

# Florida Deputy Sheriffs Association, Inc.

## Bylaws

Dated: July 23, 2022

### Article 1

#### Section 1 - Membership and Dues

##### Class 1 Member:

- a. All current Sheriffs in good standing with the Florida Sheriffs Association are members of the corporation.
- b. Sheriffs are automatically members for the purpose of Board membership
- c. Sheriffs are eligible for benefits upon payment of dues as fixed by the Board of Directors.

##### Class 2 Members:

- a. A duly certified Florida Deputy Sheriff or Correctional Officer as defined in the Charter, will be eligible to become an "active member" of the corporation upon payment of dues assessed for members by this corporation.
- b. The annual dues paid by members shall be fixed by a simple majority vote of the Board of Directors at a meeting called for such purpose.
- c. The annual dues shall be due and payable on the anniversary date of the members' membership.
- d. The privilege of active membership shall terminate when a member no longer serves as a Full-Time Florida Certified Deputy Sheriff or Correctional Officer.

**Class 3 Members:**

- a. Associate Members include Former Sheriffs, Retirees, Volunteers and other employees currently employed by a Florida Sheriff's office as defined in the Charter, will be eligible to become an "Associate member" of the corporation upon payment of dues assessed for members by this corporation.
- b. The annual dues paid by members shall be fixed by a 2/3 vote of the Board of Directors at a meeting called for such purpose.
- c. The annual dues shall be due and payable on the anniversary date of the Members' membership.

**Article II**

**Section 1 – Board Action**

- a. A majority vote of a quorum (no less than seven [7] Board members) of the Board of Directors is necessary for the corporation to act.

**Section 2 – Board of Directors Meeting**

- a. Presiding Officers – The President of the corporation shall preside over all the Board of Directors and officers meetings. However, in the absence of the President, the officer present shall be the acting President and preside at the meeting in the following order: Vice President, Immediate Past President, Treasurer, or Secretary.
- b. Notice of Meetings – The President of the Corporation shall call meetings of the Board. The Secretary or Executive Director shall notify all members of the

meetings and notice shall include the time, date, place, and matters to be considered as fixed by the President. Meetings may be conducted in person, by conference call, email or video conference.

### **Section 3 – Other Meetings**

a. A meeting of the Board may be called by a request to the President and by Board members and officers eligible to vote. The meeting shall be held no sooner than ten days following the request. All Board members and officers shall be notified of the time, date, and place of such meetings and provided with a list of all items to be discussed.

b. Emergency Meetings – The Board may by two-thirds vote, waive notice for a meeting if it is deemed the purpose of the meeting is an emergency or another extraordinary circumstance that could adversely affect the corporation if not addressed before the end of the ten days required for notice.

## **Article III**

### **Section 1 – Voting**

Members of the Board of Directors shall vote on matters coming before the Board of Directors by a method provided for in these bylaws.

## **Article IV**

### **Section 1 – All Meetings**

a. The order of business of the meetings of the corporation shall be fixed by an agenda prepared by the corporation President with the Executive Director.

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

## **Article V**

### **Section 1 – Meetings**

a. The primary purpose of corporation meetings shall be to establish the operating policy of the corporation, set the immediate and long range goals of the corporation, and to set broad administrative guidelines for the corporation Board of Directors.

b. The policies established shall be referred to as corporation policy and shall not be in conflict with the corporation Charter and Bylaws.

### **Section 2 – Board of Directors**

a. The Board of Directors shall use administrative directives to establish policies and procedures for the administration of the corporation which are consistent with corporation policy, Charter and Bylaws.

b. The Board of Directors shall have the authority to administer the affairs of the corporation; approve and amend the corporation annual operating budget; and, authorize and direct the President to carry out or defer to the Executive Director, the routine matters and daily administrative tasks of the corporation.

c..

## **Article VI**

### **Section 1 – Officers**

The Officers of the Corporation shall consist of the President, Vice-President, Immediate Past President, Treasurer, and Secretary. All officers must be, and remain, a Florida Sheriff, or a Florida Certified Deputy Sheriff or a Florida Certified Correctional Officer during the term of their office.

### **Section 2 – Election of Officers and Directors**

. Election of officers and directors shall be held annually at a meeting of the Board of Directors called for that purpose. A nominating committee shall be appointed by the President of the Board of Directors. The nominating committee shall consist of two (2) members appointed by the President, two (2) appointed by the Directors, and one (1) appointed jointly by the President and the Directors of the board. The nominating committee shall nominate one (1) member for each position of the corporation to be filled and shall report their nominations, in writing, to the President of the Board prior to the meeting each year. The President shall submit the nominating committee's nominations to the Board of Directors and the new member(s) shall be elected by a simple majority vote of the officers and directors.

### **Section 3 – President**

The President shall be the principal executive officer of the Corporation and shall in general, supervise and control all of the business and affairs of the Corporation. The President shall act as the official spokesperson for the corporation and represent the corporation at public events. The President shall

preside at all meetings of the members, assist membership in developing corporation policy and setting the goals and objectives of the corporation and, in general, shall perform all duties incidental to the Office of President authorized by corporation policy, Charter and By Laws and exercise any authority granted by the administrative directives created by the Board of Directors. Only Class 1 members are eligible to serve as President.

#### **Section 4 – Vice-President**

. In the absence of the President, the Vice-President shall perform the duties of the President. If the Office of President is vacated during the term of office, the Vice-President shall become acting President for the remainder of the term.

Serving as acting President shall not prevent that person from being elected President at the next election of a President. Only Class 1 members are eligible to serve as Vice-President.

#### **Section 5 – Treasurer**

a. The Treasurer, or designee (Executive Director) shall have charge and custody of, and be responsible for, all funds and sureties of the corporation; receive and give receipts for money due and payable to the Corporation from any source whatsoever, the deposit of all money in the name of the Corporation 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 incidental 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. All checks and drafts or other orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by the Treasurer, designee, or the President, unless otherwise provided for by administrative directives.

2. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the President and/or officers of the corporation may elect.

Only Class 1 and 2 members are eligible to serve as Treasurer.

### **Section 6 – Secretary**

a. The Secretary, or designee, shall keep the minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of these Bylaws or required by law; be the custodian of the corporation records; and perform all duties incident to the Office of Secretary as authorized by corporation policy, Charter Bylaws or administrative directives. The President may perform all the duties of the Office of Secretary; however, any designee appointed by the Secretary shall be a Florida Sheriff or an active member of the corporation. Only Class 1 and 2 members are eligible to service as Secretary.

### **Section 7 – Vacancy in an Elected Office**

a. If one of the elected offices of Vice-President, Treasurer, Secretary, or Director of the corporation shall become vacant for any reason, the vacancy shall be filled as soon as possible by the appointment of a member to such vacant office for the

remainder of the term of that office by a simple majority vote of the corporation's Board of Directors.

b. If a vacancy should occur in either of the elected offices of Treasurer or Secretary, the President shall serve in that capacity until the position is filled.

### **Section 8 – Removal of Board Members**

a. Officers and Board members may be removed illegal, ill-moral or unethical behavior. Upon reasonable written notice, any Board member may be removed from office for cause by a two thirds or greater majority vote of the remaining Board members. Any such accused Board member shall not vote on the issue of his/her removal from office, although he/she shall be afforded an opportunity to be heard concerning the issue before the Board and to be confronted by his/her accuser with evidence of wrongdoing.

## **Article VII**

### **Section 1 - Appointed Committees**

a. Special or standing committees may be appointed by the President. A special committee must consist of at least three (3) active members.



b. One member of each committee shall be appointed Chairperson of the committee. The Chairperson of the committee shall be responsible for reporting committee recommendations to the appropriate body of the corporation as directed by the appointing officer.

c. Each member of a committee shall continue as such until their successor is appointed, unless the member is removed from the committee by the appointing officer; or, the business of the committee is concluded. No appointed committee shall continue longer than the term of the officer who made the appointment.

## **Section 2 – Standing Committees**

a. There shall exist two (2) standing committees consisting of the following:

**Legislative Committee**, which shall provide input and guidance to the FSA legislative chairman and committee and shall participate as a member of the Florida Sheriffs Association (FSA) legislative committee.

**Insurance and Benefits Committee**, which shall provide input and guidance regarding all matters relating to insurance programs and other benefits for consideration and implementation by the FSA and the Hunt Insurance Group.

## **Article VIII**

### **Section 1 - Corporation Endorsements**

No member of this corporation shall give corporation endorsements of any kind. Corporation endorsements shall be approved and authorized by the corporation Board of Directors.

## **Article IX**

### **Section 1 - Amendments to Charter or By Laws**

The Charter or Bylaws of the corporation may be amended as provided for in the corporation Charter.