



**Schertz Citizen Police Academy
Alumni Association**

Bylaws

Version 1.0
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Article 1: Organization

1.1 Mission Statement

The mission of the not-for-profit Schertz Citizen Police Academy Alumni Association, hereafter referred to as "SCPAAA" or "association" is to support the City of Schertz Police Department through projects and programs benefitting the men and women of the police department as well as the community and its citizens. The Executive Board will manage the affairs of the SCPAAA.

1.2 501 (c)(3) Activities as defined by the IRS

The SCPAAA is organized exclusively for charitable activities within the meaning of Section 501 (c)(3) of the Internal Revenue Code. No part of the net earnings of this organization will benefit or be distributed to its members, trustees, officers, or other private persons, except that this organization will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of these purposes.

No part of the activities of the SCPAAA will be carrying on of propaganda or otherwise attempting to influence legislation. The SCPAAA will not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

The SCPAAA will not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

1.3 Donations and Gifts

A member in good standing may accept, on behalf of this association, any monetary or in kind donation for the organization with approval of the Executive Board. The association, or any member on behalf of this association, may not accept personal gifts of any kind.

1.4 Permanent Address

The permanent address of the SCPAAA is P.O. Box 951, Schertz, TX 7154 located in the City of Schertz Main Post Office at 1081 Elbel Rd. in the County of Guadalupe, State of Texas. Any changes to this address must be approved by the Executive Board.

1.5 Annual Year

The annual year of this association will begin on the first day of January and end on the last day of December in the same year.

1.6 Books and Records

This association will keep correct and complete books and records of financial accounts, minutes of all proceedings and a listing of members in good standing. All books and records of this association may be inspected by regular members upon written request to the President and are to be produced within seven days.

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Article 2: Membership

2.1 Eligibility

Members will be graduates of the Schertz Citizen Police Academy and in good standing with the City of Schertz Police Department. Applicants will not be discriminated against regarding age, sex, creed, religion, or race. They will submit the proper documentation required by the City of Schertz Police Department upon request. Members are encouraged to attend regular meetings and to volunteer for as many activities as possible.

2.2 Member Code of Conduct

No member will promote or represent himself/herself on behalf of the Schertz Citizen Police Academy Alumni Association or the City of Schertz Police Department for personal, political or financial gain.

No member will conduct himself/herself in a manner which would bring discredit to himself/herself, the Schertz Citizen Police Academy Alumni Association or the City of Schertz Police Department while representing the Schertz Citizen Police Academy Alumni Association or in any situation where he/she can be identified as a member of the Schertz Citizen Police Academy Alumni Association.

Members will:

- Be polite and considerate
- Respect each person
- Work as a team
- Listen courteously
- Share responsibilities
- Critique ideas only, not people
- Keep an open mind
- Avoid conflicts of interest

Order and decorum will be maintained at all meetings and events. Any board member (or designee) may expel persons from meetings and events because of disruptive behavior. The member's conduct will be reviewed by the Executive Board. Courses of action may include, but are not limited to, a verbal warning by the President, written warning by the President and/or Executive Board, enforcement of Article 2.4 Termination of Membership.

Any complaints against members will be handled in a civil manner. Complaints must be submitted in writing to the Secretary of the association. The Executive Board will investigate and determine if a violation has occurred. Courses of action may include, but are not limited to, a verbal warning by the President, written warning by the President and/or Executive Board, enforcement of Article 2.4 Termination of Membership.

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2.3 Annual Dues

Current annual dues are \$20.00 per person per year and will only be used to further the purpose of the SCPAAA. Dues must be paid within the first sixty days (the end of February) of each year to remain a member in good standing. Members who have not paid dues will not receive email notifications and will not have voting privileges until dues are paid and current. Dues will not be prorated.

If the Executive Board determines a change in the amount of dues is necessary, a proposal will be presented at a membership meeting. Two-thirds of members in good standing present at the meeting will be required for approval.

Initial dues will be waived for new CPA Graduates as follows: Graduates of the Spring CPA class will receive membership in the SCPAAA for the balance of the year in which they graduate.

2.4 Termination of Membership

Violation of any part of the code of conduct is cause for review by the Executive Board. After an appropriate hearing, discussion and two-thirds affirmative vote, the Executive Board may terminate a member for just cause.

Upon termination of membership, any security badges, pass keys or property belonging to the SCPAAA must be turned over immediately.

2.5 Appeals

Any former member may appeal their revoked membership to the general membership by submitting a request to the Secretary of the association. Such appeals will be presented to the members at the next general membership meeting. After discussion before a quorum of members in good standing, the matter will be voted on by written ballot.

Any current member may appeal a decision by the Executive Board before the general membership by submitting a request to the Secretary of the association. Such appeals will be presented to the members at the next general membership meeting. After discussion before a quorum of members in good standing, the matter will be voted on by written ballot.

2.6 Resignation

A member may resign by submitting a written resignation to the Secretary of the association. Upon resignation of membership, any security badges, pass keys or property belonging to the SCPAAA must be turned over immediately.

2.7 Reinstatement

To be reinstated, a former member (from either termination or resignation) must submit a signed, written request to the Secretary of the association. An emailed request is acceptable. The email will be considered "signed" as it is from an established secure account of the person requesting reinstatement. Approval by a majority vote of the Executive Board is required for reinstatement.

2.8 Honorary Membership

The Executive Board may offer Honorary Membership to an individual or entity in recognition of significant contributions to the SCPAAA. Any member in good standing may propose a candidate for honorary membership. Honorary membership will be bestowed on an annual basis. Honorary Members will not be entitled to vote on any matter nor hold elective office. Honorary Members are exempt from the requirement to pay annual dues while they retain honorary membership status.

Article 3: Meetings

3.1 Procedure

Association meetings will be governed in accordance with these bylaws and Robert's Rules of Order. If there is a conflict, these bylaws will take precedence.

3.2 General Membership Meetings

General meetings will normally be held on the second Monday of each month at 6pm at the Schertz Police Department training room, unless otherwise determined. It is permissible to hold electronic meetings when directed by the President. All members will be notified of any change in meeting time, location, or format at least 3 days in advance.

3.3 Executive Board Meetings

Executive Board meetings will normally be held on the Monday prior to the Monday general meeting each month at 6pm at the Schertz Police Department training room, unless otherwise determined. It is permissible to hold electronic meetings when directed by the President. All Executive Board members will be notified of any change in meeting time, location, or format at least 3 days in advance. The January Executive Board meeting will be a joint meeting of outgoing and incoming Executive Board members.

3.4 Special Meetings

The President or the Secretary of the association may call a special meeting of the membership or of the Executive Board. No special meeting can be held unless all members are notified at least forty-eight hours in advance.

3.5 Quorum

A minimum of 5 of the members in good standing constitutes a quorum and is necessary to conduct the business of this association when a vote is required. A quorum of the Executive Board will consist of at least two members.

3.6 Voting

Each member in good standing is entitled to one vote on each matter submitted to a vote of the membership. Each member of the Executive Board is entitled to one vote on each matter brought before the Executive Board. All matters require a simple majority vote, unless otherwise noted in these bylaws.

3.7 Proposals

All proposals to commit this association on any matter will be considered first by the Executive Board. Members should submit proposals to the Secretary of the association.

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Any proposal suggested at a general meeting will be referred to the Executive Board for review and action as appropriate.

Any purchase proposals submitted to this association from the City of Schertz Police Department must be in writing and approved by the Chief of Police, or his appointee. The Executive Board must first approve any purchase before presenting the request to the general membership for a vote to approve or disapprove the expenditure.

Article 4: Executive Board

4.1 Purpose

The Executive Board will manage the affairs of the Schertz Citizen Police Academy Alumni Association. No compensation of any sort will be paid to or accepted by any member of the Executive Board for any reason.

4.2 Executive Board Member Code of Conduct

Executive Board members must abide by the Member Code of Conduct listed in Article 2.2.

In addition, Executive Board members:

- Must commit to ethical, professional and lawful conduct
- Must exercise proper use of authority and appropriate behavior
- Must exercise common sense and good judgment
- Must have no self or business promotion in their position as board members
- Must not use their position to obtain employment for themselves, family or associates
- Must treat issues of a sensitive nature discreetly and confidentially
- Must withdraw from discussions and votes on issues where there is a conflict of interest

The Executive Board will investigate complaints against its own members and determine if a violation of the Code of Conduct has occurred. Courses of action are the same as those listed in Article 2.2. Member Code of Conduct. In addition, the Board has the authority to remove a Board Member by majority vote.

4.3 Officers and Directors

The Executive Board will consist of eight elected members: Four officers and four Directors.

Officers

- President
- Vice President
- Secretary
- Treasurer

Except in special circumstances directed by the President and approved by the Executive Board, no two immediate family members will be officers during the same year and no two offices may be held at the same time by the same person.

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4.4 Terms

The term of office for the Executive Board members is two years. No officer may serve more than three consecutive terms in the same office unless the office is uncontested in a general election, at which time the Executive Board may approve additional terms.

Every year half (two) of the board positions will be up for election. This ensures continuity and uninterrupted management. Elections will be held at the final membership meeting of the year unless there is a vote by the Board to delay up to 2 months into the following year. Newly elected board members will take office the month after elections are held.

Elections will be held in odd numbered years for:

- President
- Secretary

Elections will be held in even numbered years for:

- Vice President
- Treasure

A vacancy in an Executive Board position because of death, resignation, termination or otherwise, will be filled by a majority vote of the Executive Board for the remainder of the term.

4.5 Quorum

A quorum will consist of two or more members of the Executive Board.

4.6 Keys

The Vice President and Treasurer will be in possession of the keys to the post office box.

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4.7 Duties and Responsibilities

All Executive Board members

- Are accountable to the Executive Board and membership for their actions
- May sign contracts for the SCPAAA, with approval of the Executive Board
- Act as association representatives
- Must maintain documentation for each job function
- Must attend Executive Board meetings and general membership meetings or designate a representative
- Are expected to respond to all text messages regarding Board business in a timely manner. Responses are expected within 24 hours, as this communication is typically more urgent than email communications.

If an Executive Board member misses more than three Executive Board meetings or more than two general membership meetings in one calendar year without making prior arrangements to delegate responsibilities, it will be treated as a violation of the Code of Conduct.

President

- Is the principal officer of the SCPAAA
- Runs board and membership meetings
- Has ultimate fiscal accountability
- Has name on association bank account in addition to Treasurer, able to write checks
- Performs Treasurer's duties if Treasurer is not available
- Works with Audit Committee, requests additional audits as necessary
- Acts as liaison to police department with Vice President

Vice President

- Maintains association website and continuity
- Coordinates fundraising activities and maintains fund raising items inventory
- Maintains association uniform inventory
- Acts as liaison to police department with President
- Performs President's duties if President is not available

Secretary

- Maintains minutes of board and membership meetings
- Generates agendas for board and membership meetings
- Maintains association documentation including bylaws, proposals, complaints, etc
- Files Form 802 Periodic Report for Nonprofit Corporation with Texas Secretary of State
- Performs Vice President's duties if Vice President is not available
- Works with Bylaws and Rules Committee
- Captures the sign in sheet at the General Membership meetings and includes in the meeting minutes.

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Treasurer

- Maintains association financial records/books
- Writes checks, manages association bank account
- Presents a financial report at Executive Board and membership meetings
- Deposits cash and checks to association bank account promptly
- Provides receipts for donations upon request
- Verifies all invoices
- Only reimburses by check and for the amount shown on the original receipt
- Works with Director of Membership coordinating annual dues payment
- Maintains association records with Texas Comptroller of Public Accounts
- Files quarterly sales tax documents with Texas Comptroller of Public Accounts
- Files annual income tax form 990-N postcard with Internal Revenue Service

Article 5: Committees

5.1 Committee Rules

Rules of operation for each committee must be consistent with these bylaws. Unless otherwise provided in the appointment of a committee, a simple majority of the committee will constitute a quorum.

The board member the committee reports to will appoint one member of each committee as Chairperson. The Chairperson will govern all meetings of the committee and be responsible for keeping minutes of each meeting.

Each member of a committee will continue until his/her successor is appointed, unless the member resigns from the committee, the member ceases to qualify as a member of this association for any reason, or until the committee is terminated. If a vacancy occurs in any committee, another member in good standing will be appointed.

Standing committees are listed in Articles 5.2 through 5.7. All other committees will be created and terminated as needed.

5.1 Audit Committee

The Audit Committee will consist of three or more members in good standing, excluding Executive Board members. The Audit Committee will be organized by the President.

- Reports to the President
- Conducts review of all treasury records, bank records and receipts annually or more frequently as needed or as requested by the President
- Submits report in writing to the Executive Board by February 1st each year, signed by all Audit Committee members Determines if and when outside audits are necessary

5.2 Fund Raising Committee

The Fund-Raising Committee will consist of two or more members in good standing and be organized by the Vice President.

- Reports to the Vice President
- Brainstorms fund raising opportunities for the group
- Accepts input from the membership regarding fund raising opportunity
- Evaluates all opportunities for viability regarding cost, benefit, and ability to implement

Article 6: Amendments

Amendments to the Bylaws, Articles of Incorporation, or any documents filed with any government agency may be proposed at any time by any member in good standing. The proposed amendment must be submitted in writing to the association Secretary. The proposed amendment will then be submitted to the Executive Board for review and approval and finally to the membership for a vote. Bylaws may only be amended by a two-thirds majority vote. The membership must be notified of meetings where proposed amendments will be considered.

Article 7: Dissolution

Only the association itself, by a majority vote of the Executive Board and an independently conducted majority vote of all members in good standing, or a government entity charged with regulating 501 c3 and/or non-profit organizations, may dissolve the association.

If the association is dissolved, either by the association itself or by a government entity, the Executive Board members, in accordance with the Executive Board Duties and Responsibilities listed in Article 4.7 of this document, are required to:

- Close financial accounts after settling all debts
- Clean out and close the association post office box
- Clean out and/or close any other accounts, offices, storerooms, lockers
- Distribute remaining funds, fund raising items to the City of Schertz Police Department upon request or to another 501c3 non-profit corporation
- Submit appropriate termination forms to the Texas Secretary of State, the Texas Comptroller of Public Accounts and the Internal Revenue Service (IRS)

