

BY-LAWS

ARTICLE I - MEMBERSHIP

Section 1. Petitioner for active, association or auxiliary membership of this Association shall submit an application in writing to the Board of Directors. The application must bear the signature of an Association officer member who attests to the applicant's eligibility.

Section 2. The Board of Directors shall have the power to determine the eligibility of an applicant and shall have the power to approve or disapprove.

Section 3. Any member of this Association who terminates his employment in regular police service, other than those who retire under honorable conditions, shall be eligible for active membership only by affirmative action of the Board of Directors. Any member who retires under honorable conditions may be required to submit to the Board a statement outlining any further endeavor he may pursue. Should any endeavor be non-compatible with the law enforcement profession, the Board may suspend the individual's membership.

Section 4. "Member in Good Standing" is hereby defined to be a member who has paid all dues and assessments levied by the Association, or who is not more than 14 days in arrears of such payments.

Section 5. Any member, delinquent or suspended, as provided in Section 4 of this Article may be reinstated and restored to good standing by the payment of all past amounts due, and in addition thereto, a \$100.00 application fee, which may be waived by unanimous approval of the Executive Board. Any reinstatement must be approved by the Executive Committee.

Section 6. The Board of Directors of this organization shall have the power to fix the rate of dues for members of the Association. Life members shall not be required to pay dues.

Section 7. Any member, all dues having been paid, may withdraw his/her membership by notice, in writing, to the Board of Directors.

Section 8. The Board of Directors may, by a two-thirds vote at any meeting of the Board, expel any member for just cause, provided, however said member shall have been given five days notice and allowed the opportunity of appearing before the Board of Directors at its next meeting following notice.

Section 9. Membership shall not be denied to any person based solely on sex, color, religion, age, nationality or creed.

Section 10. Only active and life members, as described in Article III of the Constitution, shall have the right to vote or hold office within the Association.

ARTICLE II - SECRETARY

Section 1. The Secretary shall maintain minutes of Association meetings and ensure that all business records are properly maintained by the Association.

Section 2. The Secretary shall ensure that documents required to be filed with various governmental agencies are filed in a timely and proper fashion.

Section 3. The Secretary shall periodically make reports to the Board of Directors . These reports shall be available for scrutiny to any member in good standing.

Section 4. The Secretary shall have the responsibility of maintaining an accurate mailing list of the general membership.

TREASURER

Section 1. The Treasurer shall be the custodian of the Association financial records.

Section 2. All checks will be signed by two of the following, for disbursement of funds: President, Vice President, and /or Treasurer.

Section 3. The Treasurer shall furnish surety bond in the amount specified by the Board of Directors at the Association's expense.

SERGEANT-AT-ARMS

Section 1. The Sergeant-at-arms shall maintain order and decorum at Association meetings.

Section 2. The Sergeant-at arms shall assist in the logistics and preparations for the Board of Directors.

The Secretary, Treasurer and Sergeant-at-arms shall perform other duties as assigned by the President and/or the Board of Directors.

ARTICLE III - MEMBERSHIP REPRESENTATIVES: MEMBERSHIP, ELECTIONS, DUTIES, RESPONSIBILITIES AND RECALL

In addition to those duties, responsibilities and provisions related to the Board of Directors as set forth in the Palm Beach County P.B.A. Constitution, the following By-Law provisions shall apply. Where a conflict between these By-Laws and the Constitution may arise, it is understood that the Constitutional provision shall govern.

Section 1. **MEMBERSHIP:** In addition to the Officers, the Board of Directors shall consist of Representatives elected from each agency for which the Palm Beach County

P.B.A. is the exclusive bargaining agent.

A. Representatives shall be elected to a four (4) year term and each Representative shall have equal authority. In order to be eligible to run for and to hold the position of Representative, a person shall be a member in good standing of this Association who is a member of a collective bargaining unit for which this Association holds the lawful collective bargaining rights. Each Agency entitled to more than one Representative shall choose one of its Representatives to act as spokesperson. In the event that the chosen spokesperson is unable to attend a Board meeting, he/she shall designate another Representative to speak in his/her place. If during the four-year term, a Representative resigns his/her post or is removed from office, the alternate who received the most votes in the most recent election will assume the position of Representative. If that alternate cannot assume the representative position then the other Representatives shall have the authority to appoint a new representative for the remainder of the term of office.

The number of Membership Representatives will be determined by the number of members per agency however, when Sheriff's Departments elect to have a law enforcement bargaining unit and a corrections bargaining unit, each bargaining unit shall be counted as an agency with representatives chosen from each unit as follows:

- 1) One (1) membership representative for agencies with up to forty (40) members;
- 2) Two (2) Membership Representatives for agencies with forty-one (41) to eighty (80) members;
- 3) Three (3) Membership representatives for agencies with eighty-one (81) to

one hundred-twenty (120) members;

- 4) Four (4) Membership Representatives for agencies with one hundred twenty-one (121) to one hundred sixty (160) members;
- 5) Five (5) Membership Representatives for agencies with more than one hundred sixty (160) members.

B. Alternate representatives shall also be elected from each agency for which the Palm Beach County PBA is the exclusive bargaining agent according to the number of members within each such agency as follows:

- 1) One (1) Alternate Representative for agencies with one (1) to eighty (80) members.
- 2) Two (2) Alternate Representatives for agencies with more than eighty (80) members.
- 3) Alternate Representatives shall be elected as follows: The candidate(s) for position of Representative who received the greatest number of votes without being elected a Representative shall be Alternate Representative(s).

C. Alternate/Appointed Representatives: Representatives may from time to time need additional members to serve as "Alternate/Appointed Representatives" within their agency.

If Alternate/Appointed Representatives are appointed, the appointment shall be subject to the approval of the Executive Committee. Such approval will be decided on such matters as: size of the agency, location of sub stations or districts, needs of members within the agency, etc. The Alternate/Appointed representative after approval of the Executive Committee will be appointed by the Board of Directors for the same period

as the membership representatives.

The Membership Representative and Alternate Representative will have full authority representing their agency while the Alternate/Appointed Representative will have this authority only when the membership representative or the alternate representative is not available.

Elected Membership Representatives may be recalled by the membership of their agency and, thereafter, subject to removal by vote of the Board of Directors, upon written petition to the PBA President signed by three quarters (3/4) of all PBA members in good standing at the subject agency.

Section 2. ELECTIONS: All Membership Representatives defined and set forth in Section A above, will be elected by the membership from the individual agency either by a mail-in vote or by an on-sight election. The procedure will be determined by the Executive Committee.

If a mail-in vote is utilized, all members will have a fourteen-day time period to make their nominations for the open positions(s) as set forth in a notice of nomination to be posted at the agency. Nominations will be accepted from the general membership of that agency. Upon the closing of nominations, ballots will be forwarded to each member for their vote. The enforcement of the deadlines for nominations and the forwarding of completed ballots will be set out in the rules of the elections.

Once the deadline is set and all the votes are cast, the appropriate number of candidates receiving the largest amount of votes will be the elected representative(s) in the order in which they finished until all open positions are filled.

Section 3: BOARD OF DIRECTORS VOTING: At any Board of Directors meeting, as called by the President or otherwise convened, the Membership Representatives from each agency will be present to vote on the business of the Association. Each Officer and Membership Representative will have one (1) vote. In those situations where a Membership Representative is not present, then the Alternate Representative will have one (1) vote. Only in those instances where a Membership Representative or Alternate Representative are not present at a Board of Directors Meeting, shall an Alternate/Appointed Membership Representative have the right to vote.

All votes taken in this Association shall be decided by the required number of votes cast by those members present and voting following proper notice of the meeting.

A quorum of the Board of Directors shall be those members responding to a notice of a Board of Directors meeting which shall be provided no less than ten (10) days prior to the meeting.

Votes once cast may not be changed if such votes would affect the outcome of an issue. Proxy and absentee voting is prohibited. If a Board member is present at a meeting he/she must vote on all issues unless a conflict of interest has been announced prior to discussion on the issue.

ARTICLE IV - EXECUTIVE COMMITTEE

Section 1. The Executive Committee as described in Article V, Section 1 of the Constitution, shall have the power to approve the payment of all expenditures and expenses of the Association except those which would need the approval of the Board of Directors per Policy.

Section 2. In the event of an emergency, when the President chooses not to use the emergency powers given him by the Constitution, the President may call the Executive Committee into session and they shall have the power to act in the name of the Board of Directors.

Section 3. The Executive Committee may be called to session by the President to act as the planning arm of the Board of Directors. All decisions as a result of these planning sessions shall be subject to approval by the Board of Directors.

Section 4. The Board of Directors shall, from time to time, pass resolutions allowing the Executive Committee power and authority to conduct business and to make necessary and certain expenditures so as to have an efficient operating business. The Executive Committee shall be allowed to approve in advance the payment of those bills routine to the operation of the Association.

Section 5. The Executive Committee shall have the authority to invest the funds of the Association under the same restrictions as an Executor or Trustee under the laws of the State of Florida.

ARTICLE V - NOMINATION AND ELECTION OF OFFICERS

Section 1. At a mandatory meeting of the Board of Directors to be called by the President and held at the 3rd quarter board meeting of the election year, nominations for those Officers mentioned in Article V, Section 1. of the Constitution, shall be recognized from the floor of the Board of Directors. All nominees shall be from those members of the Board of Directors.

In order to be eligible for nomination to the office of President, a member must have

completed four (4) years of service on the Board of Directors and must have served as a member of the Association's Board of Directors within 24 months prior to being nominated. In order to be eligible for nomination to the other offices of the Executive Committee, a member must have completed one (1) year of service on the Board of Directors and must have served as a member of the Association's Board of Directors within 24 months prior to being nominated.

Section 2. If, after nominations are accepted at the 3rd Quarter Board of Directors meeting set forth in Section 1. above, there are two (2) or more nominees for one office, then fifteen (15) days prior to a mandatory Board of Directors meeting to be held in December of the election year, the Secretary shall mail to each elected Membership Representative who is on the Board of Directors and is in good standing, a ballot containing the names of all persons properly nominated for that office. Those persons receiving the largest number of votes for each office shall be elected for a four year term. The results of the election shall be handled at the December Board of Directors meeting of each election year. The installation of the newly elected officers shall be carried out in the month following the election period.

Section 3. In the event of a death, resignation, suspension or expulsion or for any reason a vacancy occurs in any Executive Office, such vacancy shall be filled by the President. In case of a vacancy in the office of President, the Vice-President shall succeed to the office of President, except that the provisions of Article V of the Constitution shall govern.

Section 4. Any Officer or Membership Representative who shall fail to attend three (3) consecutive meetings of the Association without a legitimate excuse, shall forfeit

his/her office and the vacancy shall be declared by the President. When the Officer involved is the President, the vacancy shall be declared by the Vice-President. Upon the inaction of the proper Officer to declare a vacancy due to unexcused absences, any member of the Board of Directors may place the motion to create a vacancy and it shall require a majority vote of the Board of Directors to carry. Vacancies thus created shall be filled as outlined in Section 3. of this Article.

ARTICLE VI - DUES, FEES AND ASSESSMENTS

Section 1. The annual dues for members of the Association shall be set by the Board of Directors.

Section 2. The Board of Directors at any regular meeting may approve an assessment and/or dues structure change of all members providing that the Board of Directors was provided 10 days prior notice that such assessment would be considered.

ARTICLE VII - PENALTIES

Section 1. Any member of this Association whose personal conduct is such that reflects discredit upon the Association or upon his/her agency can be suspended or expelled from membership by majority vote of the Board of Directors.

Section 2. No membership Representative or Officer of the Board of Directors shall be entitled to vote on any business of the Association if said person is currently suspended or has been removed pursuant to the provisions of Section 1. above. No P.B.A. member shall be entitled to vote who is expelled by the Association.

ARTICLE VIII - FLORIDA POLICE BENEVOLENT ASSOCIATION

Section 1. The Palm Beach County Police Benevolent Association, Inc., as a chartered association of the Florida Police Benevolent Association, Inc., shall abide by the constitution and By-Laws and policies of the Florida Police Benevolent Association, Inc., and shall adopt no constitutional or by-law provision or policy that is in conflict with those of the Florida Police Benevolent Association, Inc., and shall give maximum cooperation in carrying out the policies and programs of the Florida Police Benevolent Association, Inc.

Section 2. The Palm Beach County Police Benevolent Association, Inc., hereby designates the Florida Police Benevolent Association, Inc., as its collective bargaining representative, provided that the Association's Board of Directors may petition the Florida Police Benevolent Association, Inc., to designate this county's officers or designees to act in their own behalf in collective bargaining.

Section 3. A copy of the Association's Constitution, By-Laws and written policies, along with any amendments thereto, will be filed with the Florida Police Benevolent Association, Inc.

ARTICLE IX - ENDORSEMENTS

The Board of Directors of the Association, after recommendations of the screening committee appointed and the President, shall have the exclusive authority to endorse candidates for local, county and district offices and may authorize the conducting of polls of the general membership concerning the performance of political candidates and public office incumbents and may announce the results of such polls.

ARTICLE X - GRIEVANCES

Section 1. Any member who has a grievance against another member of this Association, group of members of this Association, or the Association itself, may request that the President allow a hearing in front of either the Executive Committee or the Board of Directors. The action of either the Executive Committee or the Board of Directors with respect to the member's grievance shall be the final remedy from within the Association.

Section 2. Any member of this Association who voices criticism of another member, group of members or the Association itself, without first seeking recourse through the provisions of Section 1 of this Article, shall be subject to suspension of membership or expulsion from the Association. Any member who violates these provisions for grievances will be summoned before the Board of Directors for a hearing, and it shall be their duty to exonerate him/her, suspend his/her membership, or expel him/her from membership in the Association.

ARTICLE XI - LEGAL AID

In order to provide legal counsel to the members of this Association, the Board of Directors shall adopt a legal defense benefit policy.

ARTICLE XII - AMENDMENTS

Section 1. Any amendment to these By-Laws shall be governed by those provisions set forth in Article XIII of the Constitution.

ARTICLE XIII - DUES DEDUCTIONS

Section 1. All elected members of the Board of Directors will have his/her membership dues reimbursed by the Palm Beach County P.B.A. while he/she is holding office if they fulfill the requirements of Policy 19-1.

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