



LITTLETON POLICE CITIZEN ACADEMY ALUMNI ASSOCIATION BYLAWS

Revised: March 2022

ARTICLE I. NAME

The name of this organization shall be the Littleton Police Citizen Academy Alumni Association ("LPCAAA"), herein after known as the LPCAAA, a nonprofit organization, under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE II. MISSION

LPCAAA's mission is to assist the Littleton Police Department in making our community a safer and better place to live.

ARTICLE III. MEMBERSHIP

Section 1. Classes of Members. There shall be two classes of members, regular and *ex officio*.

- A. To qualify for regular membership an individual shall have completed the Citizen Academy class and must apply for membership in the LPCAAA. Applicants must meet all requirements set forth in LPCAAA policies.
- B. The Chief of Police of the Littleton Police Department (LPD) will be designated an *ex officio* member of the LPCAAA. At its discretion, Board Members ("the Board") may designate other members of the LPD, who are in good standing, as *ex officio* members. *Ex officio* members shall be entitled to all the privileges of regular membership except those of voting and of holding an elective position.
- C. Absentee and Proxy voting are not permitted; however, in the event of a disaster status that prevents public gatherings voting may be conducted via electronic means at the discretion of the President.

Section 2. Termination, Expulsion or Suspension. The Board may suspend or expel a member for any conduct or action regarded as embarrassing, misrepresentative, or disruptive to the LPCAAA, its mission, or to the Littleton Police Department.

Membership can also be forfeited after notice of nonpayment of the minimum yearly dues set by the Board.

Section 3. Limitations on Use of Membership Lists. Unless consent is given by the Board, the LPCAAA membership list is to be utilized by Board members only and restricted for use related to LPCAAA interests.



ARTICLE IV. GENERAL MEMBERSHIP MEETINGS

Section 1. Regular Meetings. Regular meetings shall be held no less than six (6) times per year on the fourth Monday of the month at a time and place determined by the Board. In the event of a disaster status that prevents public gatherings, LPCAAA General Meetings may be conducted via electronic means at the discretion of the President.

Section 2. Annual Meeting. The October regular meeting shall be designated the “Annual Meeting” and shall be for the purpose of electing Board Members and for the transaction of any other business which may come before the membership.

Section 3. Special Meetings. Special meetings may be called by the President at any time or may be called on written request of five (5) voting members. Notification of time, place, and business which may properly come before these meetings must be sent to the membership at least five (5) days before the date of these meetings.

Section 4. Meeting Notice. Notice of regular and special meetings may be by electronic means unless otherwise requested by the member.

Section 5. Quorum. Four (4) members of the Board and ten (10) regular members in good standing shall constitute a quorum.

ARTICLE V. BOARD MEMBERS

Section 1. Size. The size of the Board shall be determined by the Board but shall not be less than five (5) members nor exceed nine (9) members.

Section 2. Composition. The President, Vice President, Secretary, Treasurer, Coordinators (Media, Membership, Programs/Training, Volunteer Services), and the Registered Agent shall compose the Board. Coordinators shall assemble supporting committees at their discretion.

Section 3. Eligibility. Spouses and first-generation relatives may not serve on the Board at the same time; however, they may serve on supporting committees.

Section 4. Election and Term of Office. The Members of the LPCAAA shall be elected to the Board at the annual membership meeting.

- A. The President and Vice President shall serve for a term of two (2) year or until their successors are elected and have assumed office.
- B. The Secretary and Treasurer shall serve a term of two (2) years or until their successors are elected and have assumed office. There are no term limits for these positions; at the end of their two-year term, the Secretary and Treasurer may seek election for additional terms.
- C. Coordinators shall serve a term of two (2) years or until their successors are elected and have assumed office. There are no term limits for these positions; At the end



of their two-year term, the Coordinators may seek election for additional terms.

- D. The President shall be elected in odd-numbered years. The Vice President shall be elected in even-numbered years. The Vice President may run for President. If elected to President, they will forfeit their second year as Vice President and begin their two-year term as President. If/when this happens, a new Vice President shall be elected for a one-year term to balance the cycle of terms.
- E. The Secretary and two (2) Coordinators shall be elected in odd-numbered years. The Treasurer and the other two (2) Coordinators shall be elected in even-numbered years. The Registered Agent's term is unlimited.
- F. Board Members shall assume office on January 1 following their election into office.
- G. Any part of a term more than six (6) months shall be considered a full term.
- H. No individual shall hold more than one elected office at a time except as defined in Section 5.

Section 5. Vacancy in Office. In the case of a vacancy in the office of President, the Vice President shall become Interim President until the vacancy can be filled by special election of the membership. In the case of a vacancy of another Board position, the remaining Board may elect by majority to vote a successor, even if less than a quorum, to complete the unexpired term of office. The Board may also elect to split the responsibilities among existing Board Members until the next election.

Section 6. Regular Meetings. Regular meetings of the Board shall be held quarterly on the fourth Saturday of the month.

Section 7. Special Meetings. Special meetings may be called at any time by the President or by any two (2) Board Members. Notification of time, place and business which may properly come before these meetings must be sent to the Board members at least three (3) days before the date of these meetings.

Section 8. Electronic Meetings. The Board may meet and take action by any agreed-upon electronic means. The Secretary or designee shall record discussions during the meeting and any votes taken.

Section 9. Quorum. Five (5) members of the Board shall constitute a quorum.



ARTICLE VI. BOARD MEMBER DUTIES

Section 1. Duties of Board Members. Each Board Member shall perform the duties as set forth in these Bylaws, the Policy Manual, and in the adopted parliamentary authority.

Coordinators shall have the powers and duties necessary or appropriate for the administration of the affairs of the LPCAAA. All powers of the LPCAAA, except those specified, granted or reserved to the members by law, the Articles of Incorporation, or these Bylaws, shall be vested in the Coordinators.

The Board shall set the amount of the annual dues required for regular members.

Full descriptions of specific Board Member duties are outlined in the official Board Job Descriptions.

- A. The President shall preside at all meetings of the LPCAAA and the Board; may appoint all committee chairmen with the approval of the Board and authorize all committees not provided herein; be general executive officer; be authorized to sign checks; conduct correspondence; give all notices required of meetings; and be ex-officio member of all committees except the Nominating Committee.
- B. The Vice President shall serve as chairman of the Nominating Committee; shall assist the President in the general administration of the LPCAAA; shall keep current the Policy Manual; and in the absence of the President shall preside at Board and membership meetings.
- C. The Secretary shall keep a permanent record of all proceedings of the meetings of the membership and Board Members; be responsible for the custody of the corporate books, records, and files; and perform such other duties as may be required by the President or the Board.
- D. The Treasurer shall perform all duties incident to the office including the preparation of a budget to be presented for approval of the Board at the first Board meeting following the start of the fiscal year; keep a record of all such financial accounts and shall provide a report to the Board quarterly or when requested; maintain an official list of members; perform such other duties as may be required by the President or the Board.
- E. The Media Coordinator shall assemble and distribute the LPCAAA newsletter and maintain the LPCAAA website. The content may be approved by the President.
- F. The Membership Coordinator shall assume primary responsibility for membership development and retention, providing a consistent Board contact for general information and areas of concerns or questions.
- G. The Programs/Training Coordinator shall arrange programs and training for the membership meetings.



- H. The Volunteer Services Coordinator shall coordinate all volunteer activities with the Littleton Police Department and the City of Littleton.
- I. The Registered Agent shall maintain the renewal of the Annual Report with the Secretary of State.

ARTICLE VII. NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall be composed of five (5) members: the Vice President as chairman, the Membership Coordinator, one (1) member from the Board and two (2) members selected from the general membership.

Section 2. The Slate. The Nominating Committee shall nominate at least one (1) candidate for each Board Member position.

Section 3. Election. Elections shall be by ballot at the annual meeting unless there is but one (1) nominee for each office, then election may be by voice. A majority vote elects.

In the event of a disaster status preventing public gatherings, LPCAAA Elections may be conducted via electronic means at the discretion of the President.

ARTICLE VIII. INDEMNIFICATION, NONLIABILITY, INSURANCE AND COMPENSATION OF BOARD

Section 1. Nonliability. To the fullest extent permitted by the current Colorado Nonprofit Corporation Act, no member of the Board shall incur any personal liability for any act or omission including breach of fiduciary duty, made or committed, while serving as a member of the Board.

Section 2. Indemnification. To the fullest extent permitted by the current Colorado Nonprofit Corporation Act, the LPCAAA shall indemnify its Board Members and duly-authorized agents against any liability incurred in any proceeding brought against them by reason of their acts, services, or status for or on behalf of the LPCAAA. Such indemnification shall include all legal fees, costs, and expenses reasonably incurred in defense of such a proceeding, but only if the LPCAAA is first afforded the opportunity and declines to provide such a defense at its expense.

Section 3. Insurance. The Board may exercise the LPCAAA's power to purchase and maintain insurance on behalf of the Board, past or present, against any liability asserted against the Board, and occurring during the term of the person(s).



ARTICLE IX. COMMITTEES

The President shall have the power to appoint such additional committees and their chairs may be required to fulfill the goals of the LPCAAA, except as otherwise provided by these Bylaws.

Coordinators shall have the power to appoint support committees to assist with job duties at their discretion.

ARTICLE X. FINANCE

Section 1. Fiscal Year. The fiscal year of the LPCAAA shall be from November 1 to October 31.

Section 2. Budget. An annual budget of estimated income and expenditures as prepared by the Treasurer should be approved by the Board at the first Board meeting following the start of the fiscal year. No expenses shall be incurred more than total budgeted amount without approval of the Board.

Section 3. Audit. The financial accounts of the LPCAAA shall be reviewed annually by the Board.

ARTICLE XI. NONDISCRIMINATION

The LPCAAA shall not discriminate based on race, color, religion (creed), gender, gender identification, age, national origin (ancestry), disability, marital status, sexual orientation, or military status in any of its activities, elections, hirings or operations.

ARTICLE XII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of LPCAAA in all cases to which it is applicable and in which it is not inconsistent with these Bylaws and any special rules of order that the LPCAAA may adopt.

ARTICLE XIII. AMENDMENT

These Bylaws may be amended or revised by the Board at any regular or special meetings of the Board by a two-thirds vote, provided written notice or electronic communication shall have been sent to each Board member at least five (5) days in advance of the meeting.

Adopted: September 13, 2021

Revised: March 24, 2022



**Signature Page for the Littleton Police Citizens Academy
Alumni Association Bylaws**

Carole Downey, President	
Shawn Lynch, Vice President	
Sue Otto, Treasurer	
Susan Schwab, Secretary	
Judy Schnittker, Membership	
Tami Wasson, Volunteer Services	
Debby Hughes, Programs/Training	
Isaac Baah, Media	
Woody Laughlin, Registered Agent	