

**BYLAWS
of
HIGH DESERT POLICE K9 ASSOCIATION**

**ARTICLE I
NAME AND OBJECTS**

Section 1. **Name.** The name of the Association shall be **HIGH DESERT POLICE K9 ASSOCIATION** ("Association").

Section 2. **Structure.** The Association is a private non-profit corporation separate and apart from any governmental or quasi-governmental entity or organization but shall be closely allied and associated with the aims, purposes, and pursuits of law enforcement organizations for the promotion and purposes hereinafter defined.

Section 3. **Objects.** The nature, object and purposes of the corporation shall not be for pecuniary gain or profit to the officers, members or employees thereof and the specific purposes for which it is formed are as a not for profit and educational organization to promulgate, especially in the State of Colorado, the following objectives.

- (A) To assist all Colorado, Wyoming, and Utah law enforcement agencies, Search and Rescue, and Corporate Security in the training and certification of law enforcement, working handler/dog teams.
- (B) To promote and implement standards for all Colorado, Wyoming and Utah law enforcement handler/dog teams and their trainers, whether through a Colorado accreditation program or otherwise.
- (C) To provide education material through publication and training seminars.
- (D) To adopt regular rules and regulations concerning the operation of training seminars, accreditation programs and the appointment and qualification of instructors and accreditation examiners to further the objects set forth.
- (E) To coordinate the Association's activities with both the State of Colorado, State of Wyoming and State of Utah and U.S. Government agencies and boards with similar goals to those of the Association.

Section 3. **Non-Profit Status.** No part of the net earnings of the Association shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth within these bylaws and the Articles of Incorporation. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate, nor intervene in (including the publishing or distribution of statements) of any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these bylaws or the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954.

**ARTICLE II
MEMBERSHIP AND ELIGIBILITY**

Section 1. **Membership.** Membership shall be open to those who subscribe to the objects of the Association and shall be further subject to the limitations hereinafter stated.

Handler Membership- Membership for current working police K9 teams. These members will be an active member of the association, and assist with fundraising efforts. These members are eligible to hold office, and vote.

Associate Member- Membership for decoys, certifying officials who are not currently working a dog, retired handlers, instructors, and trainers. These members will be an active member of the association, and assist with fundraising efforts.

These members are eligible to hold an office and vote.

Certification only Membership- Membership for K9 teams wanting to only certify their teams through the association. They will not be eligible to hold office or vote. These teams will pay an additional fee for certifications, or available trainings.

Search and Rescue Membership- Membership for SAR K9 teams. These members will be an active member of the association, and assist with fundraising efforts. These members are not eligible to hold office or vote.

Business Membership- Membership for security/contract K9 teams. These members are not eligible to hold office or vote. The business membership fee will cover up to 4 K9 teams. There will be an additional fee for more than 4 K9 teams.

Section 2. **Dues.** The amount of annual dues payable by members shall be those set by the Board of Directors. Dues shall be paid in advance and shall be due and payable on or before the first of March of each calendar year. Each new member may be subject to an initiation fee in an amount set by the Board of Directors. Notwithstanding any other provision to the contrary contained herein, no member shall be entitled to vote in any Association matter unless that individual's dues have been paid for the then current year. The Treasurer shall send to each member a statement of dues for the upcoming year, which shall be mailed on or before thirty (30) days prior to the due date. The board shall have the right to establish Honorary Associate Members, who shall have all the rights and limitations of Associate Members, except the Dues may be waived by the board.

Due schedule:

Handler membership- \$50.00 per team, per year.

Associate membership- \$25.00 per member, per year.

Certification only membership- \$50.00 per team, per year. \$20.00 for each certification, per team.

Search and Rescue membership- \$50.00 per team, per year.

Business membership- \$200.00 per business, covers up to 4 teams. Additional \$50.00 for more than 4 teams.

Section 3. **Application For and Election to Membership.**

- (A) Application for membership shall be made in the manner prescribed by the Board of Directors including such completed forms and supporting information as shall be required from the applicant. Commencing February 1, 2021, all membership applications shall, in addition to any other information required by the Board of Directors, carry the endorsement of one or more Individual Members of the Association, then in good standing.
- (B) All applications shall be considered by the Board of Directors or, if the Board shall choose to do so, by a membership committee, in either case, the decision of such committee or the Board shall be final.
- (C) Each applicant shall be notified by the Secretary of the action taken by the Board or membership committee. Each applicant accepted for new membership shall receive a membership card, a copy of these bylaws and any other material that the Board or membership committee deems appropriate.
- (D) No applicant for membership may be denied membership based on race, gender, religion, creed, place of origin or nationality.

Section 4. **Termination of Membership.** Membership may be terminated by:

- (A) **Resignation.** Any member in good standing, whose dues are current, may resign from the Association upon written notice to the secretary.
- (B) **Lapse.** A member's membership is considered lapsed if he or she has failed to pay his or her dues for any year by March 1st of such year and such members will be purged from the membership roster of the Association at the next meeting of the Board of Directors. The Board of Directors may extend a member's

membership if it deems it to be in the Association's best interest to do so. In no case may a person whose
(C) dues are unpaid as of the date of an Association member or Board of Director meeting be entitled to vote at such a meeting.

(D) **Expulsion.** A member may be terminated by expulsion as provided in Article VII of these bylaws.

The termination of membership shall not extinguish any obligations of any member to the Association and the event of termination, no matter when established, shall not result in any member being entitled to a refund of or credit for any portion of all of the Membership fees or initiation fees.

Section 5. **Good Standing.** A member in good standing is one whose dues are paid and who is not under suspension by the Association.

ARTICLE III MEETINGS

Section 1. **Annual Meeting.** The annual general membership meeting of the Association shall be held at a time and location to be fixed by the Board of Directors, no less frequently than once each twelve (12) months. Written notice of the annual meeting shall be mailed by the Secretary to all Individual Members and Associate Members at least ninety (90) days prior to the date of such meeting.

Section 2. **Voting.** A quorum shall constitute twenty percent (20%) of the total Individual Membership, as that number shall exist at the time of the meeting, for any general membership meeting. Unless otherwise expressly provided within these bylaws or the Articles of Incorporation, all matters shall be determined by a simple majority vote of those Individual Members present and eligible to vote. Voting shall be by Individual Membership. Notwithstanding any other voting percentages which may be contained in Robert's Rules of Order, Revised, the voting percentages required by the terms of these bylaws shall prevail.

Section 3. **Order of Business.** At the annual general membership meeting, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- (A) Roll Call
- (B) Minutes of Last Meeting
- (C) Report of President
- (D) Report of Secretary
- (E) Report of Treasurer
- (F) Reports of Committees
- (G) Unfinished Business
- (H) New Business and
- (I) Adjournment

Section 4. **Special Meetings.** Special meetings of the general membership of the Association may be called by the President; or by a majority vote of the Directors who are present at a meeting of the Board, or by a majority of the Board who vote for such meeting by mail; or by the Secretary upon receipt of a petition signed by thirty percent (30%) of the total Individual Membership, all of whom shall be in good standing, within forty-five (45) days of the receipt of the petition. Such a meeting shall be held at a time and place designated by the Board of Directors. Written notice of such meeting shall be mailed by the Secretary at least fourteen (14) days, and no more than twenty-five days prior to the meeting. The notice of the meeting shall state the purpose or purposes of the meeting, and no other Association business may be transacted. The quorum for such a meeting is twenty percent (20%) of the Individual Members of the Association who are in good standing.

Section 5. **Regular Board Meetings.** Regular meetings of the Board of Directors of the Association shall be held once each calendar quarter during each year. In the event of an emergency the Board may change the date of the meeting by an affirmative vote of three-fourths (3/4) of the Board of Directors. Written notice of the dates and locations of such meetings shall be mailed by the Secretary to each member of the Board of Directors at least twenty (20) days prior to the date of the meeting. A quorum for all Board meetings shall be a majority of the Board.

Section 6. **Order of Business.** At regular meetings of the Board of Directors, unless otherwise directed by a majority

vote of those present shall be as follows:

- (A) Reading of the Minutes of the Last Meeting
- (B) Report of Secretary
- (C) Report of Treasurer
- (D) Report of President
- (E) Reports of Committees
- (F) Unfinished Business
- (G) Election of New Members
- (H) New Business; and
- (I) Adjournment.

Section 7. **Conduct of Business by other than Personal Meeting.** The Board of Directors may conduct its business by mail, telephone, computer meetings, electronic mail or other electronic means.

Section 8. **Special Board Meetings.**

- (A) Special meetings of the Board may be called by the President at any time. Written notice of such meetings shall be mailed by the Secretary to each member of the Board at least ten (10) days prior to the date of the meeting. The notice shall state the purpose or purposes of such a meeting.
- (B) Special meetings of the Board must be called by the President without undue delay upon a written request of two-thirds (2/3) of the Board of Directors, stating the purpose of the desired meeting.
- (C) Written notice of such meeting shall be mailed by the Secretary to each member of the Board at least ten (10) days prior to the date of the meeting. The notice shall state the purposes of the meeting and no other business shall be transacted.
- (D) Provided that all members of the Board shall give their consent, waiver of written notice of any meeting shall have the effect of eliminating any notice requirements under this Article.

Section 9. **Conduct of Meetings.** At meetings of the membership and Board of Directors, the most recent "Robert's Rules of Orders, Revised" shall govern parliamentary practice on all matters covered in these bylaws.

**ARTICLE IV
DIRECTORS AND OFFICERS**

Section 1. **Board of Directors.** The Board of Directors shall be composed of the President, Vice-President for Standards and Testing, Secretary, Treasurer, each of whom shall have one (1) vote. No person may hold more than one position on the Board of Directors.

Section 2. **Officers.** The Association's officers consist of the President, Vice-President for Standards and Testing, Secretary and Treasurer, all of whom shall be Individual Members in good standing of the Association. They shall serve in their respective capacities, both in regard to the Association and its membership meetings, and the Board of Directors, in its meetings, where attendance is required.

- (A) The **President** shall preside at all meetings of the Association and the Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these bylaws. The initial President shall hold office for a term ending January 31, 2022. All future Presidents shall serve for a term of two calendar years and be elected in accordance with Article V hereof.
- (B) The **Vice-President for Standards and Testing** shall have the powers and exercise the duties of the President in the event of the President's absence or incapacity and shall continue in that capacity for so long as the President is unable to assume his or her duties. In Addition, the Vice-President shall conduct and administer all assignments to him or her relating to the operation of training seminars, development of accreditation programs and the appointment and qualification of instructors and accreditation examiners. The initial Vice-President shall be that person so appointed by the President of the Association and ratified by the

Board of Directors and shall serve for a term ending January 31, 2022. All future Vice-Presidents shall serve for a term of two calendar years and be elected in accordance with Article V hereof.

(C) The **Secretary** shall be responsible for keeping an up-to-date roll of the members of the Association together with their addresses and the maintenance and recordation of the results of all seminars and accreditation events sanctioned by the Association. In addition, the Secretary shall keep a record of all membership meetings of the Association and the Board of Directors. The minutes of these meetings shall be mailed to the Board of Directors within thirty (30) days. In addition, a record of all votes taken by mail and of all matters of which a record shall be ordered by the Association shall be kept. The secretary shall have charge of the correspondence of the Association, notify members of meetings, notify Officers and Directors of their election to office and carry out such other duties as are prescribed by these bylaws, and/or may be prescribed by the Board of Directors. The initial Secretary shall be that person so appointed by the President of the Association and ratified by the Board of Directors and shall serve for a term ending January 31, 2022. All future Secretaries shall serve a term of two calendar years and be elected in accordance with Article V hereof.

(D) The **Treasurer** shall collect and receive all monies due or belonging to the Association. He or she shall deposit the same in a depository satisfactory to the Board, in the name of the Association. Expenditures of funds shall be made by the Treasurer under authority granted by the Board. The Treasurer shall maintain and make available to the members of the Board at all times, books of the Association and at every meeting the Treasurer shall report to the Board the condition of the Association's finances and every item of receipt or payment not before receipted; and at the annual general membership meeting, the Treasurer shall render an account of all monies received and expended by the Association during the previous fiscal year. The Treasurer shall maintain a roll of the names, addresses and if possible, telephone numbers of all members of the Association. The initial Treasurer shall be appointed by the President of the Association, ratified by the Board and serve for a term ending January 31, 2022. All succeeding Treasurers shall serve for a term of two calendar years and be elected in accordance with Article V hereof

Section 4. **Terms of Office.** Except where otherwise expressly provided herein, each Officer and Director shall be elected at the same time for a two-calendar year term commencing with the election in 2021 in accordance with these bylaws, which offices shall be filled effective February 1, 2021.

Section 5. **Vacancies.** Any vacancy occurring on the Board during the term of any Board Member shall be filled at the next regular or special meeting of the Board by a majority vote of all the then members of the Board eligible to vote with the newly elected Board Member to serve the unexpired term for that Board Member, except that a vacancy of the office of the President shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by a majority vote of the Board.

ARTICLE V ASSOCIATION YEAR, VOTING, NOMINATIONS, ELECTIONS

Section 1. **Association Year.** The Association's fiscal and official year starts February 1st and ends January 31st. The elected Officers and Directors shall take office in February of the year immediately following the election of such Officers and Directors. Initial Officers and Directors shall take office immediately upon appointment.

Section 2. **Voting.** At the annual general membership meeting or at a special general membership meeting of the Association, voting shall be limited to those Individual Members in good standing who are present at such meeting except that in the event of the election of Officers, Directors or amendments to bylaws election and/or voting shall be conducted by written ballot cast by mail. Voting by proxy shall not be permitted and the Board of Directors may decide to submit other specific questions for decision of the Individual Members by written ballot cast by mail.

Section 3. **Biennial Election of Officers and Directors.**

(A) Commencing February 1, 2021, the officers and Board of Directors shall be elected by written ballot and officially take office on that date. The initial term shall be from February 1, 2021 to January 31, 2022.

Thereafter, the terms of office shall run on a two-calendar year basis.

- (B) In order to count, a ballot must be received by the agent appointed by the Board of Directors to tabulate the results no later than midnight of December 1st preceding the month for the taking of office by both officers and directors. A report of the results of such balloting shall be delivered in a sealed envelope to the Secretary or such other person designated by the Board and shall not be opened except at a special meeting of the Board of Directors. No ballots other than those mailed by the Secretary as specified in Article V, Section 4 (C), shall be valid. The agent shall have been appointed in advance by the Board of Directors for the purpose of conducting the election. All ballots shall remain in the hands of the agent for a period of at least six (6) months subsequent to the election and then be destroyed by him or her. For the election of officers and directors to take office on February 1, 2022, all ballots must be received by January 2, 2022.

Section 4. **Nominations and Ballots.**

- (A) No person may be a candidate in an Association election who has not been nominated in accordance with these bylaws. No person may be a candidate for more than one (1) position and must meet the qualifications of these bylaws.
- (B) Nominations for office to take effect on February 1, 2021 shall be made by any Individual Member, in good standing, who submits, in writing, his or her desire for nomination to an office or the board. The nomination shall list the person's full name, department and office sought together with a written acceptance by each such nominee signifying his or her willingness to be a candidate.
- (C) Nominations for elections, after February 1, 2021, shall be made by any Individual Member in good standing either on behalf of him or herself or nominating a third person. Such nominations for officer or board member shall be made by written petition, addressed to the Secretary and received at his or her regular address on or before forty-five (45) days prior to the last date for the mailing of ballots to Individual Members by the Secretary, signed and endorsed by no fewer than ten percent of the Individual Members of the association in good standing as that number shall be constituted as of August 1st of the year of nomination. All such nominations shall be accompanied by a written acceptance by each such nominee signifying his or her willingness to be a candidate. Nominations for office to take effect on February 1, 2021 must be received on or before November 1, 2020.
- (D) If only one person is nominated for each Board of Directors position or an office, the Secretary shall declare that person to be the elected winner and no ballot election shall be required for that position.
- (E) If one or more valid nominations are received by the Secretary, he or she shall mail to each Individual Member in good standing on or before November 1st of the year of election, a ballot listing all the nominees for each position in alphabetical order, together with an envelope addressed to the agent appointed to count the ballots. The envelope shall be marked "Ballot" and shall bear the name of the member by whom it was sent, so that the agent may check the credentials of such person. Ballots for the election for office or board members to take office on February 1, 2021 shall be mailed by the Secretary on or before December 1, 2021.

ARTICLE VI COMMITTEES AND CHAIRPEOPLE

Section 1. **Appointment.** The Board of Directors may each year appoint chairpeople and standing committees to advance the work of the Association. Special chairpeople and committees may also be appointed by the Board of Directors. Additionally, the President shall have the authority to create ad hoc committees and to appoint chairpeople and committee members to serve thereon.

Section 2. **Termination.** All appointed committee assignments terminate January 31st of even years. Any chairpeople, committee or committee member appointed by the Board of Directors may be terminated by majority vote of the full membership of the board of Directors. Written notice of such termination shall be given to the terminated chairpeople, committee or committee member; and the Board of Directors may appoint successors to those persons whose service

has been terminated.

ARTICLE VII DISCIPLINE

Section 1. **Charges.** Any member may prefer charges against any other member of the Association for alleged misconduct or acts prejudicial to the best interests of the Association as set forth in Section 3 of this article. Written charges must be filed with specifications, filed in duplicate, with the Secretary, together with a deposit of fifty dollars (\$50.00), which shall be forfeited in the event the charges are not sustained. The Secretary shall promptly notify the President, who shall fix a date for review by the Board of Directors and the board shall first consider whether the actions alleged in the charges, if proven, reasonably constitute conduct prejudicial to the best interests of the Association. If the Board concludes that the charges do not constitute such conduct, the Board may refuse to take any further action whereupon the charges shall be dismissed. If the Board finds that the alleged conduct is that which would constitute conduct prejudicial to the best interests of the Association, it shall notify the Secretary who shall promptly notify the Board of Directors, the complainant and accused of the charges and of a date and place selected by the Board for a hearing by the Board of Directors or by a committee of not less than three (3) members of the Board to be appointed by a majority of the board. Such hearings shall be held not less than three (3) weeks nor more than three (3) months following the date the charges were filed. The Secretary shall promptly send one copy of the charges to the accused member by certified mail, together with a notice of the hearing and an advisement that the accused member shall be entitled to personally appear in his or her own defense and to present evidence and witnesses in his or her defense either through the member or the member and his or her counsel, if the member wishes. No accused member may serve upon the board or any committee appointed while such body is considering or voting upon the charges brought against such member.

Section 2. **Board of Directors Hearing.** Upon holding the hearing in accordance with the requirement of these bylaws, the Board of Directors or its designated disciplinary committee shall make a finding of fact and conclusion wherein it determines if such conduct was prejudicial to the best interests of the Association and, whether the evidence supports the allegations that the alleged offending member committed such acts. Should the Board of Directors or disciplinary committee determine that the allegations contained within the complaint are correct and that the accused member has committed such acts, then the Board of Directors or the committee may, by majority vote, impose such sanctions or penalties upon the accused member which the board feels are appropriate in the circumstances including, without limitation, expulsion, probation, admonishment, monetary fines or suspension from all privileges of the Association for a period to be determined.

Section 3. **Grounds for Discipline.** Grounds for discipline under these bylaws shall include, but not be limited to the following:

- (A) Conviction for any felony or misdemeanor.
- (B) Expulsion or suspension from any law enforcement agency or association.
- (C) The violation of the Association's bylaws and regulations.
- (D) Any act which shall unfavorably reflect upon the Association, its goals and purposes, or its members in their capacity of serving with the Association.

ARTICLE VIII AMENDMENTS TO THE BYLAWS

Section 1. **Proposals for Amendments.** Amendments to the bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary, signed by twenty-five percent (25%) of the Individual Members then in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the Individual Members by the Secretary for a vote within three months of the date when the petition was received by the Secretary

Section 2. **Voting.** The bylaws may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each Individual Member, accompanied by a ballot on which he or she may indicate a choice for or against the action to be taken. The notification shall specify a date not less than thirty (30) days after

the date of mailing, by which date the ballots must be returned to the Secretary to be counted. The favorable vote of two-thirds (2/3) of the Individual Members in good standing whose ballots are returned within the stated time limit, shall be required to ratify any such amendment.

**ARTICLE IX
DISSOLUTION**

The Association may be dissolved at any time by the written consent of not less than sixty-six percent (66%) of the then Individual Members in good standing. In the event that the Association shall ever be dissolved, then upon the dissolution of the Association any assets remaining thereafter shall be conveyed to such organization or organizations as shall be elected by a majority vote of the Board; provided, however, that such recipient shall be exempt under the requirements of Section 501 (c) (3) of the Internal Revenue Code and further provided that such recipient shall be one which generally promotes the purposes which are enumerated in the Articles of Incorporation and these bylaws.

AMENDED & ADOPTED by the Board of Directors of the ASSOCIATION this _____ day of February 2021.

Secretary: