



**FBI NATIONAL ACADEMY ASSOCIATES, INC.
CALIFORNIA CHAPTER**



CONSTITUTION

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CONSTITUTION

PREAMBLE

We, the members of the FBI NATIONAL ACADEMY ASSOCIATES, INC., CALIFORNIA CHAPTER, founded in Nineteen Hundred and Forty-One, and organized and incorporated at Sacramento, California, on the seventh day of September, Nineteen Hundred and Ninety-Five, do make and ordain as our government the following.

ARTICLE I: NAME

This organization shall be known as the FBI NATIONAL ACADEMY ASSOCIATES, INC., CALIFORNIA CHAPTER (Association).

ARTICLE II: ORGANIZATION

1. The Association is a corporation and a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation law for public purposes.¹ The Association is incorporated as such in the State of California and filed with the California Secretary of State on September 7, 1995 (Entity #C1924025). This corporation is organized and operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, Federal Tax Identification Number (EIN): 94-2763282.²
2. No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501 (h) of the Internal Revenue Code, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.³
3. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefits of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for educational purposes and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code and under Section 23701d of the California Revenue and Taxation Code (or the corresponding section of any future California revenue and tax law).⁴

ARTICLE III: MISSION⁵

1. To develop a close bond and professional relationship among the members of the California Chapter of the FBI National Academy Associates, so that they might work with one another in common purpose toward the continued improvement of professional police service;

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2. To promote the greatest possible level of cooperation among law enforcement agencies within California, thereby encouraging the exchange and dissemination of ideas and information and;
3. To encourage the use of various FBI facilities and in so doing, provide support to law enforcement in California;
4. To promote understanding and cooperation between law enforcement and other elements of the criminal justice system, in order to facilitate a reduction of crime and disorder within the State; and
5. To communicate with the public in an effort to achieve the highest degree of cooperation and respect for law and order.

Through a close bond and association, the Association pledges to uphold, carry forth, and assist in every manner possible, the Federal Bureau of Investigation and the FBI National Academy Associates in all of their programs and objectives.

ARTICLE IV: MEMBERS OF THE ASSOCIATION

SECTION 1: MEMBERSHIP

Membership in this Association shall be limited to the following:

1. **ACTIVE MEMBERS:** Individuals who have satisfactorily completed the prescribed course of instruction in the FBI National Academy. Members in good standing with the FBI National Academy Associates, Inc., who are currently employed as full-time paid law enforcement officers in the State of California;
2. **ACTIVE RETIRED MEMBERS:** Individuals who have satisfactorily completed the prescribed course of instruction in the FBI National Academy. Former active members of any Chapter of the FBI National Academy Associates, Inc., who have been honorably retired from a law enforcement agency.
3. **ACTIVE OR ACTIVE RETIRED SPECIAL AGENTS,** of the FBI who have served as National Academy counselors, National Academy Coordinators, Executive Managers, or Special Agents-in-Charge of a Field Office or others who have been directly involved as appointed full-time administrators of the National Academy program at FBI headquarters. Active and Retired Special agents, who otherwise qualify for membership, shall not be eligible to hold elective office.
4. **ACTIVE OR ACTIVE RETIRED SPECIAL AGENTS,** of the FBI who have been involved with, have supported the National Academy Program, may be nominated for membership by the Association. The Association must forward any such nomination

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along with supporting documentation of support, service, and/or involvement to the National Executive Board for its review and approval of the nominated Special Agent's membership.

5. There shall be no honorary or other types of membership except active membership.

SECTION 2: DUES

1. To be in good standing of this Association, a member must pay annual dues to National and to the Association.

SECTION 3: SUSPENSION FROM MEMBERSHIP⁶

Any member of this Association shall be suspended from membership:

1. Upon non-payment of any required dues.
2. Any member suspended from the FBI National Academy Associates, Inc., shall automatically stand suspended in the Association.
3. Upon participation in activity unworthy of, or inimical to, the best interest of law enforcement, as evidenced by any dismissal or requested resignation from any law enforcement agency based upon misfeasance or malfeasance, and by a majority vote of the Executive Board of the Association.
4. Upon participation in activity unworthy of, or inimical to, the best interest of the FBI National Academy or the Federal Bureau of Investigation.

SECTION 4: RIGHT TO VOTE

1. All members in good standing are eligible to vote.
 - a. Election of Association Officers.
 - i. Must be present to vote at the regular business meeting at the Annual Conference.
 1. Exception: If the Annual Conference is canceled, members may vote electronically as outlined in ARTICLE V. SECTION 4. Part 4. of this Constitution.⁷
 - b. Changes and Amendments to the Constitution or By-Laws.
 - i. Electronic Voting – May vote on any proposed changes or amendments via their email address listed in their profile on www.fbinaa.org.

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- ii. May vote on any changes or amendments brought forth before the general membership at the regular business meeting at the Annual Conference.

ARTICLE V: EXECUTIVE BOARD

SECTION 1: OFFICERS OF THE ASSOCIATION

1. **ELECTED**: The following are elective positions:
 - A. President
 - B. First Vice-President
 - C. Second Vice-President
 - D. Third Vice-President
 - E. Fourth Vice-President
 - F. Secretary⁸
 - G. Treasurer⁹
2. **EX-OFFICIO**: The following office is automatic and non-elective:
 - A. Immediate Past-President
3. **APPOINTED OFFICERS**:
 - A. Historian. Shall serve during the term of the President who appointed them.
 - B. FBI Agent
 - C. Training/Digital Media Manager. Shall serve during the term of the President who appointed them.¹⁰
 - D. Corporate Sponsorship Development Coordinator. Shall serve during the term of the President who appointed them.¹¹
 - E. Area Representative¹²
 - i. Upon the nomination of a sponsoring Vice President, the President of the Association shall appoint no less than one member in good standing from each respective FBI Division, to assist in carrying out the President's duties and responsibilities. These Area Representatives shall serve during the term of the President who appointed them.
4. **REGIONS**: For the purpose of appointing representatives for the Executive Board and the election of Vice Presidents, the State shall be divided in accordance with the Federal Bureau of Investigation Field Office boundaries.

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SECTION 2: ROTATION

1. Offices subject to annual election, except the offices of Secretary and Treasurer, shall be filled in such a manner that a Vice-President represents each of the four field offices of the FBI in California. A nominee for Fourth Vice-President shall represent the Field Office, which is next in rotation, arranged to cause the position of President to alternate annually between a member from the northern portion of the State and a member from the southern portion of the State. The location of employment or, if active retired, the location of residence shall determine the geographic qualification of the candidate.
2. Appointed by the President:
 - A. Historian who serves at the pleasure of the President.
 - B. FBI Agent will serve for a year and may be reappointed.
 - C. Training/Digital Media Manager will serve for a year and may be reappointed.¹³
 - D. Corporate Sponsorship Development Coordinator will serve for a year and may be reappointed.¹⁴
 - E. Area Representatives will serve for a year and may be reappointed.¹⁵

SECTION 3: NOMINATION COMMITTEE¹⁶

1. A nomination committee consisting of a minimum of five members may nominate a member of this Association, who is in good standing for elective office.
2. The nomination committee shall be comprised of all Past Presidents of the Association who are in attendance during the annual conference and available to serve.
3. The Immediate Past President shall serve as the Chairperson of the Nomination Committee. If the Immediate Past President is not available, the most senior Past President in attendance will serve as the Chairperson of the Nomination Committee.
4. Past Presidents who are related by marriage or consanguinity to candidates shall disclose this relationship and recuse themselves from participating on the Nomination Committee.
5. If fewer than five Past Presidents are in attendance, the President shall appoint a sufficient number of members to make a committee of five. Those selected by the President shall have a minimum of five years in the Association.
6. The nomination committee shall submit the names of all candidates who are eligible, qualified to serve, and a member in good standing for each vacant position based upon a

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majority vote of the committee. Nominations may also be made from the floor.¹⁷

7. Exception: In the event of the cancellation of the Annual Meeting due to extenuating circumstances, e.g., pandemic, natural disasters, terrorism, civil unrest, etc., the President will request nominations from the membership, a minimum of thirty calendar days prior to the electronic vote, using the most current group emailing technology provided by National. The call for nominations will be for a period of five calendar days.¹⁸
 - a. In accordance with ARTICLE VI of this Constitution, the President will appoint the Immediate Past President as chair of the nomination committee and provide him/her the names of the nominees. If the Immediate Past President is not available, the President will appoint a Past President who currently serves on the Board in any elected or appointed capacity, otherwise the most recent Past President will be appointed to serve as the Chairperson of the nomination committee.¹⁹
 - i. The Immediate Past President shall:²⁰
 1. Invite all Past Presidents “in good membership standing” to participate in the nomination committee.²¹
 2. Convene a nomination committee within ten calendar days after the close of the call for nominations (online, via telephone, or in person) comprised of a minimum of five Past Presidents.²²
 3. Schedule online, telephone or in person interviews of the candidates.²³
 4. Report back to the President within 24 hours of completing the nominee interviews on the committee’s findings in accordance with ARTICLE V., SECTION 3., Part 6 of this Constitution.²⁴

SECTION 4: ELECTION AT ANNUAL MEETING

1. The Fourth Vice-President, shall be elected at the Annual Meeting of the Association by a majority vote (50 percent +1) of the members present. The 4th Vice President-Elect’s term shall go into effect on January 1st following the Annual Meeting and shall serve for one year or until such time as their successors have been duly elected. Only members in good standing from the FBI Division which is hosting the Annual Conference are eligible to be elected Fourth Vice-President. The location of employment, or if active retired, the location of residence shall determine geographic qualification of the candidate.
2. The Secretary elected at the Annual Meeting in 2014 shall serve an initial term of three years starting on January 1, 2015. Thereafter, the Secretary shall be elected every five

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years by a majority vote of the members present at the Annual Meeting of the Association and shall serve for a term of five years. The Secretary may serve a maximum of two terms (No more than ten years).²⁵

3. The Treasurer elected at the Annual Meeting in 2014 shall serve an initial term of five years starting on January 1, 2015. Thereafter, the Treasurer shall be elected every five years by a majority vote of the members present at the Annual Meeting of the Association and shall serve for a term of five years. The Treasurer may serve a maximum of two terms (No more than ten years).²⁶
4. Exception: In the event of the cancellation of the Annual Meeting due to extenuating circumstances, e.g., pandemic, natural disasters, terrorism, civil unrest, etc., the election of Association Officers shall be conducted by electronic vote during the month of the scheduled Annual Meeting.²⁷
 - a. Election of Association Officers may be conducted by an electronic vote of the active and active retired members on file in the National membership database on the closing date of the vote.²⁸
 - b. The President shall cause each active and active retired member of the Association to be notified, via the member's email address listed in their National member profile, of any candidates, including the findings of the nominations committee. In lieu of sending individual emails to members, the President may use the most current group emailing technology provided by National. Members are to submit their electronic vote via email or online service to the Secretary for recording. Any votes received by Board members shall also be forwarded to the Secretary for recording. The voting period will last for five calendar days and will close at 2359 hrs., PST on the fifth calendar day of the voting period. Within five calendar days of the close of the vote, the President shall announce to the membership the results of the vote.²⁹

SECTION 5: CHAIRPERSON OF EXECUTIVE BOARD

1. The President shall be Chairperson of the Executive Board.

SECTION 6: EMERGENCY APPOINTMENTS

1. A majority of officers of the Association sitting as the Executive Board may appoint any member to fill a vacancy on the Executive Board and such officer shall hold office until the next meeting of the membership.

SECTION 7: TRANSACTION OF BUSINESS

1. Officers of the Association shall transact any business of the Association, provided, that for reasons of time and expediency, such business in the opinion of the President cannot be held over to the next meeting of the membership. The President shall cause a report of

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any business transaction to be made at the next meeting of the membership.

SECTION 8: DUTIES OF OFFICERS

1. It shall be the duty of all officers of the Association to carry out the purposes of the Association.

SECTION 9: FISCAL LIMITATIONS

1. The officers of the Association have no authority to incur any indebtedness exceeding the annual income derived from the dues, other assessments or other available funds, which have been authorized.

ARTICLE VI: COMMITTEES

Committees can be established, and members appointed at any time by the President.

SECTION I: CHAIRPERSON

1. The President shall designate one person on each committee as Chairperson. The Chairperson may call a meeting for the purpose of transacting business. Committee members may be notified by mail or other means.

SECTION 2: REPORT

1. Committee Chairpersons shall report committee recommendations in writing to the President and Secretary of the Association.

ARTICLE VII: SERGEANT-AT-ARMS

SECTION I: APPOINTMENT

1. The President shall appoint at each Annual Meeting and may appoint at other meetings, a member in good standing in the Association to serve as Sergeant-at-Arms and such necessary assistants as may be required.

SECTION 2: DUTIES

1. Duties of the Sergeant-at-Arms shall be to examine and permit no unauthorized persons to be present, maintain order, and perform any duty required by the President for the orderly conduct of such meeting.

ARTICLE VIII: MEETINGS OF THE ASSOCIATION

SECTION 1: ANNUAL MEETING

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1. The Annual Business meeting of the Association shall be conducted at the Annual Training Conference or the National Conference when hosted by the Association.

SECTION 2: EXECUTIVE BOARD MEETINGS

1. Meetings of the Executive Board shall be called by the President to handle the regular and on-going business affairs of the Association. The time, date, and location of the meetings are determined by the President. The President may also conduct Executive Board meetings via teleconference or web based applications.

ARTICLE IX: QUORUM

SECTION 1: ANNUAL MEETING

1. That portion of the general membership in attendance and in good standing shall constitute a quorum for the purpose of transacting the business of the Association at a meeting of the membership.

SECTION 2: EXECUTIVE BOARD MEETINGS

1. A quorum for conducting business at Executive Board meetings and the Annual Business meeting shall consist of five elected officers.³⁰

ARTICLE X: PARLIAMENTARY PROCEDURE

1. The proceedings and deliberations of the Association, including the Annual Meeting, shall be in accordance with the by-laws, protocols and other rules and guidelines adopted and amended from time to time to govern these proceedings and deliberations. All matters not covered by such rules shall be governed by the parliamentary practices established by Roberts Rules of Order Newly Revised, 10th Ed.³¹

ARTICLE XI: FISCAL MATTERS

SECTION 1: NOT FOR PROFIT STATUS

1. All funding and fiscal management of the Association shall be in accordance with the U.S. Internal Revenue Service statutory provisions associated with not-for-profit organizations and the State of California not-for-profit corporation laws.

SECTION 2: ADMINISTRATION OF FUNDS

1. Revenues received by the Association will be administered under direction of the Executive Board.

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ARTICLE XII: CHANGES AND AMENDMENTS TO THE CONSTITUTION

SECTION 1: REQUIREMENTS

1. Any changes and/or amendments to the Constitution may be made by a two-thirds electronic vote of the active and active retired members on file in the National membership database on the closing date of the vote. The President shall cause each active and active retired member of the Association to be notified, via the member's email address listed in their National member profile, of any proposed changes in the Constitution, at least thirty calendar days prior to the electronic call for a vote. In lieu of sending individual emails to members, the President may use the most current group emailing technology provided by National. Feedback on the proposed changes in the Constitution shall be directed to the Secretary via email during this thirty-calendar day period. The President may convene a Board meeting or deliberate with all Board members on member's feedback via email for a period of five calendar days. At the conclusion of the five-calendar day period, a call for a vote on the proposed changes will be sent by the President to the Active and Active Retired members via the most current group mailing technology provided by National. Members are to submit their electronic vote via email to the Secretary for recording. Any votes received by Board members shall also be forwarded to the Secretary for recording. The voting period will last for five calendar days and will close at 2359 hrs., PST on the fifth calendar day of the voting period. Within five calendar days of the close of the vote, the President shall announce to the membership the results of the vote.³²

¹ Constitution revision to align the description of our Chapter's Organization and Mission to correspond with our Articles of Incorporation adopted by the membership via electronic voting on November 3, 2018.

² Constitution revision of: stating not-for-profit status and including Corporation # and EIN; clarifying member suspension language; formally recognizing position of Training Manager/Webmaster and renaming the position Training/Digital Media Manager; establishing a Corporate Sponsorship Development Coordinator; establishing Area Representative positions; designating Immediate Past President as Chairperson of the Nomination Committee and requiring Past Presidents who are related by marriage or consanguinity to candidates to disclose this relationship and recuse themselves; establishing that five members of the Executive Board constitute a quorum, and requiring all proceedings and deliberations of the Executive Board to comport to Roberts Rules of Order adopted by the membership via electronic voting on June 28, 2016.

³ Constitution revision to align the description of our Chapter's Organization and Mission to correspond with our Articles of Incorporation adopted by the membership via electronic voting on November 3, 2018.

⁴ Ibid.

⁵ Ibid.

⁶ Constitution revision of: stating not-for-profit status and including Corporation # and EIN; clarifying member suspension language; formally recognizing position of Training Manager/Webmaster and renaming the position Training/Digital Media Manager; establishing a Corporate Sponsorship Development Coordinator; establishing Area Representative positions; designating Immediate Past President as Chairperson of the Nomination Committee and requiring Past Presidents who are related by marriage or consanguinity to candidates to disclose this relationship and recuse themselves; establishing that five members of the Executive Board constitute a quorum, and requiring all proceedings and deliberations of the Executive Board to comport to Roberts Rules of Order adopted by the membership via electronic voting on June 28, 2016.

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⁷ Constitution revision of allowing for electronic voting of Association Officers when Annual Meeting is canceled due to extenuating circumstances adopted by the membership via electronic voting on July 26, 2020.

⁸ Constitution revision of the Duties of the Secretary and Treasurer and elimination of Recording Secretary were adopted during the annual business meeting at San Diego, CA on August 29, 2013.

⁹ Ibid.

¹⁰ Constitution revision of: stating not-for-profit status and including Corporation # and EIN; clarifying member suspension language; formally recognizing position of Training Manager/Webmaster and remaining the position Training/Digital Media Manager; establishing a Corporate Sponsorship Development Coordinator; establishing Area Representative positions; designating Immediate Past President as Chairperson of the Nomination Committee and requiring Past Presidents who are related by marriage of consanguinity to candidates to disclose this relationship and recuse themselves; establishing that five members of the Executive Board constitute a quorum, and requiring all proceedings and deliberations of the Executive Board to comport to Roberts Rules of Order adopted by the membership via electronic voting on June 28, 2016.

¹¹ Ibid.

¹² Ibid.

¹³ Ibid.

¹⁴ Ibid.

¹⁵ Ibid.

¹⁶ Ibid.

¹⁷ Constitution revision of duties of the Nominations Committee were adopted during the annual business meeting at Truckee, CA on September 11, 2018.

¹⁸ Constitution revision of allowing for electronic voting of Association Officers when Annual Meeting is canceled due to extenuating circumstances adopted by the membership via electronic voting on July 26, 2020.

¹⁹ Ibid.

²⁰ Ibid.

²¹ Ibid.

²² Ibid.

²³ Ibid.

²⁴ Ibid.

²⁵ Constitution revision of the Duties of the Secretary and Treasurer and elimination of Recording Secretary were adopted during the annual business meeting at San Diego, CA on August 29, 2013.

²⁶ Ibid.

²⁷ Constitution revision of allowing for electronic voting of Association Officers when Annual Meeting is canceled due to extenuating circumstances adopted by the membership via electronic voting on July 24, 2020.

²⁸ Ibid.

²⁹ Ibid.

³⁰ Constitution revision of: stating not-for-profit status and including Corporation # and EIN; clarifying member suspension language; formally recognizing position of Training Manager/Webmaster and remaining the position Training/Digital Media Manager; establishing a Corporate Sponsorship Development Coordinator; establishing Area Representative positions; designating Immediate Past President as Chairperson of the Nomination Committee and requiring Past Presidents who are related by marriage of consanguinity to candidates to disclose this relationship and recuse themselves; establishing that five members of the Executive Board constitute a quorum, and requiring all proceedings and deliberations of the Executive Board to comport to Roberts Rules of Order adopted by the membership via electronic voting on June 28, 2016.

³¹ Ibid.

³² Constitution revision of Changes and Amendments to the Constitution were adopted during the annual business meeting at Sacramento, CA on September 5, 2014.