CONSTITUTION AND BYLAWS

OF

NEW BALTIMORE, MICHIGAN

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APPROVED AND ADOPTED

WITH IMMEDIATE EFFECT

ON

MAY 13, 2010
CONSTITUTION AND BYLAWS

OF

NEW BALTIMORE POLICE OFFICERS ASSOCIATION

NEW BALTIMORE, MICHIGAN

ARTICLE I

NAME OF ORGANIZATION

This organization shall be named and known as NEW BALTIMORE POLICE OFFICERS ASSOCIATION, hereinafter also referred to as NBPOA.

ARTICLE II

PURPOSE AND OBJECTIVE OF NBPOA

The purpose and objective of this organization (NBPOA) shall be to promote the fraternal, professional and social interests and causes of its Members through good fellowship, social activities, advancement and acquisition of relevant information, knowledge and understanding between and among Members, advancement of good community relations and the support of NBPOA and its Members, local charities, individuals in need of help and assistance and worthy causes through the careful and thoughtful expenditure of NBPOA funds and/or the expenditure of time and effort and assistance by Members of NBPOA to promote and advance the purpose and objective of NBPOA.

ARTICLE III

MEMBERSHIP AND ELIGIBILITY FOR MEMBERSHIP

SECTION 1

Classifications of Membership in NBPOA

There shall be two (2) different classifications of Membership in NBPOA, to wit: Regular Membership and Associate Membership.

(A) Regular Membership: Any current or past “employee” of the New Baltimore Police Department shall be eligible for Membership in NBPOA as a Regular Member, subject to acceptance and approval by a simple majority vote of the Regular Members of NBPOA present, eligible to vote and voting at a Meeting of the Membership of NBPOA. “Employee” under this ARTICLE III shall include New
Baltimore Chief of Police, New Baltimore Police Officers and New Baltimore Reserve Police Officers, if any. “Employee” under this ARTICLE III shall also include

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New Baltimore Police Cadets, the designated and approved Chaplain for the New Baltimore Police Department and the person or persons employed by the City of New Baltimore, Michigan as the Clerk/Dispatcher for the New Baltimore Police Department.

(B) **Associate Membership:** Any person not a current or past “employee” of the New Baltimore Police Department who is sponsored by a Member of NBPOA (whether such Member is a Regular Member or an Associate Member) to become an Associate Member of NBPOA shall be eligible for Membership in NBPOA as Associate Member, subject to acceptance and approval by a simple majority vote of the Regular Members and Associate Members present, eligible to vote and voting at a Meeting of the Membership of NBPOA.

**SECTION 2 Applications for Membership / Process for Becoming a Member in NBPOA:**

(A) Any person desiring to become a Regular Member or an Associate Member of NBPOA shall first complete and submit to the Secretary of NBPOA an NBPOA Membership Application Form (as authorized and approved by the Executive Board of NBPOA). All Applicants shall disclose in detail in the NBPOA Membership Application Form any prior criminal history, all prior criminal convictions and any and all criminal charges pending or threatened against the Applicant at the time of Application. The Executive Board of NBPOA may also require Applicants to pay an Application Fee with their completed NBPOA Membership Application Form, said Application Fee to be in an amount as determined and voted by the Executive Board of NBPOA and may be used by NBPOA to pay for the cost of a Criminal History Report/Background Check relative to the Applicant and/or for any other lawful purpose or objective of NBPOA.

(B) Once an Applicant has completed and submitted the required NBPOA Membership Application Form and paid the required Application Fee, if any, and a Criminal History Report/Background Check relative to the Applicant has been completed, a Notice of the Applicant's Application for Membership in NBPOA shall be disclosed and announced to the Membership of NBPOA at the next regular Meeting of the Membership of NBPOA. The Membership of NBPOA shall be afforded an opportunity to comment on and/or object to and/or indicate support of the Applicant's Application for Membership in NBPOA up to and including the next regular Meeting of the Membership of NBPOA occurring after the Meeting when the Notice of the Applicant's Application for Membership in NBPOA was disclosed and announced to the Membership. After the Membership of NBPOA has been afforded the opportunity as stated above to comment on and/or object to and/or indicate support of an Applicant's Application for Membership in NBPOA, the Membership of NBPOA (including Regular Members and Associate Members, if permitted to vote) present, eligible to vote on the matter and voting at a Meeting (Regular Meeting or Special
Meeting) of the Membership of NBPOA shall vote to either approve or deny the Applicant's Application and Request to become a Regular Member or Associate Member of NBPOA. No person having a felony conviction or other “serious” criminal conviction on his or her record shall be permitted to become a Regular Member or Associate Member of NBPOA or to remain a Regular Member or Associate Member of NBPOA.

SECTION 3  Members in Good Standing:

A Member of NBPOA, whether a Regular Member or an Associate Member, Shall and must be and remain a Member “in good standing” at all times in order to keep and maintain his or her Membership in NBPOA. In order to satisfy this requirement of Membership in NBPOA and remain a Member “in good standing”, a Member must personally attend at least two (2) Regular Membership Meetings of NBPOA per calendar year and also personally attend and assist at a minimum of one (1) NBPOA-sponsored event per calendar year. Failure to satisfy and comply with these requirements may result in the loss of Membership in NBPOA, as determined by a vote of the Membership of NBPOA present, eligible to vote and voting on the issue at a Meeting of the Membership of NBPOA.

ARTICLE IV

MEMBERSHIP VOTING RIGHTS

SECTION 1  Voting Rights of Regular Members of NBPOA:

(A) Regular Members of NBPOA “in good standing” (as used and described in ARTICLE III) shall have the right to vote on all matters, questions, issues and concerns placed or brought before the Membership of NBPOA for a vote or decision, unless prohibited from doing so by this Constitution and Bylaws of New Baltimore Police Officers Association or by applicable Michigan laws and statutes. Only Regular Members of NBPOA shall have the right and shall be permitted to vote on or for the adoption of and/or the amendment of the Constitution and Bylaws of New Baltimore Police Officers Association. Only Regular Members of NBPOA shall have the right and shall be permitted to make nominations for and vote for the election of President, Vice-President and Sergeant at Arms of NBPOA. Only Regular Members of NBPOA shall have the right and shall be permitted to vote on finding and determining whether or not a Regular Member is “in good standing” (as used and described in ARTICLE III) and whether or not a Regular Member who is found and determined to not be “in good standing” (as used and described in ARTICLE III) should, as a result thereof, lose his or her Membership in NBPOA.

(B) Voting Rights of Associate Members of NBPOA:

Associate Members of NBPOA “in good standing” (as used and described in ARTICLE III) shall have the right to vote on all matters, questions, issues and concerns
placed or brought before the Membership of NBPOA for a vote or decision, which such matters, questions, issues and concerns are not specifically reserved in this ARTICLE IV (or any other provision(s) of this Constitution and Bylaws of New Baltimore Police Officers Association) exclusively for a vote or decision by the Regular Members of NBPOA.

(C) Voting Determination / Decision by Simple Majority Vote:

Any matter, question, issue or concern placed or brought before the Membership of NBPOA for a vote or decision at a Meeting of the Membership of NBPOA shall be decided and determined by a simple majority vote of Members of NBPOA present, eligible to vote and voting on the matter, question, issue or concern at said Meeting.

ARTICLE V

ANNUAL MEMBERSHIP DUES

Annual Membership Dues for all Regular Members of NBPOA and/or for All Associate Members of NBPOA may be determined and assessed by a vote of the Membership of NBPOA. If Annual Membership Dues are determined and assessed by a vote of the Membership of NBPOA, such vote shall also determine the amount of and manner of payment of such Annual Membership Dues and the date or dates upon which such Annual Membership Dues are due and payable. Annual Membership Dues for Regular Members may differ in amount from the Annual Membership Dues for Associate Members. Failure of a Member to pay Annual Membership Dues, if required, shall be grounds for suspension of Membership and/or for the loss by said Member of Membership in NBPOA in accordance with rules and procedures determined by and approved by a vote of the Membership of NBPOA. This ARTICLE V of the Constitution and Bylaw of New Baltimore Police Officers Association does not require that either Regular Members or Associate Members be assessed Annual Membership Dues or obligated to pay Annual Membership Dues but rather, this ARTICLE V merely permits the determination and assessment of such Annual Membership Dues.

ARTICLE VI

ASSETS AND PROPERTY OF NBPOA

SECTION 1 Ownership of Assets and Property:

(A) All money, funds, donations, gifts and other assets and property received by NBPOA shall be the sole and separate property of and shall be owned by NBPOA, except for any money, funds, donations, gifts, assets and property received by and/or held by NBPOA for the specific benefit of some other person, organization, association, entity or cause, in which case NBPOA shall hold any such money, funds, donations,
gifts, assets and property in trust for and shall thereafter in reasonable fashion distribute same to such person, organization, association, entity or cause.

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(B) Individual Members of NBPOA (whether Regular Members or Associate Members) shall have no individual or personal right, title, interest or claim of ownership in or to the property, funds and assets of NBPOA.

SECTION 2 Maintaining Assets and Property of NBPOA Safely and Securely / Depositing of Funds with Federally Insured Banking Institution:

The assets and property of NBPOA shall be kept and maintained in a safe and secure manner at all times. Cash and other liquid funds of NBPOA shall be deposited with and maintained in an account or accounts with/at a federally insured banking institution or federally insured financial institution.

SECTION 3 Dissolution and Disbandment of NBPOA / Disposition of NBPOA Assets and Property Upon Dissolution and Disbandment:

If at any time in the future the Membership of NBPOA formally determines that the purpose and objective of NBPOA, as stated and set forth in this Constitution and Bylaws of New Baltimore Police Officers Association, is/are no longer attainable or worthwhile pursuing, the Membership of NBPOA may vote to dissolve and disband NBPOA in accordance with applicable laws and statutes, in which case the assets and property of NBPOA shall be donated to an appropriate charitable institution or charitable organization as designated, voted and determined by the Membership of NBPOA or shall otherwise be legally disposed of as required by the laws and statutes of the State of Michigan.

ARTICLE VII
ADMINISTRATION, OFFICERS AND EXECUTIVE BOARD OF NBPOA

SECTION 1 Administration of NBPOA:

(A) The business, affairs and operations of NBPOA shall be administered by an Executive Board consisting of five (5) Officers elected by and from the Membership of NBPOA who are eligible to vote for said Officers.

(B) The Executive Board of NBPOA shall consist of the following five (5) elected Officers, to wit:

President
Vice-President
Secretary
Treasurer
Sergeant at Arms

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(1) Only a Regular Member of NBPOA shall be eligible to Hold the Executive Board Office of President.

(2) Only a Regular Member of NBPOA shall be eligible to Hold the Executive Board Office of Vice-President.

(3) Regular Members and Associate Members of NBPOA Shall be eligible to hold the Executive Board Offices of Secretary and Treasurer.

(4) Only a Regular Member of NBPOA shall be eligible to Hold the Executive Board Office of Sergeant at Arms.

(5) No Member of NBPOA shall hold two Executive Board Offices at the same time.

(C) The Members of the Executive Board of NBPOA shall perform and fulfill their respective duties, obligations and responsibilities as detailed, directed and set forth in ARTICLE VIII of this Constitution and Bylaws of New Baltimore Police Officers Association.

(D) The Executive Board of NBPOA shall be responsible for preparing and adopting an Annual Budget, determining how and where to invest the money and assets of NBPOA, proposing and/or recommending Amendments of/to the Constitution and Bylaws of New Baltimore Police Officers Association, recommending to the Membership of NBPOA and/or selecting worthy causes for NBPOA to support, determining Membership status of the Members of NBPOA (unless otherwise herein provided) and administering the business, affairs and operations of NBPOA. The Executive Board of NBPOA shall be permitted to approve, authorize and make individual expenditures of NBPOA funds in an amount not to exceed $500.00 for any one item, matter, cause or expenditure directly related to the purpose and objective of NBPOA without first seeking and obtaining the consent and approval of the Membership of NBPOA. The Executive Board of NBPOA may create and establish such Special Committees as the Executive Board shall determine to be reasonable and proper to advise the Executive Board and/or the Membership of NBPOA and/or to assist the Executive Board and/or the Membership of NBPOA in carrying out and fulfilling its/their duties and responsibilities. Each Member of the Executive Board of NBPOA shall have the right and duty to vote on all matters coming before the Executive Board of NBPOA unless otherwise prohibited from doing so by this Constitution and Bylaws of New Baltimore Police Officers Association or by applicable Michigan laws or statutes.

(E) It shall be considered a duty of all Members of the Executive Board of NBPOA to attend the Meetings of the Executive Board of NBPOA. A Member of the Executive Board of NBPOA shall be permitted to have one (1) unexcused absence in a calendar year. A Member of the Executive Board of NBPOA having two (2) or
more **unexcused absences** in a calendar year is subject to the loss of his or her **Office** as shall be determined by a **simple majority vote** of the other **Members** of the **Executive Board** of NBPOA.

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**SECTION 2**  
Nomination and Election of Officers, Voting by **Secret Ballot**, Assumption of Duties, Filling of Vacancies:

(A) All **Officers** comprising and serving on the **Executive Board** of NBPOA shall be elected annually **each January** at the **January Meeting** of the **Membership** of NBPOA. If, for whatever reason, no **January Meeting** of the membership of NBPOA is held, the said **Officers** shall be elected at the **next** Regular Meeting or **Special Meeting** of the **Membership** of NBPOA.

(B) Nominations for all **Offices** of the **Executive Board** of NBPOA shall be made from the floor at the **January Meeting** (or at a subsequent **Regular Meeting** or **Special Meeting** if necessary and as provided in **ARTICLE VIII, SECTION 2(A)** above) by **Members** of NBPOA attending the **Meeting**. Only **Members** eligible to hold a particular **Office** shall be permitted to make a nomination for said **Office** or to **“second”** a nomination for said **Office**. Only **Members** (candidates) receiving a **nomination** to an **Office** with a **“second”** to said nomination may be voted upon and elected to said **Office**.

(C) The **Election** of all **Officers** shall be by **written Secret Ballot**. **Only Members** of NBPOA **“eligible”** to vote for an **Office** (as provided and limited by this **Constitution and Bylaws of New Baltimore Police Officers Association**) shall be permitted to vote for a **Member** (candidate) running for said **Office**. Each **Officer** for the **Executive Board** of NBPOA shall be elected by a **simple majority vote** of the **eligible Members** present and voting to fill the particular **Office**. A **Member** (candidate) running for an **Office** shall be permitted to vote for himself or herself. In the event of a tie vote, the winner of the **Office** shall be determined by a “heads or tails” coin flip.

(D) The **Officers** shall be elected separately in the order named and listed in **ARTICLE VII, SECTION 1(B)** of this **Constitution and Bylaws of New Baltimore Police Officers Association**.

(E) All **Officers** shall be elected for a term of one (1) year and shall assume the duties of the **Office** to which they have been elected on the first day of the month of February or on the first day of the month following their election, whichever date is later in time.

(F) **No Officer** shall be “**term limited**” under this **Constitution and Bylaws of New Baltimore Police Officers Association** and may be nominated for, run for and be elected to his or her **Office** on the **Executive Board** of NBPOA for an unlimited number of times.
(G) **No Officer** shall hold more than one **Office** of the **Executive Board** of NBPOA at the same time.

(H) **Vacancies in** an **Office** of the **Executive Board** of NBPOA occurring as a result of death, resignation, suspension, and removal or otherwise shall be filled by a majority vote of the remaining **Officers** of the **Executive Board** of NBPOA. The **Member** selected to fill a vacancy in an **Office** pursuant to this subsection shall hold said **Office** and serve in said **Office** for the unexpired term of the Office for which he or she has been selected.

**ARTICLE VIII**

**OFFICERS AND THEIR DUTIES AND RESPONSIBILITIES**

**SECTION 1**  **The President of NBPOA:**

(A) The **President** shall be the **Chief Executive Officer** of NBPOA.

(B) The **President** (and in his or her absence, the **Vice-President**) shall **preside** at and act as **Chairperson** at all **Meetings** of the **Executive Board** of NBPOA and at all **Regular Meetings** and all **Special Meetings** of the **Membership** of NBPOA. The **President** may appoint **Regular Members** and/or **Associate Members** to serve on **Special Committees**, including a **Finance Committee**, **Programs Committee**, **Constitution and Bylaws Committee**, **Events Committee** and such other **Special Committees** as the **Executive Board** of NBPOA may from time to time create and establish.

(C) The **President** shall ensure the due observation of and adherence to the **Constitution and Bylaws of New Baltimore Police Officers Association** and all other **Rules and Regulations** of NBPOA.

(D) The **President** shall not be permitted to make any Motions while he or she is chairing an **Executive Board Meeting** or a **Meeting** of the **Membership** of NBPOA, however, the **President** shall be permitted to comment upon and take part in the debate of/on any Motion made at any **Executive Board Meeting** or at any **Meeting** of the **Membership** of NBPOA and shall be permitted to vote on **Motions** as herein provided in this **Constitution and Bylaws of New Baltimore Police Officers Association**.

(E) The **President** shall announce the results of all voting by the **Executive Board** and the results of all voting by the **Membership** of NBPOA.

(F) Unless precluded or prohibited by law, the **President** shall be **permitted** to **vote** on any Motion, issue, question, matter or concern coming before the **Executive Board** of NBPOA at any **Meeting** of the **Executive Board** of NBPOA or coming before the **Membership** of NBPOA at any **Meeting** of the **Membership** of NBPOA, however,
the President shall not be required to vote on any such Motion, issue, question, matter or concern but may do so at his or her discretion. When exercising his or her right to vote on any Motion, issue, question, matter or concern, the President shall be the last to cast his or her vote.

(G) The President shall keep the other Members of the Executive Board and the Membership of NBPOA reasonably informed concerning the business, affairs, operations, programs and events of NBPOA and concerning any issues, concerns or problems confronting or affecting NBPOA.

(H) The President shall be permitted to make individual expenditures of NBPOA funds in an amount not to exceed $100.00 for any one item, matter, cause or expenditure directly related to the purpose and objective of NBPOA without first seeking and obtaining the consent and approval of the Membership of NBPOA.

SECTION 2 The Vice-President of NBPOA:

The Vice-President, in the “absence” of the President, shall assume and perform the duties and responsibilities of the President until such time as the President returns and is present and available to perform his or her duties as President. In the event, however, that the President shall die, resign, be removed or otherwise be unable to continue to act and serve as President, the Vice-President shall assume and perform the duties and responsibilities of President until such time as the vacancy in the Office of President has been filed by the remaining Members of the Executive Board of NBPOA.

SECTION 3 The Secretary of NBPOA:

The Secretary shall keep and maintain the records of NBPOA and the roster of the Membership of NBPOA. The Secretary shall keep and maintain records of all business carried out, transacted and performed by NBPOA, including the minutes of all Meetings of the Executive Board of NBPOA and all Meetings of the Membership of NBPOA. The Secretary shall accurately record all Motions and Votes made at and read at the Meetings of the Executive Board of NBPOA and at the Meetings of the Membership of NBPOA. The Secretary shall be responsible for receiving, handling and carrying on all necessary correspondence for and on behalf of NBPOA. The Secretary shall receive all monies, funds, gifts and donations due to and/or made to and/or paid to NBPOA, shall keep an accurate and detailed record thereof and shall faithfully, safely and timely transmit all such money, gifts and donations to the Treasurer of NBPOA, taking his or her written Receipt therefor from the Treasurer of NBPOA.

SECTION 4 The Treasurer of NBPOA:
The Treasurer shall be responsible for the safe-keeping of the property and assets of NBPOA. The Treasurer shall have custody of and shall fully and accurately account for all receipts of money, funds, assets and property of NBPOA and for all Disbursements and expenditures made by NBPOA. The Treasurer shall give and provide to the Secretary of NBPOA a written Receipt for all monies, funds, assets and property of NBPOA that are, at any time, turned over by the Secretary of NBPOA to the Treasurer of NBPOA. The Treasurer shall deposit all monies and funds turned over to the Treasurer or otherwise received by the Treasurer into a federally insured banking institution or federally insured financial institution approved by the Executive Board of NBPOA. The Treasurer shall be responsible for making and effectuating appropriate payments of all expenses and expenditures approved by the Executive Board of NBPOA and/or the Membership of NBPOA in accordance with the limitations set forth in this Constitution and Bylaws of New Baltimore Police Officers Association. The Treasurer shall regularly prepare Financial Reports detailing all receipts and disbursements made during the preceding “accounting period” and the Treasurer shall read and present the most recent Financial Report at each Meeting of the Membership of NBPOA. The “accounting period” (as used herein) shall consist of and shall cover and include that period of time from and after the preceding Meeting of the Membership of NBPOA up to next following Meeting of the Membership of NBPOA. The Treasurer shall have copies of his or her Financial Report available at the Meeting of the Membership of NBPOA at which such Financial Report is read and presented for distribution to or review by any Member of NBPOA that requests a copy of same or that requests the opportunity to review same. The Financial Records of NBPOA, including all Financial Reports prepared by the Treasurer, shall be available for inspection at reasonable times by any Member of NBPOA.

SECTION 5 
Sergeant at Arms of NBPOA:

The Sergeant at Arms shall be charged with the responsibility of keeping and maintaining the peace and order at all NBPOA Executive Board Meetings, NBPOA Membership Meetings and all other NBPOA programs, functions and events to ensure that all NBPOA Meetings, programs, functions and events are carried out in an orderly, Dignified and effective manner. The Sergeant at Arms shall also carry out and perform such other duties and responsibilities as shall be determined and designated by the Executive Board of NBPOA.

SECTION 6 
NBPOA Checking Account / Signatories:

Any checking account, savings account, money market account, certificate of deposit or other investment vehicle of NBPOA deposited at or with a banking institution or financial institution approved by the Executive Board of NBPOA shall require the signatures of two (2) Officers of NBPOA in order to withdraw from, issue checks or drafts from or close out such checking account, savings account, money market account, certificate of deposit or other investment vehicle of NBPOA. One of the signatories shall be the Treasurer of NBPOA. The Executive Board shall determine,
select and designate the Officer of NBPOA (Member of the Executive Board of NBPOA) who shall act as the second signatory. In the event any banking institution or financial institution at which NBPOA funds are held or deposited does not allow or permit two (2) signatories on an account or investment vehicle, the Treasurer of NBPOA shall then act and serve as the sole signatory for said NBPOA account(s) and/or investment vehicle(s).

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SECTION 7  Auditing of NBPOA Financial Books / Records:

The Financial Books and Financial Records of NBPOA shall be audited at least once each year. Immediately prior to the installation of new Officers for the Executive Board of NBPOA, the Financial Books and Financial Records of NBPOA shall undergo a Financial Audit. Unless otherwise determined, designated and voted by the Membership of NBPOA, the Treasurer of NBPOA shall timely undertake, conduct and complete the Financial Audit of the Financial Books and Financial Records of NBPOA. Upon completion of the Financial Audit by the Treasurer of NBPOA (or by such other person as may be determined, designated and voted by the Membership of NBPOA), the results of the Financial Audit shall immediately be disclosed to the Members of the Executive Board of NBPOA and shall be disclosed to the Membership of NBPOA at the next Meeting of the Membership of NBPOA. In addition to the annual Financial Audit required under this ARTICLE VIII, SECTION 7, the Membership of NBPOA may vote to authorize such additional Financial Audits and/or Financial Investigations of the Financial Books and Financial Records of NBPOA as the Membership of NBPOA shall determine to be reasonable, proper, advisable and appropriate.

ARTICLE IX

FISCAL YEAR AND MEMBERSHIP MEETINGS OF NBPOA

SECTION 1  Fiscal Year of NBPOA:

The Fiscal Year of NBPOA shall be on a calendar year basis and shall begin on the first (1st) day of January and shall end on the (31st) day of December of every year.

SECTION 2  Meetings of the Membership of NBPOA:

(A)  Regular Meetings of the Membership of NBPOA shall be held at such intervals, on such days, at such times and at such locations as the Membership of NBPOA shall determine, authorize, vote and approve.

(B)  Special Meetings of the Membership of NBPOA shall be held at such intervals, on such days, at such times and at such locations as the Executive Board of NBPOA shall determine, authorize, vote and approve.
(C) The President of NBPOA may call for and schedule a Special Meeting of the Membership of NBPOA at any time if the President of NBPOA shall reasonably determine that an emergency situation and/or emergency issue has developed concerning the business and affairs of NBPOA requiring the immediate notification of, input from, advice of, consent of, approval of and/or vote(s) of the Membership of NBPOA.

(D) The President of NBPOA, or his or her designee, shall prepare a written Schedule of Regular Meetings of the Membership of NBPOA for the Fiscal Year, listing and setting forth therein the dates, times and locations of such Regular Meetings. The President of NBPOA shall cause a copy of this Schedule to be posted in a conspicuous location at the New Baltimore Police Department. The President of NBPOA shall also make copies of this Schedule of Regular Meetings of the Membership of NBPOA readily available to Regular Members and Associate Members of NBPOA.

(E) In the event a Special Meeting of the Membership of NBPOA is called for and scheduled by action of the Executive Board of NBPOA or by the President of NBPOA as herein provided, reasonable efforts shall be made by the President of NBPOA to inform, advise and notify the Membership of NBPOA in advance of any such Special Meeting of the Membership of NBPOA.

(F) All Regular Members of NBPOA “in good standing” and all Associate Members of NBPOA “in good standing” shall be entitled to attend all Regular Meetings and all Special Meetings of the Membership of NBPOA. Non-Members of NBPOA may be invited to attend and/or may be permitted to attend a Regular Meeting or a Special Meeting of the Membership of NBPOA at the invitation of any Officer of NBPOA or at the invitation of any Member of NBPOA. Any Non-Member of NBPOA may be excluded from attending any Regular Meeting or any portion thereof and/or may be excluded from attending any Special Meeting or any portion thereof upon the vote of a simple majority of the Members present, eligible to vote and voting at said Regular Meeting or at said Special Meeting.

ARTICLE X
PARLIAMENTARY AUTHORITY AND INTERPRETATION OF BYLAWS

SECTION 1 APPLICABLE RULES OF ORDER:

(A) The Membership of NBPOA shall formally determine, select, and choose, Vote for and authorize the “Parliamentary Rules of Order” that shall be applicable to, employed at and which shall govern at all Meetings of the Membership of NBPOA. Unless otherwise determined, selected, chosen, voted for and authorized by a vote of the Membership of NBPOA, Robert’s Rules of Order, latest edition, shall be the “Parliamentary Rules of Order” applicable to, employed at and which shall govern at all Meetings of the Membership of NBPOA. The applicable “Parliamentary Rules of Order” may be suspended temporarily at, for or during any Regular Meeting and/or at,
for or during any Special Meeting of the Membership of NBPOA by a simple majority vote of the Members present, eligible to vote and voting at said Regular Meeting and/or at said Special Meeting of the Membership of NBPOA.

(B) The Members of the Executive Board of NBPOA shall formally determine, select, choose, vote for and authorize the “Parliamentary Rules of Order”

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That shall be applicable to, employed at and which shall govern at all Meetings of the Executive Board of NBPOA. Unless otherwise determined, selected, chosen, voted for and authorized by a vote of the Members of the Executive Board of NBPOA, Robert’s Rules of Order, latest edition, shall be the “Parliamentary Rules of Order” applicable to, employed at and which shall govern at all Meetings of the Executive Board of NBPOA. The applicable “Parliamentary Rules of Order” may be suspended temporarily at, for or during any Meeting of the Executive Board of NBPOA by a simple majority vote of the Members of the Executive Board of NBPOA present, eligible to vote and voting at said Meeting of the Executive Board of NBPOA.

SECTION 2 INTERPRETATION OF BYLAWS:

Unless otherwise provided or decided by Michigan law and/or statutes and/or by the decision or ruling of a Court of competent jurisdiction, any and all questions concerning the interpretation of and/or meaning of any section, sub-section, portion, word, phrase, sentence, term, limitation, restriction or provision contained in this Constitution and Bylaws of New Baltimore Police Officers Association shall be determined and decided by a simple majority vote of the Membership of NBPOA present, eligible to vote and voting on such interpretation and/or meaning at a Meeting of the Membership of NBPOA. Nothing contained in this ARTICLE X, SECTION 2 shall permit, allow or authorize or be construed to permit, allow or authorize the simple majority vote by the Membership of NBPOA on such interpretation and/or meaning to result in or constitute an Amendment or modification or change of any wording, substance or portion of this Constitution and Bylaws of New Baltimore Police Officers Association and this Constitution and Bylaws of New Baltimore Police Officers Association shall be and remain in exact form and substance as herein drafted and set forth until and unless formally amended pursuant to and in accordance with the provisions and requirements of ARTICLE XII.

ARTICLE XII
AMENDMENTS

This Constitution and Bylaws of New Baltimore Police Officers Association May be changed, modified and amended by the Regular Members of NBPOA. The Executive Board of NBPOA and/or any Regular Members and/or any Associate Member may propose changes, modifications and Amendments to this Constitution and Bylaws of New Baltimore Police Officers Association. Any and all proposed changes, modifications and Amendments to this Constitution and Bylaws of New
Baltimore Police Officers Association shall be in writing and shall be presented to the Members of NBPOA at any Regular Meeting or Special Meeting of the Membership of NBPOA. Copies of all proposed changes, modifications and Amendments in their final written form shall be available for distribution to all and/or for review by all Members of NBPOA attending the Meeting at which such changes, modifications and Amendments are presented to the Members of NBPOA. All proposed changes, modifications and Amendments in their final written form shall be voted on at the next Regular Meeting or at a Special Meeting called and scheduled for that purpose, however, such vote at a Regular Meeting or Special Meeting shall not be held sooner than thirty (30) days after the date of the Meeting of the Membership of NBPOA at which the proposed changes, modifications and Amendments were presented. All Members of NBPOA, including Associate Members, shall be permitted to comment upon, object to and debate any proposed changes, modifications and Amendments, however, only Regular Members of NBPOA shall be permitted to vote on proposed changes, modifications and Amendments of the Constitution and Bylaws of New Baltimore Police Officers Association. Any changes, modifications or Amendments to/of the Constitution and Bylaws of New Baltimore Police Officers Association shall require a simple majority vote of the Regular Members present, eligible to vote and voting thereon at the Meeting of the Membership of NBPOA at which such changes, modifications and Amendments are voted upon.

ARTICLE XIII
QUORUM FOR MEETINGS OF NBPOA

A Quorum shall be required for holding and conducting any Meeting of the Membership of NBPOA. A Quorum shall mean and shall consist of a simple majority of the then current Members of NBPOA, who must be present and attending the Meeting of the Membership of NBPOA and said simple majority of the then current Members of NBPOA present and attending the Meeting must include at least two (2) Officers (Members of the Executive Board of NBPOA) of NBPOA.

THIS CONSTITUTION AND BYLAWS OF NEW BALTIMORE POLICE OFFICERS ASSOCIATION HAS BEEN APPROVED AND ADOPTED ON THIS____________DAY OF______________________________, 2010.

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TIMOTHY P. WILEY, PRESIDENT OF NBPOA

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RANDY BLACKBURN, VICE-PRESIDENT OF NBPOA