



## ARTICLE I

### Section – 1. ASSOCIATIONS MISSION STATEMENT

- A. To create an atmosphere of mutual understanding, cooperation, and coordination between security management personnel and government officials in downtown Dallas in the areas of security, crime prevention, Fire/Life safety, and training that will foster and encourage a high level of professionalism amongst the membership.

### Section – 2. PUBLICITY

- A. It shall be the policy of this Association for all members to use discretion in discussing, publishing or disseminating in any manner information pertaining to Association business to any person, firm or corporation without the express consent of the President of the Association.
- B. The Association, its officials and members shall refrain from taking initiative action on questions of policy which clearly falls within the purview of the Association provided however; nothing herein shall be constructed to limit free discussion of subjects referred to it by the members of the Association, but without publicity of such subjects.
- C. A free and unrestricted discussion by members on any subject shall be permitted at any business or executive session, subject to the program order of the meeting.

## ARTICLE II

### Section – 1. MEMBERSHIP

- A. Membership in this organization shall be of one (1) classification: Regular
- B. A Regular member shall be a Security Director, Manager, person in responsible charge or designated representative of a downtown Dallas area property and/or company, be it of a proprietary or non-proprietary nature. Qualified individuals from outside the downtown area shall not be restricted from membership. Vendors/sales representatives of security and life/safety equipment companies **do not** qualify as members.
- C. Each regular member of the Association shall be entitled to one (1) vote in the business and affairs of the Association. In the absence of a regular member, an alternate may be designated to represent and vote on behalf of the member.



## **Section – 2. ANNUAL MEMBERSHIP FEES**

**The following rate structure and rules will become effective January 1, 2014**

- A. The annual membership fee per member shall be \$50.00.
- B. Membership fees are due in full on January 30<sup>th</sup> of each year.
- C. In the event that the organization should dissolve, all available assets will be liquidated and donated to the Assist the Officer Foundation of Dallas, TX.”
- D. If any account is delinquent more than 60 days, the Treasurer shall notify the member of the delinquency, and possible consequences of further delay in payment.
- E. On accounts that are over 90 days the member shall automatically be suspended.
- F. At the next regular meeting, the Treasurer may approach the delinquent member to inform him/her of the status to the Association’s Officers.
- G. The Treasurer shall allow the delinquent member to present his/her statement if present.
- H. Following this, the officiating Officer shall submit the matter for resolution by vote to the Association members present. The Association members shall have power by vote of a simple majority of all attending members to determine whether the member shall be.
  - 1. Reinstated upon payment of his/her indebtedness.
  - 2. Suspension be continued for no more than 30 days longer
  - 3. Expelled from membership in the Association
- I. Monies will be maintained in an account administered by the Treasurer.

## **Section – 3. SUSPENSION OR EXPULSION OF MEMBERS**

- A. The Association’s members, after having been given specific written notice of a formal assembly to vote, shall have power to determine by vote of a simple majority of all attending members.
  - 1. To expel any member for nonpayment of dues
  - 2. To reprimand, suspend, or expel any member guilty of any violations of the By-Laws of the Association, or for unbecoming conduct or for other good or sufficient cause



- B. The determination of the Association as to the sufficiency for the cause for expulsion or suspension or reprimand shall be final.

### ARTICLE III

#### Section – 1. ELECTED OFFICERS

- A. The elected officers of this Association shall consist of a:
  - 1. President
  - 2. Vice President/ Secretary
  - 3. Treasurer
  - 4. Assistant Treasurer
- B. The term of each elected officer will be for the 2 calendar years concurrently, in which they were elected to serve. The term of office will expire at midnight on December 31<sup>st</sup> on the last day of the 2 year term.
- C. In the event that an elected officer resigns his/her position, the position will be offered to the next ranking officer in order until the position is filled.
- D. In the event an office can not be filled, an election will be held at the next regular meeting to fill the position.

#### Section – 2. Duties

- A. **President:** The President shall preside at all meetings of the Association. The President will fulfill all the duties that the title by general usage would indicate, or as specified by the Executive. In his/her absence or inability to act, the Vice President shall perform the duties of the office.
- B. **Vice President/ Secretary:** The Vice President/ Secretary will fulfill all the duties that the title by general usage would indicate, or as specified by the Executive Committee. The Vice President/ Secretary shall:
  - 1. Keep a record of all meetings of the members of the Association.
  - 2. Give notice of all regular and special meetings to the members of the Association.
- C. **Treasurer:** The Treasurer shall:
  - 1. Collect hold and disburse under the direction of the Officers of the Association, all monies of the Association.
  - 2. Be charged with the duty of collection of all money due the Association from members thereof and all other sources.



## ARTICLE III

### Section – 2. DUTIES (Cont.)

3. Keep or caused to be kept regular books of accounts and submit a statement of his accounts at the monthly meeting of the Association.
4. Exhibit to the officers before each annual meeting a full account of the receipts disbursements during the calendar year's past, in which the items shall be given in detail, particularly showing the sums received from members and the account on which the same were paid of all disbursements made during the calendar year, which disbursements shall be supported by vouchers. The Officers shall examine and report vouchers therewith submitted and if found correct shall present it to the Association at its annual meeting in connection with their report.
5. Upon request of the Officers, fully report the status of all members of the Association, stating who has been, or is under suspension for delinquency and who, if any has by delinquency, submitted his/her membership forfeit. He shall also upon request of the Officers, report a statement of all amounts due from members specifying which assessment remain unpaid by each member, and the reason for its not having been collected.
6. Deposit all monies of the Association in the name of the Association with some bank or banks in the City of Dallas to be designated by the Officer.

#### D. **Assistant Treasurer** – The Assistant Treasurer shall:

1. Fulfill all the duties that the title general usage would indicate, or as specified by the Executive Committee. The Assistant Treasurer will assume the duties of Treasurer when the Officer is absent from the position.

## Section – 3. EXECUTIVE COMMITTEE

- A. The Executive Committee shall consist of the President, Vice President/Secretary and the immediate past President.

## ARTICLE IV.

### Section – 1. REGULAR MEETING

- A. The Association shall meet regularly on 2<sup>ND</sup> Wednesday of each calendar month. There shall be a minimum of one (1) meeting each calendar month.

### Section – 2. SPECIAL MEETING

- A. Such special meetings may be called as deemed necessary by the President or the Executive Committee.



### **Section – 3. ANNUAL ELECTION OF OFFICERS**

- A. Candidate nominations for new Association Officers will be received in October at the regular meeting.
- B. Voting ballots will be enclosed in the mailing of the October minutes to the Association members.
- C. Annual election of the Association Officers shall be conducted by written ballot in November during the regular meeting. Ballots will be collected before adjournment and counted along with mail-in ballots received prior to the meeting from members voting in absentia.
- D. A simple majority of the total vote for the office in which they were a candidate will determine winners.
- E. Official announcement of the election results and the name of the new officers will be disclosed in the November minutes.
- F. The new Association Officers will be formally introduced to the members at the annual meeting in January.

### **Section – 5. QUORUM**

- A. Any number of members, who shall include the President and/or Vice President / Secretary, shall constitute a Quorum at any meeting of the Association.
- B. A simple majority will determine the voting outcome of any business transaction.

## **ARTICLE V**

### **Section – 1. REMOVAL OF OFFICERS**

- A. A statement listing charges against the Officer(s) shall be written and presented to the Officer(s) charged.
- B. A copy of the charges preferred against any Officer shall be served upon him at least ten (10) days before a formal meeting with the Association Officers at which such charges shall be considered and the Officer charged shall have an opportunity to make his/her defense.
- C. At the conclusion of this meeting, a specific time, date and place will be set for a meeting requesting the attendance of all Association members so that all charges may be disclosed, defense given, and a written vote to be taken.
- D. The Association shall have power by vote of a simple majority of all attending members thereof, who having been given specific written notice of a formal assembly to vote, to remove any officer of the Association with cause.



E. The determination of the Association as to the sufficiency of the cause for removal shall be final.

## **ARTICLE VI**

### **Section – 1. CONSTRUCTION OF THE BY-LAWS**

A. The Officers of the Association shall determine the construction to be placed upon these By-Laws or on any part or parts thereof, which may be in conflict or doubtful meaning.

## **ARTICLE VII**

### **Section – 1. ORDER OF BUSINESS**

- A. The order of business at all meetings shall be as follows:
1. Call to order, roll call
  2. Approval of minutes from last meeting
  3. Treasurer's Report
  4. Program/ Speaker
  5. Old Business
  6. New Business
    - a) Open Format
    - b) Crime Statistics
    - c) Criminal information exchange
    - d) Employee resource exchange
  7. Adjournment