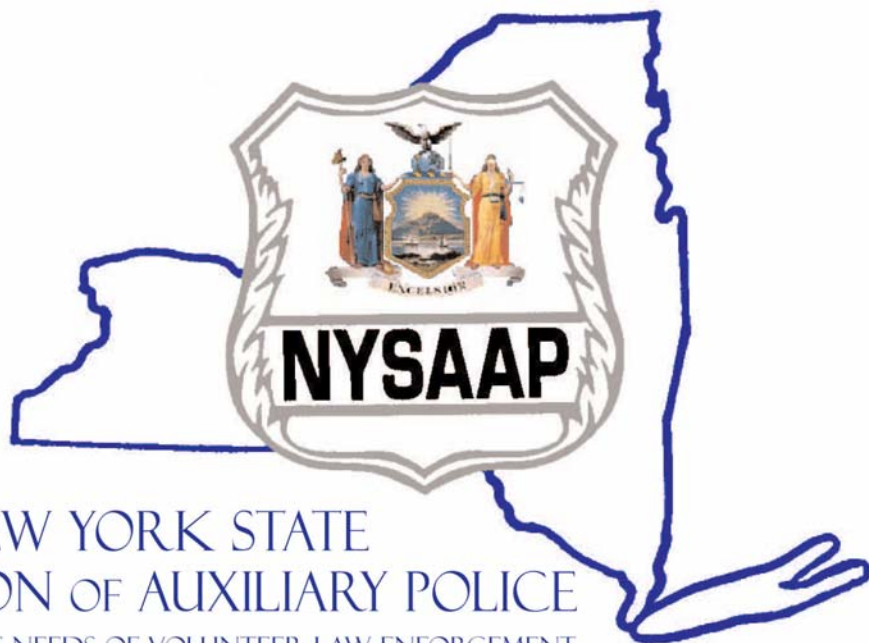


Constitution & Bylaws  
of the  
New York State  
Association of Auxiliary Police, Inc





New York State  
Association of Auxiliary Police, Inc  
Constitution & Bylaws

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# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## ARTICLE I – NAME

The name of this organization shall be the New York State Association of Auxiliary Police, Inc.; hereinafter referred to as the “Association”. This Association is a Type A non-profit corporation, organized and existing pursuant to the Not-for-Profit Corporation Law of the State of New York, and it’s Certificate of Incorporation has been filed with the Secretary of State, with the due consent of the appropriate authorities.

## ARTICLE II – PURPOSE AND OBJECTIVE

The primary purpose and objective, of the Association shall be to improve the relationship among all Auxiliary Officers of the State of New York, and to otherwise bring together and promote the benefits of volunteer police officers to the residents in their respective communities.

The secondary purpose and objective, of the Association shall be to set a standard to allow Auxiliary Units to be organized in municipalities, many of which may not have such organizations as of yet, and to assist in legislation that may need to be set or amended.

The Association shall have the general powers set forth in Section 202 of the Not-for-Profit Corporation Law of the State of New York, and the powers set forth in this Constitution and Bylaws. The Association will operate as a 501(C) 6 tax-exempt professional association primarily supported by membership dues. The Association shall work for the enactment of laws to advance the common interests of the organization’s members.

## ARTICLE III - MEMBERSHIP

Requirements for membership: To become a member an individual must execute and provide to the Association an official application and dues in a form prescribed by the Association. Individuals granted membership in the Association shall maintain their status as members in good standing by maintaining their dues obligation and by upholding this Constitution and Bylaws.

Membership Designations: Membership in this Association will consist of four (4) types.

**Active Membership:** An active, or retired, member of a New York State Auxiliary Police Department/Unit, or uniformed member of a Law Enforcement Agency that serves without compensation.

**Associate Membership:** Shall be open to immediate family members of an active Association member.

**Honorary Membership:** Shall be open to those individuals who have been determined by the Association to have made outstanding contributions to the Associations or its members.

**Advisory Membership:** Paid professionals of a Law Enforcement Agency in New York State who may oversee a Volunteer Law Enforcement Program.

**Associate, Honorary, and Advisory** members shall not hold office or vote on Association business. There will be no dues imposed on **Honorary Life** members.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

**Note:** The “retired” designation shall be determined by the documented retirement criteria of the York State Auxiliary Police Department/Unit or Law Enforcement Agency in which the individual was an active member. It will be the responsibility of the Region Board to verify the validity of their “retired” members.

## ARTICLE IV – DUES

Annual dues shall be payable to the Association by the end of January. Any member in arrears for one year may be terminated, at the discretion of the Executive Board.

Annually dues for the succeeding year will be set by the Executive Board of the organization, with agreement from the Executive Assembly. Dues should be set at a rate favorable to the economic condition, and operating cost, of the organization; however they shall never be less than the current established rate.

Regional Boards may add a local surcharge to the annual NYSAAP dues for the members of their Region to cover operating expenses, with the approval of the NYSAAP Executive Assembly.

Dues required of new members joining during the calendar year shall be pro-rated according to their acceptance date; or if in the last quarter of the year shall be applied to the following year. If a membership is terminated by the member, or the organization, dues are forfeited; the member shall receive no refund upon separation.

## ARTICLE V – EXECUTIVE BOARD

The Executive Board shall be the managing body of the Association, consisting of a President, Vice-President, Treasurer, Secretary, and Sergeant at Arms. No more than three (3) members of the Executive Board shall come from the same Region.

### Duties and Powers:

The Executive Board shall have general supervision and control over the day to day affairs of the Association, and for the implementation of policies adopted by the Executive Assembly. Except as otherwise provided in this Constitution and Bylaws, all decisions of the Executive Board shall require a vote of the majority of the Executive Board members at a meeting. Each Executive Board member shall have one (1) vote. A quorum of the Executive Board shall be three (3) members.

President: Shall preside at all Board meetings and General Membership meetings; shall appoint committees as necessary to conduct the Region’s business; and shall assume overall responsibility for the functioning of the organization.



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Vice-President: Shall aid and assist the President in the overall operation of the organization; shall in the absence of the President, assume the responsibilities of the President, including the full power of the President. The Vice-President shall also chair the Constitution & Bylaws Committee.

Secretary: Shall keep an accurate record of Board and General Membership meeting proceedings; be responsible for meeting notifications, correspondence, and maintaining an up-to-date NYSAAP membership list, including control and distribution of membership cards. The Secretary shall also chair the Recruitment and Membership Committee.

Treasurer: Shall receive, deposit, and disburse all NYSAAP monies, maintain accurate financial records, and be responsible for receipt of dues. Shall provide a financial summary at general membership meetings, and provide detailed financial reports to the Board, as required. The Treasurer shall also chair the Finance Committee.

Sergeant at Arms: Shall enforce order at the direction of the chair, and assist in practical details of organizing meetings.

## Meetings:

The Executive Board shall meet at least once annually at the call of the President or by a majority of the Executive Board, provided however, that all members of the Executive Board are provided sufficient notice of said meeting and the opportunity to attend. The President shall chair Executive Board meetings. In the absence of the President, the Executive Vice-President shall be the chairperson. In the absence of the President and the Executive Vice-President, the President's designee shall be the chairperson. Any Executive Board Member may request a meeting of the Executive Board. The meeting shall take place at the time and place agreed upon by at least 51% of The Executive Board

## Attendance at Meetings:

Any one or more members of the Executive Board or any committee thereof may participate in a meeting of the Executive Board or the committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other simultaneously. Participation by such means shall constitute presence in person at the meeting.

## Action Without Meeting:

Any action required or permitted to be taken by the Executive Board or by any committee of the Executive Board may be taken without a meeting if all members of the Executive Board or of the committee consent in writing (or email) to the adoption of a resolution authorizing the action and the writing or writings are filed with the minutes of the proceedings of the Executive Board or of the committee.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## Vacancies:

In the event that a vacancy occurs during the regular term of office of an Executive Board member the Executive Board shall appoint from among the Executive Assembly a candidate to serve the remainder of the regular term of the vacated Executive Board position(s), contingent upon a majority vote of the Executive Assembly approving that appointment.

## Compensation:

The Association constitutes members of volunteer organizations, and therefore do not receive a salary or any other benefits. However, the Treasurer, with the approval of the President, shall reimburse Executive, or Regional Board members, for out of pocket expenses validated with receipts and descriptions of expenses for/or during official Association dealings.

## ARTICLE VI – ELECTION OF EXECUTIVE BOARD OFFICERS

The term of office shall be four (4) years for all Executive Board Officers. Not less than sixty (60) days prior to the date established for the election of Executive Board Officers, the Association shall call upon the membership to submit nominations and seconds for Executive Board Officers to the Election Committee via mail or e-mail. The nomination and seconds shall come from members of two different departments for each candidate for office.

The Election Committee shall review all nominations submitted and verify that said nominee(s) are eligible to run for and hold an Executive Board office. The Election Committee shall notify all prospective candidates of their eligibility status not more than twenty (20) days after the nomination(s) were received by the Election Committee. If the Election Committee does not receive nominations and seconds in time for the first meeting of the new term the nominations and seconds may be taken at that meeting. In the case of an uncontested election the election may take place at that meeting, however if ten (10) or more members object to the lack of an election by mail within sixty (60) days after the election the Election Committee shall hold a new election by mail ballot, members shall have thirty (30) days to return ballots, and ballots shall be counted immediately following said thirty (30) day period.

In order for an Executive Board candidate to be victorious at an election, he/she must receive a majority of all votes cast (50% +1 vote). If none of the candidate(s) receive a majority of all votes cast, a second (run off) election will be conducted, within two (2) weeks after the first election, between the two candidates receiving the most votes in that election. Sitting officers remain in office until they are succeeded by the incoming Officers.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## Eligibility:

Eligibility to be nominated for and elected to hold office as an Executive Board officer in the Association shall be extended to any active member at least twenty-one (21) years of age who, at the time of nomination:

- Has been an active member in continuous good standing for a period of two (2) consecutive years as of the date of the election;
- Has served as an Association official or Regional officer not less than six (6) consecutive months; and
- Has not been otherwise disqualified under any provisions as set forth in this Constitution.

## ARTICLE VII – REMOVAL OF EXECUTIVE BOARD OFFICERS

Any Officer may be removed from office by two-thirds of the active members of this Association by vote conducted by the Judicial/Ethics Committee. The grounds for removal shall be misfeasance or malfeasance of office or for conduct tending to hold this association up to ridicule and contempt, or tending to bring discredit upon this Association, provided that the written charges shall have been served upon such officer personally or by registered mail to his last known address, and provided further that he shall have been given at least thirty (30) days to answer such charges prior to such removal action. The accused officer shall have access to a list of the members eligible to vote prior to the vote. The vote will be by paper ballot.

## ARTICLE VIII – EXECUTIVE ASSEMBLY

The Executive Assembly shall consist of the Executive Board and all six (6) Regional Representatives of the Association. If a regional president is unable to attend he/she may send a designee to serve as the Regional Representative of their region, provided that the Executive Board has been notified of the proxy.

## Duties and Powers:

The Executive Assembly shall be the governing body of the Association with respect to its overall policies, aims, and purposes. Meetings of the Executive Assembly shall be convened twice annually at a time and place designated by the Executive Board and shall be chaired by the President or his/her designee. All voting members of the Executive Assembly are required to attend Executive Assembly meetings unless on pre-approved leave or official Association business as specified by the Executive Assembly. Failure of voting members of the Executive





# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

Assembly to attend two (2) consecutive meetings of the Executive Assembly, unless excused by the Executive Assembly, is grounds for removal of that person from the Executive Assembly.

The Executive Assembly shall have the authority to interpret this Constitution and Bylaws and all controversies arising there under. Any interpretation adopted by majority vote of the Executive Assembly in good faith shall be binding upon all members, officials, and officers.

#### Voting:

The voting body of the Executive Assembly shall consist of the members of the Executive Board and all Regional Representatives of the Association. Each voting member of the Executive Assembly shall have the power of one (1) vote. A quorum of the Executive Assembly shall be six (6) members.

Any vote of the Executive Assembly which is not unanimous shall be by **roll-call vote** and shall be recorded in the minutes of the Executive Assembly meeting. Copies of said minutes shall be distributed to all Regional Representative's via e-mail. Regional Rep's will forward said minutes to any Association member, in their region, on request via e-mail. Voting shall be in accordance with procedures established by the Executive Assembly.

#### Agenda:

The Secretary of the Association shall issue in writing a detailed agenda not less than twenty (20) days prior to each Executive Assembly meeting to enable the Regional Representative's to consult with Association members in their region concerning the agenda items.

## ARTICLE IX – REGIONAL BOARD

Each Region shall have a Regional Board of Officers consisting of a President, Vice- President, Treasurer, and Secretary elected by the members of that Region. The Region Association will be governed by its Constitution & Bylaws, which shall be approved by the Executive Assembly of the State Association. The Regional President or his/her designee shall serve as the Representative for that Region on the Executive Assembly of the State Association.

#### Duties and Powers:

The Regional Board shall have general supervision and control over the day-to-day affairs of their organization, and for the implementation of applicable policies/procedures adopted by the NYSAAP Executive Assembly. In addition, they will be responsible for actively recruiting viable members within their Region for the NYSAAP; and responsible to insure that those new members, as well as, all current Regional members meet the criteria for NYSAAP membership as outlined in Article III of this document.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

Refer to the specific Region's Constitution & Bylaws for additional information regarding their Regional Board.

## Election Procedures:

Elections for Region Officers shall be held for each of the six (6) Regions of New York State. The term of Region Officers shall be four (4) years unless otherwise stated in the Region's Constitution & Bylaws. Elections for Officers and officials of the Regional organization shall be conducted in accordance with the Regional Constitution and Bylaws, which shall include:

1. No candidate(s) shall hold more than one Board position with the Regional Association simultaneously.
2. The candidate(s) receiving the highest number of votes, for all duly established positions in the Regional Association, shall be declared the winner and shall assume that office immediately, or as per the Regional Bylaws.
3. All elections shall be by secret ballot vote, if requested.
4. In the event of a tie vote between two or more, there will be a run-off election among those candidates so affected.
5. Each candidate must receive a nomination and second, which shall be from members of deferent departments, except in a Region that only has one department. In that case the members shall be from different units, if possible.
6. Any candidate(s) nominated for a Regional office must be, and remain, an active member in good standing.
7. Election results must be communicated promptly, in writing (email), to the Executive Board Secretary, and certified by the Executive Board.
8. Election results are subject to review by the Association Election Committee to insure adherence to all documented Association criteria.
9. The Association Election Committee will be responsible to investigate and address challenges relative to the eligibility of nominees and/or alleged irregularities with the election process of Regional Officers.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## ARTICLE X – FINANCIAL GUIDELINES

The Finance Committee shall convene annually, by direction of the Executive Board President, to prepare the annual budget, including an estimate of anticipated revenues, as well as, proposed expenditures.

As required, the Treasurer shall annually file the appropriate State and Federal tax forms by the designated dates due.

The funds and property of this organization will remain the funds and property of this organization as long as ten (10) active members, in good standing, so decide.

### Checks and Balances

The Treasurer must be included on all committees where State Association money is received or paid out.

The Executive Board shall appoint an audit committee consisting of three (3) Regional Representative members at the end of each fiscal year to examine and audit any and all financial records for the previous year. All financial records shall be turned over to the audit committee no later than January twenty-one (21), and a written audit report be filed with the Executive Board no later than February fifteen (15).

### Spending Guidelines/Limits

The Treasurer shall pay no money, nor will any order for payment of money be drawn upon the Association without authorization from the Executive Board President.

The Executive Board President is specifically authorized to make expenditures of not more than fifty (\$50.00) dollars, on each occasion, for items not specifically appropriated for in the budget.

All expenditures exceeding fifty (\$50.00) dollars, on each occasion, for items not specifically appropriated for in the budget must be presented to the Executive Assembly membership for approval by two-thirds vote of that membership.

### Financial Institution Guidelines

The Treasurer will deposit all monies received by the Association in a reliable financial institution, which is a member of the Federal Reserve System.

In the event any of the elected officers change due to election, resignation or removal from office the financial institution signature authorization shall be updated immediately.

### Check Signature Guidelines

The President, Vice-President, or Treasurer shall be authorized to sign all checks of the Association. All Association checks may be signed by any of the aforementioned officers. The Treasurer must insure a valid approved receipt is provided for, and cross references, all checks, for audit purposes.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## Credit / Debit Card Guidelines

Any Credit and/or Debit cards issued to the Association, for Executive Board use, must adhere to the following guidelines:

- Only the Executive Board President and Treasurer will be approved for card usage.
- Credit Card limit cannot exceed \$ 5000.
- Credit/Debit Card expenditures exceeding fifty (\$50.00) dollars must be approved by the Executive Assembly and documented with a receipt.
- The Treasures shall keep a record of all “card” transactions for audit purposes.

## ARTICLE XI – COMMITTEES

The purpose of each committee shall be to research, review, recommend, propose, and advise the Executive Assembly on matters falling within the purview of their respective committee. The committee(s) shall have the right to bring its recommendations and/or proposals before the Executive Assembly for consideration. Members may serve on more than one committee. The Executive Assembly and/or Executive Board President shall appoint the committee chairs; except as specified elsewhere in this Constitution and Bylaws. The Executive Assembly and/or Executive Board President may also appoint committee members at their discretion. The Committee Chair may also request and/or select the committee members. All appointments to Standing Committees shall be approved by the Executive Assembly.

### Standing Committees:

- Election Committee
- Finance Committee
- Constitution and Bylaws Committee
- Recruitment and Membership Committee
- Judicial/Ethics Committee
- Legislative/Political Action Committee

### Special Committees:

- Publications and Public Relations Committee
- Training Committee
- Special Events Committee

### Ad-hoc Committees

Committees appointed by the Executive Board President to facilitate improvements in the organization and/or conduct the organization’s business.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## Committee Composition:

All committees shall consist of, at least, three (3) members. At least one member of each committee shall be an Executive Board member. Each committee shall designate a Recording Secretary from among the committee members to record, and file with the Executive Secretary, the proceedings of the committee meetings. If a committee member appointed by the Executive Assembly and/or Executive Board President is unable to complete his/her term, the Executive Assembly and/or Executive Board President shall appoint a new delegate to fill the vacancy. Should no candidate accept the position, the Executive Board President shall select a member of the Executive Assembly to complete the unexpired term of the vacated position.

## Duties and Responsibilities:

The duties and responsibilities of each committee shall be determined by the Executive Assembly, except as specified in this Constitution and Bylaws.

## Term of Office:

Committee members shall serve a two (2) year term. There shall be no limitation on the number of terms a committee member may serve, except as specifically identified in this Constitution and Bylaws.

## Finance Committee:

The Finance Committee shall be chaired by the Treasurer and have the responsibility to identify and document the organization's strategic and operational direction relative to revenue and expenditures, and provide financial advice and counsel to the Executive Board and the Executive Assembly.

## Special Committees:

The Executive Assembly may establish additional special committees as it deems necessary to facilitate improvements in the organization and/or conduct the organizations business. Special committee(s) shall conform to the guidelines set forth in this Constitution and Bylaws.

## ARTICLE XII – MEETINGS

### Statewide General Membership Meetings:

Statewide general membership meetings may be called by the Executive Board, the Executive Assembly, or by a petition filed with the Executive Board and signed by a minimum of ten (10) percent of the active membership in good standing. The President or his/her designee shall chair such meetings. The Executive Board shall determine the date, time, and place for said meeting in accordance with stipulations contained herein (if any). The Secretary shall cause to be made a



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

posting at each region that notifies the membership of the date, time, purpose, and location of the statewide general membership meeting. This posting shall be made no less than thirty (30) days prior to the date of the general membership meeting to take place. A statewide general membership meeting shall not occur within twelve (12) months of the last statewide general membership meeting.

### Regional Membership Meetings:

The primary purpose of Region meetings is to disseminate information to the membership, solicit input on issues affecting the members in that Region, and to resolve disputes that arise at the Regional level. The Region Board President or his/her designee shall chair all such meetings.

It shall be the responsibility of the individual Region Board to schedule and conduct regular Regional meetings for their membership. Such meetings are to be held no less than one (1) time per calendar year, at times which will provide full opportunity for members to attend and provide input concerning Region and Association business.

Votes taken and decisions made at the Region meetings must be such that their impact does not affect other Association members in other Regions, and are not contrary to this Constitution and Bylaws, or NYSAAP rules, regulations, and policies; and shall be deemed null and void if the decisions do not comply with these requirements.

At all Region meetings ten (10) percent of the Region membership will be required to constitute a quorum and shall be qualified to transact business brought before it.

In the event that a quorum does not exist at a Region meeting, the membership in attendance may conduct business, provided however, that all such business is non-binding upon the Region membership until the following occurs:

1. A posting of the business transacted at the Region meeting be made available to all Region members and shall include:
  - A complete copy of all motions made at the meeting; and
  - The official tally for each motion.
2. Notice of the time, date, and place of the next Region meeting shall be provided, whose first order of business shall be the adoption of the previous meeting minutes.

If said minutes are adopted by a majority vote of those members in attendance, those matters so decided at the previous meeting shall be binding upon the body, provided however, that they comply with Association policies, procedures, this Constitution and Bylaws and applicable law.



# New York State Association of Auxiliary Police, Inc Constitution & Bylaws

## ARTICLE XIII – AMENDMENT PROCESS

Constitution/Bylaws: Suggested amendments to the Constitution and Bylaws must be submitted to the committee chair in writing. After initial review by the committee, the committee chair shall forward the suggested amendment(s) and committee recommendation(s) to the Board for review. If approved by the Board, the suggested amendment(s) would be presented to the membership for review and approval.

## ARTICLE XIV – INDEMNIFICATION

The organization shall indemnify any officer or former officer or any representative of their estate to the fullest extent permitted by law, each such person involved in, or threatened to be made a party to, any action, suit, claim, or proceeding, whether civil or criminal, and including any action by or in the right of the Association, by reason of the fact that each person is or was a Director or Officer of the organization, or their representative, against any and all judgments, fines, penalties, or amounts paid in settlement, including attorneys' fees, as a result of or in connection with any proceeding, or any appeal therein, unless there has been a judgment or other final adjudication adverse to such person establishing that such person's acts were committed in bad faith or were the result of active and deliberate malfeasance/misfeasance.

## ARTICLE XV - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of 'Robert's Rules of Order newly revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Constitution and these By-Laws and any special rules of order the association may adopt.

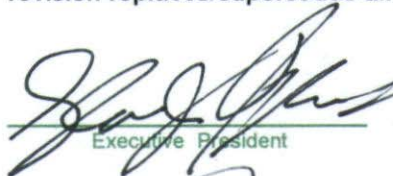





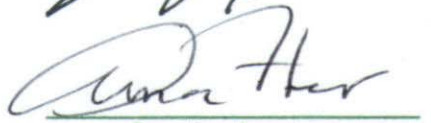
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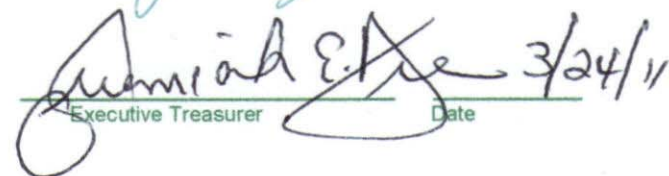
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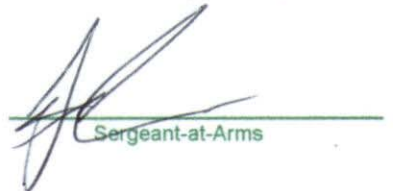
**January 23, 2011** – This entire document underwent a comprehensive revision. It had not been updated since originally published in October 2001, and required extensive modifications to make it relevant to the current environment. A committee was formed at the direction of the Executive Board President to accomplish these revisions. Upon completion, this document was disseminated to the membership on **February 21, 2011** for review. A vote took place and the revised Constitution & Bylaws were accepted and implemented effective **April 2, 2011**. This revision replaces/supersedes all previous versions.

 3/24/11  
Executive President Date

 3/25/11  
Executive Vice-President Date

 3/26/11  
Executive Secretary Date

 3/24/11  
Executive Treasurer Date

 3/29/11  
Sergeant-at-Arms Date





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APPENDIX