ARTICLE I - Name
This organization shall be known as the Florida Police Chiefs Association, Inc. The registered agent and registered office will be determined by a resolution of the Board of Directors.

ARTICLE II - Purpose
The general purpose and objectives of the Association shall be the following:

1. To secure a closer official and personal relationship among the Florida Chiefs of Police, departmental heads of law enforcement agencies, and police officials throughout the State of Florida.
2. To secure unity of action in all police matters and the adoption of humane efforts, and the advancement in all lines pertaining to the prevention and detection of crime.
3. To exercise such other permissible corporate powers as set forth in Section 617.021, Florida Statutes, as now exists or is hereinafter amended.

These purposes shall be implemented through an emphasis on integrity in training, research, legislative actions and through cooperation, communication, and exchange of ideas with other criminal justice associations.

ARTICLE III - Membership

Membership

Section 1. Within the Association, there shall be the following membership classifications: Active, Associate, Life, Sustaining, Sustaining/Corporate, Honorary and Business.

A. ACTIVE MEMBERSHIP: Active membership in this Association shall be limited to active chief executive officers of a Florida Municipal, College/University, School Board/District, Tribal or Airport, Railroad or Port Authority law enforcement agency and command staff as determined by the chief executive. All active members shall have the right to vote in this Association.

B. ASSOCIATE MEMBERSHIP: This membership shall consist of all persons not eligible for active membership, but who are qualified by training and experience in law enforcement or other law enforcement activity by other professional attainments in law enforcement and criminal justice sciences. Associate members shall have all the privileges of active members except that of voting and holding office. Each applicant for Associate membership shall be endorsed by an Active member of the Association in good standing.

C. LIFE MEMBERSHIP: Life membership shall be granted to all past, and immediate Past Presidents who have served more than six (6) months of their term in an active, functioning capacity and leave office in good standing and to other persons who have maintained continuous, or broken Active membership in the Association for a period that totals over twenty years. Life membership may also be granted to an Active member who has provided outstanding and/or meritorious service to the Association if recommended by the Board of Directors and ratified by a two-thirds vote of the voting membership at the Annual Business meeting. Life memberships will be granted at the Mid-Winter or Annual
Summer Conference. Life members shall have the right to vote but shall not be required to pay dues.

D. SUSTAINING MEMBER: Active members of the Association who have retired or resigned in good standing from their agency or individuals who have retired or resigned, in good standing, from the position of Police Chief in any city, town or village in the United States may be accepted as Sustaining members of this Association. Sustaining members shall have all the privileges of active members except that of voting and holding office. Each applicant for Sustaining membership shall be endorsed by an active member of the Association in good standing.

E. SUSTAINING/CORPORATE MEMBERSHIP: All persons or businesses who are donors of funds to the Association for the purpose of advancing, improving and bettering the law enforcement professional may be recommended to the Board of Directors to become Sustaining/Corporate members of this Association under such rules as the Board may establish and approve. If the Board accepts the recommendation, such membership shall be with all privileges except that of holding office and voting.

F. HONORARY MEMBERSHIP: An Honorary membership may be bestowed upon any person or organization that has made a significant contribution to the Association upon a recommendation by the Board of Directors and approval by the general membership at the Annual Business meeting. Honorary members shall not be required to pay dues and shall not be eligible to hold office or vote.

G. BUSINESS MEMBERSHIPS: Business memberships, guidelines and related dues may be established with the approval of the Board of Directors. Business memberships are restricted from voting or holding office within the Association.

Section 2.

All applicants for membership shall complete and sign the form of application provided by the Association and submit the application to the Secretary. Such application shall include an agreement by the applicant to abide by the Association’s Code of Ethics. The Association may, pursuant to a majority vote of the Board of Directors, reject any application for prior violations of the Association’s Code of Ethics or Code of Conduct.

Section 3.

Annual dues for all classes of membership shall be due and payable as established by the Board of Directors. The amount of dues will be established by the Board of Directors and ratified by a majority vote of the general membership at the Annual Business meeting.

Section 4.

Membership in the Association can be terminated based upon any of the following:

A. When an Active, Associate, Sustaining/Corporate or Business member shall be in default of dues for a period of sixty (60) days from the beginning of the period for which such dues become payable, the member becomes delinquent and ceases to be entitled to any of the benefits of the Association until such dues are paid.

B. Any member may resign from the Association by submitting a written resignation to the Secretary. Such resignation shall be effective as of the date received by the Association, unless said resignation specifies another date.
C. Members of any classification may be removed from membership for cause by a two-thirds vote of the Board of Directors. For any cause, other than non-payment of dues, removal shall occur only after the member against whomever the complaint was made, has been advised of the complaint and has been given reasonable opportunity for defense; and such member, if removed, may appeal the decision of the Board of Directors at the next general meeting of the Association, providing that notice of intent to appeal is submitted to the President at least ten (10) days in advance of the meeting. The Board of Directors shall be empowered to order suspension of any members upon receipt of a verified complaint of misconduct. The complainant and the member shall be notified of the final action taken by the membership of the Association.

ARTICLE IV - Officers

Section 1.

The Officers of the Association shall consist of a President, First Vice President, Second Vice President, Third Vice President, Past President-at-Large, Secretary/Treasurer, a Director from each district, and the immediate Past President. These officers shall be designated as the Board of Directors. All officers, except for the Past President at Large, must be, and remain, active chief executive officers of a Florida Municipal, College/University, School Board/District, Tribal, Airport, Railroad or Port Authority law enforcement agency during the term of their office. Notwithstanding Article IV section six (6), except for the office of District Director and Secretary/Treasurer, each officer shall serve a one-year term of office. Officers appointed by the President, the Secretary/Treasurer and District Director may serve more than one term in office.

A. Qualifications: All candidates for elected office must be an active chief executive officer of a Florida Municipal, College/University, School Board/District, Tribal or Airport, Railroad or Port Authority law enforcement agency and a FPCA member in good standing. Except for the office of District Director, all candidates for elected office must have served a minimum of one (1) year on the Board of Directors or two (2) years as chair of a standing committee prior to the date of election. All candidates for District Director must have served a minimum of one (1) year as an active FPCA member in good standing prior to the date of election.

B. Declaration Period: The declaration period for a candidate seeking an elected office on the Executive Committee, who is not already ascending through the Chairs, will be September 1st to December 31st of each year. The declaration for office shall be made by sending written notification of one's intent to run for a specific office to the Executive Director of FPCA. If all candidates for an office withdraw after the declaration period has passed, there will be an additional one month declaration period announced. If a candidate void occurs within one month of the election, nominations from the floor, at the Summer Conference business meeting, shall be permitted to fill vacant offices once existing officers have ascended per Article IV Section 6.

Section 2.

The Executive Committee shall consist of the President, the Vice Presidents, Secretary/Treasurer, the Executive Director, the immediate Past President, the Past President-at-Large, and, as a non-voting member, the Parliamentarian. The Executive Committee shall have the general supervision of the affairs of the Association between regular business
meeting, fix the hour and place of meetings, make recommendations to the Association, set the criteria for consideration and selection of all FPCA awards, shall cause an audit to be performed on an as needed basis, and shall perform such other duties as are specified in these bylaws. The Executive Committee shall be subject to the orders of the Association, and none of its acts shall conflict with action taken by the Association.

Section 3.

A Nominating Committee shall be established and shall consist of all Past Presidents of the Association. The Past President at Large will serve as chair of this committee. These members shall meet prior to the business meeting at the Annual Summer Training Conference to nominate candidates for the offices to be filled for the next year. The Nominating Committee Chair shall report the committee's recommendations to the general membership at the business meeting during the Annual Summer Training Conference.

Section 4.

The officers shall be elected at the business meeting during the Annual Summer Training Conference at a time and place published in the conference program.

Section 5.

No member shall hold more than one office at a time. The President and Vice Presidents shall serve a single term in the same office.

Section 6.

In the event a vacancy occurs in the office of President, First or Second Vice President, the position will be immediately filled by the next highest-ranking Vice President. In the event a vacancy occurs in the office of Third Vice President it shall remain vacant until the next election. In the event a vacancy occurs in the office of Secretary/Treasurer, the President shall appoint an active chief executive officer to serve for the remainder of the term. If the immediate past president is unable to serve, the preceding past president shall fill that position for the remainder of the term of office. The occurrence of more than one vacancy shall constitute an extraordinary circumstance requiring immediate action to permit the continued governance of the Association. In the event of such an extraordinary circumstance, the President shall appoint an active chief executive officer or Past President to each vacant position to temporarily serve for the remainder of the term. Members appointed under this provision must declare their intent to seek elected office within the Declaration Period set forth in Article IV, Section 1(B). If the temporary appointment is made outside of the Declaration Period, the temporarily appointed officers shall declare his or her intention to seek elected office within 30 days of appointment in the form and manner specified in Article IV, Section 1(B). Nothing contained in the extraordinary circumstance’s appointment process is intended to supplement or otherwise modify the normal election process. If a vacancy occurs in a District Director position, the President shall appoint an active chief executive officer from that District to serve for the remainder of the term.

Section 7.

An Officer or Director may be removed from office, for due cause, by action of a two-thirds majority of the Board of Directors. Cause for removal will be specified in writing, with a copy placed in the minutes and a copy to the affected person. The removed Officer or Director has the right to appeal to the voting membership at a closed meeting during the Midwinter or
Summer Training Conference. An Officer or Director may be removed from office in the event of any un-excused absence from a duly noticed Board meeting.

Section 8.
The duties of the officers shall be as follows:

A. **President:** The President shall be the principal executive officer of the Association and shall in general, supervise and control all the business and affairs of the Association, as the representative of the Board of Directors and general membership. He shall preside at all meetings of the members, the board of Directors, and the Executive Committee. He may sign, with the Executive Director or any other proper officer or agent of the Association, who has been authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, by these bylaws, or by statute to some other officers, or agent of the Association; and in general shall perform all duties incident to the Office of President and such other duties as may be prescribed by the Board of Directors from time to time.

1. **Strategic Plan:** During the annual Fall quarterly meeting of the Board of Directors, the President will initiate Board review of the Association’s adopted Strategic Plan for the purpose of revising the plan as deemed appropriate by the Board.
2. **Revisions:** The Strategic plan with its revisions approved by the Board during the fall Board meeting, will be announced by the President to the general membership for adoption, at each Mid-Winter Conference.

B. **Vice Presidents:** In the absence of the President, the First Vice President shall perform the duties of President. In the absence of the President and First Vice President, the Second Vice President shall perform the Duties of the President. In the absence of the President, First Vice President, and Second Vice President, the Third Vice President shall perform the duties of President, and when so acting they shall have all the powers of, and be subject to, all the restrictions on the President. Any Vice President shall perform such other duties as may be assigned by the President or by the Board of Directors.

C. **Secretary/Treasurer:**

1. The Secretary/Treasurer shall serve a two (2) year term of office and stand for re-election in even-number calendar years. The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books, provided for the purpose; see that all notices are duly given in accordance with the provision of these bylaws or required by law, be custodian of the Corporate records and of the seal of the Corporation; and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these bylaws; keep a register of the post office addresses of each member which shall be furnished to the Secretary by such member; and in general perform all duties incident to the Office of Secretary.
2. The Treasurer shall have charge and custody of, and be responsible for, all funds and sureties of the Association; receive and give receipts for monies due and payable to the Association from any source whatsoever, the deposit of all such monies in the name of the Association in such banks, trust companies, or other depositories as shall
be selected in accordance with the provisions of these bylaws; and in general perform all the duties incident to the Office of Treasurer. The Treasurer will ensure that all finances are processed in accordance with the following:

A. Each check and draft or other orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Association, shall require two (2) signatures which can be any of the following: the President, the Secretary/Treasurer, the Executive Director and/or Membership and Conference Manager. The use of facsimile signatures shall be prohibited.

B. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Executive Director and/or Executive committee may elect.

C. The Board of Directors may accept on behalf of the Association, any contributions, gift, bequest, or device for the general purpose of the Association.

D. Immediate Past President: The role of the immediate Past President is to act as a mentor and advisor to both the FPCA President and all members of the Board of Directors. The immediate Past President will conduct a transition meeting with the incoming President to discuss current unresolved business that the incoming President will inherit. He or she will perform any duties or responsibilities assigned to him or her by the President. The immediate Past President has full voting rights.

E. Past President-at-Large: The President shall make an annual appointment of a Past President of the association to serve on the Executive Committee. The Past President-at-Large will provide a historical perspective to issues that are under consideration by the Board. The Past President-at-large shall liaison with and chair the Past President’s Committee to ensure accurate narrations of current association activities are included in the association’s historical record. The Past President- at-Large shall serves as an ex officio officer.

F. District Director: District Directors shall conduct business of the Association as the Board of Officers. District Directors shall represent the law enforcement interests of both the Association and membership from their respective geographic districts, to The Board. Directors are the primary liaison between The Board of Directors and District members. They are responsible for conveying association business to their respective membership in a timely manner as well as communicating their district’s issues to the Board for consideration. Directors shall participate in all Board meetings scheduled by the President which includes both the Winter and Summer conferences.

1. The District Director is required to submit a written report to the President, in advance of any duly scheduled board meeting, outlining occurrences within his/her respective district whenever both he/she and the Alternate Director will be absent.

G. Executive Director: The Executive Director appointed by the Board of Directors is the agent and administrative manager for the Corporation. The Executive Director is a representative of the Corporation as specifically delegated by the Board of Directors through the President of the Corporation. As administrative manager, the Executive Director shall be the immediate manager and supervisor of all employees, subcontractors,
or part-time staff whose position is authorized by the Board of Directors or Executive Committee. The Executive Director, in consultation with the President, has the authority to hire and terminate employees. The activities and authority of the Executive Director will be controlled by these bylaws, and by a set of policies, rules, regulations and guidelines approved by the Board of Directors.

ARTICLE V - Meetings

Section 1.

The Association shall hold two (2) regular meetings. The Annual Business meeting shall be held in conjunction with the Annual Summer Training Conference and a Winter meeting will be held in conjunction with the Midwinter Conference.

Section 2.

Meetings of the Board of Directors shall be held in conjunction with the Annual Summer Training Conference and the Midwinter Conference. Board meetings shall also be held in the fall and spring months as called by the President. Special meetings of the Board of Directors may be called by or at the request of the President or by one-third of the members of the Board of Directors.

Section 3.

The President may call, as necessary, a special business meeting of the Association at the Midwinter Conference. Other special meetings of the members may be called by either the President, a majority of the members of the Board of Directors, or by not less than 1/10 of the members having voting rights.

Section 4.

Written notice of a business meeting held at the Midwinter Conference shall be noticed at the conference registration desk. Written notice stating the place, day, and hour of any meeting of the members shall be sent to each member not less than ten (10) days prior to the meeting.

Section 5.

A quorum shall consist of a majority of the total number of voting members in attendance at any designated meeting of the Association.

ARTICLE VI - District Directors

Section 1.

The State of Florida will be divided into Districts as established by the Board of Directors. Each District will nominate an active chief executive officer of a Florida Municipal, College/University, School Board/District, Tribal or Airport, Railroad or Port Authority law enforcement agency within the district and recommend the candidate to the Nominating Committee. The candidate must remain active during the term of their position as a District Director.

Section 2.
District Directors are voting members of the Board of Directors.

1. District directors shall stand for election or re-election every two years. Directors representing odd-numbered districts shall be elected during the Annual Business meeting of odd-numbered calendar years; directors representing even-numbered districts shall be elected during the Annual Business meeting of even-numbered calendar years.

2. Each District Director shall select an alternate who must be from the same district. The alternate shall meet the same requirements as listed in Article IV, Section 1 (1). The Director must submit the name of his alternate in writing to the President. An alternate may only replace an elected Director if the Director has a formally excused absence by the President from a duly noticed meeting of the Board of Directors. The alternate will have full voting rights on the Board in the absence of the Director.

ARTICLE VII - Association Staff

Section 1.

The Board of Directors may approve the employment of such staff as recommended by the Executive Director in the annual budget to manage the day-to-day operations of the Association.

Section 2.

The duties of the Association staff member(s) shall be detailed in the job descriptions approved by the Board of Directors.

Section 3.

The Association Executive Director shall report to and consult with the President between meetings of the Board of Directors.

ARTICLE VIII - Committees

Section 1.

In addition to the Executive and Nominating Committees, the Association has established the following standing committees and enumerated their basic responsibilities:

A. Awards Committee - Evaluates nominees for the Lee McGehee (Police Officer(s) of the Year), Rocky Pomerance (Excellence in Policing), Public Private Partnership Committee, Outstanding Chief Executive Officer of the Year, Outstanding Command Officer of the Year, and Lifesaving awards, Florida Law Enforcement Hall of Fame awards and makes recommendations to the Executive Committee.

B. Highway Safety Committee - Exercises oversight in all Traffic Safety matters coming before the Association and makes recommendations regarding traffic related legislation, issues and programs to the Board of Directors.

C. Legislative Committee - Exercises oversight in all legislative matters, develops and recommends a legislative agenda to the Board of Directors, and assists in lobbying activities on behalf of the Association.

D. Past Presidents Committee - Meets/confers as necessary to provide input and an historical perspective in decision making and serves as advisors to the President and Board of
Directors. Evaluates nominees for the Wall of Honor and makes recommendations to the Executive Committee.

E. Public Private Partnership Committee - Enhances the relationship between the law enforcement community and the private security sector and makes recommendations to the Board of Directors and General Membership providing information to enhance community safety.

F. Professional Standards Committee - With input from members of the Association, assists in the development and evaluation of all educational programs; oversees and facilitates the Executive Search Program, with an interest in maintaining the quality of police management in Florida; reviews and recommends deletions, changes and/or additions of the Bylaws to the Board of Directors and members; and, at the direction of the Board of Directors, reviews complaints of ethical misconduct, determines facts, and reports findings to the Board.

G. University/Education Chiefs Committee - The University/Education Chiefs Committee exercises oversight in all K-12 and University campus security and safety matters. Makes recommendations to the Board regarding campus safety related legislation, issues and programs. Acts as a clearinghouse on technological issues and recommends technology training programs to the Board of Directors.

H. Airport Chiefs Committee - The Airport Chiefs Committee exercises oversight in all aviation related matters. They make recommendations to the Board regarding any aviation related legislation, issues and programs. Acts as a common point of communication and networking for those with specific interest in aviation law enforcement.

Section 2.
The President shall have the authority to appoint all committees not set by the Bylaws and create ad hoc committees as necessary, from the Board of Directors or the membership at large. The President shall serve as an ex-officio member of all committees except the nominating committee.

Section 3.
Each member of a committee shall continue as such until the next Annual meeting of the members of the Association and until his successor is appointed, unless the Committee shall sooner be terminated, or unless such member be removed from such Committee, or unless such member shall cease to qualify as a member thereof. Each member of a committee must be a member in good standing of the Association.

Section 4.
The President shall appoint the Chairperson and Vice-Chairperson of each committee.

Section 5.
Vacancies in the membership of any committee may be filled by appointment made in same manner as provided in the case of original appointments.

Section 6.
Unless otherwise provided, a majority of the whole committee shall constitute a quorum.

Section 7.
Committee Chairpersons shall provide a written report of Committee activities, recommendations for Board action, etc., to the President and Executive Director prior to the Mid-Winter and Summer Conferences. Upon request by the President, Committee chairs shall also present oral reports to the Board.

ARTICLE IX - Books and Records
This Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its business meetings as designated by the Board of Directors. Any books, records, and minutes may be in written form or in any other form capable of being converted into written form within a reasonable time.

ARTICLE X - 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 these bylaws and any special rules of order the Association may adopt.

ARTICLE XI - Amendment of Bylaws
These bylaws may be amended by the affirmative vote of a majority of the members present and eligible to vote at the Annual Business Session or other business meetings of the Association provided that the proposed amendment shall have been submitted with a written explanation of its need to the Chair of the Professional Standards Committee at least ninety (90) days prior to the Annual Business meeting at which it is to be considered. The Professional Standards Committee shall review the proposal and report its recommendations to the Executive Committee for approval before submission to the membership for a Final vote. Upon approval by the Executive Committee, the Secretary shall reproduce the amendment as approved and notify the membership of the Association thereof by mail, by electronic transmission, or by publication at least fourteen (14) days before such meeting.

Article XII - Endorsements
Section 1. - General
This article sets forth the general guidelines for the endorsement of candidates by the Florida Police Chiefs Association. While these guidelines provide guidance to the Executive Director, Executive Committee and Board of Directors, individual situations will determine whether an endorsement is forthcoming from the Association. The Executive Director will submit any endorsement on behalf of the Association. Each endorsement issued is a singular decision and should not infer future endorsements for any person or office.

Section 2. – State of Florida – Political Candidates
The Association will only consider endorsements for the following statewide offices: Governor, Florida Cabinet positions, and U.S. Senators. All other State/National elected offices are generally excluded. An endorsement during one election cycle does not mandate or require a subsequent endorsement in any future election. The process for endorsements will generally involve:
1-- Review of the candidates position on policies affecting law enforcement and public safety to ensure it is supportive of the FPCA’s policy platform.
2-- Interview the candidate either in person or by phone.
3-- Consultation with the Executive Committee, Board of Directors, and the FPCA lobbyist.
4-- The polling of our Active members at the discretion of the President.
The approval or denial of the Board of Directors authorizing the Executive Director to provide an endorsement.

Any endorsement by the Association must have as its ultimate goal the furthering of the purposes and objectives of the Association.

Section 3. – Members’ Request

From time to time, the Association receives requests to provide endorsements for members running for statewide, regional, local, and national offices related to law enforcement functions. The Association will consider each request individually as no two cases are identical. In general, local cases will not be considered for endorsement without significant prior contribution by the requesting member to the Association. Significant contribution will be in addition to the requirement outlined below for national offices.

Request for endorsements for national law enforcement offices, such as IACP, will be considered on a case-by-case basis and only granted to active members. For purposes of this Article, an active member is defined as meeting the following requirement:

1) Continuous member of the FPCA for the last four years.
2) Active member of at least one FPCA Committee for the last two years. Requirement is met by participating in at least 50% of Committee meetings or calls during the time period.
3) Attendance at four FPCA conferences in the last four years.
4) Approval by majority vote of the Board of Directors.

Section 4. – External Requests for FPCA Endorsement

When the Association receives a request to endorse an external candidate running for a position in a law enforcement organization such as the IACP, the Executive Director and President must first determine if allowing the candidate to seek an FPCA endorsement is in the best interest of the FPCA and its members.

In order to accomplish this, the Executive Director and the President will utilize the following criteria during their evaluation of the requesting candidate.

A. An external candidate will only be considered after assessing how the candidate’s state association most recently addressed an FPCA member’s request for endorsement.
B. If within the last four (4) years the candidate’s state association failed to endorse an FPCA Member’s request for endorsement, not being in direct competition with one of their own member’s candidacy, strong consideration should be given to denying the request.
C. Endorsements will not be provided if the candidate’s state association does not provide endorsements.
D. Upon the completion of this evaluation, the Executive Director will report his/her findings to the Executive Committee.

The FPCA Executive Committee shall review the report submitted by the Executive Director and President, relating to the requesting candidate. Upon the review of the report the FPCA Executive Committee will determine if the issue of endorsement will be brought to the Board of Directors.

If the FPCA Board of Directors agrees that a candidate favorably meets the criteria stated above, a vote will be taken with the board of directors to allow the candidate to address the general membership during the annual business meeting at the Summer Conference. An endorsement may only be obtained by a majority vote of the general membership in attendance.