by the President pursuant to Section 5.1.2 and honorary members appointed by the Board pursuant to Section 5.1.3 of these Bylaws. "Employees of member companies" as used in these Bylaws means full-time employees who are on the payroll and receiving employee benefits directly from the member company, or from one or more of the member company's direct parent or subsidiary companies.

5.1.2 Guests at General Membership Meetings. Guests may be permitted to attend General Membership meetings only with the approval of the President. All decisions of the President will be final.

5.1.3 Honorary Membership. Honorary membership may be bestowed by a majority vote of the Board of Directors for such reasons, and under such terms and circumstances as may be determined by the Board.

Honorary members may participate in discussions at membership meetings (without voting rights) and may serve as a member of FAMA Committees (without voting rights), but may not hold a committee leadership role. Honorary members are not eligible to serve on the Board of Directors.

**CURRENT** 5.2 Special Meetings. Special meetings of the general membership to consider a specific subject may be called by the Board of Directors, or upon the written request of one-third (1/3) of the membership.

**PROPOSED** 5.2 Special Meetings. Special meetings of the general membership to consider a specific subject may be called by the Board of Directors, or upon the written request of one-third (1/3) of the membership. Participation at Special meetings shall be subject to the same rules as for Participation at General Membership Meetings (see Bylaws Sec 5.1.1).

5.3 Notice of General and Special Meetings. **FAMA** shall give members written notice of the date, time and place of each general and special membership meeting by sending to the last recorded mail or email address, or fax number of each member company at least fifteen (15) days before the date of a special meeting, and thirty (30) days before the date of a general membership meeting.

**CURRENT** 5.4 Quorum. The presence in person of one-third (1/3) of the members in good standing shall be necessary to constitute a quorum for the transaction of business. If a member company is not present at a particular meeting and it is the second meeting in a row that such a member company is not present, that company will automatically be removed from the ranks of members required to establish a meeting quorum at that particular meeting. Such a company shall be counted as a member for quorum purposes at subsequent meetings it attends so long as it is otherwise a member in good standing.

**PROPOSED** 5.4 Quorum. The presence in person of one-third (1/3) of the members in good standing shall be necessary to constitute a quorum for the transaction of business. If the meeting is conducted by remote means, or if a hybrid of in-person and remote means are used, then eligible participants using video conferencing shall be counted as present "in-person" for purposes of establishing the presence of a quorum for the meeting.

If a member company is not present at a particular meeting and it is the second meeting in a row that such a member company is not present, that company will automatically be removed from the ranks of members required to establish a meeting quorum at that particular meeting. Such a company shall be counted as a member for quorum purposes at subsequent meetings it attends so long as it is otherwise a member in good standing.

**CURRENT**     5.5     **Voting.** Each member company in good standing shall have one vote on all issues presented. Unless otherwise required by law or these Bylaws, any action taken by the membership shall be decided by majority vote of the **members present at a meeting at which a quorum is present.** **Members may not vote by proxy or other remote means.**

**PROPOSED**     5.5     **Voting.** Each member company in good standing shall have one vote on all issues presented. Unless otherwise required by law or these Bylaws, any action taken by the membership shall be decided by majority vote of the **member representatives participating in** a meeting at which a quorum is present. **For meetings which allow voting by remote means, in order to establish the identity of the participants, only member representatives who are participating via video conferencing shall be permitted to vote.**

5.6     **Order of Business.** The order of business shall be as follows unless otherwise determined by the President:

- (a)     Calling of the roll.
- (b)     Proof of notice of meeting or waiver of notice.
- (c)     Reviewing of the prior meeting's minutes.
- (d)     Introduction of new members.
- (e)     Election of officers.
- (f)     Reports of officers.
- (g)     Reports of committees.
- (h)     Unfinished business.
- (i)     New business.

Meetings shall be conducted, where practical, in accordance with ***Robert's Rules of Order, Newly Revised.***

5.7     **Meeting By Telephone or Other Electronic Means.** The Board of Directors, or any committee designated by the President, may participate in a meeting by means of a conference telephone call, videoconference, or other similar means such that all persons participating in the meeting can contemporaneously communicate with one other and participation in such a meeting shall constitute presence in person at the meeting.