

# **BYLAWS OF COASTAL BEND CRIME STOPPERS, INC.**

## **ARTICLE I: NAME AND LOCATION**

The name of the corporation is Coastal Bend Crime Stoppers, Inc., hereinafter referred to as "Coastal Bend Crime Stoppers, Inc.". The principal office of Crime Stoppers, Inc. shall be located at 210 E. Corpus Christi St 200-A., Beeville, TX 78102, but meetings of the Board of Directors may be held at such places within the State of Texas as may be designated by the Board of Directors.

## **ARTICLES II: MEMBERS**

The members of the Board of Directors of Crime Stoppers, Inc. shall constitute all of the members of this non-profit corporation.

## **ARTICLE III: BOARD OF DIRECTORS**

**Section 1: Composition:** In accordance with the Articles of Incorporation, the Board shall designate the number of members from twelve (12) to twenty (20) inclusive, who shall comprise the Board, and no such member shall receive any compensation for serving on the Board.

**Section 2: Term of Office:** A term of office shall normally be for four (4) years; however, no Director may serve for more than three consecutive terms. A person may be re-elected after being off the Board one or more years. Terms shall begin at the close of the annual meeting and may be for four (4) years as determined by the Board, the objective being, insofar as practical, to have no more than one-third of the Directors replaced at any one time.

**Section 3: Removal:** Any Director may be removed, with or without cause, by two-thirds vote by ballot, at a regular or special meeting. Any Director, who fails to attend three consecutive Board meetings, barring extenuating circumstances as determined by the Board, may be removed. A Director may be placed on an inactive list for no more than three months time, during which time the inactive Director cannot cast a vote.

**Section 4: Absentee Voting:** A Director may send a signed absentee form to the President, who will vote in the absence of that member, as the member states on the form. This absentee form does not count as attendance at a regular or special meeting.

**Section 5: Enumerated Powers:** In managing the affairs of Crime Stoppers, Inc., the Board shall specifically have, but not be limited to:

- A. Adopt standing rules.
- B. Employ individuals.
- C. Procure and maintain bonds for persons having custody of funds.
- D. Authorize disbursement of funds.

**Section 6: Conflict of Interest Policy and Whistle Blower Policy and Yearly Statements:** All Directors shall receive a copy of Coastal Bend Crime Stoppers, Inc.'s Conflict of Interest Policy and Whistle Blower Policy when they become a Board Member, and shall sign a Conflict of Interest Policy and Whistle Blower Policy Statement when they join and at each October meeting; and these statements shall be kept in the permanent records of Coastal Bend Crime Stoppers, Inc.

## **ARTICLE IV; DIRECTOR'S MEETINGS**

**Section 1: Regular Meetings:** The Board of Directors may hold as many as twelve (12) regular meetings, including the annual election meeting in September of each fiscal year. Normally, regular meetings will be held on a monthly basis on the first Thursday of each month at 6:00 P.M. The board shall designate the regular location for all meetings. The President of the Board may change the date, time, and location of regular meetings by seven days advance notice.

**Section 2: Special Meetings:** Special meetings of the Board of Directors may be called by the President with at least twenty-four hours notice, or by five Board Members with at least twenty-four hours notice. Such notice shall include the time and location of the special meeting.

**Section 3: A Quorum:** A quorum shall be no less than one-third (1/3) of the voting members of the Board. Absentee ballots shall not be counted toward a quorum.

## **ARTICLE V: OFFICERS AND DUTIES**

**Section 1: Officers:** The officers of Crime Stoppers, Inc. shall include, but not be limited, to a President of the board, a Vice President, a Secretary, a Treasurer, a Project Manager and such other officers as the Board may elect from time to time to carry out the affairs of Crime Stoppers, Inc.

**Section 2: Term:** A term of office shall be for two (2) years and shall begin at the close of the annual election meeting. No officer may serve more than two full consecutive terms in the same office unless they have the majority vote of the Board of Directors to continue in that office.

**Section 3: Vacancies:** A vacancy shall be filled by vote of the Board based on nominations from the floor. The individual elected shall serve for the remainder of the term of the member he or she replaces.

**Section 4: Duties and Powers:** The officers shall perform the duties and exercise the powers prescribed by the Articles of Incorporation, these Bylaws, the primary authority adopted herein, and those assigned by the Board or which normally pertain to the office. These duties and powers shall include, but not be limited, to the following:

**A.** The President shall:

- (1) Be the principal officer of Crime Stoppers, Inc.
- (2) Preside at meetings of the Board of Directors and the Executive Committee.
- (3) Co-sign all checks, promissory notes and contracts.
- (4) Appoint standing committees chairpersons and members, except for the nominating committee, and create special committees and chairpersons and members thereof as the need arises.
- (5) Assure that an audit by a qualified person is made annually.
- (6) Assume the duties of a Project Manager if one has not been appointed.

**B.** Vice President shall:

- (1) Assume such duties as may be assigned by the President, the Board of Directors, or the Executive Committee.
- (2) In the absence of the President, preside at all Board of Directors and Executive Committee meetings.
- (3) In the absence of the President, create special committees and appoint chairmen and members thereof as the need arises, fill vacancies on standing committees except to the Nominating Committee.

**C.** The Secretary shall:

- (1) Record the proceedings of all meetings of the Board of Directors and Executive Committee.
- (2) Provide each member of the Board with a copy of the minutes of the Board of Directors Meetings.
- (3) Assume such duties as may be assigned by the President, the Board of Directors, or the Executive Committee.

**D** The Treasurer shall:

- (1) Be custodian of all funds.
- (2) Make a financial report at each meeting of the Board of
- (3) Co-sign all checks, promissory notes and contracts.
- (4) Make an annual report to IRS and to the Board of Directors of Coastal Bend Crime Crime Stoppers.
- (5) Assist the President with the annual audit and Annual Probation Fee and Repayment Report.

- E. The Law Enforcement Coordinator shall assume all of the following duties and shall report monthly to the Board of Directors. These duties and powers shall include, but not be limited, to the following:
1. Retrieve the tips from the answering service and forward the tip information to the appropriate agency/school to investigate;
  2. Follow up with investigators to determine an investigation's status and determine if additional information is needed from the tipster, and retrieve the tip information before it reaches the case jacket;
  3. Maintain tip files by keeping them updated, accurate, and secure;
  4. Destroy the tips every six months, except for any involved in an ongoing court case.
  5. Maintain statistics for the program, including the number of calls, number of cases solved, amount of stolen property recovered, and narcotics seized resulting from successful tips, give a monthly report to the board, and make a quarterly statistical report to Texas Crime Stoppers;
  6. Work with the local media to produce re-enactments, ensuring that the "Crime in the Spotlight" and other projects are accurately publicized;
  7. Appear with members of the Crime Stoppers board of directors at public speaking functions;
  8. Promote the Crime Stoppers program with all law enforcement agencies with whom the board has dealings and inform them of funneling tips to Crime Stoppers;
  9. Attend monthly meetings with Crime Stoppers board;
  10. Present a comprehensive coordinator's report to the board on unusual activities, cases of interest, solved cases, and assist board members in determine reward amounts, and
  11. Maintain the status line, explaining payout process and information to tipsters, set up the payout procedures with the tipster, and pay the reward.
- F. The Project Manager shall:
1. Be responsible for all duties given by the President, Board of Directors, and Executive Committee.
  2. Assist with fund raisers.
  3. Help with media contact
  4. Give monthly reports to the Board of Directors.
  5. Apply, write, and make all quarterly and annual reports for any federal or state grant, and compete any other grant requirements.
  6. Work with the treasurer to prepare the Annual Probation Fee and Repayment Report (PFRR).
  7. Prepare the re-certification requirements every two years as required by Texas Crime Stoppers.
  8. Work with the Executive Board to assure that all required records are kept.
  9. A Project Manager shall be appointed, or re-appointed, yearly by the Executive Board at the meeting prior to the Annual Meeting, and approved by the Board of Directors at the Annual Meeting.
- G. Board Members shall:
1. Attend monthly meetings.
  2. Set policy within the framework of the legal documents which create and control the program.
  3. Raise funds through community and corporate donations for paying rewards, administrative cost, promotion, marketing, and training.
  4. Determine the amount and method of reward payments and ensuring that these rewards are paid.
  5. Oversee the administrative coordinator.
  6. Acting as trustees of funds which must be administered in a prudent and legal manner and are donated by citizens, businesses, and service groups.
  7. Develop new initiatives for curbing crime.
  8. Maintain liaisons with the media, the coordinator, and law enforcement agencies.
  9. Provide insurance and legal protection for the program against criminal and/or civil liability.
  10. Attend at least 16 hours of Crime Stoppers training within a two year period.
- H. The Executive Committee shall maintain all records as designated by the Texas Crime Stopper Advisory Council.
- I. The Historian shall keep a comprehensive history of the organization's activities.

## **ARTICLE VI: COMMITTEES**

**Section 1: Standing Committees:** Committees on publicity and fundraising shall be appointed as needed and shall consist of appointed board members, or the Executive Committee.

Additional committees may be created by majority vote of the Board of Directors. The Chairperson shall be a member of the Board of Directors, but additional members need not be.

**Section 2: Special Committees:** the President of the Board of Directors may create Special Committees. The Chairperson shall be a member of the Board, but additional members need not be.

**Section 3: Executive Committee:** There shall be an Executive Committee comprised of the four (4) officers, the Project Manager, and one additional Director, elected from nominations received from the floor at the October Board Meeting. The Executive Committee, in an emergency, shall have all of the power of the Board between meetings, except the power to amend the Articles of Incorporation, these Bylaws, or dissolve Crime Stoppers, Inc., or remove a member of the Board. Meetings may be called by the Chairperson or by any two members of the Committee and three members shall constitute a quorum.

**Section 4: Nominating Committee:** Every two years a Nominating Committee of three (3) members of the Board shall be elected by ballot, upon adoption of these Bylaws and thereafter, at the October meeting from nominations received from the floor. Each nomination shall be with the consent of the nominee. A plurality vote shall elect and the member receiving the highest number of votes shall serve as Chairperson.

**Section 5: Duties:** The Nominating Committee shall continually screen and consider the qualifications of potential candidates for members of the Board and officers of Crime Stoppers, Inc. They shall, from time to time throughout the year, submit to the members of the Board, for their comment, the names of persons recommended for membership. The committee shall carry out the responsibilities assigned to it under Article VII, Nominations and Elections.

## **ARTICLE VII: NOMINATIONS AND ELECTIONS**

**Section 1: Nominations:** The Nominating Committee, after obtaining the consent of each candidate for an office on the Board of Directors, shall distribute to each Board member, at the meeting prior to the September Board meeting, a notice setting forth the qualifications of the candidates.

**Section 2: Election:** The ballot submitted to the Board by the Nominating Committee shall include all the nominees selected under Sections 1 hereof and a plurality vote shall elect. A Board member may deliver an absentee ballot to the Secretary prior to the time the vote is taken.

**Section 3: Vacancies:** Vacancies shall be filled in accordance with the provisions of the Article.

**Section 4: Notification:** The Nominating Committee shall promptly notify candidates of the outcome of the election.

## **ARTICLE VIII: CONTRIBUTIONS AND DEPOSITORIES**

**Section 1: Contributions:** Any contribution, bequests, or gifts made to Crime Stoppers, Inc. shall be accepted and deposited in the operating account for operating cost as designated by the Board of Director, unless the donor designates their donation be used exclusively for a specific purpose.. All monies raised by fundraising projects can go to operating cost.

**Section 2: Depositories:** The Board of Directors shall determine what depositories shall be used by Crime Stoppers, Inc. as long as such depositories are located within the State, are authorized to transact business by the State of Texas, and are federally insured. All checks and orders for payment of money from said depositories shall bear the signature of the President, or the President's designee, and shall be countersigned by the Treasurer, or the Treasurer's designee, such designee having been approved in advance by the Board of Directors.

## **ARTICLE IX: CONTRACTS AND DEBTS**

All contracts and evidences of debt may be executed only as directed by the Board of Directors. The President and the Treasurer shall execute, in the name of Crime Stoppers, Inc., all contracts or other instruments so authorized by the Board of Directors.

## **ARTICLE X: FINANCIAL EXAMINATION**

An annual examination of the financial accounts of Crime Stoppers, Inc. shall be made by a qualified person appointed by the President of the Board with the advice and consent of the Board. Crime Stoppers, Inc. shall operate on a fiscal year beginning the first day of September and ending the last day of August.

## **ARTICLE XI: PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, newly revised, shall be the primary authority for all matters of procedures not specifically covered by the Articles of Incorporation, these Bylaws, or by special rules of procedure adopted by the Board of Directors.

## **ARTICLE XII: AMENDMENTS**

These Bylaws may be amended, or revised, by a majority vote of the board of directors at any regular meeting, or special meeting, provided that the amendment, or revision, has been submitted to the board in writing at the regular or special meeting prior to the meeting at which the vote is taken. I hereby certify that the Board of Directors of Coastal Bend Crime Stoppers, Inc. on the 1<sup>st</sup> day of September, 2011 adopted the foregoing Bylaws.

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President, Coastal Bend Crime Stoppers, Inc.

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Secretary, Coastal Bend Crime Stoppers, Inc.

Approved by Board of Directors on \_\_\_\_\_