



**BY-LAWS OF
FLORIDA POLICE ACCREDITATION COALITION, INC.
A CORPORATION NOT FOR PROFIT**

Revised February 21, 2019

ARTICLE 1: PURPOSE AND IDENTITY

- 1.1 PURPOSE** - These are the By-Laws of **FLORIDA POLICE ACCREDITATION COALITION, INC.**, hereinafter called "**FLA-PAC**," a corporation not for profit under the laws of the State of Florida. These By-Laws are adopted for the purpose of governing **FLA-PAC** and incorporate by reference the terms and conditions of the Articles of Incorporation for **FLA-PAC**.

FLA-PAC supports individuals with an interest in the accreditation process, and recognizes the concept of accreditation for law enforcement agencies, correctional institutions/facilities, crime laboratories, public safety agencies, Offices of Inspectors General, pre-trial agencies, public safety communications centers, and any public entity as a means of enhancing the quality of law enforcement services, correctional activities, and other public services within the State of Florida. To this end, the **FLA-PAC** will provide a network for member agencies that will encourage communication, mutual cooperation, training, support, and the sharing of resources.

- 1.2 CORPORATE ADDRESS** - The corporate office of the **FLA-PAC** shall be that address used by the current Treasurer to conduct the business of the **FLA-PAC**.

ARTICLE 2: MEMBERSHIP AND DUES

- 2.1 MEMBERSHIP IN GOOD STANDING** - Membership shall be classified as agency, associate, individual, or lifetime, provided all required dues and financial obligations to the **FLA-PAC** are satisfied and current.

2.1.1 Regular agency Membership shall be open to all law enforcement agencies, correctional institutions/facilities, crime laboratories, public safety agencies, Offices of Inspectors General, pre-trial agencies, and public safety communications centers in the State of Florida interested in the process of attaining or maintaining professional accreditation. Membership shall be granted upon receipt and approval of a completed membership application and dues. [PAC.100.01]

2.1.2 Associate Membership shall be open to other government agencies, private organizations, and law enforcement agencies, correctional institutions/facilities, crime laboratories, public safety agencies, Offices of Inspectors General, pre-trial agencies, and public safety communications

centers that are outside the State of Florida. Associate Membership shall be granted to an organization upon receipt of a completed membership application, payment of dues, and acceptance as demonstrated by a majority vote of the **FLA-PAC** Executive Board members. [PAC.100.02]

2.1.2.1 Associate members have no vote and may not hold a position on the **FLA-PAC** Executive Board.

2.1.2.2 Commissions, Associations and other entities which grant accreditation to agencies which qualify as agency members will be granted Associate Membership, exempt from payment of dues, upon application and acceptance by a majority vote of the **FLA-PAC** Executive Board members. This vote may occur at a regular **FLA-PAC** Executive Board meeting or via an email poll of the **FLA-PAC** Executive Board.

2.1.3 Individual Membership shall be open to all former accreditation practitioners who have served as an accreditation manager, accreditation assistant, or as a member of the agency accreditation team or staff of an agency eligible for Agency Membership, or who serve or have served as an assessor for any Commission, Association or other entity which grants accreditation to agencies which qualify for Agency Membership. [PAC.100.03]

2.1.3.1 Those granted Individual Memberships shall pay dues annually, established by the **FLA-PAC** Executive Board.

2.1.3.2 Individual Membership shall be granted upon application and acceptance by a majority vote of the **FLA-PAC** Executive Board members. This vote may occur at a regular **FLA-PAC** Executive Board meeting or via an email poll of the **FLA-PAC** Executive Board members.

2.1.3.3 Individual Members have no vote and may not hold a position on the **FLA-PAC** Executive Board.

2.1.4 Lifetime Membership may be bestowed upon an individual by the **FLA-PAC** Executive Board. Lifetime members are exempt from the payment of dues, have no vote, and may not hold a position on the **FLA-PAC** Executive Board. [PAC.100.04]

2.2 DUES - Dues shall be determined by the **FLA-PAC** Executive Board and approved by majority vote of the voting membership and are payable the first day of the month of the **FLA-PAC** fiscal year, which is January 1st – December 31st. Membership shall be forfeited if dues are not paid within sixty (60) days following the first day of the first month of the **FLA-PAC** fiscal year.

This forfeiture shall include removal from the PAC Request email service and participation in conference training, including conference hotel rate. [PAC.100.05]

ARTICLE 3: GOVERNMENT

3.1 FLA-PAC EXECUTIVE BOARD - The management of **FLA-PAC**, both business and fiscal, shall be vested in an elected six-member **FLA-PAC** Executive Board. The Officers of **FLA-PAC** shall be President, First Vice President, Second Vice President, Public Relations Director, Secretary, and Treasurer. Each Officer shall hold office until a successor is elected and qualified, or until resignation, death, or removal. Each office must be held by an employee of a **FLA-PAC** member from a law enforcement, crime laboratory, corrections, Office of Inspectors General or public safety agency. No agency member shall be represented more than once per term in the composition of the **FLA-PAC** Executive Board. Each term of office will be for three (3) years.

3.2 RESPONSIBILITIES AND DUTIES OF THE FLA-PAC EXECUTIVE BOARD - All of the responsibilities and duties of **FLA-PAC** existing under the Florida Statutes, Articles of Incorporation, and these By-Laws shall be exercised exclusively by the **FLA-PAC EXECUTIVE BOARD**, its agents, contractors, or employees subject only to approval by agency members where such approval is specifically required by these By-Laws.

All officers of **FLA-PAC** owe the highest standard of care in their dealings on behalf of the organization.

3.2.1 PRESIDENT - The President shall be the Chief Executive Officer of the FLA-PAC. The President shall have all the responsibilities and duties that are vested in the President of a corporation, including, but not limited to, the responsibility to appoint Standing and Ad Hoc Committee Chairs, except the Nominating Committee, and to assist in conducting the affairs of the **FLA-PAC**. The President will serve as liaison with other accrediting bodies. [PAC.200.01.01]

3.2.2 FIRST VICE PRESIDENT - The First Vice President shall assist the President, exercise such responsibilities, and perform such other duties as shall be prescribed by the Articles of Incorporation and these By-Laws. In the absence or disability of the President, the First Vice President shall exercise and perform the duties of the President. [PAC.200.01.02]

3.2.3 SECOND VICE PRESIDENT - The Second Vice President shall assist the President and First Vice President, exercise such responsibilities, and perform such other duties as shall be prescribed by the Articles of Incorporation and these By-Laws. In the absence or disability of the

President and First Vice President, the Second Vice President shall exercise and perform the duties of the President. [PAC.200.01.03]

3.2.4 PUBLIC RELATIONS DIRECTOR - The Public Relations Director shall be responsible for the organization of conferences. [PAC.200.01.04]

3.2.5 SECRETARY - The Secretary shall take minutes of all meetings and retain all minutes for no less than seven years. Minutes shall be available for inspection by members or their authorized representatives at reasonable times. The Secretary shall review the roster of members attending and ensure that a quorum is present. The secretary is responsible for verifying a quorum of current registered agencies when a formal voting procedure is conducted. The finding of a quorum will be reported to the President who shall report it to the membership present.

The Secretary is responsible for all correspondence of FLA-PAC, and the Secretary shall attend to the giving and serving of all notices to the members and officers and other notices required by law. The Secretary shall keep the records of FLA-PAC and shall perform all duties incident to the office as may be required.

The Secretary shall have custody of the seal of the corporation and affix it to the instruments requiring a seal duly signed. At the expiration of the term of office, the Secretary shall, within ten days of the installation of the new Secretary, deliver to the successor the seal of FLA-PAC, together with all books, documents, records, funds, supplies, and paraphernalia, and shall require and receive a two-part receipt for the same. [PAC.200.01.05]

3.2.6 TREASURER - The Treasurer shall have custody of all financial property of the **FLA-PAC**, including funds, securities, and evidences of indebtedness. The Treasurer shall receive and give receipts for money due and paid to **FLA-PAC**. The Treasurer shall deposit all monies paid to **FLA-PAC** in such banks or other depositories and shall be selected in accordance with these By-Laws. The Treasurer shall keep the books of the **FLA-PAC** in accordance with good accounting practices, and shall perform all other duties incidental to the office.

At the expiration of the term of office, the Treasurer shall deliver to the successor all books, documents, records, funds, supplies, equipment, etc., and shall require and receive a two-part receipt for the same. The Treasurer shall ensure that all necessary financial documents are completed in a timely manner. [PAC.200.01.06]

3.3 ELECTION OF OFFICERS - Election of Officers shall be conducted in the following manner:

3.3.1 NOMINATIONS – At the appropriate fall meeting (each three years) of the **FLA-PAC**, the **FLA-PAC EXECUTIVE BOARD** shall appoint a Nominating Committee of three (3) members from three different agencies. The Nominating Committee shall elect a Chairperson from its committee. The Committee shall ensure that only agency members in good standing shall be nominated. An agency member may only be nominated for one office during any election and only one agency representative may be nominated. [PAC.300.02.01]

Due to the length of commitment, a nominated member shall secure the approval of the member agency's Chief Executive Officer, in writing, to serve as a **FLA-PAC** Officer, and submit the written authorization to the Nominating Committee. If the nominee cannot secure CEO approval, the nominee shall immediately inform the Nominating Committee and their nomination shall be removed from the pool of nominees.

3.3.2 ELECTIONS - At the appropriate spring meeting (each three years), the President shall ask the Nominating Committee to report on nominations for the offices. When the Nominating Committee report is submitted, the Nominating Committee will be automatically discharged. The President will appoint an Election Committee of three (3) or more members present, and the Committee members shall elect a Chairperson. The Election Committee shall be responsible for distributing, collecting, and counting the ballots. Nominations from the floor will not be accepted.

The Election Committee shall be responsible for the proper distribution of ballots by a roll call of eligible voting agencies present (see Section 4.5), and shall collect, tabulate (in front of the membership), and verify all votes cast. The Election Committee Chairperson shall present the results to the membership.

Election of Officers shall be held on the business day of the spring **FLA-PAC** meeting.

When there are two or less candidates for an office, election shall be determined by a majority vote. When there are three or more candidates for an office, the election shall be determined by plurality.

After the results are announced, the President shall call for a vote by the membership to approve the results. Once approved, the election shall be considered closed. Officers elected shall be installed immediately after the election and shall work with their predecessor for the remainder of the meeting to ensure an orderly transition. [PAC.300.02.02]

3.4 REMOVAL FROM THE FLA-PAC EXECUTIVE BOARD - Any Board Officer may be recalled and removed from office by a two-thirds (2/3) vote of all

members in attendance at a meeting. A special meeting of the members to recall a **FLA-PAC** Executive Board member may be called by ten percent (10%) of the member agencies. If such request is made, the President shall give notice of the meeting, as required for a meeting of the **FLA-PAC**, and the notice shall state the purpose of the meeting. [PAC.800.04]

- 3.5 **BOARD VACANCIES** - Once a vacancy occurs and if one or more business meetings remain in the term, the President shall appoint a qualified replacement to serve the remaining term.
- 3.6 **FIDUCIARY RELATIONSHIPS** - The **FLA-PAC** Executive Board has a fiduciary relationship to the members and shall conduct all activities accordingly.
- 3.7 **COMPENSATION** - Officers shall serve without compensation.

ARTICLE 4: MEETINGS AND QUORUMS - FLA-PAC MEMBERSHIP

4.1 **MEETINGS** – Absent unforeseen circumstances, the **FLA-PAC** shall meet at least three (3) times per year during **FLA-PAC** conference weeks. Conference dates will be established in coordination with the Florida Accreditation Office taking into account other national or regional meetings that might negatively impact the attendance of the **FLA-PAC** membership and CFA and FCAC Commissioners. [PAC.800.01]

4.2 SPECIAL MEETINGS:

4.2.1 Special Meetings - The President may call a special meeting when it is deemed urgent and beneficial to the management of the **FLA-PAC**.

4.2.2 Upon receipt of a written request for a special meeting from members entitled to cast ten (10%) percent of the votes of the entire membership, such special meetings shall be scheduled by the President. Such special meetings may be held in conjunction with a regularly scheduled business meeting.

4.2.3 Special meetings are exempt from the 30-day requirement of Section 4.3. Notification of all **FLA-PAC** membership for special meeting as described in 4.2.1 shall be by electronic mail. [PAC.800.04]

4.3 **NOTICE OF MEETINGS** - Notice of all regular meetings stating the time, the place, and the purpose for which the meeting is called shall be given by the President or Secretary. Such notice shall be posted on the **FLA-PAC** website or communicated in writing to each member no less than thirty (30) days prior to the date of the meeting.

- 4.4 QUORUM** - A quorum at any **FLA-PAC** meeting shall consist of 10% of the agency members. Acts approved by the majority of voters present at a meeting at which a quorum is present shall constitute the acts of all members, except when approval of a greater number of members is required by the Articles of Incorporation, the By-Laws, or the laws of the State of Florida. No official action on behalf of the **FLA- PAC** shall take place unless a quorum is present along with at least four (4) **FLA-PAC** Executive Board members. [PAC.200.08, PAC.800.04]
- 4.5 VOTING** - Voting at the **FLA-PAC** meetings shall be on the basis of one vote per member agency in good standing. Elections shall be by written ballot. Associate, individual, and lifetime members have no voting privileges. [PAC.900.03]

ARTICLE 5: MEETINGS AND QUORUMS - FLA-PAC EXECUTIVE BOARD

- 5.1 REGULAR BOARD MEETINGS** - The **FLA-PAC** Executive Board shall meet during the regularly scheduled **FLA-PAC** conference. [PAC.800.03]
- 5.2 SPECIAL FLA-PAC EXECUTIVE BOARD MEETINGS** - The President may call a special **FLA-PAC** Executive Board meeting when it is deemed urgent and beneficial to the management of the **FLA-PAC**. Notice of the meeting shall be given personally or by mail or electronic mail. A quorum of the **FLA-PAC** Executive Board shall consist of at least four (4) **FLA-PAC** Executive Board members. [PAC.800.04]
- 5.3 OPEN MEETINGS** - Every Board meeting, general **FLA-PAC** meeting, and/or special meetings shall be open to all members.

ARTICLE 6: FISCAL MANAGEMENT [PAC.200.01.01, 200.01.06]

- 6.1 THE DEPOSITORY** - The Depository of the **FLA-PAC** shall be federally insured bank or savings and loan association convenient to the Treasurer, with the approval of the President, in which monies of the **FLA-PAC** shall be deposited. Withdrawal of monies from an account shall only be by checks signed by the Treasurer of the **FLA-PAC** and approved by a least one other Officer. The Treasurer may make transfers between the **FLA-PAC** accounts as necessary to ensure financial obligations are met and to provide interest income when possible. The President shall have the responsibility to sign checks in the absence of the Treasurer.
- 6.2 CUSTODIAL ACCOUNTS** - Custodial Accounts may be established for special events and for a limited time with approval of the **FLA-PAC** Executive Board. The Treasurer and designees approved by the **FLA-PAC** Executive Board shall have

signing authority on custodial accounts. Such custodial accounts shall not be dependent upon funding from the approved budget of the **FLA-PAC**, but may be recipients of funding designated for special event or purpose within the approved budget. Custodial accounts are subject to oversight and audit by the Audit Committee as with any other financial activity of the **FLA-PAC**.

6.3 AUDIT - An Audit Committee shall be appointed by the President from the eligible agency membership. The Audit Committee shall, in conjunction with each **FLA-PAC** conference, conduct an audit of the **FLA-PAC** financial records. A complete audit shall be conducted annually by a Certified Public Accountant hired by the **FLA-PAC** Executive Board. The results of all audits shall be presented to the membership at the regularly scheduled business meeting.
[PAC.300.01.04]

6.3.1 The **FLA-PAC** Executive Board may order an audit at any time.

6.3.2 The **FLA-PAC** Executive Board shall order an audit by a Certified Public Accountant when a new Treasurer is elected. However, in the event the Treasurer is no longer able to serve in his/her position and the annual audit has been completed within the three months prior to separation, the Audit Committee, by majority decision, shall decide whether an additional independent audit is necessary.

6.4 FISCAL YEAR - The fiscal year of the **FLA-PAC** shall begin January 1 and end December 31.

6.5 BUDGET - Not less than thirty (30) days prior to the beginning of the fiscal year, the **FLA-PAC** Executive Board shall recommend for approval a budget for said fiscal year that shall include the estimated funds required to defray the common expenses and to provide and maintain funds for reserves. The budget meeting shall be open to all members. Notice of the time, place, and purpose of the Board meeting to recommend the budget shall be included with the notice of the fall **FLA-PAC** meeting, and the notice shall meet all requirements for meeting notices set forth in these By-Laws. The recommended budget shall be approved by a majority vote of the agency members in attendance.

6.5.1 Once approved, the Treasurer may, with approval of a majority of the **FLA-PAC** Executive Board, transfer funds from one account to another to cover normal operating expenses without exceeding the approved annual budget.

6.5.2 If necessary, the annual budget may be adjusted upon recommendation by the **FLA-PAC** Executive Board and approved by majority vote of the agency membership at a regularly scheduled business meeting of the agency membership.

6.6 DISSOLUTION - In the event of dissolution, the residual assets of the FLA- PAC will be turned over to one or more charitable organizations which themselves are exempt as organizations described in Section 501(C)(3) and 170(C)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purposes, as determined by the **FLA-PAC** Executive Board.

ARTICLE 7: PARLIAMENTARY PROCEDURE

Robert's Rules of Order (latest edition) shall govern the conduct of meetings when not in conflict with the Articles of Incorporation or these By-Laws.

ARTICLE 8: ADOPTION OF BY-LAWS

By-Laws shall be adopted by a two-thirds (2/3) majority vote of the Quorum at a regularly scheduled business meeting.

ARTICLE 9: AMENDMENTS

9.1 PROPOSAL AND ADOPTION – Any voting member may propose a resolution for the adoption of a proposed amendment to these By-Laws. The proposed amendment shall be in writing and directed to the President.

9.1.1 If not already established, the President will create an Ad Hoc Standard Operating Procedures/By-laws Committee to review the proposed amendment and report to the membership at the next regularly scheduled business meeting. The purpose of the review will be to ensure that there are no conflicts with current language in the By-Laws and/or Standard Operating Procedures. The proposed amendment(s) will be voted on at the next regularly scheduled business meeting by the **FLA-PAC** membership.
[PAC.300.02.03]

9.2 EXECUTION AND RECORDING - All approved By-Law amendments shall be certified by the Secretary and thereafter inserted in the document known as BY-LAWS of the **FLA-PAC**, "A CORPORATION NOT FOR PROFIT." Members shall be bound by these By-Laws.

9.3 TECHNICAL CHANGES - Minor technical changes needed to keep this document current, but which do not change its intent (such as changing the name of the President or Secretary, changing the corporate address, or

correcting minor grammatical errors), shall not require a vote of the membership as described above.

Signature on File
Marette Sims, President

Signature on File
Jennifer Renner, Secretary
(SEAL)