

# **UNITED STATES POLICE CANINE ASSOCIATION, REGION 19, Inc.**



## **BY-LAWS**

## Contents

Article I	<i>United States Police Canine Association, Region 19 Inc.</i>
Article II	<i>Objectives</i>
Article III	<i>Basic Policies</i>
Article IV	<i>Conflict of Interest Procedures</i>
Article V	<i>Officers</i>
Article VI	<i>Board of Directors</i>
Article VII	<i>Elections</i>
Article VIII	<i>Installation of Officers</i>
Article IX	<i>Impeachment</i>
Article X	<i>Membership</i>
Article XI	<i>Meetings</i>
Article XII	<i>By-Laws</i>
Article XIII	<i>Dues</i>
Article XIV	<i>Appropriations</i>
Article XV	<i>Order of Business</i>
Article XVI	<i>Rules and Regulations</i>
Article XVII	<i>Rules of Order</i>
Article XVIII	<i>Amendments</i>

### **Article I** **NAME**

The name of the Corporation shall be: United States Police Canine Association, Region 19, Inc. Also referred to in these by-laws as the Corporation.

### **Article II** **OBJECTIVES**

1. The Corporation is a non-profit, non-stock, public benefit Corporation and is not organized for the private gain of any person. The specific purposes for which the Corporation is organized are set forth in the Third Article of the Articles of Incorporation. The Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

Notwithstanding any other provisions of the Articles, the Corporation shall not carry on any activities not to be carried on (1) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by

corporate contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

2. The objectives for which the Corporation is formed are:

- To unite in a common cause all law enforcement agencies utilizing the services of the canine as an aid in the prevention of detection of crime;
- To promote friendship and brotherhood between all those interested in the training and utilization of the canine in police work;
- To endeavor to establish a minimum working standard and improve the abilities of the canine in police work, thereby rendering better service to the community;
- To coordinate the exchange of ideas of any advanced training techniques utilizing police dogs;
- The primary purpose of this Association is to operate a not for profit organization exclusively for charitable purposes, specifically:  
To improve the image of the working police dog to the populace in general through improved public service in the prevention and detection of crime;
- To aid and assist those law enforcement agencies making application for information concerning the establishment of canine sections within their respective departments;
- To provide publications, information, and other assistance for law enforcement agencies and to collect and disseminate information on the use of animals in police work;
- To borrow and raise money through solicitation, membership, or any kind of legitimate fund raising practices, in accordance with the established rules and standards for solicitation by non-profit organizations; and
- To have and exercise all the general powers conferred by the laws of the State of Michigan and by the laws of other states and jurisdictions wherein it may become authorized to conduct its affairs.

3. The purposes of the Corporation are promoted through educational programs, publications, training programs and public service

activities; and are governed by the policies set forth in Article III.

4. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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.

### **Article III BASIC POLICIES**

The following are basic policies of the Corporation:

1. The Corporation shall be noncommercial, nonsectarian, and nonpartisan.
2. The name of the Corporation or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the objects of the Corporation.
3. The Corporation may cooperate with other canine law enforcement organizations and agencies but persons representing the Corporation in such matters shall make no commitments that bind the Corporation.

### **ARTICLE IV CONFLICT OF INTEREST PROCEDURES**

#### **1. Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

#### **2. Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

### **3. Procedures for Addressing the Conflict of Interest**

- A. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- B. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- C. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- D. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

### **4. Violations of the Conflicts of Interest Policy**

- A. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- B. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## **Article V OFFICERS**

- 1. **President:** shall preside at all meetings of the Corporation and the Board of Directors at which may be present; shall perform such other duties as may be prescribed in these by-laws or assigned to him by the Corporation or by the Board of Directors and shall coordinate the work of the Officers and committees of the Corporation in order that the objectives may be promoted.

The president has the authority to appoint committee members with the approval of the executive board as deemed necessary. The President shall see that the by-laws, rules and regulations are respected and obeyed. The President will also be a voting member of the National Executive Committee.

2. **Vice President South:** The Vice President South will actively assist and support the President in his/her duties, and shall be President pro tempore in his/her absence if he/she is the senior Vice President (being a member of the USPCA for a longer period than the other Vice President), during which time he/she shall assume all duties and responsibilities of that office. In the event of a vacancy in the office of the President during the elective term, the senior Vice President shall succeed to that office for the remainder of the unexpired term. The Vice President South shall be Chairman of the By-laws committee. The Vice President South shall be the liaison in charge of coordinating certification trials and events held in Michigan, and shall act as the Sergeant at Arms at meetings being conducted by the President. He/she shall also have the responsibility of reviewing the Secretary/Treasurer's reports.
3. **Vice President North:** The Vice President North will actively assist and support the President in his/her duties, and shall be President pro tempore in his/her absence if he/she is the senior Vice President (being a member of the USPCA for a longer period than the other Vice President), during which time he/she shall assume all duties and responsibilities of that office. In the event of a vacancy in the office of the President during the elective term, the senior Vice President shall succeed to that office for the remainder of the unexpired term. The Vice President North shall be the liaison in charge of coordinating certification trials and events held in Ontario. He/she shall also have the responsibility of reviewing the Secretary/Treasurer's reports.
4. **Secretary/Treasurer:** It shall be the duty of the Secretary/Treasurer to accurately record the proceedings at meetings of the Corporation and the Board of Directors; read the minutes of previous meetings and read all communications; and shall call the roll of the officers and note absentees; and shall keep a record of all members, the standing of each and their date of admission and termination. The Secretary/Treasurer shall forward an accurate copy of the proceedings of each meeting of the Corporation to the National Executive Committee, National Secretary and to his/her respective area Vice President, no later than twenty days after each meeting. A copy of the minutes will also be given to each member of the Board of Directors. The Secretary/Treasurer shall have custody of all the funds of the

Corporation; shall keep a full and accurate account of receipts and expenditures; and shall make disbursements in accordance with the approved budget, as authorized by the Corporation, the Board of Directors, or a special committee. The Secretary/Treasurer shall present a financial statement at every meeting of the Corporation and at other times when requested by the Board of Directors and shall make a full report at the January (annual) meeting. The Secretary/Treasurer shall be responsible for maintenance of such books of account and records as conform to the requirements of the by-laws.

5. **Board of Trustees:** The Board of Trustees shall consist of three (3) regular members and one (1) alternate member. The Board of Trustees shall annually cause an audit of all funds, financial books and records of the Region and provide an accurate copy of their written report to the National Executive Committee. This audit to cover the period from January 1 and ending December 31. This audit will be not less than once each year or at any time said Board has just cause to believe such audit should be made.
6. All officers shall:
  - A. Perform the duties prescribed in the parliamentary authority in addition to those outlined in the by-laws and those assigned from time to time.
  - B. Deliver to their successors all official material not later than ten days following the election of their successors.

**ARTICLE VI**  
***Board of Directors***

1. The Board of Directors shall consist of the officers of the Corporation. The members of the Board of Directors shall serve until the election and qualification of their successors.
2. The duties of the Board of Directors shall be;
  - A. To transact necessary business in the intervals between meetings of the Corporation and such other business as may be referred to it by the Corporation.
  - B. To present a report at the regular meetings of the Corporation.
  - C. To ensure that the annual audit of the Treasurer's accounts are completed at least two weeks prior to the February (annual) meeting.
  - D. To prepare and subject to the Corporation for approval a budget for the fiscal year.
  - E. To approve routine bills within the limits of the budget.
3. Regular meetings of the board of directors shall be held at a time to be determined by the Board, and to be fixed by the Board

at its first meeting of the year. A majority of the Board of Directors shall constitute a quorum. Special meetings of the Board of Directors may be called by the President or by a majority of the members of the Board.

**Article VII**  
**ELECTIONS**

1. The Officers of the Corporation shall consist of a President, a Vice President North, a Vice President South, a Secretary/Treasurer and a Board of Trustees consisting of at least three regular members and one alternate member.
2. Officers shall be elected once every two years. Elections of all Officers shall be nominated at the general membership meeting in January.
3. All office positions shall be elected by a simple majority of those attending the January meeting and proxy votes as described in this section. If there are more than two candidates for a position and a simple majority is not reached, the top two vote getters will run off. A write in ballot will be used to elect each individual position.
4. Elections for the office of the President and Secretary/Treasurer will be held every two years (even numbered). Elections for the office of Vice President South and Vice President North will be held every two years (odd numbered). These office terms will be for two years. All office terms will start at the end of the meeting which elected and end upon the elections of the January meetings of the appropriate year. Officers holding a position may run for an open position. (Example; Vice President may run for President). A shortened term position will be held to fill the vacated position.
5. Elections for Trustees will also be held at the January meeting and they will serve for a three (3) year term. The alternate Trustee will be elected annually and serve a one (1) year term.
6. If only one member is nominated for an office, that member could be elected by a motion to cast one unanimous vote, with that motion being seconded and passed by the attending members, verbally.
7. Although members are encouraged to be present for the nominations and balloting, it is understood that due to the nature of police work this is not always an option. Therefore a proxy vote may be sent with a member in good standing. That member with the handwritten permission shall then vote for the absent member also.

8. A two member committee appointed by the President will count the ballots and attest to the correct totals. In case of a tie, the incumbent will remain the office holder. If no incumbent is on the ballot for that office, then the two member committee will blind draw from the list of candidates to decide the winner.
9. Only one regional office may be held at one time.
10. The Regional President will not be allowed to hold a National office.
11. Only Full members of the Association shall be eligible to be elected to Association offices.

**Article VIII**  
***Installation of Officers***

Officers will be installed by filling out and signing the following form and signing it in the presence of the outgoing officer, or a designee of the President:

I, \_\_\_\_\_, having been duly elected an officer of this Association in the presence of Almighty God and the company assembled of hereby solemnly and sincerely promise and swear that I will, to the best of my ability in word and in deed, without fear or favor, faithfully, honestly and with strict impartiality, carry out as an officer of this Association, the principles of this Association. By the signing of this document the officer elect is legally installed and qualified to enter upon the discharge of their duties for the term ending January \_\_\_\_\_, or until their successors are duly elected and installed.

---

<i>Signature of Electee</i>	<i>Date</i>	<i>Signature of Witness</i>	<i>Date</i>
-----------------------------	-------------	-----------------------------	-------------

**Article IX**  
***Impeachment***

1. Any officer may be removed for any violation of the provisions of the by-laws or for any personal conduct that may bring discredit upon the Corporation.
2. Charges for the impeachment of any officer may be initiated by any two (2) members in good standing or a complaint committee appointed by the President and shall be presented in writing before the membership at a regular meeting for final action. The accused officer will be given a copy of the charges against them and notified of the meeting at which their trial will be held not less than ten (10) days prior to the meeting. The accused shall be given the right to present evidence in their behalf at this meeting.

3. Upon the order of two-thirds (2/3) of the members present at the regular meeting hearing charges of impeachment against the officer, the accused shall be removed from the office and never again hold any office in the Corporation. The same evidence may be used later for suspension or revocation of membership.

**Article X**  
**MEMBERSHIP**

1. Full membership to the Association shall be open to any active full time paid law enforcement officer, either Federal, State, County or municipal, who is a canine handler, trainer or administrator, pending approval of regional elected officers. This shall include members of the Military Police who may be canine handlers, trainers or administrators. A full member of this association who retires while being in good standing, or no longer is a canine handler, trainer or administrator, shall retain the benefits of the Association with the exception of holding National office or regional presidency.
2. Any full member may continue as such in an event they may enter military service and returns to canine law enforcement on a full time basis.
3. An associate membership may be held in the Association under the following conditions:
  - A. A person who trains canines for established law enforcement agency.
  - B. A retired (not a member at retirement) full time paid law enforcement officer, either Federal, State, County or Municipal, who was a canine handler, trainer or administrator.
  - C. Associate membership must have the approval of regional Elected Officers.
  - D. Associate membership shall have voting privileges but cannot hold Regional or National office.
4. An honorary membership may be bestowed on a person for distinguished or meritorious acts in the field of canine service.
5. There shall be a Special Membership to the USPCA. These members shall be any persons so designated by a Regional Executive Board. Detector Dog Handlers whose work is done primarily for Law Enforcement, but are not employed by a Law Enforcement Agency full time or otherwise, may be granted Special membership to the USPCA with sponsorship in writing from a LEA who they have worked for as well as approval from the Region Board in which they reside. The sponsorship letter shall be included with their yearly membership application. Special members who meet these qualifications can be allowed to obtain a USPCA certification on

a Regional level only from the geographical Region in which they reside. A Special member shall be liable for dues or assessments. They may attend regular meetings and may be heard at the discretion of the President. Special members cannot hold office, nor do they have voting privileges.

6. A special member shall be liable for dues or assessments. They may attend the regular meetings and may be heard at the discretion of the President. They may not vote or have any other privileges that pertain to full membership in the association.
7. Any member may be dropped from the Association for non-payment of dues, upon final conviction of any criminal charge, for any acts that might bring discredit to the Association or using the Association or its name for personal gain or profit. Upon notification in writing of any of these circumstances by at least two full members in good standing, to the executive board or the region or district; the member shall be notified in writing of the circumstances charged. An investigation will be instituted by the region or district executive board and a two-thirds (2/3) vote of the region or district at a scheduled meeting shall cause a member to be dropped from the roll.
8. All applications for membership shall be in writing *or in an electronic form, using applications provided for that purpose* and accompanied by the prescribed fee. If the Regional Executive Board so decides, applicants may be referred to the National Executive Committee for investigation. *Voted and passed by membership vote 2014 Port Huron, MI.*
9. An applicant, having been elected to membership by the Region, shall be notified and may present themselves at the next Regional meeting and subscribe to the following pledge:

"I, (member's name), do hereby of my own free will, pledge upon my sacred honor to support the Constitution and By-laws of this Association. That I will obey the resolutions adopted from time to time, not incompatible with my oath as a police officer; and I further more promise that I will forward and defend the interests of the Association by all honorable means within my power"
- At the conclusion of this pledge, a membership card and by-laws shall be presented to the new member.
10. Personal information of USPCA members is available to the Region / National Executive Board only, for the purpose of official USPCA business. When requests are received for a member's information from persons other than officers of the Region and/or National Executive Boards, the member is contacted and 1) advised that a request has been made and who is making the request; and 2) given the option to release or withhold the requested personal information.

11. Lifetime Membership - The Region will waive annual dues for anyone who has been a member in good standing for thirty consecutive years. The member is required to submit a membership form with signature annually.

#### **Article XI** **Meetings**

1. Regular meetings of the Corporation shall be held annually in January *and another meeting during* the Detector Dog Trials *or* the Police Dog I Trials, at a time to be determined by the Board, unless otherwise provided by the Corporation or by the Board of Directors. Ten days notice shall be given of change of date.  
*Voted and passed by membership vote 2014 Port Huron, MI.*
2. Special meetings may be called by the Board of Directors; five days notice having been given.
3. Eight (8) members shall constitute a quorum for the transaction of business in any meeting of the Corporation.
4. The President can call as many meetings as necessary during the calendar year.
5. Roberts Rules of order shall be the guide for conducting all meetings.

#### **Article XII** **By-Laws**

Amendments, Additions or Deletions - It shall be the duty of the By-Laws Committee, which shall consist of three (3) members appointed by the President, to codify all proposed amendments, additions, and deletions to the By-Laws. All proposed changes must be submitted in writing to the By-Laws Committee and signed by two (2) Regional Officers. The By-Laws Committee shall present in the final form proposed changes to the Board of Directors with recommendations. Such proposals shall lay over until the next meeting and notice of said proposal shall be sent to the membership for its consideration. A majority vote of the membership will confirm adoption. Only regular and associate members of this Association shall be eligible to vote on policy-making rules of this Association. Regardless, if any amendment, addition or deletion is passed unanimously, it shall be null and void if it is in direct conflict with the Articles of Incorporation.

#### **Article XIII** **DUES**

1. The yearly dues of the Association will be *fifty (\$50.00)* dollars. Dues will be collected by the Region. All inquiries and applications received by The National Association will be

forwarded, along with all fees, to the appropriate Region/District. *Voted and passed by membership vote 2014 Port Huron, MI.*

2. The yearly dues will be due on or before the January membership meeting of each year and will expire on December 31st, of that same year. Membership cards will be issued by the Secretary/Treasurer of Region 19 to each applicant.
3. Upon application for membership in this Association, a fee of **\$50.00** will be collected and will cover the applicant's dues until the next January 1st, when the yearly dues again become due. This section will be followed no matter when the applicant applies for membership. *Voted and passed by membership vote 2014 Port Huron, MI.*
4. In January of each year, the Region will send to the National Secretary a list of members, along with the appropriate per capita tax, **thirty** dollars (**\$30.00**), for each member on the list. No person will be permitted to participate in any National Trials from a Region/District that has not paid its per capita tax and forwarded an updated membership list. *Voted and passed by membership vote 2014 Port Huron, MI.*
5. Yearly dues expire on December 31st. However, a grace period will be allowed. Renewal members only (those members in good standing from the last calendar year) will be honored and covered by the Association until January 31st. after January 31st, the member becomes delinquent, and shall be dropped from the membership roll, and thereby forfeits all claims against the Association. National Judges wishing to be eligible to judge at a National Trial as well as Judges who are qualified to be Chief Judges must have their applications into the NATIONAL office by January 31st.

#### **Article XIV Appropriations**

The Appropriations Committee shall consist of the Board of Directors. All appropriations of more than \$500.00 shall be referred to it for recommendation. All expenditures in excess of \$500.00 shall require the approval of the Board of Directors.

**Article XV**  
**Order of Business**

The Order of Business of this Association shall be as follows:

1. Calling of the meeting to order
2. Roll call of the officers
3. Reading of the minutes of the preceding meeting
4. Report of the Treasurer
5. Report of the Committee
6. Report of the Officers
7. Unfinished business
8. New business
9. Good of the Association
10. Adjournment

**Article XVI**  
**Rules and regulations**

Rules and regulations shall be established by a two-thirds vote of the Board of Directors as the need arises.

**Article XVII**  
**Rules of Order**

1. Any member desiring the privilege of the floor shall arise and address the chair.
2. No member shall be allowed to speak until properly recognized by the chair.
3. No question can come before the meeting unless properly moved, recorded and declared upon for discussion by the chair.
4. Any member may call for ayes and nays on any question, which each member present required to answer to their full name on the roll, unless excused by the chair.
5. No member shall leave the room during a meeting, unless permission is given that member by the chair.
6. A motion to reconsider must come from a member who votes with the majority when the motion to consider was taken.
7. When any member raises a point of order, the person having the floor shall take their seat until the chair decides the point, if proper, they may resume their remarks.
8. No subject laid on the table shall be taken up again during the same meeting unless it was so understood when disposed of.

9. Any member may appeal to the Company from the decision of the chair when the question shall be stated thus; "Shall the decision of the Chair be sustained?" It shall be decided by two-thirds (2/3) vote of votes cast.

**Article XVIII**  
***Amendments***

The Bylaws may be amended, repealed or altered in whole or in part by a majority vote at any regular or special meeting of the Board of Directors of the Corporation.

Bylaws accepted and signed on September 20, 2011

Signed By:

President - John Mendham

Vice President North - David Walker

Vice President South - Steve Armstrong

Secretary/Treasurer - Raymond Kerimian