

BY-LAWS

PREAMBLE

The following are the By-Laws of the Sheriff's Protective Association, Inc., a non-profit corporation, heretofore doing business as the SHERIFF'S PROTECTIVE ASSOCIATION and henceforth to be known as the SHERIFF'S PROTECTIVE ASSOCIATION.

ARTICLE I **OBJECTS**

SECTION I

The objects and purposes of this organization will be to promote a closer bond of fraternity among members; to promote the individual well-being of each member, or members collectively, of the Association; and to lessen the burdens involved in being a member of the Law Enforcement profession. These objectives are to be accomplished through charitable, educational, and recreational activities.

ARTICLE II **NATURE**

SECTION I

Membership in this organization does not affect a member's duties or responsibilities to the service within the Las Vegas Metropolitan Police Department. Departmental rank will not exist in this organization.

ARTICLE III **MEMBERSHIP**

SECTION I

All full-time, sworn and civilian personnel of the Las Vegas Metropolitan Police Department are eligible for membership.

SECTION II

Membership in this Association will cease upon resignation or dismissal of said member from service in the Department.

No person will be entitled to the rights and privileges of membership in this Association who is not current in dues.

ARTICLE IV
ADMINISTRATION

SECTION I

The executive and administrative power of this organization will be vested in the Board of Directors. Members of the Board of Directors will be selected as follows:

- A. The members of the Board of Directors will be nominated by the Association members and will be selected from the members of the Association regardless of position, rank, longevity, or sex.

SECTION II

The Board of Directors, at their first regular meeting in January of each year, will, by a majority vote, select from their board, a member who will act as Chairman of the Board of Directors and another member who will act as Vice Chairman of said Board of Directors. The Chairman will appoint a Treasurer, a Secretary, Committee Chairs, and two Retiree Liaisons. The Retiree Liaisons will not have voting rights.

SECTION III

Lifetime membership will be granted to all members who separate from the department with ten (10) consecutive years at the time of separation as a dues-paying member. Lifetime membership will also be given to spouses and dependent children of members lost in line of duty deaths.

ARTICLE V
ELECTION OF DIRECTORS

SECTION I

There will be twelve (12) members on the Board of Directors; six (6) Board Members being elected during even numbered years, and six (6) Board Members being elected during odd numbered years. The term of office will be for four (4) years.

SECTION II

Elections will be held during the month of November. The names of the six (6) newly elected Board members will be posted on the Sheriff's Protective Association's website during the first week of December and they will assume office at the first regular meeting in January.

ARTICLE VI
REMOVAL AND RESIGNATIONS

SECTION I

Any member of the Board of Directors who becomes negligent in the performance of his or her duties or guilty of any acts that bring discredit to the welfare of the Association may be removed from office by unanimous vote of the balance of the Board of Directors. He or she may also be removed from office by a two-thirds vote of the eligible members of the Association. Such vote is to be based upon written charges which must be signed by twenty-five percent (25%) of the eligible members.

SECTION II

A hearing may be requested by the accused, wherein the accused has been removed by the Board of Directors by unanimous vote. The Chairman will, by request from the accused and within twenty (20) days of receiving said request, appoint an Appeal Board. The Appeal Board will consist of seven (7) members of the Association, other than the Board of Directors, and will conduct a hearing so that evidence and witnesses may be brought forth to substantiate the removal. If the Appeal Board finds that the Board acted in good faith, then the removal will stand. However, if the Appeal Board overturns the decision of the Directors, then the accused will be immediately re-instated to his or her position.

ARTICLE VII
VACANCIES

SECTION I

Board of Director vacancies will be filled by Alternate Board Members at the next meeting or as soon as possible. Alternate Board of Director vacancies will be appointed by the Board of Directors from the eligible membership. The term of office shall be the same as that of the person who has vacated the position.

ARTICLE VIII
FINANCES

SECTION I

Checks will be issued in payment of obligations only when signed by the Treasurer and countersigned by the Chairman of the Board of Directors or Vice Chairman when the amount is over \$5,000. One additional board member, appointed by the Chairman, may be authorized to sign in the absence of the Chairman, Vice Chairman, or Treasurer. Checks in the amount of \$5,000 or below will only require the signature of the Treasurer or designee. No disbursements outside of routine payment of bills and obligations will be made without approval by a majority vote of the Board of Directors.

SECTION II

A general checking account will be maintained.

SECTION III

In the event the assets of this Association drops below \$10,000, the Board of Directors will announce a General Meeting of the membership. The Board of Directors will explain the circumstances of the financial conditions to the membership and provide copies of the previous two years audits to them. The membership will then decide what action they wish to take by majority vote.

ARTICLE IX
LEGAL COUNSEL

SECTION I

The Board of Directors will have the power and authority to retain legal counsel and/or representatives.

ARTICLE X
NEW OR AMENDED BY-LAWS

SECTION I

The power to make additional By-laws or to alter existing By-laws shall be conferred upon the Board of Directors. All such changes or new By-laws shall be approved by a unanimous vote of the Board. Said changes will take effect in ten (10) calendar days after publication to the membership notifying them of the proposed change.

SECTION II

Opposition to the proposed change will be submitted, in writing, to the Chairman of the Board within the ten (10) day waiting period. Opposition will be in the form of a petition stating the objections and containing signatures of fifteen percent (15%) of the membership. Upon receipt of the petition, the Board of Directors will void the proposed change or changes and will prepare, within ten (10) days, a special ballot to the membership containing both or all alternatives petitioned for, in addition to the original proposal. The manner of balloting shall be that of a regular election.

SECTION III

Sections I, II, and III, shall not be altered by the Board of Directors but may be changed by two-thirds (2/3) vote of the membership

ARTICLE XI
RATIFICATION

SECTION I

These By-Laws will be in full force and in effect immediately by adoption and will supersede and render null and void any existing By-Laws of this corporation and its predecessor unincorporated.

SECTION II

Any amendments of these By-Laws will be in full force and in effect immediately upon adoption, but in no case may it be retroactive.

ARTICLE XII
PROCEDURE

SECTION I

The Sheriff's Protective Association Operational Procedures will govern the conduct of all meetings and will not be in conflict with these By-Laws.

ARTICLE XIII
MEETINGS

SECTION I

There will be at least one meeting a month of the Board of Directors. All members of the Association are privileged to attend any and all meetings of the Board of Directors.

SECTION II

Proxy for voting must be given to an alternate member of the Board of Directors. If the alternates are not available, proxy will be given to another voting member of the Board of Directors. A member of the Board of Directors must submit in writing to the Chairman and Vice Chairman of their absence and to provide proxy to an alternate. In the event the alternate is not available, the written notification must also include a board member to have proxy.

SECTION III

A QUORUM MUST BE ATTENDED BY AT LEAST 60% OF THE VOTING MEMBERS OF THE BOARD OF DIRECTORS BEFORE BUSINESS CAN BE TRANSACTED OR MOTIONS MADE OR PASSED.

SECTION IV

THE ALTERNATES WILL HAVE ALL THE RIGHTS OF A VOTING MEMBER OF THE BOARD OF DIRECTORS WHEN LESS THAN 60% OF THE VOTING MEMBERS OF THE BOARD OF DIRECTORS ARE PRESENT AT ANY OFFICIAL MEETING OF THE BOARD.

SECTION V

Special or General Meetings of the membership may be called by the Chairman of the Board of Directors or, in his/her absence, the Vice Chairman. Special meetings will be called on the petition of not less than five percent (5%) of the membership in good standing. The date of the meeting will be specified in the petition and will be set no less than ten (10) days, and no more than thirty (30) days, from the date of request. The petition will be presented to the Chairman or, in his/her absence, the Vice Chairman of the Board of Directors, who will then call the Special Meeting of all members of the Association on the date specified based on the above. Only that business specified in the petition may be discussed at the Special Meeting.

Revised 03/08/2018 (Approved at Monthly Board Meeting – 03-08-18)