

PALM BEACH COUNTY POLICE BENEVOLENT ASSOCIATION, INC.

CONSTITUTION

PREAMBLE

We, the members of the various law enforcement agencies and public employees in Palm Beach County, Florida, employed by the United States Government, by the State of Florida, its political subdivisions and municipalities, within the County of Palm Beach, the State of Florida, do hereby associate ourselves for the following purposes:

To support and defend the Constitution of the United States and the State of Florida; to inculcate loyalty and foster the impartial enforcement of law and order to improve the individual proficiency of our members in the performance of their duties; to encourage social, charitable and educational activities among our members to create a tradition to esprit de corps, insuring fidelity to duty under all conditions and circumstances; to cultivate a spirit of mutual helpfulness among our membership and the people we serve; to increase the efficiency of the public service and thus more firmly establish the citizen's confidence in the public service that is dedicated to the protection of life and property.

ARTICLE I - NAME

This organization shall be known as the **PALM BEACH COUNTY POLICE BENEVOLENT ASSOCIATION, INC**, chartered by the Florida Police Benevolent Association, Inc., and its offices and meeting places shall be in Palm Beach County, Florida unless otherwise authorized by the Board of Directors.

ARTICLE II - OBJECTIVES

Section 1. The general objectives and purposes of this organization shall be to promote professionalism among law enforcement officers; to influence the youth of Palm Beach County in an effort to combat delinquency; to further Police-Community relations by information the citizens of Palm Beach County of the day to day stress and problems of their law enforcement officers; and to represent officers and other public employees in the legal, labor, legislative, and political matters which affect the law enforcement profession, and/or the interests and well being of other public employees.

Section 2. The Palm Beach County Police Benevolent Association, Inc., shall not participate in, nor condone strikes or cessation of duties by law enforcement officers or law enforcement support personnel. Representatives are required to immediately report to the Association President any member who advocates a strike or work stoppage. The Association President shall have the right to immediately revoke the membership status of any such member. An individual whose membership has been revoked pursuant to this provision may petition the Association Board of Directors to have membership reinstated; however such reinstatement shall only occur after appearance before the Board of Directors and upon its approval of reinstatement.

ARTICLE III - MEMBERSHIP

Section 1. The organization shall consist of memberships as prescribed and approved by the Association Board of Directors, who shall be the judge of their own membership and the qualifications required for membership, subject to the Policies, Constitution, and By-Laws of this Association.

Section 2. The classes of membership in this organization shall be divided into the following classes:

a. Active: Those full time law enforcement officers, local, county, state or federal, that have the power to arrest within Palm Beach County and surrounding counties when authorized by the Florida PBA. Specifically: Municipal police officers, Deputy Sheriffs, Jail Security Investigators, Florida Highway Patrolmen, Military Police of the various United States Armed Forces, Bailiffs of the various courts, and investigators for the many State and Federal Agencies, and any other form or type of law enforcement officer or law enforcement support personnel that may be approved by the Board of Directors

b. Associate Membership: Those people within Palm Beach County who display an active interest in the welfare of law enforcement officers.

c. Auxiliary Membership: Those duly appointed members of the various law enforcement auxiliary units, such as Special Deputy Sheriff's, Florida Highway Patrol Auxiliary, etc.

d. Sustaining membership: Those business individuals within Palm Beach County that contribute financially to further the aims and purposes of this organization.

e. Honorary Membership: Those individuals outside of the law enforcement ranks who, in the opinion of the Board of Directors, have performed an outstanding service to this organization, to the police profession, or to the community of Palm Beach.

f. Retired Membership: Those members who have retired from any agency described in Article III, Section 2 (a) above, regardless of the agency they served.

g. Life Membership: Those individuals who are nominated by the President or a Board Member and approved by the Board of Directors for outstanding service to the law enforcement profession. Life members shall be active members of the Association for their natural lives and shall have the right to hold office and to vote just as any other active member. There will be no dues for life members.

Section 3. The By-Laws hereof shall make further provisions for the appointment, regulations, conduct and rights of membership.

ARTICLE IV - COMPOSITION OF MEMBERSHIP

The Palm Beach County Police Benevolent Association shall be composed of all members described in Article III above, who are in good standing.

ARTICLE V - EXECUTIVE COMMITTEE

Section 1. The officers of this organization shall consist of a President, Vice-President, Secretary, Treasurer, and Sergeant-at-arms.

Section 2. The officers named above shall be elected by the Board of Directors in a manner prescribed in the By-Laws and shall serve for a term of four (4) years.

Section 3. The officers named in Section 1 above shall be known as the Association's Executive Committee and shall have duties and rights as prescribed in the Constitution and By-Laws.

Section 4. The Executive Committee shall meet upon the call of the President, with the provision that the Executive Committee meet at least once quarterly.

ARTICLE VI - BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of the Executive Committee plus those persons who are Membership Representatives elected or appointed in a manner prescribed by the By-Laws.

Section 2. The Board of Directors shall meet upon the call of the President and shall transact such business as comes before it, with the provisions that the Board of Directors must meet at least once Quarterly, unless there is a natural disaster or any other event that would prevent a quarterly meeting. All business that would have been discussed during that quarterly meeting will be moved to the next quarterly meeting.

Section 3. The Board of Directors shall be the policy-making body of this Association. The Board shall have the power to make such regulations concerning the attendance of the membership, policies of the Association and to initiate and cease programs for the mutual benefit of the Association's members as it sees fit.

Section 4. The Board of Directors shall have the authority to adopt policies that shall have the full force and effect of the Association's Constitution and deviation from or

violation of those policies shall be considered a violation of this Constitution.

Section 5. A majority shall constitute a quorum. Unless otherwise stated, a majority vote of the quorum shall constitute proper action on all matters considered by the Board of Directors.

Section 6. The Board of Directors shall have the exclusive power to approve all expenditures and expenses of the Association. The Executive Board shall have the power to approve in advance the payment of those bills routine to the operation of the Association. The Board shall have the authority to approve the creation of all full-time employees' positions of the Palm Beach County PBA. It shall also have the authority to set the salary parameters for the approved positions.

Section 7. The Board of Directors shall have the authority to remove from office any officer, director, or membership representative who fails to perform the duties of his office as described in this Constitution and By-Laws. Said removal procedures shall not take place until the officer or Membership Representative concerned has been given the opportunity to appear before the Board. Any Special Meeting called for the removal of an Officer or Membership Representative shall take place upon a written notice being filed with the Secretary and/or Treasurer by at least one (1) Membership Representative from a majority of the agencies represented in the Palm Beach County P.B.A. A three quarter (3/4) vote of the entire membership constituting the Board of Directors shall be required to remove an officer at a Special Meeting called for said purpose; a two thirds (2/3) vote of the Board members present at a regular meeting shall be required to remove a Membership representative.

Section 8. The Board of Directors shall order the Treasurer at the end of each calendar year to submit the books of this Association to a Certified Public Accountant of their choice for an audit of said books.

Section 9. Those persons who are members of the Board of Directors through their status as a Membership Representative shall be elected in the manner prescribed by the By-Laws and shall serve for a term of four years.

Section 10. The Board of Directors shall have the authority to adopt policies at any regular or special meeting of the Board. Such policies, after adoption, shall have the full force and effect of the Constitution of the Association and deviation from or violations of those policies shall be considered a violation of this Constitution.

ARTICLE VII - PRESIDENT

Section 1. The President shall be the chief executive officer of this Association and corporation. The President, or his/her designee, shall preside at all meetings of the Association. He/she shall have the responsibility and authority of the General Management of the business of the Association and shall execute all orders and resolutions of the Board of Directors into effect. He/she shall have the exclusive power to speak and act on behalf of the Association when it is not feasible to call the Board of Directors to session. The President shall have the authority to represent the State Association when designated or authorized by the State President or Board of Directors of the Florida Police Benevolent Association. The President shall also have the power to appoint an Executive Director, subject to the approval of a majority of the Executive Committee, and may delegate any of the powers of the President to such Executive

Director.

Section 2. The President shall execute any and all contracts that may be authorized by the Board of Directors and/or Executive Committee.

Section 3. The President shall be an ex officio member of all standing and special committees.

Section 4. He/she shall have the power to appoint all standing or special committees and to inquire into the affairs or matters affecting or concerning the organization.

Section 5. The President shall have the power to call a special meeting of the Board of Directors whenever an emergency arises or upon the petition of the majority of the members of the Board of Directors.

The President shall hire and assign all employees and attorneys of the Association, and shall fix their compensation and other benefits within the parameters set by the Board of Directors. He/she shall be empowered to grant such employees and attorneys binding employment contracts on behalf of the Association.

The President shall have the authority, with the consent of the Executive Committee, to appoint the legislative chairmen/chairwomen and alternate representatives to aid in the accomplishments of the Association's mission. He/she shall have the authority to purchase equipment necessary for the administration of the Association.

Section 6. The President shall convey to his/her successor all unfinished business of the Association.

ARTICLE VIII - IMMEDIATE PAST PRESIDENT

Section 1. Following his/her term of office, the immediate Past President shall serve on the Board of Directors and shall advise and assist the President and execute all assignments as may be ordered by the President and/or the Board of Directors.

He/she shall serve for a minimum term of four (4) years. The Board of Directors may, at its discretion, reappoint the Immediate Past President to further four (4) year terms.

ARTICLE IX - VICE PRESIDENT

Section 1. The Vice-President shall assist the President in the performance of his/her duties and shall perform such other duties as may be ordered by the President and the Board of Directors.

Section 2. The Vice-President may be assigned portfolios consisting of committees, sub-committees and/or projects by the President and shall be responsible for the functioning of the projects under such portfolios.

ARTICLE X - OTHER OFFICERS

Section 1. The Secretary, Treasurer, Sergeant-at-arms and membership representatives and/or Board of Directors shall perform the duties prescribed in their respective offices in the By-Laws hereof.

ARTICLE XI - PARLIAMENTARY PROCEDURES

Section 1. Except as otherwise provided in this Constitution and By-Laws or any revision thereof, the "Roberts Rules of Order, Newly Revised" shall govern the conduct

and deliberation of all general membership meetings and the Board of Director's meetings.

ARTICLE XII - LEGAL COUNSEL

There shall be Legal Counsel, designated by the President, with the advice and consent of the Executive Committee.

ARTICLE XIII - AMENDMENTS

Section 1. The Constitution and By-Laws of this Association may be amended or rescinded by the Board of Directors at any regular meeting of the Board of Directors in the following manner:

a. Matters which do not materially alter or change the Constitution may be accomplished by resolution of a majority of the Board of Directors present at the Board meeting.

b. Any amendment materially affecting the By-Laws or the Articles of Incorporation may be changed in the following manner: Written notice shall be mailed to all members of the Board ten days prior to the regular meeting wherein said amendment(s) shall be voted on. Said amendment(s) or revision(s) of this Constitution or its By-Laws may take place in part or in total only upon a 2/3 vote of the Board members present at the Board meeting. Notice in the official publication of this organization fulfills this mailing requirement.

Section 2. The term material change and as to what constitutes a material change is at the discretion of the Executive Committee.

11/88

2/4/92 - Passed and Adopted at Board Meeting

6/24/03 - Passed and Adopted at Board Meeting

12/21/04- Passed and Adopted at Board Meeting

9/27/05 – Passed and Adopted at Board Meeting

3/21/06 – Passed and Adopted at Board Meeting

9/6/06 - Passed and Amended at Board Meeting

12/13/06 – Passed and Amended at Board Meeting