

**CONSTITUTION and BYLAWS**

***Phoenix Law Enforcement Association***

***Revised October 2025***

**IN THIS CONSTITUTION AND BYLAWS, WHEREVER ANY WORDS ARE USED IN THE  
MASCULINE, FEMININE OR NEUTER, THEY SHALL BE CONSIDERED AS THOUGH THEY  
WERE USED IN THE PROPER GENDER IN ALL CASES WHERE THEY WOULD SO APPLY**

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### Resolution

The following resolution was adopted by unanimous consent of the PLEA Board on September 19, 2017:

***“PLEA is the certified bargaining agent of Unit IV. PLEA’s mission is to “promote the positive role of the police profession” and “protect and secure members’ rights and benefits through effective representation and professional relationships with the community and local, state, and national governments.” An unfair labor practice filed against PLEA seeking the revocation of PLEA’s certification or any attempt to seek the decertification of PLEA is not in the best interest of PLEA or its members and would be destructive to the achievement of PLEA’s purpose as stated in Article I of PLEA’s Constitution and Bylaws. Accordingly, this Board recognizes that any action taken by a Board or active member that threatens decertification or the revocation of PLEA’s certification will constitute misconduct under Article XXII, section 1 and the offending member and any pertinent fees or stipends will be immediately suspended with a complaint filed seeking expulsion from membership.”***

## **ARTICLE I**

### **PURPOSE**

Section 1: The Phoenix Law Enforcement Association believes that Phoenix Law Enforcement officers have the same Constitutional rights as other citizens of the United States and will constantly protect these rights.

Section 2: The Phoenix Law Enforcement Association believes that the Phoenix Law Enforcement officer is a professional and will constantly strive to upgrade his standards, wages, benefits and working conditions to reflect his professional status.

Section 3: The Phoenix Law Enforcement Association will promote the interest of the Phoenix Law Enforcement officer in the U.S. Congress, Arizona State Legislature, Phoenix city Council, Phoenix Police Department, Phoenix Employment Relations Board (PERB), and the Arizona Peace Officers Standards Training (AZPOST).

Section 4: The Mission Statement of the Phoenix Law Enforcement Association is: “To promote the positive role of the police profession. To protect and secure members’ rights and benefits through effective representation and professional relationships with the community and local, state, and national governments.”

**ARTICLE II**  
**MEMBERSHIP**

Section 1: Active Member - Any full-time sworn law enforcement officer of the city of Phoenix who is in the bargaining unit pursuant to the meet and confer ordinance, and current in the payment of dues. The Board has the discretion to deny membership based on the best interests of the association. Members on leave will remain active by continuing to pay dues during the period of the leave. Active members on unpaid family medical leave (FMLA) or unpaid industrial leave will not be required to pay dues during the period of the unpaid leave. Terminated active members will not be required to pay dues during the pendency of any appeal. If back pay is awarded to the member, dues arrearage will be paid to the association at the time of reinstatement. Active members may hold elected association offices, serve on standing or ad hoc committees and vote on any issue. Active members will receive all benefits of the Association.

Section 2: Associate Member - Any full-time sworn law enforcement officer of the city of Phoenix excluded from the bargaining unit as described by the meet and confer ordinance, or any city of Phoenix police reserve officer. The Board has discretion to deny membership based on the best interests of the association. Members on leave will remain an associate by continuing to pay dues during the period of the leave. Associate members on unpaid family medical leave (FMLA) or unpaid industrial leave will not be required to pay dues during the period of the unpaid leave. Terminated associate members will not be required to pay dues during the pendency of any appeal. If back pay is awarded to the member, dues arrearage will be paid to the association at the time of reinstatement. Associate members may serve on ad hoc committees with Board approval. Associate members may not attend membership meetings. Associate members

may not hold elected offices, vote, or participate on standing committees. Reserve officers are the only associate members who will be entitled to representation.

Section 3: Associate Member – Detention Officer / Supervisor: Any full – time City of Phoenix Detention Officer/Detention Supervisor. The Board has discretion to deny membership based on the best interests of the association. Members on leave will remain an associate by continuing to pay dues during the period of the leave.

Associate members on unpaid family medical leave (FMLA) or unpaid industrial leave will not be required to pay dues during the period of the unpaid leave.

Terminated associate members will not be required to pay dues during the pendency of any appeal.

If back pay is awarded to the member, dues arrearage will be paid to the association at the time of reinstatement. Associate members may serve on ad hoc committees with Board approval. Associate members may not attend membership meetings. Associate members may not hold elected offices, vote, or participate on standing committees.

Section 4: Associate Member – Police Assistants: Any full-time City of Phoenix Police Assistant. The Board has discretion to deny membership based on the best interests of the association. Members on leave will remain an associate by continuing to pay dues during the period of the leave.

Associate members on unpaid family medical leave (FMLA) or unpaid industrial leave will not be required to pay dues during the period of the unpaid leave.

Terminated associate members will not be required to pay dues during the pendency of any appeal.

If back pay is awarded to the member, dues arrearage will be paid to the association at the time of reinstatement. Associate members may serve on ad hoc committees with Board approval. Associate members may not attend membership meetings. Associate members may not hold elected offices, vote, or participate on standing committees.

Section 5: Arizona Retired Police Officer/School Resource Officer (RPO/SRO) Member – Any School Resource Officer who was hired by the City of Phoenix under Job ID 59635, in the temporary position of SRO who is in the bargaining unit pursuant to the meet and confer ordinance, and current in the payment of dues. The Board has the discretion to deny membership based on the best interests of the association. Members on leave will remain active by continuing to pay dues during the period of the leave. Members on unpaid family medical leave (FMLA) or unpaid industrial leave will not be required to pay dues during the period of unpaid leave. RPO/SRO members may serve on ad hoc committees with Board approval. RPO/SRO members may attend membership meetings and vote on the contract. RPO/SRO members may not hold elected offices or vote on association elections.

Section 6: Auxiliary Member / Spouse - Any spouse of an active member may serve on ad hoc committees with Board approval and attend membership meetings without voting privileges.

Section 7: Honorary Member / Non-officer - Any individual, other than a law enforcement officer for the city of Phoenix, may be an Honorary member of the Association and serve on ad hoc committees with Board approval. Honorary members may not hold elected offices, vote, or attend membership meetings unless by invitation. Counter benefits may be extended to honorary members.

Section 8: Retired Member - Any City of Phoenix law enforcement officer who has retired and is current in the payment of dues. Retired members shall have all rights and benefits of an Associate Member with the exception of the Legal Defense Fund.

Section 9: Affiliate Member (AM) – A member of any of the Arizona Police Association (APA) member groups, who is in good standing, may become an Affiliate Member. Affiliate Members may not hold elected office, vote, or attend membership meetings unless by invitation. Affiliate Members will have access to counter benefits as determined by PLEA. Affiliate Members who terminate their membership with their respective APA member group will forfeit their status as Affiliate Members and all

counter benefit dues, if any will be revoked. The Affiliate Member is responsible for all fees, charges and purchases accrued with all outstanding balances immediately payable and due upon termination of their membership as an Associate Member or APA group member. Dues for the Affiliate Member will be established by the Board of Trustees.

Section 10: Member in Bad Standing - Any member who fails to pay dues for a period of two (2) consecutive months will be a member in bad standing, whereby all benefits and voting rights shall be suspended. The member shall be notified in writing, after which he will have thirty (30) days to pay all dues owed to the Association or be dropped from the rolls. After the payment of all dues, and a majority vote of the Board of Trustees, approving restoration of membership, he will regain his membership.

Section 11: Written Notice of Resignation - a member may resign his membership by submitting a written notice of resignation to the Secretary, and by canceling his Association dues check off during the first week in January or the first week in July. Members who cancel their membership will have a 14-day grace period to rejoin. After the grace period has expired, a majority vote of the Board of Trustees and a \$250.00 reinstatement fee will be required to be paid before a unit member will have their membership reinstated. All reinstatement fees will be deposited into the PLEA Charities account.

Section 12: Only Active members will be allowed to participate in the voting for the election of officers of the association or participation in biennial membership surveys.

## **ARTICLE III**

### **ASSOCIATION OFFICERS**

Section 1: The Board of Trustees shall consist of the Executive officers and seven (7) Trustees. The Executive officers shall be the President, Vice President, Secretary, and Treasurer. The President will nominate one of the Board members at each annual Board meeting as the chairman of the Board. The selection must be approved by a majority of the Board. The Board members will be assigned by the President to chair Association committees.

Section 2: Removal from the Board - Any executive officer or trustee shall be subject to removal from office in accordance with the procedures established in article XVIII.

Section 3: Professional Consultants / Agents - The Board may hire or terminate certain individuals as professional consultants to advise them.

## **ARTICLE IV**

### **ELECTION OF OFFICERS**

Section 1: Members shall be elected to executive office (President, Vice President, Secretary, Treasurer) by a vote of the active membership. The seven (7) Trustees receiving the most votes shall be elected to the Board. In the event of a tie, a runoff election will be held.

Section 2: The President shall establish a special elections committee to establish procedures and supervise the election process. Thirty (30) days prior to the beginning of the election process, the Committee will submit a written election policy or modifications to the existing policy outlining the procedures for the election and guidelines for campaign statements to be adopted by the board.

Section 3: The elected officers of this Association will not be allowed to hold office or maintain associate or any other type of membership in any other organization whose stated purpose is to represent employees in discipline and grievance or collective bargaining for wages, hours and working conditions.

Section 4: Term of office for officers of this Association shall be three (3) years upon election and re-election. Electronic balloting will be open for seven consecutive days during the month of July as determined by the election committee. New terms will begin September 1. All elected officers must take the Association's Oath of Office. The oath must be notarized and a copy maintained on the Association computer server. Any re-elected or newly elected Board member who refuses to sign the Association's oath of office will not be seated on the board. A replacement board member will be selected as prescribed by Article VI Section 2 of the Bylaws.

Section 5: Commencing with the 2019 election, Executive Board elections will be staggered. The President, Vice President, and four (4) Trustees will be elected in the same year. The Secretary, Treasurer, and three (3) Trustees will be elected in the same year, but not the same year as the President, Vice President, and four (4) Trustees. Elections will be held yearly beginning in 2019, with a non-election year between elections to accommodate the three (3) year terms. Example: 2019 is an election year for five positions. 2020 is an election year for six positions. 2021 will be a non-election year. 2022 will be an election year for five positions and 2023 will be an election year for six positions.

Section 6: Nomination petitions for officers and trustees shall be turned into the Association's business office or other location selected by the election committee no later than May 1st of every election year on forms approved by the Board of Trustees. The form shall possess the signature of the nominee and statement that he accepts the nomination. The form shall also have twenty-five (25) signatures of Active Members supporting the nomination. Candidates may only seek one office in an election cycle.

Section 7: To be eligible for nomination to the position of President, the following criteria must be met:

- I. An active member of the Association in good standing.
- II. An active representative of the Association.
- III. A member of the Board of Trustees at the time of the election.
- IV. Attend seven (7) monthly board of Trustee meetings during the twelve (12) month period immediately prior to May 1st of the election year. A minimum of 4 meetings must be in person while the other 3 may be attended virtually. Unless excused by the chairperson, the member must attend the entirety of the meeting to qualify for candidate eligibility.

To be eligible for nomination to an executive board position other than President, (Vice President, Secretary, Treasurer), the following criteria must be met:

- I. An active member of the Association in good standing.
- II. An active representative of the Association.
- III. A member of the Board of Trustees at the time of the election.
- IV. Attend seven (7) monthly board of Trustee meetings during the twelve (12) month period immediately prior to May 1st of the election year. A minimum of 4 meetings must be in person while the other 3 may be attended virtually. Unless excused by the chairperson, the member must attend the entirety of the meeting to qualify for candidate eligibility.

To be eligible for nomination to one of the seven (7) board of Trustee positions, the following criteria must be met:

- I. An active member of the Association in good standing.
- II. Attend, in separate months, seven (7) membership meetings as defined in Article X or seven (7) monthly board of Trustee meetings or a combination of membership and board of Trustee meetings totaling seven (7), attended in separate months, during the twelve (12) month period immediately prior to May 1st of the election year. Unless excused by the chairperson, the member must attend the entirety of the meeting.
- III. Any elected or appointed Board member who desires to seek election to another Board position, the term of which runs concurrently with or overlaps the term of the office the member currently holds, must resign from their currently held position before filing a petition for nomination. Any vacancy created thereby will be filled in accordance with Article VI.

## **ARTICLE V**

### **PRESIDENT**

The President shall be the chief executive officer and chief spokesperson of the association and shall exercise general supervision over its property and affairs. The president or his designee shall sign all legal documents on behalf of the Association and shall perform all duties which the Board may require of him. He may appoint an alternate spokesperson, as he deems appropriate. The President shall also be the ex-officio of all standing committees.

The President shall take his direction from the Board of Trustees. When a majority vote is produced on a given issue; the President will carry out the direction given by the majority vote.

The President may designate, with board approval, a person from outside the association to lobby on the association's behalf. This designee can be the sole lobbyist for the association or can be designated to work in concert with other lobbyists previously designated by the association.

### **VICE-PRESIDENT**

In the event of the President's death or inability to act, or at the direction of the President, the Vice-President shall have the powers of the President except as provided in Article VI. He shall perform such duties as the Board of Trustees may impose upon him. He will also chair all motions relating directly to or referring to the President, either complimentary or in condemnation of the President.

### **SECRETARY**

The Secretary shall keep the minutes of the Association's membership and Board meetings. He shall keep such books and records as the Bylaws or any resolution that the Board may require him to keep. The Secretary shall perform the duties required under Article XVIII. The Secretary may appoint an assistant to be approved by the Board. Such assistant secretary shall perform such duties as the secretary and board of trustees shall impose upon him. The Secretary shall maintain a current membership list and advise on the status of members. The Secretary shall review any Bylaw changes that are brought before the Association at membership and Board meetings.

## **TREASURER**

The Treasurer shall have custody and control of all the funds of the Association, subject to the action of the Board and shall report in writing the state of the finances of the Association at each monthly Board meeting and present it at the monthly membership meeting. He shall perform such other services as the Board requires of him. He will also be responsible for implementing Article XII.

## **TRUSTEES**

There shall be seven (7) Trustees who shall serve on the Board of Trustees. These Trustees may serve as chairman of any standing committee or serve on a committee at the pleasure of the President with approval of the majority of the full Board.

## **ARTICLE VI**

### **BOARD OF TRUSTEES**

Section 1: Duties of the Board of Trustees - The duties of the Board shall be to set the policy of the Association, to manage all business and other decisions of the Association and to direct meetings by outlining decisions of the President and committees for placement on the agenda of any said meeting. The Board will also review any decision or conduct of any officer of the Association as to its legality under the Bylaws of this Association and take appropriate action.

Section 2: In case of any vacancy on the Board, the vacancy will be filled by appointment by the President and approved by a majority vote of the Board. In the event the President's post becomes vacant, the Vice President will fill the post for the remainder of the term. The Vice President may decline to succeed the president, but he will act as president until a president has been appointed.

In the event both the President's and Vice President's posts become vacant or if the Vice President declines to succeed into the president's position, the Board of Trustees shall appoint a new President. Any unoccupied office other than President shall be filled through the normal appointment procedure.

Section 3: Regular meetings - Regular annual meeting of the Board shall be held in July followed by an annual meeting of the membership in August, and the Board shall elect a Chairman of the Board as described in Article III, Section 1. Regular meetings other than the annual Board meeting shall be held monthly at such places and times as the Board may resolve.

Section 4: Special meetings - special meetings or emergency meetings of the Board may be called by the Chairman of the Board, or in his absence, the President, or by a majority of the quorum of the Board.

Section 5: Quorum - A quorum for the transaction of business at any meeting of the Board shall consist of a majority of the Board then in office.

Section 6: a member in good standing may attend any meeting of the Board.

Members in attendance at a Board meeting may comment on matters before the Board.

Procedures for member comments will be established by the Board of Trustees and available at each meeting. Any member may be excluded from the meeting for good cause including but not limited to lack of space or disruptive behavior.

The Board of Trustees may meet in private when necessary to protect the confidentiality of a member, to discuss strategies in dealing with the city, any other political body, or other organizations, or for any other purposes deemed necessary by the board. When meeting in private, the board of trustees may request the attendance of any person to facilitate the discussions.

Section 7: Any member in disagreement with a Board decision must notify the secretary in writing within thirty (30) days of the contested decision. Within thirty (30) days of the notification, the member must submit petitions to the secretary signed by one quarter (1/4) of the active membership. Each petition signature page must contain the grievance, and the recommended remedy. The petition as a whole must contain the necessary amount of verified signatures. The general membership will be advised by email as to the nature of the petition. A majority vote of the active membership will be required to change a Board decision and such voting will be accomplished by electronic ballot.

Upon receipt of a verified petition, the board of trustees shall establish a committee to supervise the electronic balloting process. Two active members will be randomly selected for the committee. The committee may submit a written policy outlining the procedures for the vote to be adopted by the board. Any persons wishing to mail a statement to the membership in support or opposition to the petition prior to electronic ballots being sent, may do so at their own expense.

## **ARTICLE VII**

### **COMMITTEES**

Except as otherwise designated in these Bylaws, the President shall appoint or remove all chairmen of committees with the approval of a majority vote of the Board of Trustees. The President shall be ex-official of every committee. All committee chairs and committee members will be selected from the active membership.

Section 1: Issues Committee and chairman - Researches and proposes any issues before the membership in regard to wages, benefits or working conditions. The chairman shall be the chief negotiator.

Section 2: Representation Committee and chairman - Regulates the grievance / representation procedure of the Association and approves any officer's or Association grievance / representation for representation by the Association. The chairman shall also maintain a Representative program.

Section 3: Publications Committee and chairman - Staffs, edits and distributes the Association's monthly newspaper.

Section 4: Legislative Committee and chairman - Actively promotes the interests of the Association by lobbying in the City Council, State Legislature, and other appropriate bodies; conducts promotion programs in support or opposition to any legislation or legislators in the National, State or local legislative bodies.

## **ARTICLE VII**

### **ASSOCIATION REPRESENTATIVES**

Section 1: Duties - An Association Representative shall keep the members informed of the association's activities and assist the members with any problems concerning their employment. He shall actively promote and recruit new members. He shall assist unit members with grievances, at the direction of the Representation Committee chairman.

Association Representatives, when working in their official capacity, are expected to show support for all board decisions. Representatives who fail to support the Board or deliberately undermine a Board position may be removed from their representation duties at the discretion of the Board.

Members interested in becoming Active Association Representatives will first meet with the Grievance Chair. The grievance committee will review the request and a decision will be made based on the best interests of the organization. Items considered by the committee will be, but not limited to, previous discipline, length of membership, personal and professional reputation, overall demeanor, professionalism, and work ethic. If denied, members may appeal the decision to the full Board of Trustees at the next scheduled meeting.

Section 2: Meetings - Representatives are required to attend at five (5) monthly membership meetings as defined in Article X or five (5) monthly Board of Trustee meetings, or a combination of monthly membership meetings and monthly board meetings that total five (5) meetings during a fiscal year. Failure to attend five (5) of the meetings during a fiscal year without notifying the Representation Committee chairman or President may be cause for removal. The representative may submit a request to the Board for reinstatement. If approved by the board, the removed representative may be reinstated at any future time if a vacancy occurs.

Section 3: Vacancies - If a position of Association Representative becomes vacant, such vacancy shall be filled by the Representation Committee chairman with the approval of the President.

## **ARTICLE IX**

### **CALLS AND NOTICES OF MEETINGS**

Section 1: Meeting Notice - At least ten (10) days (inclusive of the date of the meeting) before the date of any meeting of the membership, the Secretary shall issue a written notice setting forth the time, place and general purpose of the meeting, to be posted on the Association website. Such meeting notice may also be published in the Association's monthly newsletter.

Section 2: Board Meeting Notice - Notice of the board meetings shall be given to each Board Member at least forty-eight (48) hours before the meeting, and such notice shall contain the time, place and general purpose of the meeting. At least forty-eight (48) hours before the time fixed for the meeting, notice of the time, place and general purpose of the meeting shall be posted on the association website.

Section 3: Emergency meeting notice - the Board of Trustees may meet without notice when necessary to protect the interests of a member or the membership or in the event of exigent circumstances. Within forty-eight (48) hours after a meeting, a notice of the time, place and general purpose of the meeting will be posted on the association website.

## **ARTICLE X**

### **MEMBERSHIP MEETINGS**

Section 1: Annual Meetings - The annual meeting shall be held once a year in the month of August. The Secretary shall set the day, time, and location and purpose of the meeting.

Section 2: Monthly Meetings - There shall be a monthly meeting held for the general membership. The Secretary shall set the day, time and location.

Section 3: Special Meetings - A special meeting of the membership may be called in writing by the President, Chairman of the Board or majority of the Board.

Section 4: The President or his designee shall preside at all such meetings.

Section 5: Any irregularities in notices or meetings shall be deemed waived if no objections are made at the meeting.

Section 6: At a monthly membership meeting, any active member may make an advisory motion requesting action by the board of trustees. A majority of the active members, in attendance, is required to pass the motion. The Board of Trustees will consider the advisory motion at its next monthly meeting.

Section 7: Only active members will be allowed to attend any of the above listed meetings. Exceptions may be granted.

## **ARTICLE XI**

### **DUES**

Section 1: Dues Structure - The basic dues of the Active and Associate members will be established by the board of trustees and approved by the membership in accordance with the budget requirements in article XII and may include a fee for legal defense.

Section 2: Auxiliary Member - No dues assessment will be made for an Auxiliary Member.

Section 3: Honorary Member Dues - The Board will determine the amount of the annual dues assessment for Honorary Members.

Section 4: Retired Member Dues - The Board will determine the amount of the annual dues assessment for retired members.

Section 5: Medically Retired Member Dues - the Board may waive the annual dues assessment for any medically retired member.

Section 6: Special Assessments - The Association may assess the membership for any purpose of the Association as declared by a two-thirds (2/3) vote of the full Board. Within thirty (30) days of the assessment, any member with a hardship may submit a written request for reimbursement. If a majority of the board determines that a hardship exists, the member may be reimbursed the special assessment.

## **ARTICLE XII**

### **BUDGET AND EXPENDITURES**

Section 1: Mandatory Budget and Fiscal Year - The Board of Trustees will be required to submit an annual balanced budget to the membership. The fiscal year will start September 1st of each year. The budget must be presented at the membership meetings in the month of August.

Section 2: Association's Financial Status - A mandatory compilation, review or opinion audit by an independent CPA approved by the Board of Trustees will be presented to the membership at the monthly membership meeting in November of each year.

Section 3: Any expenditure over budget must be approved by a majority of the Board of Trustees.

Section 4: Checks for five hundred dollars (\$500.00) or less will be signed by either the Treasurer, or the President. In their absence, the Vice-President or Secretary may sign. Whenever possible, checks for more than five hundred dollars (\$500.00) shall require a minimum of two signatures. When electronic automatic payment or transfer is available for recurring PLEA expenses 2 signatures will not be required. Exceptions will be documented and reported to the Board.

Section 5: Checks or withdrawals on any PLEA account will be for legitimate Association business.

Section 6: Bonding - The President, Vice-President, Treasurer and Secretary shall be bonded for a minimum of fifty thousands dollars (\$50,000).

## **ARTICLE XII**

### **BENEFITS**

Section 1: The Association may provide benefits, at a reasonable cost, to the membership.

Section 2: Free Legal Representation - The Association may provide legal assistance for its members on any justifiable grievance with the city according to the legal policies as established by the Board of Trustees.

Section 3: The Treasurer is required to purchase a group life insurance benefit with a monthly premium to be included in each member's monthly dues. The specific insurance plan will be approved by the Board of Trustees.

## **ARTICLE XIV**

### **MEET AND CONFER NEGOTIATIONS AND AGREEMENTS**

Section 1: The Negotiation Committee shall negotiate wages, benefits and working conditions pursuant to the city's Meet and Confer Ordinance. The Negotiating Committee shall be composed of the President, Chairman of the Issues Committee and any other individual appointed by the President and approved by a majority of the Board of Trustees.

Section 2: All Meet and Confer agreements shall be submitted to unit members for approval. The agreement must be approved by a majority vote of the unit members attending the meetings and/or any other method established by the board.

Section 3: Unit members will be notified at least two weeks in advance of the meeting or opportunity to vote on the proposed agreement.

Section 4: Completed portions of the proposed agreement and a summary of all proposals will be made available to unit members two weeks prior to the meeting or opportunity to vote.

## **ARTICLE XV**

### **AMENDMENTS**

Section 1: A majority of the Board of Trustees may propose amendments to these Bylaws.

Section 2: Any member may suggest amendments to these Bylaws in accordance with article X, Section 6.

Section 3: These Bylaws may be amended by a majority of the voting membership. Notification and ballots will be electronically communicated to the membership. All electronically communicated ballots returned within seven (7) days of notification will be counted. If approved, all changes will become effective immediately.

## **ARTICLE XVI**

### **CONFLICT OF INTEREST**

Section 1: A conflict of interest exists when an officer, member, employee, and /or agent of the association cannot act in the best interests of the association due to a relationship with any person, organization, business, and /or legal entity. An officer, member, employee, and /or agent shall not act on behalf of the association if a conflict exists.

When any officer, member, employee, and /or agent of the association believes a conflict of interest may exist, he shall immediately cease acting on behalf of the association as it relates to the potential conflict and notify the Board of Trustees in writing. The Board of Trustees may seek an opinion from its legal advisor who will submit a written advisory opinion.

If the Board of Trustees determines a conflict exists, the officer, member, employee, and /or agent shall continue to have all authority and powers to act in other areas not related to the area of conflict.

**ARTICLE XVII**

**CONFIDENTIALITY OF MEMBER INFORMATION**

Section 1: The Association will not release member information to third party vendors for purposes of solicitation without the member's permission.

## **ARTICLE XVIII**

### **MISCONDUCT, MALFEASANCE, MISFEASANCE OR NONFEASANCE BY ANY MEMBER**

Section 1: The following shall constitute Misconduct:

- A. Refusing to comply with the provisions of the Constitution and Bylaws or official decision of the Board of Trustees.
- B. Committing any act of fraud, embezzlement or misappropriation of any funds, property or other things of value belonging to the Association.
- C. Refusing to comply with the provisions of the Constitution and Bylaws which require full and accurate accounting of all funds, property, books and records for examination, audit or financial review.
- D. Filing false charges against any officer, member, representative, consultant, agent or employee of the Association. False charges are not merely charges of which a person is acquitted, but rather charges which are filed recklessly or in bad faith, without substance, foundation, or reasonable basis of support.
- E. Committing any physical assault upon any officer, member, representative, consultant, agent or employee of the Association.

Section 2: The following shall constitute Malfeasance:

- A. Any wrongdoing or misconduct by an official or representative of the Association in the performance of his duties.

Section 3: The following shall constitute Misfeasance:

- A. The performance of a lawful action in an illegal or improper manner by an official or representative of the Association in connection with his official duties.

Section 4. The following shall constitute Nonfeasance:

- A. The willful failure by an official or representative of the Association to perform his official duties or to perform as directed by the Board of Trustees.

Section 5: Any member in good standing may prefer charges under this Article.

Section 6: Any member of the Association may be charged with misconduct. Any official or representative of the Association may be charged with malfeasance, misfeasance or nonfeasance. In the event the alleged malfeasance, misfeasance or nonfeasance of an official or representative is of such a serious nature and requires immediate action, as determined by the board, any member of the board may call an emergency meeting. At that meeting, the board may suspend the accused official or representative, with fees, pending the disposition of the matter.

Section 7: Form and filing of charges.

A. Charges must be in writing and signed by the charging member/s. The charging document must specifically state the act /s constituting a violation of this article and identify, by article and section number, the provisions of the Constitution, Bylaws and principles of the association which are alleged to have been violated.

B. A copy of the charging document shall be personally served on the accused and the secretary or sent by certified mail to the accused and the secretary.

C. Within ten (10) days of the receipt of the charge by the secretary, the Board of Trustees, absent any Trustee involved in the matter set forth in the charging document, shall meet and determine if the charge constitutes a prima facie violation of the provisions of the Constitution, Bylaws or any other established policies, decisions or governing principles of the association. If a prima facie violation is found, the Board of Trustees will, within five (5) days thereof, establish a Trial Board as set forth below.

Section 8: Response to Charges:

A. The accused shall have twenty-one (21) days from the date of personal service or the postmarked date of the certified letter to respond to the charges. The response must be in writing and must be personally delivered or sent by certified mail to the Trial Board. If the accused fails to respond, the charges shall stand as filed.

B. If the accused denies the allegation/s, a Trial Board shall convene no sooner than thirty (30) days and no later than forty-five (45) days from the date of personal service or the postmarked date of the certified letter. If more than one person is charged, the Trial Board may hear the matter in a single session.

Section 9: Trial Board:

- A. The Trial Board shall be seven (7) randomly selected active members of the association, excluding any Trustee or officer who is an accused.
- B. The Secretary of the Board shall also act as Secretary of the trial board. He shall provide such guidance and assistance as is required by the trial board. In the event the Secretary of the Board is the accused member before the trial board, the Vice President shall act as the Secretary of the trial board.
- C. All members of the Trial Board shall hear evidence and arguments presented at the hearing. The Trial Board shall conclude the trial as soon as practical, assemble in private for consideration of its findings and determine the appropriate penalties, if any.
- D. The association may hire outside counsel at association expense to oversee the operation and conduct of the trial board if necessary.
- E. Neither the accused or charging parties will be allowed to have legal counsel in the trial board process. The association will not be responsible for any legal expenses incurred by accused or charging parties prior to or during a trial board process.
- F. In the event the accused files a letter of admission, the Trial Board shall consider the case as submitted and thereafter render a decision as to the appropriate penalty, if any.
- G. The decision of the Trial Board shall be by majority vote of its members, shall be reduced to writing, and shall contain a statement of the pertinent facts involved, the charging document, and the appropriate penalty, if any.
- H. Prescribed penalties shall be a reprimand, suspension from office, removal from office, suspension from membership, and/or expulsion from the Association.
- I. The decision of the Trial Board is final.

## Section 10: Recall of Officers

- A. Any elected or appointed officer shall be subject to recall from office at any time by a majority vote of the active membership.
- B. Any active member may submit a request for a recall petition to the secretary. The request must state the name of the officer to be recalled. The secretary will notify the affected officer within forty-eight (48) hours of the receipt of the request. In the event that the secretary is the affected officer, the vice president shall perform all duties of the secretary under this section.
- C. The recall petition shall state its purpose and require the member's signature, printed name, and serial number. In order to hold a recall election, the member seeking to recall the officer must submit signatures from at least one-third (1/3) of the active membership obtained within (90) days of the receipt of the petition. The secretary shall verify the validity of the signatures within five (5) days of receipt of the petitions.
- D. The secretary shall notify the requesting member whether the petitions have the required number of valid signatures. In the event that the petitions fail to meet that requirement, the requesting member shall have that time remaining, before the expiration of the ninety (90) days, to submit further petitions.
- E. If the required number of valid signatures are received by the secretary, a recall election shall be held within forty-five (45) days from the date of validation of the petitions. The Association will hire a neutral, third-party vendor to conduct electronic balloting. Statements from both the affected officer and requesting member will be provided to the active membership. All statements will be reviewed by the association's legal counsel for liability issues prior to distribution.
- G. The association will announce the results to the membership. If the affected officer has been removed by a majority vote of the membership, the vacated position will be filled by the procedures outlined in Article VI.