

# THE NATIONAL ASSOCIATION OF WOMEN LAW ENFORCEMENT EXECUTIVES, INC.

## BYLAWS (Rev.15)

### ARTICLE I

#### Purpose

The general purpose and mission of the National Association of Women Law Enforcement Executives, Inc. shall be to promote the ideals and principles of women executives in law enforcement; to conduct training seminars to train and educate women executives in enforcement including but not limited to the areas of leadership, management and administration; to provide a forum for the exchange of information concerning law enforcement and generally fostering effective law enforcement. These activities are neither all inclusive nor mandatory, however, the Association shall not engage in a business of a kind ordinarily carried on for profit.

### ARTICLE II

#### Membership and Dues

##### **Section 1. Classes of Membership**

There shall be three classes of NAWLEE membership: Executive, Associate and Supporting.

a. Executive Membership:

To be qualified as an Executive Member, a person must hold the rank of Lieutenant or above, or its equivalent in a Federal, Tribal, State, county, municipal, campus or railroad law enforcement agency in the United States of America or its territories. After retirement from active duty, members in good standing may retain the privileges of Executive membership by continuing payment of annual dues.

b. Associate Membership:

1. Associate Sworn Supervisor

To be qualified as an Associate Sworn Supervisor one must be a sworn supervisory staff employee of a Federal, Tribal, State, county, municipal, international, campus or railroad law enforcement agency below the rank of Lieutenant. After retirement from active duty, members in good standing may

retain the privileges of Associate membership by continuing payment of annual dues.

## 2. Associate Civilian Supervisor

To be qualified as an Associate Civilian Supervisor one must be a supervisory staff employee of a Federal, Tribal, State, county, municipal, international, campus or railroad law enforcement agency below the rank of Lieutenant or equivalent. After retirement from active duty, members in good standing may retain the privileges of Associate membership by continuing payment of annual dues.

## 3. Associate Sworn Member

To be qualified as an Associate Sworn Member one must be a non-supervisory sworn employee of a Federal, Tribal, State, county, municipal, international, campus or railroad law enforcement agency. After retirement from active duty, members in good standing may retain the privileges of Associate membership by continuing payment of annual dues.

### c. Supporting Membership:

1. To be qualified as a Supporting Member, a person must, be a citizen of the United States share and support the concerns and objectives of NAWLEE. Members in good standing may retain the privileges of Supporting membership by continuing payment of annual dues provided the Supporting Member continues to share and support the concerns and objectives of NAWLEE.
2. Any corporation, business, group, organization, or association of good standing formed and operating in the United States of America that shares and supports the concerns and objectives of NAWLEE is qualified to be a Supporting Member of NAWLEE.
3. Supporting Members in good standing may retain the privileges of Supporting membership by continuing payment of annual dues provided the Supporting Member continues to share and support the concerns and objectives of NAWLEE.
4. NAWLEE reserves the right to deny Supporting membership status to any person, corporation, business, group, organization, or association whose purpose, mission, goals, or actions conflict or oppose in any way the purpose, mission, or goals of NAWLEE. The Board of Directors shall make these decisions on behalf of the Association, and decisions of the Board to grant, deny, or terminate Supporting membership is final.

## **Section 2. Annual Dues:**

- a. The annual dues for each class of membership shall be established by the Board of Directors and ratified by majority vote. Any change request to this amount must be approved by the Board and ratified by a majority of the voting members present at a business meeting.
- b. The annual dues of all members shall be due and payable on January 1st of each year.
- c. The Executive Director, or designee, shall immediately notify any member who is ninety (90) days delinquent in the payment of his/her dues that his/her active membership will be canceled and all membership entitlements shall terminate.

## **Section 3. International Membership:**

- a. Citizens in good standing of a country other than the United States of America and businesses, corporations, organizations, groups, or associations of good standing formed and operating in other countries may apply for membership in the National Association of Women Law Enforcement Executives.
- b. International Members of NAWLEE are subject to the provisions of Section 1 and 2 of this Article and to all rules, regulations, duties, conditions, and requirements of membership applicable to NAWLEE members who reside or operate in the United States.
- c. Any person who is a citizen in good standing of a country other than the United States of America who meets the qualifications for membership in NAWLEE may join the Association at the appropriate level.
- d. Any business, corporation, organization, group, or association of good standing formed and operating in a country other than the United States may join NAWLEE as a Supporting Member provided all requirements of Supporting membership are met.
- e. When an international applicant requests membership as a law enforcement officer or executive, the NAWLEE Board of Directors shall determine the applicant's membership classification based on Section 1 of this Article and by comparing the rank classifications of the international applicant's police agency to those of the United States. All decisions of the Board of Directors as to membership classification are final.
- f. International Members shall pay the same dues as United States members in the same classification of membership. International members are subject to all provisions of Section 3 of this Article.

- g. NAWLEE reserves the right to decline any International membership if said membership violates or is inconsistent with the laws of the United States of America. The Board of Directors shall act on behalf of the Association, and the decisions of the Board are final.
- h. NAWLEE reserves the right to decline any International membership if said membership violates or is inconsistent with the stated purposes and mission of NAWLEE. The Board of Directors shall act on behalf of the Association, and the decisions of the Board are final.

**Section 4. Denial/Termination of Membership:**

The Board of Directors may discipline any member for cause, after a hearing before such persons or in the absence of such member after due notice to appear for such hearing, and in such manner as the Board of Directors shall direct.

**ARTICLE III**

**Directors/Officers**

**Section 1. Board of Directors:**

The affairs of the Association shall be managed by a Board of Directors which shall consist of eight (8) directors/officers: a President, a First Vice President, a Second Vice President, Treasurer, Secretary, Ex Officio(s), Immediate Past President and Member-at-Large. The Ex Officio(s), Immediate Past President and Member-at-Large positions are non-voting members of the Board and serve in an advisory capacity.

The President, a First Vice President, a Second Vice President, Treasurer and Secretary shall be elected by the Executive membership.

**Section 2. Succession Plan and Terms of Office:**

**Succession Plan:** The Association has implemented a succession plan for its Board of Directors. Under the succession plan, each year there will be an election of a Second Vice President who will serve for 1 year and ascend to First Vice President for 1 year and then to President for 1 year. The Second Vice President, First Vice President and President shall serve one (1) year terms. The Second Vice President will continue to be filled by election from the Executive membership at the annual business meeting.

- a. The Treasurer and Secretary shall serve two (2) year staggered terms.
- b. The Member-at-Large shall serve two-year terms.

### **Section 3. Nominations and Appointments:**

- a. Eligibility for 2<sup>nd</sup> Vice President on the Board of Directors:
  - Active Executive member for two (2) years; and
  - Membership is current, active, and dues-paid; and
  - Has attended a minimum of two (2) annual conferences; and
  - Has demonstrated knowledge of the duties and responsibilities of the Board of Directors.
  - Nominations for this position are open to those who are employed in a law enforcement agency at the time of their nomination.
  
- b. Eligibility for Secretary and Treasurer on the Board of Directors:
  - Active Executive member for two (2) years; and
  - Membership is current, active, and dues paid; and
  - Has attended a minimum of two (2) annual conferences; and
  - Has demonstrated knowledge of the duties and responsibilities of the Executive Board.
  
- c. Eligibility of Member-at-Large position
  - Active Associate member; and
  - Membership is current, active, and dues-paid; and
  - Has attended a minimum of two (2) annual conferences.
  
- d. Nomination Process:

Nominations for directors/officers may be made at any time prior to the day of the election at the annual business meeting by submitting the names(s) of the nominee and the positions nominated for, in writing, to the Nominating/Search Committee Chairperson. Nominations may also be made on the day of the election from the floor. For the Member-at-Large position, all active members may make nominations and may nominate themselves if they meet the criteria for eligibility. For all other elected Board positions, only active Executive members may make nominations and may nominate themselves.

### **Section 4. Elections:**

All elections shall be by secret ballot held during the annual business meeting.

It shall be the responsibility of the President to delegate duties to organize and manage the election so long as this person is not running for any elected offices that year and is an Executive level member.

**Section 5. Powers, Duties and Vacancies in Office:**

**PRESIDENT**

The President shall preside at all meetings of the members, assist in developing Association policy, set the goals and objectives of the Association, approve the committees and appoint Chairs for each, act as a spokesperson for the Association, and in general, shall perform all duties incident to the Office of the President authorized by Association policy, Charter and Bylaws.

The President or designee shall provide general oversight to all committees, assigning board members as Committee liaisons as appropriate.

The President may call an Executive session whereby only directors/officers and Executive Members shall be present, as well as, any persons the President deems necessary.

**FIRST VICE PRESIDENT**

The First Vice President will be assigned duties as designated by the President and/or Board of Directors. In the absence of the President, the First Vice President shall perform the duties of the President.

**SECOND VICE PRESIDENT**

The Second Vice President will be assigned duties as designated by the President and/or Board of Directors. In the absence of the First Vice President, the Second Vice President shall perform the duties of the First Vice President.

**MEMBER-AT-LARGE**

The Member-at-Large shall serve in an advisory capacity as a non-voting member of the Board and representative of the Associate and Supporting membership and may be assigned duties at the discretion of the Board.

**TREASURER**

The Treasurer, or designee, shall have charge and custody of and be responsible for all funds and sureties of the Association; receive and give receipts for monies due and payable to the association from any source whatsoever, the deposit of all monies in the name of the Association in such banks, trust companies, or other depositories as shall be

selected in accordance with the provisions of these Bylaws; and, in general, perform all the duties incident to the Office of Treasurer authorized by corporate policy, Charter, Bylaws and administrative directives.

The Treasurer, or designee, will ensure that all finances are processed in accordance with the following:

1. A budget will be prepared by the Board of Directors for approval by the membership at the annual general business meeting and all expenditures will be in accordance with this approved budget.
2. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Directors of the Association may elect.
3. The Association may accept contributions, gifts or bequests for any general purpose or for any special purpose of the Association.

### **SECRETARY**

The Secretary will record meeting minutes and distribute the minutes to the membership. The Secretary shall mail the agenda for meetings if the agenda is established in advance by the President or designee.

### **IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall act as non-voting advisor to provide knowledge and expertise to the Board of Directors and any assigned committees.

### **Section 6. Designees:**

Any designee must be approved by the Board of Directors.

### **Section 7. Vacancy in Elected Office:**

President: If the office of President is vacated during the term of office, the First Vice President shall automatically ascend to President and the Second Vice President to First Vice President, and the Board shall make an appointment of an Executive Member to the Second Vice President position.

First Vice President: If the position of First Vice President becomes vacant for any reason, the Second Vice President will assume the position of First Vice President for the remainder of the term.

Second Vice President: If the position of Second Vice President becomes vacant for any reason, the President may appoint an Executive Member to the position with the advice and consent of the remaining Board of Directors for the remainder of the term.

Treasurer: If the Treasurer is unable to fulfill his/her duties for any reason, the Second Vice President shall perform the duties of the Treasurer until an Executive Member can be appointed with the advice and consent of the remaining Board of Directors for the remainder of the term.

Secretary: If the position of Secretary becomes vacant for any reason, the President may appoint an Executive Member to the position with the advice and consent of the remaining Board of Directors for the remainder of the term.

Member-at-Large: If the position of Member-at-Large becomes vacant for any reason, the President may appoint an Associate Member to the position with the advice and consent of the remaining Board of Directors for the remainder of the term.

All appointments shall remain in effect until the next annual election where it will be filled by vote of the Executive membership. Appointment to fill a vacancy under these bylaws will not prevent the person from fulfilling a full term of office as would have been achieved in the succession plan.

#### **Section 8. Holding More Than One Office of the Association:**

An Executive Member of the Association shall not hold more than one (1) elected office at the same time, unless as otherwise provided for in these By- Laws.

#### **Section 9. Ex Officio Member(s):**

Ex Officio Member(s) shall serve in an advisory capacity as (a) non-voting member(s) of the Board and representative of the Supporting Members. Ex Officio Member(s) shall be appointed on an annual basis by the Board of Directors. This is limited to two (2) ex officio members and will sunset in August 2017.

#### **Section 10. Removal From Office:**

The Board of Directors shall have the power to exclude, suspend or expel any officer by a majority vote of the Board of Directors, including the vote of the Immediate Past President, for any conduct deemed to be detrimental to the best interests of the Association, neglecting the duties of office as prescribed by these Bylaws, or for any other violation of these Bylaws and such position will be considered a vacancy in office and shall be filled in accordance with these Bylaws.



## ARTICLE IV

### Meetings

The Association shall hold at least one annual business meeting at a location selected by a simple majority vote of the Board of Directors.

The agenda of the annual business meeting shall be determined by the President or designee.

The annual business meeting should coincide with the Association's annual conference. All active members of the Association shall be duly noticed of the date and location of the annual business meeting and conference.

The Board of Directors may call additional meetings, as it deems appropriate, and shall duly notice all active members of the Association of such additional meetings.

## ARTICLE V

### Voting

#### **Section 1. General Meetings:**

A quorum must be present to conduct all general business. A quorum consists of a majority of the Executive Members who are present at a General Meeting and eligible to vote.

Voting by the Executive membership shall be by simple majority, unless otherwise provided for in these Bylaws.

Executive Members shall be entitled to cast one (1) vote on any matter coming before the Association. Only Executive Members of the Association shall be eligible to vote on Association matters and election of Executive Members to the Board of Directors.

All active members may vote to fill the Member-At-Large position on the Board. Election to the Member At-Large position will be by simple majority.

#### **Section 2. Board of Directors:**

Action taken by the Board shall be by simple majority of the Board unless otherwise provided for in these Bylaws.

#### **Section 3. Facsimile and Mail Voting:**

The President may conduct a facsimile, electronic mail or USPS mail vote on a matter determined by the President to be urgent and as such that time will not permit a duly noticed meeting.

Any action taken by facsimile, electronic mail or USPS mail vote shall be immediately reported to all active Executive Members of the Association.

## **ARTICLE VI**

### **Committees**

The committees of this Association shall be created by the President based on, but not limited to, the following list of key activities conducted and operational needs:

Organizational Structure	Audit	Marketing/Public Relations
Mentoring	Publications	Nominating/Search
Awards	Legislative Action	Membership
Professional Development		

Guidelines for the Committees shall be contained in the Board Operational Manual

#### **Section 1. Duration of Committees:**

Each member of the committee, including the Chairperson shall continue as such until a successor(s) is/are appointed, unless the member(s) is/are removed from the committee or the business of the committee is concluded.

#### **Section 2. Responsibilities of Chairperson:**

An Executive Member shall serve as Chairperson and shall be responsible for recruiting members for service on a committee, calling committee meetings, reporting committee recommendations to the Executive Director on all committee issues, and participating in formal and informal meetings as called by the President or Board.

Voting shall be conducted by simple majority vote of committee members present, and each committee member shall have one (1) vote.

## **ARTICLE VII**

### **Books and Records**

The Association, or designee, shall keep correct and complete books and records of account, and shall keep minutes of the proceedings of all meetings in written form or in

any other form capable of being converted into written form within a reasonable period of time.

## **ARTICLE VIII**

### **Parliamentary Procedure**

The rules contained in the current edition of Robert's Rules of Order – Newly Revised – shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules or order the Association may adopt.

## **ARTICLE IX**

### **Association Staff**

The Board of Directors may select and appoint an Executive Director, and any additional staff, if required, who shall serve at the pleasure of the Board, and may or may not be compensated.

#### **Section 1. Executive Director**

The duties and qualifications of the Executive Director and any additional staff shall be provided for in a job description approved by the Board of Directors.

#### **Section 2. Compensation**

The Board of Directors shall periodically approve the compensation of the Executive Director, other approved staff, and their operating expenses necessary to maintain approved functions falling within the scope of authority of the Executive Director.

#### **Section 3. Mail**

The Executive Director shall be responsible for collecting the Association's mail and responding or forwarding it to the appropriate officer.

## **ARTICLE X**

### **Amendment to Bylaws**

The Bylaws of the Association shall be amended by a two-thirds (2/3) vote of the Executive Members of the Association present at an annual business meeting or by alternative voting procedures as provided for in these Bylaws.

Notice of all proposed amendments shall be provided to the Executive membership thirty (30) days in advance.at minimum, of the scheduled vote.

Issued:	March 1996	
Revised by vote:	October 1996	Rev.1
Revised by vote:	September 1998	Rev. 2
Revised by vote:	November 1999	Rev. 3
Revised by vote:	August 2002	Rev. 4
Revised by vote:	August 2003	Rev. 5
Revised by vote:	August 2004	Rev. 6
Revised by vote:	August 2006	Rev. 7
Revised by vote:	July 2007	Rev. 8
Revised by vote:	August 2008	Rev. 9
Revised by vote:	August 2009	Rev.10
Revised by vote:	August 2011	Rev.11
Revised by vote:	August 2012	Rev. 12
Revised by vote:	August 2013	Rev. 13
Revised by vote:	August 2015	Rev. 14
Revised by vote:	August 2017	Rev. 15