

National Internal Affairs Investigators Association, Incorporated



Constitution and By-Laws

Ratified: 26 October 2009

N.I.A.I.A., Inc



Mission Statement

The mission of the National Internal Affairs Investigators Association, Inc. (N.I.A.I.A., Inc.) is to promote professionalism, education, innovation and collaboration of its membership.

Index

Constitution

- Article 1: Name of Organization
- Article 2: Objectives
- Article 3: Membership
- Article 4: Dues
- Article 5: Elected Officers
- Article 6: Changes to the Constitution and By-laws
- Article 7: Organization Disbandment

By-laws

- Article 1: Duties of Elected Officers
- Article 2: Committees
- Article 3: Conference and Meetings
- Article 4: Order of Business
- Article 5: Voting
- Article 6: Application for Membership
- Article 7: Finances
- Article 8: Termination of Elected Officers and/or Appointees
- Article 9: Amendment Procedures: Constitution and By-laws

Constitution

Article 1 Organization

This organization shall be known as the:

National Internal Affairs Investigators Association, Incorporated

N.I.A.I.A., Inc.

The Association's Federal Employment Tax identification number is 27-0560835.

Article 2 Objective

The objective of the National Internal Affairs Investigators Association, Inc. shall be to:

- I. Develop and establish professional performance standards and instill the importance of ethical behavior and integrity to those involved in administrative and/or internal affairs investigations;
- II. Provide specialized training in the area of employment law and administrative investigations unique to public safety organizations;
- III. Present a forum for the discussion of common problems and current court decisions in the field of personnel management;
- IV. Gather and disseminate information regarding improved administrative and technical practices;
- V. Assist public safety agencies in the establishment and development of internal affairs and administrative investigative units;
- VI. Foster cooperation and the exchange of information and experience among administrative/internal affairs investigators;
- VII. Enhance professional growth and development.

Article 3

Membership

I. Non discrimination

No person shall be denied membership because of race, sex, creed, color, religion, national origin, disability or sexual orientation.

II. Categories of Membership and Eligibility

All membership applications are subject to approval by the Executive Board. Membership in this Association shall consist of three classes: Active, Associate, and Honorary.

A. Active Membership

Active members shall consist of municipal, county, state, and federal employees of public safety agencies and government entities who conduct internal affairs/ administrative investigations, provide direct review of said investigations, or provide training in the field of personnel management and disciplinary processes.

B. Associate Membership

Associate membership shall consist of private industry, corporations and other support personnel involved in conducting/ supporting administrative investigations. Associate membership shall consist of dues-paying individuals who have all the privileges of Active Membership, except they shall not have the privilege to vote.

C. Honorary Membership

Honorary Membership shall consist of those persons who have contributed substantially to the improvement and advancement of the Association and have separated in good standing from government employment. An active or associate member may submit nominations of persons for Honorary Membership to the Executive Board for review and approval. Honorary members shall be appointed for life, unless excluded from membership by the Executive Board. Honorary Members shall be extended the same privileges as Associate Members, but will not be charged dues.

Article 4

Dues

I. Authority

The Association has the right to assess dues upon its members. The Executive Board shall set the dues for the following calendar year.

II. Changes in Dues

Any change in dues will take effect on the first day of the new calendar year.

III. Payment

The Association will invoice the membership annually. Payment must be remitted within ninety (90) days to secure good standing status within the Association.

Article 5

Elected Officers

I. The elected officers of the Association shall consist of a President, a 1st Vice-president, 2nd Vice-president, a Recording Secretary, a Corresponding Secretary, a Treasurer, a Sgt. of Arms and a Chaplain; all of whom must be active members of the Association.

II. Yearly elections will be conducted at the annual conference and elected officers shall assume their role at the conclusion of the conference. Elections will be for the offices of 2nd Vice-president, Recording Secretary, Corresponding Secretary, Treasurer, Sgt. At Arms and Chaplain.

The ascension of power at the President and Vice-presidents level will be as follows:

A. The outgoing President will become the senior member to the new President's Executive Committee.

B. The 1st Vice-president will assume the role of President.

C. The 2nd Vice-president will assume the role of 1st Vice-president.

- III. The term of office for the elected officers shall be for one (1) year from the date of the election or until a new election is held. With the exception of the President, 1st Vice-president, and 2nd Vice-president, no elected officer shall hold an individual office for more than three (3) consecutive terms.
- IV. Nominations for offices shall be made from the floor, by active members, at the annual conference.
- V. If a vacancy occurs in the Office of President during the term of office, the 1st Vice-president shall assume the role of President immediately followed by the 2nd Vice-president assuming the role of 1st Vice-president.
- VI. If a vacancy occurs in the Office of 1st Vice-president during the term of office, the 2nd Vice-president shall assume the role of 1st Vice-president.
- VII. If a vacancy occurs in any office other than President or 1st Vice-president during the term of office, a member of the Executive Committee shall be selected by the Executive Board to fulfill the vacated term of office.
- VIII. A vacancy for purposes of this Article is when:
 - A. An elected officer notifies the Executive Board that he/she is unable to complete the term of office.
 - B. An elected officer becomes deceased.
 - C. An elected officer, by majority vote from the Executive Board, is determined to be incapable of completing the term of office because of medical reasons, gross negligence or inefficiencies, suspension, termination or separation from his/her place of employment, conviction of a serious misdemeanor or any felony, or for other just cause.
- IX. In special circumstances when multiple vacancies occur at the President and Vice-presidents level, nominees for said offices may be made and election may occur; however term of office for President and/or 1st Vice-president shall not exceed what has been outlined in II. of this Article.

Article 6

Changes to the Constitution and/or By-laws

I. Permissible Changes

The Constitution and By-Laws may be amended, repealed or suspended.

II. Adoption of Changes

A. The Constitution may be changed only by a two-thirds majority vote of each agency entitled to vote in attendance at the general business meeting and agencies may cast only one vote for changes to the Constitution at said meeting.

B. Amendments to the By-Laws of the Association must be approved by a simple majority of the each agency entitled to vote in attendance at the general business meeting and each agency may cast only one vote for changes to the By-Laws at said meeting.

Article 7

Organization Disbandment

In the event of dissolution of the Association, the Executive Board shall, after paying or making provision for the payments of the liabilities of the Association, give all monies to a non-profit law enforcement related organization with like or similar purposes, and in no case shall any Association money be given to or used for the benefit of any individual.

By-laws

Article 1 Duties of Elected Officers

I. President

- A. The President shall preside at all meetings of the Association. In conducting meetings of the Association, the president's decision shall be final unless otherwise provided for by this Constitution. The president's decision may be reversed by two-thirds (2/3) vote of the member agencies present at the regular annual conference. The president shall appoint pro-tem officers in cases of absentees. If in the opinion of the President, with the approval of the Executive Board, as occasions or circumstances shall warrant calling a special meeting, he or she shall have the authority to call such a meeting and shall notify the membership of the date, time and place of such special meetings and the purpose of same.
- B. The President shall be the chairperson of the Executive Board

II. 1st Vice-president

- A. In cases of death, resignation, removal, suspension, inability to serve or absence of the President, the 1st Vice-president shall serve as president.
- B. The 1st Vice-president shall perform all duties as directed by the President.
- C. The 1st Vice-president shall be the chairperson of the Conference Committee and the Legislative Committee.

III. 2nd Vice-president

- A. In cases of death, resignation, removal, suspension, inability to serve or absence of the 1st Vice-president, the 2nd Vice-president shall serve as 1st Vice-president.
- B. The 2nd Vice-president shall perform all duties as directed by the President.
- C. The 2nd Vice-president shall be the chairperson of the Finance Committee.

IV. Recording Secretary

- A. The Recording Secretary shall keep a full, true and complete record of the proceedings at all meetings of the Association.
- B. The Recording Secretary shall call the Roll of Officers and request reports from each Committee as directed by the President.
- C. The Recording Secretary shall countersign all legal documents and shall also be the custodian of all documents.
- D. With the assistance of the Treasurer, the Recording Secretary shall maintain a complete roster of Association memberships.
- E. The Recording Secretary shall serve as a member of the Finance Committee.

V. Corresponding Secretary

- A. The Corresponding Secretary shall conduct notifications on behalf of the Association at the direction of the President. Notifications shall include: conference dates, meeting dates, committee meeting dates, or any other event that would be in the best interest of the Association's membership.
- B. The Corresponding Secretary shall coordinate Association informational matters with the Association's Website Administrator to assure timely updates regarding Association business are published.
- C. The Corresponding Secretary shall prepare the monthly N.I.A.I.A. newsletter at the direction of the President for publication on the Association's website and for web mailings.
- D. The Corresponding Secretary shall serve as a member of the Conference Committee.

VI. Treasurer

- A. The treasurer shall receive all funds due the Association and keep an accurate account between the Association, its members and creditors.
- B. The Treasurer shall provide a detailed report of all financial matters regarding the Association at the annual conference/meeting or at any other time as directed by the President and/or Executive Board.
- C. The Treasurer shall maintain a mailing address for Association business and shall assure mailed correspondence to the Association is addressed by the appropriate elected official.

- D. Upon taking office, the Treasurer shall have an independent audit conducted of all Association financial records within sixty days of receiving the financial records from the former treasurer. The results of said audit will be reported to the Executive Board and maintained by the Reporting Secretary as part of the official documents/reports of the Association. An audit may be directed at anytime the Treasurer, the Finance Committee, the Executive Board, or the President deems such audit would be in the best interest of the Association due to any irregular financial activity.
- E. The Treasurer shall serve as a member of the Finance Committee.

VII. Sgt. At Arms

- A. The Sgt. At Arms shall maintain order and discipline at the annual conference and all meetings held by the Association.
- B. The Sgt. At Arms shall assure the Association's Constitution and By-laws are followed in all matters related to Association business.
- C. The Sgt. At Arms shall serve as a member of the Legislative Committee

VIII. Chaplain

- A. The Chaplain shall open and close the annual conference with prayer, and shall perform other benevolent duties assigned by the President.
- B. The Chaplain shall notify the President of any special needs of the Association's membership and coordinate relief efforts if so needed.

Article 2 Committees

I. Executive Committee

- A. Shall be comprised of eight (8) active members representing six (6) geographical regions of the United States plus Federal and International interests. The immediate past-president of the Association shall be the senior member of the Executive Committee. The remaining members of the committee shall be appointed by the President and shall serve a one (1) year term.
- B. Appointed members to the Executive Committee shall represent the following geographical regions:

1. Northeast: PA, NY, CT, VT, NH, RI, MA, and ME
 2. Mid-Atlantic: NJ, DE, MD, VA, WV, NC, SC, GA
 3. Southeast: FL, AL, MS, TN, KY, LA, and AR
 4. Midwest: OH, IL, IN, MI, MN, WI, IA, MO, NE and KS
 5. Northwest: ND, SD, MT, WY, ID, WA, OR, AK and CO,
 6. Southwest: CA, NM, UT, NV, AZ, TX, OK and HI
 7. Federal/International Interests
- C. The members of the Executive Committee shall encourage membership within their region and work with the Executive Board during membership drives.
- D. The Executive Committee shall, to the best of their ability, act in the interests of the membership and shall take all necessary steps to promote and support the mission of the Association.
- E. Each Executive Committee member may establish subcommittees within their individual regions.

II. Executive Board

- A. Shall be comprised of the elected officers of the Association and the members of the Executive Committee.
- B. The President shall serve as the chairperson of the Executive Board.
- C. The Executive Board shall meet at the Association's annual conference and confer at least three (3) other times during the year, as called by the President, or a majority poll of the board members. A majority of the Executive Board shall constitute a quorum for the transaction of business. Notice of these meetings shall be given at least two (2) weeks in advance.

III. Conference Committee

- A. The Conference Committee shall be comprised of the following Association members:
1. 1st Vice-president – Chairperson
 2. Corresponding Secretary

3. Two members of the Executive Committee
 4. Member(s) of the annual conference host agency/agencies
- B. The Conference Committee shall plan and coordinate all matters related to the annual conference to include:
1. Conference site location
 2. Lodging alternatives
 3. Training agendas
 4. Guest speakers
 5. Social events
- C. The conference committee shall submit a detailed report outlining said conference to the Executive Board for approval.
- D. Proposals and approvals for the next year's conference shall be conducted at an Executive Board meeting held during the current year's conference.

IV. Finance Committee

- A. The Finance Committee shall be comprised of the following Association members:
1. 2nd Vice-president – Chairperson
 2. Treasurer
 3. Recording Secretary
 4. Two members of the Executive Committee
- B. The Treasurer will submit a monthly financial report to the Finance Committee for review, discussion and approval. The committee will report any irregularities to the Executive Board.
- C. The Finance Committee will provide a quarterly financial report on the following months to the Executive Board.

January – April – July – October

- D. The Finance Committee will submit all approved financial reports to the Recording Secretary for retention purposes.
- V. Legislative Committee
- A. The Legislative Committee shall be comprised of the following Association members:
 - 1. 1st Vice-president – Chairperson
 - 2. Sgt. At Arms
 - 3. Three members of the Executive Committee
 - B. The Legislative Committee shall routinely review and recommend to the Executive Board any modifications to the Association’s Constitution and By-laws.
 - C. The Legislative Committee shall also research and review legal precedence in the field of personnel management/internal affairs that impacts the membership’s primary mission in law enforcement. Their findings shall be submitted to the Executive Board for review and possible publication through the Association’s website.

Article 3

Conference and Meetings

- I. Conference:
 - A. Dates for conferences are recommended by the Training Committee, approved by the Executive Board and set by the President.
 - B. The Corresponding Secretary shall provide appropriate notice of each annual conference to the membership.
- II. Meetings:
 - A. General Business Meeting
 - 1. A General Business Meeting shall be held during the annual conference
 - 2. A quorum for the purpose of transacting business of the

Association shall consist of two-thirds (2/3) of the active member agencies present at the meeting.

B. Executive Board Meeting

1. The Executive Board shall meet as directed by the President during the annual conference.
2. The Executive Board shall meet at a location selected by the President at least three (3) months prior to the annual conference to discuss the business of the Association and finalize all conference matters.
3. The Executive Board shall communicate via telephone conferencing and/or web conferencing a minimum of three (3) other times throughout the year to discuss the business of the Association.
4. A majority of the Executive Board shall constitute a quorum for the transaction of business.
5. The Recording Secretary shall maintain an accurate record of these meeting.

C. Elected Officer Meetings

1. The Elected Officers shall meet as directed by the President during the annual conference.
2. The Elected Officers shall communicate via telephone conferencing and/or web conferencing monthly throughout the year to discuss Associations matters.
 - a. A majority of the Elected Officers for purposes of this meeting shall constitute a quorum for the transaction of business.
 - b. The Recording Secretary shall maintain an accurate record of these meetings.

D. Special Meetings

1. Special meetings of the Association or of the Executive Board may be called at the option of the President, provided that all affected members are notified of the meeting and of the topic to be considered.

2. Notice may be by personal notice, publication or other reasonable means.
3. The subject matter of any Special Meeting and any action that may be taken as a result of any special meeting shall be limited to that previously announced in the meeting notice.

Article 4

Order of Business

The meetings of the Association shall be governed in all cases not provided for in the Constitution and By-Laws by the latest edition of *Roberts Rules of Order*.

Article 5

Voting

I. General

- A. Only active members shall have the right to vote and only one vote per department shall be counted on issues regarding elections and changes to the Constitution and/or By-laws.
- B. Member departments will be allowed to caucus for a period of time that will not exceed thirty (30) minutes in duration before voting.

II. Exceptions

This section does not apply to Executive Board Meetings and Elected Officer Meetings.

Article 6

Application for Membership

- I. Process
 - A. Application for all classes of membership (as outlined in the Association's Constitution, Article 3) shall be made on the required form and shall be submitted to the Recording Secretary.
 - B. Applications must be accompanied by full payment of the current annual dues.
 - C. Applications must be reviewed and approved by the Recording Secretary.

Article 7

Finances

- I. Accounts and Authorized Users
 - A. The Association shall maintain a checking account with a nationally recognized financial institution.
 - B. The President and the Treasurer are the only authorized users of Association account funds.
 - C. The President may authorize the issuance of Association credit/debit cards to the following elected officers:
 - 1. President
 - 2. 1st Vice-president
 - 3. 2nd Vice-president
 - 4. Treasurer
- II. Expenditures
 - A. All expenditures over \$1,000.00 shall be approved by the Treasurer and the President.

- B. All expenditures paid by the Association will be signed by the Treasurer with approval by the President.
 - C. All members shall be reimbursed for out-of-pocket expenses with prior approval of the President or the Treasurer.
- III. Audits and Inspections
- A. An independent auditor will audit the Association's financial records yearly following elections of new officers. The President or a majority of the Executive Board may call for an independent audit at anytime.
 - B. All financial records shall be open for inspection by any member in good standing.

Article 8

Termination of Elected Officers and/or Appointees

- I. An appointed officer or member of any Committee shall be dismissed from their position for conduct unbecoming a member or for bringing discredit upon the Association. A two-thirds vote of the Executive Board, or a two-thirds written petition of the membership is required to take said action. Any member who becomes aware of inappropriate actions by an elected or appointed officer has an obligation to report said conduct to the Executive Board forthwith.
- II. The Association will accept written resignation from any elected officer or member.
- III. A written motion signed by three-quarters (3/4) of the active membership requesting removal from office will necessitate any officer in question to immediately surrender their office.

Article 9

Amendment Procedures: Constitution and By-laws

- I. Procedures for Submitting Proposals for Changes
 - A. Proposed changes to either the Constitution or By-Laws shall:

1. Be in writing within sixty (60) days prior to the annual conference;
 2. State concisely the reason for the proposed change(s);
 3. Clearly identify the Article and Section number that is to be affected by the proposed change(s);
 4. Clearly and concisely state the substance of the proposed change(s);
 5. Contain the name, address, electronic mail address and telephone number of the person offering the change(s); and
 6. Submitted to any member of the Executive Board.
- B. If the proposed action originates from a member, the proposal shall be submitted to the Legislative Committee. The Legislative Committee shall review the proposal and provide a report on how the change will effect the Association.
- C. The Chairperson of the Legislative Committee shall submit the proposed change(s) to the President and Executive Board prior to introduction to the general membership during the business meeting at the Association's conference.

II. Publication

The Corresponding Secretary shall, following consideration of the changes by the President and Executive Board, have the proposed change(s) included with the Association's conference announcement. If impractical to announce the complete text of the proposed change(s), a general description of the change(s) shall be published in that announcement. Publication via electronic mail and/or posting on the Association's internet website shall constitute publication.

III. Submission and Voting

- A. The Chairperson of the Legislative Committee shall present the proposed changes to the membership during the business meeting at the Association's conference.
- B. The proposed change(s) will then be voted upon as outlined in the Constitution and By-laws.

IV. Effective Date

Unless otherwise provided by resolution of the Association, such amendments and/or changes shall become effective immediately following approval.