

SOUTHERN POLICE INSTITUTE ALUMNI ASSOCIATION
INCORPORATED

BY-LAWS

Adopted 29 July 1983

Revised

July 1988

July 1991

November 1992

July 1997

October 1998

October 2000

July 2006

October 2009

April 2010

July 2010

January 2013

Article I
The Association Title

The name of this organization shall be the Southern Police Institute Alumni Association (herein after referred to as the Association). The Association shall be incorporated according to the laws of the Commonwealth of Kentucky. An office of the Association shall be maintained at the Southern Police Institute, University of Louisville.

Article II
Purpose of the Association

The purpose of the Association shall be to support the Southern Police Institute, University of Louisville (herein after referred to as the Institute); to provide training and retraining for the alumni of the Institute; and to provide a means of communication among the alumni, between the Association and the Institute, and among the Association, the Institute, and the alumni's sponsoring agencies. The Association members may raise funds to support scholarships to the Institute and to assist the other activities of the Institute and the University of Louisville.

Article III
Membership in the Association

Section 1: Classes of Membership

Membership in the Association shall consist of the following three (3) classes:

- a. Active membership shall be open to those persons who have completed satisfactorily the Administrative Officers Course, the Command Officers Development Course, or any seminar conducted

by the Southern Police Institute, University of Louisville, Louisville, Kentucky.

- a. Classification of membership shall be as follows:
 - Gold membership- Life time membership-\$375.00
 - Silver membership-5 year membership-\$225.00
 - Bronze membership-Annual membership-\$50.00

- b. Honorary membership shall be open to those who, in the opinion of the members, have rendered outstanding service to the Association.
- c. Life membership shall be open to all past officers of the Association who:
 - (1) Are members in good standing, and
 - (2) Served the office on a satisfactory and responsible manner.

Section 2: Application for Membership

- a. Persons eligible for active membership shall become active members upon payment of current dues to the Treasurer or to the Treasurer's designee.
- b. The sponsors shall submit applications for honorary membership to the Secretary of the Association at least sixty (60) days before the Annual Association Retraining Conference (herein after referred to as the Annual Conference). The Secretary shall refer those applications to the Membership Committee for recommendations. Honorary memberships shall be approved by two-thirds (2/3) votes of the active members present at the Annual Business Meeting. Honorary members shall have no vote.
- c. Applications for the life memberships shall be submitted in writing to the Secretary of the Association at least thirty (30) days prior to the Annual Conference. The Secretary shall refer those applications to the Membership Committee for investigations and recommendations. Life

members shall enjoy the same rights, privileges, and obligations as active members.

Section 3: Exclusions, Suspensions, and Expulsions

The Association shall have the power to exclude, to suspend, or to expel any member by a majority vote of the active members present and voting at the Annual Business Meeting for any conduct deemed to be subversive to the best interests of the Association.

Article IV Meetings

Section 1: Annual Business Meeting

An Annual Business Meeting shall be scheduled during each Annual Conference during which there shall be an election of officers and sessions for conducting business related to the activities of the Association.

Section 2: Conduct of Association Business

Business of the Association requiring active membership approval may be conducted by email or mail without a formal meeting as provided for in the Charter of the Association and provided it is not in violation of the By-laws of the Association.

Section 3: Use of Association Money

None of the monies received by the Association shall be used for the private use or for pecuniary profit of anyone connected therein.

Section 4: Business Meeting in Absence of Annual Conference

In the absence of an Annual Conference, the President shall convene a Business Meeting after notifying all active members by email or mail at their addresses of record.

Minutes of any business meeting will be emailed or mailed to active members at their mailing or email address on record as well as being placed on the SPIAA web-site.

Section 5: Annual Conference Financial Assistance

In the interest of ensuring quality training for the Annual Conference, Association funds may be used for costs associated with providing training during the Annual Conference.

- a. To receive financial assistance, the incoming President shall prepare a written request to the Treasurer. The request shall include an estimated budget proposal for the expected Annual Conference expenses related to training.
- b. The Treasurer shall cause notice to be given to the Executive board regarding the financial assistance requested. This notice shall be made during the Executive board meetings that precede the Annual Conference for which the financial assistance is requested.
- c. The Executive Board shall vote to approve, to deny, or to change the amount of financial assistance requested, not to exceed \$5000.00 for any given conference.
- d. If financial assistance is approved, the approved monetary loan may be made available to the Annual Conference President six (6) months before the dated of the Annual Conference. All financial assistance received shall be considered an interest-free loan with reimbursement

due to the treasury within sixty (60) days of the close of the Annual Conference unless exempted by approval of the members as provided in this Section.

- e. During the Annual Conference for which a financial assistance loan has been provided, the Annual Conference President shall provide a detailed report of all training related expenditures to the Treasurer and the Audit Committee. The report shall also indicate if the Annual Conference President is seeking reimbursement for any training related expenditures.
- f. The Audit Committee shall be responsible for evaluating the reimbursement request and making a recommendation for the amount eligible for reimbursement. The Audit Committee shall notify the members of its recommendation during the Annual Business Meeting.
- g. The members shall vote on the reimbursement request. Repayment of the financial assistance loan shall be reduced by the members' approved reimbursement amount. Reimbursement shall not exceed the approved amount. The remaining balance, if any, shall be due to the Treasury within sixty (60) days of the close of the Annual Conference.
- h. As a condition for receiving training reimbursement under provisions of this Section, the Annual Conference President, within sixty (60) days following the Annual Conference Business Meeting, shall be required to submit to the Treasurer a complete and comprehensive financial report of Annual Conference income and expenditures.
- i. Financial reimbursements as provided in this Section shall not be paid for an Annual Conference which concludes with surplus funds. If surplus funds are available, reimbursements shall be reduced by the amount of such surplus funds.

- j. The association shall purchase conference liability insurance each year for the standing President. The President shall submit three (3) bids to the Executive Board for approval. The Treasurer shall purchase and the Secretary shall maintain the policy.

Article V Officers

Section 1: Officers

- a. The officers of the Association shall be the President, the First Vice President, the Second Vice President, the Third Vice President, the Secretary, the Treasurer, and the Immediate Past President. All officers, except the Immediate Past President who shall serve ex-officio, shall be elected from the active members by a majority vote of the active members present and voting at the Annual Business Meeting. The President, the First Vice President, the Second Vice President, the Third Vice President, and the Immediate Past President shall hold office for one (1) year beginning at the end of the last scheduled event of the Annual Conference at which they were elected, or in the case of the Immediate Past President accepted, and shall serve until such time as their successors are duly elected and sworn into office. The Secretary and Treasurer shall serve terms of two (2) years beginning at the end of the last scheduled event of the Annual Conference at which they were elected and shall serve until their successors are duly elected and sworn into office.
- b. No officer except the Secretary and/or Treasurer shall succeed themselves.
- c. Except for the Secretary, the Treasurer, and/or the Immediate Past President, no two (2) officers shall reside and/or work in the same commonwealth or state.

- d. All officers shall be bonded by the Treasurer with the approval of the Executive Board in a manner and at an amount determined to be in the best interests of the Association.
- e. The other officers, by a majority vote, shall have the power to exclude, to suspend, or to expel any officer for any conduct deemed to be subversive to the best interests of the Association/ for neglecting the duties of the office as prescribed by the By-laws; or for any other violation of these By-laws after proper notice to the alleged offending officer.
- f. The Executive Board shall consist of the President, the First Vice President, the Second Vice President, the Third Vice President, the Secretary, the Treasurer, and the Immediate Past President.
- g. The Executive Board shall meet annually at the Annual Conference prior to the opening session to prepare and to coordinate Association business. The President shall prepare an agenda for this meeting based on requests of the other officers and pending issues and business items.

Section 2: Duties of the President

- a. The President shall preside at all meetings of the Association. He or she shall appoint members of all committees. He or she shall be the executive head of the Association; he or she shall exercise general supervision of its affairs; and he or she shall be responsible for the enforcement of these By-laws. He or she shall keep the active members fully informed of the activities of the Association. He or she shall approve all expenditures of funds.

- b. The President shall appoint a Parliamentarian, a Sergeant-At-Arms and regional directors as necessary prior to the first scheduled session of the Annual Conference. These persons shall serve at the pleasure of the President. The Parliamentarian shall advise the President regarding matters of procedure for meetings. The Sergeant-At-Arms shall maintain order during sessions of the Association. Regional directors shall act as liaison offers to the state officer in their region.
- c. The President shall serve as Chairperson of the Board of Directors of the John C. Klotter Scholarship Fund. He or she shall call meetings of the Directors as necessary.
- d. The President may travel at the expense of the Association for matters directly related to the business of the Association and the Institute. He or she also may designate other members of the Executive Board to travel at Association expense to represent him or her or to conduct other matters directly related to the business of the Association.

Section 3: Duties of the Vice Presidents and the Immediate Past President

- a. The First Vice President shall assist the President and in the absence, disability, or resignation of the President, the First Vice President shall perform all of the duties of the President as the Acting President. He or she shall serve as a member of the Nominating Committee, but shall not serve as Chairperson. He or she shall serve as Vice Chairperson of the Board of Directors of the John C. Klotter Scholarship fund and the endowment committee added to each section of responsibility.
- b. The Second Vice President shall assist the President and the First Vice President, and in the absence or disability of the President and the First Vice President shall perform the duties of the President as the Acting President. The Second Vice President shall serve as Chairperson of the Audit Committee. He or she shall serve with the

Board of Directors of the John C. Klotter Scholarship Fund and the endowment committee.

- c. The Third Vice President shall assist the President, the First Vice President, and the Second Vice President, and in the absence or disability of the President, the First Vice President, the Second Vice President, the Third Vice President shall perform the duties of the President as the Acting President. The Third Vice President shall serve as Chairperson of the Resolution Committee. No one shall be nominated for election to his office that is not in attendance as the Annual Conference during which he or she is nominated. All nominees to this office shall have been determined qualified by the Nominating Committee based on the nominee's demonstrated knowledge of the duties and responsibilities of Executive Board members. He or she shall serve on the Board of Directors of the John C. Klotter Scholarship Fund and the endowment committee.
- d. The Immediate Past President shall assist the President, the First Vice President, the Second Vice President, and the Third Vice President, and in the absence or disability of the President, the First Vice President, the Second Vice President, and the Third Vice President shall perform the duties of President as the Acting President. The Immediate Past President shall serve as liaison and consultant for the next Annual Conference and shall perform other duties as the President may designate. The Immediate Past President shall serve with the Board of Directors of the John C. Klotter Scholarship Fund and the endowment committee.

Section 4: Duties of the Secretary

- a. The Secretary shall cause to be recorded minutes of all meetings of the Association. The recorded minutes of all meetings shall be transcribed and draft copies furnished to the President, the First Vice President, the Second Vice President, and the Third Vice President

who shall approve and/or correct the draft copies and return them to the Secretary. The Secretary shall forward a copy of the minutes to the Association President for approval. The Secretary shall coordinate with the Association President to have a copy of the approved minutes posted on the SPIAA website under the members' section. He or she shall have copies of the approved minutes available to the President as needed for delegates at the Annual Business Meeting.

- b. The Secretary shall cause to be kept an up-to-date roster of all graduates of the Institute and he or she shall cause to be kept an up-to-date roster of all dues-paid members of the Association. The roster of graduates shall be verified with the official records of the Institute.
- c. The Secretary shall cause to be issued annual dues notices to all eligible graduates of the Institute.
- d. The Secretary shall cause dues cards to be issued to each paid member upon notice from the Treasurer of payment. All officers shall be issued dues cards denoting the office held.
- e. The Secretary shall notify by certificate all elected officers of their election.
- f. The Secretary by direction of the President or the Acting President shall issue notices of all meetings.
- g. The Secretary shall keep the approved minutes of all Association meetings and shall have them present at all Business Meetings.
- h. The Secretary shall prepare a packet of pertinent matters for all officers immediately prior to each Annual Conference.
- i. The Secretary shall cause the By-laws to be revised as required upon the completion of each Business Meeting and issue copies upon request. He or she shall coordinate with the Director of the Institute to

publish all amendments to the By-laws in the next edition of the *SPIAA News* and/or SPIAA website under the members' section.

- j. The Secretary shall assist the Treasurer, the Association Assistant, and the Program Chairperson to collect dues for the current year during registration for the Annual Conference.
- k. The Secretary shall prepare a contract for services containing arrangements for the Institute staff or other appropriate persons to assist the Secretary and the Treasurer in their official duties at compensation to be determined by the Executive Board. The President shall sign the completed contract. This person may be referred to as the Association Assistant.
- l. The Secretary shall serve as Historian of the Association.
- m. The Secretary shall serve with the Board of Directors of the John C. Klotter Scholarship Fund.
- n. The Secretary shall perform other related duties as directed by the President or the Acting President.

Section 5: Duties of the Treasurer

- a. The Treasurer shall receive and take charge of all funds belonging to the Association, pay all debts as directed or as approved by the President, and keep an accurate account of all funds received and expended.
- b. The Treasurer shall submit all vouchers to the President for approval prior to issuing checks on the Association account.

- c. Upon receipt of dues, the Treasurer shall forward in a timely manner to the Secretary a complete list of paid members for the issuance of dues cards. Copies of the returned dues notices shall be sent to the Association Assistant who shall update the Association's records.
- d. The Treasurer shall receive the voluntary contributions for the John C. Klotter Scholarship Fund and the Association Auxiliary dues. Proper reporting shall be exercised and funds shall be forwarded to the Treasurer of the John C. Klotter Scholarship Fund and/or the Association Auxiliary.
- e. The Treasurer shall keep and preserve all proper vouchers, time sheets, travel reimbursements requests, account books, checkbooks, and other financial documents of the Association which shall be audited annually by a Certified Public Accountant and reviewed by the duly appointed Audit Committee. The Treasurer shall maintain a business year on a fiscal year basis beginning 1 July and ending 30 June.
- f. The Treasurer shall establish, with approval of the Executive Board, any necessary accounts for the proper handling of funds and shall provide sound financial investments at insured banking institutions in the best interests of the Association.
- g. The Treasurer shall deposit all funds into the appropriate accounts within fifteen (15) days of their receipt.
- h. The Treasurer shall determine and shall obtain necessary bonding for all members of the Executive Board.
- i. The Treasurer shall maintain knowledge of all Internal Revenue Service codes as they pertain to "Public Charities for Educational Purposes."

- j. The Treasurer shall file all necessary tax-related documents with the Internal Revenue Service and appropriate commonwealth or state revenue services.
- k. The Treasurer shall provide to the officers of the Association a financial statement at any called meeting of the Executive Board.
- l. The Treasurer shall submit a formal financial report to the members attending the Annual Conference based on the annual audit for the fiscal year ending 30 June of the current year. A copy of this report shall be available as needed for delegates at the Annual Conference and published in the next issue of the *SPIAA News* and/or the SPIAA website.
- m. The Treasurer shall submit to the John C. Klotter Scholarship Fund a check in the amount of the current tuition for the Administrative Officers Course within sixty (60) days of the close of the Annual Conference.
- n. The Treasurer shall attend the Annual Conference and supervise the collection of dues and/or any other funds with the assistance of the Secretary and any other appropriate persons.
- o. The Treasurer shall maintain a petty cash fund (up to \$100) which shall be used for general expenses and shall be accounted for by receipt.
- p. The Treasurer shall deliver to the succeeding Treasurer all monies, books, documents, records, supplies, and equipment in the Treasurer's possession within thirty (30) days of the expiration of the Treasurer's term of office and shall be given a receipt there for.

Article VI

Committees

Section 1: Standing Committees

The following named Standing Committees shall perform the functions and activities listed below for the Association:

- a. A Membership Committee, whose duty is shall be to investigate applications for honorary and life memberships and to recommend to the Association whether the persons named in the application shall be accepted or declined. The Committee shall perform other duties as the President may designate.
- b. A Program Committee, whose duty it shall be to make all arrangements for the Annual Conferences of the Association, and to provide a program of police education and training at the Annual Conferences.
- c. A Nominating Committee shall be appointed prior to the first scheduled session of the Annual Conference consisting of a minimum of five (5) members present at the Annual Conference to present a slate of officers for the following year. The President shall designate one of the members of this committee to act as Chairperson and render the report to the members assembled at the Business Meeting. The members of the Nominating Committee shall circularize the membership present to determine the best available candidates. The Committee shall make a unanimous report of their nominations. If a unanimous report cannot be made, the Committee shall be discharged and a new committee appointed. No member shall be nominated except a current, active, dues-paid member, who is in attendance at the Annual Conference, who is an active member, and who demonstrated his or her knowledge of the duties and responsibilities of the Executive Board. Nothing in these By-laws shall be construed to require that the Nominating Committee recommend only one candidate for the office of the Third Vice President. The First Vice

President shall serve as a member of this committee but not as Chairperson.

- d. An Audit Committee shall be appointed prior to the first scheduled session of the Annual Conference consisting of a minimum of five (5) members whose duty shall be to examine the financial report made to the President. The Audit Committee shall review and approve, by signature of all members, the financial report submitted by the Treasurer. The Second Vice President shall serve as Chairperson of the Audit Committee and render its report.
- e. A Resolution Committee shall be appointed prior to the first scheduled session of the Annual Conference consisting of a minimum of five (5) members whose duty shall be to recommend to the general membership for approval and recognition of individuals and/or organizations who have contributed significantly to the Association and/or its causes. The Third Vice President shall serve as Chairperson of the Resolution Committee and shall render its report.
- f. A Planning and Advisory Committee whose duty shall be to establish and to perpetuate a working liaison between the staff and faculty of the Institute and the Association; conduct studies and long-range planning, in conjunction with the faculty and staff of the Institute, pertaining to curriculum, admission standards, program effectiveness, and organization and management of the Association; and assist and serve in an advisory capacity to the Association's Executive Board on all matters as directed by the President.
 1. The committee shall consist of five (5) members, four (4) from the Association and one (1) from the faculty of the Institute.
 2. Upon adoption of this amendment, the President shall name four (4) members to the Committee. Terms shall be staggered and of four (4) years, three (3) years, two (2) years, and one (1) year respectively. Subsequent Presidents will appoint one (1)

member of the Institute faculty to the Committee for three (3) year terms.

3. The Committee members shall serve only one (1) term.
4. The Committee members shall elect from among the Committee members a Chairperson and a Vice Chairperson.
5. Insofar as practicable, Committee members from the Association shall be selected on the basis of geographical area and type of law enforcement organizations represented.

- g. Constitutional By Law and Constitutional Committee can be appointed as needed by the President.
- h. No member shall be appointed to either the Nominating or Audit Committee who has served on the same Committee during the prior three (3) Association Conferences. Exception will be the First and Second Vice Presidents as directed by c. and d. of this section.
- i. All Committee members shall serve from the time of appointment until properly discharged by the appointing President or until the President is succeeded by his or her successor.

Section 2: Ad Hoc Committees

The Association, the President, or the Executive Board may establish ad hoc committees to perform specific tasks as needed to carry out the purposes of the Association. Such committees shall be given limited assignments and specific times for completing their tasks. The charges to such committees shall include the form of their reports and the recipients of their report.

Article VII

John C. Klotter Scholarship Fund

Section 1: Board of Directors

The Board of Directors of the John C. Klotter Scholarship Fund shall be comprised of the following members:

- a. The President of the Association who shall serve as Chairperson and call such meetings as necessary.
- b. The First, the Second, and the Third Vice Presidents as well as the Immediate past President of the Association. The First Vice President shall serve as Vice Chairperson.
- c. The Secretary and the Treasurer of the Association.
- d. The Director of the Institute who shall have a vote and serve as Secretary-Treasurer of the Board.
- e. One (1) member elected at each Annual Conference Business Meeting as nominated from the floor whose term shall expire at the next Annual Conference upon his successor's being duly elected. If a Director of the fund becomes unable to fulfill his or her term, an interim representative shall be appointed by the Chairperson to serve the remainder of the term.

Section 2: Duties of the Directors

The Directors of the scholarship fund are charged with overseeing the management and overall good order of the fund. The Directors also shall ensure such funds are issued to those applicants who have been voted on and approved by the general membership to receive such scholarships.

Article VIII
Procedures for Meetings

Section 1: Rules of Order

Robert's Rules of Order, Newly Revised, shall be the authority for parliamentary law and procedure followed at Business Meetings except as provided in these By-laws. The provisions of these By-laws may not be suspended or amended except as provided in Article XII.

Section 2: Order of Business

The order of business for conducting Business Meetings of the Association shall be as follows:

- a. Call to order.
- b. Roll call of officers.
- c. Approval of minutes of previous meetings.
- d. Communications and bills.
- e. Report of officers.
- f. Committee reports (except Nominating Committee).
 1. Audit Committee (The Second Vice President shall present a report on the Treasurer's Financial Report and the Audit review. There will be an opportunity for recommendations and/or discussion.)
 2. Membership Committee (Recommendations regarding applications for membership shall be presented.)

3. Program Committee (When applicable.)
 4. Resolutions Committee
 5. Other Committees as appointed by the President.
- g. Deferred business.
 - h. New business.
 - i. Nominating Committee report and election of officers.
 - j. Nominations from the floor and election of one (1) member to serve with the Board of Directors of the John C. Klotter Scholarship Fund.
 - k. Installation of new officers with oath. The outgoing President or his or her designee may install the new officers at this time or at the concluding event of the Annual Conference. The new officers shall subscribe to the following oath of office:

“I (state individual names) do solemnly swear (or affirm) that I faithfully will perform the duties and responsibilities of the office to which I have been elected to the best of my abilities and knowledge and will continue to serve in that capacity until my successor has been elected and installed so help me God.”
 - l. Good of the Association.
 - m. Selection of the forthcoming Annual Conference site (The Annual Conference site shall be voted on by the members for approval in conjunction with the yearly election of the Third Vice President).
 - n. Motion for adjournment.

Section 3: Business Affairs

- a. The members, Executive Board, and business of the Association shall be bound only by these By-laws, the provisions of the laws of Articles of Incorporation, and the laws of the commonwealth of incorporation.
- b. Motions and business acted upon and approved during the Business Meetings which have not been submitted as amendments to the By-laws shall be valid only until the next regular Business Meeting except with respect to the obligations of contracts.
- c. All business submitted with the intent of permanency shall be in the form of amendments to and in accordance with these By-laws.

Article IX Quorum and Voting

Section 1: Quorum

Twenty-five (25) active members in good standing shall constitute a quorum transaction of business.

Section 2: Voting

A majority vote of active members present and voting shall be sufficient for the transaction of business except with respect to an amendment to these By-laws or rules which shall require a two-thirds (2/3) vote of the active

members present and voting.

Article X Annual Dues

Section 1: Regular Annual Dues

Annual dues of the Association shall be fifty dollars (\$50.00) and membership shall expire on 30 June of each year.

The dues shall be distributed as follows:

- a. Fifty dollars (\$50.00) shall go to the general operating fund of the Association for performing Association business.
- b. Ten dollars (\$10.00) shall go to the President for use in the Annual Conference.

New and Retired Members Annual Dues:

- a. Retired active law enforcement, and not otherwise engaged in full-time employment, members' dues to the Association shall be twenty-five (\$25.00) and membership shall expire on 30 June of each year.
- b. New members, joining for the first time, annual dues shall be fifty (\$50.00) until 31 December of the next year succeeding the first Annual Conference which follows their date of membership.

Section 2: Annual Dues Notice

The annual dues notice shall contain a section for a voluntary contribution to the John C. Klotter Scholarship Fund. This voluntary contribution shall be in addition to the dues and at the discretion of the individual member.

The annual dues notice shall contain a section for the member to submit Auxiliary dues. Proper reports and accounting shall be prepared by the Treasurer of the Association Auxiliary.

Article XI Distinguished Alumni Award

Section 1:

The Distinguished Alumni Award hereby is established to provide recognition for members of the Association who distinguish themselves by providing meritorious service to the Association and to the Institute. The award shall be in the form of a suitably inscribed plaque.

Section 2:

To be considered for the award, the nominee must be:

1. A graduate of the Administrative Officers Course of the Institute.
2. A member in good standing of the Association and
3. Nominated by a fellow alumnus or alumnae.

Section 3:

Applications for the award shall be submitted in writing to the Secretary no later than 1 April of the award year. A detailed narrative account of the nominee's qualifications for the award shall be submitted as part of the nomination process. Upon receipt, the application will be forwarded to the President of the Association who shall cause an inquiry to be made to verify the nominee's achievements.

Section 4:

Final selection of the award recipient shall be made by the Executive Board of the Association. Only one (1) award shall be given each year; it shall be presented during the Annual Conference. If the Executive Board finds no one has been nominated or the candidates nominated do not meet the established criteria for the award, the award shall not be presented. The award shall be reserved for those alumni who distinguish themselves in a very significant way.

Section 5:

Nominees may qualify for the award by:

1. Distinguishing themselves in law enforcement education,
2. Making a significant contribution to the Association and/or the Institute,
3. Being responsible for or providing a leadership role in the development of an innovative technique or program applicable to law enforcement,

4. Setting an example through personal attributes and accomplishments that represent the highest ideal in membership in the Association, and
5. Demonstrating other action and/or meritorious service that the President and the Executive Board deem worthy of recognition.

Article XII Amendments

Section 1:

The active members shall possess the power to make such By-laws and rules as are necessary to regulate the affairs and business of the Association as are not inconsistent with provisions of the laws of the Articles of Incorporation or the laws of the commonwealth of incorporation.

Section 2:

Proposed amendments to these By-laws shall be submitted in writing to the Secretary at least sixty (60) days prior to being considered for adoption at the Annual Business Meeting. The Secretary shall cause copy of proposed amendments to be available to the delegates at the Annual Conference and placed on the SPIAA website members' section.

Section XIII Association Auxiliary

Section 1: Name and Status

The Association may establish and maintain a Southern Police Institute Alumni Association Auxiliary, (herein referred to as the Auxiliary) to support and to assist the Association, the Institute, and the University of Louisville. The Auxiliary shall be bound by the laws of the commonwealth of incorporation and the By-laws for its governance and operation. Except by explicit written instructions, the Auxiliary shall not take any action under any guise that would obligate financially or otherwise the Association, the Institute, and/or the University of Louisville.

Section 2: Membership

Spouses, siblings, parents, and children of Institute alumni may become members of the Auxiliary. The Auxiliary may extend membership to other persons according to duly promulgated By-laws and/or resolutions. The Auxiliary may establish and maintain a dues schedule for membership.

Section 3: Meetings

The Auxiliary may conduct meetings and other activities during Annual Conferences and/or at other times and places after proper notice to members and the determination of a quorum for business meetings.

Section 4: Participation in Association Activities

The Auxiliary shall be invited to participate in all appropriate activities of the Association. The Auxiliary may schedule and participate in its own activities during meetings of the Association.

Article XIV Severability

If any part of these By-laws shall be declared invalid, null, and/or void by a superior authority, including but not limited to a court of competent jurisdiction, the remaining parts of these By-laws shall remain in full force and effect.

Article XV Dissolution

If the Association should be dissolved, all assets of the Association shall be given to the Southern Police Institute.