

# **Arizona Conference of Police and Sheriffs,**

## **Bylaws**

**Affiliated with the National Association of Police Organizations (NAPO)**

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## **Article I – Name and Duration of Associations**

1.1 This Association shall be known as the Arizona Conference of Police and Sheriffs, which is a non-profit Association

## **Article II – Objectives of Association**

2.1 This Association shall be a free and voluntary organization, composed of law enforcement officers, including police officers, deputies, corrections officers, state law enforcement officers, special district police, probation officers, parole officers, and other Board approved classes of members employed in the State of Arizona. The general objectives of the Association consist of promoting labor, benevolent, educational, charitable, civic, patriotic, and fraternal activities among the members. The specific objectives of the Association are to preserve and strengthen comradeship among its members; to improve the wages, hours of work; to increase job security; to better the working conditions and living conditions of its members and their families; to promote the health security, economic, cultural, legislative, educational, social, political, and recreational interests of its members and their families and others; to defend and extend democratic institutions and procedures and civil rights and liberties of its members and their families and all other; and to maintain true allegiance and faith in the laws of the State of Arizona and the Constitution of the United States of America.

## **Article III – Structure of Association**

3.1 The Association shall consist of an Executive Board, Board of Directors, and Participating Associations, all established for the purpose of meeting the goals and objectives of the Association.

## **Article IV – The Executive Board**

4.1 The executive board of the Association shall be the President, Vice President, Secretary, Treasurer and President of the participating Adult Corrections association to be called, Vice President to Adult Corrections. The Executive Board shall have the power to administer the affairs of the Association between meetings of the Board of Directors. In addition to the powers enumerated by this Constitution, the Executive Board shall have the power to authorize:

- a. The expenditure of the funds or use of the property of the Association for the effectuation of any of the objectives of the Association;
- b. the borrowing of money and the pledging of property or securities of the Association as security therefore;
- c. the making of guarantees;
- d. the making of contracts; and
- e. The buying, selling, exchanging, renting, leasing, or otherwise acquiring or disposing of real or personal property.

4.2 Elections for members of the Executive Board shall be held every three (3) years with Members holding office until their successor is elected and assumes office; the elected member voluntarily resigns; the office is vacated by the elected members death or disability; or elected member is removed from office in the manner herein provided. No member of the Executive Board shall hold office in any organization designated by the Board of Directors as a rival organization.

4.3 No Participating Association shall have more than one representative seated on the Executive Board of the Association. Candidates for President, Vice President, Secretary or Treasurer shall be nominated at a regularly scheduled meeting of the Board of Directors and elected by a vote of a majority of the general membership voting by secret ballot. The candidate having the most votes shall be declared the winner for any contested position. Should two or more candidates from the same Participating Association be elected to any of the above positions, those elected candidates from the same Participating Association shall, by coin toss, determine which single candidate shall serve in the elected position. The candidates losing the coin toss shall forfeit the position. In the event a position is forfeited via coin toss, the candidate receiving the second most votes in the now vacated position shall be declared the winner. Any candidate for a position on the Executive Board, who at the time of the nomination holds an office on the Executive Board other than the one for which said candidate is nominated, shall resign forthwith from the position held at the time of nomination; except that the Board of Directors may waive this requirement upon written application of the candidate if the waiver will serve the best interests of the Association.

4.4 A candidate for the position of President, Vice President, Secretary, and Treasurer shall be a member of the Association as defined in Article VII, Section 1, and a member of a Participating Association at the time that the candidate seeks office.

4.5 The President shall be the principal Executive Officer of the Association. He shall have the following powers:

- a. preside at meetings of the Executive Board and Board of Directors;
- b. convene meetings of the Board of Directors at least once a year, and at any time upon request of not less than a majority of the members of the Board of Directors, and convene meetings of the Executive Board as deemed appropriate or upon request of a majority of the Executive Board;
- c. may attend meetings of Participating Associations when attendance is requested, or attendance is in the best interest of the Association and general membership;
- d. may recommend employment and/or discharge of administrative, technical and other employees pursuant to personnel rules and polices of the Association;
- e. appoint all committees not otherwise provided for by this Constitution and bylaws; and
- f. Have such further powers in addition to those herein enumerated, as are usual to his office. The President may delegate any of these powers and duties under these bylaws subject to approval of the Executive Board.

4.6 The Vice President shall perform the duties of the President in the President's absence, or those duties as may be directed by the Executive Board of Directors.

4.7 The Secretary and/or Treasurer shall have the following duties:

- a. Keep accurate accounts of all financial transactions of the Association, receive all funds due and deposit in its name, and deposit or invest them in securities authorized by the

Executive Board and/or the Board of Directors; and cause such accounts to be audited annually and a report thereof to be made to membership annually.

- b. Submit a financial report (annual budget) to the Executive Board and Board of Directors at least once per year outlining expected expenditures for the following year. This report (annual budget) shall be approved by the Board of Directors at its last meeting of the year;
- c. make appropriate regulations relating to the reimbursement of expenses or other obligations incurred by elected officers, representatives and employees in the performance of their duties subject to the policies and procedures of the Association;
- d. exercise such further powers, in addition to those enumerated, as are usual to his or her office and delegate any of his powers and duties under these bylaws, subject to approval by the Executive Board and/or the Board of Directors;
- e. Keep a record of any proceedings. He or she shall have custody of the books, records, and papers of the Association;
- f. bond and surety

4.8 All checks, drafts and notes of the Association shall be signed by the Treasurer or by the President, provided however, that in the event of the inability or refusal of the Treasurer or the President, any officer designated by the Executive Board and/or the Board of Directors may sign in his stead.

4.9 The compensation of the Executive Board, employees and expenditures for the payment of financial obligations shall be fixed by an annual budget authorized by the Board of Directors. Approval of the Association annual budget shall be by a majority vote of Directors present, and those submitting their vote by mail, at the Board of Directors annual meeting.

4.10 Any vacancy occurring in the office of the Vice President, Secretary or Treasurer shall be filled by the President or his successor with a member as defined in Article VII, Section 1. These office assignments can be made until the next scheduled election, or position can remain vacant. In the event that the office of President, Vice President, Secretary or Treasurer becomes vacant at the same time, the Board of Directors shall appoint a temporary President until such time as the vacant offices are filled in a manner consistent with this Constitution.

## **Article V – The Board of Directors**

5.1 The Board of Directors shall consist of the Executive Board and Presidents of Participating Association. Each Participating Association shall have one (1) vote on any business coming before the Board of Directors. Participating Association Presidents shall be selected in a manner consistent with the bylaws of each autonomous Association.

5.2 A President or delegate of a chapter shall only have voting rights on the Board of Directors where the majority of employees who are employed by the law enforcement agency, or who are part of a bargaining unit, as applicable, are members of the Association. A President of a Participating Association, or their delegates, serving on the Board of Directors shall be members of the Association as defined in Article VII Section 1.

5.3 The Board of Directors shall have general supervision over the affairs and properties of the Association. It shall be the supreme governing body of the Association and shall have all powers necessary and appropriate to effectuate the powers granted to it by this Constitution and bylaws. The Board of Directors shall have the power to rescind any actions of the Executive Board that authorize:

- a. the expenditure of the funds or use of the property of the Association for the effectuation of any of the objectives of the Association;
- b. the borrowing of money and the pledging of property or securities of the Association as security therefore;
- c. the making of guarantees;
- d. the making of contracts; and
- e. The buying, selling, exchanging, renting, leasing, or otherwise compromising the assets of the Associations.

5.4 The Board of Directors shall meet at a date and place determined by the Board of Directors. The Board of Directors present shall constitute a quorum for the transaction of business at any meeting. All decisions of the Board shall be by resolution and concurring vote of a majority of Directors present. The Board of Directors may take action without meeting, after written notice to all of its members of the question to be decided. Said action and its determination shall be submitted to the Association's administrative division for inclusion in the records of the Association.

5.5 The Board of Directors shall present a report of its meeting activities in the form of minutes at its next scheduled meeting for approval by the majority of directors present. Approved minutes and supporting documents shall become a permanent record of actions taken by the Board of Directors.

5.6 The Board of Directors, within its discretion, may create classes of membership within the criminal justice system other than law enforcement officers. Such special classes of members shall have only those rights and obligations as set forth by the Board of Directors.

#### **Article VI – Recall of Officers**

6.1 On petition by a majority of the Board of Directors, members of the Executive Board may be subject to a recall vote. Any member of the Executive Board subject to a recall vote shall be immediately removed from office until the recall vote is held. A Recall shall require a vote of two-thirds ( $\frac{2}{3}$ ) of the Directors voting by secret ballot, and shall take place within sixty days from the date of the recall petition by the Board of Directors. Any officer who resigns under circumstances short of recall shall not hold future office on the Association's Executive Board.

#### **Article VII – Membership Policies**

7.1 Any Arizona law enforcement officer, police officers, deputy, adult/juvenile corrections officer, department of public safety officers, special district police, probation officer, parole officer, sovereign nation officers, federal law enforcement officers, or other Board approved class of members employed in the various political subdivisions or agencies shall be eligible for membership in the Association. If a department has an affiliated Participating Association any law enforcement officer as defined in this Article or employee working for said department must belong to the local affiliated Participating Association in order to be a member of the Association. If a law enforcement officer as defined in this Article, or other approved class of member drops his membership in the Participating Association, it shall be grounds for automatic termination of membership in the Association.

7.2 All members in good standing shall have equal rights and privileges to participate in the election of officers, attend membership meetings, participate in the deliberation of business of such meetings, and express any views, arguments or opinions on any business properly brought before such meeting, subject to the rules of order.

7.3 All privileges of membership shall be extended to any new member of a Participating Association upon receipt of and acceptance of a member's application and dues. All privileges of membership shall be extended to any new Participating Association upon receipt of applications and dues from its leadership.

7.4 Any Participating Association who is arrears in the payment of dues as defined in Article II, Entitlement to Benefits, Section 2.3 of the Association's Legal Assistance Plan, shall be summarily suspended from all rights and privileges of membership. Exception is an individual member of said delinquent Association who is being represented in a qualified Legal Assistance Plan benefit. A Participating Association who has been expelled for non-payment of dues or assessments may be reinstated upon payment of all monies due the Association. Legal Assistance Plan benefits commence again on the date of reinstatement as benefits, both Legal and Association, are not retroactive to the date the Participating Association became delinquent. A Participating Association, who becomes delinquent in payment of dues and is suspended, assumes total and absolute financial responsibility for all legal expenses on any matter, event, or incident which occurred during the time benefits were suspended.

7.5 Any member in good standing may transfer membership from one Participating Association to another, providing that the member requesting transfer is eligible for membership in association being transferred to. No person shall simultaneously hold membership in two (2) affiliated Participating Associations, but may hold membership in other unions and associations not affiliated with the Associations.

- a. Each member, as defined in this Article, shall be deemed to have authorized the Association and/or the Participating Association, as applicable, to act as his or her sole negotiating agent for the purpose of executing agreements with reference to wages, hours, and other conditions of employment, and such law enforcement member shall be bound by the terms and provisions of any such agreement.
- b. Each member, as defined in this Article, shall be deemed thereby to have authorized the Association and/or the Participating Association, as applicable, to act exclusively as his or her agent. To represent, bind, and speak in the presentation, adjustment and settlement of all grievances, complaints or disputes arising out of an employer-employee relationship with member's employer. Every member shall have the right to appeal from any action or failure to act by the Association or its agent(s) in the presentation, adjustment and settlement of any such grievance, complaint or dispute affecting such member to the Board of Directors of the Association for their action.

7.6 No member shall engage in any conduct adverse to the best interest of the Association, commit, attempt, or direct activities which are in violation of Federal statutes or statutes of the State of Arizona. Any member violating this section is subject to removal from office, disqualification from membership, and expulsion from the Association. In the event that charges are initiated against a member, the member shall be entitled to advance written notice of specific charges; a fair and impartial hearing; representation by counsel; and the right to appeal any decision adverse to the member.

7.7 Participating Associations shall provide a current list of active members monthly with the submission of dues. Participating Associations shall ensure documents and dues for new members are forwarded during the month collected as required by Article 2, Section 2.3 of the Association Legal Assistance Plan.

## **Article VIII – Dues and Assessments**

8.1 The Executive Board shall recommend any proposed dues or assessment increase to the Board of Directors. The Board of Directors, by resolution and vote of Directors present, shall determine the effective date of any increase and direct notice be given to any Director not present at the meeting where the increase was approved. Any dues increase must be approved by a majority of the general membership voting by secret ballot.

8.2 The Board of Directors shall have the power to make assessments, provided that the purpose, amount and methods of payment of such assessments are approved by a majority of the members voting by secret ballot in an election among those subject to such assessments.

8.3 The payment of dues by the members of each Association shall be evidenced in an appropriate manner by the Treasurer.

8.4 Members shall have the right to a full and clear accounting of all Association funds. Such accounting shall include but is not limited to, periodic reports to the Board of Directors at normally scheduled meetings; periodic audits; an annual report (annual budget); an annual audit conducted by an independent auditor not otherwise connected with the Association. Members, upon written request and during normal working hours, can inspect the records of the Association. Upon receipt of such request for inspection, the Association shall set an inspection date within thirty (30) days of request.

## **Article IX – Proxy Vote**

9.1 A director may appoint a proxy to vote or otherwise act for the director by notifying the AZCOPS President, in writing prior to the meeting in which the vote is to take place.

9.2 The appointment of a proxy is revocable only by the director.

## **Article X – Bylaws and Amendments**

10.1 These bylaws may be amended, from time to time, by a 2/3 vote of Directors in attendance and via email, upon motion duly made and carried, at a regularly scheduled meeting, or a meeting scheduled for that purpose by the President. A 30 day notice shall be given to all Directors prior to the vote taking place.

## **Article XI – Separability – Full Force and Effect**

11.1 These bylaws shall be in full force and effect immediately upon adoption.

11.2 Any amendment of these bylaws shall be in full force and effect immediately upon adoption.