

**BYLAWS  
OF  
TALLAHASSEE CITIZENS' POLICE ACADEMY  
ALUMNI ASSOCIATION,  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

**ARTICLE I  
OFFICES AND ORGANIZATION**

**SECTION 1: Principal Office**

The principal office of the Tallahassee Citizens' Police Academy Alumni Association (referred to as the Alumni Association) is in the State of Florida and shall be located in the City of Tallahassee, County of Leon, Florida. The Alumni Association may have such other offices, within the State of Florida, as the Board of Directors may determine or as the affairs of the Alumni Association may require.

**SECTION 2: Registered Office and Registered Agent**

The Alumni Association shall have and continuously maintain in the State of Florida a registered office and a registered agent whose office is identical with such registered office as required by the Florida Non-Profit Association Act ("the Act"). The registered office may be, but need not be, identical with the principal office of the Alumni Association in the State of Florida, and the address of the registered office may be changed from time to time by the Board of Directors.

**SECTION 3: Purposes**

The Alumni Association was formed to provide assistance and services which partner and support the Tallahassee Police Department, to promote the Citizens' Police Academy continuing education/training, to support the continued growth and development of the Citizens' Police Academy, and to participate in activities that contribute to the well-being of the community.

**SECTION 4: Political Activity**

The Alumni Association shall not engage in political activities. Political activity is defined, for purposes of these Bylaws, as actively promoting or campaigning as a group, or as individuals appearing to represent the Alumni Association for or against any issue, candidate or other matter that has been formally brought forth to the public for vote by federal, state, city or any political subdivision thereof. This provision shall not serve to restrict or encumber any member from exercising his/her right to promote or campaign for or against issues or candidates of his/her choice, with the understanding that such activity shall not be engaged in a manner which in any way implies or appears to reflect this Alumni Association's support, or lack thereof, for any such issue or candidate.

SECTION 5: Non-Intervention Policy

The Alumni Association is a non-intervention association. Members are neither commissioned officers of any law enforcement agency nor are they to represent themselves as such (unless coincidental). The policy of the Alumni Association regarding any law enforcement activities is to observe and report any offenses to the appropriate law enforcement agency with jurisdiction over the offense. Any action taken by a member shall be construed as an unofficial act of the Alumni Association or any law enforcement agency. Each member agrees to indemnify, release and hold harmless the City of Tallahassee, its elected or appointed officials, the Tallahassee Police Department and its officers, and the Alumni Association, the Alumni Association directors, officers and members for any results of any action taken on his/her own initiative.

Further, it is the policy of this Alumni Association that no individual shall carry a weapon to any event of this Alumni Association unless he/she is a sworn law enforcement officer. Any individual found in violation of this policy shall be immediately expelled from the Alumni Association with no right to appeal, notwithstanding the provision of ARTICLE II, Section 5.

**ARTICLE II**  
**MEMBERSHIP**

SECTION 1: Eligibility

Any person who is a graduate of the TPD Citizens' Police Academy is eligible for membership. No person shall be denied membership in the Alumni Association because of race, religion, sex or ethnic background.

SECTION 2: Classes of Membership

**Full Membership** shall be available to any person who is a graduate of the TPD Citizens' Police Academy upon payment of annual dues and completion of the membership application. Membership will be effective immediately upon payment of dues. Full Members will have all privileges of the Alumni Association, including voting rights, committee membership, and election to office.

**Associate Membership** shall be available to any person currently enrolled in the TPD Citizens' Police Academy. These members shall have all privileges except eligibility to hold office or vote. Upon graduating from the Academy, an Associate Member must pay dues to be granted Full Membership status.

**Business Membership** shall be available to any registered business that participates in the Alumni Association's activities. Business Membership shall not have any voting privileges and will be recognized on payment of dues.

**Honorary Membership** shall be open to any person who has contributed outstanding service to the Alumni Association, the TPD Citizens' Police Academy or the Tallahassee Police

Department. Honorary Members are nominated to the Board of Directors and approved by a majority vote of the membership constituting a quorum at any General Membership Regular Meeting or Special Membership Meeting. Honorary Membership is a lifelong title, without voting privileges or the ability to hold office, and dues will not be charged.

### SECTION 3: Application for Membership

A prospective member shall submit an application for membership to the Secretary. The Secretary, or the Secretary's designee, shall review the application, verify and approve the candidate or reject the application for membership and in such form as it may deem appropriate. The procedures utilized by the Secretary or Secretary's designee shall be subject to the approval of the Board of Directors. Appropriate grounds for rejection include but are not limited to a failure to pass background check. Appeal of the decision of the Secretary may be made to the Board of Directors, which shall establish rules governing said appeals in accordance with the tenets of reasonable process. The decision of the Board of Directors shall be final.

### SECTION 4: Dues

A member in good standing shall be a person who pays dues. Annual dues shall be \$20 for each first family member and \$10 for each additional CPA graduate family member. Dues will be payable on the 31<sup>st</sup> of January of each year. Dues shall be prorated for those who join during the course of the year. Any member who has not paid annual dues by the 15<sup>th</sup> of February of each year will be dropped from Full Membership status.

Annual dues for a Business Membership shall be \$100 with each paid business receiving a plaque to display.. In subsequent years, an engraved plate will be awarded upon renewal.

Membership dues shall be set by the Board of Directors, based on the annual operating budget. Prior to approving a change in dues, the Board of Directors shall communicate the proposed dues change to the General Membership of the Association at least one month prior to the Annual Meeting at which time it will be presented to the membership for action.

### SECTION 5: Revocation of Membership Status

Any member, officer, or director may be expelled from the Alumni Association for either failing to perform the duties of his/her office or for illegal and/or immoral conduct (conduct that is considered to be damaging to the Alumni Association, the Tallahassee Police Department, or other law enforcement agencies). All accusations of failure to perform duties or illegal and/or immoral conduct must be presented to the Board of Directors in writing. The Board will, at the next regular Board meeting, discuss and examine the charges for compliance with the Bylaws, and after a majority affirmative vote, will notify the affected officer, director, or member in writing and place the charges on the agenda for the next General Membership Meeting. The member, officer, or director will be expelled from the Alumni Association by a majority vote of a quorum of the membership present at the next General Membership Meeting. Any member, officer, or director who has been expelled has the right to appeal, within thirty (30) days, in

writing, to the General Membership for a hearing at the next General Membership Meeting. The written appeal must be presented to the Board of Directors at least ten (10) days prior to the hearing. The expelled individual may bring all the facts to the attention of the General Membership present. The Board of Directors may also present all evidence or findings to the General Membership pertaining to the expelled individual's conduct. A two-thirds (2/3) majority vote of a quorum of the membership present at the hearing is required to reverse the expulsion and win the appeal. The vote at the appeal hearing shall be considered final.

### **ARTICLE III**

#### **GENERAL MEMBERSHIP MEETINGS**

##### **SECTION 1: FREQUENCY OF MEETINGS**

General Membership Meetings shall be held four (4) times per year. The time and date of each meeting shall be set by the Board of Directors. A quorum at a General Membership Meeting shall be defined as Full Members present.

##### **SECTION 2: SPECIAL GENERAL MEMBERSHIP MEETINGS**

Special General Membership Meetings may be called by the President with ten (10) days notice either by mail, email or telephone contact. The presence of not less than twenty-five percent (25%) of the membership in good standing shall constitute a quorum and shall be necessary to conduct any business brought before any Special Membership Meeting.

##### **SECTION 3: ELIGIBILITY TO VOTE**

Each Full Member of the Alumni Association, present and in good standing, shall have one vote in matters brought before the General Membership for consideration or action. All votes shall generally be cast by secret ballot; however, the President may call for a "show of hands" vote on any issue as a matter of expediency. There shall be no absentee or proxy voting permitted.

### **ARTICLE IV**

#### **BOARD OF DIRECTORS**

##### **SECTION 1: General Powers**

The affairs of the Alumni Association shall be managed by its Board of Directors. Directors must be members in good standing. The President of the Alumni Association shall act as Chair to serve as a facilitator at all Board meetings. The function of the Board of Directors is to approve all activities and expenditures presented or proposed by the Officers or General Membership to ensure that the Alumni Association operates in accordance with its purpose and Bylaws. Each Board member shall have one vote on all matters requiring approval. There shall be no absentee or proxy voting.

##### **SECTION 2: Number, Tenure and Qualifications**

The number of Directors shall be neither fewer than four nor more than fifteen. Each Director named in the Articles shall hold office until the election of a successor, which shall be determined by a popular vote of a quorum of the General Membership present at the meeting in which the election is held. The removal, for due cause, of a Director from the Board shall require a two-thirds (2/3) majority vote of the Board of Directors. Should any Director miss (3) consecutive regular meetings without being excused by the Board, he/she will be considered to have resigned. An excused absence, approved by the President or designated representative shall decrease the effective number of Directors for the purpose of obtaining a quorum. The number of Directors may be increased or decreased from time to time by an amendment to these Bylaws, but no decrease shall have the effect of shortening the term of any incumbent Director. Any directorship filled by a reason of an increase in the number of Directors shall be filled by election by a majority vote of a quorum of the membership present at the next Regular Membership Meeting.

Upon the election of a new President, a Past President will serve as a non-voting member of the Board for a period of time as determined by the Board. This participation is not counted against the total number of Board members.

A member of the Board of Directors shall be a Full Member in good standing of the Association. A member in good standing is defined as one who is current in dues and does not have any pending negative action as defined in these Bylaws.

### SECTION 3: Election and Term of Office

Directors shall be elected to two (2) year staggered terms. The Board of Directors' terms are held as follows:

Vice-President	for two (2) years until odd year January meeting;
Treasurer	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
Director	for two (2) years until odd year January meeting;
President	for two (2) years until even year January meeting;
Secretary	for two (2) years until even year January meeting;
Director	for two (2) years until even year January meeting;
Director	for two (2) years until even year January meeting;
Director	for two (2) years until even year January meeting;
Director	for two (2) years until even year January meeting; and
Director	for two (2) years until even year January meeting;

The Directors of the Alumni Association shall be elected by the General Membership in the January meeting. If the election of Directors is not held at such meeting, such election shall be held as soon thereafter as convenience permits. Each Director shall hold office until his/her successor has been duly elected and qualified. Newly elected Directors shall begin their terms

immediately after the election of a member to each individual Board position, with or without being sworn in for service.

#### SECTION 4: Elections

The President shall appoint a Nominating and Election Committee for the purpose of filling vacancies or nominating Officers and Directors for the next term. The Nominating and Election Committee shall consist of three members with Full Membership status, none of whom shall be nominated by the committee for an office. One committee member will serve as chair.

The Nominating and Election Committee chair shall solicit Board member nominations from the membership; shall present a list of candidates who have agreed to run for the Board; shall notify the membership of the candidates; and shall prepare ballots for the election. The Committee shall meet at least once to determine the Board nominees. The Nominating and Election Committee will be dissolved after an election and all newly elected board members are qualified.

#### SECTION 5: Regular Meetings

A regular meeting of the Board of Directors may be held without notice other than by these Bylaws on the same day of the General Membership Meeting as determined by the Board. The Board of Directors may provide by resolution the time and place, within the State of Florida, for the holding of additional regular meetings of the Board without other notice than such resolution.

#### SECTION 6: Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors. The person or persons authorized to call special meetings of the Board may fix any place, within the State of Florida, as the place for holding any special meetings of the Board of Directors called by them.

#### SECTION 7: Notice of Special Meetings

Notice of any special meeting of the Board of Directors shall be given at least seven (7) days previous thereto in writing, delivered personally or sent by first class mail or e-mail to each Director at his/her address as shown by the records of the Alumni Association. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed with prepaid postage. Such notice shall state the purpose of the meeting and/or the business to be transacted. Any Director may waive notice of any meeting.

#### SECTION 8: Annual Meeting

The Board of Directors must meet at least one (1) time following the close of the fiscal year to receive and accept the Annual Financial Report and/or to approve program and resource development plans for the coming year.

#### SECTION 9: Quorum

A majority of the Board of Directors, after removing excused members from the total number of Association Directors, shall constitute a quorum for the transactions of business at any meeting of the Board of Directors, but if less than an effective majority of the Directors are present at said meeting, then a majority of the Directors present may adjourn the meeting until a quorum, fixed in this section, shall be present.

**SECTION 10: Manner of Acting**

The act of a majority of the Directors present at a meeting in which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or these Bylaws. Without exception no business of this Alumni Association shall be acted upon except in a General Membership Meeting or a meeting of the Board of Directors properly called as specified herein.

**SECTION 11: Vacancies**

Any vacancy occurring on the Board of Directors, or any Directorship to be filled by reason of an increase in the number of Directors, shall be filled by a majority vote of a quorum of the membership present at a General Membership Meeting or a Special Membership Meeting from a list of candidates provided by the Nominating and Election Committee. A Director elected to fill a vacancy shall be elected for the remaining term of his/her predecessor in office and will assume the position immediately after the election.

**SECTION 12: Compensation**

Directors, as such, shall not receive remuneration or compensation for their services; however, they may receive reimbursement of a valid expense(s) of operation of this Alumni Association where previously approved by the Board. Nothing herein contained shall be construed either to preclude any Director from serving the Alumni Association in any capacity or to imply any right to any form of compensation thereof.

**SECTION 13: Informal Action by Directors**

Any action which may be taken at a meeting of Directors may be taken without a meeting if a waiver has been filed by a two-thirds (2/3) majority of the Board.

**ARTICLE V  
OFFICERS**

**SECTION 1: Officers**

The officers of the Alumni Association shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be elected in accordance with the provisions of this Article. In addition, the Board of Directors may appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers to have the authority and

perform the duties prescribed by the Board of Directors. Any two or more offices may be held by the same person, except the offices of the President and Secretary.

SECTION 2: Election and Term of Office

The newly elected officers of the Alumni Association shall be sworn in by the Board of Directors at the first meeting following the general election. Each officer shall hold office until his/her successor has been duly elected and qualified.

SECTION 3: Removal

Should any officer miss three consecutive regular meetings without being excused by the Board, it will be considered that he/she has resigned his/her position. Any elected officer may be removed from office for due cause by the Board of Directors by a two-thirds (2/3) majority vote whenever in its judgment the best interests of the Alumni Association would be served thereby, but such removal shall be without prejudice to any contract rights of the officer so removed.

SECTION 4: Vacancies

A vacancy in any office because of death, resignation, disqualification, or otherwise shall have an interim replacement appointed by the Board of Directors, with a permanent replacement being recommended to the Nominating and Election Committee for election to the remaining portion of the term.

SECTION 5: President

The President shall be the principal executive officer and authorized spokesperson of the Alumni Association; shall be the general supervisor; and shall manage all of the business and affairs of the Alumni Association. He/she shall preside at all meetings of both the Board and General Membership. The President shall be an ex officio member of all committees, with the exception of Nominating and Elections and Audit Committees. He/she may sign, with the Secretary or any other proper officer of the Alumni Association authorized by the Board of Directors, any instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Alumni Association. In general he/she shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time.

SECTION 6: Vice President

In the absence of the President, or in the event of his/her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or Board of Directors.

SECTION 7: Treasurer



If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Directors shall determine, the cost of such bond being borne solely by the Alumni Association. He/she shall have charge and custody of and be responsible for all funds and securities of the Alumni Association; receive and give receipts for monies due and payable to the Alumni 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 the Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors.

#### SECTION 8: Secretary(ies)

The Secretary (or, in the event there be more than one Secretary position with the responsibilities divided into Recording and Corresponding duties) shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; give all notices in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the Alumni Association and affix the seal of the Alumni Association to all documents, the execution of which on behalf of the Alumni Association under its seal and duly authorized in accordance with the provisions of these Bylaws; keep a register of the post office address of each member, which shall be furnished to the Secretary by each member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors.

#### SECTION 9: Assistant Treasurers and Assistant Secretaries

The Board of Directors, when deemed necessary, may appoint assistant treasurers and assistant secretaries to perform specific duties or functions in conjunction with the Treasurer and Secretary respectively. If required by the Board of Directors, the Assistant Treasurer(s) shall give bonds for the faithful discharge of his/her duties in such sums and with such sureties as the Board of Directors shall determine, the cost of which shall be borne solely by the Alumni Association.

#### SECTION 10: Other Positions

A. The President, with the approval of the Board of Directors, may appoint members in good standing to fill other positions.

##### 1. Webmaster

The Webmaster shall maintain the TCPAAA official Web site; ensure that Web page guidelines are followed; present all recommended changes to the Board for approval; contact the Internet service provider as needed for technical support; and work with the Secretary and Membership Chair in maintaining a current directory of members for e-mail.

##### 2. Historian

The Historian shall maintain a chronological record of the activities of the Association, photographs, copies of meeting minutes, and any other documents of historical value to the

Association.

### 3. Media Relations Coordinator

The Media Relations Coordinator shall be responsible for publicity and media announcements for all TCPAAA events, and serve as the general public relations spokesperson for the Association as authorized by the President.

B. These members may recruit from the General Membership to obtain assistance in the performance of their functions.

C. All positions in this category will serve at the pleasure of the President.

## **ARTICLE VI COMMITTEES**

### SECTION 1: Committees

Committees, as may be needed, and a chair to head each committee shall be appointed by the President and confirmed by the Board of Directors to serve the duration of the President's term. Committee members must be Full Members in good standing. The committee shall report to the President and the Board of Directors. A committee member or chair may be removed by the Board of Directors at any time. The President, under direction of the Board of Directors, shall appoint a committee chair at the beginning of the term and in the event of a vacancy.

### SECTION 2: Standing Committees

Standing Committees shall be: Membership, Fund Raising, Community Relations, Training/Program, Social Functions, Bylaws, and Community Traffic Watch. Each chair shall submit a written report on the committee's activities for the year at the General Membership meeting held in January.

### SECTION 3: Membership Committee

The Membership Committee shall keep an up-to-date roster of the membership; shall notify members in January of dues for that fiscal year; and shall work with the Secretary in maintaining a roster of correct contact information.

### SECTION 4: Community Relations Committee

The Community Relations Committee shall work with various organizations and community contacts to promote the Association; shall research possible charitable and community service activities that the Association should participate in and/or support; shall organize community service related activities approved by the Board; and shall provide information to the Webmaster for maintenance of the organization's calendar, which is available on the organization's website.

SECTION 5: Training/Program Committee

The Training/Program Committee shall research speaker and training event arrangements; contact and make arrangements with speakers; escort and aid speakers through presentation; coordinate training events through the CPA Coordinator at the Tallahassee Police Department; monitor arrangements and services; maintain a list of participants of training events; and coordinate the distribution of certificates of participation.

SECTION 6: Social Functions Committee

The Social Functions Committee shall be responsible for securing, storing, and presenting for display all banners and signage of the Association, and shall coordinate all social activities of the organization.

SECTION 7: Bylaws Committee

The Bylaws Committee shall be responsible for ensuring that the mission and purpose of the organization are accurately reflected in the Bylaws, and will meet at least annually. This Committee will also examine the Articles of Incorporation at the direction of the President. This Committee will report recommended changes to the Board so that a draft may be provided to the General Membership.

SECTION 8: Community Traffic Watch Committee

The Community Traffic Watch Committee shall be responsible for ensuring that the mission and purpose of the program complies with the guidelines set forth in the Traffic Unit Community Traffic Watch Manual. The committee shall perform record management, training, participant selection and serve as liaison with the Tallahassee Police Department Traffic Unit as directed.

SECTION 9: Audit Committee

The Audit Committee shall consist of three (3) members, two (2) of whom must have served on the Board, to ensure knowledge of the Association and Association procedures. The Committee shall be responsible for conducting an Operational Audit in January, and a Financial Audit prior to December 31 each year. In the event a new Treasurer is elected in January, a second Financial Audit will be commissioned and completed by the end of February that current year. The Committee will report the results of their audit(s) to the Board of Directors at the next meeting after commissioning the audit(s), and will make their findings available in writing to the General Membership at the next available General Membership Meeting.

SECTION 10: Special Committees

The President may create Special and Ad Hoc Committees as needed.

## **ARTICLE VII**

### **FINANCIAL POLICY**

#### **SECTION 1: Contracts**

The Board of Directors may authorize any officer or officers, agent or agents of the Alumni Association, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Alumni Association. Such authority may be general or confined to specific instances.

#### **SECTION 2: Deposits**

All funds of the Alumni Association shall be deposited from time to time to the credit of the Alumni Association in such banks, trust companies or other depositories as the Board of Directors may select.

#### **SECTION 3: Checks and Drafts**

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Alumni Association shall be signed by such officer or officers, agent or agents of the Alumni Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. Such instruments require a signature from any two of the following elected officers: President, Treasurer or Secretary.

#### **SECTION 4: Gifts**

The Board of Directors may accept on behalf of the Alumni Association any contribution, gift, bequest, or device for general purposes or for any special purpose of the Alumni Association.

#### **SECTION 5: Fund Raising**

Operational fund raising and charitable fund raising activities may be suggested by the Board of Directors and recommended and approved by a majority vote of the membership at a Regular Membership Meeting. The Board of Directors may supercede such activities if it finds that such activities are in violation of the purpose of the organization, Articles of Incorporation or Bylaws of the Alumni Association.

#### **SECTION 6: Financial Records**

All Alumni Association expenditures approved by the Board of Directors will be made by check and signed by at least two (2) authorized officers. Only the President, Treasurer, and Secretary shall be authorized to sign checks.

SECTION 7: Net Earnings

No part of the net earnings of the Alumni Association shall enure to the benefit of or be distributable to its members, officers, directors or other persons, except that members or Board of Directors may be reimbursed for limited out of pocket expenses, with prior Board approval of the expenditure.

**ARTICLE VIII**  
**BOOKS AND RECORDS**

The Alumni Association shall keep correct and complete books and records of account, and shall also keep minutes of all meetings of the Board of Directors and committees having any of the authority of the Board of Directors, with time and place of holding, whether regular or special (and, if special, how authorized), the notice thereof given, the names of those present at committee or Board of Directors' meetings and the proceedings thereof. All books and records of the Alumni Association may, upon written request, be inspected by any member or his/her agent or attorney for any proper purpose at any reasonable time. All original books and records will be kept by and maintained by the Secretary. The Association will keep a list of all names and addresses of the Board of Directors and Officers and a copy of the Bylaws at its registered office.

**ARTICLE IX**  
**FISCAL YEAR**

The fiscal year of the Alumni Association shall begin on the first day of January and end on the last day of December in each calendar year.

**ARTICLE X**  
**SEAL**

The Board of Directors may provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Alumni Association and the words "Corporate Seal of the Tallahassee Citizens' Police Academy Alumni Association, Inc." The Board of Directors may adopt, use, and thereafter alter the corporate seal.

**ARTICLE XI**  
**WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Florida Non-Profit Corporation Act, the Articles of Incorporation or the Bylaws of the Alumni Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE XII**  
**AMENDMENTS TO BYLAWS**

A two-thirds (2/3) majority vote of a quorum of the membership present at any General Membership Meeting, or at any Special Membership Meeting called for the purpose, shall be required to alter, amend, or repeal these Bylaws and for new Bylaws to be adopted and added.

### **ARTICLE XIII LIAISON**

Any Officer of the Tallahassee Police Department as appointed by the Chief shall act as a liaison between the Citizens' Police Academy Alumni Association and the Police Department.

### **ARTICLE XIV PARLIAMENTARY AUTHORITY**

The Alumni Association shall be governed by common accord and the parliamentary authority shall be *Robert's Rules of Order* [current edition].

### **ARTICLE XV RATIFICATION**

The above Bylaws being duly adopted by a majority vote of a quorum of the General Membership present at a meeting duly called and held on October 24, 2006.

Having operated in accordance with these Bylaws since January 2000, these Bylaws shall be effective as of that date.

Article I through Article XIV of these Bylaws, inclusive, were amended and ratified by a majority of a quorum of General Membership present at the General Membership Meeting on October 24, 2006.