



Northern California Asian Peace Officers Association

(N.C.A.P.O.A)

Formed 1979, INC.

EIN: 51-0204650

BY-LAWS

(2017)

ARTICLE I: NAME

- Section I:** The name of this organization shall be the Northern California Asian Peace Officers Association.
- Section II:** No organization or person shall use the name “Northern California Asian Peace Officer Association” nor its logo in any way that may indicate the sanction or approval of NCAPOA without written authorization of the Executive Board.

ARTICLE II: LOCATION

- Section I:** The Northern California Asian Peace Officers Association shall maintain a mailing address in the state of California and filed with the Secretary of State of the State of California in accordance with the California non-profit Corporation Law.
- Section II:** The principal activities of this organization shall be located in Northern California.

ARTICLE III: OBJECTIVES AND PURPOSES

Section I: General

- A. This Association is a non-profit public benefit Association and is not organized for the private gain of any reason. It is organized under the NON-PROFIT PUBLIC BENEFIT CORPORATION LAW for charitable purposes only.
- B. This organization is organized exclusively for charitable/educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- C. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of the 1986 (or the corresponding provisions of any future United States Internal Revenue Law); or by an organization to which contributions are made.
- D. Upon the dissolution of this corporation, the President and/or Treasurer, on recommendation from the Executive Board of Directors, shall transfer all assets to a charity or charities recognized by the laws of the State of California and the United States Internal Revenue Service laws.

Section II: The goals of the Northern California Asian Peace Officers Association:

- A. Community Service to individuals, groups, and non-profit organizations
 - (i) Establish a representative body to work with the Asian-American communities in Northern California to provide assistance and information through activities, programs, and services that are cultural, educational, recreational, and vocational.
 - (ii) Cooperating with other Law Enforcement Associations and with other organizations having objectives similar or related to those of this Association.
- B. Recruitment and Career Development
 - (i) The Association shall strive to provide outreach and assistance in the forms of mentoring, counseling, or providing workshops to those preparing for a career in law enforcement or seeking promotional advancement.
 - (ii) The Association shall promote the hiring and promotional opportunities for Asian Americans in law enforcement.

C. Scholarships

- (i) The Association shall provide a Scholarship in conjunction with the trustees of the Ronald Tsukamoto Memorial Fund in honor and memory of Berkeley Police Officer Ronald T. Tsukamoto to full-time college students interested in a career in the field of law enforcement and/or related fields with consideration to demonstrated financial need.
 - a. The Scholarship is provided in part by The Ronald Tsukamoto Memorial Scholarship Fund. The dollar amount granted and the number of scholarships presented each year is determined by the NCAPOA Scholarship committee, (with the approval of the NCAPOA Executive board), and the trustees of The Ronald Tsukamoto Memorial Scholarship Fund.
 - b. Selection is bestowed to deserving full-time college students pursuing a career within the law enforcement field demonstrating financial need.
 - c. The selection process will be comprised of:
 - i. written application
 - ii. interview
 - d. Scholarships are awarded on a one-time basis per recipient. A scholarship recipient from any previous years may not reapply.
 - e. The NCAPOA Scholarship Committee's decision is final and not subject to appeal by applicants.

ARTICLE IV: MEMBERSHIP

Section I: Membership Classification

The Association shall have four (4) classes of membership to be known as (1) *Regular members*, (2) *Associate Members*, (3) *Honorary Members*, and (4) *Lifetime Members*.

A. Regular Members

- (i) shall meet the following criteria:
 - a. Have sworn Peace Officer status as prescribed and in accordance with existing local municipal laws of their state and be employed by or serve a City, County, District, or State.
 - b. Or, be employed by or serve a Federal Government Law Enforcement Agency with law enforcement duties.
- (ii) Any active member of this Association who has been a member for at least one (1) year and attended 50% of meetings shall be eligible for election to office in this Association.

B. Associate Members

- (i) shall meet the following criteria:
 - a. Be employed by or serve a City, County, District, State, or Federal Law Enforcement Agencies, in a non-sworn capacity.
 - b. Or, is a retired employee of a City, County, District, State, or Federal Law Enforcement Agencies, having served in a sworn or non-sworn capacity.
 - c. Or, be any supporter of the objectives and purposes of the NCAPOA and be sponsored by a current regular member.
- (ii) Associate members may serve on the Board of Directors.

C. Honorary Members

- (i) Must be voted and passed by majority vote of the Executive and Board of Directors
- (ii) NO DUES will be charged, but the Honorary Member may make a donation if they choose to.
- (iii) Honorary Membership shall be reviewed by the Membership Committee as deemed necessary. The renewal must be voted on and passed by majority vote of the Executive Board and Board of Directors.

D. Lifetime Members, shall meet the following criteria:

- (i) The President after serving one (1) Term in office and remains in good standing will be a Lifetime member, and will not be charged any dues; however, he/she can make a donation to the Association if they choose to.

Section III: Admission:

- A. Applicants for membership shall be admitted to membership upon recommendation by the board as defined under Article IV, Section I.

Section IV: Fees, Dues, and Assessments:

- A. The annual dues payable to the Association by the members shall be as determined by the Executive Board and voted on by the Board of Directors.
- B. Increases or decreases in dues are indexed to the rate of inflation and shall be determined or adjusted from time to time by the Board of Directors.

Section V: Membership files:

- A. The membership list of the NCAPOA is a corporate asset. Without consent of the Board of Directors, or in their absence, written approval from the President, the membership list or any part thereof, may NOT be used by any person for any purpose not reasonably related to a member's interest as a member. A member may choose to have their contact information published by written consent and kept with their file.
- B. The corporation shall keep a membership file containing the name, address or mailing address, email address, and contact phone number. It shall state the member's status.

ARTICLE V: Meetings

Section I: Meeting of Executive Board of Directors

- A. There shall be a meeting of the Executive Board of Directors held quarterly.
- B. These meetings shall be held at a place designated by the Executive Board of Directors.
- C. Notice of such meetings shall be given by posting on the Association website, email, or newsletter. Such notices shall state the agenda or purpose for the meeting.
 - (i) Notice of the meeting shall be posted seven (7) days in advance.
 - (ii) Emergency meetings can be called by the Executive Board at any time or as deemed necessary. Emergency meetings may waive the 7 day notice as deemed necessary by the Executive Board.
- D. A minimum of (5) Executive and/or Board of Directors shall constitute a quorum for all meetings.

Section II: Membership meeting by petition

- A. A meeting by the membership can be called by petition when the petition is signed by fifteen (15%) percent of the membership and submitted to the President or Secretary. The President is mandated to call a meeting within thirty (30) days upon receipt of such petition. The reason for the meeting shall be listed in the petition.
- B. The Board of Directors is vested with discretion to reject repetitive petitions calling for a membership meeting.

Section III:

The President may recess a meeting or elect to continue such meeting to another date, if it is not practical or convenient for members to complete the normal business in one (1) meeting. If the meeting is recessed and continued to another date, the actions acted upon at the first part of the meeting shall be considered completed and may not be brought up at the continuation of the meeting.

Section VI:

The supreme authority of the Association rest with the membership which shall have the authority to take action at a membership meeting that is consistent with these By-Laws. Elected Officers and members of the Board of Directors shall act in a manner as prescribed by a majority of members present at a membership meeting and not contrary to the By-Laws of this Association.

ARTICLE VI: Officers and Directors

Section I: Executive Board

A. The President shall:

- (i) When able, preside at all meetings of the Association.
- (ii) Be the Chief Executive Officer of with full charge over the Corporation.
- (iii) All Association work shall be done at the President's direction and under his/her supervision.
- (iv) The President may authorize and may incur reasonable expenditures in carrying out the business of the Association and shall report said expenditures to the Board of Directors (at its next regular meeting). All receipts must be submitted to the Treasurer by the first day of each month. The Treasurer shall record the expenditure and make available for board review. Any amount above \$500.00 dollars shall be approved by the board.
- (v) Have the authority to appoint, delegate to all members of this Association, and has the authority to appoint representatives to any meeting or conference that this Association participates. The power to make such appointments under this section is subject to the approval of the Board of Directors.
- (vi) Shall have the sole power to excuse a Board of Director from events or meetings.

B. The Vice President shall:

- (i) Perform the Association business at the direction of the President.
- (ii) Perform and exercise the duties of the President in his/her absence.
- (iii) Assist and oversee Committees when needed.
- (iv) Work on any changes, if needed, to Association By-Laws, and make those changes, for presentation to the Board of Directors for approval.
- (v) In case the President is unable to complete his/her term of office, the Vice President shall become the Interim President for the unexpired term.
- (vi) Have a working knowledge of the By-Laws, Corporate, copyright laws, and trademarks pertaining to the Association.

C. The Secretary shall:

- (i) Keep accurate minutes of the proceeding of this Association.
- (ii) Issue all notices and communications not otherwise provided for.
- (iii) He/she is responsible for all notification to the membership. Responsible for posting [seven (7) days prior to each meeting of the Board] the agenda of that meeting and the venue of the meeting.
- (iv) Maintain records of membership and coordinate with the Treasurer regarding payment of dues and issuing notices for renewal.

D. The Treasurer shall:

- (i) Collect all dues, funds, and assessments on behalf of the Association. A receipt shall be issued whenever applicable.
- (ii) No payments shall be drawn against the General Fund except by bank check.

- (iii) Takes account of all bank deposits (e.g., donation or profit from fundraising activities and/or events) as may be designated by the Board of Directors in the name of the Northern California Asian Peace Officers Association's general account.
- (iv) Render a monthly statement to the general membership of the revenues and expenses of this Association's general fund.
- (v) Maintain the financial records of this Association in a manner prescribed by the Board of Directors. Said records may, upon written request, be examined by any member of this Association.
- (vi) At the close of each fiscal year (January 1st to December 31st of the following year), be responsible for reconciling all accounts, performs audit(s) of all business and transactions of the Association.
- (vii) Sign all checks drawn against the Association
- (viii) Shall be responsible for filing required Federal, State and local tax forms yearly.

E. The Sergeant-at-arms shall:

- (i) Make sure the physical facilities for the meeting are set up properly and make arrangements if equipment is needed.
- (ii) Greet and introduce members, guests, program participants, and provide applications to potential members.
- (iii) Assure order during every meeting(s) and under the direction of the President, excuse/dismiss any one from the meeting(s).
- (iv) Responsible for clean-up, policing, needed follow up following any meeting or event(s). Ensure all matters or issues are concluded with the Association prior to the Association vacating the meeting/event.
- (v) Shall assist and coordinate committees.
- (vi) Shall take roll of all Board of Directors and report absentees to the President.
- (vii) Shall introduce any non-member to the Board of Directors prior to allowance into a meeting.
- (viii) Shall have good knowledge of the By-Laws and cite the section if any member is in violation. If a member is in violation of the By-Laws, the Sergeant at Arms shall complete a written report to the Board of Directors for review.

F. The Advisory Officer shall:

- (i) Be a past President.
- (ii) Advise the in-coming President of important issues of the Association.
- (iii) Assist any member or committee of the Association when needed.

Section II: Board of Directors

- A. Shall be composed of ten (10) elected members.
- B. If a board of director seat is not filled after an election, the Executive Board may appoint anyone from the membership to the seat.
- C. The member filling a position on the Board not elected to that position, may be removed at any time without cause by the Executive Board.

Section III: Committees

Each Committee shall have on it at least one (1) member of the Board of Directors who may or may not head the Committee(s).

A. Membership Committee:

- (i) The Mission of the membership committee is to ensure the sustainability of the Association. The membership committee serves as a vital force of the Association, as it is responsible for recruiting, retaining, and recognizing members. All members of the Association are encouraged to recruit anyone who has interest in the Association.

B. The Scholarship Committee:

- (i) The Scholarship Committee qualifies and selects candidates to receive financial assistance in the memory of Officer Ronald Tsukamoto.

C. Election Committee:

- (i) The Mission of the Election Committee is to develop, oversee, and implement a fair and equitable election process.
- (ii) Shall oversee all elections and shall consist of at least two (2) members, whose duty is to receive nominations, review the eligibility of the nominees, draw an election ballot, and make results known to the membership.
- (iii) The members of the Election Committee shall not be candidates for election.

D. Social Committee:

- (i) The Mission of the Social Committee is to support the Asian community with various events such as picnics, social mixers, and fundraising activities, thus sustaining positive rapport with the public and law enforcement community.
- (ii) The committee will attempt to make aware to the Association other association or community events that supports the overall mission statement of the Association.
- (iii) The committee will also be committed to building trust and enhancing communications with the Asian community which are essential elements of a strong community partnership. The committee is to strengthen the ties between the Asian community and the Northern California Asian Peace Officers Association. We accomplish this goal by working, attending social gatherings and actively participating in community events and festivities.

Section VII: All Board members or members shall serve without compensation.

ARTICLE VII: Nominations, Elections and Installations

Section I: Eligibility

Any active member of this Association for at least one (1) year, shall be eligible for election to office.

Section II: Terms

- A. The term of office for the officers of the Association shall be two (2) calendar years.
- B. Any member of the Executive Board who retires during his term, shall not be disqualified to continue the office he/she was elected to serve.

- C. Members elected to the executive board may run for the same position for a total of three (3) consecutive terms.

Section III: Nominations

- A. Nominations for Executive Officers and Board of Directors may occur at the third quarterly membership meeting, with the election commencing by the end of the fourth quarterly membership meeting, based on a calendar year.

Section IV: Other Election Considerations

- A. The board member serving as a member of the Election Committee is ineligible to run as candidate for office.
- B. Disputes regarding the eligibility of nominees shall be decided by the Board of Directors in a timely manner.
- C. In the event of a tie, The Election Committee shall hold a run-off within fifteen (15) days with the two (2) front runners for an office.

ARTICLE VIII: Termination, Suspension, Expulsion, and Reinstatement:

Section I:

Any member who commits one or more of the following acts, suspended and/or expelled, but only by two thirds (2/3) vote of the Board of Directors.

- A. Violation of any provision of the By-Laws.
- B. Activities which tend to bring the Association into disrepute, public condemnation, and/or scorn.
- C. Gross disloyalty or conduct unbecoming a member.
- D. Conviction of a Felony.
- E. If an Executive Officer displays gross inefficiency which might hinder and impair the interest of the Association.
- F. Financial malpractice.
- G. Willful libel or slander of any member.

Section II:

- A. Members can terminate their membership at any time and shall be in written form. The Association Secretary shall conduct a follow-up for confirmation.
- B. Membership shall terminate:
 - (i) on receipt by the Board of Directors of the written or typed resignation of a member
 - (ii) on the failure of a member to pay the annual dues thirty (30) days after written notice delivered to the member.
 - a. If a member failed to pay his annual dues thirty (30) days after a notice is sent, that member will be terminated and removed from the current member list, and shall not receive any type of services from this Association, as entitled to members in good standing.

- b. Any person whose membership has been terminated has an opportunity to get reinstated. The Executive Board will assess/vote on such reinstatement based on the member's written application.
- C. Should a member be terminated by any of the methods herein stated, such member (or anyone claiming on his/her behalf) will forfeit his/her right to any fees, dues, assessments, or contributions which such member may have paid to this Association at any time prior to such termination.

Section III:

Any member of the Executive Board or Board of Directors may be recalled for willful neglect in the performance of their duties in relation to this Association or for commission of one of the offenses in Section I. The member may be recalled by submitting a petition signed by twenty-five (25%) of the total membership.

Section IV:

If a member of the Board of Directors should absent him/herself from three (3) successive meetings without acceptable excuse, or 50% of meeting in a 12 month period. Their office shall be declared vacant and the President shall appoint a member to such vacancy as herein provided.

Section V:

- A. **Grounds for Suspension:** Any member can be suspended or expelled from the Association (for reasons given above). A notice of the proceedings (against him/her) will be given and the member will have an opportunity to present his/her defense. Only after such hearing before the Board of Directors and/or members, and by vote of the majority (at a meeting) where a quorum is present and the matter is heard can a member be suspended.
- B. Suspension proceedings can be initiated by a resolution of the Board of Directors failed to act. A petition signed by at least twenty (20%) percent of the voting members of the Association should be presented to the President or Secretary of the Association before any suspension can take effect.