

**BYLAWS OF THE  
DEPUTY SHERIFFS' ASSOCIATION  
OF SAN DIEGO COUNTY**



**A California Nonprofit  
Mutual Benefit Corporation**

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**ARTICLE I – OFFICES**

Section 1: Offices

The principal office for the transaction of the business of the Corporation ("principal office") is hereby fixed and located at 13881 Danielson Street, in the City of Poway, San Diego County, State of California. The Board of Directors is hereby granted all power and authority to change said principal office from one location to another in said county. Any such changes shall be noted on the Bylaws by the Secretary, immediately following this Section or this Section shall be amended to state the new location.

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**ARTICLE II – MEMBERSHIP**

Section 1: Designation of Categories of Members

Membership in this Corporation (hereinafter alternatively referred to as the "Association") shall consist of the following categories of Sheriff's Department employees:

Class I Members: Sheriff, Undersheriff, Assistant Sheriffs and regularly sworn peace officers employed full-time by the Sheriff's Department.

Class II Members: Repealed January 2007.

Class III Members: Regularly-sworn Reserve Deputy Sheriffs who have completed training and are assigned to a designated Reserve Unit for service.

Retired Members: Any active Member who retires from the San Diego County Sheriff's Department for service or disability, whether service or non-service connected.

Affiliate Members: Any other individuals associated with law enforcement who are admitted to the Association upon proper application and majority vote of the Board of Directors.

Section 2: Characteristics of Categories of Members

A. Class I Members:

A. Class I Members, are regularly sworn peace officers employed full time by the Sheriff's Department who may be assigned to any assignment within said job classification. Deputy Sheriffs may be male or female.

B. All Class I Members shall be a member of P.O.R.A.C. so long as the Association continues membership in that organization.

C. All Class I members shall be a member of the Association's Legal Defense

**ARTICLE II – MEMBERSHIP**

1                                   Program as established by the Association's Board of Directors.

2  
3           B. Class II Members: This category of membership was repealed in January 2007.

4  
5           C. Class III Members:

6                                   Class III Members consist of "Reserve Deputy Sheriffs" holding a Reserve  
7                                   Deputy Sheriff Commission from the Sheriff of San Diego County that is active  
8                                   and valid. Reserve deputy sheriffs may be assigned to any job or unit  
9                                   designation within the Sheriff's Department Reserve structure. Class III  
10                                  members who have 10 or more years of continuous membership in that class  
11                                  and separate from service due to retirement or a service-related injury may  
12                                  continue such membership upon approval of the Board of Directors. (*Rev.*  
13                                  *10/2005*)

14  
15           D. Retired Members:

16  
17                                  Such Members are members who have retired from the San Diego County  
18                                  Sheriff's Department or are their surviving spouse who elect to become Retired  
19                                  Members of the Corporation by requesting such membership in writing, directed  
20                                  to the Secretary-Treasurer of the Corporation. Retired Members shall be non-  
21                                  voting members and shall pay dues, as set from time to time by the Board of  
22                                  Directors. Retired Members shall not be eligible to receive any of the benefits  
23                                  as defined in Article XI. Retired Members may participate in any insurance  
24                                  program administered by the Corporation provided they meet the requirements  
25                                  of the insurance carrier and pay to the Corporation the premium thereof. Retired  
26                                  Members shall not be eligible for legal assistance. Retired Members shall be  
27                                  non-voting members and cannot hold office. (*Rev. 10/2005*)

28  
29           E. Affiliate Members:

30  
31                                  (1)     Affiliate Members shall be non-voting members, cannot hold office, and  
32                                  will not be eligible to receive any of the benefits as defined in Article XI of  
33                                  these Bylaws.

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35                                  (2)     Affiliate Members shall not be eligible for legal assistance.

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37                                  (3)     Affiliate Members shall pay dues as established from time to time by the



**ARTICLE II – MEMBERSHIP**

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Board of Directors.

(4) The Board of Directors shall have the right to suspend or revoke an affiliate Membership for any cause or reason deemed necessary to maintain the standards of the Corporation.

Section 3: Other Aspects of Membership In Certain Classes

- A. Benefits: Members in Class III may take advantage of whatever consumer services are available to any other members. These services include group insurance programs, special group discount entertainment privileges, etc. However, Class III Members will not be entitled to any benefit provided under the Relief and Retirement Funds of this Association as more fully set forth in Article XI of these Bylaws.
- B. Service Fees: Special "service fees" shall be applied to membership Class I if necessary to enable representation under an "agency shop" if adopted pursuant to applicable bargaining laws, rules or policies.
- C. Effect of Discontinuing Employment: Active membership in this Corporation shall cease upon retirement, resignation, dismissal or disability retirement of a Member from the San Diego County Sheriff's Department and, thereafter, such Member shall have no claims upon any fees, gifts or contributions that said Member may have paid to the Corporation. However, nothing in this Section shall prevent the Board of Directors from acting on a claim made by a retired or otherwise separated Member if said claim presented is a) prior to or within one year from date of retirement or separation, and b) based upon a cause of action which accrued during active membership.
- D. Financial Assistance Or Distress Relief: Financial assistance or distress relief from the Corporation shall be restricted to Class I members and dependents of Class 1 members.

Section 4: Non-Member Employees of the Sheriff's Department

There shall be no form or class of Membership in this Corporation, except as provided in Section 1 above of this article, but nothing contained in the Articles or

**ARTICLE II – MEMBERSHIP**

1                   Bylaws of this Corporation shall be construed as prohibiting any employee of the  
2                   San Diego County Sheriff's Department, not a Member of the Association, from  
3                   participating in any social or other activities furthering the objectives of the  
4                   Association.

5  
6   Section 5:   Eligibility for Membership

7  
8                   A. Requirements: Any eligible person may become a Member of this Corporation  
9                   during or after the expiration of his/her probationary period, by making proper  
10                  application to the Corporation and paying all back dues for a period commencing  
11                  on the date of expiration of his/her probationary period and terminating on the  
12                  date said back dues are paid.

13  
14                  B. Board Waiver: The Board shall have the discretion to waive from time to time the  
15                  back-dues requirement of Paragraph A immediately above for a sixty (60) day  
16                  promotional period, during which time an eligible person may become a Member  
17                  of this Corporation by making proper application to the Corporation and paying  
18                  the existing processing fee.

19  
20                  C. Readmission: Any Member who resigns from this Corporation while still a  
21                  regular full-time employee of the Sheriff's Department shall not be eligible for re-  
22                  admission to this Corporation without the unanimous approval of the Board of  
23                  Directors. Such Member, upon re-admission, may elect not to pay any back  
24                  dues. However, should a Member decide not to pay all back dues within  
25                  eighteen (18) months of readmission to the Corporation, such Member's  
26                  membership date for purposes of establishing benefits to which such Member  
27                  may be entitled under Sections 5, 6, 7, and 10 of Article XI, shall be as of the  
28                  date of re-admission without reference to or credit for any earlier period of  
29                  membership. *(Rev. 1/04)*

30  
31   Section 6:   Obligations Not Retroactive

32  
33                   The payment of the back dues hereinabove provided shall not create retroactive  
34                   obligations for the Corporation except as provided in Article XI, Section 10.

35  
36   Section 7:   Effect of Military or Other Leave of Absence

## ARTICLE II – MEMBERSHIP

1 Any Member who secures military leave or leave of absence, without pay, to take  
2 other employment shall be suspended from Membership in the Corporation until  
3 he/she returns to duty, at which time he/she may be reinstated to Membership upon  
4 resumption of payment of dues. During the period of suspension occasioned by such  
5 leave, neither the Member nor the Member's family shall be entitled to receive any  
6 benefits as herein provided until such time as he/she returns to duty and is reinstated  
7 to Membership. Said reinstatement shall not create retroactive obligations for the  
8 Corporation, nor shall such Member be required to pay any back dues or  
9 assessments.

10  
11 Section 8: Dues, Fees And Assessments

12  
13 Each Member of each Class of Members must pay, within the time and on the  
14 conditions set by the Board, the dues, fees, and assessments more fully set out in  
15 Article VIII herein below.

16  
17 Section 9: Good Standing

18  
19 Those members who have paid the required dues, fees, and assessments in  
20 accordance with these bylaws and who are not suspended from the Association shall  
21 be members in good standing.

22  
23 Section 10: Termination And Suspension

24  
25 A. Causes of Termination: A membership shall terminate on occurrence of any of  
26 the following:

- 27  
28 1) Resignation of a Member, upon notice to the Corporation;
- 29  
30 2) Failure of a Member to pay dues, fees, or assessments in accordance with  
31 Article VIII, Section 5 herein below;
- 32  
33 3) Occurrence of any event that renders a member ineligible for  
34 membership, or failure to continuously satisfy membership qualifications;
- 35  
36 4) Expulsion or suspension of the Member under subsection 10(B)  
37 immediately herein below, based on the good faith determination by the

**ARTICLE II – MEMBERSHIP**

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Board or upon written charges against said Member filed with the Board and signed by not less than five (5) other members in good standing, that the Member has failed in a material and serious degree to observe the rules of conduct of the Corporation, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Corporation. Any person whose membership is suspended shall not be a Member during the period of suspension.

i) Procedure For Expulsion Or Suspension: If grounds appear to exist for expulsion or suspension of a Member as set forth immediately above, the procedure set forth below shall be followed (except for non-payment of dues, fees and assessments which procedure is provided in Article VIII, Section 5 herein below).

- 1) An investigation into allegations pursuant to Article II, Section 10A(4) above shall be conducted as follows:
  - a) An investigative committee shall be formed consisting of Three (3) Members of the Association who are not members of the Board of Directors. Each Member of the Board of Directors shall submit the names of two (2) Members for said committee. The committee shall be determined by random draw of nominated Members.
  - b) The investigative committee shall inquire as to the specific allegations made against the Member. The committee shall then conduct a thorough investigation into these allegation(s), reporting their findings to the Board of Directors in executive session.
- 2) The Member shall be given fifteen (15) days prior notice of the proposed expulsion or suspension and the reasons therefore. Notice shall be in writing, personally delivered or sent by mail. Any notice given by mail shall be sent by first-class or certified mail to the Member's last known address as shown in the Corporation's records.
- 3) The Member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days before the effective date of the proposed

**ARTICLE II – MEMBERSHIP**

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expulsion or suspension. The hearing shall be held, or the written statement considered, by the Board of Directors.

4) The Board of Directors shall decide by two-thirds (2/3) vote whether or not the Member should be expelled, suspended, or sanctioned in some other way. The decision of the Board of Directors shall be final.

5) Any action challenging expulsion, suspension or termination of Membership, including a claim alleging defective notice, shall be commenced within one year after the date of the expulsion, suspension or termination.

**ARTICLE III – MEETINGS OF MEMBERS**

Section 1: Place of Meetings

All annual meetings of Members shall be held at the principal office of the Corporation, and all other meetings of Members shall be held either at the principal office or at any other place either designated by the Board of Directors or approved by the written consent of all persons entitled to vote thereat, given either before or after the meeting and filed with the Secretary of the Corporation.

Section 2: Annual Meetings

Annual meetings of Members shall be held on the second Thursday in January. At such meetings, Directors shall be elected, reports of the affairs of the Corporation shall be considered, and any other business may be transacted which is within the powers of the Members.

Section 3: Special Meetings

Special meetings of the Members, for any purpose or purposes whatsoever, may be called at any time by the President, Vice-President, Board of Directors, or Members holding five percent (5%) or more of the voting power of the Corporation.

Section 4: Notice Requirements For Meetings

A. General Notice Requirements: Whenever Members are required or permitted to take any action at a meeting, written notice of the meeting shall be given, in accordance with Subsection 5(C) herein below, to each Member entitled to vote at the meeting. The notice shall specify the place, date, and hour of the meeting and,

(1) For a special meeting, the general nature of the business to be transacted, and no other business may be transacted; and where amendment to Articles or Bylaws is proposed, the language of such proposal; or

(2) For the annual meeting, those matters that the Board, at the time notice is

**ARTICLE III – MEETINGS OF MEMBERS**

1 given, intends to present for action by the Members, but any proper matter  
2 may be presented at the meeting.

3  
4 B. Notice of Certain Agenda Items: Approval by the Members of any of the  
5 following proposals, other than by unanimous approval by those entitled to vote,  
6 is valid only if the notice or written waiver of notice states the general nature of  
7 the proposal or proposals:

8  
9 (1) Removing a Director without cause;

10  
11 (2) Filling vacancies on the Board;

12  
13 (3) Amending the Articles of Incorporation;

14  
15 (4) Approving a contract or transaction between the Corporation and  
16 one or more Director, or between the Corporation and any entity in  
17 which director has a material financial interest;

18  
19 (5) Electing to wind up and dissolve the Corporation;

20  
21 (6) Approving a plan of distribution of assets, other than money, in accordance  
22 with liquidation rights of any Class or Classes as specified in these  
23 bylaws, when the Corporation is in the process of winding up; or

24  
25 (7) Approving the terms of a labor contract.

26  
27 C. Manner of Giving Notice: Notice of any meeting of Members shall be in writing  
28 and shall be given at least ten (10) days and not more than ninety (90) days  
29 prior to the meeting date. The notice shall be given either personally or by first  
30 class, or certified mail, or by other means of written communication, charges  
31 prepaid, and shall be addressed to each Member entitled to vote, at the address  
32 of that Member appearing in the books of the Corporation or at the address  
33 given by the Member to the Corporation for purposes of notice. If no address  
34 appears on the Corporation's books and no address has been so given, notice  
35 shall be deemed to have been given if either:  
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**ARTICLE III – MEETINGS OF MEMBERS**

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(1) Notice is sent to that Member by first class mail or telegraphic or other written communication to the Corporation's principal office, or

(2) Notice is published at least once in a newspaper of general circulation in the county of which the principal office is located.

D. Affidavit of Mailing Notice: An affidavit of the mailing of any notice of any Members' meeting, or of the giving of such notice by other means, may be executed by the secretary, or assistant secretary, and if so executed, shall be filed and maintained in the Corporation's Minute Book.

Section 5: Quorum

The Members present at a duly called or held meeting may transact any business, subject to the requirements of Corporations Code Section 7512(b), limiting any action by less than one third of the voting Members to only those matters specified in the notice of the meeting.

Section 6: Manner of Voting

Voting may be by voice or written ballot, except that any election of or removal of a Director must be by written ballot as provided in Article IV herein below.

Section 7: Approval By Majority Vote

The affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter, shall be the act of the Members, unless the vote of a greater number or voting by Classes is required by the California Nonprofit Mutual Benefit Corporation Law or by the Articles of Incorporation.

Section 8: Proxies

A. Right of Members: The only matter upon which members shall have a right to vote by proxy shall be the approval or disapproval of salary and benefit contracts negotiated through the Association. Where such right exists, each member may designate another member of the same Class by means of a written proxy,



**ARTICLE III – MEETINGS OF MEMBERS**

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signed by the member entitled to vote and filed with the Secretary of the Corporation.

B. Revocability: A validly executed proxy shall continue in full force and effect until revoked by the Member executing it, before the vote is cast under that proxy,

1. By a writing delivered to the Corporation stating that the proxy is revoked,

2. By subsequent proxy executed by that Member and presented to the meeting, or

3. As to any meeting, by that Member's personal attendance and voting at the meeting; provided, however, that no proxy shall be valid after the expiration of eleven months from date of the proxy, unless otherwise provided in the proxy, except that the maximum term of the proxy shall be three years from the date of execution. A proxy may not be irrevocable.

C. Effect of Member's Death Or Incapacity: A proxy is not revoked by the death or incapacity of the maker or by the termination of a membership as a result of that death or incapacity unless, before the vote is counted, the Corporation receives written notice of the death or incapacity.

D. Proxy Votes Not Applicable To Mail-In Votes: The above provisions concerning proxies are not applicable to mail-in votes, only to votes taken at membership meetings. No proxies may be used for mail-in votes.

**ARTICLE IV – DIRECTORS**

Section 1: Composition of the Board of Directors

The government of this Corporation, direction of its work, control of its finances and property, and the control and direction of its officers and executive director shall be vested in a Board of Directors consisting of nine (9) members whom shall be elected at large by Class I Members in good standing. Each Director must be a Member in good standing of the Corporation with at least one (1) year active service immediately preceding the date of said person's election, must have completed the necessary probationary period with the San Diego County Sheriff's Department, and must be employed by the County of San Diego in a bargaining unit consisting of classes represented by the Corporation. (Rev. 1/2007)

Section 2: Corporate Powers

A. General Powers: Subject to the provisions and limitations of the California Nonprofit Mutual Benefit Corporation Law and any other applicable laws, and subject to any limitations in the Articles of Incorporation and Bylaws regarding actions that require the approval of the Members, the Corporation's activities and affairs shall be managed, and all corporate power shall be exercised, by or under the Board's direction.

B. Specific Powers: Without prejudice to the general powers set forth in Subsection A above, but subject to the same limitations, the Directors shall have the power to:

1st: Select and remove all officers, agents and employees of the Corporation, prescribe such powers and duties for them as are consistent with the law, with the Articles of Incorporation and with these Bylaws, fix their compensation and require from them security for faithful service;

2nd: Conduct, manage and control the affairs and business of the Corporation, and make such rules and regulations therefor not inconsistent with law, or with the Articles of Incorporation or the Bylaws, as the Directors may deem best;

**ARTICLE IV – DIRECTORS**

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- 3rd: Change the principal office for the transaction of the business of the Corporation from one location to another; designate any place for the holding of any meetings of Members, except annual meetings; and adopt, make and use a Corporate Seal, and alter the form of such seal from time to time, as in their judgment they may deem it best, provided such seal shall at all times comply with the provisions of the law;
  
- 4th: Borrow money and incur indebtedness for the purposes of the Corporation, and cause to be executed and delivered therefor, in the corporate name, the promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidence of debt and security thereof;
  
- 5th: Suspend, expel or sanction any Member in accordance with Article II, Section 10 except as governed by Article VIII, Section 5 concerning non-payment of dues.
  
- 6th: Administer any group insurance contracts entered into for Members and their dependents, including, but not limited to, contracts to provide said Members and their dependents with medical and surgical services, medicines, hospitalization, dressings, X-rays, laboratory work and other necessary medical services including those not requiring hospitalization, and which may be provided at the home of the Member or at the office of a physician. The premiums called for in any such insurance contract shall be paid by the Member to the Association by payroll deduction, or otherwise, without any additional charge thereof being assessed by the Association.
  
- 7th: Affiliate or disaffiliate this Association with another employee organization or union upon a vote of the Board of Directors and a vote of the Membership approving the action.
  
- 8th: Affiliate or disaffiliate this association with any organization comprised of law enforcement associations, such as the Peace Officer Research Association of California (PORAC), where such organization provides



**ARTICLE IV – DIRECTORS**

1 nor nominated by petition (as specified in Paragraph “A” immediately above).  
2 (Rev. 1/2007)

3  
4 Section 5: Election Committee

5  
6 Prior to each election, the President of the Corporation shall appoint an Advisory  
7 Election Committee, consisting of three (3) Members not on the Board of Directors  
8 whose duties shall be to receive and tabulate the ballots cast and certify the names  
9 of the elected Directors. (Rev. 10/2005)

10  
11 Section 6: Election by Written Ballot or Electronic Ballot

12  
13 Ballots for regular elections shall have printed thereon the names of all such  
14 candidates for Director. There shall be blank spaces for write-in candidates. Voting  
15 shall be by secret ballot or electronic ballot and each Class I Member may vote for  
16 one Member of that Class for each vacancy existing on the Board. The Members  
17 receiving the greatest number of votes shall be deemed elected to fill the existing  
18 vacancies. Each Class I Member in good standing shall be supplied with a ballot and  
19 an envelope addressed to the Election Committee in which the Member shall seal the  
20 ballot after voting or link for the electronic voting. Each ballot shall inform the voter  
21 where to deposit or mail his sealed ballot which shall be opened only in the presence  
22 of all Members of the Election Committee when convened for the purpose of  
23 tabulating same unless voting is conducted by electronic ballot. Results of electronic  
24 voting shall be provided by company chosen by the Board of Directors to provide  
25 voting services. (Rev. 1/2017)

26  
27 Section 7: Removal of a Director

28  
29 A. Removal of Director By Board For Cause: The Board may declare vacant the  
30 office of a Director who has been declared of unsound mind by a final order of a  
31 court, or convicted of a felony, or, if the Director is elected any time after the  
32 adoption of this Bylaw, said Director absents himself/herself from three (3)  
33 consecutive meetings of the Board, or more than one-half of the Board meetings  
34 in any four (4) month period, unless such absence is occasioned by Department  
35 business, other Association business, illness, or unavoidable absence from the  
36 County.

**ARTICLE IV – DIRECTORS**

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B. Removal of Director By Members Without Cause: A Director may be removed without cause if such removal is approved by the Members in accordance with Sections 5034, 7513, and 7151 of the California Corporations Code. To accomplish the removal of a Director, a recall election shall be held. Such election process consists of the following steps:

1. The proponent(s) of the recall shall notify the Secretary of the Corporation in writing of the proponent(s)' intent to circulate a recall petition (Notice of Intent). The written and signed notification shall contain a statement of the reason(s) for the recall not exceeding 200 words.
2. Within five (5) days of receiving such notice, the Secretary shall serve in person or by certified mail upon the Director(s) sought to be recalled (hereinafter "Respondent(s)") a copy of the written Notice of Intent.
3. Within fifteen (15) days of receiving such notice of intent from the Secretary, the Respondent(s) shall deliver to the Secretary in person or by first Class mail a written Response to the Notice of Intent stating reasons why said Director(s) should not be recalled. Such Response shall be no more than 200 words in length. The Secretary shall promptly forward a copy of the Response(s) to the Proponent(s).
4. The Secretary shall then format the petition in such a way that the upper portion of the petition contains legibly in type of uniform size, darkness, and spacing both the Statement of Reasons For Recall taken verbatim from the Notice of Intent, and the verbatim Response, if any, of the Respondents. If no Response(s) is received, the petition will so state. Below the upper portion of the petition shall be spaces for signatures of those who wish to sign the petition. The petition will be formatted so that each signor can affix his/her printed name and signature. The petitions will be numbered consecutively.
5. The Secretary shall notify the Proponent(s) of the availability of the petitions for pick-up, and each petition shall bear the date of such Notification. From said date the Proponent(s) shall have sixty (60) days to pick-up and return

**ARTICLE IV – DIRECTORS**

1 petitions to the principal office of the Association. Each petition when  
2 returned shall have stapled to it a Declaration of the Member who circulated  
3 the petition setting forth the signature and printed name of the circulating  
4 Member(s); that said Member witnessed each signing of the petition; and  
5 that to the best information and belief of the circulating Member each  
6 signature appearing on the petition is that of a Member of the same Class of  
7 Members as the Director(s) sought to be recalled.

8  
9 6. When the sixty (60) days have expired, Members constituting the last  
10 Election Committee to serve (and if any such Member is unavailable, his/her  
11 replacement will be appointed by the President unless the President is the  
12 subject of the recall, in which case the appointment shall be made by the  
13 next unaffected officer or, if none remains, by the most senior Director) with  
14 the assistance of a designated Association staff member, will scrutinize the  
15 signatures on each petition to be sure that each person whose signature  
16 appears on the petition is a Member of the same Class as the Director(s)  
17 sought to be recalled.

18  
19 7. If the Election Committee determines that at least twenty-five percent (25%)  
20 of the Members of the affected Class have signed petitions, within ten (10)  
21 days following such determination the election process will commence by  
22 written ballot in the manner of regular elections, subject to the following  
23 conditions;

24  
25 a) For each Director sought to be recalled, the ballot shall contain  
26 language that states:

27  
28 "Should or should not Class \_ Director \_\_\_\_\_ (name) be recalled  
29 from office?

30 Yes, \_\_\_\_\_(name) should be recalled: \_\_\_\_\_

31 No, \_\_\_\_\_(name) should not be recalled: \_\_\_\_\_

32 I abstain from voting as to the recall of \_\_\_\_\_(name)"

33  
34 b) The ballots shall also contain a statement that there is no Quorum  
35 requirement applicable to this election, that a majority of those who vote  
36 will determine whether the recall will pass or fail, and that all ballots cast

**ARTICLE IV – DIRECTORS**

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must be returned by a certain deadline date.

c) The ballots will also specify that the names of no other persons other than those subject to recall shall appear on the ballot.

8. If the balloting results in a Director being recalled, the Board shall proceed to fill the vacancy pursuant to Section 8 immediately below.

Section 8: Filling Vacancies

Vacancies in the Board of Directors shall be filled as outlined in paragraph "C" below at the first regular meeting of the Board of Directors after the vacancy occurs, and each Director shall serve the unexpired term for the office to which he/she is appointed.

A. Cause of Vacancy: A vacancy or vacancies in the Board of Directors shall be deemed to exist in the case of the death, resignation or removal of any Director, or if the authorized number of Directors is increased, or if the Members fail at any annual or special meeting of the Members, at which a Director or Directors are to be elected, to elect the full authorized number of Directors to be voted for at that meeting.

B. No Removal if Reduction in Authorized Number of Directors: No reduction of the authorized number of Directors shall have the effect of removing any Director prior to the expiration of Director's term of office.

C. List of Candidates: If a Director vacates a position on the Board of Directors, the Board will install the next highest vote getter on the appropriate list from the most current year's Director election results. In the case of a tie between candidates, the vacancy shall be filled by means of a coin toss at the next regular meeting of the Board of Directors. If that candidate does not desire the position then the next candidate will be seated. This process will continue until the list is exhausted after which the Board of Directors is free to appoint any eligible Member to the Board of Directors.



## ARTICLE IV – DIRECTORS

1 Section 9: Place of Board Meeting

2  
3 Regular meetings of the Board of Directors shall be held at any place which has been  
4 designated from time to time by a resolution of the Board or by written consent of all  
5 Members of the Board. In the absence of such designation regular meetings shall be  
6 held at the principal office of the Corporation. Special meetings of the Board may be  
7 held either at a place so designated or at the principal office.

8  
9 Section 10: Annual Meeting

10  
11 Immediately after each annual meeting of Members, the Board shall hold its annual  
12 meeting for purposes of organization, election of officers, and the transaction of other  
13 business. Notice of this meeting is not required.

14  
15 Section 11: Regular Meetings

16  
17 Regular meetings of the Board of Directors shall be held on the second and fourth  
18 Thursdays of each and every month. Except for confidential matters which shall be  
19 discussed in closed session by the Board only, the remainder of the Board's  
20 meetings shall be open to attendance, and participation by the Members maybe  
21 solicited by the Directors.

22  
23 Section 12: Special Meetings

24  
25 A. Calling of Special Meetings: Special meetings of the Board of Directors for any  
26 purpose or purposes may be called at any time by the President, or if the  
27 President is absent or unable or refuses to act, by the Vice-President or by any  
28 six (6) Directors.

29  
30 B. Notice of Special Meetings: Notice of the time and place of special meetings  
31 shall be given to each Director by one of the following methods:

- 32  
33 1. By personal delivery of written notice,  
34  
35 2. By first class mail, postage prepaid, or;  
36

**ARTICLE IV – DIRECTORS**

1                   3. By telephone, including a voice messaging system or other system or  
2                   technology designed to record and communicate messages, telegraph,  
3                   facsimile, electronic mail, or other electronic means, assuming such method  
4                   would reasonably be expected to communicate that notice promptly to the  
5                   Director.

6  
7                   All such notices shall be given or sent to the Director's address or telephone  
8                   number as shown in the records of the Corporation.

9  
10                  C. Contents of Notice: All notices of any special meetings shall specify, in addition  
11                  to the time and place of such meeting, the general nature of the business to be  
12                  transacted.

13  
14                  D. Timing: Special meetings of the Board shall be held upon four (4) days notice  
15                  by first class mail, or forty-eight (48) hours notice delivered personally or by  
16                  telephone as set forth in Subsection B above.

17  
18                  Section 13: Waiver and Consent

19  
20                  The transactions at any meeting of the Board of Directors, however called and  
21                  noticed or wherever held, shall be as valid as though had at a meeting duly held after  
22                  regular call and notice, if a quorum be present and if, either before or after the  
23                  meeting, each of the Directors not present signs a written waiver of notice or a  
24                  consent to holding such a meeting or an approval of the minutes thereof. All such  
25                  waivers, consents, or approvals shall be filed with the corporate records or made a  
26                  part of the minutes of the meeting.

27  
28                  Section 14: Quorum

29  
30                  A majority of the authorized number of Directors shall constitute a quorum for the  
31                  transaction of business, except to adjourn. Every action taken or decision made by a  
32                  majority of the Directors present at a duly held meeting at which a quorum is present,  
33                  shall be the act of the Board, subject to the more stringent provisions of the California  
34                  Nonprofit Mutual Benefit Corporation Law, including, without limitation, those  
35                  provisions relating to:  
36

**ARTICLE IV – DIRECTORS**

1           A. Approval of contracts or transactions between the Corporation and one or more  
2           Directors or between the Corporation and any entity in which the Director has a  
3           material financial interest.

4  
5           B. Creation of and appointments to committees of the Board, and Indemnification  
6           of a Director.

7  
8  
9           C. A meeting at which a quorum is initially present may continue to transact  
10          business, despite the withdrawal of some Directors, if any action taken or  
11          decision made is approved by at least a majority of the required quorum for that  
12          meeting.

13  
14 Section 15: No Vote By Proxy

15  
16           Directors may not be represented at any meeting or participate in any vote by or  
17           through a proxy given to any other person including another Director.

18  
19 Section 16: Adjourned Meeting

20  
21           A majority of the Directors present, whether or not a quorum is present, may adjourn  
22           any meeting to another time and place. If the meeting is adjourned for more than 24  
23           hours, the Directors who were not present at the meeting at the time of the  
24           adjournment shall be given reasonable notice of the time and place of the adjourned  
25           meeting.

26  
27  
28 Section 17: Business At Regular Meeting

29  
30           At each regular meeting all claims for benefits arising from sickness or disability and  
31           all bills for current or ongoing expenses of the Association shall be considered by the  
32           Directors. Any of the foregoing which are found to be correct will be ordered paid. In  
33           addition, the Board shall transact such other business as shall be necessary in the  
34           interests of the Corporation.

35

**ARTICLE IV – DIRECTORS**

1 Section 18: Procedure At Meetings

2

3 The current edition of Roberts' Rules of Order shall govern the conduct of all  
4 meetings of the Board of Director except as otherwise provided in the Articles and  
5 Bylaws of the Corporation.

6

7 Section 19: Attendance By Members

8

9 Except as to confidential matters which shall be discussed in closed session by the  
10 Board only, any Member of the Corporation may attend any meetings of the Board of  
11 Directors and voice any opinion or make suggestions therein at the pleasure of the  
12 Chair. No Member attending such meeting shall have the power to make motions or  
13 vote.

14

15 Section 20: Limitation on Other Offices or Directorship

16

17 No Director or officer of the Association shall hold office and/or be a Director of any  
18 other employee organization recognized or registered by the County pursuant to the  
19 County Labor Relations Ordinance.

**ARTICLE V - OFFICERS**

1  
2  
3 Section 1: Designation of officers of The Corporation  
4

5 The officers of the Corporation shall be a President, Vice President and a  
6 Secretary/Treasurer, each of whom shall be a Member of the Board of Directors.  
7

8 Section 2: Election And Terms of officers  
9

10 The officers of the Corporation, except such officers as may be appointed in  
11 accordance with provisions of Section 10 of this Article, shall be elected biannually in  
12 January of odd-numbered years for a two year term by the Board of Directors, and  
13 each shall hold his/her office until resignation, removal or other disqualification from  
14 service, or until his/her successor shall be elected and qualified. In those cases  
15 where the term of an officer extends past the end of his/her term on the Board, the  
16 officer shall continue in office if re-elected to the Board. Whenever, for whatever  
17 reason, an officer's service on the Board ends, the office shall become immediately  
18 vacant, and the Board shall, at the next Board meeting, elect one of the remaining  
19 Board Members to fill the office for the remainder of the two-year term of the prior  
20 holder of the office.  
21

22 Section 3: Removal of officers  
23

24 Any officer may be removed, either with or without cause, by the Board of Directors,  
25 at any regular or special meeting thereof, or, except in case of an officer chosen by  
26 the Board of Directors, by any officer upon whom such powers of removal may be  
27 conferred by the Board of Directors.  
28

29 Section 4: Resignation of officers  
30

31 Any officer may resign at any time by giving written notice either to the Board of  
32 Directors, to the President or to the Secretary of the Corporation. Any such  
33 resignation shall take effect at the date of the receipt of such notice or at any later  
34 time specified therein. The acceptance of such resignation shall not be necessary to  
35 make it effective.  
36

**ARTICLE V – OFFICERS**

1 Section 5: Vacancies in Office

2  
3 A vacancy in any office because of death, resignation, removal, disqualification or  
4 any other cause shall be filled in the manner set forth in Section 2 above.

5  
6 Section 6: Responsibilities of the President

7  
8 The President shall preside at all meetings of the Board of Directors; decide all  
9 questions of order; appoint all committees as needed, and may act as an ex-officio  
10 Member of said committees; direct the Secretary/Treasurer to notify Members of the  
11 Board of Directors of the time and place of all regular or special meetings of the  
12 Board; countersign checks or other instruments issued by the Secretary/Treasurer as  
13 required under Article VII, Section 1; cast the deciding vote in any matter before the  
14 Board which results in a tie-vote; administer the office staff including any executive  
15 staff member hired by the Board of Directors; and shall perform such duties as may  
16 be necessary to carry out the provisions of the Articles and Bylaws of this  
17 Corporation or the wishes of its Members. (Rev. 1/2012)

18  
19 Section 7: Responsibilities of the Vice President

20  
21 It shall be the duty of the Vice President to assume and discharge the duties of the  
22 office of the President during his or her absence, inability to act, or when called upon  
23 by the President to do so. (Rev. 1/2012)

24  
25 Section 8: Responsibilities of The Secretary/Treasurer

26  
27 It shall be the duty of the Secretary/Treasurer to attend to all correspondence; read  
28 all reports and communications which may be presented and file same with the  
29 records of the Corporation; keep all records pertaining to the business of the  
30 Corporation, including those of the meetings of the Board of Directors; notify  
31 successful candidates of their election; issue all notices required and serve the same;  
32 notify all Members who have become delinquent in their dues; attest to all payments  
33 and sign checks of the Corporation for money as required under Article VII Section  
34 1; receive and receipt for all monies coming to and belonging to the Corporation from  
35 any source whatsoever, or cause said monies to be received and receipted for by  
36 such bonded assistant as has been employed by the Board under this Article V,

**ARTICLE V – OFFICERS**

1 Section 10 below, and without unnecessary delay deposit same to the credit of the  
2 Corporation in some bank designated by the Board of Directors for that purpose;  
3 keep accurate, detailed and business-like records of same; render monthly a financial  
4 statement to the Board; and perform all such other duties as may be required by the  
5 Bylaws, or which may be necessary in the interests of the Corporation. When retiring  
6 from office the Secretary/Treasurer shall deliver to his or her successor all books of  
7 record properly balanced, all papers, all monies and all other property of the  
8 Corporation in his or her possession. The Secretary/Treasurer shall be bonded in the  
9 amount of \$10,000.00, or such larger sum as the Board of Directors may, from time  
10 to time, authorize. The Corporation shall pay the premium for said bond.

11  
12 Section 9: Assistant(s) to the Secretary/Treasurer

13  
14 When and at such times as in the opinion of the Board the duties of the  
15 Secretary/Treasurer have increased to such an extent as to justify such action, the  
16 Board shall have the power to employ any necessary assistant(s) to the  
17 Secretary/Treasurer and to determine the compensation to be paid to such  
18 assistant(s).

19  
20 A. The Board of Directors may authorize any duly employed assistant(s) to the  
21 Secretary/Treasurer under the direction of the Secretary/Treasurer to perform  
22 any of the duties of the Secretary/Treasurer and shall require such assistant(s) to  
23 give bond in an amount to be determined by the Board of Directors. The  
24 Corporation shall pay the premium for said bond.

25  
26 Section 10: Indemnification

27  
28 A. Right of Indemnity: To the fullest extent permitted by law, this Corporation shall  
29 indemnify its Directors, officers, employees, and other persons described in  
30 Section 7237(a) of the California Corporations Code, including persons formerly  
31 occupying any such position, against all expenses, judgments, fines, settlements,  
32 and other amounts actually and reasonably incurred by them in connection with  
33 any "proceeding," as that term is used in that Section, and including an action by  
34 or in the right of the Corporation, by reason of the fact that the person is or was a  
35 person described in that Section. "Expenses," as used in this Bylaw, shall have  
36 the same meaning as in Section 7237(a) of the California Corporations Code.

**ARTICLE V – OFFICERS**

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B. Approval of Indemnity: On written request to the Board by any person seeking indemnification under Section 7237(b) or Section 7237(c) of the California Corporations Code, the Board shall promptly determine under Section 7237(e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 7237(b) or Section 7237(c) has been met and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of the Directors who are not parties to that proceeding, the Board shall promptly call a meeting of Members. At that meeting, the Members shall determine under Section 7237(e) whether the applicable standard of conduct set forth in Section 7237(b) or Section 7237(c) has been met and, if so, the Members present at that meeting in person shall authorize indemnification.

C. Advancement of Expenses: To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by persons seeking indemnification under Sections 7237(b) or 7237(c) of these Bylaws in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

Section 11: Insurance

The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Directors, employees, and other agents, against any liability asserted against or incurred by any officer, Director, employee, or agent in such capacity or arising out of the officer's, Director's, employee's, or agent's status as such.



**ARTICLE VI - COMMITTEES**

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Section 1: President's Power To Appoint

Upon assuming office, the President shall appoint from the Members of this Association a Chairperson and committee persons as deemed necessary to carry on the duties and goals of the Association. These appointments shall be subject to the ratification of the Board of Directors of the Association.

Section 2: Removal By The President

The President or the Board of Directors by majority vote may remove a Chairperson previously appointed and ratified. If removed by the President, such removal shall be subject to the ratification of the Board of Directors of the Association.

Section 3: Rules For Committees

The Board may adopt rules for the government of any committee that are consistent with these Bylaws or, in the absence of rules adopted by the Board, the committee shall use these the current edition of Robert's Rules of Order.

**ARTICLE VII - FINANCES**

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2  
3 Section 1: Obligations And Disbursements  
4

5 Obligations may be incurred and disbursements made only upon approval of the  
6 Board of Directors, or in accordance with regulations adopted by the Board of  
7 Directors. Checks will be issued, in payment of obligations, only by the office of the  
8 Secretary/Treasurer, or by such assistant to the Secretary/Treasurer as has been  
9 employed by the Board under Section 10, of Article V, provided such power of  
10 signature has been approved by the Board. The President shall also appoint one  
11 other Member of the Board of Directors who shall have the authority to countersign  
12 checks during the absence or inability of the President to act in this capacity. Any  
13 reference in these Bylaws to the signing of checks or disbursements includes the  
14 signing of credit union requisitions and/or disbursements.  
15

16 Section 2: Safe Deposit Box  
17

18 The Secretary/Treasurer, together with two (2) Directors designated by the President,  
19 may procure and maintain a safe deposit box in a bank approved by the Board,  
20 wherein there shall be deposited for safe keeping all stocks, bonds, or other  
21 securities, and such other personal property belonging to the Corporation as may be  
22 deemed necessary, for safe keeping. The Corporation shall pay the rental charge for  
23 such safe deposit box.  
24

25 Section 3: Control of Assets  
26

27 The President, the Board of Directors, and the Secretary/Treasurer shall have legal  
28 custody and control of all funds, property and effects of the Corporation, subject to  
29 the general control thereof by the Corporation.  
30

31 Section 4: Annual Reports or Audits  
32

33 The Board of Directors shall insure that annual reports are prepared within 120 days  
34 after the end of the Corporation's fiscal year. Such reports shall contain a balance  
35 sheet as of the end of the fiscal year and an income statement and statement of  
36 changes in financial position for the fiscal year, accompanied by any report on them

**ARTICLE VII - FINANCES**

1 by independent accountants, or, if no such accountants are employed, by a  
2 certificate by an authorized officer of the Corporation that the reports were prepared  
3 without audit from the books and records of the Corporation. In every third year  
4 following the previous audit, the Board of Directors shall cause the books and  
5 accounts of the Secretary/Treasurer to be audited by a Certified Public Accountant.  
6 In addition, the Board may at any time substitute in place of the annual report an  
7 audit by a Certified Public Accountant selected and employed by the Board for that  
8 purpose. When prepared, the report (or, if applicable, the audit) shall be submitted to  
9 the Board, following which the Corporation shall notify each Member of the Member's  
10 right to receive a copy of the financial reports (or audit) promptly upon request by a  
11 Member.

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**ARTICLE VIII – DUES AND ASSESSMENTS**

Section 1: Amount and Payment of Dues

The dues of the Corporation shall be payable bi-weekly by payroll deduction as follows:

- A. For Class I Members, the dues shall be one percent (1%) of the monthly salary of a deputy sheriff at the top step, exclusive of any bonus or incentive pay.
- B. Class II Members were repealed in January 2007.
- C. For Class III Members, the dues shall be that amount necessary to cover the cost of the reserve Deputy's participation in the PORAC Reserve Program plus reasonable, necessary administrative expenses as determined by the Board of Directors. These dues shall be paid directly to the Association's office on a semi-annual basis.
- D. Retired and Affiliate Members' dues and assessments shall be determined by the Board of Directors. These dues, if any, shall be paid on an annual basis, except during the first calendar year, which shall be pro-rated quarterly.

Section 2: Increases In Dues; Decreases In Benefits

The Board of Directors shall have the power to increase the dues and/or decrease the benefits as provided herein whenever the actuarial experience indicates the necessity for such an adjustment.

Section 3: Method of Collecting Dues

Applicants for Membership shall execute such written agreement as may be required to permit the collection of dues by such method as may be now, or hereafter, agreed upon by the Board of Directors and the San Diego County Government.

Section 4: Maintaining Fund Amounts

**ARTICLE VIII – DUES AND ASSESSMENTS**

1           Should any fund established under these Bylaws fall below the minimum set by the  
2           Board of Directors, the Board of Directors, by a majority vote at any regular meeting,  
3           may levy against each Member a special assessment, not to exceed one dollar  
4           (\$1.00) per month until that fund is increased to an amount twice the minimum  
5           amount set.

6

7   Section 5:   Consequences of Delinquency: Members

8

9           Any Member who is in arrears for the non-payment of dues or assessments for a  
10          period of consecutive three (3) months shall be deemed a delinquent Member and  
11          upon 15 days written notice neither he nor his family shall receive any benefits as  
12          herein provided during such period of delinquency; provided, however, that any  
13          delinquent Member may be reinstated upon payment of all back dues and  
14          assessments and shall again be entitled to all the benefits of the Corporation. Said  
15          payment of back dues and assessments shall be a condition of reinstatement and  
16          shall not create retroactive obligations for the Corporation.

17

18   Section 6:   Consequences of Delinquency: Associate Members

19

20          Any Associate Member, who participates in any insurance program or other program  
21          administered by this Corporation, whose participation requires the payment of dues  
22          or assessments, and who is in arrears for the non-payment of such dues or  
23          assessments for a period of three (3) consecutive months shall be deemed a  
24          delinquent Associate Member and upon 15 days written notice may be dropped from  
25          any insurance program or other program so administered, and neither he nor his  
26          family shall receive any benefits provided by these programs.

27

28   Section 7:   Payroll Deduction For Legal Defense Program

29

30          All Class I Members shall pay by means of a biweekly payroll deduction a sum  
31          established by the Association's Board of Directors for participation in the  
32          Association's Legal Defense Program.

33

34   Section 8:   Increase In Dues; Decrease In Benefits

35

36          The Associations' Board of Directors shall have the power to increase the sum for

**ARTICLE VIII – DUES AND ASSESSMENTS**

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participation in the Legal Defense Program and/or decrease the benefits whenever the actuarial experience indicates the necessity for such an adjustment.

**ARTICLE IX – FUNDS**

Section 1: Division of Funds

All funds received by this Corporation shall be divided between the Retirement Fund, the Relief Fund, the Negotiations Fund, and the General Fund to fulfill the objectives of this Corporation. The division of the funds shall be established by a two-thirds (2/3's) vote of the Board of Directors based upon recommendation to the Board from an audit committee or other appropriate committee established by the President. The President shall call for such recommendation at such intervals as he/she shall deem necessary or appropriate, but in no event less often than biannually. However, at no time will the incoming funds be divided whereby the General Fund would receive more than 75% of said incoming funds.

*(Rev. 01/2014)*

Section 2: The Retirement Fund

The designated percentage of funds as established pursuant to Section 1 shall be placed in the Retirement Fund, and no portion of said Retirement Fund shall be disbursed for any purpose other than retirement benefits unless it shall be determined by the consenting vote of two-thirds (2/3) of the Class I Members voting, that it is in the best interests of the Corporation to use said fund, or a portion thereof, for some other purpose.

Section 3: The Relief Fund

The designated percentage of funds as established pursuant to Section 1 shall be placed in the Relief Fund, except as provided Section 3.1, and no portion of said Relief Fund shall be disbursed for any purpose other than the relief of Class I Members unless it shall be determined by the consenting vote of 2/3's of the Class I Members voting that it is in the best interests of the Corporation to use said fund, or a portion thereof, for some other purpose.

*(Rev. 1/2002)*

**ARTICLE IX – FUNDS**

1 Section 3.1: The Negotiations Fund (*Section Rev. 1/2008*)

2  
3 Once the balance of the Relief Fund exceeds \$500,000, then two dollars of each  
4 Class 1 members designated percentage of funds established pursuant to Section 1  
5 for the Relief Fund shall instead be placed into the Negotiations Fund. These funds  
6 will continue to be placed into the Negotiations Fund until one of the following occur,  
7 at which time all designated funds established pursuant to Section 1 for the Relief  
8 Fund will again be placed solely into that fund.

9  
10 A. The balance of the Negotiations Fund exceeds \$500,000; or

11  
12 B. The balance of the Relief Fund falls below \$475,000; or

13  
14 C. A two-thirds (2/3's) vote of the Board of Directors to suspend the two-dollar  
15 deposit into the Negotiations fund. The Relief Fund shall have priority over the  
16 Negotiations Fund in all matters.

17  
18 If the balance of the Negotiations Fund falls below \$300,000 through expenditures,  
19 and the Relief Fund balance is at least \$475,000, then the two dollar deposit into the  
20 Negotiations Fund will again commence until only such time as that fund balance  
21 exceeds \$500,000 subject to the conditions in Section 3 .1 (a), (b) or (c).

22  
23 The Negotiations Fund shall only be used for those expenses directly related to  
24 research for the Memorandum of Agreement, negotiation of the Memorandum of  
25 Agreement, ratification of the Memorandum of Agreement, enforcement of the  
26 provisions of the Memorandum of Agreement including arbitration concerning the  
27 provisions of the Memorandum of Agreement, arbitration to obtain a Memorandum  
28 of Agreement and/or litigation concerning the Memorandum of Agreement or the  
29 negotiation of the Memorandum of Agreement or retirement benefits.

30 (*New 1/2002*)

31  
32 Section 4: General Fund Requirement, Characteristics And Disposition

33  
34 The designated percentage of funds as established pursuant to Section I shall be  
35 placed in the General Fund, except those funds which are applicable under the  
36 provisions of Section 4A and 4B of this Article. All expenses of the corporation



**ARTICLE IX – FUNDS**

1           except disbursement arising from claims for relief and retirement shall be paid out of  
2           this fund. In the event that this fund at any time exceeds the amount needed for  
3           administrative purposes, the Board of Directors by a majority vote may revise the  
4           percentage of funds to be allocated to the General, Relief and Retirement Funds. No  
5           transfers shall be made from the Retirement Fund or the Relief Fund to the General  
6           Fund. *(Rev. 10/2005)*

7  
8           A. The Board shall have the power to designate certain revenues and expenses as  
9           comprising a special project, in which case all said revenue and all said  
10          expenses shall be held in a special project account under the General Fund the  
11          net revenue from which shall be either (1) pro-rated in accordance with Section  
12          2, 3, and 4, of this Article, or (2) held in said special project account against  
13          expected future related expenses; but in no event shall any portion of any net  
14          loss in the special project account be apportioned to the Retirement Fund or to  
15          the Relief Fund.

16  
17          B. Up to fifteen percent of each Class 1 member's general fund dues allocation will  
18          be voluntarily placed into the Political Action Committee Fund. Any member who  
19          does not want to contribute to the Political Action Committee fund shall submit  
20          written notice to stop the voluntary contribution. *(Rev. 01/2014)*

21  
22          C. Funds in the Corporation may be invested monthly based on the prior month's  
23          financial report in the following accounts or assets:

- 24  
25                1) Savings accounts of federally insured banks.  
26  
27                2) Federally insured savings and loan associations or federal securities.  
28  
29                3) A credit union selected and approved by the Board of Directors.  
30  
31                4) Other stocks, bonds, and/or securities, except federal securities, as selected  
32                and approved by the Board of Directors. See Investment Policy Statement  
33                *(Rev. 1/2010)*  
34                5) All forms of real property, as recommended by the Property Management  
35                Committee and approved by the Board of Directors.  
36

**ARTICLE IX – FUNDS**

1 Any investment other than investment in federally insured banks or federally insured  
2 savings and loan associations, must be approved by a two-thirds (2/3's) vote of the  
3 Board of Directors.

4

5 Section 5: Prohibition of Loans to Members Or Employees

6

7 This Corporation shall not loan its funds to any Member or employee nor shall the  
8 Corporation co-sign for any loan for any Member or employee, nor pledge its assets  
9 in any way for the purpose of insuring or guaranteeing a loan to any Member or  
10 employee, from any source whatsoever.

11

12 Section 6: Restrictions on Members

13

14 Members of the Corporation, whether serving on committees or in their private  
15 capacity, shall not have the power to incur any expenses in the name of the  
16 Corporation without first obtaining the approval of the Board of Directors.

17

18 Section 7: Limitations on Disbursements

19

20 Unless authorized by the vote or written consent of the majority of Members of the  
21 Corporation, no assets of the Corporation shall be disbursed for any purpose other  
22 than the following:

23

24 A. Benefits as herein provided.

25

26 B. Legal counsel and advice, when deemed necessary by the Board of Directors.

27

28 C. Expenses necessary to the successful management and operation of the  
29 Corporation.

30

31 D. Expenses incurred in promoting the welfare of the Corporation and its Members  
32 when approved by the Board of Directors.

33

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35 Section 8: Insurance Premiums

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**ARTICLE IX – FUNDS**

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All premiums collected from Members on any group insurance contract as provided for in Article IV, 2, B, 6TH, shall be deposited wholly into a holding fund to be disbursed therefrom by check to the insurance carrier and shall not be subject to the provisions of Section 2, Section 3, and Section 4 of this Article IX.

**ARTICLE X – ELIGIBILITY FOR BENEFITS**

Section 1: Disqualification For Benefits

No Member shall be entitled to benefits when said Member's disability or death has been caused in primary part by willful, malicious or intentional violation of any laws of the County, State or Federal Government, intemperance, immoral conduct or willful misconduct which would reflect unfavorably on the law enforcement profession.

Section 2: Dispensation From Payment of Dues; Benefits

No Member shall be considered delinquent for non-payment of dues for any period during which such Member is receiving sickness or injury benefits from the Corporation.

Section 3: Benefits During Leave of Absence

Any Member of the Corporation granted a leave of absence without pay from the Sheriff's Department for sickness or disability shall be entitled to all benefits herein provided and shall not be required to pay dues while on such leave.

Section 4: No Benefits During Suspension Unless Approval

No benefits shall be paid to any Member who is under suspension from the service of the San Diego County Sheriff's Department until such Member shall have been restored to duty. No illness or disability contracted during the period of such suspension shall be compensable under the relief provisions of these Bylaws, provided, however, that any Member who has been wrongfully suspended shall, upon his reinstatement as an employee, be restored to Membership upon payment of all back dues and shall be entitled to receive any benefits to which he would have been entitled had he not been suspended.

A. Notwithstanding the above or the provisions of Sections 3,5,7,8, and 9 of Article II, a Member suspended or terminated from the service of the Sheriff's Department may be granted benefits and/or legal assistance from the Association, prior to restoration to duty, upon presenting proper justification in

**ARTICLE X – ELIGIBILITY FOR BENEFITS**

1 writing to the Board of Directors, and with the approval of the Board of Directors.

2

3 Section 5: Board's Evaluation of Claim

4

5 The Board of Directors shall have the responsibility to fully evaluate all benefit claims,  
6 and, if necessary, the right to examine all records pertaining to any such claim and to  
7 engage an independent physician to assist in evaluating the validity of such claims.

8

9 Section 6: Rejection, Termination Or Adjustment

10

11 At any time, the Board of Directors, after notice to the Member concerned, shall have  
12 the right to terminate or adjust benefits, or reject any claim for benefits which is  
13 deemed unjustified or is based upon disability incurred in violation of Section 1 of this  
14 Article. Said rejection, adjustment or termination must be approved by a two-thirds  
15 (2/3's) vote of the Board. Nothing in this Section shall preclude the claiming Member  
16 from appearing before the Board of Directors in his own behalf. The Board shall  
17 have the same right to reject any claim under Article XI, Section 5, of these Bylaws  
18 which is based on death incurred in violation of Section 1 of this Article.

19

20 Section 7: Termination of Benefits

21

22 Benefits shall cease when all funds provided therefor have been exhausted.

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**ARTICLE XI – PAYMENTS AND BENEFITS**

Section 1: Relief Benefits For Class I Members

Any Class I Member of the Corporation, who by reason of sickness or bodily injury shall be rendered incapable of performing his/her duties in the Sheriff's Department, or who is needed to care for the member's spouse, minor child (adopted or foster care with legal documentation or child is in shared custody), or adult dependent child under 25 years old living at home or where the member is the biological father and there are complications relating to the pregnancy, the member shall become entitled to receive biweekly benefits from the Relief Fund subject to the conditions below:

- A. If the member is applying for relief because of his/her own serious health condition or a serious health condition of a family member, the Member must provide medical certification documenting the existence of a serious health condition and in the case of the family member additionally that the Member is needed to care for the family member.
- B. Such entitlement shall continue for the period of such incapacity for each illness or injury to the member or family member and shall be a sum equal to seventy-five percent (75%) of the monthly maximum gross hourly base pay for the classification of Deputy Sheriff top step as established by the salary ordinance of the County of San Diego, or seventy-five percent (75%) of the Member's current maximum hourly base pay, whichever is less; provided, however, that all of the following conditions and covenants are observed:
  - i. Payment hereunder shall be made for the number of working hours in a biweekly pay period that the Member is unable to perform his or her duties for the San Diego Sheriffs' Department for reasons of sickness or bodily injury.
  - ii. Members are restricted to filing only one personal or eligible family member claim for relief benefit for each illness or injury.
  - iii. A maximum of three (3) claims per Member, personal or family member, may be filed during the Member's lifetime. However, payment hereunder shall not exceed a total of 26 pay periods for all claims during the Member's lifetime regardless what illness, injury or when made for the Member or an eligible family member; 19 (Rev. 1/2017)
  - iv. Any use of relief funds will be in two-week increments and a partial

**ARTICLE XI – PAYMENTS AND BENEFITS**

- 1 usage in a pay period will count as two weeks; (Rev. 1/2012)
- 2 v. Such payments shall be reduced by the amount of any temporary
- 3 disability compensation benefits paid pursuant to the provisions of
- 4 Chapter 4 of the Labor Code of the State of California and/or any other
- 5 disability insurance benefits paid to the Member;
- 6 vi. Such payments shall be reduced by income from gainful employment
- 7 outside the Sheriff's Department during said period of incapacity;
- 8 vii. Such payments shall be made only after the claimant has exhausted all
- 9 accumulated sick leave, vacation leave and accumulated overtime;
- 10 viii. Claimant, from time to time as required by the Board, shall furnish a
- 11 certificate from the claimant's treating physician or family member's
- 12 physician certifying a continuing serious medical condition that the
- 13 Member is unable to perform his/her duties for the Sheriff's Department,
- 14 or the family member as described in paragraph one (1) requires 24-hour
- 15 care or in the case of a minor child who requires various outpatient care
- 16 for recovery from an existing serious illness or serious injury. Failure to
- 17 provide the requested certification will result in cessation of benefits;
- 18 (Rev. 1/2017)
- 19 ix. All benefits under this section shall cease upon retirement or termination
- 20 from the Sheriff's Department;
- 21 x. Claimant agrees to sign a promissory note and repay to the Relief Fund
- 22 all monies received from the County Retirement Fund and/or worker's
- 23 compensation benefits paid to the claimant for any period during which
- 24 payments were made to claimant pursuant to this Section; (Rev. 1/2007)
- 25 xi. In the case of a claim of emotional stress due to the inability to cope with
- 26 the demands of his/her duties, such benefits shall not accrue absent
- 27 physical illness verifiable by a physician; (Rev. 1/2007)
- 28 C. The board of directors may use relief funds to offset some or all of the cost of
- 29 disability insurance for Class 1 members that choose to buy the insurance
- 30 through the DSA as long as the relief fund has funds greater than ten (10) times
- 31 the amount of the annual pay of a top step deputy sheriff. (Rev. 1/2012)
- 32

33 Section 2: Application for Financial Assistance

34  
35 Any Class I Member who is financially unable to meet the surgical, medical and  
36 hospital expenses incurred by himself or any immediate member of his family may

**ARTICLE XI – PAYMENTS AND BENEFITS**

1           apply to the Chairman of the Sickness and Distress Committee for assistance.

2

3 Section 3: Prerequisite to Financial Assistance

4

5           Any Class I Member who applies for assistance as provided in Section 2 of this  
6 Article must have in effect a health and accident policy for said Member, spouse and  
7 Member’s children, if any, that is acceptable to the Directors of the Association. Said  
8 insurance must have been in force prior to the illness or injury upon which the  
9 request for assistance is based.

10

11 Section 4: Process of Evaluating Application

12

13           The Chairman of the Sickness and Distress Committee, after investigation of any  
14 application for assistance under Section 2 of this Article, shall submit his  
15 recommendation, in writing, to the Board of Directors whose duty it shall be to  
16 consider such recommendation and decide whether to approve such application.  
17 Such approval requires the affirmative vote of two-thirds (2/3's) of the Board of  
18 Directors. If said application is disapproved, the Member shall be notified of such  
19 disapproval and shall have the right to appear before the Board of Directors on  
20 his/her own behalf at which time he/she may request reconsideration of his/her  
21 application upon presentation of additional justification for same.

22

23 Section 5: Death of a Class I Member

24

25           Upon the death of any Class I Member of this Corporation, a benefit shall be paid  
26 from the Relief Fund to the surviving spouse or children of such deceased Member,  
27 or to such beneficiary as said Member may have designated in writing. Said benefit  
28 shall be computed by taking three percent (3%) of the total amount in the Relief Fund  
29 as of December 31st of the prior calendar year, as indicated by the annual audit, and  
30 shall be computed to the nearest twenty-five dollars (\$25.00). No benefit provided  
31 herein shall exceed a maximum of ten thousand dollars (\$10,000.00).

32

*(Rev. 1/2006)*

33

34 Section 6: Death of a Class I Member’s Spouse

35

36           Upon the death of the spouse of any Class I Member of the Corporation there shall



**ARTICLE XI – PAYMENTS AND BENEFITS**

1 be paid to said Member from the Relief Fund a sum amounting to one-half the benefit  
2 paid for the death of a Class I Member as provided in Article XI, Section 5 of these  
3 Bylaws, provided, however, that should said spouse also be a Class I Member of this  
4 Corporation, the total sum payable to the surviving Member shall not exceed that  
5 allowed in Section 5 of this Article. *(Rev. 1/2006)*  
6  
7  
8

9 Section 7: Death of A Class I Member's Dependent Child

10  
11 Upon the death of a child of any Class I Member of this Corporation, there shall be  
12 paid to said Member from the Relief Fund, a sum amounting to one-half the benefit  
13 paid for the death of a Class I Member as provided in Article XI, Section 5 of these  
14 Bylaws, provided, however, that said child shall not have been married, shall not  
15 have attained his or her twenty-second birthday and shall have been wholly-  
16 supported by said Member on the date of his death, provided however, that should  
17 the parents of said child both be Class I Members of this Corporation, the total sum  
18 payable to the surviving Members shall not exceed one-half that allowed in Section 5  
19 of this Article. *(Rev. 1/2006)*  
20  
21

22 Section 8: Life Insurance

23  
24 Life insurance may be provided for Class I Members of the Corporation in an amount  
25 and manner to be determined by the Board of Directors. Such life insurance, which  
26 would be in addition to the death benefit provided for in Sections 5, 6, or 7,  
27 immediately above shall be considered a benefit. The Corporation out of the Relief  
28 Fund shall pay the premium for this insurance for Class I Members. *(Rev. 1/2007)*  
29

30 Section 9: Consistency of Provisions

31  
32 Nothing in Sections 5, 6, 8, or 10 of this Article is intended to override or avoid the  
33 provisions of Article II, Sections 5 and 6 or Article X of these Bylaws.  
34

## ARTICLE XI – PAYMENTS AND BENEFITS

1 Section 10: Retirement Benefit For Class I Members

2 Class 1 members who retire from service from the San Diego County Sheriff's  
3 Department will receive a retirement benefit from the Corporation's Retirement  
4 Fund, as computed in this section. "Retirement", as used herein, means retirement  
5 from service, or disability, whether service or non-service connected. Corporation  
6 members shall have at least ten (10) years of membership to be eligible for  
7 retirement benefits, unless retirement is a result of illness or injury, regardless of  
8 whether service or non-service related. (Rev. 1/2013)

9  
10 A. Primary benefit amount calculation: Members will receive a sum amounting to  
11 \$200 for each full year of paid class 1 membership, for each full year up to 15  
12 years. For each full year of paid membership from 16 years to 30 years, the  
13 benefit amount will be \$300 per full year of class 1 membership. For each full  
14 year of paid membership after 30 years, the benefit amount will be \$450 per  
15 full year of class 1 membership. (Rev. 1/2012)

16  
17 B. Limitation of retirement benefit amount: There is a limitation of benefits if, in  
18 the prior calendar year, both of the following conditions exist:

- 19  
20 1) There is a decrease in the balance of the retirement fund  
21 from the beginning of the year as compared with the end of  
22 the year greater than 5%.
- 23  
24 2) The number of retirees receiving benefits in the previous  
25 calendar year is greater than 5% of the total number of  
26 members at the start of that year.
- 27  
28 3) Should both conditions exist, the following calculation will  
29 determine the retirement benefit calculation for the current  
30 year: The primary benefit amount from 10.A is multiplied by a  
31 fraction, the numerator of which is the amount of dues  
32 received from all members plus net investment gains in the  
33 retirement fund in the prior year. The denominator of said  
34 fraction is the amount represented by the total benefits paid

**ARTICLE XI – PAYMENTS AND BENEFITS**

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to all retiring members plus net investment losses in the prior year. (rev. 1/2004)

C. The benefit shall be payable to the member upon the date the retirement allowance becomes effective, as established by written notice from the Board of Directors, and shall be based on the amount of the retirement benefit in effect as of the date the retirement is granted, or on the amount of the retirement in effect on the date the retirement allowance becomes effective, whichever is lesser. A member who leaves the service of the San Diego County Sheriff's Department for any reason, including taking a deferred County retirement, is eligible for the Retirement Benefit as indicated in sections 10.A and 10.B above, only if they retire from the County of San Diego within twelve (12) months of separation from the Sheriff's Department and were a Class I member in good standing upon separation. There is no deferred retirement benefit from the corporation. (Rev. 1/2004)

D. A member who has once received any benefit under this section shall be ineligible to again receive any benefits under this section, unless after separation they have returned as a new employee and fulfilled all eligibility requirements under these bylaws. (Rev. 1/2004)

E. The secretary/treasurer shall cause a review to be made bi-annually of the Retirement Fund and the practicality of increasing or decreasing the retirement benefit. (Rev. 1/2004)

F. A Class 1 member who has been readmitted to the corporation pursuant to Article II C shall be credited with full membership service years the member had at the time of resignation from the Corporation if the member has ten years of membership and has at least seven years of continuous membership in the period immediately prior to their retirement date from the Corporation. (Rev. 1/2013)

**ARTICLE XI – PAYMENTS AND BENEFITS**

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**ARTICLE XII - MISCELLANEOUS**

Section 1: Inspection By Members

The books of account and minutes of proceedings of the Members and Board of Directors of the Corporation shall be open to inspection upon the written demand of any Member at any reasonable time, and for a purpose reasonably related to his or her interests as a Member, and shall be exhibited at any time when required by a demand of ten percent (10%) of the Members at any meeting of the Members. Such inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts. Any demand for inspection other than at a meeting of the Members shall be made in writing upon the President or Secretary/Treasurer of the Corporation.

Section 2: Authority to Act On Behalf of Corporation

Only the President of the Corporation is authorized to enter into any contract or execute any instrument in the name and on behalf of the Corporation, and such authority may be general or confined to specific instances; and, unless so authorized by the Board of Directors, the President shall have no power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

Section 3: Location of Bylaws

The Corporation shall keep in its principal office for the transaction of business the original or a copy of the Bylaws as amended or otherwise altered to date, certified by the Secretary/Treasurer, which shall be open to inspection by the Members at all reasonable times during office hours.

Section 4: Construction; Gender

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the California General Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the foregoing the masculine gender includes the feminine and neuter, the singular number includes the

**ARTICLE XII - MISCELLANEOUS**

1 plural and the plural number includes the singular, and the term "person" includes a  
2 Corporation as well as a natural person.

3

4 Section 5: Political Action Committee

5

6 Authority is granted herein to establish and perpetuate a Political Action Committee  
7 and the attendant fund for that Committee within this Association. However, dues  
8 paid into such fund are voluntary and must be held separate from Association  
9 accounts. All state and local requirements will be observed in conducting PAC-  
10 related business.

11

12 Section 6: Publications

13 The basic annual rate of the annual subscription for the "Silver Star" shall be  
14 determined by the Executive Board prior to the Annual Membership meeting each  
15 January. All members of the Association are entitled to receive the Silver Star  
16 periodical and all other publications distributed by the Association with subscription,  
17 printing and postage fees covered by their annual dues. Associations and  
18 Organizations subscribing only to the periodical shall be required to pay at least the  
19 full basic annual subscription rate, but will not receive other publications distributed  
20 by the Association or be afforded any other rights or benefits of an association  
21 member.

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## ARTICLE XIII - AMENDMENTS

### Section 1: Amendment By Members

- D. New Bylaws may be adopted or these Bylaws may be amended or repealed by the vote of at least two thirds (2/3's) of the Class I Members voting.
- E. Any provision of these Bylaws that requires the vote of a larger proportion of the Members than otherwise is required by law may not be altered, amended, or repealed except by vote of that greater number. No amendment may extend a Director's term beyond that for which the Director was elected.
- F. Subject to the above restrictions, a two thirds (2/3's) affirmative vote of the Class I Members voting will amend or repeal these Bylaws. Such vote shall be conducted by secret ballot, employing a process similar to that established in Article IV, Section 6 for the election of directors. Specifically, each Class I Member in good standing shall be supplied with a ballot and an envelope addressed to the Corporation in which the Member shall seal the ballot after voting. Each ballot shall inform the voter where to deposit or mail his or her sealed ballot, which shall be opened at the next regular or special meeting of the Board held not less than 20 days following the mailing out of the ballots.  
*(Rev. 1/2007)*

### Section 2: Submission of Bylaw Amendments

- A. Prospective bylaw changes shall be submitted to the board of directors by the bylaw committee. A 2/3 vote for approval by the board of directors is needed to submit the proposed bylaw change to a vote of the membership. The board may submit an argument for the proposed bylaw change.
- B. Additionally, any Class I member of the Corporation may submit a bylaw change to the entire membership under the following procedure:
- 1) The Proponent(s) of the bylaw change shall notify the Secretary of the Corporation in writing of the proposed amendment to the bylaws, along with a 200 word statement on the reasons for the

**ARTICLE XIII – AMENDMENTS**

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amendment. The Board of Directors will have up to 30 days to either approve or disapprove the proposed bylaw change. A 2/3 vote of the board of directors is needed to submit the proposed bylaw change to a vote of the membership.

2) If the board does not approve the proposed bylaw change, the Proponent(s) may request during a general membership meeting that the board submit a 200 word statement within 30 days on the reason(s) the proposal was not approved. The proposed bylaw change, along with the 200 word statement by the proponents and the 200 word statement by the board shall be made into a petition to have the proposed bylaw change submitted to a vote of the membership.

3) The Secretary shall then format the petition in such a way that the proposed bylaw change is stated and below the proposed change, shall be stated legibly in type of uniform size, darkness, and spacing both the Statement of Reasons For and Against the Bylaw Change. Below the upper portion of the petition shall be spaces for signatures of those who wish to sign the petition to have the proposed bylaw change submitted to a vote of the membership. The petition will be formatted so that each signor can affix his/her printed name and signature. The petitions will be numbered consecutively.

4) The Secretary shall notify the Proponent(s) of the availability of the petitions for pick up, and each petition shall bear the date of such Notification. From said date, the Proponent(s) shall have sixty (60) days to pick up and return petitions to the principal office of the Association. Each petition when returned shall have stapled to it a Declaration of the Member who circulated the petition setting forth the signature and printed name of the circulating Member(s); that said Member witnessed each signing of the petition; and that to the best information and belief of the circulating Member each signature appearing on the petition is that of a Member of the Corporation.



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5) When the sixty (60) days have expired, Members constituting the last Election Committee to serve with the assistance of a designated Association staff member, will scrutinize the signatures on each petition to be sure that each person whose signature appears on the petition is a Member in good standing of the Corporation.

6) If the Election Committee determines that at least 33.5% of the Members have signed the petitions, within ninety (90) days following such determination, the election process will commence by written ballot in the manner of regular elections. The written ballot shall contain the proposed bylaw change, the argument for the change, the argument against the bylaw change (if applicable), a statement that there is no Quorum requirement applicable to this election and that a 2/3 majority of those who vote will determine whether the bylaw will pass or fail, and that all ballots cast must be returned by a certain deadline date. *(Rev. 1/20011)*