

Alabama Gang Investigators Association
Bylaws
(Adopted March 7th, 2012)

Contents

- I. Name, Purpose, Principle Office
- II. Board of Directors
- III. Officers
- IV. Duties and Powers of Officers
- V. Removal of a Member of the Board of Directors
- VI. Other Rules Governing the Board of Directors
- VII. Compensation
- VIII. Membership Allowed
- IX. Equipment
- X. Storage
- XI. Not for Profit Corporation

I. Name, Purpose, Principal Office

1.0 – Name

The name of this organization is the Alabama Gang Investigators Association, herein referred to as “AGIA” or the “Association”.

1.1 – Mission

1. The Alabama Gang Investigators Association’s mission is to help provide a network for law enforcement and criminal justice professionals who share a goal of preventing, intervening and suppressing groups whose intent is to break the law. This mission will be carried out by providing and increasing networking and training opportunities, encouraging the development of ongoing training for investigators, promoting legislative awareness and advocating for effective multi-agency relationships for law enforcement.

1.2 – Principal Office

1. The principal office for the transaction of business of the AGIA shall be located in the County where the Treasurer resides, within the State of Alabama.

2. The Board of Directors shall have the power to change the Association’s principal office to another location within the State of Alabama. Any change shall not require an amendment to the Bylaws, and shall be noted by the Secretary of the Association in the minutes of the meeting when the change occurs. Proper notification of such a change of location shall be made by the Secretary of the Association to the appropriate State agency.

II. Board of Directors

2.0 – General Management

The general management of the AGIA’s business shall be under the control, supervision and direction of the Board of Directors. The initial Board of Directors shall serve until the first annual meeting.

2.1 – Board of Directors

1. The Board of Directors will consist of the following members: President, Vice-President, Secretary, Treasurer, three board members and the Past President. No more than two board members shall be non-sworn (current or retired)

2. All members in good standing of the Association are eligible to submit their name for election to any position. The Board of Directors positions which are open for election shall be selected in a general membership election where all members in good standing may vote.

2.2 – Terms of Office

The term of office for AGIA officers shall be three years. The term of office for board members shall be two years.

2.3 – Board of Director Elections

1. The Board of Directors shall be elected by a simple majority of those members of the Association that are eligible to vote. The votes shall be counted by the President and Vice-President.
2. All Board of Director Positions, which are open for election, are elected during a general membership election.

2.4 – Board Vacancies

1. If, at the time of the general membership election, the number of vacancies on the Board of Directors is greater than or equal to the number of nominees, the Board of Directors may cancel the election and install the nominees to the vacant Board positions without prior notice to the general membership of the Association.
2. Any vacancy on the Board of Directors or among the officer positions caused by death, disability, resignation, or removal shall be filled by a simple majority vote of the Board of Directors.
3. Any member appointed by the Board of Directors to a position on the Board due to a vacancy will serve out the remainder of the term.

2.5 – Resignation from the Board of Directors

Members of the Board of Directors who resign their position on the Board are ineligible to run in the next general election without the approval of the current Board of Directors.

2.6 – Limitations of Board Membership

Membership on the Board of Directors is limited to Alabama residents.

III. Officers

3.0 – Officers, defined

The Board of Directors shall have four officers. The officers shall consist of a President, a Vice-President, a Secretary and a Treasurer. Each officer shall be a member of the Board of Directors.

3.1 – Term of Officer Positions

The term of all officer positions is three (3) years. There is no limit on the number of terms that the officers of the Association may serve. The officers shall be elected by a simple majority of those members of the Association that are eligible to vote.

IV. Duties and Powers of Officers and Board of Director Members

4.0 – President

1. The President shall be the Executive Officer of the Association and, subject to the approval of the Board of Directors, will supervise, direct and control the activities of the Association.
2. The President shall preside at all meetings of the membership and the Board of Directors. The President will also be responsible for preparing the agenda for the meetings of the Board of Directors.
3. The President shall appoint all committees.
4. The president shall sign all official correspondence of the Association and any documents that express the position of AGIA.

4.1 – Vice President

1. The Vice-President shall assume all powers and duties of the President in the President's absence, and relinquish those powers and responsibilities upon the President's return. 2. In the event of the President's departure from the Board of Directors prior to the completion of his/her term, the Vice-President shall complete the balance of the one-year term as President. Consequently, a new Vice-President shall be elected by the Board of Directors when the current Vice-President assumes the position of the departing President. The new Vice-President shall also serve the remaining portion of the term.
3. The Vice President shall Chair committees as appointed by the President.

4.2 – Secretary

1. The Secretary shall take and maintain the minutes of the Board of Directors, and shall include in them the time and place of the meetings, names of Directors and members present, and the proceedings of the meetings. The Secretary may be any member of the association in good standing.
2. The Secretary shall be the keeper of the records for the AGIA. During his/her term, the Secretary shall collect all minute records, correspondence, financial records, training records, and all relevant documentation of the activity of the Board of Directors and AGIA during that term. The Secretary shall be the keeper of all records, secured in a location of their choosing with the advice, knowledge and consent of the Board.
3. The Secretary shall keep the Articles of Incorporation and Bylaws. The Secretary shall also provide a copy of the Bylaws to any newly installed Board member.
4. The Secretary will maintain and update a roster of all members.

4.3 - Treasurer

1. The Treasurer shall keep and maintain accounts showing the receipts and disbursements of the Association and an account of its cash and other assets. The Treasurer may be any member of the association in good standing.
2. The Treasurer shall deposit all monies of the Association in an institution insured by the Federal Deposit Insurance Corporation in amounts not exceeding the maximum amount insured.
3. The Treasurer shall disburse funds of the Association as ordered by the Board of Directors and as such, delegated to the Treasurer's discretion by the Board. The Treasurer will open the books of the Association, with reasonable notice, at reasonable times and locations, to the inspection by any member of the Association.
4. The Board of Directors may elect to hire a bonded accountant or bookkeeper to assist the Treasurer. In that eventuality, the Treasurer will be responsible for the supervision and monitoring of that position. Under no circumstances shall a hired accountant or bookkeeper have any discretionary power over the Association's monies.
5. The Treasurer shall submit a written financial report at the end of his/her term. This report shall be presented to the Board of Directors at the first meeting of the new year.

4.4 – Previous Past President

1. The Previous Past President is responsible for assisting and advising the current Board of Directors.
2. The Previous Past President is a voting member of the Board of Directors but will only vote in the event of a tie.

V. Removal of a Member of the Board of Directors

5.0 – Cause

Any member of the Board of Directors may be removed for cause by a simple majority vote of the Board, with the Board member in question abstaining from the vote. Cause shall include but is not limited to the following: malfeasance, sexual harassment, and criminal conduct, failure to perform duties or participate in Board functions, wanton disobedience of the Bylaws of the Association, or conduct which brings disrespect to or is unbecoming of a member of the Board of Directors.

5.1 – Reporting Cause

Any member of the Board of Directors, the Association, or the general public who become aware of information which may tend to indicate that a member of the Board of Directors is not fit for the position as stated in section 5.0, above, or that a Board member's continued service may not be in the best interest of the Association, may bring that information and any supporting documentation to the President of the

Association. The reporting person may remain confidential unless they are a principle witness.

5.2 – Investigation

The President shall, as soon as possible, conduct an investigation into any allegations of misconduct. The involved Board member shall be advised of any allegations against him/her and be allowed to view all materials and file a written response.

If the President finds that the allegations are false or unfounded, he/she may drop the matter only with concurrence of the Vice-President. In any other situation, the matter shall be the first item on the agenda for the next meeting of the Board of Directors. The President shall advise all members of the Board of Directors of the agenda item prior to the meeting-taking place.

5.3 – Removal of Board Member, Vote

At the next meeting of the Board of Directors, the President shall make a motion to remove the Board member in question, and the Vice-President shall second the motion, regardless of the Vice-President's personal opinion. This action shall require a discussion and a vote before the matter is resolved. The President will then report the allegations and findings of the investigation. The involved Board member will be allowed to respond. At the conclusion of the discussion, the Board member in question will be asked to leave the room, and a secret ballot will be taken. The votes will be counted by the President and the Vice President. They will only announce if the motion carried or not, and the breakdown of the votes shall remain confidential.

5.4 – Removal of President or Vice-President

If the President or Vice-President is the subject of the removal inquiry, the next highest-ranking officer shall take their respective duties in the order of: President, Vice-President, Secretary, and Treasurer.

VI. Other Rules Governing the Board of Directors

6.0 – Compensation

The AGIA is a not-for-profit organization. No member of the Board of Directors may receive any compensation for his/her services. Members of the Board of Directors or members who have been authorized to perform duties for the Association shall be reimbursed for reasonable expenses incurred during those activities. In the event that a non-member of the Board of Directors requires reimbursement, that request shall be made to the Treasurer through the member of the Board who is supervising the non-member. In the absence of such a member, the request shall be made through the President. The Treasurer shall make a record of the reimbursements available to all members of the Board of Directors.

6.1 – Financial Transactions

It is recognized that numerous financial transactions are executed by all members of the Board of Directors in conducting training seminars, producing and mailing publications, obtaining and storing merchandise, and other functions performed by the Board for the

Association. To this end, the Board of Directors may elect to issue credit cards to the Treasurer and President only. The Treasurer shall provide copies of all charges made by each Board member to all of the members of the Board of Directors for review and to ensure the validity of the charges.

6.2 – Use of Association Monies

No Association monies may be used to purchase any personal item even if the intent of that purchase is a reimbursement for expenses incurred as a result of conducting official Association business, or if the member of the Board of Directors who made the purchase intends to reimburse the Association.

6.3 – Inappropriate Purchases

In the event a purchase is made that is deemed inappropriate, the purchasing Board member shall be asked to reimburse the Association, and the Board member may be subject to removal of office.

6.4 – Contract Authorization

The Board of Directors may authorize, by a majority vote, any officer or agent to enter into any contract or execute any instrument in the name of the Association. Unless so authorized, no member shall have the power or authority to bind the Association to any contract or render the Association contractually liable for any purpose whatsoever.

6.5 – Endorsements

1. No member, Director or officer of AGIA may publicly express an opinion or endorsement of any action, political candidate, or public office holder, in which that opinion or endorsement purports directly or inferentially to represent the views of the AGIA, its members, officers, or the Board of Directors, unless that member has been specifically authorized, in writing, to do so by the Board of Directors.
2. AGIA shall not endorse or oppose any person running for election or seeking appointment to any public office.

VII. MEETINGS

7.0 – Quorum – Meeting of Board of Directors

Meetings of the Board of Directors shall be called by the President of the Association. A majority of the authorized number of Directors shall constitute a quorum for the transaction of business.

7.1 – Quorum – Meeting of Voting Members

There will be no prescribed quorum during a regular called meeting. Thus, there is no minimum number of members who must be present. The quorum consists of those who attend the meeting.

7.2 – Annual Meeting

An annual meeting of the AGIA shall be held at a time and location selected by the Board of Directors. The Secretary shall give notice of annual meeting to all voting members at least thirty (30) days in advance.

7.3 – Members Allowed

Board of Directors’ meetings is open to all members of the Association, except, when for good cause, the Board meets in exclusive session.

7.4 – Robert’s Rules of Order, Newly Revised

The meetings of the Board of Directors shall be conducted under the guidelines established by Robert’s Rules of Order, Newly Revised.

7.5 – Special Meetings

All business of the Board of Directors shall be conducted at meetings of the Board, unless exigent circumstances exist. In that situation, any member may call for an item on the agenda to be heard between meetings, with an explanation as to why the item cannot wait until the next regular Board meeting, with the President and Vice-President concurring. The item shall require a motion, a second, a discussion, and a vote. A quorum vote will be needed in order to carry the motion. This type of voting should be conducted via E-mail or other similar technology, where all members of the Board have access to all correspondence on the item. The Secretary shall print all records of this transaction of business, and incorporate those records into the minutes of the next Board meeting.

VIII. Membership

8.0 – Membership Allowed

AGIA membership is limited to the following people:

1. All sworn law enforcement personnel including those who have retired from active service in good standing.
2. Civilian employees of law enforcement agencies whose duties relate to gang investigations, i.e. Corrections Officers, Juvenile Probation Officers,
3. Prosecutors
4. Membership may also be granted, by a simple majority vote of the Board, to persons who work or have worked in disciplines not listed in categories 1 through 3 noted above, i.e. Intelligence Analysts, Criminal Research Specialists, Law Enforcement Coordinators.

Prospective members must complete a membership application and submit it to the AGIA along with their payment of membership dues. A prospective member becomes an active member after being approved by a simple majority vote of the Board.

8.1 – Definition of Member in Good Standing

1. A member in good standing is defined as one who is up to date on their membership fees/dues, are not in violation of the Bylaws with this Association, not being under any internal investigations and/or sanctions by the member’s employed agency. If the member is a serving board member, they must be in compliance with the requirements and commitments of their current role on the Board of Directors.
2. A member that becomes not in good standing will be notified by letter (written or electronic) informing them of their change in standing, the reasons for the change and what is required of the member to reinstate their status as good standing. The member will have 30 days to dispute the change to the board. If a dispute is filed with the board, they will review the rebuttal, vote on the standing, and notify the member within 30 days of receiving the rebuttal.

8.2 – Cancellation of Membership

1. The Board of Directors has the right to cancel any membership, deny membership or deny attendance at any training to any person whose mission, purpose, agenda, conduct or occupation are in conflict with the best interests and objectives of the AGIA as set forth in section 1.1 of these Bylaws.
2. The Board of Directors has the right to cancel any membership when a member has displayed any behavior that is disruptive, offensive, and destructive or criminal at any AGIA sponsored event. The member may be asked to leave the event.

8.3 – Membership Dues Refund

Any member who is expelled from AGIA or any event shall be not be given a refund for any reason.

8.4– Term of Membership

Membership shall run from 1 April through 31 March of each year. The Board of Directors shall establish annual membership dues by simple majority vote.

8.5 –Voting - Meetings of Voting Members

1. All members in good standing shall be entitled to one (1) vote in any general election.
2. Voting shall be by email except in the case of officers and board members which shall be by voice or show of hands at the annual meeting.
3. A voting member may appoint a proxy to vote on behalf of such voting member by giving to the Secretary written notice of such proxy at least three (3) days in advance of any properly called meeting. Such written notice shall state the name of the proxy and particular meeting at which the proxy is entitled to vote.
4. If quorum is present, action on matter is approved if the votes cast favoring the action exceeds the votes cast opposing the action unless these Bylaws require a greater number of affirmative votes for a particular matter.

8.6 – Voting – Meeting of Board of Directors

1. At the meetings of Board of Directors, each Director shall have one (1) vote.
2. Voting on all matters shall be by voice or show of hands unless any qualified voter, prior to the voting on any matter, demands vote by ballot, in which case the voting shall take place by written ballot.
2. If quorum is present, action on matter is approved if the votes cast favoring the action exceeds the votes cast opposing the action unless these Bylaws require a greater number of affirmative votes for a particular matter.

8.7 – Lifetime Members

There are no lifetime members.

8.8 – Bylaw Revisions

The Board of Directors may submit bylaw amendments or revisions. Any changes to the existing bylaws shall require a vote of the general membership, with a simple majority of the voting members being required to approve the changes.

8.9 - Meeting

There shall be quarterly meetings, to include the annual conference, at a time and place and in a manner in which a majority of the board shall concur with.

IX. Equipment

9.0 – Equipment Purchases

The Board of Directors may purchase equipment, as it deems necessary for the purpose of conducting AGIA business. Purchase of equipment shall require a simple majority vote of the Board of Directors.

9.1 – Use of Equipment

Equipment purchased by the AGIA shall be used only to conduct AGIA business.

9.2 – Inventory

The Vice-President shall keep an inventory of all AGIA equipment, and a record of who has possession of that equipment. Any AGIA equipment that is not currently in use shall be stored in the AGIA designated storage facility.

9.3 – Disbursement of Equipment

Equipment that has become obsolete or is no longer needed by the Board of Directors may be sold for fair market value, with the funds being returned to the general fund of AGIA. In the event that an item has little or no value, it may be donated to a worthy non-profit organization as decided by the Board of Directors. Equipment that has become worthless may be discarded.

XI. Not for Profit Corporation

This corporation is organized and shall operate as a not-for-profit corporation for the purposes stated above. Any income received shall be applied only for the non-profit purposes and objectives of the corporation, and no part of the income shall inure to the benefit of any director, officer, Advisory Board member, member or any person associated with the corporation.