

# CVPOA BYLAWS

**By-laws for the regulation, except as otherwise provided by statute or its articles of Incorporation, of the CHULA VISTA POLICE OFFICERS' RELIEF ASSOCIATION INCORPORATED**

## ARTICLE I

### Offices

**Section 1.** The principal office for the transaction of the business of the corporation is hereby fixed and located at 49 Third Avenue, in the City of Chula Vista, County of San Diego, State of California, 91910. The Board of Directors is hereby granted all power and authority to change said principal office in the event that the above property is sold by the corporation or becomes unserviceable.

## ARTICLE II

### Membership

**Section 1.** Membership in this corporation shall be opened to full-time sworn personnel of the Police Department of the City of Chula Vista and any other persons or groups that are voted on by the General Membership.

**Section 2.** Membership in this corporation shall cease upon longevity retirement, disability retirement, separation or failure to pay dues. Upon separation or failure to pay dues, such member shall have no claims upon any fees, gifts, dues or contributions, which may have been paid into the Treasury of the corporation. However, nothing in this section shall prohibit action on a claim presented to the Board of Directors by a member prior to separation, and not acted upon by the Board, or to prevent the Board of Directors from acting on a claim made by a retired or otherwise separated member, if presented within one year from the date of retirement or separation, based upon a cause of action which accrued during active membership.

**Section 3.** There shall be three forms of membership in the corporation, active membership, retired membership and honorary membership. Honorary memberships are awarded to those individuals who have shown a significant and sustained support to the members of the corporation. The Board of Directors shall have the exclusive power to nominate and award honorary memberships. Honorary Members shall have no voting or participation privileges within the corporation. An individual plaque will be awarded to the nominee and a permanent plaque will be maintained at the POA building listing the names of honorary members.

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**Section 4.** A person shall become eligible for active membership in the corporation upon meeting the following requirements:

- (a) Upon obtaining the status of “peace officer”
- (b) Upon appointment to a position other than peace officer which is recognized by the corporation for membership status.
- (c) Any individual eligible for membership must make application for membership to the corporation no later than thirty days after eligibility occurs.
- (d) Any member who withdraws from the corporation may make application to return.

If the member has been separated for less than a year, the application must include a check for the amount of unpaid dues from the time of separation. If the time of separation has been greater than a year, the application must be accompanied by a check for one full year worth of dues. Members who have been called to military service and who are not receiving their city pay will be placed in “suspended” status and are not required to reapply or to pay back dues to resume active membership. Any member who is called to active duty shall have his/her military service counted towards years of membership for the purpose of calculating retirement benefits

**Section 5.** The payment of back dues hereinabove in Section 4 of this Article referred to shall not create retroactive obligations for the corporation.

**Section 6.** “Member entitled to vote” and “member in good standing”, as those terms appear in these By-laws, shall be defined and understood to mean those members who are current in payment of all dues and assessments, and any other monies owed, at the time in question.

**Section 7.** A member may be removed from the corporation by a majority vote of the Board of Directors if that member causes through gross negligence or an unlawful act, the corporation to be exposed to financial loss, misuse of the corporation name(s), the release of confidential information to a third party or any act deemed by the Board to have done significant harm to the corporation. The member shall be notified in writing no less than ten days prior to the Board meeting when the action will be discussed. The member may appear at the meeting and offer evidence to mitigate or prevent the proposed loss of membership.

## ARTICLE III

### Meeting of Members

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**Section 1.** The annual meeting of members shall be held at the principal office of the corporation or at other locations acceptable to the Board of Directors.

**Section 2.** The annual meeting of members shall be held during the month of January of each year. At such meeting Directors shall be elected, reports of the affairs of the corporation shall be considered, and any other business may be transacted which is within the powers of members. Written notice of the annual meeting shall be provided for in the December and January minutes of the regular meetings of the Board of Directors.

**Section 3.** Special meetings of the members, for any purposes whatsoever, may be called at any time by the President, or Vice President, or by a majority of the Board of Directors, or by members holding not less than one-fourth of the voting power of the corporation. Notices of any special meeting shall specify, in addition to the place, day and hour of such meeting, the general nature of the business to be transacted. Notices of special meetings called for the purpose of amending the Articles or By-laws of the corporation shall set forth the proposed amendment or amendments. Notice of special meetings shall be given no less than seven calendar days prior to the meeting through the department bulletin board, e-mail and the POA web site.

**Section 4.** A quorum of such meeting shall consist of a majority of the membership of the Board of Directors or a majority of active membership of this association either in person or by proxy. Such quorum shall decide and/or vote on any questions coming before such special or general meeting, and may transact any other business coming before it and may be adjourned time to time by vote of the majority of the members present.

**Section 5.** Members present at any such meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough members and Directors to leave less than a quorum. Whereupon the withdrawal of any member from such a meeting leaves less than a majority of the Board of Directors **and** less than a majority of the active membership of the association either in person or by proxy, a quorum shall no longer exist and no further transactions of business may be acted upon.

**Section 6.** The transaction of any meeting of members, either annual or special, however called and noticed, shall be as valid as though at a meeting duly held after regular call and notice, if a quorum be present either in person or by proxy, and if, either before or after the meeting, signs a written waiver of notice or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records, or made a part of the minutes of the meeting.

**Section 7.** Any action, which under any provision of the California General Corporation Law, may be taken at a meeting of the members without a meeting if

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authorized by a writing signed by all of the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation.

**Section 8.** All meetings shall be conducted pursuant to Roberts Rules of Order. The President shall appointment a parliamentarian who shall advise the President on points of order.

**Section 9.** Members in good standing may assign their voting privilege to any member of the Board of Directors or to any member via a proxy. The proxy will be on a form designated by the Board of Directors and will have the printed and signed name of the member giving the proxy as well as the printed name of the Director or member to whom the proxy is given. The Director or member holding the proxy may vote that proxy in the manner that he/she deems fit. Directors and members holding proxies will give those proxies to the Secretary prior to the commencement of the meeting. The Secretary will announce to the membership present and prior to any voting, which directors and members hold proxies and the number of proxies held. Proxies will not be accepted for elections to the Board of Directors.

### ARTICLE IV

#### Directors

**Section 1.** The executive and administrative power of the corporation shall be vested in a Board of Directors consisting of ten (10) members as of 2003, elected at large, who must be members in good standing of the corporation with at least three (3) years active service in the Chula Vista Police Department. The President shall vote only in tiebreakers.

**Section 2.** Subject to the limitations of the Articles of Incorporation, of the By-laws, and of the California General Corporation Laws as to action to be authorized or approved by the members, and subject to the duties of the Directors as prescribed under the authority of, and the business and affairs of the corporation shall be controlled by the Board of Directors. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Directors shall have the following powers, to wit:

**First** - To select and remove all the officers, agents and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with the law, with the Articles of Incorporation or the By-laws and establish their compensation.

**Second** – To conduct, manage, and control the affairs and business of the corporation, and to make such rules and regulations therefore not

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inconsistent with law, or with the Articles of Incorporation or the By-laws, as they may determine are in the best interest.

**Third** - To change the principal office for the transaction of the business of the corporation from one location to another; to designate any place for the holding of any meeting; and to adopt, make and use a corporate seal and to alter the form of such seal from time to time, as in their judgment they may deem it best, provided such seal shall at all times comply with the provisions of law.

**Fourth** - To borrow money and incur indebtedness for the purpose of the corporation, and to cause to be executed and delivered therefore, in the corporate name, the promissory notes, bonds, debentures, deeds of trust, mortgages, hypothecation's, or other evidences of debt and security therefore.

**Fifth** - To suspend the membership of any member upon showing good cause. In this instance good cause shall be failure to pay dues or other indebtedness by the member to the corporation. Prior to reinstatement, the member must pay the indebtedness that caused the suspension to include all back dues. The payment of the dues and indebtedness will not cause the corporation to incur any liability for acts that occurred during the suspension.

**Sixth** - To invest and reinvest the funds of this corporation. In investing or reinvesting, as provided herein, the Board of Directors shall exercise the judgment and care, under the circumstances then prevailing, which individuals of prudence, discretion and intelligence exercise in the management of their own affairs, not regard to speculation, but in regard to the permanent disposition of their funds, considering the probable income as well as the safety of the capital. Within the limitations of the foregoing standard and subject to express provisions or limitation contained in the Articles of Incorporation or the By-laws of this corporation, The Board of Directors are authorized to invest the funds of said corporation, in the kind of investments which men of prudence, discretion and intelligence acquire for their own account. The Board of Directors is authorized to rely upon investment strategies advanced by advisors who are professionals in the field of investing. Any investment or reinvestment can be authorized only by vote of a majority of the entire Board of Directors. Prior to authorizing the investment or reinvestment of the funds of the corporation, the Board of Directors shall receive from the Investment Committee, and or any investment professionals, that investigative information which will permit the Board to make sound and prudent investments.

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**Section 3.** The Directors shall be elected at each annual meeting of members, but, if any such annual meeting is not held, or Directors are not elected thereat, the Directors may be elected at any special meeting of the members held for that purpose. All Directors shall hold office for a period of three years unless appointed or elected under one of the other sections of this article.

**Section 4.** The Board of Directors may establish a nominating committee under the following circumstances: to nominate a sitting Board member for reelection or to place names into nomination if the number of returned election petitions is less than the number of vacancies to the Board of Directors.

**Section 5.** Any fifty (50) members in good standing may sign their names to a petition proposing a candidate for election to the Board of Directors during the regular election cycle. The secretary shall immediately ascertain that each signer and candidate is in good standing, whereupon, the Board of Directors, acting as the nominating committee, shall cause such candidate, or candidates, to be nominated.

**Section 6.** Prior to the election, the President of the Board of Directors shall appoint an election committee; the committee shall be comprised of any three members in good standing of the corporation who are not seeking election to the Board of Directors. The committee shall tabulate the votes and notice the President as to the number of votes each candidate received.

**Section 7.** The ballot for regular elections shall have printed thereon the names of all candidates for office and a portion for the approval or rejection of any By-Law amendments or additions. Voting shall be by secret ballot and each member shall vote for one member for each vacancy on the Board. The members receiving the greatest number of votes shall be deemed elected to fill the existing vacancies. Each member may receive either a ballot or a ballot and a sealing envelope. Ballots without envelopes will be placed into a locked container upon being cast. Ballots with envelopes will be cast, sealed in the envelope, and delivered to the address or place as specified on the ballot envelope. The ballot box and or envelopes will only be opened in the presence of all the election committee persons for the purpose of tabulating same. Ballots shall bear a unique mark or random number when distributed to the membership.

**Section 8.** Any member of the Board of Directors who absents him/herself from three (3) meetings of the Board of Directors during any twelve consecutive months may have his/her office declared vacant by a majority vote of the Board of Directors. Any Director may petition the Board at the next regularly scheduled meeting to have an absence excused. The Board may grant excused absences for illness, personal emergency, vacation in excess of two (2) days, or department business of other than a routine nature.

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**Section 9.** Any Directors of the corporation whose service is deemed unsatisfactory, or who neglects the duties of his/her office, shall be subject to recall. A recall election may be called upon petition directed to the Board of Directors, signed by fifty (50) members of the corporation, and stating a reason for the recall. Such election shall be held no less than 20 days and no more than 30 days after the regular meeting of the Board of Directors at which the petition was received. Said Director shall be considered recalled and his/her office declared vacant when a majority of the membership voting, votes for recall.

**Section 10.** Vacancies in the Board of Directors shall be filled by a majority of the remaining Directors, though less than a quorum, or by a sole remaining Director, at the first regularly scheduled meeting of the Board of Directors after the vacancy occurs, and each Director so appointed shall serve the remainder of the term of the vacated seat. Vacancies should be filled based on the number of votes a member received at the previous election. A vacancy or vacancies in the Board of Directors shall be deemed to exist in the cause of death, resignation or removal of any Director, or if the authorized number of Directors be increased, or if the members fail at any annual or special meeting of the members at which any Director or Directors are elected, to elect the full authorized number of Directors to be voted for at that meeting.

**Section 11.** Regular meetings of the Board of Directors shall be held at any place, which has been designated from time to time by resolution of the Board of Directors or by majority consent of all members of the Board. In absence of such designation, regular meetings shall be at the principal office of the corporation. Special meetings of the Board may be held either at a place so designated or at the principal office.

**Section 12.** Regular meetings of the Board of Directors shall be held once a month and should normally be held on or before the 15<sup>th</sup> day of each month. Notice of the time and place shall be noticed in the minutes of the previous month's Board meeting. Any changes after the minutes have been posted will require a notice to be sent via e-mail to each Director and posted on the employee bulletin boards no less than 48 hours prior to the meeting date and time.

**Section 13.** Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the President or by four (4) Directors. Written notice of such meetings shall be sent via e-mail to each Director no less than 24 hours prior to the meeting time and posted on the employee bulleting boards. If a Director is known to be on days off or not scheduled to return prior to the meeting date and the notice is given in the 48 hour phase, the President shall direct the Secretary to contact each Director and give them notice of the meeting. The written notice shall include the general nature of the items to be discussed at the meeting.

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**Section 14.** The transaction of any meeting of the Board of Directors however called and noticed or wherever held, shall be valid as though conducted at a meeting duly held after regular call and notice if a quorum is present. Any Director who is absent may make a motion for reconsideration of any business conducted at the next scheduled meeting.

**Section 15.** A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Every act or decision done or made by the majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number be required by law or by the Articles of Incorporation.

**Section 16.** A quorum of the Directors may adjourn any Directors meeting to meet again at a stated day and hour; provided however, that in the absence of a quorum a majority of the Directors present at any Directors meeting, either regular or special, may adjourn from time to time until the fixed time for the next regular meeting of the Board.

**Section 17.** At each regular meeting of the Board of Directors, the Directors shall consider all claims for assistance or the retirement stipend, all bills for current or running expenses of the association, and if found correct, order the payment of same and shall transact such other business as shall be necessary in the interest of the corporation. The Board by resolution may direct the treasurer to pay all ordinary expenses of the corporation without the explicit approval of the Board of Directors.

**Section 18.** Roberts Rules of Order shall govern the conduct of all meetings of the Board of Directors except as otherwise provided in the Articles and By-laws of the corporation. At all regular meetings of the Board of Directors the order of business shall be as follow:

Roll call of Directors

Approval of the minutes for the previous meeting

Correspondence & Bills

Report of the Treasurer

Labor Relations

Committee Reports

Unfinished business

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New business

Adjournment

**Section 19.** Any member of the Corporation may attend any meeting of the Board of Directors and voice an opinion or suggestions therein at the pleasure of the chair. Members will be excused from the meeting when litigation, personnel matters, or confidential PAC matters are being discussed. No member attending such a meeting shall have the power to make a motion or vote.

### ARTICLE V

#### Officers

**Section 1.** The officers of the Corporation shall be a President, a Vice-President, a Secretary and a Treasurer. In the absence or removal of all the executive officers, the director with the greatest amount of time in service to the Board will ascend to the chair, in the event that one or more Directors next in line have equal amounts of Board service, the Director with the lowest police identification number will assume the duties of the chair. The officers of the Political Action Committee shall be a President, a Vice-President and a Treasurer all of whom are appointed by the Board of Directors.

**Section 2.** The Board of Directors shall choose the officers of the Corporation annually, and each shall hold his/her office until resignation, removal or disqualification, or his/her successor shall be elected and qualified.

**Section 3.** Any officer may be removed, either with or without cause, by a majority vote of the Board of Directors. Any officer may resign at any given time by giving written notice to the Board of Directors. Any such resignation shall become effective on the date of receipt of the letter of resignation or at a later date as specified in the document. Under no circumstance will a post-dated resignation exceed the time past the next regularly scheduled meeting of the Board of Directors. The acceptance of such resignation shall not be necessary to make it effective.

**Section 4.** A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed by the By-laws for regular appointment to office.

**Section 5.** The President shall preside at all meetings of the Board of Directors; decide all questions of order; appoint all standing committees and special committees as needed, and act as ex-officio chairman of said committees; direct the Secretary to notify the Board of Directors of the time and place of all regular or special meetings of the Board; countersign all warrants issued by the Treasurer; cast the deciding vote in any manner before the Board of Directors

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which results in a tie-vote; and shall perform such other duties as may be necessary to carry out the provisions of the Articles and By-laws of this corporation or the wishes of its members.

**Section 6.** It shall be the duty of the Treasurer to attest to all payments to be made and sign all checks of the Corporation for payment of money; to receive and receipt for all monies coming to and belonging to the Corporation from any source whatsoever, and, without unnecessary delay, deposit same to credit of the Corporation in some bank or banks designated by the Board for that purpose, to keep accurate, detailed and business-like records of same, to render monthly a financial report to the Board; and to perform all such duties as may be required by these By-laws, or which may be necessary in the interest of the Corporation, notify all members who have become delinquent of their dues.

**Section 7.** It shall be the duty of the Secretary to attend all correspondence; to read all reports and communications which may be presented and file same with the records of the Corporation; to keep all records of whatsoever nature pertaining to the business of the Corporation, and to keep an impartial record of all proceedings of the Corporation and of the meetings of the Board of Directors; to notify successful candidates of their election, issue all notices required and serve the same.

**Section 8.** Except as otherwise provided in the By-laws, all officers of the Corporation shall serve without remuneration. Travel, lodging, conference costs and meal expenses may be prepaid for any member of the Board of Directors provided the Board has approved such expenses.

**Section 9.** The Treasurer may receive and be paid from the funds of the Corporation as compensation for his/her services a reasonable salary per month. Effective March 1, 2008, the monthly salary of the Treasurer shall be set at three hundred and fifty dollars (\$350.00) per month. The Board of Directors may at any meeting use its discretionary power to raise the compensation level of the Treasurer. The Board of Directors may hire temporary assistants to aid the Treasurer in performing his or her functions or to meet time sensitive projects.

## ARTICLE VI

### Committees

**Section 1.** The President, upon assuming office, shall appoint members of the Board of Directors, Chairmen of the following standing committees, each of whom shall have authority to select as many committeemen/women from the members of the corporation as he/she deems necessary to effectively carry on the duties of the committee;

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**Health and Welfare:** It shall be the duty of this committee to visit the sick and injured members of the Corporation. The committee will assist members with obtaining long-term disability if they are eligible. The committee shall also determine the eligibility for the disbursement of funds from the Survivors Fund.

**Labor Relations:** It shall be the duty of this committee to address issues concerning salary, benefits, working conditions and the morale of the members of the Corporation. This committee shall insure that members requesting labor and or legal representation have their claims handled expeditiously.

**Investment Committee:** It shall be the duty of this committee to advise, and to make recommendations to the Board of Directors regarding the investment and reinvestment of the funds of this corporation. The committee shall routinely meet with the investment manager of the Corporation and any other professional persons as they deem fit when making recommendations to the Board of Directors concerning the investment of funds of the Corporation.

**Insurance Committee:** It shall be the duty of this committee to assist the members of the Corporation with obtaining those insurance products authorized and promoted by the POA and PORAC. This committee shall also monitor the various city provided health insurance products and participate in city discussions regarding products and premiums.

**Social and Recreation Committee:** It shall be the duty of this committee to plan all social events for the Corporation to include but not limited to; the annual picnic, Christmas party, retirement parties and any other events so ordered by the Board of Directors.

**Peace Officers Research Association of California (PORAC) Committee:** The members of this committee shall ensure that the Association is represented at the monthly Chapter meetings and any other PORAC sponsored events in the area. This committee will devise a budget that permits all of the Directors of the Association to attend the annual conference of members sponsored by PORAC.

**Political Action Committee:** The Political Action Committee (PAC) shall be responsible for the collection and distribution of PAC funds. The committee shall interview candidates for elective office and make recommendations to the Board of Directors for endorsements and financial contributions. The committee shall be responsible for filing all necessary forms and notices to comply with local, state and federal election laws.

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**Communications Committee:** It shall be the responsibility of this committee to maintain the POA website and for editing and updating its content. The Communications Committee shall make recommendations to the Board of Directors regarding internet service providers and software updates.

**Training Committee:** It shall be the responsibility of this committee to ensure that the Directors receive training in association leadership, representation, political action and any other forms of training necessary to ensure the Directors are capable of performing their duties to the highest standards.

### ARTICLE VII

#### Finances

**Section 1.** Obligations may be incurred and disbursements made only by the approval of a majority of the Board of Directors, or in accordance with regulations adopted by a majority of the Board of Directors. Checks and or electronic or automated debit will be issued, in payment of obligations, only by the Treasurer and shall be signed by the Treasurer. The President shall also be able to sign checks in the absence of the Treasurer.

**Section 2.** The President, the Board of Directors, and the Treasurer, shall have legal custody and control of all funds, property and effects of the Corporation, subject to the general control of the Corporation.

**Section 3.** The Board of Directors shall annually cause the books and accounts of the Treasurer to be audited by a Certified Public Accountant, selected and employed by the Board for that purpose, said audit to be under the supervision of the Board. The audit shall show the condition of said books and accounts as of the last day of the year covered thereby, and shall be ready for submission to the Corporation at the following regular meeting of its members. The printed statement of such condition of books and accounts as rendered by the auditor shall be made available by the Treasurer to the members within thirty (30) days after it has been submitted at the regular meeting.

### ARTICLE VIII

#### Dues & Assessments

**Section 1.** The dues of the corporation shall be set at sixty one dollars (\$61.00), effective the first full pay period in June of 2006 and payable biweekly by payroll deduction. This is the base contribution and is in addition to any other insurance or voluntary contributions.

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**Section 2.** Dues may be raised in five percent (5%) increments and only with a majority vote of the Board of Directors. The first dues increase request that can be forwarded from the Board to the membership is January of 2006. In the event that the Board of Directors determines that there will be shortfalls in operating funds, the Board may exercise its power to place an assessment on each member of the Corporation. The assessment may not exceed five (\$5) dollars per month per member and may not extend for more than twelve (12) consecutive months.

**Section 3.** Any member who is in arrears for the non-payment of dues or assessments, or any monies owed to the corporation, for a period of one (1) month shall be declared a delinquent member and neither he/she nor his/her family or survivors shall receive any benefits as herein provided during such period of delinquency. As previously provided for in these By-laws, the delinquent member is suspended until all back dues are paid in full. The payment of the back dues along with reinstatement does not create retroactive obligation for the Corporation. Members on military leave who are not receiving city pay are exempt from this provision. The member who is subject to action under this provision may request written documentation of the monies owed. In addition, the member may contest the action and provide evidence at the next regularly scheduled meeting of the Board of Directors to mitigate or stop the proposed action. The member must request in writing to appear before the Board and the request must be made within seventy-two hours (72) after being served with the notice of membership suspension. If the member makes the request in the time period specified, the suspension is held in abeyance until the decision by the Board of Directors after the hearing. If the petition is denied by the Board, the suspension is reinstated back to the date of the original notice.

## ARTICLE IX

### Funds

**Section 1.** All dues received shall be deposited into the General Fund.

**Section 2.** Effective February 01 2003, the Relief Fund shall be dissolved. All monies currently in the relief fund shall be transferred into the Retirement Fund.

**Section 3.** The retirement fund shall maintain a minimum level as established by the Board of Directors to insure current and future retirement payments to members.

**Section 4.** Funds of the Corporation shall only be invested in a manner that shows sound judgment to fund growth and to maintaining the security of Corporation assets.

**Section 5.** This Corporation shall not loan its funds to any member.

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**Section 6.** Members of the Corporation, whether serving on committees or in their private capacity, shall not have the power to incur any expenses in the name of the Corporation without the prior approval of the majority of the Board of Directors.

**Section 7.** Funds from the Political Action committee shall only be utilized when approved by a majority vote of the PAC Committee and the President of the Board of Directors. Funds will only be utilized in accordance with local, state and federal campaign laws.

**Section 8.** The Board of Directors may direct in addition to the voluntary contributions from the members an amount necessary to insure the PAC fund has sufficient assets not to exceed twenty dollars (\$20.00) per member per month. The Board of Directors at its discretion may direct the Treasurer to make monthly, semi-annual or yearly deposits into the PAC fund.

**Section 9.** Contributions made to the Corporation from outside sources may be deposited into any fund at the discretion of the Board of Directors.

**Section 10.** Every member of the corporation shall make contributions to the PAC fund. If a member opts out of the PAC contribution they will still pay the same dues as all other members. The opt-out must be in writing and presented to the Board of Directors. That contribution that would have gone to the PAC will be deposited into the general fund of the Corporation.

### Article X

#### Retirement Benefits/Survivor Fund

**Section 1.** Any member requesting monies from the retirement fund must be vested within the fund. Vestment occurs when a member has paid dues to the corporation for not less than sixty consecutive months. The purchase of PERS air time, PERS time with another agency does not count towards the calculation of the retirement benefit. Upon the retirement of a member either through longevity or industrial disability, the following benefits shall be paid to a member based on years of membership in five-year increments:

Five (5) years + one (1) day	Five hundred dollars (\$500.00)
Ten (10) years + one (1) day	One thousand dollars (\$1,000.00)
Fifteen (15) years + one (1) day	Two thousand dollars (\$2,000.00)
Twenty (20) years + one (1) day	Five thousand dollars (\$5,000.00)
Twenty-five (25) years + one (1) day	Seven thousand dollars (\$7,000.00)

The member must request in writing to have the retirement fund monies paid. Upon being noticed at a regular meeting of the Board of Directors, the Corporation has thirty (30) days to pay the retired member after approval by the

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Board. Members having retired either through longevity or industrial disability have twelve (12) months to petition the Board of Directors for payment from the retirement fund.

If a member dies while an active member of the Corporation, his/her heirs will be paid from the Retirement Fund in the following manner absent a will specifying otherwise:

Spouse

Children

Grandchildren

Parents

Brothers & Sisters

Others as provided by law

**Section 2.** Any member who dies while an active member of the Corporation shall have his/her heirs paid a sum of two thousand dollars (\$2,000.00) from the Survivors Fund. This sum is in addition to any funds paid from the retirement fund. The Board of Directors authorizes as a matter of rule that the Treasurer is authorized to make payment from the Survivors Fund within seventy-two hours of the death of the member without further action of the Board. The Board as a matter of rule will not pay any funds when the active member dies as the result of participating in a crime. The secretary shall give written notice for the request of the payment of monies from the Retirement Fund at the next regularly scheduled Board of Directors meeting. Crime is defined as any offense that carries a potential sentence of incarceration for any amount of time.

**Section 3.** Upon the retirement of any member of this corporation, who has satisfactorily completed his/her retirement requirements, he/she shall thereby become classified as a retired member of this corporation. This classification provides no benefits for the retired member other than to allow them to continue with PORAC sponsored insurance plans. The payment of such plans shall be the responsibility of the retired member and no funds from the corporation shall be used to pay such premiums.

**Section 4.** The Corporation shall pay the first year's dues for the Retired Associate Member to the Peace Officers Research Association of California (PORAC). Thereafter it shall be the retired member's responsibility to pay the yearly dues.

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### Miscellaneous

**Section 1.** The books of accounts and minutes of proceedings of the members and Directors of the Corporation shall be open to inspection upon the written demand of any member in good standing at any reasonable time, and for the purpose reasonably related to his/her interests as a member, and shall be exhibited at any time when required by the demand of ten percent (10%) of the members at any meeting of the membership. Such inspection may be made in person or by an agent or attorney, and shall include the right to make extracts. Demand of inspection other than at a meeting of members shall be made in writing upon the President or Secretary or Treasurer of the Corporation.

**Section 2.** The Board of Directors, except as in the by-laws otherwise provided, may authorize any officer or officers, agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instance; and, unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credits or to render it liable for any purpose or to any amount.

**Section 3.** The Corporation shall keep in its principal office for the transaction of business the original or a copy of the by-laws as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection by the members' at all reasonable times during office hours.

**Section 4.** Those persons who are contracted with the Corporation to perform services are classified as "contract employees". These individuals are required to pay their own income and Social Security taxes. All contract employees are "at will" and their services are at the pleasure of the Board of Directors and may be dismissed with or without cause.

**Section 5.** Unless the context otherwise requires, the general provisions, rules or construction and definitions contained in the California General Corporation Law shall govern the construction of these by-laws, without limiting the generality of the foregoing, the masculine gender includes the feminine and neuter, the singular number includes the plural and the plural number includes the singular, and the term "person" includes corporation as well as a natural person.

## ARTICLE XII

## CVPOA BYLAWS

### Amendments

**Section 1.** New by-laws may be adopted or these by-laws may be amended or repealed by the vote or written consent of at least a majority of the members of the Corporation:

- (a) At any regular meeting of the membership, provided that a copy of the proposed amendment shall be posted on the employee bulletin and the POA website at least seven (7) days prior to the date of such meeting; or
- (b) At any special meeting of the membership called for that purpose. The Directors of this Corporation acting on a written demand shall hold such special meetings within seven (7) days after the receipt therefore, setting out the proposed amendment and signed by at least fifty (50) members of the Corporation.

Any member (in good standing) wishing to submit a by-laws change or addendum must submit a petition with the proposed change or addendum. The petition must be signed by fifty (50) members before the change or addendum will be accepted by the Board of Directors. The Board of Directors may submit By-laws changes or addendum's without the petition.

**Section 2.** Neither the Chief of Police nor the Assistant (Deputy) Chief of Police will be eligible for membership in the Corporation. If the newly appointed Chief or Assistant Chief of Police was a member of the Corporation at the time of appointment, their years of membership for the purpose of the Retirement Fund shall cease upon appointment. Upon retirement, they are eligible for monies from the Retirement Fund based on years of membership prior to their appointment to the positions described.

Revised January 27, 2012