



## **BYLAWS OF THE NATIONAL CITIZENS POLICE ACADEMY ASSOCIATION**

These bylaws were presented at the regular membership meeting in Anchorage, AK on May 6, 2009 and were accepted by a two-thirds vote of the membership present at the membership meeting.

### **ARTICLE I: NAME**

**SECTION 1.** The name of this organization shall be the National Citizens Police Academy Association, a non-profit organization, hereafter referred to as the Association.

### **ARTICLE II: PURPOSES**

**SECTION 1.** The purpose of the National Citizens Police Academy Association shall be to promote the professional development of information, instruction, guidance and assistance to Public Safety Agencies and Citizens involved or interested in the Citizens Police Academy concept.

**SECTION 2.** The Association is formed for charitable, scientific, literary or educational purposes.

### **ARTICLE III: MEMBERSHIP**

#### **SECTION 1. MEMBER DEFINED**

A. Member: A membership shall be open to any person with a public safety agency and citizens involved or interested in the Citizens Police Academy concept.

B. Honorary: A membership shall be open to any person nominated by the Board of Directors and approved by a majority vote of the membership at a regular meeting.

C. Member in good standing: A member in good standing shall be a person who has paid the current Association dues. Only Members In Good Standing can occupy an elected office and participate in the general business activities of the Association.

**SECTION 2.** No person shall be denied membership in this Association because of race, religion, sex, or ethnic background.

**SECTION 3.** Dues: Annual dues shall be set by the Board of Directors and approved by a majority vote of the members in good standing at an annual business meeting. The term of dues should coincide with the Association's fiscal year.

#### **SECTION 4. Disciplinary Action**

A. All accusations of failure to perform duties and/or immoral conduct must be presented to the Board of Directors in writing. The Board of Directors will, at the next board meeting, discuss and examine the charges for non-compliance with the Bylaws. The accused

member will be notified in advance of the hearing date and permitted to appear before the board. If the member holds an elected position, the person will be relieved of duties pending the outcome of the investigation. After a majority affirmative vote, the board will notify the accused officer or member in writing of their decision. The decision of the board is final.

#### **ARTICLE IV: POLICIES**

**SECTION 1.** Any and all sources of income or proceeds generated by any activity of the National Citizens Police Academy Association shall be used for the purpose to maintain the normal operation costs of said non-profit Organization. No part of the net earnings of the National Citizens Police Academy Association shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the National Citizens Police Academy Association shall be authorized and empowered to pay reasonable compensation for services rendered to the Association.

**SECTION 2.** Any expenditures made, other than normal business expenses, or any monies issued in excess of \$250.00 shall require a majority vote of the Board of Directors.

**SECTION 3.** Any funds that remain in the event of closure of this organization shall be audited. A complete financial report shall be published within two weeks of the completion of the audit.

**SECTION 4.** A general overview of the financial reporting processes shall be performed by an independent certified public accounting firm. A letter of findings, and any recommendations, shall be provided to the NCPAA Board Members within thirty (30) days of this overview.

**SECTION 5.** An annual update of any papers of incorporation, state and federal filings of any necessary documents shall be filed by the treasurer in compliance to the laws of the state governing the incorporation of this Association.

**SECTION 6.** The fiscal year commences on June 1st each year.

#### **ARTICLE V: OFFICERS DUTIES AND TERMS**

**SECTION 1.** The officers of the Association will be President, Vice President, Secretary and Treasurer.

**SECTION 2.** The officers of the Association will be elected as follows at the National membership meeting by a majority vote of Board members at large and the Board of Directors of the Association. President and Secretary positions shall be elected in even years and Vice-President and Treasurer in odd years. Any officer may serve any number of terms as long as he or she is in good standing and elected as stated.

**SECTION 3.** The PRESIDENT will:

- A. Be the Chief Executive of the Association.
- B. Preside at all meetings, both Membership and Board of Director meetings.
- C. Have the power to convene special meetings of the Membership and the Board of Directors.
- D. Appoint all committee chairs, except the Chair of the Nominating Committee.
- E. Appoint a member to fill any vacancy created on the Board of Directors. Such appointment shall be for the balance of the current year. if a vacancy occurs of a director whose term has a year or more to fulfill, then a special election will be held to fill that vacancy.
- F. The President will serve as Advisor to the Board of Directors for two years following the tenure of office.
- G. By virtue of this position, the President is an ex-officio member of all Board Committees where appointments by this position are made.

**SECTION 4.** The VICE PRESIDENT will:

- A. Perform duties as prescribed by the President.
- B. Serve in the President's stead when necessary.
- C. Be responsible for ensuring a monthly committee report is filed from all committees and shall produce a compiled report from all submitted reports as requested by the board.

**SECTION 5.** The SECRETARY will:

- A. Be responsible for keeping and reporting the minutes of National Membership and Board of Directors meetings, with said reports being available at the next meeting.
- B. File any certificates or reports required by any statute, local, state or federal.
- C. Submit to the membership, as appropriate, any communication addressed to the Office of Secretary, and to give and serve all notices to the members.
- D. Attend to all correspondence of the association, after approval of the Board of Directors, and exercise all duties incident to the office.

**SECTION 6.** The TREASURER will:

- A. Have custody of all funds of the Association, maintaining such funds at a financial institution approved by the Board of Directors.
- B. Keep accurate financial records of the Association, including bank statements, paid receipts, invoices, budgets, canceled checks and a current list of members in good standing.
- C. Make disbursements as authorized by the Board of Directors and/or the general membership.
- D. Make available a complete financial statement at all Membership and Board of Directors meetings and such other times as requested by the Board of Directors or the Membership. This report will contain the closing balance.
- E. Make recommendations for an independent certified public accounting firm to perform a general overview of the financial reporting processes and provide a letter of the accounting firm's observations and recommendations to the Board of Directors.

## **ARTICLE VI: BOARD OF DIRECTORS**

**SECTION 1.** The Board of Directors will consist of the elected officers of the Association as provided for in Article V and six Directors at large who are elected.

A. Board Members at Large will serve three year terms on a yearly rotating basis with all elections being held each year at the Annual Meeting of the Association.

B. The Board of Directors may establish and maintain an address of record at a location to be selected by the Board and may change that location upon notice by Association letter.

**SECTION 2.** The BOARD OF DIRECTORS will:

- A. Meet at least once a year to transact necessary business as may be referred to it by the membership. If other business needs to be conducted, meeting date and time to be agreed upon by the Board of Directors.
- B. Have the power to create special committees.
- C. Monitor the plans of work of all officers and committee chairs.
- D. Hire an independent certified public accounting firm to perform a

general overview of the financial reporting processes.

E. Prepare and submit an annual budget to the membership for ratification by a quorum. The budget will allow for a Board Meeting separate from the annual conference.

F. Have only such power as is delegated to it by these Bylaws or by majority vote of the membership referring individual matters to it. If an annual meeting is not held, the Board may approve the annual budget and publish it for members.

H. Elect from among itself, a Chairman of the Nominating / Elections Committee.

I. The Board of Directors shall have the authority to ask and vote for the resignation of a Board Member who they feel has not performed the duties of their position. This will require a two thirds vote of the Board of Directors.

J. Unless otherwise prohibited by law, voting by the Board of Directors can be done via electronic mail (e-mail) so that matters pertaining to business of the Association can be decided upon in a timely fashion (Same majority required as in board meeting voting).

**SECTION 3.** A simple majority of Directors will constitute a quorum.

#### **ARTICLE VII: MEMBERSHIP MEETINGS**

**SECTION 1.** When the National Citizens Police Academy Association Conference is held, a membership meeting will be convened.

**SECTION 2.** The presence of not less than twenty percent of the Members In Good Standing will constitute a quorum and will be necessary to conduct the business of the Association.

**SECTION 3.** The Nominating/Elections Committee shall be appointed and made active no less than 90 days prior to said scheduled elections as defined in Article VIII, Section 1.

**SECTION 4.** Nominations for Association Board Members shall be filed, properly received, and recorded with the Nominating/Elections Committee no later than 45 days prior to said scheduled elections as defined in Article VIII, Section 1. At this deadline, nominations shall be declared closed.

#### **ARTICLE VIII: NOMINATION AND ELECTION OF ASSOCIATION**

##### **BOARD MEMBERS OF NATIONAL CITIZEN'S POLICE ACADEMY ASSOCIATION**

###### **SECTION 1. NOMINATIONS FOR ASSOCIATION BOARD MEMBERS**

A. Will take place as defined in Article VII, Section 4 and election of said Board members will take place at the National membership meeting. After being declared closed, nominations shall not be reopened. No member shall be nominated or be a candidate for election to more than one office at the same election. Each candidate for office as an Association Board Member shall be permitted to speak to the entire assemblage of conference members for a time not to exceed one (1) minute; but only the candidate themselves may be granted this privilege. Each nominee candidate will be allowed to submit one 8 1/2 x 11 inch flyer stating reason for election desires and qualifications.

###### **SECTION 2. NOMINEES QUALIFICATIONS**

A. All nominated candidates must be a "member in good standing" as prescribed in Article III, Section 1, Sub-Section C.

B. All nominated candidates must have been a "member in good

standing” for at least two (2) years.

C. All nominees must be present at the Association’s Annual Conference.

**SECTION 3. NOMINATING/ELECTIONS COMMITTEE**

A. The Nominating/Elections Committee shall be appointed, working with the elected Chairperson as prescribed in Article VI, Section 2, Sub-Section I, and made active no less than 90 days prior to said scheduled elections as defined in Article VIII, Section 1.

**ARTICLE IX: VOTING**

**SECTION 1.** Every Member in good standing present will have one vote in matters before the Membership. Each officer will have one vote.

**SECTION 2.** There will be no proxy votes.

**SECTION 3.** There will be no absentee voting.

**SECTION 4.** The only time the President will vote in a board or membership meeting will be to break a tie.

**ARTICLE X: AMENDMENTS**

**SECTION 1.** These Bylaws may be altered, amended or repealed at the Annual membership meeting. The adoption of any alteration(s) or amendment(s) will require a two-thirds affirmative vote of the quorum of members in good standing present

**SECTION 2. THE STANDING COMMITTEES OF THE ASSOCIATION WILL BE:**

**A. NOMINATING AND ELECTIONS COMMITTEE**

1. Nominating and Election Committee consists of:

a. Board of Directors shall elect from among itself, a Chairman of the Nominating / Elections Committee.

b. Comprised of at least two (2) members in good standing from Association membership.

2. Responsibilities:

a. To accept nominations for the National Board of Directors from members in good standing who meet qualifications as set forth in Article VII, Section 4 and Article VIII, Section 2.

b. Review qualifications of the nominees.

c. Arrange for nominees to address NCPAA members before voting.

d. Provide a ballot for voting purposes at the annual NCPAA Conference.

e. To tabulate votes and declare winners.

f. Establish a Nominating and Elections Committee budget subject to Treasurer review and full Board approval.

**B. BYLAWS COMMITTEE**

1. Bylaws Committee consists of:

a. Chairperson appointed by President from the Board of Directors as directed by Article V Section 3, Sub-Section D.

b. Comprised of members in good standing from the Association membership.

2. Responsibilities

a. Shall be responsible for the annual review of the bylaws.

b. Present to the Board of Directors recommendations about bylaws that need to be altered, amended, or repealed.

c. Present to the membership information and the means to vote on suggested changes to the bylaws, as endorsed by the Board of Directors, at the annual NCPAA Conference.

d. Determine that a majority of membership present at the annual NCPAA has voted on suggested changes.

e. Establish a Bylaws Committee budget subject to Treasurer review and full Board approval.

#### **C. FUND RAISING COMMITTEE**

1. Fund Raising Committee consists of:

a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.

b. Comprised of members in good standing from the Association membership.

2. Responsibilities:

a. Shall determine needs and reasons for fund-raising.

b. Establish realistic expectations for costs and benefits.

c. With the consent and authorization of the Association Board: solicit companies and businesses that appeal to the events, to arrange advertising and promotion in advance of the events, and to examine legal and financial implications.

d. Research and apply for grants applicable to NCPAA projects as authorized or directed by the Association Board.

e. Establish a Fund Raising Committee budget subject of Treasurer review and full Board approval.

#### **D. SITE SELECTION COMMITTEE**

1. Site Selection Committee consists of:

a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.

b. Board of Directors shall determine the conference site for annual conference each year, as prescribed by Article

VI, Section 2, Sub-Section G.

2. Responsibilities:

a. Encourage and solicit membership for future locations of NCPAA Conferences, to evaluate applications and select the sites for future conferences, to suggest scheduled dates, to research conference and hotel facilities, to examine and determine convenience of travel modes, and to determine an estimated cost of solicited conference sites.

b. Other committee members, of members in good standing from Association membership, may render assistance as directed by the Board members in the areas of:

i. Recognition

ii. Hospitality

iii. Training and conference

iv. Speakers forum

c. Establish a Site Selection Committee budget subject to Treasurer review and full Board approval.

#### **E. NEWSLETTER COMMITTEE**

1. Newsletter Committee consists of:
  - a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.
  - b. Chairperson shall also fill the position as Editor, who will have final authorization of articles submitted and published after review completion by directed Association Board Members.
  - c. Comprised of members in good standing from the Association membership.
2. Responsibilities:
  - a. Assist the Editor as requested, in producing and distributing a quarterly newsletter to the NCPAA members.
  - b. Assist the Editor as requested, in soliciting memberships and article submissions for publication.
  - c. Establish a Newsletter Committee budget subject to Treasurer review and full Board approval.

#### **F. MEMBERSHIP COMMITTEE**

1. Membership Committee consists of:
  - a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.
  - b. Comprised of members in good standing from the Association membership.
2. Responsibilities:
  - a. Assist the Association as requested in soliciting memberships, recruiting, and to help maintain the membership roster for the Association.
  - b. Promote, advertise, and market the Association.
  - c. Establish a Membership Committee budget subject to Treasurer review and full Board approval.

#### **G. SPECIAL PROJECTS COMMITTEE**

1. Special Projects Committee consists of:
  - a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.
  - b. Comprised of members in good standing from the Association membership.
2. Responsibilities:
  - a. Determine feasibility of special projects as recommended by the Board of Directors.
  - b. Determine and assign responsibilities of committee members.
  - c. Establish time lines.
  - d. Notify NCPAA members and participants.
  - e. Promote, advertise, and market as needed.
  - f. Evaluate special project upon completion.
  - g. Establish a Special Projects Committee budget subject to Treasurer review and full Board approval.

#### **H. WEB SITE COMMITTEE**

1. Web site Committee consists of:
  - a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section 3, Sub-Section D.

- b. Comprised of members in good standing from the Association membership.
- 2. Responsibilities:
  - a. Oversees and administers operations to ensure towards maintaining a fully functional Web site.
  - b. Assist the Chairperson as requested, regarding updates and revisions.
  - c. Maintain the Web site for NCPAA members.
  - d. Assist the Editor as requested, in soliciting article submissions for publication.
  - e. Encourage and facilitate membership input and feedback.
  - f. Establish a Web Site Committee budget subject to Treasurer review and full Board approval.

#### **I. MERCHANDISE COMMITTEE**

- 1. Merchandise Committee consists of :
  - a. Chairperson appointed by President from the Board of Directors as directed by Article V, Section e, Sub-Section D.
  - b. Comprised of members of good standing from the Association membership.
- 2. Responsibilities:
  - a. Establish a merchandise budget subject to Treasurer review and full Board approval.
  - b. Select merchandise to be sold at conferences.
  - c. Present merchandise to Board for approval.
  - d. Order/maintain inventory.

This Association shall be governed by common accord.

Disputes will be handled in accordance with Robert's Rules of Order (Newly Revised).