**CONSTITUTION AND BY-LAWS**

**OF THE**

**TULARE COUNTY CORRECTIONS ASSOCIATION**

**ARTICLE I**

**NAME, PLACE OF BUISNESS, AND PURPOSE**

**SECTION 1: NAME:**

The name of this Association shall be the Tulare County Corrections Association.

**SECTION 2: PLACE OF BUSINESS:**

The principal office for the transaction of business of this Association shall be the current residence of the President of the Association, provided that said address is within Tulare County. Said current address may be listed in an addendum to these By-laws without an amendment thereto. The Board of Directors is granted full power and authority to change said principal office to any other location within Tulare County whenever they deem it to be in the best interests of the Association.

**SECTION 3: PURPOSE:**

The purpose of this Association shall be as follows:

1. To promote the professional interests of Probation Corrections Officers, Probation Officers, and Detention Services Officers ~~and all other individuals~~ included in Bargaining Unit 12 in the County of Tulare.
2. To promote and carry out behalf of its members the principals and functions enunciated in Chapter 10 of Division 4 of Title 1 of the Government Code (Sections 3500et seq.) of the State of California , and in particular, to represent its members in employer-employee relations.
3. The Tulare County Corrections Association is to be operated for non-profit purposes.
4. The Association is an “Agency Shop” group as set forth in California Government

Code Section 3502.5.

**ARTICLE II**

**MEMBERSHIP**

**SECTION 1: MEMBERSHIP:**

All Tulare County Probation Department employees included in unit 12 are eligible for admission to membership in this Association regardless of race, creed, color, and nation of origin, political affiliation, or sex.

**SECTION 2: ADMISSION TO MEMBERSHIP:**

Any person desiring to become a member of this Association shall file with any Board of Director ~~the Secretary~~ of this Association a written application on such form as may be prescribedby the Board of Directors. The application shall be referred by the, Treasurer to the County of Tulare, Auditors Office, for processing.

SECTION 3: MEMBERSHIP STATUS

All Tulare County Probation Officers, Probation Corrections Officers and Detention Services Officers, employed by the County of Tulare are eligible for membership in this Association, assuming all other requirements contained in these by-laws are met. In the event an association member is terminated, or voluntarily severs employment with the County of Tulare, membership within this association is terminated.

**SECTION 4: TERMINATION OF MEMBERSHIP:**

Membership in the Association shall end with the termination of the member’s employment with the Tulare County Probation Department, and or the failure to pay monthly dues. However, any member who is disputing their own involuntary separation from employment may continue as a member, provided they pay their dues pending the final decision in any appeal of their termination.

**SECTION 5: ADMISSION FEES AND DUES:**

There shall be no admission fee. The dues of the Association shall be the amount determined by a majority of its members.

**SECTION 6: FAILURE TO PAY DUES:**

The Board of Directors shall suspend any member of this Association who fails to pay their dues, or any special assessments, within thirty (30) days after having been provided written notice that such dues, or assessments, are due and payable. Any member of the Association, who has been suspended by the Board of Directors for non-payment of dues, or assessments, shall be reinstated by the Board of Directors upon the payment of those past dues, or assessments, plus penalty assessment of then (10) percent of said dues or assessments.

**SECTION 7: ASSESSMENTS:**

There shall be no assessments, special or otherwise, except upon an affirmative vote of not less than a majority of all the members of this Association. No member of the Association shall be personally liable for the debts, liabilities, or obligations of the Association.

**ARTICLE III**

**MEETINGS OF MEMBERS**

**SECTION 1: ANNUAL MEETING:**

There shall be an annual meeting of the members of this Association in the first quarter of each calendar year.

**SECTION 2: OTHER MEETINGS:**

1. In addition to the Associations Annual Meeting, the Board of Directors shall be required to hold an additional meeting for the members of this Association not less than once each quarter. (March, June, September, and December) Other meetings of this Association may be at the call of the Board of Directors, or the President of the Association.
2. The president of the Association shall be required to call a meeting of the members within ten (10) days after receiving a written request of such a meeting, provided that the request has been signed by at least ten (10) percent of the members of the Association.
3. The President of the Association shall be required to call a meeting of the members upon the completion of negotiations regarding any change, additions, or deletion to the Memorandum of Understanding between the Association and the County of Tulare, or any other meet and confer process that would affect the wages, hours, or working conditions of the Association members. The purpose of said meeting will be to ratify the proposed changes. Ratification shall be conditional upon the affirmative vote of not less than a majority of the members present at that meeting.

**SECTION 3: TIME AND PLACE OF MEETINGS:**

The Board of Directors shall designate the time and place at which the meetings of the members shall take place.

**SECTION 4: NOTICE:**

It shall be the responsibility of the Secretary of the Association to provide the members of the Association with advance notice of the meetings of the Association. Such notice shall be given not less than seven (7) days before such meetings, and shall be reasonably calculated to inform the members of the purpose, the time, and the place of the meeting.

**SECTION 5: PRESIDING OFFICERS:**

The President of the Association, or in his/her absence the Vice-President, or in their absence the Secretary, shall preside at all the meetings of the Association.

**SECTION 6: QUORUM:**

The majority of the members who attend at any meeting of the Association shall constitute a quorum for that meeting.

**SECTION 7: VOTING:**

In any mater brought before the Association for consideration for the Association, each member shall have one vote.

**SECTION 8: VOTING BY PROXY:**

Voting by proxy shall be permitted by a member of the Association, only when given in writing for a specified purpose, on forms prescribed by the Board of Directors. The voting member must deliver votes by proxy to a member of the Board of Directors for tabulation of results.

**SECTION 9: RULES OF ORDER:**

All meetings of the Association shall be governed by Roberts Rules of Order, Revised, in so far as such rules are not inconsistent with or conflict with these by-laws.

**SECTION 10: ADJOURNMENT:**

Any meeting of the Association shall be adjourned to a future date by a vote of the majority of the members present at such meeting.

**ARTICLE IV**

**DIRECTORS AND OFFICERS**

**SECTION 1: OFFICERS:**

The Association shall have the following officers, who will serve as the Executive Board: President, a Vice-President, a Secretary, and a Treasurer.

**SECTION 2: BOARD OF DIRECTORS:**

The Association shall have a Board of Directors consisting of the President, the Vice-President, the Secretary, the Treasurer, and three (3) Directors/Members at Large. At least one (1) of the Directors shall be a Probation Officer, at least one (1) Director shall be a Probation Corrections Officer, and at least one (1) Director shall be a Detention Services Officer.

**SECTION 3: ELIGIBILITY:**

Any member of the Association shall be eligible to be elected and serve as an officer or director of the Association, provided that they have been a member in good standing for a minimum of 180 days prior to said election. In order to be nominated for the position of TCCA President, the nominee MUST have served on the TCCA board for a minimum of 12 months, within three years of the nomination.

**SECTION 4: ELECTION AND TERM OF OFFICE:**

The Officers and Directors of this Association shall be elected by the members of the Association at a meeting called for that purpose.

All Officers and Directors shall hold office until their respective successors are elected, or until their death, resignation, or removal. If a special election is held at the request of 2/3 of the membership then the newly-elected Officers/Directors shall take office effective the first board meeting of the following year (typically in March) and serve unless otherwise specified prior to the election.

It shall be the responsibility of the President of the Association to conduct elections in a timely manner as required by the By-laws of the Association.

**SECTION 5: VACANCIES:**

Post election vacancies that occur on the Board of Directors may be filled by appointment from the President, subject to approval of a majority of the remaining Board members, and the members present at the next meeting of the Association. Those so appointed shall hold office until the installation of their successor.

**ARTICLE V**

**ELECTION OF OFFICERS**

**SECTION 1: SPECIAL ELECTIONS:**

Special elections may be called by the President of the Association, at the Presidents discretion, for election of new officers or amendment of By-laws. Procedure for notice, nomination and voting shall be in the manner provided in Article III, Section 7 and 8, as set forth herein.

**SECTION 2: ELECTION BY PETITION:**

The President of the Association shall be required to call for an election upon presentation of a petition signed by no less than one-third (1/3) of the members of the Association. Procedures for notice, nomination and voting shall be in the manner provided in Article III, Section 7 & 8, herein, and Article V, Section 4,5, and 6 as set forth hereafter.

**SECTION 3: REGULAR ELECTION:**

The President of the Association may call for an election of Officers and Board Members upon the conclusion of negotiations and the subsequent ratification of imposition of any Memorandum of Understanding between the Association and the County. Procedures for notice, nomination and voting shall be in the manner provided in Article III, Section 7 & 8, herein, and Article V, Section 4,5, and 6 as set forth hereafter.

**SECTION 4: NOMINATION:**

The President shall appoint a Nominating Committee consisting of not less than three members of the Association, and not more than two members of the Board of Directors to receive nominations from the members for Officers and Directors. In selecting the Nominating Committee, the President shall select members who represent the membership as a whole on a geographical basis, and on the basis of duties performed by the members. The Nominating Committee shall be required to very the status and eligibility of individuals nominated for office and prepare the slate of candidates for the election. The Nominating Committee shall present its findings and the slate of candidates to the President at least seven (7) days prior to the scheduled election, and conduct the election in accord with establishing procedures for a secret ballot and the Articles contained within these By-laws.

**SECTION 5: VOTING:**

Each member of the Association will have the right to vote one nominee for each office.

**SECTION 6: VOTES TO ELECT:**

The nominee receiving the greatest number of votes cast for any office shall be elected to such office

**SECTION 7: RECALL**

Any Officer may be recalled and relieved of their office of position by a majority vote of the members of the Association.

**ARTICLE VI**

**BOARD OF DIRECTORS**

**SECTION 1: POWERS AND DUTIES:**

The Board of Directors shall manage the affairs of the Association in accordance with these By-laws. It shall have the power to expend funds, to provide and maintain facilities for the use of the Association, provide for and employ stenographic and other employees, to carry out on behalf of the Association such activities as my appear necessary or proper to effect the purposes of the Association, and the perform such other duties as may be prescribed by these By-laws. It shall prescribe the powers and duties of such committee as it may form time to time authorize and create.

1. Funds: Expenditures in excess of $500.00 and less than $10,000.00 shall be subject to approval by a majority of the Board of Directors. Expenditures of $500.00 or less by the Officers of the Association may be made when necessary to carry out the business of the Association. All expenditures in excess of $10,000.00 shall be subject to the approval of the Association membership by vote. A majority of all votes cast shall authorize the expenditures.
2. Individual members of this Association shall have no beneficial right to the funds of this Association.

**SECTION 2: MEETINGS:**

The Board of Directors shall meet from time to time as it seems necessary and shall make its own rule as to the times, place, and procedures of it’s meetings.

**SECTION 3: QUORUM:**

The physical presence of three (3) members of the Board of Directors at any meeting of the Board of Directors shall constitute a quorum.

**SECTION 4: REMOVAL FROM OFFICE:**

Effected individual Officers and/or members of the Board of Directors shall be immediately removed from office for cause, and without recourse, under the following circumstances:

1. Upon demonstration of their theft of embezzlement of funds from the Association, or
2. Upon their conviction, or the entrance of a plea of guilty, or nolo contendre to any criminal offense, or
3. Upon their termination of employment with the Tulare County Probation Department or
4. Upon promotion to a position of employment outside of bargaining unit 12.

**ARTICLE VII**

**OFFICERS AND DIRECTORS**

**SECTION 1: PRESIDENT:**

The President of the Association shall preside at all meetings thereof and shall, with the approval of the Board of Directors, appoint members of such committees as may from time to time be authorized or created by the Board of Directors. As often as is practical, the President shall report to the Board of Directors. The President shall have such other powers and duties not inconsistent with these By-laws and as are usually possessed or exercised by presiding Officers. President shall enforce a strict observance of these By-Laws and all other laws, rules and regulations applicable to the governing of the Association and the Board of Directors. He shall have authority to appoint a Sergeant-at-Arms to preserve order whenever necessity requires.

**SECTION 2: VICE-PRESIDENT:**

The Vice-President of the Association shall perform the duties of the President during the absence or inability to act of the President. The Vice-President of the Association shall assist the President in the performance of his/her duties, and the President may delegate some or all the presidential duties to the Vice-President.

**SECTION 3: SECRETARY:**

The Secretary of the Association shall keep an up to date list of the names of all the members of the Association. The Secretary shall record and keep the minutes of all meetings of the membership and the Board of Directors of the Association and shall, upon reasonable notice, make such minutes available for inspection by the Members. The Secretary shall perform such other recording, noticing or stenographic functions as may be provided by these By-laws, or as may from time to time be directed by the President or the Board of Directors. Secretary shall notify the general membership and the Board of Directors of all regular and special meetings of the Board and the Association.

**SECTION 4: TREASURER:**

The Treasurer shall collect, take charge of, account for, and disburse, in accordance with directives of the Board of Directors, the funds, property and any inventory of the Association. The Treasurer shall keep and maintain regular books of account, which shall, upon reasonable notice, be open for inspection by members at the place of business of the Association. The Treasurer shall prepare or provide documentation for CPA and/or contractor who will file on behalf of the Association all documents relating to fiscal matters, and all necessary tax returns and forms. The Treasurer shall report the financial status of the Association to its members at each regular meeting of the Association.

**SECTION 5: DIRECTORS/MEMBERS AT LARGE:**

The Directors/Members at Large shall be a representative of all the members of the Association and assist the Officers of the Association in the performance of their duties. They shall provide oversight to Shop Stewards and assist them in their official functions.

**SECTION 6: SHOP STEWARD:**

Shop Stewards shall be appointed, as needed, by the Board of Directors. Shop Stewards are appointed to assist the Board of Directors in conducting the business of the Association and assisting members in the resolution of grievances.

**ARTICLE VIII**

**OFFICERS AND DIRECTORS**

**SECTION 1: INTENT:**

It shall be the intent of the Association the serve the interests of the majority of the membership, while at the same time recognizing and respecting the viewpoints of any minority opinion.

**SECTION 2: NEGOTIATING COMMITTEE:**

For meet and confer purposes, the Associations Negotiating Committee shall consist of the Board of Directors, and may include additional members of the Association as needed. The Negotiation Committee shall not participate in any meet and confer session without a minimum of two Committee members present, selected based on availability of member and expertise of topic.

**SECTION 3: AUTHORITY:**

The Negotiating Committee has no authority to enter into a contract or memorandum of understanding with the County of Tulare without an affirmative vote not less than one half (1/2) the membership of the Association subject to the provisions of Article III, Section 2, and Subsection C.

**SECTION 4: AFFILIATION:**

The Association may, by a majority vote, affiliate with any bonafide labor organization for the purpose of providing the Association, and its members, with labor relation services, and may execute any affiliation agreement to effectuate the affiliation.

ARTICLE IX

MISCELLANEOUS

SECTION 1: INSURANCE

SECTION 2: LEGAL DEFENSE

SECTION 3: CHARITIES FUND

**ARTICLE X**

**CONSTRUCTION**

**SECTION 1: BY-LAWS:**

As used in these By-laws:

1. The present tense includes the past and future tenses, and the future tense includes the present.
2. The masculine gender includes the feminine and neuter.
3. The singular number includes the plural, and the plural includes the singular.
4. The word “Shall” is mandatory, and the word “May” is permissive.

**ARTICLE XI**

**AMENDMENTS TO BY-LAWS**

**SECTION 1: AMENDMENTS:**

Subject to the provisions of the law applicable to the amendment of by-laws of non-profit organizations, these by-laws, or any of them, may be altered, amended or repealed, and new by –laws adopted as follows:

1. By not less than a majority vote of the members entitled to exercise to voting powers of the Association or the written assent of such members.
2. Any proposed amendment to the By-laws shall be published and submitted in writing to the members of the Association not less than twenty-one (21) days win advance of an election where the amendment is offered.
3. The original, or copy, of the By-laws as amended or otherwise altered to date shall be certified by the Secretary of the Association and maintained as a record available for inspection by the members of the Association at reasonable times.

**ARTICLE XII**

**TERMINATION OF ASSOCIATiON**

**SECTION 1: TERMINATION OF ASSOCIATION:**

In the event that the Tulare County Corrections Association be disbanded or the Association terminated for any reason, the funds and assets then possessed by the Association shall be administered by the Board of Directors as set forth hereafter:

1. All association monies shall be transferred and/or deposited into a bank account known as the Tulare County Corrections Association Liquidation Account.
2. A complete inventory of all assets, including property, supplies, and equipment, held by the Association shall be made.
3. All assets shall be converted to cash within six (6) months of the date of the termination of the Association, and the proceeds deposited into the T.C.C.A. Liquidation Account.
4. Said Liquidation Account shall be held intact for a period of six (6) months from the date of the termination of the Association, during which time, payments there from shall be made only for the authorized financial obligations of the Association.
5. At the expiration of six (6) months from the termination of the Association, the Board of Directors shall dispose of the assets of the Association in accordance with the provisions of Section 9801 of the Corporations Code of the State of California, as it shall read at the time of the dissolution of the Association.

**ARTICLE XIII**

**ADOPTION**

These By-laws have been adopted by a vote of two-thirds (2/3) of the members of the Association present at a meeting called for the purpose of considering these By-laws. The adoption of this Constitution and By-laws is deemed a ratification and affirmation of all acts, which took place at the first meeting of this Association, including but not limited to the formation of the Association.

By Laws Revision Proposal

The following By Laws Revision Proposal was reviewed and revised by the Board of Directors of the Association and may be revised and amended following a review from the general membership and a subsequent vote for approval and amendment to the final by laws.

Proposed revisions by Board of directors adopted, September 25, 2012

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Mike Santos, President

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Gene Fernandez, Vice President

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PJ Williams, Treasurer

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Mario Gojara, Secretary

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Javier Gutierrez, Member-at-Large/Sergeant-at-arms

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Wade Taha, Member-at-Large

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Jim Buckholz, Member-at-Large