

**The City of Alexandria Retired Police, Fire & Sheriff  
Association, Inc.**

**Comment [MB1]:** Needed to comply with the name change with the State Corporation Commission

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**Bylaws**

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**Article I - Name of Association**

The name of this corporation shall be ~~the CITY OF~~ ALEXANDRIA RETIRED POLICE, FIRE & SHERIFF ASSOCIATION, INC., (hereinafter referred to as "The Association"). **(Amended 2024)**

**Comment [MB2]:** Needed to comply with the change with The State Corporation Commission.

**Article II - Purpose**

The purpose of this Association shall be to provide the means of regular monthly luncheons as a social function. The specific efforts of the Association shall be directed towards keeping members informed on issues related to retirement and to the status of the health and welfare of its members. A particular interest of the Association will be to encourage and promote cooperation between members and the City of Alexandria.

**Article III - Membership**

There shall be four (4) classes of membership (Active, Associate, Lifetime and Surviving Spouse). Members of all classes shall have voting rights.

Section 1 **Active Member** - Persons honorably retired from the Alexandria Police Department, the Alexandria Fire Department or the Alexandria Sheriff's Department, (to include employees of the Department of Emergency Communications, formerly separate units within the Police and Fire Departments, and employees of Code Administration Department, formerly a unit within the Fire Department, who were hired on or before July 1, 2011), of high moral character may, upon invitation from the membership, and by affirmative vote of a majority of the membership present at the meeting, become an Active member of the Association, and to hold office and to enjoy all the rights and benefits of the Association.

Section 2 **Associate Member** - Persons who have been closely associated with the Alexandria Police Department, the Alexandria Fire Department or the

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Alexandria Sheriff's Department, of high moral character may, upon invitation from the membership and by affirmative vote of a majority of the membership present at the meeting, become Associate members of the Association. They will not be eligible to be voted into an office, but will be eligible to hold an office if called upon by the President or presiding officer. They will be eligible to vote, to sit on committees and to enjoy all other the rights and benefits of the Association. Their participation in all other activities of the Association will be deemed extremely beneficial to the success of the organization.

Section 3 **Lifetime Member** - Persons who have reached their 75th birthday and who have been a member of the Association, in good standing, for ten years **including the year that they turn 75, prior to attaining such age,** will be known as Lifetime Members. He or she shall not have to pay dues, but will enjoy all the rights and benefits of the Association. **(Amended**

**Comment [MB3]:** Needed so it includes the year they turn 75. So we don't have members paying just because their birthday is in December rather than January.

Section 4 **Surviving Spouse** - The surviving spouse of a member in good standing at the time of his/her death, may automatically, upon application to the Association, become a lifetime Surviving Spouse Member and enjoy all of the rights and benefits of the Association. They will not be eligible to be voted into office, but will be eligible to hold an office if appointed by the President or presiding officer. They will be eligible to vote and sit on committees and to enjoy all other rights and benefits of the Association.

Section 5 Members may be removed from the Association upon proper showing of cause. The procedures for removal are as follows:

A.1 - **Charges:** Charges shall be based upon disloyalty, neglect of duty, dishonesty, and conduct unbecoming a member of The Association. Charges against any member shall be made **under oath and** in writing. Said charges shall specify, with reasonable particularity, the act or failure to act constituting the offense complained of, together with a definite statement as to the time and place of said act or failure to act. No member in good standing shall lose his or her membership until given a fair hearing as set forth in this article. **(Amended 2024)**

**Comment [MB4]:** Not necessary

A.2. - **Investigations:** Charges against any member shall be presented to the President. The President shall then, without making the nature of the charge or the name of any of the parties thereto known to the Association, submit the same to a committee of three members of the Association. This committee shall be appointed by the President,

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and shall investigate the matter and endeavor to reconcile the parties making the charges and the accused if the matter be merely personal. Should they fail to affect an amicable arrangement, or the charge is of such a nature as to require action of the Association, they shall report accordingly. If the President be charged, then the First Vice- President shall appoint the Investigation Committee.

- A.3 - **Findings/Recommendations:** The Investigation Committee shall report their findings/recommendations to the Board of Directors. The Board of Directors shall approve/disapprove the recommendations of The Investigation Committee. The President shall carry out such actions approved by the Board of Directors. If the President is the offending party, then the First Vice- President shall carry out the actions approved by the Board of Directors.
- A.4 **Appeals:** When any member disagrees with any disciplinary action that may be approved by the Board of Directors, they shall have the right to appeal such decision to the Board of Directors. Such notice must be given, in writing, and within thirty (30) days after receiving notice of any disciplinary action from the President.
- A.5 **Decision reversal:** The Board of Directors shall have the right to reverse their decision based upon information, evidence, or other testimony as provided by the offending member.

**Section 6** **Resignation: Any member may resign from membership by submitting a letter or by electronic means, to the President or any Board member. (Amended 2024)**

**Comment [MB5]:** Not previously covered in by-laws

**Article IV - Dues**

**Section 1** Each accepted applicant for membership shall become a member in good standing after the payment of annual dues, payable each year on or before the 1st day of February. If an application for membership is voted on and accepted at the October meeting or later in the calendar year, dues will be paid for the coming year. **Any member who becomes delinquent in dues, after reasonable attempts to communicate with said member have failed, may be dropped from the rolls and shall be notified by mail or electronics means. (Amended 2024)**

**Comment [MB6]:** Explains how a nonpaying member can be dropped

**Section 2** Annual dues shall be recommended by a majority vote of the Board of Directors and approved by a majority vote of the membership at the

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Annual (November) meeting (or at the next regular meeting if the Annual meeting can't be held), if the Board decides that a change is necessary.

Section 3 Lifetime Members and Surviving Spouse Members shall not have to pay dues, but will enjoy all rights and benefits of the Association.

Section 4 The President, upon a majority vote of the Board of Directors, may suspend payment of dues for the current year for any member in exchange for services rendered the Association, (i.e., legal advice, auditing the books of the Association, etc.).

**Article V - Officers & Board of Directors**

Section 1 The officers of the Association shall be President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary and Treasurer. All five officers shall be members of the Board of Directors. The number of members of the Board of Directors shall be at least five, but may be increased/**or decreased**, from time to time, by amendment to these bylaws. **If an Office is vacant, this number will be reduced by the number of vacancies.** The affairs of the Association shall be managed by the Board of Directors. The Board of Directors shall be elected by the membership each year at the annual meeting. A quorum of the Board of Directors shall consist of at least three (3) officers. **(Amended 2024)**

**Comment [MB7]:** Solves the issue if an office is not filled as it pertains to minimum number of the Board

Section 2 The immediate past President shall remain on the Board of Directors for one year as an Ex-Officio, non-voting member.

Section 3 **Duties of the President:**

Section 3.1 It shall be the duty of the President to preside over all regular and special meetings of the Association, at the meetings of the Board of Directors, and to discharge the duties usually pertaining to the office.

Section 3.2 The President shall appoint all committees and shall be the Association's official representative.

Section 3.3 The President shall, at the annual meeting, present a report to the membership with any recommendations as he/she may deem appropriate.

**Section 3.4 The President shall have the authority to sign checks on behalf of the Association.** **(Amended 2024)**

**Comment [MB8]:** Although the President is listed on the Checking account, this gives him the authority to write checks.

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Section 4 **Duties of the 1<sup>st</sup> Vice President:**

Section 4.1 The First Vice President shall assume the duties of the President in the event of the President's absence.

Section 4.2 The First Vice President shall be Chairman of the Program Committee.

Section 5 **Duties of the 2<sup>nd</sup> Vice President**

Section 5.1 The Second Vice President shall be in charge of Membership and of such other duties as may be directed by the President.

Section 6 **Duties of the Secretary:**

Section 6.1 The Secretary shall keep an accurate record of all proceedings of the Association and of the meetings of the Board of Directors.

Section 6.2 The Secretary shall have charge of all records of the Association and shall furnish a report at each regular meeting of the Association.

Section 6.3 The Secretary shall notify, **or cause to be notified**, members of all meetings and shall attend to all correspondence usually pertaining to that office. **(Amended 2024)**

**Comment [MB9]:** Currently the President sends out the email blast announcing the meeting dates.

Section 7 **Duties of the Treasurer:**

Section 7.1 The treasurer shall receive all monies of the Association and shall issue a receipt, where appropriate or requested.

Section 7.2 The Treasurer shall keep a record of all receipts and disbursements and shall render a report showing the financial condition of the Association at regular meetings and at the November Annual Meeting of the Association.

Section 7.3 The Treasurer shall deposit funds in the name of the Association, sign all checks drawn on the account of the Association and pay such amounts as are approved by the Board of Directors, or such amounts as are covered in the following guidelines:

**A.** Disbursements may be made for ordinary and routine stationary, postage and supplies; also, disbursements may be made for luncheons, **and** dinner meetings **and reimbursements made on behalf of the Association.** **(Amended 2024)**

**Comment [MB10]:** This is not covered anywhere previously

**B.** Any purchase in excess of \$500 must have the approval of the Board of Directors.

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- Section 8 Officers choosing to resign prior to the completion of the term of his/her office must submit resignations in writing. Should any officer be absent from three or more consecutive meetings, **without a valid reason (to be determined by the Board)**, his or her office may, by vote of the membership, be declared vacant. **(Amended 2024)**
- Section 9 Vacancies occurring in any office, ~~the vacancy~~ may be filled by appointment by the president for the duration of the term of that office. **(Amended 2024)**
- Section 10 Duties, as outlined in this Article (V), may be assigned to other officers or members for the benefit of the Association, by the President as he/she deems fit.

**Comment [MB11]:** This gives the Officer a valid reason to be absent, due to sickness or other emergency

**Comment [MB12]:** Redundant, since we are talking about the Vacancy.

**Article VI - Elections**

- Section 1 Elections of officers shall take place in the month of November and shall require a majority vote of the members present. (See Article X, Committees, Section 3, Nominating Committee, for the procedures to be followed).
- Section 2 All elected members of the Board of Directors shall hold office until their successors are elected, but in no event shall any officer hold office more than two consecutive terms.
- Section 2.1 This latter provision relating to consecutive terms may be overridden by motion from the floor duly made and passed, or by majority vote of the Board of directors.
- Section 3 The term of each office shall be for the period of one year and each term shall commence on the 1st day of January.

**Article VII - Meetings**

- Section 1 Regular meetings of the Association are normally held on the second Thursday of each month.
- Section 2 If necessary, alternative meeting dates, or rescheduled regular meetings, will be set by the Board of Directors.
- Section 3 The November meeting shall be the Annual Meeting each year. Members will be notified at least ten (10) days before the date of any meeting of the Association.

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Section 4 Special meetings may be called by the president at the request of the Board of Directors.

Section 5 A quorum of the members shall consist of at least ten (10) members.

### Article VIII - Parliamentary Rules

The current edition of Roberts Rules of Order shall govern all deliberations of the Association not covered by these bylaws.

### Article IX - Amendments

Section 1 These bylaws of The Association may be altered, amended, or repealed by a two-thirds (2/3) vote of votes cast by the membership of the Association **in attendance at the meeting or votes that are sent in by mail or electronically**, provided that specific written notice of the motion to alter, amend or repeal the bylaws has been mailed or delivered to every member, not present at the meeting, at least thirty (30) days prior to such meeting along with a ballot for voting or a proxy.

**(Amended 2024)**

**Comment [MB13]:** This eliminates the need to send out ballots to every member. We will still send out a notice and they can vote if they so choose.

Section 2 Any motion for altering, amending or repealing any of these bylaws must be read at two consecutive meetings of the Association and be voted on at the third consecutive meeting.

Section 3 Voting may be conducted in person, by mail, by internet or by proxy. Only one vote per member on each proposed amendment.

### Article X - Committees

The incoming President shall appoint the following standing committees:

Section 1 **Audit Committee:** The audit committee will consist of at least two members in good standing with the Association. The committee chair or members may not be the Treasurer of the previous or current year. The committee chairperson will be appointed no later than January 1st. The committee will conduct an audit of the Association's financial records and present the findings no later than the February meeting of the current year.

Section 2 **Bylaws Committee:** The purpose of the bylaws committee is to review and make recommended changes, if any, to the existing Association bylaws as necessary. Any member in good standing may recommend

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changes to the bylaw committee for consideration. Procedures for amending the Association's bylaws are prescribed in Article IX - Amendments.

Section 3 **Nominating Committee:** Nominations shall be made by a committee of three, appointed by the President at the September meeting. The nominating committee shall, at the October meeting, nominate one or more candidates for each office. Nominations shall also be received from the floor at the October and November meetings, but only with the written consent of those nominated members who are not present.

Section 4 **Special Committees:** The President may appoint Special Committees as needed.

**Article XI - Dissolution**

The organization may be dissolved with previous notice **to the membership by mail or electronically** (14 calendar days) and a two-thirds vote of those present at the meeting. In the event of any dissolution of the Association, its assets, after payment of any outstanding bills, shall be distributed to HEROES, Inc., in accordance with the provisions of Title 13.1, Chapter 10 of the Code of Virginia. In the event that the above organization no longer exists, a similar organization that will benefit all member types, (i.e., Police, Fire and Sheriff), shall be selected by the membership. **(Amended 2024)**

**Comment [MB14]:** Defines how the previous notice is to be given.

**Article XII - Publication**

Section 1 Notice of the adoption of these bylaws shall be given to all members of the Association within thirty (30) days following their adoption.

Section 2 A copy of these bylaws shall be furnished by the Secretary to each incoming member at the time such member is admitted to membership or reinstatement and to other members or upon receipt of a written request. **This may be done either in person, via mail or electronically.** **(Amended 2024)**

**Comment [MB15]:** Provides an additional way for the new member to have the bylaws.

Approved: \_\_\_\_\_  
President Date



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**Meeting Agenda**

- I. Call meeting to order
- II. Invocation, Pledge of Allegiance to the Flag and Moment of Silence in Respect for deceased members
- III. Roll Call of Officers
- IV. Report of the Secretary
  - A. Reading of minutes of last meeting
- V. Correspondence
- VI. Report of the Treasurer
- VII. Report of Committees
  - A. Standing Committees
    - a. Audit Committee
    - b. Bylaws Committee
    - c. Nominating Committee
  - B. Special Committees
- VIII. Old Business
- IX. New Business
- X. Announcements
- XI. Anything for the Good of the Order
- XII. Adjournment