

Sacramento County Probation Association Bylaws

**SACRAMENTO COUNTY PROBATION  
ASSOCIATION, INC.**

**CHARTER AND BYLAWS**

## Sacramento County Probation Association Bylaws

### **CHARTER**

The organization shall be a professional association known as the Sacramento County Probation Association, hereinafter referred to as the Association or abbreviated as S.C.P.A., incorporated under the general non-profit corporation law of the State of California.

The purpose of the Association is to secure and advance officer safety, promote harmonious employee relations between Sacramento County and S.C.P.A., establishment of an equitable and peaceful procedure for the resolution of differences, the establishment of salaries, working conditions, and any other conditions of employment, and the establishment, where appropriate, of legislative and political programs, consistent with the mission of the Sacramento County Probation Association.

An equal purpose is to seek and foster improved services to the community for the public safety and to encourage the professional growth of Association members through education, training, research and development of programs directed toward the suppression of crime and the rehabilitation of offenders.

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# Sacramento County Probation Association Bylaws

## **ARTICLE I: MEMBERSHIP**

### **I. Discrimination:**

There shall be no discrimination or restriction on membership because of race, color, creed, national origin, sex, age, religion, citizenship, sexual orientation or disability.

### **II. Membership:**

There shall be three classes of membership in this Association.

#### **Active**

Active Members shall include ALL full time positions covered within the Probation Non-Supervisory Labor Agreement and eligible members on leave of absence as approved by the Department, except those specifically excluded in the below section, Associate Members.

#### **Associate**

Associate Members shall include but are not limited to Probation Aides (On Call) and Retired Annuitants performing duties covered by the Probation Non-Supervisory MOU.

Associate Members shall not be eligible to vote in any election, for any contract, or any other vote and shall not be eligible to hold any office position within the Association.

#### **Honorary**

Honorary Members shall include any member appointed by the President subject to a majority vote of the Board. Honorary membership may include but is not limited to; an active member who was in good standing upon their retirement, widows of SCPA members, orphans of S CPA members, local dignitaries and persons supportive of this Association goals.

Honorary Members shall not be eligible to vote in any election, for any contract, or any other vote and shall not be eligible to hold any office position within the Association. Honorary Members shall be limited to participation in non-business events of this Association as designated by the Board. Any Honorary Members may be removed by a vote of the Board.

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### **ARTICLE II: DUES**

#### **I. Membership Dues:**

Dues shall be assessed of all active members, in an amount ratified by the active membership. The present dues are \$43.42 per pay period and increase at the same percentage as any pay raise negotiated with the County of Sacramento. If there is no pay raise, the dues shall not increase unless voted by the General Membership. Dues shall be by payroll deduction to the Association. In the event that the Board of Directors, by majority vote, recommends that a special assessment is needed, the question of said assessment will be given to the membership to vote upon. The vote will either be by mail ballot or electronically via the internet, and any special assessment must be approved by a majority of all votes cast.

#### **II. Honorary Members:**

Honorary members shall not be assessed dues.

#### **III. Associate Members:**

Associate Members dues shall be on an hourly basis assessed at 1/80 of the bi-weekly dues per hour. All permanent employees through and including ½ time permanent employees shall pay full dues.

#### **IV. Non-Members:**

As per contract, all those not members shall pay a "fair share fee" in accordance with the Agency Shop provisions under Article III of the current Memorandum of Understanding (MOU).

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### **ARTICLE III: OFFICERS**

#### **I. Executive Board:**

The elected officers of the Association are the: President, Vice-President, Executive Secretary, and Treasurer.

All of the above will be elected for terms of three years.

#### **II. Reimbursement:**

All compensation and reimbursement for authorized expenditures, shall be pursuant to policies providing for the same as adopted by the Board of Directors.

#### **III. Vacancies:**

Vacated offices are to be filled by appointment of the Association President subject to the approval of the Board of Directors, said appointment to be effective until the next regularly scheduled election for that position. Should offices of President and Vice-President be vacated simultaneously, the Board of Directors will select a Board Member to serve as President until the positions can be filled by special election to be held within ninety (90) days.

#### **IV. Recall:**

Active members of the Association may recall any elected or appointed officer by following the guidelines below:

1. Request an "Intent to recall" form from the Association Secretary.
2. The Secretary shall date and issue the forms to the requesting member.
3. The requesting member shall have the original forms issued by the secretary signed by no less than twenty-five percent (25%) of active Association members.
4. The intent to recall form expires 45 days after being issued by the Secretary. Any forms in excess of 45 days old are null and void.
5. Each page of the Recall form shall clearly state the intent to recall said officer and each person signing said petition shall provide:
  - Printed Name
  - Signature
  - Job Title
  - Date Signed
  - Contact phone number for verification purposes

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6. Signatures with incomplete or unreadable information are null and void and will not be counted.
7. Proxy signatures are not allowed.
8. No alterations of the recall form shall be permitted.

The requesting member shall submit to the secretary within 45 days of issuance the original intent to recall forms.

The Executive Board shall verify all signatures within fifteen (15) days. If the signatures cannot be verified, the entire petition will be returned to the member presenting the petition. Once the signatures are confirmed, the Executive Board shall within fifteen (15) days, prepare an online ballot to all voting members in accordance with the bylaws. The online ballot shall contain the name of the Executive Board Member who is being subject to recall, the office held and the question, "Shall the above named Executive Board Member be recalled?"

The recall shall fail unless at least fifty percent (50%) of all active members carried on the roster participate in the vote with at least two-thirds (2/3) of the members voting for the officer to be recalled.

Recall election of a Board member or officer may be initiated by a unanimous vote of all Board members, excluding that of the Board member being sought for recall.

### **V. Shop Stewards:**

Although not Officers of the Association, Shop Stewards shall be designated at each site location. The number of official Shop Stewards is as designated in the Association Contract. However, that shall not preclude other Shop Stewards, or Assistant Shop Stewards from being named. For contract purposes, the official Shop Stewards in the number commensurate with contract language shall be named. However, any Steward training shall be open to both official and unofficial Shop Stewards.

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**ARTICLE IV: DUTIES OF OFFICERS**

**President** - The President shall:

1. Be the chief executive officer and shall preside at all meetings of the Association and of the Quarterly General Membership Meetings or any Membership Meeting;
2. Only vote on matters before the Board of Directors to break a tie.
3. Enforce a strict observance of these bylaws and all other laws, rules and regulations applicable to the governing of the Association and the Board of Directors.
4. Be empowered to designate committees and appoint membership thereto which are not otherwise provided for.
5. Be an ex officio member of all committees.
6. Require all officers of the Association to diligently and faithfully perform their duties and it shall be the President's duty to forthwith report to the Board of Directors any dereliction that may come to the President's notice.
7. When appropriate, announce the decision of the Association or the Board of Directors on all subjects that are of particular importance.
8. Sign all reports, certificates, documents or correspondence that may be required.
9. Perform such other duties as the nature of said office or a majority of the Board of Directors may require.
10. Have the authority to appoint a Sergeant-at-Arms and Vice-Chair to preserve order whenever necessity requires.
11. Call meetings of the Board of Directors and the Association as provided by these bylaws; upon a two-thirds vote of the Board of Directors appoint a parliamentarian who is well versed in these Association bylaws and Robert's Rules of Order.
12. Act as spokesperson for the Board of Directors in all matters upon which the Board of Directors is authorized to act.

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13. Make a report of his/her and the Board of Directors' meetings and activities at each General and Special Meeting of the Membership of the Association.
14. Ensure that committee reports are made on time.
15. Provide direction for committees in cooperation with the chairperson.
16. Ensure that committee chairpersons submit reports in accordance with the bylaws.

### **Vice-President** – The Vice-President shall:

1. Assist and advise the President.
2. Perform the duties of the President in the absence of the President.
3. Be an ex-officio member of all committees and will ensure all reports are made on time, and provide direction to committees in cooperation with the chairperson.
4. Ensure that all officers and board members are held accountable for their assigned duties.
5. Assist the President in contacting all new eligible employees and explain the requirements of eligibility for membership, the objectives of the Association, how to become a member of the Association and explain to all new members their duties and obligations to the Association.
6. Perform such other duties as are delegated to him/her by these bylaws or the board of directors.

### **Secretary** - The Secretary shall:

1. Perform the duties of the President and Vice-President in presiding at meetings of the Association in the absence of the President and Vice-President.
2. Maintain all records of the Association.
3. Keep the roll of the members.
4. Promptly prepare and log the minutes of all meetings of the general membership and meeting of the Executive Board. The Secretary shall distribute to each member of the Executive Board a computer generated copy of the minutes before the following meeting. Minutes of a General membership meeting shall be presented to the Executive Board at the following Executive Board meeting.
5. Establish and maintain an accurate filing system for recall of all reports, minutes and correspondence pertaining to the Association as needed.

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6. Notify the general membership and the Executive Board of all regular and special meetings of the Board of Directors and the Association. Such notice shall state at a minimum, the time, date, and location of the meeting, as well as any special items that are to be brought before the membership in accordance with the bylaws.
7. When a new Secretary has been elected or appointed per these bylaws, the outgoing Secretary shall deliver to said successor all books, documents, files, papers, equipment, passwords and/or any other items belonging to the Association or to said office.
8. The president may appoint an assistant to the Secretary who shall become familiar with the duties of the Secretary and act in his/her absence.
9. Perform other such duties as may be required by the Executive Board.

### **Treasurer** – The Treasurer shall:

1. Be the Chief Financial Officer responsible for ensuring compliance with all the fiscal policies of these bylaws and the law.
2. Maintain the financial records of the Association.
3. Submit all financial records, papers, documents etc., in said possession or under said control to the authorized auditor whenever required per these bylaws.
4. Collect and receive all income to the Association, either by dues, donations, or any other manner whatsoever.
5. Ensure that all monies are properly accounted for. All monies, except for petty cash, shall be maintained in banks or other financial institutions as the Executive Board may designate.
6. Pay all orders, charges and expenses of the Association as directed by the Executive Board.
7. Retain the services of a professional accountant and/or bookkeeper, subject to the approval by the Executive Board for federal corporate tax returns and general accounting services and assist in the preparation of those returns.
8. Ensure that all accounts are properly designated. There shall be no commingling of personal or non-corporate assets with the assets of the Corporation.
9. At every quarterly membership meeting the Treasurer shall provide a balance sheet of all Association assets, and a year to date budget showing expenditures to date relative to what was budgeted for.

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10. The President may appoint an assistant to the Treasurer who shall become familiar with the financial affairs of the Association and act in his/her absence.
11. Perform other such duties as may be required by the Executive Board.

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**ARTICLE V: BOARD OF DIRECTORS**

The Association shall have Board of Directors consisting of eight (8) elected Association members and the Association President, who shall function as Chairperson of the Board. The President shall vote only in the case of ties. The other members of the Board each have an equal vote. Four (4) of the members of the Board shall be elected by active members from Institutional Services from among candidates who are assigned to Institutional Services. Four (4) of the members of the Board shall be elected by active members from Probation Services from among candidates who are assigned to Probation Services.

**ARTICLE VI: ELECTION OF THE BOARD OF DIRECTORS**

**I. Board Member Terms:**

Members of the Board of Directors shall be elected for a period of three (3) years.

**II. Vacant Board Seats:**

Vacancies on the Board of Directors shall be filled through appointment by the Association President subject to approval by the Board of Directors. The vacancy shall be filled within thirty (30) calendar days from its occurrence. Said appointment to be effective until expiration of the term of office fulfilled.

**III. Recall of Board Members:**

This process will be initiated in the same manner as set forth in Article III, Section IV.

**IV. Board Member Transfers:**

If an elected Board Member has not completed two (2) years of their elected three (3) year term they will automatically resign the seat in the event that they are reassigned to the opposite service from which they were elected. If an elected Board Member has completed two (2) years or more of their elected three (3) year term they shall keep their seat on the Board and finish out their elected term, in the event that they are reassigned to the opposite service from which they were elected.

An appointed Board Member shall automatically resign the seat in the event that they are reassigned to the opposite service from which they were appointed.

**ARTICLE VII: DUTIES OF THE BOARD OF DIRECTORS**

1. The Board shall transact the general business of the Association.
2. The Board shall establish major administrative policies governing the affairs of the Association and implement these policies for the Association's growth and development, consistent with member safety.
3. The Board shall approve the presidents appointments to all committees and committee chairpersons, including the Negotiating Team
4. The Board shall approve Association expenditures in excess of two hundred (\$200) dollars

**ARTICLE VIII: DUTIES OF ACTIVE MEMBERS**

**Active Member** – An Active Member of this Association shall:

1. Attend general and special membership meetings.
2. Keep informed regarding the proceedings of all membership meetings that they are unable to attend from information obtained from the Association's web page or other official Association correspondence.
3. Be familiar with the operational rules of this Association, including these bylaws.
4. Keep current with all information contained within the Association's Website.
5. Keep their personal contact information with the Association current, including email, physical address and phone numbers.
6. Provide input on any issue the Executive Board seeks member input.
7. Notify an Executive Board member if they are subject to any disciplinary action.
8. Notify the Executive Board of any known violation of these bylaws by any member or Board Member.
9. Vote on all matters before the membership.

## **ARTICLE IX: COMMITTEES**

1. The President shall appoint all standing committees.
2. The President shall appoint the committee chairperson and in conjunction with said chairperson appoint the other committee members.
3. The President and the Vice-President shall serve as an ex-officio member of each committee.
4. The President may structure any committee as he/she deems fitting for the task of the specific committee with the following exceptions:

### **Negotiations Committee**

The committee will be responsible for contract negotiations with the County of Sacramento, and other matters as needed. The committee will be responsible for the development of contract proposals.

### **Political Action Committee**

The general purpose of the Association Political Action Committee (PAC) is to assist the exercise of Association members' constitutional rights to participate in the political process at the local, state and federal levels by establishing and maintaining a monetary fund and to recommend allocation of such funds in such manner and such times which will foster, support and further the goals and policies of the Association.

1. The specific purpose of the Association PAC is:
  - To support, politically and financially, candidate and positions on ballot measures endorsed by the Association
  - To further the common good and general welfare of the residents of Sacramento County by promoting improvements in and educating the public about probation officers protection and safety.
  - To promote the welfare of active and retired Association members and peace officers in general
  - To encourage the improvements of benefits, compensation, working conditions and retirement status of active and retired Association members and peace officers in general.

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2. The Association President shall appoint five Association Members to the Association PAC.
3. The Association Executive board may allocate a portion of SCPA funds, whether generated from dues or other sources, to the Association PAC.
4. The Association PAC shall meet, upon its own initiative or at the direction of the Association Executive Board, to discuss and develop recommendations to the Association Executive board for endorsement of and support, which may include financial contributions, for political candidates and measures.
5. When the PAC Committee has made a decision to endorse a candidate, or take a stance on any measure, the PAC chair shall notify the President in writing of the PAC recommendation and prepare a report as to why the PAC has made such a decision.
6. The President shall present the PAC report at the following board meeting and the board shall vote to adopt or not to adopt the PAC recommendation.

### **Finance Committee**

Members of the Committee shall be comprised of the President, Vice-President, one Director from each respective unit (Field & Institutions), and the Treasurer as the Chair of said Committee. In the absence of a Treasurer, the Vice-President will act as Chair of the Committee. The Chair of the Committee reserves the right to convene the Committee ad hoc regarding any budgetary issues.

The primary function of the Finance Committee shall be to plan, develop and present an annual budget to the Board of Directors every fiscal year. The Committee shall be charged with ensuring proper budgetary guidelines are established and applied. This Committee shall solidify the financial integrity of the Board by providing full transparency to Association Members upon request. All expenditures over \$200 dollars must have approval by the Board of Directors.

**ARTICLE X: FINANCE AND ADMINISTRATION**

**I. Fiscal Soundness:**

The Executive Board shall be responsible for maintaining the fiscal soundness of this Corporation. They shall endeavor, to the best of their ability, to maintain the expenses of the Corporation within the limits of its income and shall, at all times, adhere to the Corporation's budget.

**II. Fiscal Year:**

The fiscal year shall commence July 1<sup>st</sup> and end on the last day of June of each year.

**III. Source of Funds:**

The funds of the Association shall consist of all dues, fees, assessments, penalties, donations, gifts, interest, dividends, and all other monies received from whatever source.

**IV. Accounts:**

Association funds may be segregated and divided into as many accounts or funds as directed by the Executive Board.

**V. Budget Preparation:**

It shall be the duty of the Association Treasurer to work with the Executive Board to propose a budget for the upcoming fiscal year no later than the July Executive Board meeting each year. The Executive Board shall review the budget, make any modifications and duly adopt the budget. The vote to adopt the budget shall occur no later than the September Executive Board meeting.

**VI. Contracts:**

The President is empowered to enter into contracts, lease and rental agreements on behalf of the Association, subject to the prior approval of the majority of the Executive Board.

**VII. Professional and Administrative Staff**

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The Executive Board has the authority to hire professional and/or administrative staff to assist in meeting any of the responsibilities outlined in these bylaws.

The decision to hire professional and/or administrative staff and the compensation of such staff shall be subject to approval of the Executive Board. The hiring and firing of the staff shall be the responsibility of the Association President.

### **VIII. Real Property:**

The Executive Board at its discretion may purchase, lease or sell real property, and may obtain mortgages or loans on such property. Any such decisions to purchase or sell real property or enter into a mortgage must be ratified by a majority of the membership voting.

### **IX. Expense Authorization and Reimbursement:**

The Executive Board may authorize travel and related expenses by Association Members for purposes relating to the business of the Association. The Executive Board shall maintain a written compensation policy that is reviewed annually governing the authorization of these expenses and reimbursements.

## **ARTICLE XI: MEETINGS**

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### **I. Membership Meetings**

General Membership meetings of the Association shall be held at least quarterly. The Executive Secretary, assisted by the Association Secretary shall be responsible for giving notice of the meetings which shall be posted and distributed at least five (5) working days in advance. Such notice shall include a proposed agenda.

### **II. Special Meetings**

A Special Meeting of the Association may be called for a specific purpose by the President, Board of Directors or by written petition of ten percent (10%) of the Association members. This process shall be initiated by the requesting member obtaining a formal petition provided to them by the Association. Such meeting shall be held within fifteen (15) working days from receipt of the request.

### **III. Board of Directors Meeting**

The Board shall meet at least monthly. Other meetings, as required, may be called by the President or a quorum of the Board. Board meetings shall be open to all Association members; however, this provision shall not preclude the chairperson or a member of the Board from declaring an executive session to discuss any matter appropriate for executive session.

### **IV. Parliamentary Procedure**

The rules contained in the current edition of Robert's Rules of Order and any other applicable State Coder or County Ordinance on parliamentary procedures shall govern meetings of this Association in all cases which they are applicable and in which they are not inconsistent with these Bylaws.

## **ARTICLE XII: ELECTIONS AND VOTING**

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## I. Voting Rights

This is a membership organization having but one class of membership for purposes of voting and the transaction of corporation business. Each active member has equal voting rights.

## II. Executive Officers and Board Member Terms

Executive Officers and Board Members shall hold their positions for a term of three (3) years. There shall be no limit as to the number of consecutive terms an Executive Officer or Board Member may serve. The election of Executive Officers and Board Members shall be based upon the following election cycles:

### 2010

Executive Officer: President

Board Member Seats: Institution Seat #1; Field Services Seat #1; Field Services Seat #2

### 2011

Executive Officers: Vice –President; Treasurer

Board Member Seats: Institution Seat #2; Institution Seat #3

### 2012

Executive Officer: Secretary

Board Member Seats: Institution Seat #4; Field Services Seat #3; Field Services Seat #4

## III. Eligibility for Executive Officer / Board Member

Minimum Requirements: Active members of the Association shall be eligible for office in the Association and may be nominated in accordance with these bylaws, if they meet the following criteria:

1. Each candidate will have completed their initial probationary period as a new employee of Sacramento County Probation Department.
2. Each candidate shall submit an application for nomination endorsed by at least fifteen (15) active members of the Association and a statement that the member will accept the position if elected. Each name shall be printed, signed, and will indicate the date signed. The member may also include a candidate's statement that will be electronically distributed to the membership before election. Members are not allowed to endorse different candidates running for the same office.

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3. Applications for officer must be submitted to the Association Secretary between 1200 hours on October first (1<sup>st</sup>) and by 1200 hours on October fifteenth (15<sup>th</sup>). Applications must be downloaded from the Association website.
4. Only Active Institution members may run for the Institution Board Positions. This position shall be voted on only by Institution members. If there are no Institution Candidates for this position, the President may appoint any active member to a three (3) year term.
5. Only active Field Services members may run for the Field Services Board Positions. This position shall be voted on only by Filed Services members. If there are no Field Service Candidates for this position, the President may appoint any active member to a three (3) year term.
6. For any election held on or after January 1, 2010, only active members who have held a board position for at least twelve (12) months within the previous six (6) years are eligible to run for President. If no candidates so qualified run for the president's position, any active member may run.

### **IV. Election Committee**

The Association President shall appoint at least three (3) members not vying for office to temporarily function as an Election Committee. The Election Committee shall be responsible for administering the election process that ensures a fair and accurate tabulation of all votes. The Association Secretary shall oversee the activities of the Election Committee.

For elections where the Association Secretary is running for office, the Election Committee shall be headed and conducted by the Association Vice President.

### **V. Mail Voting**

The Board of Directors and Election Committee may use a mail ballot system if it is deemed necessary. The Election Committee shall mail out to each voting member a ballot at least fifteen (15) days prior to the election deadline. The Association member database shall be utilized for purposes of developing a mailing list for the election.

### **VI. Online Voting**

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In all matters requiring a membership vote, the Election Committee shall make every effort to use an online voting system that ensures a fair election and accurate tabulation of all votes. This includes votes for election of officers. Proposed bylaw changes, approval of the MOU and any other issue the Association board may present to the membership.

### **VII. Ballot Tabulation**

The Election Committee along with an independent third party shall prepare the online ballot within seven (7) days of notification of any election. They shall ensure that:

1. Each member may vote only once.
2. Each member's vote is confidential.
3. The voting results may not be altered by anyone.

All ballots, whether electronic or mail out, for election of Executive Officers and the Directors at Large (Board of Directors), shall be administered by an independent third party. All mail out ballots for election of office or board of director position, shall utilize an independent third party, a Certified Public Accountant firm, for assembling, mailing and the tabulation of ballots.

Results of the election shall be certified by the Certified Public Accountant firm and affirmed by the Election Committee in writing and filed with the Association Secretary. The candidates receiving the largest number of votes will then be declared by the Election Committee to be elected. The Election Committee shall cause the Certified Public Accountant to maintain in a secure place all written ballots, including any receipts or envelopes, for a period of three (3) weeks after the vote has been certified. Thereafter, the ballots shall be destroyed. The vote summary shall become a permanent record of the Corporation.

### **VIII. Assumption of Office**

Candidates' receiving the highest number of votes will be deemed elected. Any ties will be treated as a run-off election. The run-off election will be held within thirty (30) days of the initial election.

In the event that only one person is nominated for an office, no vote shall be held for that office. In such case the nominee shall be deemed elected by acclamation to that office.

Those Executive Officers and Board Members duly elected shall assume office as of January 1 the following year. The officers and board members shall be seated as the first order of new business at the January meeting of the Board of Directors.

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### **IX. Proxies**

Proxy votes shall not be allowed.

### **ARTICLE XIII: AMENDMENT OF BYLAWS**

#### **I. Proposals to Amend the Bylaws:**

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### **By the Executive Board:**

A majority of the executive Board may propose to the membership a change in these bylaws.

### **By an Active Member:**

Any amendments to these bylaws must be proposed in writing and submitted to the Board for consideration at its next regularly scheduled meeting. The Board shall review any proposed amendment, submitted by a member or members and determine if the proposed amendment is to be submitted to a vote of the Active Members. In the event the Executive Board elects not to submit the proposed amendment to a vote of the Active Membership, the amendments may, nevertheless, be submitted to a vote after a petition requesting such a vote.

1. The petitioning member shall have the petition, provided by the Association, signed by no less than thirty-three percent (33%) of all Active Members.
2. Each page of the petition shall have the exact proposed language to the bylaw amendment and its suggested placement in the existing bylaws. Each Active member signing said petition shall provide:
  - Printed Name
  - Signature
  - Job Title
  - Date Signed
  - Contact phone number for verification purposes
3. Signatures with incomplete or unreadable information are null and void and will not be counted.
4. Proxy signatures are not allowed.
5. The Executive Board shall have fifteen (15) days to verify signatures submitted.

Such petition signed by thirty-three percent (33%) of the Active Members, is submitted to the Executive Board. Thereafter, a vote on the amendment(s) shall be held within thirty (30) days of receipt of the petition. Any vote to amend these bylaws shall be held in accordance with the procedures set forth above for the election of officers and directors.

Any amendment must be approved by a minimum of fifty percent (50%) plus one of the votes cast.

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When any proposed amendment is approved, it shall be adopted and become part of the Bylaws of the Association immediately.

### **ARTICLE XIV: QUORUM**

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1. A majority of the Executive Board constitutes a quorum for Executive Board meetings.
2. A majority of the Executive Board and 10 active members constitutes a quorum for membership meetings. If a quorum is not present, any official business conducted shall be carried over to the next meeting in accordance to Robert's Rules of Order.
3. No proxy voting is permitted.
4. A simple majority of the members present of any committee constitutes a quorum.

### **I. Order of Business:**

#### **Business at general membership meetings shall be:**

1. Call to Order
2. Guest Speaker
3. Approval of the minutes of the previous meeting(s).
4. Report of Officers
5. Representative's Report
6. Committee Reports
7. Old Business
8. New Business
9. Good of the Association
10. Adjournment

#### **Business at Executive Board meetings shall be:**

1. Call to Order
2. Guest Speaker
3. Approval of the minutes of the previous meeting(s).
4. Report of Officers
5. Committee Reports
6. Representative's Report
7. Old Business
8. New Business
9. Good of the Association
10. Executive Session
11. Adjournment

## **ARTICLE XV: SAVINGS CLAUSE**

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In the event any provision of the Association Bylaws is declared by a court of competent jurisdiction to be illegal or unenforceable, that provision shall be null and void but such nullification shall not affect any other provisions, all of which shall remain in full force and effect.