

**BYLAWS OF  
TEXAS CITIZEN POLICE ACADEMY  
ALUMNI ASSOCIATION  
REGION ONE  
A NONPROFIT CORPORATION**

**ARTICLE 1 - DEFINITION AND PURPOSE**

**Definition**

1.1 The Texas Citizen Police Academy Alumni Association Region One, is composed of CPA Alumni Associations in the following counties of the Upper Texas Gulf Coast Region, but not limited to: Angelina, Austin, Brazoria, Brazos, Calhoun, Chambers, Colorado, Fayette, Fort Bend, Galveston, Grimes, Hardin, Harris, Jasper, Jefferson, Liberty, Matagorda, Montgomery, Nacogdoches, Newton, Orange, Polk, Sabine, San Augustine, San Jacinto, Shelby, Trinity, Tyler, Victoria, Walker, Waller, Washington, and Wharton. This is a list of counties making up the Region One area at the time of adoption of these bylaws. The area may be expanded or contracted by the action of TCPAAA Region One without amending these bylaws.

1.2 This Association is a 501(c)(3) organization as defined by the Federal IRS Code.

**Principal Office**

1.3 The principal office or offices of the Texas Citizen Police Academy Alumni Association Region One hereinafter referred to as "the Association", will be located in Region One of the State of Texas as prescribed by the Executive Board.

**Purpose**

1.4 The purpose of the Association is to provide an organization for the exchange of information and ideas between local and regional alumni associations; to assist in the growth and development of new or existing alumni associations, and to direct communications, services and mutual aid among its members that will improve their ability to serve the needs of their local community and law enforcement. It is expected that each member association will qualify as a nonprofit organization as defined by the I.R.S.

**ARTICLE 2 - OFFICERS AND DIRECTORS**

**Officers**

2.1 The officers of the Association will be a President, Vice President, Secretary and Treasurer. No two offices will be held by the same person.

**President**

2.2 The President will be the principal executive officer of the Association and will supervise all the business and affairs of the Association. The President shall preside at all general meetings of the Members and of the Executive Board. The President will sign with the Treasurer or Vice President all necessary documents. He will perform all duties incident to the Office of the President and such other duties as may be prescribed by the Executive Board. The President is empowered to vote on all matters of the Executive Board only in the event of a tie vote by the Members of the Executive Board.

**Vice President**

2.3 In the absence of the President or in his or her inability or refusal to act, the Vice President will perform the duties of the President, and when so acting will have all the powers of and be subject to all the restrictions upon the President. The Vice President will perform such other duties as may be assigned by the President or the Executive Board.

**Treasurer**

2.4 The Treasurer will be custodian of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to this association from any source, and deposit all monies in the name of the Association in such depositories as shall be selected in accordance with the provisions of these bylaws. The Treasurer will perform all the duties of the Office of Treasurer and such other duties as may be assigned by the President or the Executive Board, and to render at the Annual Meeting, monthly meetings, and at other times as requested by the President or Executive Board, an itemized, written account of the finances of Region One that shows the previous balance, all incomes, all expenditures, and a closing balance.

**Secretary**

2.5 The Secretary will keep the minutes of general meetings of the Members and of the Executive Board; give all notices in accordance with the provisions of these Bylaws, or as required by law, keep a register of the postal address of each member association. The Secretary will perform other duties as may be assigned by the President or by the Executive Board. In the event of the absence of the Secretary, the President shall temporarily appoint a member to assume such duties.

**Directors**

2.6 There will be three or more elected Directors who will perform such duties as may be prescribed by the President and/or the Executive Board.

2.7 Three Directors will be elected initially under these bylaws and any increase over three in the number of directors in future elections will require a two thirds vote of the Membership.

**Vacancies**

2.8 A vacancy in any position on the Executive Board because of death, resignation, disqualification or otherwise, will be filled by the Executive Board for the unexpired portion of the term. Resignation of any individual from office should be submitted in writing to the Association.

**ARTICLE 3 - ELECTION OF OFFICERS AND DIRECTORS**

3.1 A Nominating Committee will be appointed by the President on or prior to the August general meeting to select a slate of candidates for the election. Additional nominations for officers and directors may be made from the floor at the November general meeting.

3.2 A written ballot election shall be held at the November general meeting by the designated members present, if there are multiple nominations for any one position. All unopposed candidates may be elected by acclamation. Votes will be tabulated and the elected officers and directors will be announced at the November general meeting in the year preceding their term.

3.3 Officers and Directors for the following year will be installed at the December general meeting. If there is no December general meeting, Officers and Directors for the following year will be installed at the January general meeting.

**ARTICLE 4 - EXECUTIVE BOARD****Purpose**

4.1 The Executive Board will manage the affairs of the Association.

**Officers, Directors and Terms**

4.2 The Executive Board will consist of the elected Officers as provided for in Article 2 and the elected Directors.

4.3 The Officers will serve a term of one year, with no more than three consecutive terms in the same office.

4.4 The Directors will serve three-year terms on a yearly rotating basis with all three being elected at the time these Bylaws are adopted. "Position 1" will serve a one year term. "Position 2" will serve for two years, and "Position 3" will serve for three years. Thereafter all directors will serve full three-year terms on a rotating basis with one position becoming open for election each year at the Annual Meeting of the Association.

**Quorum**

4.5 A quorum of the Executive Board will consist of a majority including at least one Director.

**Past President**

4.6 Upon request of the Executive Board, the immediate past President may be an ex-officio member and advisor of the Executive Board without voting privileges. Holding this office will not prevent the past President from holding another elected officer or director position.

## **ARTICLE 5 - MEMBERS**

### **Eligibility**

5.1 Members representatives shall be graduates of a Citizens Police Academy without regard to age, creed, race, sex, ethnicity, origin or religion.

5.1.1 Individual Membership is defined as members who are graduates of a citizen police academy where there is no active alumni association or where the Alumni Association is not a member of Region One.

### **Voting Rights**

5.2 Although each recognized CPAAA is entitled and encouraged to invite its members as attendees to each meeting, only one appointed member from that Alumni Association will be the Designated Voting Representative. Each association is entitled to one vote. Each attending member of a member association will have the right to participate in discussions, make motions, etc.

5.2.1 Individual memberships as defined in paragraph 5.1.1 will be entitled to one vote as a group.

### **Conduct**

5.3 No member Association or their Designated Representative will promote or represent themselves on behalf of this association for personal, political or financial gain.

### **Termination of Membership**

5.4 Members or Member Associations may be censured, suspended or terminated for cause after an appropriate hearing by a committee appointed by the President, and a vote of two thirds of the Membership.

5.4.1 The Executive Board, after an affirmative vote by two-thirds, may terminate the membership of any member association who shall be in default in the payment of dues.

5.4.2 When a member of the Executive Board has missed four consecutive meetings this will be considered an automatic termination of said board member. The Executive Board, by a majority vote, may waive this termination in the event of special conditions, i.e., illness, etc.

5.4.3 An Officer or Director may be recalled by a vote of two thirds of the Membership.

### **Resignation**

5.5 Any member of the Executive Board who decides to resign should file a written resignation to the Executive Board.

### **Property**

5.6 Upon termination or resignation of membership, the member shall return all property belonging to the Association to the current President.

### **Reinstatement**

5.7 Upon written request by a former member association and filed with the Secretary, the Executive Board may reinstate such former member association to membership in the Association.

### **Appeals**

5.8 Any Member Association can present an appeal of a decision of the Executive Board to the General Membership by submitting a request to the Secretary for consideration. Such appeal will be presented to the Member Representatives at the next General Meeting. Any former Member Association may appeal their revoked membership to the General Membership by submitting a request to the Secretary. After discussion before the members at a general meeting, such matter will be resolved by a majority of written ballots of the Designated Representatives.

## **ARTICLE 6 - MEETING OF MEMBERS**

### **General Meeting**

6.1 General meetings shall be held on the second Saturday of each month. In the event of a conflict, the President and/or Board of Directors may change the date, time or location of a meeting.

### **Notification**

6.2 All Member Associations will be notified by the Secretary of any change in meeting time and location. Members shall be advised of this change at least seven (7) days in advance.

### **Executive Board Meetings**

6.3 Executive Board Meetings will be held on the second Saturday of each month in conjunction with the General Meeting. Scheduling of the General Meeting and Executive Board Meeting on the specified date will be set by the President.

### **Special Meetings**

6.4 Special meetings of the Association may be called by the President or the Vice President in the President's absence. Member Alumni Associations will be notified no less than seven business days prior to a special meeting.

### **Place of Meeting**

6.5 General Meetings and locations will be hosted in rotation by the Member Associations. Special meetings will be held at a place designated by the President.

### **Quorum**

6.6 At all General Meetings, a quorum will consist of the Associations' Member Representatives present.

### **Procedure**

6.7 This Association shall be governed by the basic principle of common accord. All disputes shall be handled in accordance with 'Robert's Rules of Order' unless inconsistent with these Bylaws.

### **Resolutions**

6.8 All motions to commit this association on any matter will be approved by the voting membership present at the time the vote is taken.

## **ARTICLE 7 - COMMITTEES**

### **Committees**

7.1 The President may designate and appoint one or more committees and the members thereof. The President shall be an ex-officio (non-voting) member of each committee. Each committee shall make no binding policy or agreements without approval of the Executive Board.

7.1.1 There will be two standing committees, an Auditing Committee and a Membership Committee. Additional standing or ad hoc committees may be appointed as required without amending these bylaws. Duties of committees will be formulated by the Executive Board and furnished to the Members.

### **Term of Office**

7.2 Each member of a committee will continue his/her commitment until his/her successor is appointed, unless such member ceases to qualify as a member of the Association.

### **Chairman**

7.3 One member of each committee shall be appointed chairman by the President. The Chairman shall preside at all meetings of the committee.

### **Vacancies**

7.4 Vacancies in the membership of any committee will be filled by appointment by the President.

### **Quorum**

7.5 Unless otherwise provided in the appointment of a committee, the members present will constitute a quorum, and the act of a majority of the members present at a meeting will be the act of the committee.

### **Rules**

7.6 Each committee can adopt rules for its own operation consistent with these Bylaws.

## **ARTICLE 8 - CHECKS, DEPOSITS AND FUNDS**

### **Checks and Drafts**

8.1 All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of this association shall be signed by two of the following officers: Treasurer, President or the Vice President.

### **Deposits**

8.2 All funds of this association will be deposited promptly to the credit of this association in such banks, trust companies or other depositories selected by the Executive Board.

### **Gifts**

8.3 The Executive Board may accept, on behalf of this association, any contribution or gift as long as the gift is in accordance with the 501(c)(3) guidelines of the IRS.

## **ARTICLE 9 - BOOKS AND RECORDS**

### **Books and Records**

9.1 This association will keep correct and complete books and records of accounts and will also keep minutes of the proceedings of its Members, Executive Board and Committees. A record giving names and addresses of all Member Associations and their Designated Representative entitled to vote will be kept at the registered or principle office of this Association. All books and records of this association can be inspected by any Member Association upon written request to the President, and will be produced within ten business days.

### **Annual Review**

9.2 The Treasurer's books and records will be examined annually, in January by the Auditing Committee of at least three members appointed by the President. The findings of such review will be submitted to the General Membership at the next general meeting for approval.

## **ARTICLE 10 - FISCAL YEAR**

### **Fiscal Year**

10.1 The fiscal year of this Association will begin on the first day of January and end on the last day of December in each calendar year.

## **ARTICLE 11 - DUES**

### **Annual Dues**

11.1 As of the date of these Bylaws, dues for the Association payable by member C.P.A.A. organizations will be \$30.00 annually. Member C.P.A.A. organizations may make voluntary contributions to the Association over and above their annual dues.

11.2 Dues for Individual Membership as defined in Section 5.1.1 will be \$10.00 annually.

11.3 The Executive Board will determine the amount of annual dues in subsequent years with advance notice to members.

### **Payment of Dues**

11.4 Dues will be payable by the first day of January in each year. If an association joins after July 1, they will pay half the annual dues amount for the first year.

### **Default and Termination of Membership**

11.5 When any member association is determined to be in default in the payment of dues for a period of three months from the beginning of the annual year, the voting rights of this member association will be suspended until such dues are paid.

## **ARTICLE 12 - AMENDMENTS TO BYLAWS**

### **Amendments to Bylaws**

12.1 These Bylaws may be altered, amended or repealed. New Bylaws or amendments may be adopted by a two-thirds majority of the Member Associations present. At least 25 days notice, by electronic means or by written notice, shall be given to all member associations of an intention to alter, amend or repeal these Bylaws.

## ARTICLE 13 - DISSOLUTION

### Dissolution

13.1 In the event this association is dissolved without prior determination of the disposition of funds, such funds will be given to a charitable organization that meets the requirements of the IRS Federal Income Tax Code, Section 501(c)(3), as determined by the Executive Board after payment of all indebtedness.

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These Bylaws were presented at a regular membership meeting on April 12, 2008 in Dickinson, Texas. They were accepted and adopted by a two-thirds majority of a quorum of Members of TCPAAA - Region One at a general meeting held on April 12, 2008. These Bylaws supersede the previous Bylaws of the Texas Citizen Police Academy Alumni Association Region One of November 2007.

/S/ Calvin Walker

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**Calvin Walker, Bylaws Committee Chairman as of 2007**

/S/ Joyce Beeson

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**Joyce Beeson, Bylaws Committee Member as of 2007**

/S/ George Gabriles

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**George Gabriles, Bylaws Committee Member as of 2007**

/S/ Calvin Walker

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**Calvin Walker, President 2008**