

Montana Crime Prevention Association

Bylaws

Article I Name

Section 1. Name: The name of the organization shall be the Montana Crime Prevention Association, to be referred to, throughout these documents, as the Association or MCPA. MCPA is a nonprofit organization organized and operated for charitable and educational purposes within the meaning of section 501(c) 3 of the Internal Revenue Tax Code in the laws of the State of Montana. This Association is incorporated under, and shall be operated according to, the Montana Nonprofit Corporation Act.

Article II Offices

Section 1. Principal Office: The principal office for MCPA shall be located in the State of Montana as designated by the Council.

Section 2. Other Offices: MCPA may have other offices that the Council may designate or those that business of MCPA may require from time to time.

Article III Purpose

Section 1. Vision Statement: MCPA is recognized as the driving force in promoting and advancing sustainable crime prevention programs and in enhancing public safety through progressive resources and training tailored to address local needs throughout the Tribal Nations and the State of Montana.

Section 2. Mission Statement: MCPA is a professional organization encompassing community representation at all levels dedicated to providing collaborative partnerships and education that addresses, encourages, and supports crime prevention efforts throughout the Tribal Nations and across the State of Montana. We exist to promote comprehensive awareness about the role that effective crime prevention plays in improving the quality of life for all.

Article IV MCPA Membership

Section 1. Eligibility: MCPA membership shall be open to all individuals, agencies, and organizations with a focus on crime prevention and public safety and whose interests are aligned with the interests of the Association.

Section 2. Honorary Life Membership: Honorary memberships may be bestowed upon any person or organization that has performed outstanding service in the field of crime prevention or to the Association, as deemed appropriate by a majority vote by the Council. An individual or organization must first be nominated by two (2) Council members to be eligible for an honorary life membership. The vote will be held at the next quarterly meeting. An absentee vote may be submitted in writing and submitted to the President, Vice-President, or Secretary at least forty-eight (48) hours prior to the scheduled meeting as stated in Article VII, Section 7, titled “Voting.”

Section 3. Fees/Dues: Every year at the annual meeting the Council members will determine the following year’s membership fee or due.

Section 4. Code of Conduct: All MCPA members shall abide by the approved MCPA Standing Rules & Guiding Principles. Should a member act against these rules and principles, act against the best interest of MCPA, or use MCPA in any manner for their own personal benefit or profit, they will be subject to suspension or removal from MCPA, as stated in Article IV, Section 6, titled “Member Suspension and Removal.” MCPA shall not be held accountable for actions conducted by MCPA members that are not associated with MCPA business.

Section 5. Resignation: Any member desiring to withdraw from MCPA shall submit his/her resignation in writing to the Secretary or President.

Section 6. Member Suspension and Removal: Any member may be removed by a two-thirds (2/3) vote by the Council whenever it believes the best interest of MCPA will be served.

Article V Montana Crime Prevention Council

Section 1. General Powers: The business, property, and affairs of MCPA shall be governed by the Montana Crime Prevention Council, hereby referred to as the Council or MCPC.

Section 2. Council Composition: MCPA’s Council shall be comprised of a President, a Vice-President, a Secretary, a Treasurer, and other members up to a maximum of 15, including officers.

Section 3. Council Member Qualifications: Council Members shall be residents of the State of Montana and believe in and be committed to carrying out the purposes and goals of MCPA. To be Council eligible, candidates must be a member of MCPA and must either be nominated by two (2) Council Members or self-nominate themselves. Upon being nominated, candidates must receive a majority vote of approval from the Council to become a member of the Council. Individuals who are members of the Council upon ratification of these bylaws shall automatically be appointed as MCPA Council Members.

Section 4. Council Duties: The Council shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by MCPA.

Section 5. Term of Office: A Council Member is appointed until they deem themselves unable to serve, choose to resign, or are removed by terms outlined in Article V, Section 8, titled “Council Member Removal.” Should a vacancy on the Council exist, a replacement may be selected as outlined in Article V, Section 6, titled “Vacancies.”

Section 6. Vacancies: Any vacancy on the Council may be filled by an appointment of an MCPA member made by the remaining Council Members. The nomination must be made by two (2) Council Members or through self-nomination. A vote shall be held and a majority vote of approval by the Council is necessary for appointment. The appointed individual shall serve by the terms as outlined in Article V, Section 5, titled “Term of Office.”

Section 7. Council Resignation. Any Council Member desiring to withdraw from MCPC shall submit his/her resignation to the Secretary and President.

Section 8. Council Member Removal: Any Council Member may be removed by a two-thirds (2/3) vote by the Council whenever it believes the best interest of MCPA would be served.

Article VI Officers

Section 1. List of Officers: There shall be four (4) officer positions. These positions shall be President, Vice-President, Secretary, and Treasurer.

Section 2. Officer Qualifications: To be officer eligible, candidates must be a current member of the Council. Members may self-nominate themselves for any Officer position so long as they meet any specific requirements and do not violate the office-holding limitations as specified in Article VI, Section 4, titled “Office-Holding Limitations.”

Section 3 President Qualification: To be eligible for President a Council Member must have served on the Council for at least one (1) year.

Section 4. Office-Holding Limitations: No Officer shall hold more than one office at a time. Furthermore, the President and Vice-President shall not be eligible to serve more than four (4) years in the same office.

Section 5. President and Vice-President Terms of Office: The President and Vice-President shall be elected for two (2) years. The Council shall maintain an option for voting at annual meetings to extend the current President and Vice-President’s terms for an additional one (1) year two (2) consecutive times by a two-thirds (2/3) vote.

Section 6. Secretary and Treasurer Terms of Office: The Secretary and Treasurer shall be elected to serve a term of two (2) years. After two (2) years, they shall face re-election at the annual meeting. There is no limit on the amount of terms the Secretary or Treasurer may serve.

Section 7. Officer Removal: Any Officer may be removed by a two-thirds (2/3) vote by the Council whenever it believes the best interest of MCPA would be served.

Section 8. Vacancies: Any Officer Position vacancy on the Council may be filled by an appointment of a Council Member made by the remaining Council Members. The nomination must be made by two (2) Council Members or through self-nomination. A vote shall be held at a meeting and a majority vote of approval is necessary for appointment. The appointed individual shall serve for the remainder of the unexpired term. Should there be multiple candidates for a vacancy, an election shall be held at the following meeting. Voting, as specified in Article VII, Section 7, titled “Voting,” is acceptable.

Section 9. President: The President shall preside at all the general MCPA meetings, perform as presiding officer at Council Meetings, appoint committees as deemed necessary, and perform such other duties as are normally incident to such office. The President may also serve as an ex-officio non-voting member of any committee.

Section 10. Vice-President: The Vice-President shall assist the President in Association activities. In the absence of the President, the Vice-President shall perform all the duties of the President. The Vice-President shall also serve in such other capacities as may be assigned to him/her from time to time by the President or by Council. The Vice-President and any other Council Members, selected either by appointment or by choice, shall be representatives to the Montana Board of Crime Control for the planning of the Annual Crime Prevention Conference.

Section 11. Secretary: Unless the Council appoints a different Council Member, a member of the Executive Committee, or an MCPA member to do any of the following duties, the Secretary shall record minutes for all Council meetings, record all transactions and motions at general MCPA meetings and Council meetings, disburse a written record of the meetings to MCPA members and Council members, as specified in Article VII, Section 8, titled “Records and Minutes,” provide appropriate parties with meeting agendas, and conduct written correspondence of MCPA.

Section 12. Treasurer: The Treasurer is the custodian of all funds of the Association and shall keep an accurate account of all funds. All funds of the Association shall be deposited in a bank or other depositories as the Council may direct. The Treasurer shall file any certificates or reports required by statute, state or federal, provide written statements to MCPA and Council members, and, should one be requested, be responsible for audit conduction. The Treasurer shall need written approval from the President and a member of the Audit Committee, outlined in Article IX, Section 5, titled “Audit Committee,” for all checks written for more than \$250.00. The Treasurer shall also bring all MCPA accounting documents to quarterly meetings for review by the Audit Committee. Additionally, the

Treasurer shall provide an extensive annual report at the annual meeting. This report shall cover, among other designated topics, instances of revenue or expenditure for more than \$250.00. The Treasurer's accounting documents shall be subject to review at any time as per request of the Audit Committee, the President, or the Vice-President. The Treasurer shall also be held to the written check quarterly limit as set forth by the Audit Committee.

Article VII Meetings

Section 1. Quarterly Meetings: Meetings of the Association and Council shall be held quarterly by the Council. Specific dates shall be announced at previous meetings or stated in written notice delivered to each Council Member no less than one (1) month prior to such meeting. Meeting dates may be scheduled at the request of the President, Vice-President, or any four (4) Council Members. In the event a Council Member cannot be physically present, they shall make every attempt to be present via video or phone conference.

Section 2. Annual Meeting: There will be one (1) annual meeting each year at which all Council Members and MCPA Members should be present. This meeting will be held in conjunction with the annual statewide crime prevention conference, which is in October. The annual meeting shall count as a quarterly meeting. Purposes of this meeting include electing officers, receiving reports from officers and committees, and conducting any other business that may arise. In the event a Council Member cannot be physically present, they shall make every attempt to be present via video or phone conference. After the election immediately following ratification of these bylaws, the next officer election shall take place at the 2012 annual meeting. E-mailed and faxed ballots shall be accepted from absent Council Members, as outlined in Article VII, Section 7, titled "Voting."

Section 3. Special Meetings: Special meetings may be called by the President, Vice-President, or any five (5) Council Members. The purpose of the meeting shall be stated in written form, and, except in cases of emergency, at least a seven (7) day written notice shall be given.

Section 4. Meetings by Telephone Conference or Video Conference: The Council may permit any or all Council Members to participate in a meeting through the use of video or conference telephone or any other means of communication by which persons participating in the meeting may hear each other simultaneously.

Section 5. Quorum: A majority of the Council shall constitute a quorum for the transaction of business.

Section 6. Meeting Agendas: Agendas for meetings shall be provided by the Secretary or an appointed MCPA or Council member at least five (5) business days prior to the meeting.

Section 7. Voting: Each member of the Council shall have one (1) vote for all orders of business conducted by the Association. If a Council Member will be absent, they may

submit an absentee ballot either by fax or e-mail to the President, Vice-President, Secretary, or other Council Member designee. This ballot must be submitted at least forty-eight (48) hours prior to the scheduled meeting for which the vote is held.

Section 8. Records and Minutes: Unless the Council appoints a different Council Member, a member of the Administrative Committee, or an MCPA member, the Secretary shall record minutes for all Council meetings. The minutes for MCPA meetings shall contain, at minimum, all transactions and motions, and shall be made available to all Association members. The minutes of the Council shall be furnished and distributed to all Council Members no more than one (1) month after the meeting.

Section 9. Member Status Requirements: Any Council Member who has missed the majority of meetings in a twelve (12) month period may have their membership status reviewed. This review could lead to removal from MCPC.

Article VIII Elections

Section 1. Election of Officers: An election shall be held to fill all Association Officer Positions immediately following the ratification of these bylaws. After this initial election, elections for the President, Vice-President, Secretary, and Treasurer positions shall be held at every other annual meeting, beginning with the 2012 annual meeting. Officer qualifications are outlined in Article VI, Section 2, titled “Qualifications.” Voting shall be conducted by having each present Council Member fill out an anonymous ballot. These ballots will be collected and tallied by a designated individual until the establishment of the Audit Committee, whose duties it will be to collect and tally votes. Voting as outlined in Article VIII, Section 2, titled “Voting,” is acceptable.

Section 2. Voting: Should a member be absent from a meeting with an election, they may vote by sending an email, fax, or letter to the President, Secretary, or other designated individual at least forty-eight (48) hours prior to the vote.

Article IX Committees

Section 1. Committees: Committees may be established by the President and Vice-President. Should a Council Member motion for the creation of a committee, and if it receives a second, a committee may be created by a Council majority vote.

Section 2. Committee Composition: Each committee shall be made up of members of the Council or Association. Each committee shall have a chairperson who is a member of the Council. Any MCPA or MCPC member may serve on more than one committee.

Section 3. Committee Purpose: The purpose of created committees shall be to discuss matters of interest or concern and follow through with tasks assigned by the Officers or the

Ratified – April 22, 2010

Council for the benefit of the Association. Committees shall also report progress when asked and make recommendations to the Council or Association.

Section 4. Administrative Committee: The Council shall appoint any MCPA member or Council member to serve on the Administrative Committee. This committee will be comprised of, at minimum, a Chief Administrator. The Chief Administrator's duty is to manage the business of the Association between meetings of the Council and serve as Chair of the Administrative Committee.

Section 5. Audit Committee: The Council may appoint Council members to serve on an Audit Committee. Their duties are to collect and tally secret ballots from officer elections and examine financial reports and financial transactions. Furthermore, for the Treasurer to write a check for more than \$250.00, in addition to the President, a member from the Audit Committee must provide written approval to the Treasurer. The Audit Committee shall also review all MCPA accounting documents, which will be provided by the Treasurer, at quarterly meetings. The Audit Committee, by request of any Audit Committee member, may review the Treasurer's accounting documents at any moment not already outlined in these bylaws. The Audit Committee shall determine a quarterly limit on the amount of checks the Treasurer may write and propose this limit to the Council. The President and the Treasurer may not be members of the Audit Committee, though the President may serve as an ex-officio member.

Article X

Use of MCPA Letterhead and Logo

Use of the Association's name, letterhead, or logo is for Council Members only. Furthermore, Council Members shall use the name, letterhead, or logo for MCPA business purposes only. Unauthorized use is not permitted and the use of name, letterhead, or logo must be approved by the Council.

Article XI

Grants, Gifts, and Donations

Section 1. Accepting Gifts: Association Officers may accept grants, gifts, and donations with the sole intent of carrying out the goals and purposes of MCPA. No acceptance of gifts shall be used for the benefit of any individual. A record of acceptance for any gift shall be made and will be available upon request.

Section 2. Use of Gifts: No gifts received by MCPA shall be used for the private pecuniary profit of any individual.

Article XII

Parliamentary Authority

The rules contained in the current edition of the *Robert's Rules of Order, Newly Revised*, shall govern MCPA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order MCPA may adopt.

Article XIII
Amendment of By-laws

These bylaws may be amended by Council Members present at any regular meeting of the Council by a two-thirds (2/3) vote, provided that the amendment has been submitted in writing at least seven (7) days prior to the meeting. The bylaws of the Association are published and are available upon request.

Article XIV
Indemnification

MCPA shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whenever brought, whether civil, criminal, administrative or investigative, by reason of the fact that person was a Director, officer, employee or agency of MCPA, to the full extent permitted by Montana Statute.

Article XV
Dissolution

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Ratified – April 22, 2010

President's Signature _____ Date _____

Vice President's Signature _____ Date _____