

THE TENNESSEE ASSOCIATION **OF CHIEFS OF POLICE**



BY-LAWS

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Tennessee Association of Chiefs of Police By-Laws

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CODE OF ETHICS

We, members of the Tennessee Association of Chiefs of Police, recognizing our responsibility to the communities we serve and our obligations to society in general, and with the knowledge that our profession requires the highest ideals and rules of conduct, hereby adopt the following code of ethics for police executives and commend them to all persons in the police profession for their guidance:

1. We will put honesty, truth and justice above all other considerations, and we will not allow friendship, enmity, social positions, political influence, nor personal motives to sway us from the impartial performance of duty.
2. We will neither solicit, nor accept, any gift, privilege, favor or advantage from any persons that will place us under any obligation to overlook any violation of the law or will violate the ethics of our profession.
3. We will observe all provisions of the Constitution of the United States and the State of Tennessee and will not deprive any person of any right guaranteed by these great documents. We will, at all times, endeavor to carry out the desires of the majority of citizens as legally expressed through proper legislative, judicial or executive channels of government.
4. Having efficient police leadership as our objective, we recognize the need for professional fitness on the part of police executives and subordinates. We pledge ourselves to advance the science of police service through training courses and other methods adequate to meet the many requirements of our profession.
5. We will be fair with subordinates, showing only the favor that has been honestly earned by meritorious service to the public; demanding that all police officers perform their duties and enforce the laws with impartiality, judgment and courtesy.
6. Recognizing the mutual dependence of all law enforcement and other public agencies, we pledge our cooperation to all officials and agencies interested in the promotion of justice and the improvement of the general welfare. We will not allow envy, jealousy, nor any other motive to interfere with such cooperation.
7. We recognize our responsibility to the press of Tennessee as a medium through which the public we serve can be kept informed of our activities and we solicit its support of all honest police endeavors and its condemnation of any act or policy detrimental to the best interests of society.
8. We desire training for the professional development of each department as a means of improving law enforcement for professional recognition.
9. We further subscribe to the IACP (International Association of Chiefs of Police) Code of Ethics and the Oath of Honor.

ARTICLE I
BY-LAWS OF THE TENNESSEE ASSOCIATION OF CHIEFS OF POLICE

Section 1. Name

This Association shall be known as the Tennessee Association of Chiefs of Police.

Section 2. Purpose statement

- (1) To advance the science and the art of police services; develop and disseminate improved administrative, technical and operational practices and promote their use in police work; foster police cooperation and the exchange of information and experience among police administrators throughout the State; bring about recruitment and training in the police profession of qualified persons; and encourage adherence of all police officers to high professional standards of performance and conduct.
- (2) It is also hereby declared to be the policy of the Association to cooperate with existing police organizations of recognized professional and technical standing, to secure unity of action to increase our achievement in the prevention and detection of crime; and to ensure public safety.
- (3) The Board of Directors may arrange for joint research projects, publications, secretarial assistance and participation in conferences to the end that these objects of the Association may be more fully realized.

Section 3. Mission

- Bring together law enforcement executives for the purpose of exchange of information and ideas.
- Offer advanced professional training for law enforcement executives.
- Promote cooperation between all law enforcement agencies.
- Influence the enactment of needed legislation.
- Promote quality basic, technical, and managerial training for law enforcement officers statewide.
- Maintain a financially sound tax-exempt educational corporation.

Section 4. Objectives

- Elect Officers and Directors to conduct business and make recommendations to the membership.

- Establish an effective means of recruiting new membership.
- Initiate cooperation between law enforcement agencies statewide through exchange of information and joint endeavors.
- Schedule quality training programs to include managerial science, technical advancements, availability of resources and training, reports from state and federal law enforcement agencies, and reports on federal and state law enforcement legislation.
- Maintain active representation on training advisory committees and study committees appointed by the Governor and the Legislature.
- Convey the Association's views verbally and in writing to legislators and draft legislation for enactment or amendments to existing legislation.
- Collect funds and dues for defraying financial obligations.
- Administer grants relating to law enforcement training, traffic safety, crime suppression narcotics or other purpose that directly promotes the interest of the Association.

ARTICLE II **MEMBERSHIP**

Section 1. Classes of Membership

The membership of the Association shall be classified as follows: Active, Associate, Honorary, Sustaining, Retired, Life and Corporate/Business.

Active Members

- (1) The following persons shall be eligible for Active Membership: chiefs of police, commissioners, superintendents and directors having actual supervision of and receiving salaries from any legally constituted municipal or other police department of any governmental jurisdiction or any police department established by TCA § 49-7-118; assistant chiefs of police, deputy chiefs of police, executive heads, and division, district, or bureau commanding officers of such departments who are qualified as exempt executive employees by the Fair Labor Standards Act. The employee must have as his or her primary duty work consisting of the management of the enterprise in which the employee is employed or of a customarily recognized department or subdivision thereof; and the employee must customarily and regularly direct the work of two or more employees in the enterprise, department or subdivision. Active members shall be entitled to one vote each. All members shall be P.O.S.T. certified as law enforcement officers within the State of Tennessee.

Applicants, other than chief executive officers, are eligible for membership when recommended for such membership by the chief executive officer of such prospective member's department, if such chief or higher commanding officer is an active member

in good standing of this Association.

- (2) Each application for active membership shall be endorsed by an active member of this Association in good standing who shall certify that they are personally acquainted with the applicant, believes the statement contained in the application to be true, that the applicant is eligible for active membership in this Association, and that they nominate him/her for membership in this Association.

Associate Members

- (1) Any person not eligible for active membership but qualified by training and experience in police or by other law enforcement activity or by other professional attainment in police science or administration shall be eligible for associate membership in this Association.
- (2) Associate members shall not be entitled to have a vote in the affairs of the Association or to hold an office.
- (3) Each application for associate membership shall be endorsed by an active member of this Association in good standing who shall certify that they are personally acquainted with the applicant, believes the statement contained in the application to be true, that the applicant is eligible for membership in this Association, and that they nominate him/her for membership in this Association.

Honorary Members

- (1) Individuals who have contributed or rendered distinguished public service in the furtherance of law enforcement as a profession or service to the government, private sector or mankind shall be eligible as honorary members of this Association. Such members shall be elected for life and exempt from the payment of dues.
- (2) Honorary members shall not be entitled to have a vote in the affairs of the Association and shall not be entitled to hold an office in the Association.
- (3) Each applicant for honorary membership shall be endorsed by an active member of this Association in good standing who shall certify that they are personally acquainted with the applicant, believes the statements contained in the application to be true, that the applicant is eligible for honorary membership in this Association, and that they nominate them for membership in the Association.

Sustaining Members

- (1) Membership granted to those individuals who pledge their whole-hearted support to the goals and purposes of this Association and wish to ally themselves with the membership in promoting the ideals of professional law enforcement.
- (2) Sustaining members shall not have a vote in the affairs of the Association nor be

eligible to hold office.

- (3) Each application for sustaining membership shall be endorsed by an active member of this Association in good standing, who shall certify that they are personally acquainted with the applicant, believes the statements contained in the application to be true, that the applicant is eligible for honorary membership in this Association, and that they nominate them for membership in this Association.

Retired Active Members

- (1) Retired Active members shall include those members who by reason of years of service physical condition have honorably retired, have been dues paying members for a minimum of 5 years, and are members in good standing as determined by the Board of Directors as an active TACP member.
- (2) Retired Active members shall be entitled to all privileges and benefits of the Association except they shall not be entitled to hold or vote for elected office. Retired Active members may serve on any committee of the Association to which they are appointed by the President and the Board of Directors. Dues will be set at a reduced rate of 50% of the annual amount determined by the Board of Directors.

Retired Associate Members

- (1) Retired Associate members shall include those members who by reason of years of service, physical condition have honorably retired, have been dues paying members for a minimum of 5 years, and are members in good standing as determined by the Board of Directors as an Associate TACP member.
- (2) Retired Associate member shall be entitled to all privileges and benefits of the Association except they shall not be entitled to hold or vote for elected office. Retired Associate members may serve on any committee of the Association to which they are appointed by the President and the Board of Directors. Dues will be set at a reduced rate of 50% of the annual amount determined by the Board of Directors.

Life Members

- (1) Life members are those members who have maintained membership in the Association and paid dues equal to that of active members for 10 years or who have honorably served in the capacity of President of the Association. The TACP member shall request his/her membership be converted to life status by the Board of Directors. Life members shall be exempted from dues and shall be entitled to all privileges and benefits of the Association as those provided to retired members.

- (2) Life members shall retain their right to vote and shall have all privileges not specifically excluded elsewhere, of active membership.
- (3) Life members are not eligible to hold office unless active in a municipal police department within this state.
- (4) Life members may retain office for the remainder of their terms if they were eligible at the time of their election providing they honorably retire.

Corporate/Business Memberships

- (1) Corporate/Business membership shall be available to corporate/business groups that support the goals and objectives of the TACP.
- (2) Private security executives and individuals that interface with the operations of law enforcement through the private sector are also eligible for professional membership.
- (3) Corporate/Business members will not be eligible to hold an office or vote on any matters.

Limitation to One Membership

A member shall hold only one type of membership in this Association at any one time.

Section 2. Application for Membership

- (1) Persons desiring membership in this Association shall submit a completed application form as provided by the Board of Directors. If the application is for active membership, proof of state certification as a Tennessee law enforcement officer shall accompany said application. All applicants shall be considered and approved or rejected by the Board of Directors and the General Membership.
- (2) Any willful misrepresentation or misstatement in the application for any type of membership or supplemental material shall be grounds for rejecting the application, or if the applicant has been elected to membership, for his/her expulsion. Any such willful misstatement by an endorser shall be cause for the expulsion of the endorser from membership in this Association.
- (3) Additionally, upon application for membership, all active members shall pay an application fee in the amount established by the Association.

Section 3. Dues

- (1) Active members, Associate members, sustaining members and Corporate/Business members of this Association shall pay annual dues.

- (2) Honorary members shall pay no dues and are to be approved by the Board of Directors.
- (3) Dues shall be paid annually on or before August 1 of each year. As used herein, the term annual year shall be July 1 through June 30. The Board of Directors shall establish annually, the dues for the Association. Partial payments of dues will be accepted upon request from an Association member whose employer will no longer pay membership dues. However, full payment of dues must be completed within 90 days of original due date.
- (4) Additionally, upon application for membership, all active members shall pay an application fee in the amount established by the Association.
- (5) Retired membership shall pay dues at a reduced rate of 50% of the annual amount set forth by the Board of Directors.

Section 4. Resignation of Members

Any member not in default of payment of dues and against whom no complaint or charge is pending may, at any time, file his/her resignation in writing to the Board of Directors. To be reinstated, former members will have to file a new application.

Section 5. Suspension and Expulsion of Members

- (1) The Association has the authority to suspend or terminate any member's TACP membership by vote of two-thirds majority of the Board of Directors and if ratified by the majority of Association members in attendance at a regular meeting of the Association.
- (2) Any active, association or sustaining member, who is delinquent in the payment of dues for a period of three (3) months from the payment due date, shall be presented to the Board of Directors for suspension of membership until payment is made in full and their membership is reinstated to "good standing." Written notice of said suspension of membership shall be to the last known address. If such delinquency continues for 30 days after said notice is mailed, the Executive Director shall provide written notice to the member at their last known address that their membership will be terminated if payment or contact is not made to the TACP office within ten (10) days receipt of said notice (this notice shall be mailed by certified/return receipt).

If payment or contact is not received within those ten (10) days, the Executive Director is authorized to completely remove the member from the Association. The delinquent member shall not be reinstated until all dues in arrears are paid in full. Any member removal shall not be reinstated until all dues in arrears are paid in full. Any member removal or reinstatement shall be reported by the Executive Director to the Board of Directors at the next regularly scheduled board meeting.

- (3) If a member conducts himself/herself in such a manner as to bring disrepute to the Association, the President shall notify the Chair of the Ethics and Standards Committee to investigate the validity of such conduct and articulate the findings at the next meeting

of the Board of Directors.

- (4) When a TACP employee of member becomes aware of a member's misconduct, or when an allegation of misconduct has resulted in an official action being taken by a TACP member's employer, such misconduct and/or allegations should be reported to the TACP Executive Director immediately. The Executive Director will then make the necessary notification to the Association President. The President will direct the Board of Directors to research the allegation for action or assign to an ad hoc committee for recommendation back to the Board of Directors for action.
- (5) The Executive Director will notify the member in writing that allegations of misconduct have been reported that may result in the suspension or termination of their TACP membership. The affected member will be afforded an opportunity to meet with the Board of Directors in executive session and present mitigating circumstances that they would like considered in determining his/her membership status. A written request for such meeting must be made by the member within 60 days of being notified by the TACP Executive Director, President, or Member of the Board of Directors of the allegations. After reviewing all available information, the Board of Directors shall articulate the review findings and recommendation at the next meeting of the Board of Directors for action.
- (6) If the President has assigned an ad hoc committee to review circumstances of allegations of misconduct, the Chair of the ad hoc committee shall present committee findings to the Board of Directors for review and action determination. Any recommendation from the Board of Directors relative to a status change of any member pursuant to allegations of misconduct requires a majority vote of the TACP membership present.

In the event that the President of the Association is the focus of an inquiry or allegation(s), the first vice-president shall notify the Board of Directors in executive session(s). In the event the Executive Director is the subject of complaint, the President of the TACP should be notified and notify the Board of Directors in executive session of the allegation for review and determinations.

- (7) The affected member shall be notified of the final action taken by the TACP membership.

The Association has the authority to suspend, revoke/terminate and/or reinstate membership privileges and benefits for any member in accordance with the by-laws.

ARTICLE III

THE BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

Section 1. Board of Directors

- (1) The management of the business and affairs of this Association shall be vested in the Board of Directors which consists of twenty (20) voting members as follows: President,

Immediate Past President, 1st Vice President, 2nd Vice President, Treasurer, twelve (12) District Directors, SACOP Representative, and two (2) At-Large Directors. The Executive Director shall not be considered a member of the Board of Directors.

- (2) The District Directors are comprised of one director from each of the twelve (12) districts as defined as follows:

District #1

Carter
Cocke
Greene
Hawkins
Johnson
Sullivan
Unicoi
Washington

District #2

Blount
Claiborne
Grainger
Hamblen
Hancock
Jefferson
Knox
Sevier
Union

District #3

Anderson
Campbell
Cumberland
Fentress
Loudon
Morgan
Roane
Scott

District #4

Bledsoe
Bradley
Hamilton
McMinn
Meigs
Monroe
Polk
Rhea

District #5

Cannon
Clay
DeKalb
Jackson
Macon
Overton
Pickett
Putnam
Smith

District #6

Coffee
Franklin
Grundy
Marion
Sequatchie
Van Buren
Warren
White

District #7

Cheatham
Davidson
Robertson
Rutherford
Sumner
Trousdale
Williamson
Wilson

District #8

Bedford
Giles
Lawrence
Lewis
Lincoln
Marshall
Maury
Moore

District #9

Benton
Dickson
Henry
Houston
Humphreys
Montgomery
Stewart

District #10

Decatur
Hardin
Henderson
Hickman
McNairy
Perry
Wayne

District #11

Carroll
Crockett
Dyer
Gibson
Lake
Obion
Weakley

District #12

Chester
Fayette
Hardeman
Haywood
Lauderdale
Madison
Shelby
Tipton

The District Directors should notify the Executive Director of any vacancies (chief of police) in their district.

- (3) The President, 1st Vice President, 2nd Vice President, the twelve (12) District Directors, and two (2) At-Large Directors shall be elected prior to the annual conference of the Association.

- (4) The entire Board of Directors shall be given their oath during the annual conference. The following Oath of Office shall be administered by a Dignitary determined by the outgoing Association President:

TENNESSEE ASSOCIATION OF CHIEFS OF POLICE

OATH OF OFFICE

I, _____, do solemnly swear (or affirm) that I possess all the qualifications required for the duties of _____ as mandated by the Charter of the Tennessee Association of Chiefs of Police, and that I will support the Constitution and will obey the laws of the United States and of the State of Tennessee; that I will, in all respects, observe the provisions of the by-laws of the Tennessee Association of Chiefs of Police; and that I will faithfully discharge the duties of _____ to the best of my abilities.

(Officer being sworn)

SWORN TO AND SIGNED BEFORE ME THIS DATE _____, 20 ____.

(Individual taking statement)

- (4) The SACOP Representative and Treasurer shall be elected each third year prior to the annual conference of the Association.
- (5) No member shall hold more than one office at a time. The President and Vice Presidents shall serve a single term in their respective office. The Treasurer and SACOP Representative shall each serve a three (3) year term to begin at the annual swearing in ceremony. Additionally, the Treasurer shall serve in this position for no more than two (2) consecutive terms. The SACOP representative may be allowed to serve more than two (2) consecutive terms with the approval of the Board of Directors.

Section 2. The Executive Committee

The Executive Committee shall consist of the President, the Vice President(s), Treasurer, and the immediate Past President. The SACOP representative may serve as an advisory member of the Executive Committee but does not have a vote for committee actions. The Executive Committee shall oversee the general supervision of the affairs of the Association between regular business meetings; fix the hour and place of the business meetings; make recommendations to the Board of Directors; shall cause an audit to be performed at least yearly; and shall be subject to the orders of the Association membership.

ARTICLE IV **ORGANIZATION**

Section 1. Qualification

The President, 1st Vice President, 2nd Vice President, the twelve (12) District Directors and the two (2) At-Large Directors shall be elected from the active or active life membership yearly and sworn in at the **annual conference** of the Association. The Treasurer and SACOP Representative shall be elected every three years and sworn in at the annual conference.

Section 2. Nominations

The Nominating Committee shall consist of all active life Past Presidents of the Association and shall meet at a regularly scheduled meeting prior to the June meeting election and nominate one (1) eligible candidate for each of the nineteen (19) offices of the Association. The President has the option of adding to the nominating committee, as necessary. The President may name any member to be the Chair of the nominating committee. To be eligible as a candidate for any elective offices of this Association, a member must be an active or active life member at the time of nomination and shall have been a member in good standing of this Association for a minimum of two (2) years at the time of nomination. Eligible candidates for the offices of President, 1st Vice President, 2nd Vice President and Treasurer shall be active members. Eligible candidates for each of the twelve (12) Directors and two (2) At- Large Directors offices must be active or active life members of a department located in the districts that they are nominated to represent. The SACOP representative shall be an active or active life member.

Nominations, other than those of the nominating committee, may be made from the floor by active members at the same regularly scheduled meeting. No member of the nominating committee shall be eligible for nomination to the office of President, 1st Vice President, 2nd Vice President or Treasurer of the Association.

If, for any reason, between the nominating meeting and the election meeting, there becomes an office(s) on the Board without a nominated candidate, both nomination and election for those affected positions shall be held in accordance with these by- laws.

Section 3. Elections

Elections should be accomplished prior to the conclusion of the last business meeting immediately preceding the annual conference, by allowing the nominees for each position of office to vote and then leave the room and immediate area. While the nominees for the individual elective office are outside the immediate area, a vote by a show of hands will be held with only active and life members in good standing casting votes.

At the conclusion of the vote for one elective position, those nominees will be summoned back into the room and the nominees for the elective office to be voted on will be allowed to vote for their position and then they will leave the room and the immediate area while the other eligible Association members will vote on that position by a show of hands.

This procedure shall be repeated for each elective position until all positions are filled.

The **Sergeant-At-Arms** will be responsible for conducting the elections and tallying, and recording the number of votes for each nominee, which shall become a part of the minutes for that business meeting. In the event no nominee received a majority of the vote for a particular office, another ballot shall be taken for that particular office, until one nominee receives a majority (51%) of the votes and shall then be declared elected to that position or office.

If there is more than one nominee for any position, a secret written ballot may be taken if a proper motion is made, it is seconded, and if a majority of the voting members vote, by a show of hands, to elect through the secret written ballot process. The motion and vote to have a secret written ballot must take place prior to the election for any office, and if the majority of the members vote to have a secret written ballot, then all offices or positions open for election at that time will be written in or marked on the same ballot.

The nominee receiving a majority (51%) of the votes for his/her office or position shall be declared elected.

In the event of a secret written ballot election, any eligible active member of the Association may be written in as a candidate for any elective office regardless of whether or not they were previously nominated. It shall be the duty of the Executive Director, or, in his/her absence, the chairman of the nominating committee, to certify that only eligible voters are allowed to vote in an election.

Section 4. Vacancies

If it should become necessary to fill the office vacated by an officer, the Executive Committee shall first declare the office vacant. The Executive Committee, with the approval of the Board of Directors shall then appoint an active member who meets all the qualifications outlined in these by-laws, to fill the vacancy until the next regular election of the Association.

If the office of President becomes vacant, the 1st Vice President shall ascend automatically to the office of President. If the office of 1st Vice President becomes vacant, the 2nd Vice President shall ascend automatically to the office of 1st Vice President and then the 2nd Vice President office shall be declared vacant and then filled by the Executive Committee as previously described in this section.

Section 5. Term of Office

If during the term a director on the Board retires from his/her respective agency, the board members may fulfill the remainder of his/her term or resign the position. In order to serve out the remainder of the term, the director must be in good standing with his agency upon his or her retirement.

ARTICLE V **DUTIES OF OFFICERS**

Section 1. President

The President shall be the presiding officer at all Association meetings and shall act as Chairman of the Board of Directors. They shall appoint such standing and regular committees as are needed and approved by the Executive Committee. The President shall also perform such duties as are assigned to them by a majority vote of the Board of Directors. In addition, the President shall be in charge of all official social functions of this Association and is authorized to utilize the services of the Vice Presidents and Executive Director and such committee members as necessary for assistance at such functions. The President shall have one vote on decisions made by the Board of Directors. The President will initiate Board review of the Association's adopted Strategic Plan for the purpose of revising the plan as deemed appropriate by the Board of Directors.

Sections 2. 1st Vice President

The 1st Vice President shall perform all duties of the President in his/her absence and may be assigned other special duties as needed by the President. The 1st Vice President shall have one vote on decisions made by the Board of Directors.

Section 3. 2nd Vice President

The 2nd Vice President, in conjunction with the Treasurer, shall conduct regular inspections of Association financial records and assure Association accounting procedures are followed. The 2nd Vice President shall also perform any other special duties assigned by the President. The 2nd Vice President shall have one vote on decisions made by the Board of Directors.

Vice Presidential oversight of Association finances shall include but are not limited to review of all monthly association income and expense reports, to include grant revenues and expenditures; seek clarification for financial records where questions arise; and provide checks and balances to both the position of Executive Director, Treasurer, and staff or personnel contracted by the Association to perform financial functions on behalf of the Association.

Additionally, the 2nd Vice President should become knowledgeable of the basic

federal and state financial requirements for non-profit organizations for assurance that filing deadlines are met.

Section 4. Treasurer

The Treasurer shall be the chief financial agent of the Association and shall exercise authority in financial matters in accordance with this constitution and the by-laws and directions of the Board of Directors. The Treasurer shall be responsible for establishing controls, policy and procedures for the receiving and disbursement of all funds, securities, and other fiscal properties belonging to the Association. The Treasurer, subject to the approval of the Board of Directors, may determine the manner of depositing and safeguarding such funds and securities. Subject to the final approval of the Executive Committee, the Treasurer shall prescribe the system of financial records keeping, receipt and disbursement of funds to the Executive Director; and cause the production of periodic financial statements to the Board of Directors and the general membership as needed. The Treasurer shall act as the Chair of the Finance Oversight Committee.

In addition to regular meeting reports on the Association finances, the Treasurer shall make a report to the membership annually. This report shall include the results of the most recent annual audit.

The Treasurer shall insure that the IRS Form 990 and any other annual reporting requirements related to the non-profit status of the Association are met prior to deadlines.

The Treasurer shall ensure communication of expectations and review work product on behalf of the Association and in conjunction with the 2nd Vice President with any staff member or contracted entity with financial responsibility working on behalf of the Association.

Section 5. SACOP Representative

The Association shall elect a member to represent the Association at all SACOP functions. The SACOP representative must be an active member of the Association two (2) consecutive years prior to being elected to the office. The term of office shall be for three (3) consecutive years. The SACOP representative is a member of the Board of Directors and shall have a vote on decisions made.

Section 6. Immediate Past President

The Immediate Past President shall serve as a voting member of the Executive Committee for a year following their term of office to provide continuity of the Association's business.

The Past President shall have one vote on decisions made by the Executive Committee.

The role of the Immediate Past President shall be to coordinate district directors on the Board of Directors in their regional responsibilities and other administrative responsibilities as assigned by the President.

Section 7. District Directors

District Directors shall maintain communication with all law enforcement officials located in their districts, recruit **new members**, act as liaisons between their districts and the Board of Directors, promote the values and mission of the Association and advise the Board of Directors and the Executive Director of newly appointed chiefs, directors, or executive officers of law enforcement agencies within their districts.

District Directors should also advise the Executive Director of matters of interest occurring in their district. A District Director shall have one vote on decisions made by the Board of Directors and are responsive to the direction of the Immediate Past President.

Section 8. At-Large Directors

At-Large Directors shall maintain communication with law enforcement officials statewide, recruit new members, act as liaison for the membership to the Board of Directors, promote the values and mission of the Association and advise the Executive Director of matters of interest and concern statewide based on their knowledge. At-Large Directors represent all TACP members to include all the different committees within the TACP and be of assistance to the Board of Directors. An At-Large Director shall have one vote on decisions made by the Board of Directors.

Section 9. Sergeant-At-Arms

Appointed by the President immediately following election, it shall be the duty of the Sergeant-At-Arms to ensure the security and civility of all meetings of this Association as to credential and identifications of participants, and orderliness of the members. Further, they shall be the official tally clerk for votes taken at said meetings. The Sergeant-At-Arms shall appoint such aids as they deem necessary to fulfill the duties described above. In the absence of the Sergeant-At-Arms at any meeting, the President shall appoint an alternate to assume his/her duties. The Sergeant-At-Arms will serve as the chair of the Sergeant-At-Arms committee.

Section 10. Parliamentarian

Appointed by the President immediately following election, the Parliamentarian shall address procedural issues of the TACP upon request of the President; review the need for changes in the by-laws annually with the Executive Committee; present formal statements if proposed changes to the Executive Committee and the membership and chair of the By-laws Committee.

Section 11. Other Committees

The President can create such other committees as are, in his/her discretion, required from time to time to undertake and accomplish the business of the Association; provided, however, the duration and purpose of such other committees shall be determined in writing and all such committees shall automatically expire upon completion of their predetermined durations. The President shall have the authority to select members of such other committees and name the chairpersons thereof.

ARTICLE VI **EXECUTIVE DIRECTOR**

Section 1. Authority

The Executive Director position is created to be the administrative manager for the Association and to oversee the day-to-day business of the Association. The activities and authority of the Executive Director will be controlled by these bylaws and by a set of policies, rules and guidelines approved by the Board of Directors.

Section 2. Term

This position is an at-will position. Under state law, the appointment should be considered for a one-year term but may be ended at any time upon majority vote of the Board of Directors and confirmed by the voting membership.

Section 3. Selection

- (1) Candidates seeking the office shall submit a resume to the Executive Committee.
- (2) The Executive Committee shall investigate and recommend to the Board of Directors the best candidate for the position based on the qualifications outlined in the Executive Director's job description.
- (3) The selection shall be presented for confirmation by majority vote of the active membership voting at a regularly scheduled business meeting.

Section 4. Compensation

- (1) The individual appointed to this position will be compensated at an annual rate determined by the Association payable at 1/12 per month, plus expenses. The salary plus expenses will be paid monthly.
- (2) Compensation is subject to annual review and recommendation to the Association as

necessary by the Board of Directors. The Treasurer shall be responsible for ensuring that this review requirement is satisfied.

Section 5. Responsibilities

The Executive Director, subject to policies, rules, and direction of the Board of Directors, shall have duties and responsibilities including but not limited to:

- Serving as secretary of the meetings of the Association and the Board of Directors.
- Giving due notice of all such meetings and keeping the official minutes thereof.
- Maintain the records, files and library of the Association and handle its general correspondence.
- Conduct a continuous effort to increase all classifications of membership.
- Conduct a continuous effort to increase the revenues of the Association.
- Prepare an annual budget of the Association for consideration and approval by the Board of Directors, keep complete accounting records of all monies, funds or other fiscal properties owed to the Association and of expenditures by the Association in accordance with policy and procedures established by the Treasurer and Board of Directors, and to maintain custody of, collect, deposit and expend funds due the Association.
- Direct the preparation and distribution of all publications as the Association may publish or sponsor.
- Assist the committees of the Association by furnishing them with technical information and assisting in the preparation of their reports.
- Supervise such research programs or special studies as the Board of Directors may prescribe.
- Perform such duties as may be assigned by the President or the Executive Committee.
- Shall recommend hiring and manage and supervise all Association staff employees with the Executive Committee having the final word in all disciplinary related matters.
- Shall plan, organize and execute meetings and an annual conference and ensure that all vendors are treated equitably.
- Shall act appropriately as a representative and liaison of the TACP.

ARTICLE VII **BOARD OF DIRECTORS**

Section 1. Duties

The Board of Directors shall consist of the President, SACOP representative, 1st Vice President, 2nd Vice President, Immediate Past President, Treasurer, twelve (12) District Directors and two (2) At-Large Directors. All members of the Board of Directors shall have one vote on matters decided by the Board of Directors.

The Board of Directors shall be the governing body of the Association and shall have authority to take all appropriate measures and perform all duties required to accomplish the objectives of the Association.

The Board of Directors shall issue rules establishing a formal procedure for the conduct of the business affairs of the Association in accordance with the rules of the by-laws. Such rules shall include membership procedures, budgeting of funds, order of business and such other rules as determined to be of interest to the Association.

Section 2. Meetings

The Board of Directors shall meet at least quarterly and at other times as deemed necessary by the President of the Association and may make decisions on any phase of operation which is not specifically reserved to action by the Association members.

Section 3. Membership Review

All actions of the Board of Directors are subject to review and ratification of the general membership. Such actions shall be presented for ratification at the first scheduled membership meeting following the Board of Directors Meeting. Ratification is by simple majority of active members voting at the business meeting.

ARTICLE VIII
MEETINGS

Section 1. Time and Location

The Association will meet every other month at such time and location as determined by the Board of Directors. The President, with the assistance of the Board of Directors and the Association training committee will determine the program and agenda prior to the Association meeting. Each meeting will encompass training for the professional development of the members.

Section 2. Annual Conference

The time and location will be approved by the Board of Directors. The Board of Directors shall be given their Oath of Office during the annual conference. The swearing in at the annual meeting is the start of the year for newly elected officers.

Section 3. Special Called

Special meetings may be called by the President of the Association.

Section 4. Rules of Order

The procedure at all regular and special meetings of the Association shall be governed by *Roberts Rules of Order*.

Section 5. Quorum

Board of Directors: A quorum shall be a simple majority of the Board of Directors. In the absence of a quorum, the members present may adjourn or continue as a non-business meeting until a quorum is present.

Business Meeting: A quorum shall be a simple majority of eligible voting members at the meeting. In the absence of a quorum, the members present may adjourn or continue as a non-business meeting until a quorum is present.

ARTICLE IX **COMMITTEES**

Section 1. Purpose

The primary function of any TACP committee, whether a “Standing” committee or an “Ad Hoc” committee, is to contribute to the efficient operation of the TACP and to accomplish the mission of the TACP as set forth by the membership and its leadership.

At the first meeting of the Board of Directors following the election of officers, all committees shall be designated by the President with the approval of the Board of Directors. The necessary committees will be established to accomplish the mission of the Association and its membership.

Committee members should be TACP members and sworn/retired officers in good standing with their current or previous agency. At the discretion of the President, some committee members might be chosen specifically because of the rank they currently or previously held. Additionally, civilians may serve on a committee with the approval of the Executive Committee should the need arise. Active participants of the Tennessee Law Enforcement Accreditation Program from the Tennessee Sheriff’s Offices may be approved by the Board of Directors to serve as voting members of the Professional Standards Committee.

Section 2. Definitions

Standing Committee

A perpetual committee established by the President and approved by the Board of Directors based on a specific subject matter, which shall meet at least quarterly, remotely or in person. Standing committees will remain established until such a time

that the Board of Directors demotes the committee into an Ad Hoc or dissolves the committee entirely. The Executive Director shall facilitate required meetings at the request of the committee chair. Any committee created requires a purpose statement and any additional guidelines specific to their mission officially documented and provided to the President and TACP staff within a reasonable amount of time of the committee's inception.

Ad Hoc Committee

A committee established by the President and approved by the Board of Directors for a limited period of time, addressing a specific need or subject matter which should meet at least quarterly, remotely or in person, until such a time that the Board of Directors suspends the need for such a committee or promotes the committee into a standing committee. The Executive Director shall facilitate required meetings at the request of the committee chair. Any committee created requires a purpose statement and any additional guidelines specific to their mission officially documented and provided to the President and TACP staff within a reasonable amount of time of the committee's inception.

Section 3. Appointments

- (1) All committees shall consist of five (5) or more members in good standing, designated by the President and approved by the Board of Directors. Committee members shall have charge of such duties as may be assigned to them by the Board of Directors or these bylaws; shall maintain a permanent record of their actions and proceedings; and shall regularly submit a report of their actions to the Board of Directors, which shall ratify the actions of each committee. The President, or his or her designee, shall serve on each committee as an ex- officio member; and the Executive Director or his or her designee of the Association shall serve on each committee as an ex-officio, non-voting member.
- (2) With the approval of the Board of Directors, the President shall appoint the chair and the members of all committees at each annual meeting of the Board of Directors, or as soon as practicable thereafter. The chair and the members of each committee shall hold office for a term of one (1) year, commencing immediately following the meeting at which they are appointed and ending after the close of the next annual meeting of the Board of Directors at which they are reappointed, or their successors are appointed.
- (3) A member of a committee may resign at any time by giving written notice to the chair of the committee from which the member is resigning. Should the chair of the committee wish to resign, they will give written notice to the President at that time.
- (4) The Board of Directors may remove a member of a committee when, in its judgment, the best interests of the Association will be served by such removal.
- (5) The President shall fill all vacancies in committees, subject to the approval of the Board of Directors (Section 3. Appointments, (a)).

- (6) Meetings of committees may be called by their respective chair or by the President. Each committee shall meet as often as is necessary remotely or in person, to perform its functions.
- (7) A majority of the voting members of a committee shall constitute a quorum for the transaction of business at any committee meeting. The act of a majority of the members of a committee present at a meeting at which a quorum is present shall be the act of the committee. Unless otherwise provided, a chair of a committee shall be entitled to vote on any question before the committee.
- (8) Each committee may invite additional individuals with expertise or familiarity in a pertinent area to meet with and assist the committee. Such individuals shall not vote or be counted in determining the existence of a quorum and may be excluded from any executive session of the committee.

Section 4. Standing Committees

In contribution to the efficient operation of the TACP and to accomplish the mission of the TACP as set forth by the membership and its leadership, the TACP President with the approval of the Board of Directors has established the following “standing committees,” their respective statements included.

1. By-laws Committee

Recognizing that the TACP by-laws strengthen the Association’s accountability within the Association, the by-laws committee is tasked with the annual review of these standards.

Maintaining a well thought out, uniform set of directives will annually assist the TACP in reaching its administrative and operational goals, while providing guidance and direction to the association and its membership.

2. Financial Oversight Committee

The financial condition of any organization, especially the TACP, is a key component of the overall welfare and integrity of any such organization. The purpose of this committee is to ensure the financial guidelines and the financial policies established by the association are followed to ensure integrity, control, oversight and proper administration of the financial practices of the association.

3. Legislative Committee

The mission of the legislative committee is to proactively address legislative initiatives that impact law enforcement agencies and their efforts. The goal of this committee is to provide assistance, representation and knowledge regarding

legislative/legal issues before the Tennessee General Assembly.

4. **Training Committee**

The mission of the TACP training committee is to enhance training opportunities for law enforcement in the State of Tennessee. The committee will work to ensure that all TACP members are aware of training and training opportunities that are available to their organizations. The committee will provide recommendations for training and further identify training shortfalls that exist with the TACP membership and look at which may be addressed by the TACP.

5. **Leadership and Membership Development Committee**

The mission of the TACP leadership and membership committee is to use the prestige and acceptance of the organization as a catalyst to recruit new members, sustain current members, and develop professional relationships in a cost effective and value-added manner. The committee dedicates itself to building an environment where every member is recognized for their individual accomplishments as well as their support to the success of the association. The committee's purpose is to recruit and sustain membership, while simultaneously mentoring and developing future leaders in our profession.

6. **Professional Standards Committee**

It is the mission of the professional standards committee to enhance the ability of the law enforcement agency to deliver public safety services in an effective and efficient manner by developing and offering professional standards of excellence, and to providing a process to certify law enforcement agencies in the compliance with those standards.

Active participants of the Tennessee Law Enforcement Accreditation Program from the Tennessee Sheriff's Offices may be approved by the Board of Directors to serve as voting members of the Professional Standards Committee.

7. **University Committee**

The mission of the TACP university committee is to provide insight, guidance and direction into the needs, rationales and purposes of law enforcement agencies and entities as they relate to the specialized environments of college and university campuses across the State of Tennessee. The university committee will work to review federal and state legislation and regulations to develop successful strategies to enhance the role and responsibilities of law enforcement agents on higher education campuses.

8. **Chaplain Committee**

Chaplain committee membership shall be available to any person who is serving in the capacity as a chaplain for a law enforcement agency. The chief law enforcement officer of the agency will submit a letter with the application attesting that the person is serving as their chaplain. Chaplain committee membership will not have the ability to vote on any matters or serve as an officer in the Association.

Chaplain committee membership will be terminated once the member no longer serves as a law enforcement chaplain.

Chaplain member duties to the TACP will be directed by the President of the Association.

Section 5: Ad Hoc Committees

In the TACP's effort to address a specific need or subject matter for a limited period of time and with Board of Directors approval, the President could establish an Ad Hoc committee which should meet at least quarterly remotely or in person, until such a time that the Board of Directors suspends the need for such a committee or promotes the committee into a standing committee. Any committee created requires a purpose statement and any additional guidelines specific to their mission officially documented and provided to the President and TACP staff within a reasonable amount of time of the committee's inception.

Listed below are some examples of Ad Hoc committees used in the past, presently or potentially in the future:

- Nominations
- Ethics
- Strategic Planning Homeland Security Awards
- Alarm Management Futures II
- Small and Rural Law Enforcement

Policy

Other committees, as deemed necessary by the President, may be formed. Appointments of committee members by the President will be for a period of one (1) year. The President will appoint the committee members annually and shall make appointments to fill vacancies occurring during that year.

ARTICLE X **COLLECTION AND DISBURSEMENT OF FUNDS**

Section 1. Responsibility

- (1) It shall be the responsibility of the Executive Director to diligently collect all fees payable to the Association and to promptly pay all obligations incurred by the

Association. All bills, vouchers and other evidence of debt shall be approved by the Treasurer and Executive Committee.

- (2) All records of credits and debits shall be retained by the Executive Director and Treasurer.
- (3) All financial status reports shall be given to the Board of Directors by the Executive Director at each of their regular meetings.

Section 2. Expense Accounts

All expenses incurred by a member of the Association, for which disbursement is to be made by the Association, shall be submitted to the Executive Director. If the expense is proper, they shall present it to the Executive Committee for their approval.

Section 3. Audit

At least once each fiscal year, an audit of the association's financial records shall be conducted by a certified auditor. A report of this audit shall be made by the Executive Director and Treasurer at the next regular meeting of the Board of Directors.

The annual audit shall include assurance of Association compliance with reporting requirements as related to IRS form 990 submissions and state law requirements as outlined in TCA chapter 48 regarding regulation of non-profit organizations.

ARTICLE XI
ORDER OF BUSINESS

Section 1. Protocol

The following order of business shall be followed during the business sessions of the meetings of the Association:

- (1) Call to order
- (2) Reading of minutes of previous meetings
- (3) Report of the President
- (4) Report of Executive Director
- (5) Treasurer's Report
- (6) Committee Reports
- (7) Old Business
- (8) New Business
- (9) Adjournment

ARTICLE XII
DISTRIBUTION OF ASSOCIATION MATERIAL

Section 1. Documents

It shall be the responsibility of the Executive Director of this Association to see that each active and life member of this Association receive an up-to-date membership roster, at least once each year, listing the members by full name, rank, department, county and district, and contact information. In addition, each active and life member shall receive a copy of the Association's by-laws upon being accepted into membership and a new copy immediately after any amendments have been made.

ARTICLE XIII
AMENDMENT

Section 1. Presentation and Ratification of By-laws

These by-laws may be amended by the affirmative vote of the majority of the members present and eligible to vote at the business session of any meeting of the Association provided that the proposed amendment which may be filed by one or more members of the Association with the Executive Director, shall have been submitted at least thirty (30) days prior to the meeting at which it is to be offered for initial consideration. The Executive Director shall reproduce the amendment and notify the membership of the Association thereof either by mail or by publication at least thirty (30) days before such meeting. The Executive Director shall reproduce the amendment and notify the Board of Directors of receipt of the proposed changes. The Board of Directors shall study and consider the proposed amendment and shall report its recommendations to the Association. At the next scheduled meeting following the Board of Directors report, the membership shall vote on amendments/changes.