

TEXAS PROBATION ASSOCIATION BY-LAWS

ARTICLE I NAME AND PURPOSE

THE TEXAS PROBATION ASSOCIATION may be hereinafter referred to as the “Association;” the purposes for which this Association is formed are set forth as follows:

- (a) To develop and promote standards and goals for practitioners in the field of probation;
- (b) To provide a forum for delineation and solution of issues within the scope of probation practice and operation;
- (c) To develop and provide a professional identity for the practitioner through a process of accreditation;
- (d) To actively promote effective legislation in the area of probation;
- (e) To provide a linkage of communication and education with the criminal and juvenile justice systems and the community;
- (f) To develop, promote, and/or provide continuing education for practitioners in the field of probation; and
- (g) To present the views of the probation practitioners to any affiliate organization of the criminal and juvenile justice systems.

ARTICLE II OFFICIAL BOARD

Section 1. Authority: The corporate powers, business and property of the Association shall be exercised and controlled by an Official Board comprised of professional and/or life members in good standing. The Board shall consist of three officers and nine (9) Directors: Three (3) representing Juvenile Probation, three (3) representing Adult Probation and three (3) at-large members, representing either or both disciplines, , and may be hereinafter referred to as the “Board.”

Section 2. Terms of Office: The Directors and Officers named in the Articles of Incorporation shall manage and control the Meeting at which meeting there shall be elected nine (9) Directors as follows: three (3) directors for terms of one (1) year each; three (3) directors for terms of two (2) years each; and three (3) directors for terms of three (3) years each; and thereafter, at the

expiration of their terms, each Director's term shall be for (3) years. These classes will be filled as follows: (1) one Director from Juvenile Probation; (2) one Director from Adult Probation; and (3) one Director from the Professional membership at large.

In addition to the said nine (9) Directors, there shall be elected an Executive Committee comprised of three (3) Officers: President, Vice-President, and Treasurer; and each such Officer shall be elected for a term of two (2) years except the office of Treasurer which officer shall be elected for a term of three (3) years. Additionally, in order to be eligible to run for the Presidency, an individual must have completed one FULL TERM on the Board of Directors and be either a professional member of the association or a life member who is still employed in the field of probation. This term may have been served in any board position with the exception of President. In addition, a Secretary and Parliamentarian, both members in good standing, shall be recommended for appointment by the President, with the advice and consent of the Official Board, and shall serve as an ex-officio member of the Executive Committee and the Board. The term shall be limited to the term of the appointing President.

Any Director or Officer, except the President and the Treasurer, may be re-elected to a second term in that same office, but may not be elected to that same office for a third term without an additional term intervening; and no member shall concurrently serve as both a Director and Officer. The President may not be elected to that same office without at least one term intervening. The Treasurer may be elected to that same office only after an audit has been conducted of the Association's financial records and they are found to be in order.

There shall not be more than one person elected to the Official Board of the Association from any single Probation Department unless that Department provides both adult and juvenile probation services; then there shall not be more than one person from the juvenile discipline and one person from the adult discipline elected to the Official Board from said Department. Terms of office shall be deemed to begin on June 1, following the Annual Membership Meeting at which Officers and/or Directors are elected.

Section 3. Removal. Any Board Member:

- (a) Who ceases to be a member of the Association shall automatically cease to be a member of the Board; or
- (b) Whose conduct is detrimental to the best interest of the Association and/or the probation profession shall be removed from the office upon the Board's passing a resolution to such effect as set out in Article IX, Section 6; or
- (c) Who misses three (3) or more consecutive Board meetings shall be considered for removal by the Board for inability to participate and may be removed from office upon the Board's passing a resolution to such effect as set out in Article IX, Section 6.

ARTICLE III

BOARD MEETINGS

Section 1. Quorum: A majority of the Board members must be present at a board meeting in order to legally transact business.

Section 2. Organizational Meeting: In the month of June, following the Annual Membership Meeting, the Executive Committee shall recommend appointees for Chairpersons of all Committees except the Advisory Committee. The newly constituted Board shall then hold an Organizational Meeting to appoint Committee Chairpersons and Parliamentarian; and to review the areas of responsibility, budgetary needs and membership of all Committees; and to transact any other business.

Section 3. Meetings: The Board shall thereafter meet at least twice annually at a time and location to be determined by the Executive Committee.

Section 4. Special Meetings: Either the Executive Committee or a majority of the Board Members shall call additional meetings.

Section 5. Notices: Board Members, Committee Chairpersons, and the Parliamentarian shall be notified of all Board meetings by phone, or letter, or email at least three (3) weeks prior to the convening of such meetings, unless said notice has been unanimously waived by said persons; except that any legally called Board Meeting may be recessed by majority vote to continue at another time and/or place without said notice. All notices shall state the date, time, place, and agenda of said meeting.

Section 6. Voting and Procedure: Each Director and Officer present at a Board meeting shall be entitled to one (1) vote. The Committee Chairperson, Secretary, and Parliamentarian shall attend and participate in Board Meeting discussions, but will not have a vote on matters brought before the Board unless such persons are a member of the Board. Any Association member may attend Board Meetings, but will not have a vote.

ARTICLE IV ELECTION OF BOARD MEMBERS

Section 1. Nominations: Solicitations for nominations to fill vacancies created by both unexpired terms and expired terms shall be made by a nominating committee recommended by the Executive Committee no later than six months prior to the Annual Membership Meeting.

Section 2. Written Ballot: All votes cast for Board Members shall be done by either mail-in ballot or at the Annual Conference prior to the prescribed deadline.

Section 3. Unexpired Term: If the office of the President shall become vacant, the Vice-President shall fill the unexpired term. If a vacancy shall occur in any other office, with the exception of the office of the Secretary, the Board may fill the unexpired term until the annual Membership Meeting is held, at which time election procedure shall be followed and the unexpired term filled by a plurality vote. If the Secretary's office shall become vacant, it shall be filled in the same manner as stated in Article II, Section 2.

Section 4. Expired Terms: All expired terms of Board Members shall be filled by plurality vote.

Section 5. Election Procedure:

(a) The Nominating Committee, recommended by the Executive Committee, in accordance with Section 1, shall make reasonable attempts to designate two or more nominees for each vacated or soon to be vacated position no less than 90 days prior to the Annual Membership Meeting.

(b) The names and photographs of the nominees, along with a brief biographical sketches prepared by the nominees, and subject to editing for grammatical and factual content by the Publication Committee Chair, shall be printed in an issue of the Association's Journal at least 60 days prior to the Annual Membership Meeting.

(c) Ballots will be mailed to the members eligible to vote at least 30 days prior to the Annual Membership Meeting. **Members returning ballots by mail must have their ballots postmarked fourteen (14) days prior to the inception of the Annual Membership Meeting.**

(d) Each ballot shall contain a slate of candidates for each office drawn up by the Nominating Committee as well as a provision for write-in candidates. The ballot will also include the specific membership number that has been assigned to that specific member, so that the Secretariat and Nominating Committee can ensure each member casts only one ballot. Ballots shall be returned individually in the numerically designated envelope.

(e) The marked ballot can either be mailed to the Office of the Secretariat (Association's headquarters) in specifically marked envelopes by a specified date or **brought to** the Annual Conference, where the member can vote prior to 5:00 p.m. on the day prior to the awards luncheon. Ballots will be received and issued during the conference by the Office of the Secretariat where eligible members who did not vote by mail can vote in person; the ballot box shall also be under the care, custody, and control of the secretariat and/or other such persons designated by the Board.

(f) The envelopes shall remain unopened and in the custody of the Secretariat until the President

or the President's designee and at least two members of the Nominating Committee will convene after 5:00 p.m. on the day prior to the Awards Luncheon, where they will open and count the ballots. Interested parties shall be allowed to attend the opening and counting of the ballots. The Nominating Committee Chair shall petition the Board to immediately certify or approve a current Association member(s) who is (are) present (individuals whose name appears on the ballot are ineligible) to assist in counting of ballots in the event that there are not at least two members of the Nominating Committee present.

(g) Candidates shall be elected by plurality of vote.

(h) Should there be only one candidate for election in any category, that candidate will not be subject to a vote; rather, that election will occur by acclamation.

(i) The President or Secretary shall notify all candidates of the outcome of the election and the results shall be announced and posted at the Annual Membership Meeting where the newly elected officers and directors shall be officially installed.

(j) Only a person who is a professional member in good standing or a life member of the Association for at least thirty (30) days prior to the annual meeting may vote in any general election.

ARTICLE V BOARD AUTHORITY AND RESPONSIBILITIES

Section 1. Overall responsibilities: The Board shall be responsible to the general membership of the Association for:

(a) Supervision, management and control of all Association activities and financial affairs;

(b) Development of such procedures and policies that will provide every member a maximum opportunity for expression of desires and needs;

(c) Implementation of Association affairs through the maximum use of committees;

(d) Perpetual review of the area of responsibility and budgetary needs of all Committees, Officers, and Agents;

(e) Distribution of delegated responsibilities in such a manner that will effect maximum use of all members' expertise and energies;

(f) Approving all appointments of committee chairpersons; and,

(g) Acting to maintain the purposes of the Texas Probation Association as defined in Article I of the By-Laws.

Section 2. Executive Committee: This Committee shall consist of the President, Vice-President, and Treasurer, and shall be responsible to the Board for:

(a) Recommendation of all Committee Chairpersons, a Parliamentarian and Secretary to the Board. The Parliamentarian and Secretary shall serve as ex-officio members of the Executive Committee and the Board;

(b) Recommendation of all persons for assignment to Committee activities;

(c) Appointment and discharge of Special Committees with prescribed duties that are not otherwise provided for in these By-Laws;

(d) Determine, and arrange for, the time and place for the convening of all Board Membership meetings, and develop an agenda and notices for such meetings;

(e) Recommend two (2) Directors who will serve as members of the Finance Committee; and,

(f) Perform such other duties as the Board may direct.

Section 3. Agents and Employees: The Board shall be responsible to the general membership for the appointment, supervision, and duties, fix the compensation, and supervise the activities of, such persons.

Section 4. Records of Activities: The Board shall keep a complete written record of all its acts and proceedings; and to present a full written record statement at all Annual Membership meetings, as well as through other acceptable means of communication, such as electronic mail, showing in detail the status of all Association and Committee activities and financial affairs; and to retain such statements in a permanent and secure place.

ARTICLE VI OFFICER'S AUTHORITY AND RESPONSIBILITIES

Section 1. President: The President shall:

(a) Utilize the Executive Committee in recommending appointees for all Committee Chairpersons, and the Secretary; in determining the time, place, and agenda for the Board and Membership meetings;

(b) Present to the Board for approval all appointees for Committee Chairperson, the Secretary, and Parliamentarian at the Organizational Board Meeting;

- (c) Serve as ex-officio member of all Committees except the Nomination Committee;
- (d) Sign all membership certificates and such other papers and correspondence as the board may direct;
- (e) Preside over all Board and Membership meetings;
- (f) Call regular Board and Membership meetings in accordance with these By-Laws;
- (g) Make, or cause to be made, a full written report of all Board and Association activities and expenditures at Annual Membership meetings;
- (h) Call Special Board meetings and Special Membership meetings when requested in accordance with these By-Laws;
- (i) Perform such other acts as the Board may direct, or as are performed by an Executive or Presiding Officer; and,
- (j) Upon completion of his/her two-year term, the President will continue to serve on the Board of Directors for a one (1) year period. He/she will serve in an advisory capacity and will NOT have voting privileges.

Section 2. Vice-President: The Vice-President shall:

- (a) Perform the duties of the President in the President's absence;
- (b) Maintain a current list of all members assigned to Committees;
- (c) Perform such duties as may be assigned by the President or the Board; and,
- (d) Serve as Ex-officio member of all Committees except the Nomination Committee.

Section 3. Secretary: The Secretary shall:

- (a) Keep a written record of all Board and Association activities and proceedings;
- (b) Sign all membership certificates and such other papers and correspondence as the Board may direct;
- (c) Make a full written report of the proceedings of all previous Board and/or Membership meetings at the next regular meeting, and post such report on the Association's bulletin board at the Annual Meetings and disseminates to the membership said reports through other acceptable means of communication, such as electronic mail, as directed by the Board or President;

(d) Provide and appropriate form of expression of sympathy to members and/or their families who are victims of illness, injury or death.

Section 4. Treasurer: The Treasurer shall:

- (a) Serve as a member of the Finance Committee;
- (b) Submit a recommended annual budget at the first regular Board meeting and at the Membership meeting;
- (c) Deposit funds, securities, deeds and documents which the Association may hold in a fiduciary capacity in Board approved banks or depositories;
- (d) Make a full written report of all Association financial transactions at regular board meetings and Annual Membership meetings, and post such reports on the Association's bulletin board at the Annual Meeting;
- (e) Perform the duties of the president in the absence of both the President and Vice-President;
- (f) Receive membership applications and issue certificates;
- (g) At the direction of the Board, and with the approval of the Board, solicit assistance from the private sector for services to the Association;
- (h) Responsible for an items and records pertaining to the inventory of the Association's real property; and
- (i) Serve as ex-officio member of all Committees except the Nomination Committee.

**ARTICLE VII
COMMITTEES**

Section 1. Membership Requirements: All Committees shall have a Chairperson. Committee Chairpersons shall be professional Association members in good standing, and shall not be limited to Board members. The membership of all committees shall consist of three or more members and as many other persons from the membership as the Executive Committee shall deem advisable, except as exempted by these By-Laws. To the extent possible and necessary in committee composition, equal representation among all geographic regions of the State, urban and rural departments, and among the juvenile and adult disciplines will be attempted. Professional and life members in good standing may serve on any committee through the approval process detailed in these By-laws. Associate members in good standing may request assignment to the Finance, Membership, Publications, Registration, Adult and Juvenile

Legislative, Regional Conference, Exhibitors, and Annual and Legislative Conference Committees, and other ad-hoc committees as deemed appropriate by the Executive Committee. Associate members may not be assigned to the Ethics, Awards and Resolutions, Nominating, and Long-Range Planning Committees.

Section 2. Committee Chairpersons: Committee Chairpersons shall serve for their assigned Committee and shall:

- (a) Attend all Board meetings or submit by representative a written report;
- (b) Coordinate with the Executive Committee in the selection of Committee members;
- (c) Submit an annual Committee budget to the Finance Committee members;
- (d) Obtain Board approval prior to any expenditure that is not in the budget;
- (e) Give a full accounting of all Committee activities and expenditures at regular Board and Membership meetings; and,
- (f) Attempt to fulfill all areas of Committee responsibilities.

Section 3. Finance Committee: This Committee shall:

- (a) Develop, in coordination with all Committee Chairpersons, an annual budget for the ensuing fiscal year, which shall become effective on the last day of the Annual Meeting of such year;
- (b) Recommend such initiation and annual dues as will fulfill budgetary requirements and recommend guidelines for payment of such dues;
- (c) Recommend such budgetary amendments as are deemed advisable;
- (d) Recommend such supplemental assignments from members, or solicitation of donations from nonmembers, or negotiated loans, as might be deemed advisable;
- (e) Validate all budget-approved Committee and/or Association expenditures;
- (f) Develop a Board-approved system of bookkeeping and validation of all disbursements;
- (g) Exercise supervision and control over all funds, securities, property, and documents held in a fiduciary capacity by the Association and select a depository for such funds and documents; and
- (h) Submit, at least annually, an outside audit report to the Board and be subject to additional audit reports as required by the Board.

Section 4. Membership Committee: This Committee shall:

- (a) Maintain a current list of (1) members eligible to vote; (2) prospective new members; and (3) members who have not renewed their membership; and
- (b) Solicit applications and dues from prospective new members.

Section 5. Publications Committee: This Committee shall:

- (a) Secure information from Committee Chairpersons, the Board, and the general membership, that is in the best interest of the organization;
- (b) Release Board-approved information to the appropriate news media or publicity agency; and,
- (c) Publish information in such form, frequency and content as will keep members currently informed of pertinent activities and developments within the Association, Community, State, and Nation.

Section 6. Ethics Committee: This committee shall:

- (a) At the direction of the Executive Committee and/or the Official Board evaluate members' alleged violations of the professional ethics and/or such conduct that is detrimental to the best interest of the Association and/or the Profession as instructed by the Board; and
- (b) Recommend the termination or suspension of such members as may be deemed advisable, and the reinstatement of previous members in accordance with these By-Laws.

Section 7. Awards and Resolutions Committee: This Committee shall:

- (a) Maintain a current list of Committee Members, indicating names, addresses, and telephone numbers;
- (b) Solicit nominees for state and/or regional awards;
- (c) Be responsible for making recommendations to the President as to the candidates of the President's Award, and,
- (d) Select recipients for other state and/or regional awards, based on established criteria, with recipients to be recognized at a TPA statewide conference.

Section 8. Registration Committee: This Committee shall:

- (a) Assist in the preparation of the pre-registration packets for all attendees during the annual and legislative conferences;
- (b) Assist in the registration process of individuals attending conferences hosted by the Association;
- (c) Collect money and generate receipts for memberships, registration fees, and any other fees associated with the Association;
- (d) Meet in conjunction with the annual and legislative conferences in order to assign duties, coordinate ideas, and share suggestions; and,
- (e) A member shall remain on the Committee for a period of two (2) years, with the option to renew the assignment, with the approval of the President of the Association, or his designee.

Section 9. Adult and Juvenile Legislative Committees: This Committee shall:

- (a) Affect the legislative process so that the outcome meets the needs of the Association's membership;
- (b) Make recommendations for new legislation;
- (c) Make recommendations for existing legislation to be modified or deleted;
- (d) Monitor new legislation being filed and be prepared to present the position of TPA to the legislature;
- (e) Develop a plan to deal with issues;
- (f) Actively lobby and negotiate to accomplish objectives in the legislative plan; and,
- (g) Communicate, by surveying the membership on needs and opinions, by advising the Board and membership on issues and activities, and by directing the efforts of the lobbyist.

Section 10. Regional Conference Committee: The Regional Conference Committee shall be composed of a co-chair from the adult discipline and a co-chair from the juvenile discipline who shall be recommended by the Executive Committee. This Committee shall:

- (a) Solicit Regional Conferences to be sponsored by the Association;
- (b) Select appropriate sites requesting to host a Regional Conference and inform the Association;
- (c) Coordinate the training program with the host site and direct training topics to be addressed as needed; and,

(d) Provide training in various parts of the state to insure that the Association's membership has access to training dealing with probation issues.

Section 11. Nominating Committee: This Committee shall engage in the tasks necessary to conduct the Election procedure as written in Article IV, Section 5.

Section 12. Exhibitors Committee: This Committee shall:

(a) Be responsible for the promotion of the widest participation of vendors to participate in Conferences;

(b) Maintain a current listing of exhibitors and vendors;

(c) Make recommendations to the Board of Directors regarding fee and costs for exhibitors and vendors participating in Conferences; and,

(d) Report sponsorships to the Board of Directors.

Section 13. Long-Range Planning Committee: This Committee shall:

(a) Be responsible for developing long-range goals and objectives for the Association;

(b) Will work to develop, recommend, research, and present recommendations that support the goals and objectives of the Association;

(c) Assist to define goals and objects in issues affecting both Juvenile and Adult disciplines;

(d) Work closely with the Adult/Juvenile Legislative Committees in developing strategies and recommendations affecting Association Goals and Objectives;

(e) Recommend to the Board of Directors, short-term actions or activities that are compatible with philosophy of the Association that will enable the Association to grow and develop toward the long-range objectives;

(f) Act in an advisory capacity to determine how recommendations of other Committees will impact long-range objectives; and,

(g) Review applicable research and reports affecting issues regarding Criminal and Juvenile Justice and submit them to the Board of Directors in its effort to improve services to the field of probation and its components.

ARTICLE VIII MEMBERSHIP CLASSIFICATION

Section 1. Membership:

- (a) Life membership is bestowed Past Presidents of the Association;
- (b) Professional membership of the Association shall be limited to juvenile probation officers and community supervision officers, as well as administrative staff and other employees of juvenile probation departments and community supervision and corrections departments whose positions involve day-to-day supervision of offenders or detainees, or persons retired from any of the above positions;
- (c) Associate membership may consist of, but not be limited to, students, staff of treatment centers, law enforcement personnel, counselors, attorneys, and other professionals other than those considered to be vendors of products or services related to juvenile probation, community supervision, detention facilities, other correctional facilities, and criminal or juvenile justice issues in general; and,
- (d) Persons who are eligible for membership under the categories listed in this article must join the Association under the membership category for which they are eligible.

Section 2. Dues:

- (a) Each member shall pay dues in such amounts and at such times as the Board shall prescribe; and
- (b) The annual dues shall be paid on or before the expiration date. The Treasurer shall notify members sixty (60) days prior to their due date and during the due month. Members with membership dues that are not paid within thirty (30) days after the expiration date shall be automatically dropped from the membership list. Life members of the Association shall be exempt from the membership dues.

Section 3. Privileges: Only professional members who have paid prescribe dues, or life members, may vote, hold office, and/or serve as Committee Chairpersons. Professional and life members in good standing may request assignment to any Committee. Associate members in good standing may request assignment to the Finance, Membership, Publications, Registration, Adult and Juvenile Legislative, Regional Conference, Exhibitors, and Annual and Legislative Conference Committees, or other committees as deemed appropriate by the Executive Committee.

Section 4. Termination or Suspension. The Board may terminate or suspend any member:

- (a) Whose conduct is found to be detrimental to the best interest of the Association and/or Profession;
- (b) Who has failed to pay dues as prescribed; or,
- (c) Who otherwise ceases to qualify for membership.

Section 5. Reinstatement: The Board may reinstate any person to original status as deemed appropriate.

ARTICLE IX MEMBERSHIP MEETINGS

Section 1. Annual Membership Meetings: These meetings shall be held annually at the time and place designated by the Board of Directors for the purpose of:

- (a) Conducting general, old, and new business;
- (b) Considering resolutions that have been duly presented; and,
- (c) Receiving from the Board a full written statement of financial expenditures and Committee activities.

Section 2. Special Membership Meetings: The President, or a majority of the Board members, or one-tenth of the professional membership, may call a Special membership meeting at any time for any purpose; except that resolutions shall not be accepted unless duly presented in Accordance with the Article.

Section 3. Quorum: Professional Members present at any duly called meeting may transact business of the Association.

Section 4. Secret Ballot: All votes cast at a Membership meeting shall be by secret ballot, unless this provision is waived by unanimous consent.

Section 5. Notices: Notice of Annual and Special Membership meetings shall be furnished at least three (3) weeks prior to such meetings; and notice of Special meetings shall be furnished at least seven (7) days prior to such meetings; except that, a duly called Membership meeting may be recessed by majority vote to continue at another time and/or place without said notice. All notices shall state the date, time, place, purpose, and agenda of such meeting.

Section 6. Resolutions: A brief statement of the content of all resolutions, except those honoring

members shall be filed in writing with the Executive Committee in sufficient time that notice may be given to the members at least four (4) days preceding a Membership meeting; except that such notice may be waived by unanimous consent at an Annual meeting.

ARTICLE X SEAL

The seal of the Association shall contain these words: TEXAS PROBATION ASSOCIATION; and shall be contained in the outline of the State of Texas.

ARTICLE XI AMENDMENT OF THE BY-LAWS

Section 1. Membership Meetings: These By-Laws may be amended by a majority vote at any duly called Annual or Special Membership meeting, provided that the notice of such meeting states that amendments to the By-Laws would be considered.

Section 2. Written Ballot: These By-Laws may be amended by a majority vote on a written ballot furnished to voting members, provided that the proposed amendment, or amendments, be are included with the ballot. The Board shall determine the manner in which the ballot shall be submitted and the time for the return thereof.

Section 3. Board Approval: No proposed amendment to these By-Laws shall be submitted to the members unless such proposed amendment has been accepted by the Board for presentation to the Membership.

ARTICLE XII PARLIAMENTARY AUTHORITY

Section 1. Robert's Rules of Order, Revised: The current edition of *Robert's Rules of Order, Revised* governs the Association in all parliamentary situations that are not provided for in the Charter, By-Laws, adopted rules, or in the law, except that any rule of procedure may be suspended by two-thirds vote.

Section 2. Parliamentarian: The Parliamentarian shall advise the President on appropriate parliamentary procedure and shall provide requested opinions on rules or procedure at Membership meetings and Board meetings; the Parliamentarian shall serve as an ex-officio member of the Executive Committee and the Board.