

# Florida Crime Prevention Association By-Laws





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## Article One – General

### Section 1.1

Name: The name of this organization shall be the **FLORIDA CRIME PREVENTION ASSOCIATION, INC.** (henceforth referred to as the **Association**).

### Section 1.2

The Association shall have a seal, which shall be in the form: Florida Crime Prevention Association, Inc. Foundation not for profit, Seal 1969, Florida.

### Section 1.3

The Association may, at its pleasure, by a two-thirds vote of the membership present, change its name at any given general membership meeting provided that all members are notified ten days prior to the effective date of said name change.

### Section 1.4

The Association will not discriminate in membership based on race, ethnic background, religion, national origin, gender, marital status, disability, sexual orientation/identity, economic status, age, cultural group, or any other identifiable characteristics

### Section 1.5

The use of the name of the Association or the Association logo for any commercial purpose(s) by any member, unless approved by the Board of Directors, shall be prohibited. The unauthorized use of such name or logo shall be grounds for immediate expulsion from the Association. The Association reserves the right to recover damages for such unauthorized use.



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## Article Two - Mission Statement

### Section 2.1

The purpose for which the corporation is formed is to develop and promote professional standards of ethics and competence of law enforcement officers and promote crime prevention practices for the purpose of decreasing crime, the fear of crime, and increasing the quality of life.

### Section 2.2

To bring together law enforcement agencies and other related specialists and concerned individuals to exchange experiences and offer successful programs to improve community relations and crime prevention efforts on behalf of the law enforcement profession.

### Section 2.3

Avail law enforcement agencies the resources to provide their communities with current programs in the areas of, but not limited to, community relations, community policing, and crime prevention.

### Section 2.4

Inform and educate the public through its membership, utilizing programs designed to create and develop an awareness of current crime prevention techniques.

## Article Three – Membership

### Section 3.1

#### **Regular Membership –**

#### **A. Individual Membership**

Available to any person who is employed by any law enforcement agency or any person who works or volunteers in the field of crime prevention, in either the public or private (non-profit) sector. This class of membership shall also be available to any person, who at the time of becoming disabled or honorably retired from any law enforcement agency has been a member of the Association.

#### **B. Organizational Membership**

Available to any government agency that serves within the field of crime prevention or any non-profit agency that serves within the field of crime



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prevention. This membership will be limited to the head of the agency plus up to seven (7) additional members.

NOTE: All Regular Memberships are subject to the approval of the Board of Directors.

## Section 3.2

**Corporate Membership** – Shall be available to any for-profit corporation that provides goods, services, or support to public safety education, crime prevention or law enforcement. A Corporate membership shall be classified according to the guidelines of Section 3.1, Regular Membership and Section 3.5 Revocation of Membership: The Board reserves the right to refuse or review to revoke membership to any applicant, corporation or individual, who does not conform to Article 2 of the by-laws. An annual Corporate Membership may be bestowed by majority vote of the Board of Directors as a result of continued support for the Association by said corporation.

## Section 3.3

**Lifetime Membership** – At the discretion of the Board of Directors, a Lifetime Membership is bestowed upon an individual in recognition for their dedication to the field of crime prevention and to honor their exceptional commitment to the promotion of this organization. Lifetime Members retain all rights and voting privileges held by Regular Members. Fees for membership and conference registration are waived for Lifetime Members.

## Section 3.4

- A. The term of membership shall be from the first day of the annual conference to the start of the following year's conference. Individual memberships shall run concurrent with the fiscal year the fees are received. Conference registration, which includes the membership fees, will run concurrent with the fiscal year in which the conference is being held.
- B. A petitioner for regular membership of this organization shall submit an application, in writing, to the Secretary, who, in turn, shall gain the approval of the President and appropriate Regional Director.
- C. A "Member in good standing" is hereby defined to be a member who has paid all dues and assessments levied by the organization, or who is not more than thirty days (30) in arrears of payment.



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- D. Any member not in good standing as provided in Section 3.4(C) of this Article, may be restored to good standing by payment of all past due amounts plus the amount necessary to pay up to the next anniversary date. The reinstatement will be approved or rejected by action of the Board of Directors.
- E. The dues of this organization shall be set by the Board of Directors and reviewed annually. Current dues will be listed on the Association's website.
- F. The Board of Directors may, by quorum vote at any meeting, expel any member for cause, provided said member shall have been given at least ten (10) days prior notice and be allowed the opportunity to appear before the Board at that meeting.
- G. All members shall subscribe to the Police Canon of Ethics and Law Enforcement Code of Ethics. Failure to do so may be grounds for expulsion.

## Section 3.5

**Revocation of Membership:** The Board reserves the right to refuse or review to revoke membership to any applicant, corporation or individual, who does not conform to Article 2 or Section 3.4(G) of the bylaws.

## Article Four - General Membership Meetings

### Section 4.1

The annual membership meeting of this organization shall be held in conjunction with the annual conference / seminar. The date of this meeting will be posted on the Association website at least ninety (90) days prior to the meeting. In the event the conference does not occur, the President shall ensure all necessary association business is carried-out via electronic means.

### Section 4.2

Regional Directors shall maintain contact with their regions. Any recommendations or proposals of statewide significance shall be forwarded by the Regional Director for review by the FCPA Board of Directors.

### Section 4.3



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The presence of not less than thirty three percent (33%) of the membership at any general membership meeting shall constitute a quorum and shall be necessary to conduct the business of the organization.

## **Section 4.4**

Special meetings may be called at any time by the President with approval of the Board of Directors. Notification telling the date, time, and place of such meeting, shall be made to the membership at least thirty (30) days prior to the meeting.

## **Article Five – Voting**

### **Section 5.1**

A. All Officers and Directors shall be elected by secret ballot. Voting shall be restricted to Regular Members and Lifetime Members. The voting in elections for each Regional Director will be restricted to members from the given region, with voting taking place as described below. The voting for all other elected positions will be open to all Regular and Lifetime Members.

B. Regular (Individual) Members shall be entitled to cast one vote for elections. If multiple Individual Members from the same agency are present for an annual meeting, they will be entitled to cast one collective vote for the agency.

C. Regular (Organizational) Members shall be entitled to cast one collective vote for the organization for elections.

D. Each Lifetime Member shall be entitled to cast one vote for elections.

a. If a Lifetime Member is affiliated with an organization with a Regular (Organizational) Membership, and there are other members of the organization present at an annual meeting in addition to the Lifetime Member, the Lifetime Member may cast a vote for an election separately from the organization's vote.

b. If a Lifetime Member is affiliated with an organization with a Regular (Organizational) Membership, and that Lifetime Member is



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the only member of the organization present at the annual meeting, that member may cast one vote (either as an organizational vote or as a Lifetime Member vote) for an election.

E. All Regular and Lifetime Members in good standing shall be entitled to cast one vote for general association business conducted at any general membership meeting.

F. Proxy voting shall not be allowed.

## **Section 5.2**

Nominations and voting shall take place during the annual membership meeting. Nominations may be made by e-mail or in-person. E-mail nominations must be received by the Secretary and accepted by the nominee prior to the opening of the annual membership meeting. Additional officer nominations may be made from the floor at the annual conference during the annual membership meeting and must be accepted by the nominee prior to voting

## **Section 5.3**

The Elections Supervisor will be the Vice President in even-numbered years and the President in odd-numbered years. The Elections Supervisors shall cause to be created a ballot with the names and respective offices of all candidates. Said ballot shall be cast in person prior to 5 p.m. E.S.T. on Wednesday of the Annual Conference. Election winners shall be announced prior to the conclusion of the annual conference.

In the event the annual conference does not occur, the election process will take place electronically. The Executive Board, with the advisement of the Information and Technology Officer, will consider the technology available to ensure a fair and equitable process. The process will be administered by the designated Elections Supervisor for that year.

If unique or extenuating circumstances arise during an election process, the Elections Supervisor may suspend the election for a given office, or alter the rules set forth above it is in the best interest of the Association to do so.



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## Article Six – Officers, Duties and Terms

### Section 6.1

The officers of the association shall be as follows:

- President
- Vice President
- Treasurer
- Secretary
- Regional Director- Region 1
- Regional Director- Region 2
- Regional Director- Region 3
- Regional Director- Region 4
- Regional Director- Region 5
- Regional Director- Region 6
- Regional Director- Region 7
- Regional Director- Region 8
- Regional Director- Region 9
- Member-At-Large (North)
- Member-At-Large (South)
- Historian
- Information and Technology Officer (ITO)
- Past-President
- Ex-Officio Members

### Section 6.2

The officers named in Section 6.1 shall be elected in the manner prescribed in the by-laws for a term of two (2) years. Only regular members in good standing may hold office:

- President - even numbered years
- Vice President – odd numbered years
- Secretary – even numbered years
- Treasurer – odd numbered years
- Even numbered Regional Directors – even numbered years
- Odd numbered Regional Directors – odd numbered years

### Section 6.3

The President shall be the chief executive of the Association. He/She shall preside at all general membership meetings and at meetings of the Board of Directors. He/She shall have the power to convene special meetings of the membership and the Board of Directors. He/She shall have the power to



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appoint all committees, Ex-Officio Members and Members-At-Large to the Board of Directors. The President shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

## **Section 6.4**

The President shall present at each annual meeting of the organization an annual report of the work of the organization, which may include a proposed budget for the upcoming year including anticipated income and projected expenses. This budget shall not be binding on the incoming officers and directors.

## **Section 6.5**

It will be the responsibility of the Vice President to stimulate and increase membership in the organization, and to perform other duties as prescribed by the President. The Vice President shall, in the event of the absence or inability of the President to exercise his / her office, become Acting President of the organization with all the rights, privileges and powers as if he / she had been duly elected President.

## **Section 6.6**

The Regional Directors shall act as the representative of the Florida Crime Prevention Association within their respective regions. Regional Directors shall promote the exchange of ideas, suggestions and information between members and the Association, and perform other duties as prescribed by the President or Board of Directors. The regional boundaries shall be described as:

**Region 1:** Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Bay, Jackson, Calhoun, and Gulf counties.

**Region 2:** Gadsden, Liberty, Franklin, Leon, Wakulla, Jefferson, Madison, Taylor, Hamilton, Suwannee, and Lafayette, counties.

**Region 3:** Baker, Columbia, Union, Bradford, Duval, Clay, Putnam, Flagler, St. Johns, and Nassau counties.

**Region 4:** Gilchrist, Alachua, Levy, Marion, Citrus, Sumter, Dixie and Hernando counties.

**Region 5:** Brevard, Volusia, Lake, Seminole, Osceola, and Orange counties.



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**Region 6:** Pinellas, Pasco, Hillsborough, Polk, Manatee, Hardee, Highlands and Sarasota counties.

**Region 7:** Indian River, Palm Beach, Okeechobee, St. Lucie and Martin counties.

**Region 8:** Monroe, Broward, and Miami/Dade counties.

**Region 9:** DeSoto, Charlotte, Glades, Lee, Hendry, and Collier counties.

## **Section 6.7**

The Secretary shall keep minutes of all membership and Board of Directors meetings, whether scheduled or called, and cause the minutes to be published and distributed. In the event the Vice President is unable to perform his/her duties, the Secretary shall assume the duties as the Acting Vice President.

## **Section 6.8**

The Treasurer shall keep all business, financial, and membership records and shall be the official custodian of the records, seal, monies, and securities of the Association. It shall be the duty of the Treasurer to file any certificates or reports required by state or federal statute. He/She shall submit to the Board of Directors, as appropriate, any communication addressed to the office of the Treasurer and serve all notices as appropriate to the members. The Treasurer will be one of the two officers permitted to sign the checks and drafts of the Association and exercise all duties incident to the office. The Treasurer shall render at annual meetings, Board of Director meetings, and such other times as the Directors may instruct, a written account of the finances of the association in a form and manner showing the closing balance of the last statement. This report shall be attached to the minutes of the meeting at which presented. In the event the Secretary is unable to perform his/her duties, the Treasurer shall assume the duties as the Acting Secretary.

## **Section 6.9**

**Member-At-Large** – There shall be two Member-At-Large positions on the Board of Directors. Any member in good standing is eligible to be selected for a Member-At-Large position. Members-At-Large perform duties as prescribed by the President and/or Board of Directors. Every effort shall be made to



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secure one Member-At-Large from the northern part of the state (Regions 1, 2, 3, 4 and 5) and one from the southern part of the state (Regions 6, 7, 8 and 9). At-Large members are recommended by the Board of Directors and appointed by the President. Members-At-Large shall serve at the discretion of the Executive Board with no fixed term limit. Members-At-Large are not voting members of the Board of Directors., with the exception listed under Section 6.10.

## **Section 6.10**

The Board of Directors may appoint a Member-At-Large to represent Regions without an elected Regional Director. During that time, the Member-At-Large will assume all duties of the Regional Director and have full voting privileges. The Member-At-Large will hold the position until such time as a viable candidate can be found for that region or until the position comes up for re-election.

## **Section 6.11**

The Historian serves as the chief custodian of all pertinent non-business related documents, video, audio and photographic records of the Association, Additional duties and responsibilities may be prescribed by the President or the Executive Board. The position of Historian is recommended by the Board of Directors and appointed by the President. The Historian serves at the discretion of the Executive Board with no fixed term limit. The Historian is a voting member of the Board of Directors.

## **Section 6.12**

The Information and Technology Officer (ITO) serves as the coordinator of all Association technological needs. This includes, but is not limited to: maintaining Association audio/visual equipment, acting as the audio/visual equipment coordinator during the annual conference, and ensuring all information on the Association's website is current and accurate. Additional duties and responsibilities may be prescribed by the President or the Executive Board. The position of ITO is recommended by the Board of Directors and appointed by the President. The ITO serves at the discretion of the Executive Board with no fixed term limit. The ITO is a voting member of the Board of Directors.

## **Section 6.13**

Ex-Officio – A board member that has retired in good standing which the President deems their participation as valuable to the Board of Directors and the Association. Ex-Officio members are appointed by and serve at the



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pleasure of the President and will be reconfirmed upon a new President assuming office. Ex-Officio members are not voting members.

## Article Seven - Board of Directors

### Section 7.1

The business of the association shall be managed by a Board of Directors consisting of thirteen (13) elected officers, the Historian, and ITO.

### Section 7.2

The Board of Directors shall have control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairperson after due notice to all the Directors of such meetings.

### Section 7.3

A quorum shall consist of eight (8) of the full membership of the Board of Directors, as defined in Section 7.1.

### Section 7.4

Each voting board member shall have one (1) vote and such voting may be done by written proxy on any known issue. There shall be no proxy votes on spontaneous issues.

### Section 7.5

The Board of Directors has discretion to make rules and regulations covering its meetings.

### Section 7.6

All expenditures shall be made under the supervision of the President and no expenditure in excess of two hundred dollars (\$200.00) shall be made without the approval of the Board of Directors. Voting on such matters may take place electronically or in-person. The results of said vote will noted in the minutes of



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Board of Directors Meeting during which the vote took place, or in the minutes of the next Board Meeting if the electronic vote took place outside of a scheduled meeting. All checks shall be signed, and counter signed having two (2) signatures, one of which will be the Treasurer.

## **Section 7.7**

In the event the office of President stands vacant for any reason, the Vice President shall serve as the President for the remainder of the term. In the event any other elected office stands vacant, the filling of the vacant position will be recommended by the Board of Directors and appointed by the President. In the case of Regional Director, such appointments will be made from the region that is affected or from the Members-At-Large at the discretion of the Board of Directors.

## **Section 7.8**

Any member of the Board of Directors may be removed when sufficient cause exists for any such removal. The Board of Directors may entertain charges against any Director. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests of the organization, for this hearing.

## **Section 7.9**

The Board shall meet at least four (4) times annually, at a date, time, and location to be determined by the President. The Board shall be notified at least 30 days prior to the meeting date. In the case of an emergency meeting, timely notification will be made. Meetings may take place in-person or via live web conference.

## **Section 7.10**

The Board reserves the right to conduct business electronically.

## **Section 7.11**

All Officers and members of the Board of Directors are expected to attend all scheduled Board of Directors meetings. Excessive absences will be addressed on a case-by-case basis by the Executive Board. Failure to attend scheduled meetings may result in the removal of that Officer or Director.



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## **Article Eight - Restriction on Operations**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **Article Nine - Dissolution and Disposition of Corporate Assets**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes

## **Article Ten – Indemnification**

Every member of the Board of Directors, officer or employee of the Corporation may be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board,



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officer, or employee of the corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition and exclusive of all other rights which such member of the Board, officer or employee is entitled.

## Article Eleven – Amendments

### Section 11.1

These by-laws may be altered, amended, repealed, or added by an affirmative vote of not less than two thirds (2/3) of the Board of Directors at any meeting. Each member must be notified by mail, in-person, or by e-mail thirty (30) days prior to the intended action.

### Section 11.2

Any action to alter, correct, or amend the by-laws shall be certified on two (2) copies, one to be filed with the Secretary of State and the other maintained in the association files.

## Amendments to By-Laws:

**July 12, 2002-** The Board of Directors approved punctuation and spelling corrections to these Bylaws.

**July 25, 2003-** The Board of Directors approved an amendment increasing the membership dues (Section 3.3) Individual- \$15.00 to \$ 20.00 & an Agency with 7 or more members - \$.50.00 to \$ 75.00 effective October 1, 2004

**April 2006-** The Board approved the re-wording of Article 7 Section 7.3 removing “per cent (1%) “

**April 2006 –** Board approved the addition of Section 7.11.

**March 2008 -** Board approves changes to Article 6, Section 6.4 to include the following; Brevard County moves from Region 7 into Region 5, Palm Beach County moves from Region 8 into Region 7, Columbia County moves from Region 2 into Region 3



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**January 2009** – Board approves the addition of Article 1, Section 1.5 which describes the uses of the association logo.

**September 2009** – Board approves the renaming of the current Article 8 to Article 11 and adds Article 8, Restriction on Operations; Article 9, Dissolution and Disposition of Corporate Assets; and Article 10, Indemnification

**May 2014** – Board approves changes to Article 3; covering the term of membership and removing specific dues amount from the Bylaws and changing to “the dues will be reviewed and set by the Board of Directors”.

**September 2015** – Board approves changes to Article 3; removing associate member and adding corporate and lifetime; Article 4 Section 1 adds e-mail; Section 4.2 changes how regional meeting are conducted; Section 4.4 changes time period for special meeting notification; Article 5 Section 1- describes who can vote in elections; Section 5.2 describes manner in which they can vote; 5.3 describes procedures for voting; Article 6.1 Changes the board of directors make up by adding member at large, historian and removing chaplain. Adds 6.9, 6.10, 6.11 to describe member at large and historian duties and responsibilities.

## **September 2020**

- Section 1.4 – Updated non-discrimination statement.
- Sections 3.1 and 3.2 – Clarified definitions of membership types to include non-profits organizations in the “Regular Membership” category.
- Section 4.1 – Added provision for electronic conduct of association business if the general meeting/conference does not occur in a given year.
- Section 5.1 – Voting procedures amended to ensure each agency (law enforcement or non-profit) is entitled to one collective vote; and individuals not associate with an organization are also allowed one vote.
- Section 5.3 – Designated the position of Elections Supervisor for even- and odd-numbered years. Also added provision for the elections process if the annual conference does not occur.
- Section 6.1 and 6.12 – Added Information and Technology Officer (ITO) as a board position.
- Section 6.13 – Added definition and appointment procedures for Ex-Officio board member.
- Section 7.1 – Clarified the board positions that are voting members.
- Section 7.6 – Added electronic voting provision for board expenditures.
- Section 7.7 – Clarified procedure for appointing vacant board positions.
- Section 7.9 – Added provision for board meetings to take place electronically.



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- Section 7.11 – Removed written excuse requirement for a board member’s absence at a board meeting. Added verbiage to allow the Executive Board to review absences on a case-by-case basis.
- Section 11.1 – Added e-mail as an acceptable communication method for notifying members of by-laws revision.

### June 2023

- Section 3.1 – Regular Membership paragraph edited to specifically delineate “Individual Membership” and “Organizational Membership”.
- Section 5.1 – Specific provisions for voting clarified for each membership type\.
- Section 5.3 – Provision added for Elections Supervisor to be able to make decisions when unique or extenuating circumstances exist.