

CONSTITUTION AND BY-LAWS
of the
COLORADO POLICE
PROTECTIVE ASSOCIATION

Amended and Restated July 1, 2015

ARTICLE I
NAME AND MISSION

SECTION 1. NAME: The organization shall be known as the Police Protective Association of Colorado, Inc., and may also be known as, and operate under the trade name, the Colorado Police Protective Association ("Association").

SECTION 2. MISSION: The Association shall endeavor to enhance the profession of law enforcement and the status of the peace officer in Colorado. ■

ARTICLE II
BOARD OF DIRECTORS

SECTION 1. AUTHORITY OF BOARD OF DIRECTORS: The Board of Directors of the Colorado Police Protective Association shall have primary authority for management and welfare of the Association in order to ensure that the mission and purpose of the Association is accomplished. The Board of Directors shall have the duty and the authority to direct the expenditure of Association funds, to hire and supervise paid staff, contractors and volunteers who shall serve at the pleasure of the Board, to appoint a lobbyist by employment or by contract, in the discretion of the Board, and to authorize and appoint members and chairpersons to such committees as the Board of Directors deems necessary and in the best interest of the Association:

SECTION 2. NUMBER OF DIRECTORS: The Board of Directors of the Association shall consist of up to 11 individuals elected pursuant to these by-laws. All of whom shall be active or retirees members in good standing in the Association.

SECTION 3. OFFICERS: The officers of the Board of Directors and the Association shall consist of the President, Vice-President, Secretary, and Treasurer. The Officers of the Association shall be elected annually from the members of the Board of Directors by a majority vote of the Board of Directors.

SECTION 4. DUTIES OF THE DIRECTORS (AT LARGE): The Directors (at large) who do not hold officer positions shall assist the President, Vice-President, Secretary, and Treasurer with the general duties of the Board of Directors. They shall be responsible for the chairmanship of certain committees as and if appointed by the Board of Directors.

SECTION 5. QUORUM OF BOARD: A quorum for meetings of the Board of Directors shall be five members of the Board.

SECTION 6. ELECTRONIC PARTICIPATION: One or more directors, including officers, may participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may hear each other during the meeting. A director participating in a meeting by such means is deemed to be present in person at the meeting.

SECTION 7. TERMS OF OFFICE OF DIRECTORS: Directors of the Association shall each be elected to a two-year term by a vote of the membership as provided herein, either through open or closed ballot as designated by the active membership. The election for members of the Board of Directors will be held at the annual meeting of the membership ("General Business Meeting"), and those so elected will assume their positions immediately. In order for any member of the association to be elected to an office, they must carry a plurality of voted cast during the election held at the General Business Meeting.

SECTION 8. NOMINATION: Any active or retired member may be nominated for the Board of Directors by having his/her name placed in nomination. Retirees may hold up to two positions on the Board of Directors and will be eligible to hold an office if elected by the current board. Verbal nominations may be made at the same meeting at which the election is held.

SECTION 9. STAGGERED TERMS: Director positions shall be open for nomination and election on an alternate basis to ensure staggered terms for the Board of Directors so that, to the extent possible, only approximately one-half of the Directors' positions are eligible for election each year.

SECTION 10. LIMITATIONS ON DIRECTORSHIPS BY DEPARTMENT: There shall be no more than two members serving on the Board of Directors from any one law enforcement agency. If a member's name has been placed in nomination for a position on the Board of Directors and his/her election would cause there to be more than two members of his/her agency to serve concurrently on the Board of the Association, then his/her name shall be removed from the nomination.

SECTION 11. REPLACEMENT OF DIRECTORS:

- A. The Board of Directors may, during any meeting, remove from office any member of the Board who:
- 1) is no longer eligible for active or retired member in the Association;
 - 2) violates provision of these bylaws;
 - 3) has been found guilty of a felony;

- 4) fails to attend scheduled meetings, special meetings, or the General Business Meeting; (For purposes of this subsection, "fails to attend" means more than 2 unexcused absences of any type in a one-year period.); or
 - 5) for any other cause which the Board of Directors views as a violation of ethics of the Association.
- B. In the event a member of the Board of Directors is removed pursuant to this section or resigns, the President may appoint an active or retired member of good standing in the Association to the position. Such appointment will be at the meeting at which the Board member was removed or the next scheduled General Business Meeting. The member appointed by the President will serve in that position until the next General Business Meeting where it will be filled by a vote of the delegates and, in order to retain staggered terms for the Directors, the person voted to fill the position shall serve only until the next regularly scheduled election of the Director whose position was filled by appointment.

ARTICLE III
TRUSTEES

SECTION 1. ELECTION AND AUTHORITY OF TRUSTEES: In addition to the Board of Directors, there shall also be an indefinite number of elected trustees who shall act in an advisory capacity to the Board of Directors but who shall not have a vote as a director. The trustees of the Association will be appointed by vote of the active membership during the General Business Meeting. There shall be no limitation on the number of terms any trustee can serve, nor shall there be any limitation on the number of trustees that may be elected.

SECTION 2. DUTIES OF THE TRUSTEES: The Trustees of the Association shall serve as the primary points of contact on all matters of the Association in the event the respective department or association is not represented by a member of the Board of Directors. The Trustees may assist the Board of Directors in the planning of Association events.

SECTION 3. TERM AND NOMINATION: The Trustees of the Association shall be elected to three-year terms by a vote of the membership as provided herein, either through open or closed ballot as designated by the active membership. Any active or retired member may be nominated for a Trustee position by having his/her name placed in nomination. Nominations for Trustee positions shall be made either in written or verbal form by active members of the Association. Verbal nominations may be made at the same meeting at which the election is held.

ARTICLE IV
DUTIES AND RESPONSIBILITIES OF OFFICERS

SECTION 1. DUTIES OF THE PRESIDENT: The President of the Association shall preside at all meetings of the Board of Directors and at all meetings of the Association. The President shall see that the provisions of this Constitution and By-Laws are strictly adhered to; that any and all resolutions are promptly and properly executed; and shall report all progress and activity of the Association at the General Business Meetings.

SECTION 2. DUTIES OF THE VICE PRESIDENT: The Vice President shall perform all duties and enjoy all the powers of the President in the event of his/her absence, removal from office, death or inability to act.

SECTION 3. DUTIES OF THE SECRETARY: The Secretary will be responsible for the following duties:

- A, Correctly record the minutes of all meetings.
- B. Maintain or ensure the maintenance of a roster of all members in good standing.
- C. Oversee the maintenance of or maintain a complete and current copy of the Constitution and By-Laws of the Association and have any revision to the Constitution or By-Laws published after any General Business Meeting in which a change in enacted.
- D. Ensure that minutes of all meetings are sent to Board members for review at least five (5) days prior to the next scheduled Board meeting.

SECTION 4. DUTIES OF TREASURER: The Treasurer will be responsible for the following duties:

- A. Oversee the accounting of the funds of the Association and render an accounting at each General Business Meeting.
- B. Have the financial books audited by a Certified Public Accountant and distribute the auditor's report to the Board of Directors for their approval.
 - 1) An audit shall be accomplished annually.
 - 2) A full audit shall be accomplished every three (3) years.

ARTICLE V MEMBERSHIP

SECTION 1. CATEGORIES OF MEMBERSHIP: There shall be four (4) categories of Association Membership: Active, Retired, Associate and Honorary.

- A. **ACTIVE MEMBERS:** The active membership of the Association shall include any person meeting the standards defined by Colorado Revised Statutes, and who is certified by the Peace Officer Standards and Training Board (P.O.S.T.). Eligible members shall be employed in any of the following positions: chief of police, police officer, sheriff, undersheriff, deputy sheriff, Colorado state patrol officer, town marshal, deputy town marshal, the director of the Colorado Bureau of Investigation, Colorado wildlife officer, Colorado parks and recreation officer, Colorado police administrator or police officer employed by the Colorado Mental Health Institute at Pueblo, Attorney General criminal investigator, university police officers, community parole officer, and the Department of Corrections inspector general. Any person meeting these prerequisites may, upon application in writing to the Secretary of the Association on the prescribed forms, and upon paying the established membership fee, become a member of the Association. An Active member of the CPPA who laterally transfers from one agency to another within a reasonable period, not to exceed ninety (90) days, following the effective date of resignation or termination of employment and who immediately becomes or remains an Active CPPA member at the second agency, shall be entitled to any and all benefits in effect during the member's employment at the initial agency for any event occurring while the Active member was employed as a Peace Officer at the initial agency.
- B. **RETIRED MEMBERS:** Retired members of the Association shall consist of those members who were previously ACTIVE or Associate members of the Association in good standing, who retired in good standing as a certified Colorado peace officer other than for reasons of mental instability, and who, immediately before retirement, possessed peace officer powers. Retired members shall be entitled to all privileges and benefits of Association membership unless specifically limited herein. Retired member's dues for Association membership shall be one-half of the dues paid by ACTIVE members.
- C. **ASSOCIATE MEMBERS:** Associate membership in the Association shall consist of those public safety employees who do not meet the requirements of the Active or Retired membership. Associate members are eligible for all benefits of Association membership except Associate members do not have voting privileges or death benefits and cannot hold office in the Association. Membership fees for Associate members are the same as an Active member. (Examples of Associate members would be district attorneys, district attorney's investigators, corrections officers, out of state law enforcement officers, federal officers, public safety support employees such as dispatchers, records clerks, civilian crime scene or accident investigators and the like, and retired law enforcement officers who do not meet the retired member qualifications.)
- D. **RESERVE MEMBERS:** The Reserve membership of the Association shall include any person meeting the requirements of C.R.S. section 16-2.5-100(1)(b). A reserve police officer, a reserve deputy, and a reserve deputy Town Marshal are all eligible for Reserve Officer

membership status. A Reserve member must be authorized by a Colorado city, county, town, city and county, or state institution of higher education to act as a reserve police officer, reserve deputy sheriff or a reserve town marshal for certain specific and limited periods of time while the person is authorized to be on-duty and acting at the express direction or under the direct supervision of a fully P.O.S.T.-certified peace officer and shall, at a minimum, possess reserve certification from the P.O.S.T. Board as a reserve officer. Any person meeting these prerequisites may, upon application in writing to the Secretary of the Association on the prescribed form, and upon paying the established membership fee, become a Reserve Member of the Association. Reserve Members of the Association shall be eligible for the Association's Vest Program and Death Benefits, but do not have voting privileges, cannot hold office as member of the Association Board of Directors, and are not eligible to participate in the Association's scholarship program.

- E. HONORARY MEMBERS: Honorary membership in the Association is awarded to individuals who have demonstrated outstanding support for the law enforcement profession and the Association through actions which may include financial support, work effort to help achieve the purpose and goals of the Association, outstanding accomplishments in the law enforcement profession, or any other meritorious action deserving of recognition. Honorary membership may be awarded by the Board of Directors after submission of the name of the nominee to the Board of Directors by any active or retired member along with a written statement of the reason for the request for the award. The Board of Directors may vote on the application at any Board meeting or at a General Business Meeting. If approved, the recipient will receive a certificate announcing the award at a General Business Meeting. Honorary members do not have voting privileges, and are not entitled to receive death benefits, or scholarship benefits. Honorary members are not eligible to hold office in the Association.

SECTION 2. FALSE STATEMENTS: Any false statements or misrepresentation on the application for membership into the Association will cause the application and any death benefit or other benefit to which such member may otherwise have been entitled to be void.

SECTION 3. MEMBERSHIP DUES: Membership dues shall be due on January 1st of each year. If the dues are not paid or arrangements are not made to pay them by March 1st, the member shall be declared in default by the Treasurer and will be dropped from the membership rolls without further notice at which time he/she shall forfeit all rights to past, present, or future benefits of membership in the Association.

Effective January 1, 2012, Association annual dues shall be \$60.00 per year. Effective January 1, 2013, and beyond, Association annual dues will be calculated using the following formula:

Prior year dues plus an increase equal to the prior year dues multiplied by a percentage equal to the increase statewide average salary of a five year officer (percentage to be determined by latest available information obtained from Colorado Municipal League salary survey sources and/or comparable and/or reputable official sources.)

As an example, for 2013, dues will be calculated as follows:

\$60.00 (2012 dues)

+(\$60 x %)

-2013 dues

% = one year % increase of statewide average salary increase of a five year officer — (latest information available)

SECTION 4. MEMBERSHIP RENEWAL: On or about December 1 of each year, the Association will mail to each member a membership renewal -notification. It shall be the member's duty if he/she desires to continue membership in the Association to return the completed card to the Association with the correct annual dues payment by January 1.

- A. If the member's Association/Department pays for their dues, the Association/Department will be so notified and billed. ▼
- B. In the event that the Association/Department fails to pay the dues, the member will be notified and it will be his/her responsibility to pay their dues in order to keep the membership current.

ARTICLE VI DEATH BENEFITS

SECTION 1. DEATH BENEFITS: Every active or retired member of the Association in good standing, and who has been a member in good standing of the Association for one year, will be entitled to a death benefit of Five hundred Dollars (\$500.00) payable to his/her named beneficiary, or his/her estate upon his/her death in accordance with this Article.

SECTION 2. LINE OF DUTY DEATH BENEFITS: In the event the member's death is determined to be in the line of duty, the Association shall issue a benefit directly to the family of the deceased member to help defer the expenses of attending the National Law Enforcement Memorial ceremonies at the time the member's name is placed upon the memorial, should the family elect to attend the ceremony.

SECTION 3. DETERMINATION OF BENEFICIARY: Every person entitled to the death benefit authorized by this Article must designate in writing a beneficiary and such member may at any

time change his/her beneficiary in writing. Upon the death of any active or retired member who was in good standing, bound by the provisions hereof, the beneficiary last named in writing by the member shall be paid the death benefit. When a member fails to name a beneficiary, the entire benefit will be paid to the member's spouse. If there is no spouse, the benefit will be paid to the then-living children of the member equally. If there are no then-living children, the benefit will be paid to the Association's Scholarship fund in the deceased member's name. In no event shall these provisions supersede the laws of the State of Colorado.

ARTICLE VII
BY-LAWS, MEETINGS & ORDER OF BUSINESS

SECTION 1. POWER TO ALTER, AMEND, AND REVISE BY-LAWS:

- A. Association Members shall have the power, during any General Business Meeting, to alter, amend or revise the Constitution and By-laws of the Association, but the same shall not be amended or revised except by a two-thirds vote of the members of the Association present and entitled to vote.
- B. Introductions from the floor introducing a discussion, motion, or a vote to change this Constitution and By-laws of the Association are prohibited. Only those motions presented for placement on the agenda of the General Business Meeting, three weeks in advance of the General Business Meeting will be considered. The purpose of this subsection is to preclude a short notice vote on any subject or issue without the opportunity of the Board and the general membership present to give due regard to, and careful consideration and discussion of said proposal.

SECTION 2. QUORUM REQUIREMENTS:

- A. Five (5) Board members shall constitute a quorum for the transaction of business at all meetings other than the General Business Meeting.
- B. A simple majority of the Board shall constitute a quorum for the conduct of business at a General Business Meeting.

SECTION 3. ORDER OF BUSINESS: The order of business conducted at a General Business Meeting of the Association shall be solely and entirely the prerogative of the President.

SECTION 4. ORDER AT MEETING:

- A. The President or designated presiding officer shall preserve order in the quorum. All questions of order shall be decided by him/her, subject to an appeal by any active or retired member of the Association.

- B. During a meeting, every member, while speaking, offering a motion, or appealing a decision of the Board of Directors, shall rise in his/her place, address the presiding officer, state their motion or question of a Board of Directors decision and when finished shall resume in their seat. When a member is speaking, the President will ensure that all discussion is confined to the motion or question under debate. If anyone interferes with the member or attempts to introduce other business before the business at hand has been satisfied, that person will be ruled out of order by the presiding officer.

SECTION 5. VOTING ON MOTIONS: During any business session of a General Business Meeting, all active and retired members may vote upon any motion, each such member being entitled to one vote.

SECTION 6. PROTESTING THE CONDUCT OF BUSINESS:

- A. If any member of the Association wishes to protest the conduct of any business or decision made by the Board of Directors or by the Association during a meeting, he/she may ask for a vote. A vote to overrule, amend, or alter the conduct of business must be passed by a two-thirds majority of the votes cast by members present and entitled to vote.

- B. If any member of the Association wishes to protest the conduct of business or a decision made by the Board of Directors or the Association at a time other than at a meeting, he/she must submit a letter of protest to the President through the Secretary for his/her consideration at the next regularly scheduled meeting. If the business, which has been protested, is determined by the President to be such importance that it should require immediate attention, the President shall call a special meeting of the Association to resolve the issue.

SECTION 7. SPECIAL MEETINGS: When the President calls for a special meeting of the Association, all members will be notified by the Secretary.

- A. Only the item(s) under protest may be brought up for discussion during a special meeting.

- B. After discussion, a vote may be called for. If the vote is an attempt to amend or alter a decision made by the Board of Directors, a two-thirds majority of the votes cast by the

members present and entitled to vote is required to amend or alter the Board of Directors' decision.

ARTICLE VIII
OPERATIONAL EXPENDITURES

Expenses incurred by any person or member of the Association while on official' business of the Association shall, at the discretion of the Board of Directors, be paid either a total or a pro rata amount of those expenses incurred as a result of said official business.