Denton Citizen Police Academy
Alumni Association

Bylaws

Version 1.6
Last revised 04/10/2024

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Article 1: Organization

1.1 Mission Statement

The mission of the not-for-profit Denton Citizen Police Academy Alumni Association, hereafter referred to as “DCPAAA” or “association” is to support the City of Denton 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 DCPAAA.

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

The DCPAAA 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 DCPAAA will be carrying on of propaganda or otherwise attempting to influence legislation. The DCPAAA 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 DCPAAA 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 DCPAAA is P.O. Box 1713, Denton, TX 76202 located in the City of Denton Main Post Office at 101 E. McKinney Street in the County of Denton, 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.

1.7 Storage Unit

The DCPAAA will retain a storage unit for event/fundraising items including tables, table cloths, tents, signage, decorations, paper plates, napkins, plasticware, cups, plaques, shirts, caps, various tools, hardware and other supplies.

Article 2: Membership

2.1 Eligibility

Members will be graduates of the Denton Citizen Police Academy and in good standing with the City of Denton 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 Denton 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 Denton Citizen Police Academy Alumni Association or the City of Denton 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 Denton Citizen Police Academy Alumni Association or the City of Denton Police Department while representing the Denton Citizen Police Academy Alumni Association or in any situation where he/she can be identified as a member of the Denton 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. The Sergeant at Arms (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.

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 DCPAAA. 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 CPAAA for the balance of the year in which they graduate and graduates of the Fall CPA class will receive membership in the CPAAA for the full calendar year after 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 DCPAAA 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 DCPAAA 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, as long as the "from" address matches the email in the CPAAA "Track it Forward" database. 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 CPAAA. 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 Tuesday of each month at 7pm at the Denton Public Safety Training Center, 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 Thursday prior to the Tuesday general meeting each month at 7pm at the Denton Public Safety Training Center, 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 may call a special Executive Board meeting, or a special membership meeting with board approval. No special meeting can be held unless all members are notified at least forty-eight hours in advance.

3.5 Quorum

A minimum of 15% of the members in good standing constitutes a membership 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 a simple majority of Board 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

Members should submit proposals to the Secretary of the association. Any proposal suggested at a general meeting will be referred to the Executive Board by the Secretary. The Executive Board must first approve any proposal before presenting the request to the general membership for a vote on the proposal.

Article 4: Executive Board

4.1 Purpose

The Executive Board will manage the affairs of the Denton 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 seven elected members: Four officers and three Directors.

Officers

- President
- Vice President
- Secretary
- Treasurer

Directors

- Communication
- Membership
- Programs

Prospective board members must be active in the CPAAA for one year unless there are special circumstances, such as being an active volunteer or a uniquely qualified individual. In such cases, this requirement may be waived at the discretion of the Executive Board.

Except in special circumstances 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.

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.

The Nominating Committee will be in charge of elections. 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. To ensure continuity and uninterrupted management, Board member elections will be held using the following schedule.

Elections will be held in odd numbered years for:

- President
- Secretary
- Director of Programs
- Director of Communication

Elections will be held in even numbered years for:

- Vice President
- Treasurer
- Director of Membership

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. Board member candidates must be interviewed by the Board to make sure the candidates understand roles and responsibilities prior to taking office. In the event there are no qualified candidates, a Board position may be left open.

4.5 Quorum

A quorum will consist of a simple majority of members of the Executive Board.

4.6 Keys and Passwords

The two keys to the DCPAAA post office box will be stored in the Training Center front desk, and with the Director of Membership.

Password for CPAAA website, Track It Forward, and Google Administrator will be changed prior to January 1st each year as Board Members leave their offices, or upon any Board Member with password access departing prior to the end of their term.

4.7 Duties and Responsibilities

All Executive Board members:

- Act accountable to the Executive Board and membership for their actions
- Sign contracts for the DCPAAA, with approval of the Executive Board
- Act as association representatives
- Maintain documentation for each job function
- Attend Executive Board meetings and general membership meetings or designate a representative
- Respond to email votes held between scheduled Board Meetings in a timely manner Responses must be provided prior to the next scheduled Board Meeting
- 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)
- Support all other Board members

If an Executive Board member misses more than one third of the scheduled Executive Board meetings or more than one third of the scheduled general membership meetings in one calendar year, it will be treated as a violation of the Code of Conduct.

President

- Is the principal officer of the DCPAAA
- Runs board and membership meetings
- Is the tie-breaker if an Executive Board vote results in a tie
- 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
- Represents the CPAAA to the CPA, including presentations, or assigns designee

Vice President

- Maintains association website and Track It Forward structure and continuity
- Coordinates fundraising activities and maintains fundraising items inventory
- Maintains association uniform inventory
- Acts as liaison to police department with President
- Organizes and maintains storage unit inventory
- Performs President's duties if President is not available
- Performs Director duties if any Director 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
- Acts as sole contact for organization email and distributes as necessary to other members

Treasurer

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

Director of Communication

- Compiles association quarterly newsletter and informational brochures
- Coordinates association public relations, social media and website content
- Performs Secretary's duties if Secretary is not available
- Works with Communications Committee

Director of Membership

- Maintains membership roster on Track It Forward
- Maintains membership application files
- Obtains CPA class rosters to send DCPAAA invitations
- Communicates with membership about dues
- Works with Treasurer coordinating annual membership dues payment records
- Works with Nominating Committee
- Records payment of dues in Track it Forward
- Checks mailbox every week
- Notifies members of meetings

Director of Programs

- Arranges locations, times and dates for regular and social membership meetings
- Arranges for speakers at general meetings when requested
- Maintains calendar for both regular and social membership meetings
- Acts as Sergeant at Arms, maintaining order at board and membership meetings
- Maintains calendar for events
- Works with Programs Committee

Article 5: Committees and Coordinators

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

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.

5.2 Bylaws and Rules Committee

The Bylaws and Rules Committee will consist of three or more members in good standing. The Bylaws and Rules Committee will be organized by the Secretary.

- Reports to the Secretary
- Stays current on new laws and regulations that may apply to the association
- Updates bylaws annually and/or as needed when issues arise

5.3 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

5.4 Nominating Committee

The Nominating Committee will consist of three or more members in good standing, excluding Executive Board members and members on the ballot. The Nominating Committee will be organized by the Director of Membership.

- Reports to the Director of Membership
- In charge of Executive Board elections
- Evaluates candidates for annual board election
- Creates, passes out, collects and counts ballots
- Notifies membership about election process

5.5 Communications Committee

The Communications Committee will consist of three or more members in good standing. The Communications Committee will be organized by the Director of Communication.

- Reports to the Director of Communication
- Helps maintain association website, newsletter, informational brochures
- Generates new advertising/public relations ideas

5.6 Programs Committee

The Programs Committee will consist of three or more members in good standing. The Programs Committee will be organized by the Director of Programs.

- Reports to the Director of Programs
- Helps decide regular and social membership meeting locations, times and dates
- Generates new social interaction ideas

5.7 Fundraising Committee

The Fundraising Committee will consist of three or more members in good standing. The Fundraising Committee will 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

5.8 Uniform Coordinator

The Uniform Coordinator must be a member in good standing. The Uniform coordinator will be appointed by the executive board and will continue until the member resigns.

- Reports to the Vice President
- Maintain any CPAAA uniform inventory
- Edit uniform order form as needed
- Take orders from members, place orders with vendors as needed
- Maintain records of purchases, from both vendors and members
- Research uniform items and pricing as needed

5.9 Event Coordinators

Event Coordinators will be recruited by the executive board.

- Report to executive board
- Coordinate an individual event
- Recruit volunteers for event
- Keep volunteers informed
- Organize/procure all required event supplies like tents, tables, giveaways, fundraising merchandise, decorations, food service items, etc
- Coordinate event set up and tear down

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 association Secretary will give the proposed amendment to the Bylaws and Rules Committee for review. Proposed amendments may also be generated in the Bylaws and Rules Committee.

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.

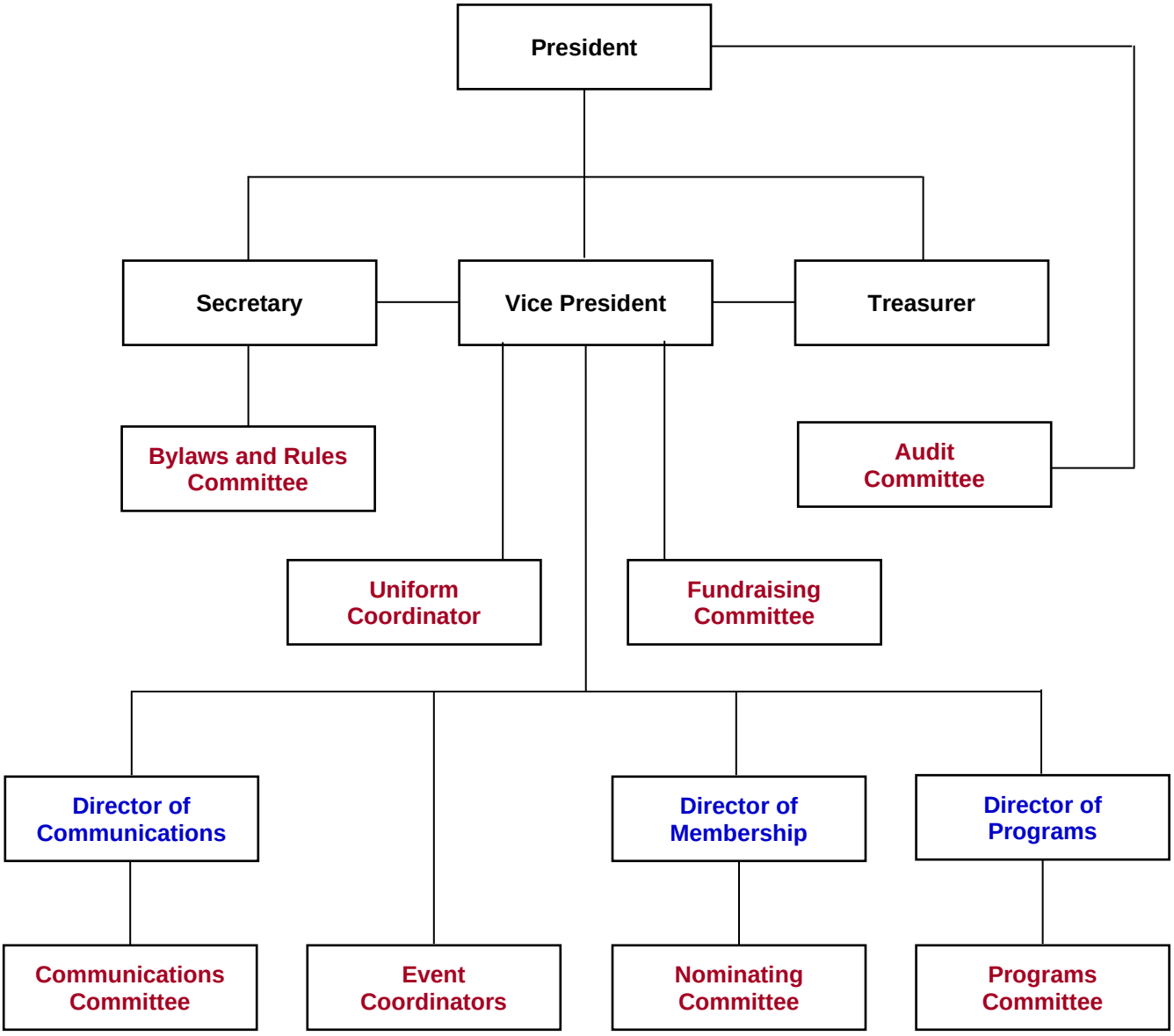
Article 7: Dissolution

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 501c3 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 and storage unit
- Clean out and/or close any other accounts, offices, storerooms, lockers
- Distribute remaining funds, fundraising items and storage unit content to the City of Denton 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)

Appendix A: Organization Chart



Appendix B: Revision History

Version #	Description of Revisions	Date Revised
1.0	Major revision of old bylaws	11/13/18
1.1	Revised logo. Replaced “Denton Police Department” with “City of Denton Police Department” throughout Section 2.3 - Updated wording regarding CPA Graduates receiving first year membership at no charge. Section 2.8 - Added this section clarifying Honorary Membership. Section 4.6 – Added “And Passwords” and direction on password changes. Section 4.7 - Updated “All Executive Board Members” regarding required responses to email votes. Section 4.7 - Updated “President” to add representation of the CPAAA to the CPA.	08/13/19
1.2	Section 4.2 – Added “In addition, the Board has the authority to remove a Board Member by majority vote.” Section 4.7 - Added “Captures the sign in sheet at the General Membership meetings and includes in the meeting minutes.” To Secretary Responsibilities	12/05/19
1.3	Section 2.7 – Added ability to request reinstatement via registered email. Sections 3.2 – Added option to hold virtual meetings. Sections 3.3 – Added option to hold virtual meetings. Section 4.4 – Added option to delay elections by up to 2 months. Revised wording to require that newly elected board members take office the month after elections are held. Section 4.6 – Revised to indicate “The two keys to the DCPAAA post office box will be stored in the Training Center front desk, and with the Director of Membership” Section 4.7 – Added requirement that Board Members respond to all text messages regarding Board business within 24 hours	04/16/21
1.4	Section 4.6 – Removed 2nd paragraph, missed during revision 1.3 Section 4.7 – Revised responsibilities as noted: • Secretary: Removed “Works with Director of Programs on membership meeting agenda and notification.” • Treasurer: Removed “Records payment of dues in Track it Forward.” • Director of Membership: Added “Records payment of dues in Track it Forward,” Added “Checks mailbox every week,” Added “Notifies members of meetings.” • Director of Programs: Added “Arranges for speakers at general meetings when requested,” Removed “Works with Secretary on membership meeting agenda and notification.” Section 5 – Reworded to read “Standing committees are listed in Articles 5.2 through 5.7,” Added 5.7 “Fundraising Committee” in its entirety, renumbered “Event Coordinators” from 5.7 to 5.8. Appendix A: Updated Organization Chart: add Fund Raising Committee.	06/09/21
1.5	Section 3.7 – Revised wording to indicate that the Executive Board must first approve any proposal before presenting the request to the general membership for a vote on the proposal. Section 4.3 – Added requirement that prospective board members must be active in the CPAAA for one year unless there are special circumstances, such as being an active volunteer or a uniquely qualified individual. Section 4.7 – Under “All Executive Board Members”: Revised attendance requirement to require that an Executive Board member miss no more	03/08/22

	than one third of the scheduled Executive Board meetings or more than one third of the scheduled general membership meetings in one calendar year. Section 4.7 – Under “Secretary”: Added “Acts as sole contact for organization email and distributes as necessary to other members”	
1.6	Section 3.4 - Revised wording regarding the President calling special meetings Section 4.3 - Revised wording related to family members serving on the Board Section 4.4 & 5.4 - Clarified responsibility regarding evaluating candidates for Board positions Section 3.5 & 4.5 - Changed requirement for a quorum to “Simple Majority” Section 4.7 - Changed all responsibilities in the first section to “action words” so they read in the same tense, without changing context • Under first section, add a bullet “Support all other Board members” • Under President, revise tie-breaker wording • Revise certain Treasurer duties • Filter and combine responsibilities to interact with Track It Forward • Delete “Director of Events” position. Distribute required responsibilities and update references in 4.3 & 4.4 Section 5.8 - Moved previous 5.8 “Event Coordinators” to 5.9 Created the position of Uniform Coordinator as new section 5.8 Appendix A: Updated Organization Chart to reflect changes above	04/10/2024