

ARIZONA CORRECTIONS ASSOCIATION, INC.

CONSTITUTION

and

BYLAWS

June 23, 2009

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**ARTICLE I
NAME AND DURATION OF ASSOCIATION**

This Association shall be known as the Arizona Corrections Association, all so known as "ACA" an Arizona non-profit organization hereinafter referred to as the "Association". The Association shall be affiliated with the Arizona Police Association, NAPO and PORAC (Legal Defense Fund).

**ARTICLE II
OBJECTIVES OF ASSOCIATION**

Section 1: The objectives of the Association shall be to improve working conditions, wages, economic and personal security, to insure the safety of its members in the workplace, to promote the economic, legislative, educational, and political interest of its members, and to foster a sense of camaraderie among its members.

Section 2: To promote public safety, promote employee safety, enhance the professional development of Corrections personnel and the field of Corrections, while fostering professional relationship within the Department and the field of Corrections.

Section 3: The Association shall also defend and extend democratic institutions, procedures, and the civil rights of its members and maintain true allegiance and faith in the laws of the State of Arizona and the Constitution of the United States of America.

Section 4: The Association is open to all eligible employees of the Department and is not denied because of race, creed, color, gender, national origin, ancestry, religion or age.

**ARTICLE III
STRUCTURE OF ASSOCIATION**

The structure of the Association shall consist of the following:

- A. Members
- B. Chapters
- C. Executive Board of Directors

ARTICLE IV PURPOSE OF THE ASSOCIATION

Section 1: The Arizona Corrections Association believes that corrections officers, sergeants, and Arizona Department of Corrections' employees have the same Constitutional rights as other citizens of the United States and will constantly protect these rights.

Section 2: The Arizona Corrections Association believes that correctional officers, and Arizona Department of Corrections' employees are professional and constantly strive to upgrade the standards, wages, benefits, and working conditions to reflect the professional status.

Section 3: The Arizona Corrections Association will promote the interest of correctional officers, sergeants, and Department of Corrections' employees in the U.S. Congress, Arizona State Legislature, Counties, Towns, Local Government, Councils, Boards of Supervisors, Merit System Councils and Commissions, Police and Sheriff's Departments throughout the State of Arizona.

Section 4: The Mission Statement of the Arizona Corrections Association shall be: "To promote a positive role of the correctional officer, and Department of Corrections' profession through education, communication, and support of members. To serve and protect members by securing rights and benefits through diligent representation. To develop professional relationships with the community and local, state, and national governments."

ARTICLE V MEMBERS

Section 1: Active Member – The Association is a voluntary organization. Persons eligible to be members of the Association are any employee of the Arizona Department of Corrections ("ADC") with the rank of Major and below, [or the State of Arizona](#), including administrative, clerical, educational, maintenance and medical staff. Only an Active Member who is off of probation may hold any elected office and vote on any issue before the membership; however, probationary Active Members may serve on any standing or ad hoc committee at the discretion of the elected board. Active Members will receive all benefits of the Association including course of scope of employment criminal coverage, as long as the Active Member was a member at the time the criminal act allegedly occurred. Active Members who are not correctional officers through the rank of Major will receive all benefits of the Association excluding criminal coverage.

Section 2: Associate Member – Members within the Department of Corrections holding the rank of [ASSISTANT DEPUTY WARDEN](#) ~~Lieutenant~~ and higher (or Civilian Manager) shall be associate members and shall not hold elected office in the Association. These members may serve on committees and shall enjoy all the rights, privileges and benefits of the Association, excluding the right to vote. Members within the Department of Corrections holding the rank of Assistant Deputy Warden ("ADW") may be associate members if they were previously member in good

standing prior to their acceptance as ADW. They shall not hold elected office in the Association and are excluded from the right to vote.

Section 3: Retired Member – In maintaining the Association’s objectives to secure the personal security of its members, to promote the economic, legislative, educational, and political interest of its members, and to foster a sense of camaraderie among its members, retired Association members are eligible to maintain their membership within the Association. A “Retired” Association member shall mean an employee of ADC holding the rank as aforementioned and has retired from ADC OR **WHO WAS A MEMBER IN GOOD STANDING FOR 5 YEARS PRIOR TO HIS NON-RETIREMENT SEVERANCE FROM THE AGENCY**. Retired Association members shall be eligible only upon a showing that said retiree was a member of the Association, in good standing, for at least one (1) year prior to the date of retirement. Retired Association members shall not hold elected office in the Association, shall not have the right to vote, nor serve on a committee, unless the Association’s Executive Board shows justification for assigning a retiree to serve on a committee and unanimous agrees to such service. Retired Association members shall enjoy all the rights, privileges and benefits of the Association, excluding criminal representation provided through PORAC (a/k/a Legal Defense Fund). Retired Association members shall not be entitled nor qualify for the life insurance policy of ACA.

Section 4: Honorary Member – Any individual, not a correctional officer or a department employee, may be an Honorary Member of the Association. Honorary Members must be approved by the Board of Trustees and memberships are approved on the basis of the best interest of the Association. They are not eligible to vote or participate in membership meetings without prior approval from the Board They may not hold any elected office, or vote on any issue. If desired, Honorary Member may serve on a committee if approved by the Board. Because they are non-sworn and are not taking police action they are not eligible for Legal Defense Fund (PORAC) coverage or criminal defense coverage.

Section 5: Member in bad standing – Any member that falls behind in his dues for two (2) month period of time will be a member in bad standing and all the benefits of voting rights shall be cancelled. A member in bad standing will have thirty (30) days to repay all dues owed to the Association or be dropped from the rolls. A member in bad standing or member that has been dropped from the rolls for being in bad standing shall pay back all dues and assessments owed to the Association. A majority vote of a quorum of the Board, at a monthly board meeting, will be needed for a member to regain his original membership status, if he has been dropped from the rolls.

Section 6: Written Notice of Resignation – Members shall submit a written notice of resignation to the Secretary.

ARTICLE VI EXECUTIVE BOARD OF DIRECTORS

The Executive Board of Directors is made up of each of the Chapter Presidents as set forth, a President, Chief Executive Officer, Vice-President, Secretary, Treasurer and not more than seven (7) Trustees. All members of the executive board will have one equal vote.

Section 1: The Executive Board of Directors will meet at least once a year. The agenda will be: business, financial report, political action committee report, recruiter report, grievance report, chapter report and legislative report. The Executive Board shall have the power to administer the affairs of the Association by a majority of the executive board. The Executive Board shall have the power to authorize:

1. The expenditure of funds and the use of property of the Association for any objectives of the Association,
2. The borrowing of money and the pledging of property of the Association,
3. The making of guarantees,
4. The making of contracts,
5. The buying, selling, exchanging, renting, leasing or otherwise acquiring or disposing of real or personal property.

Section 2: The President of the Association shall ~~be~~ preside at meetings of the Executive Board of Directors. In the absence of the President, the Chief Executive Officer shall preside over the Executive Board meetings, oversee the vice president, coordinate and facilitate decisions of the executive board. The President shall be responsible for promoting the agenda of the Board to the membership. Represent and promote the Association's agenda to the public at the direction of the Executive Board. In the absence of a Chief Executive Officer the President shall hold both positions of President and Chief Executive Officer.

Section 3: The Chief Executive Officer (“CEO”) of the Association shall be the chief spokesperson and shall exercise general supervision over its property and affairs. The CEO shall sign all legal documents on behalf of the Association and shall do and perform all acts and things which the Board may require of him. Will assemble monthly meetings of the Executive Board of Directors. Appoint all committees and be an official member of all committees, including but not limited to: Finance committee, Grievance Committee, Political Action Committee, Recruiting Committee and Association and Chapter Elections Committee. Employ and discharge such administrative, technical, and other employees as may required pursuant to any existing contracts between the association and it employees and personnel rules adopted by the executive board. Have

such further powers in addition to those herein enumerated as are usual to the office. The CEO may appoint an alternate spokesperson as he deems appropriate. The CEO shall also be the ex-official of all standing committees. The CEO (or his appointed designee) actively promotes the interests of the Association by lobbying the Municipality Council, State Legislature, and other appropriate bodies; conducts promotion programs in support or oppositions to any legislation or legislators in the National, State, or local legislative bodies. The CEO will be responsible for communicating with the membership on a monthly basis, which may include email or through the association's website. The Chief Executive Officer is responsible for the day to day operations of the Association and shall exercise general supervision over its property and affairs.

Section 4: The Vice President shall act as President in the event of the President's death or inability to act, or at the request of the President, the Vice-President shall have the powers of the President. The Vice-President shall perform such duties as the President may imposed. The Vice-President will also chair all motions related directly to or referring to the President, or either complimentary or in condemnation of the President, and shall put all such motions to vote. Vice-President shall represent the interests of the Executive Board to the Chapter Presidents. Maintain and promote the goals of the Association and directions of the Executive Board. Coordinate recruiting activities with the Chapter Presidents of the respective chapters.

Section 5: The Secretary shall keep the minutes of the Association's membership and Board meetings and any other meetings that are held. The Secretary shall keep such books and records as the Bylaws, Memorandums of Understanding/Meet and Discuss Meeting Notes or any resolution that the President or Board may require the secretary to keep. The Secretary may appoint an assistant to be approved by the Board. Such assistant secretary, in the event of the Secretary's absence or inability to act, shall perform the duties and functions of the Secretary. The Secretary shall maintain a current membership list and advise on status of members. The Secretary shall review any Bylaw changes that are brought before the Association at membership and Board meetings. The Secretary shall be responsible for the providing of the official membership meeting minutes, Board meetings and any other meetings that are held to **ANY MEMBER WHO REQUEST THEM.** ~~the website publisher for view on the Association website.~~ If a Bookkeeper is retained, the Secretary shall work directly with the Bookkeeper to ensure the membership list is accurate.

Section 6: The Treasurer shall have custody and control of all the funds of the Association, subject to the action of the Board. The Treasurer shall perform such other services as the Board required. Shall oversee all financial accounts of the Association. Shall provide all financial information to the finance committee as it may require from the Treasurer. Make recommendations to the Executive Board on all expenses. Will submit a written monthly report, to the Executive Board, which shall include in an itemized list of all expenses related to the Association, the state of the finances of the Association which shall include all income and identify its-sources and all expenses (one time and recurring), including but not limited to: salaries, stipends, travel and meal expenses, operating expenses, rent payments and expenses of any description. In addition, the Treasurer shall

provide beginning and ending checking and savings balances, political action committee incomes and expenses and the legal fund balance held by the Arizona Police Association, and PORAC (Legal Defense Fund). Make all financial documents available to the membership upon request. Facilitate a yearly audit by an independent Certified Public Accountant. Keep accurate accounts of all financial transactions of the Association and receive all funds due and deposit in its name, as authorized by the Executive Board. If an Accountant is retained to facilitate the accounting books the Treasurer shall work with the Accountant to ensure the accounts are in order.

Section 7: Trustees may be up to seven (7) Trustees who shall serve on the Board of Trustees. Trustees have a right to vote at any Executive Board meeting and each Trustee will have one equal vote. 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. Trustees may be designated to complete specific assignments and/or chair appropriate committees including but not limited to Publisher, Recruiter, and be a Representative.

ARTICLE VII CHAPTERS

Section 1: The membership shall be divided into Chapters. Preliminarily, only each ADC complex shall have a Chapter. Parole shall be considered a separate facility, thereby constituting a Chapter. Each Chapter shall have a president who is elected by a majority vote of the membership within the Chapter to serve a three-year term. The Executive Board of Directors will oversee and conduct the election. Each Chapter President shall also serve as a voting member of the Executive Board.

ARTICLE VIII REMOVAL AND RECALL OF ASSOCIATION OFFICERS

Section 1: Removal from the Board – No officer or Board member shall be removed unless a violation of Article XXVII is charged and proven.

Section 2: Any request to remove an officer of the Board shall be submitted in writing to the Association at its regularly scheduled monthly membership meeting. A copy of such document shall be mailed to the accused Board member at no charge to the accused.

Section 3: In the event the alleged misconduct of the Board member is of such a serious nature that the exigent circumstances exist, as determined by the Board, and require immediate action, an emergency meeting may be called by any member of the Board. The Board may suspend the accused Board member pending the outcome of the disposition of the charges.

Section 4: Any officer or board member may resign or retire voluntarily and a replacement will be appointed in accordance with the provisions herein.

Section 5: Professional Consultants/Agents – The Board may appoint, hire, remove, and/or terminate certain individuals as professional consultants to advise them, as deemed necessary.

Section 6: Any elected or appointed member of the Executive Board of Directors, in a position that is subject to a general membership vote, shall be subject to recall from office at any time by a majority vote of the membership.

Section 7: Any member may submit a request for a recall petition to the Secretary. The request must state the name of the person 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 person, the Chief Executive Officer shall perform all duties of the Secretary under this section.

Section 8: 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 person must submit signatures from at least fifty percent (50%) 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.

Section 9: 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.

Section 10: 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 recall ballots along with statements from the affected officer and requesting member will be mailed to the active membership. All statements will be reviewed by the association's legal counsel for liability issues prior to distribution.

Section 11: The recall election will be conducted by the Association and Chapter Elections Committee in accordance with these bylaws and rules adopted by the committee.

Section 12: This article shall also apply to the recall of a Chapter President. However, in such a case, the member requesting the recall must be assigned to that Chapter and the petitions and vote, if any, shall only be among the members belonging to the Chapter.

Section 13: The membership, in disagreement with Board policy or Board decisions, may circulate a petition signed by one-third (1/3) of Active membership to contest a Board decision. This petition must be delivered to the Secretary thirty (30) days prior to the next scheduled membership meeting. The general membership will be advised in writing and/or in person as to the nature of the petition. The petition must contain the necessary amount of verified signatures, the grievance, and the recommended remedy. A majority vote of the membership will be required to change a board decision and such voting may be accomplished by ballot and/or general membership meeting.

Section 14: A tie vote of the Board may be resolved by a majority vote of membership. The Board, by two-third (2/3) vote, may request a membership tie-breaking vote. The general

membership will be advised as to the nature of the matter and the date of the membership meeting where the vote will be cast. A majority vote of the members in attendance at the meeting will be counted as the tie-breaker.

ARTICLE IX ELECTIONS OF OFFICERS

Section 1: Elections for members of the Executive Board shall be held every two years, **EXCEPT CHAPTER PRESIDENTS WHO SHALL SERVE THREE YEAR TERMS**. Only members who have maintained their membership with the Association for at least one year or more, have worked at least a year and half (1 ½) as an ACA representative and who are in good standing with the Association are eligible to run for an Executive Board position. All Executive Board of Director positions, except for the Chapter Presidents shall be elected on a majority vote of the entire membership. A member of the Executive Board shall hold office until a successor is elected and assumes office.

Section 2: Officers of the Association shall be the following: President; Vice President; Secretary; Treasurer; and seven (7) Trustees, all elected by general membership. A majority vote of those votes cast will be needed for each officer to fill each post. The seven (7) Trustees receiving the most votes shall be elected to the Board. In the event a tie occurs for the seventh Trustee post, a runoff election will be held to determine the seventh Trustee.

Section 3: The President shall appoint a special elections committee to set up, supervise, and count the ballots of the election of officers. The Committee may have input on a written election policy to be adopted by the board outlining the procedures for the election and guidelines for campaign statements.

Section 4: During any elected officers' term, if an officer resigns or is removed from office, the President may ~~appoint~~ **NOMINATE A MEMBER IN GOOD STANDING, WHO'S NOMINATION MUST BE APPROVED BY A MAJORITY OF THE BOARD**, to complete the officer's term. At the end of the term the position shall proceed through the election process.

Section 5: The elected officers of this Association will not be allowed to hold office in the Fraternal Order of Police or any other organization whose stated purpose is to represent employees in collective bargaining for wages, hours, and working conditions. Nor will the Fraternal Order of Police elected officials or the elected officials of any other organization whose stated purpose is to represent employees in collective bargaining for wages, hours, and working conditions be able to hold office in this Association.

Section 6: Term of office for Officers of this Association shall be two (2) years, and shall be staggered in compliance with this Article. Nomination for officers must be completed and turned in by the monthly membership meeting held in the month of **APRIL** ~~March~~.

Section 7: Nomination of officers shall be turned into the Association's business office or other location selected by the President no later than the monthly membership meeting held in the

month of ~~APRIL~~ ~~March~~ 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 fifteen (15) signatures of Active Members supporting the nomination.

Section 8: The election of officers shall occur in the month of ~~MAY~~ ~~April~~. New officers elected in ~~MAY~~ ~~April~~ may not take office until the date in July.

Section 9: No person shall be eligible for nomination unless has attended three (3) membership meetings in separate months during the twelve (12) month period and must be a member in good standing for at least six (6) months immediately prior to ~~APRIL 1st~~ ~~March~~-1st of the election year.

Section 10: Election of officer positions shall be staggered and held every year beginning April 2017. The election of officer positions shall be staggered accordingly:

A. Vice President, Treasurer and four (4) trustee positions shall be elected every two (2) years in the even years. Starting April 2018, the election of officer positions shall be Vice President, Treasurer, and four (4) trustee positions. Said elected positions shall take office in July, 2018 on the same day as the annual shift change occurs, and shall hold their office for two (2) years starting July, 2018.

B. President, Secretary and three (3) trustee positions shall be elected every two (2) years in the odd years. Starting April 2017, the election of officer positions shall be President, Secretary, and three (3) trustee positions. Said elected positions shall take office in July, 2017 on the same day as the annual shift change occurs, and shall hold their office for two (2) years starting July, 2017.

ARTICLE X COMMITTEES

The Association shall maintain the following permanent committees: (1) Association and Chapter Elections Committee, (2) Finance Committee, (3) Grievance Committee, (4) Political Action Committee, and (5) Recruiting Committee. Such other committees may be created upon recommendation of the Chief Executive Officer with a majority vote of the Executive Board of Directors.

Section 1: Association and Chapter Elections Committee -The Association and Chapter Elections Committee will create the rules, not inconsistent with these bylaws, to govern Executive Board and Chapter President Elections. The rules will be publicly announced to the membership and posted on the Arizona Corrections Association website at least 90 days prior to any election. The Association and Chapter Elections Committee will conduct and oversee all elections. The Association and Chapter Elections Committee shall ensure that all Executive Board Candidates are eligible pursuant to these bylaws. The Association and Chapter Elections Committee will prepare

reports to the Executive Board of Directors.

Section 2: Finance Committee- The Finance Committee will serve as a check on the expenses of the Association. The Finance Committee will establish rules and regulations regarding expenses and reimbursements and will post the rules and regulations on the Arizona Corrections Association website. Additionally, any proposed expense over \$500 must be approved by the Finance Committee. The Finance Committee will monitor Association expenses and will prepare reports to the Executive Board of Directors.

Section 3: Grievance Committee - The Grievance Committee is responsible for overseeing all facets of member grievances. At a minimum, the Grievance Committee will ensure ongoing grievance training for members, maintain a record of all grievances, assist members in handling grievances and will prepare a monthly report to the Executive Board of Directors.

Section 4: Political Action Committee - The Political Action Committee shall keep record of all contributions and expenditures and will make reports in accordance with Arizona and State Campaign Finance laws. Additionally, the Political Action Committee will prepare the Association's political strategy to include reviewing candidates and issues and advising the Executive Board of Directors.

Section 5: Recruiting Committee - The Recruiting Committee is responsible for acquiring new members and retaining existing members. The Recruiting Committee shall conduct and oversee internal organizing, alone and in conjunction with Arizona Corrections Association. The Recruiting Committee shall prepare a monthly membership report to the Executive Board.

Section 6: Any new and necessary committees to deal with Association business and issues will be created and administered as necessary by the Board of Trustees. Members and the chairman of the committees will be appointed by the President with the approval of the Board of Trustees.

ARTICLE XI delete

VACANCIES

(recommend strike this entire Article)

~~Section 1: Any vacancy occurring on the Executive Board of Directors, to include Chapter Presidents shall be filled by appointment. The remaining members of the Executive Board of Directors shall appoint (by a majority vote) a member of the Association, to serve a term not to exceed 120 days.~~

~~Section 2: An election shall be held within this time period to select a successor in accordance with the Bylaws and rules established by the Association and Chapter Elections Committees.~~

ARTICLE XII-XI

CALLS AND NOTICES OF MEETINGS

Section 1: 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 and emailed to the members of the Board. The Secretary shall prepare the meeting notices and arrange for their posting and delivery.

Section 2: Special meetings of the Board of Directors may be called by the President or by five (5) members of the Executive Board of Directors. Notice of such meeting shall be given to each Board Member via email and telephonically at least twenty-four (24) hours before the time fixed for the meeting and such notice shall advise each Board Member as to time, place and general purpose of the meeting. ~~No notice need be given of a regular meeting of the Board.~~

Section of 3: Special Meeting Notice – At least ten (10) days (inclusive of the date of the meeting) before the date of any special meeting of the membership, the CEO or a designee shall cause a written notice setting forth time, place, and general purpose of the meeting, to be delivered by writing addressed to each member of the Association

Section 4: Annual Membership Meetings – The Board shall set these meetings at the end of each year for posting on the Association website and bulletin boards at the beginning of the new year. Notice of the membership meetings will also be sent to members through email. Annual membership meeting notices may be published in the Association’s annual newsletter.

Section 5: General Membership Meetings – There may be a monthly meeting held for general membership. The day, time, and location shall be set by the CEO or the designee.

Section 6: 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. A general membership meeting may be called 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 an emergency general membership meeting, a notice of the general purpose and the outcome of the meeting will be posted on the association bulletin boards and/or website.

Section 7: All informalities and/or irregularities in calls, notices or meetings and credentials and/or ascertaining those present shall be deemed waived, if no objections are made at the meeting.

Section 8: At the 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 board meeting.

ARTICLE ~~XIII~~ XII **QUORUM**

A quorum of Executive Board members is required for all issues to be voted upon by the Executive Board of Directors. A quorum is a **MINIMUM OF FIVE (5)** ~~majority of the members of~~

the Executive Board of Directors. Members may vote in in person, via telephone, video conferencing, e-mail or electronic survey program.

ARTICLE ~~XIV~~—~~XIII~~ **THIRD PARTY BENEFITS**

Section 1: The ACA is affiliated with outside organizations (“third party”) that provide financial funds, contributions and/or benefits to correctional officers. These third party organizations are contacted by and through the ACA Executive Board to facilitate such benefits when an ACA member has been injured and needs financial assistance.

Section 2: The ACA Executive Board shall vet all requests for third party benefits. Only ACA members in good standing shall be eligible to participate and/or receive third party benefits and contributions. An eligible ACA member is defined according to Article V of this document. Those that do not meet the qualifications of Article V shall not be eligible to participate and/or receive third party benefits and contributions.

Section 3: In order to ensure credibility, ACA shall review the circumstances of each incident prior to voting and requesting financial funds from third parties. Third party benefits and contributions shall be voted upon at a regular or special meeting of the Board and shall pass only upon a majority vote.

ARTICLE ~~XV~~—~~XIV~~ **BARGAINING**

Every member of the Association shall be deemed to have authorized the Association to act as his or her sole negotiating agent for the purpose of executing agreements with reference to wages, hours, and other conditions of employment. The member shall be bound by the terms of such agreements.

ARTICLE ~~XVI~~—~~XV~~ **DUES AND ASSESSMENTS**

~~The Executive Board may set dues and initiation fees for the membership, provided that such dues and initiation fees are approved by a majority of the members voting by secret ballot in an election held for that purpose. A majority shall consist of fifty percent plus one vote. For the betterment of the Association, the Executive Board may increase the dues of new members without a vote of the membership; however, such increase of dues shall not be retroactive to current members unless there is a majority vote of the members who vote.~~ **REPLACE WITH:**

Section 1: Dues Structure – The dues of Active and Associate Members will be determined by the Board of Trustees at the annual meeting of the Board of Trustees and become effective the first month of the calendar year following the annual meeting. **THE BOARD MAY DETERMINE DUES FOR NEW MEMBERS EXCLUSIVE TO CURRENT MEMBERS.**

Section 2: Honorary Member Dues – The Board will determine the amount of yearly assessment for Honorary Members.

Section 3: Retired Member: The Board will determine the amount of yearly assessment for Retired Members.

ARTICLE ~~XVII~~ XVI BYLAW AMENDMENTS

These bylaws may be amended by a favorable vote of a majority of the membership voting. Such vote shall be by secret ballot after such amendments have been submitted in writing and entered upon the minutes of the Board of Directors meeting. Notice by publication of the proposed change or changes and the date of the balloting shall occur at least thirty days prior to the date selected for the balloting.

ARTICLE ~~XVIII~~ XVII ASSOCIATION REPRESENTATIVES

Section 1: Duties – The Association Representatives shall keep the members informed on the Association and assist the members with any problems concerning the Association. He actively promotes and recruits new members. He shall also assist any member during a grievance at the direction of the Representation Committee Chairman.

Section 2: Meetings – Representatives will be required to attend at least three (3) membership meetings during the fiscal year. Failure to attend three (3) of the monthly membership meetings during a fiscal year without notifying the President may cause the President to replace the representative and appoint a new one. If such representative wants reinstatement, he must appear before the Board, or submit in writing to the Board, a request for reinstatement as a representative. Such replaced representative may be reappointed at any future time if a vacancy occurs.

Section 3: Vacancies – If the position of Association Representative becomes vacant, such vacancy shall be filled by the Grievance Chairman and approved by the CEO.

~~**ARTICLE XIX**~~
DUES

(strike, move in part to Article XVI)

~~Section 1: Dues Structure – The dues of Active and Associate Members will be determined by the Board of Trustees at the annual meeting of the Board of Trustees and become effective the first month of the calendar year following the annual meeting.~~

~~Section 2: Honorary Member Dues – The Board will determine the amount of yearly assessment for Honorary Members.~~

~~Section 3: Retired Member: The Board will determine the amount of yearly assessment for Retired Members.~~

~~**ARTICLE XX**~~ **XVIII**

BUDGET AND EXPENDITURES

Section 1: Mandatory Budget and Fiscal Year – The fiscal year will start July 1st of each year. A review of the financial status of the Association must be presented to the membership at the annual meeting in the month of December.

Section 2: Association’s Financial Status – A mandatory compilation, review, or opinion audit by an independent CPA approved by the Board of Trustees is required. The compilation and review can be included in the presentation to the membership at the annual meeting in the month of December.

Section 3: Any expenditure over what has been authorized by the budget must be approved by a majority vote of the Board of Trustees.

Section 4: Checks up to and including one hundred and fifty dollars (\$150.00) will be signed by either the Treasurer, Vice President, or the President. Checks for more than one hundred and fifty dollars (\$150.00) must require the minimum authorization of two Board members. All exceptions will be documented to the Board. All checks and charges over one hundred and fifty dollars (\$150.00) with the exception of any fixed or consistent payments must have the approval by a majority vote of the Board members. Approval may be obtained through telephone, email, or text message contact in a timely manner.

Section 6: Checks, charges, or withdrawals on any ACA account will be for legitimate association business only.

Section 7: The Executive Board of Directors will be required to submit and adhere to a yearly balanced budget to be presented to the membership for each fiscal year.

**ARTICLE ~~XXI~~—~~XIX~~
BENEFITS**

Section 1: The Association may provide benefits at a reasonable cost to the membership, as is discretionary to the Board. The Board has the authority to deny benefits for cause.

Section 2: Free Legal Representation – The Association may provide legal assistance for its members on any justifiable grievance with the municipality according to the legal policies as established by the Board of Trustees. If a member has been terminated or suspended and the action is being appealed, said member shall continue to pay dues to the Association as a condition of continued representation.

**ARTICLE ~~XXII~~—~~XX~~
PROPOSALS AND LABOR RELATIONS**

Section 1: The Negotiation Committee shall negotiate wages, benefits and working conditions pursuant to the State’s Meet and Confer policy. The Negotiation Committee shall be composed of by designees of the President and any other individuals appointed by the President and approved by the majority of the Board of Trustees.

Section 2: Meet and Confer agreements may be submitted to the unit members for approval. The agreement must be approved by a majority of the unit members attending the meeting and/or any other method established by the Board of Trustees. Unit members will be notified at least two weeks in advance of the meeting or opportunity to vote on the proposed agreement.

Section 3: Job Actions – The Board of Trustees cannot sanction a job action. A job action is defined as any activity that disrupts, speeds up, slows down, or stops the normal activity and duties of on-duty police personnel.

**ARTICLE ~~XXIII~~—~~XXI~~
CONFLICT OF INTEREST**

Section 1: A conflict of interest shall exist when an officer, member, employee, and/or agent of ACA cannot act in the best interest of ACA due to association with any person, organization,

business and/or legal entity. Conflict of interest shall render the officer, member, employee, and/or agent unable to act on behalf of ACA as it relates to dealings with the other person, organization, business, and/or legal entity.

Section 2: When any officer, member, employee, and/or agent of ACA believes a conflict of interest may exist, he or she shall immediately cease acting on behalf of ACA as it relates to the potential conflict and notify the Board of Trustees in writing. The Board of Trustees may or may not, in its direction, seek an opinion from its legal advisor; the opinion shall be in writing and advisory only the Board of Trustees.

Section 3: If after a vote of the Board of Trustees, the conflict of interest is deemed to exist, the officer, member, employee, and/or agent of ACA shall not resume representation of ACA as it relates to the conflict, however, said officer, member, employee, and/or agent shall have all the authority and powers to act in other areas not related to the area of conflict.

Section 4: This article shall control and supersede all other articles relating to the powers of authority of officers, members, employees, and/or agents of ACA.

ARTICLE ~~XXIV~~—~~XXII~~ SOLICITATIONS

The Arizona Corrections Association may engage in telephone solicitations for fund raising purposes by a majority vote of the Board.

ARTICLE ~~XXV~~ ~~XXIII~~ LIABILITY

No officer or member of the Association shall be held personally liable for an action or inaction of the Association or any action or inaction of his/her taken on behalf of the Association.

ARTICLE ~~XXVI~~—~~XXIV~~ DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, The Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization

or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(5) of the internal Revenue Code of 1986, as the Board of Directors shall determine or as provided in the Articles of Incorporation.

ARTICLE ~~XXVII~~—XXV
MISCONDUCT, MALFEASANCE, MISFEASANCE,
OR NONFEASANCE OF ANY MEMBER

Section 1: The following shall constitute Misconduct:

- A. Refusal or intentional failure to comply with or abide by the provisions of the Constitution and Bylaws or official decision of the Board of Trustees
- B. Committing of any act of fraud, embezzlement, or misappropriation of any funds of property or other thing of value belonging to the association, or refusing or intentionally failing 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.
- C. Filing false charges against any officer, member, representative, consultant, agent, or employee of the Association, provided, however, that it is understood that for the purpose of this provision 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.
- D. Committing any physical assault upon any officer, member, representative, consultant, agent, or employee of the Association while such person is engaged in the performance of his duties for 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 intention or willful failure to act by an official or representative of the association in connection with his official duties or as directed by the Board of Trustees.

Section 5: Who may prefer charges:

- A. Any member in good standing may prefer charges under the provisions of this article.

Section 6: Who may be charged:

- A. Any member of the Association may be charged with misconduct.
- B. Any official or representative of the Association may be charged with malfeasance, misfeasance, or nonfeasance.

Section 7: Proper form and filing of charges:

- A. To be properly filed, charges must be filed in writing and signed by the charge member/s. The charging document must specifically state the act/s alleged to constitute a violation of this section. Also, it must specifically identify by article and section number, the provisions of the Constitution and Bylaws which are alleged to have been violated.
- B. In the event an alleged violation involves established policies, decisions or governing principles of the Association which are not set forth in the Constitution and Bylaws, the charging document shall so state.
- C. A copy of the charging document filed against any person shall be sent by certified mail to the Board of Trustees or the Trial Board and the accused.

Section 8: Response to Charges:

- A. The accused shall have thirty (30) days from the postmarked date of the certified letter containing the charging document to respond to the charges. The response must be filed in writing and delivered to the Trial Board by certified mail or hand carried. If the accused fails to respond, the charges shall stand as filed.
- B. The accused may deny the allegation/s, in which case a Trial Board shall convene no sooner than thirty (30) days and no later than forty-five (45) days from the postmarked date of the certified letter or date of delivery. If more than one person is charged, the Trial Board may hear the matter in a single session.

Section 9: Trial Boards:

- A. The Trial Board shall be seven (7) Association Representatives, selected by lottery, excluding any Trustee or officer who is accused.
- B. The Trial Board shall hear all evidence and arguments presented at the hearing. The Trial Board shall conclude the trial as soon as practical then assemble in private for consideration of its findings and penalties, if any.
- C. 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 penalty, if any, to be imposed.

- D. 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 state a penalty to be imposed, if any.
- E. Prescribed penalties shall be either a reprimand, suspension from office, removal from office, suspension from membership, or expulsion from the Association.
- F. The decision of the Trial Board is final.

PLEDGE AND OATH OF OFFICE

I _____, understand that in order to take the position of _____ of the Arizona Corrections Association I must affirm to

the following:

1. I understand that I cannot have had any felonies in the past, nor may I have any guilty pleas or *nolo contendere* (no contest) pleas of a felony charge in the present or future while holding office on the Arizona Corrections Association Board. I understand that if I am found guilty of a felony I will be immediately removed from my position on the Arizona Corrections Association Board.
2. I understand that I am an agent of the Arizona Corrections Association and am bound to the principles and ideologies of the Association.
3. I affirm that I am not **AN OFFICER** ~~member~~ of any competing employee organization.
4. I acknowledge that I have received a copy of the Arizona Corrections Association's By-Laws and understand that I have a fiduciary duty to maintain the integrity of the Association.
5. I understand that the purpose of the Association is assist, and represent Arizona Corrections Association members and maintain their trust within the Association.
6. I hereby pledge and solemnly affirm that I _____ will not recruit members away from the Arizona Corrections Association nor use my position to undermine the Association.

Pledged and Affirmed this day _____ of _____, 20_____.

Print Name

Signature