

BY-LAWS AS APPROVED BY THE BOARD

AUGUST 15, 1988

(Revised with unanimous approval July 31, 2003)

(Revised with unanimous approval July 24, 2008)

BY-LAWS OF THE TAMPA RETIRED FIRE AND POLICE
ASSOCIATION, INCORPORATED

ARTICLE I – NAME

The corporation shall be known as CITY OF TAMPA RETIRED FIRE AND POLICE ASSOCIATION, INCORPORATED, a nonprofit Florida Corporation, hereinafter referred to as the Association. The principal place of business shall be P.O. Box 280222, Tampa, Florida 33682-0222

ARTICLE II – DURATION OF CORPORATION

This corporation shall be perpetual unless otherwise dissolved by law.

ARTICLE III – OBJECTIVES

The objectives of this Association are: Promotion and encouragement of social and post retirement interaction between the firefighters and police officers who have retired for the Tampa Fire and Police Departments; to bring to the attention of the Fire and Police Pension Board, local, state and federal governments, those issues of collection concern to the association regarding pension or retirement benefits, or potential benefits; to inform the members of the association on matters of mutual interest through news bulletins; and to meet at least quarterly to enjoy social and professional fellowship.

ARTICLE IV – MEMBERSHIP

Section 1. All Firefighters and police Officers of the City of Tampa who have retired either through longevity, line-of-duty disability and non line-of-duty disability shall be authorize to join the association.

- a. These members accepted into the association shall have full voting Rights and privileges.

Section 2. All Firefighters and Police Officers of the City of Tampa who have completed twenty (20) or more years, of active service, this is to include person(s) participating in the Drop plan.

- a. Membership pursuant to Section 2 shall have all rights and privilege of members under Section 1, except the right to vote and hold office on the Executive Board.

Section 3. Spouses of deceased retirees of the Fire and Police Departments of the City of Tampa.

- a. Membership pursuant to Section 3 is the same as Section 2(a) as to Restrictions.

Section 4. Membership in the association is contingent upon the criteria established in Section 1, 2 and 3 above, initial prepayment of annual dues (or payroll deduction) and continued payment of dues when assessed.

ARTICLE V – DUES

Section 1. The dues shall be two dollars (\$5.00) per month, or twenty-four dollars (\$60.00) per fiscal year. Dues shall be payable annually in advance.

Section 2. Any member falling three or more months in arrears shall be dropped for the active membership roles.

ARTICLE VI – ELECTION OF OFFICERS (EXECUTIVE BOARD)

The officers of the Associations Executive Board shall be members as defined in Article IV, Section 1 and shall be elected from member candidates also defined in Article IV, Section 1.

Section 1. Number of officers

a. The board shall consist of the following elected officers:

1. President – Retired Fire or Police Service.
2. Three Vice-Presidents- Retired Police Service
3. Three vice-Presidents – Retired Fire Service.
4. Secretary – Retired Fire or Police Service
5. Treasurer – Retired Fire or Police Service

Section 2. Elected terms of officers.

- a. The terms of the President, Secretary and Treasurer shall be for **Two (2) years** following elections in July of the year the elections are held.
- b. Each officer shall hold office for which elected until a successor is elected.

Section 3. Special conditions – office of Vice-Presidents

- a. The six positions of Vice-President shall require elected candidates from each retired Service, three to be retired firefighters and the other three retired police officers. Each Vice President shall serve a three-year term. The election of the Vice-Presidents will be staggered so that each year a retired firefighter Vice-President and a retired police officer Vice President will be up for election.

Section 4. Membership of the Executive Board

- a. All elected officers shall come for the active voting membership as defined in Article Iv, Section 1.
- b. No person shall be eligible to hold office unless that person has attended three quarterly meetings of the association in the year preceding the nomination of the officers April.

Section 5. Duties of the Executive Board

- a. The Executive Board shall be responsible for guiding and overseeing the business and property and affairs of this

Corporation and formulate policies to ensure the cost efficient meeting of stated objectives.

Section 6. Removal from office

a. Any officer may be removed for cause by majority vote of the membership with voting rights at any quarterly meeting of the Association.

1. Cause is defined as any criminal act, or any act that brings discredit to the Executive Board or the Association.

b. Any officer shall be removed automatically for failure to attend four or more consecutive meetings, in combination without reasonable excuse.

Section 7. Delegation of Powers.

For any reason deemed sufficient by the Executive Board, the Board may by majority vote delegate any power or duty to another officer to facilitate normal business if the elected officer is unavailable or unable to carry out the duties of his office, but no officer shall execute, acknowledge or verify any instrument in more than one capacity.

Section 8. Annual Reports

The Executive Board shall be responsible for the filing of annual reports to the Secretary of State, or as required by any governing bodies of local, state and federal authority that regulates this association or corporation.

ARTICLE VII – OFFICERS/EXECUTIVE BOARD

The officers of the Executive Board shall be officers of this corporation. They shall consist of the President, six Vice-Presidents, a Secretary and a Treasurer, all of whom shall be members of the Executive Board. Each officer shall be elected by a majority vote of those members defined under Article IV, Section 1, attending the annual meeting in July of each year. Three Vice-Presidents must be for the Retired Fire Service and the other three Vice-President must be from the Retired Police Service. The remaining officers may be from ether retired service. These shall perform the duties prescribed in these By-Laws and in accordance with the parliamentary authority adopted by the association.

Section 1. President

- a No person shall be elected to the office of President who has served less than on (1) year on the Executive Board.
- b The President shall:
 1. Preside at all meetings of the Executive Board.
 2. No later tan the first board meeting make all committee appointments.
 3. Be a member ex-officio of all committees.
 4. Report to the annual meeting.
 5. Preside at all general membership meetings.
 6. Perform all duties usually pertaining to the office of president or as designated by the Executive Board.

Section 2. Vice-Presidents

a. A Vice-President shall be elected by a majority vote of the general membership of the association in attendance at the annual meeting shall:

1. Preside in rotation al all meetings of the executive officer board in the absence of, or the inability of , the president to preside.
2. Attend all meeting of the City of Tampa Firefighters and Police Officers Pension Board in rotation.
3. Perform all other duties as designated by the President or the Executive Board.

Section 3. Treasurer

a The treasurer shall be elected by a majority vote of the general membership of the association in attendance at the annual meeting and shall:

1. Be custodian of all funds and securities of the corporation and collect interest thereon.
2. Keep a record of the accounts of the corporation and report thereon at each regular meeting of the Executive board and at each meeting of the general membership of the association.
3. Report at the annual meeting and make special reports when required.
4. Deposit all monies of the corporation in the name of the Corporation, in the bank or banks selected and designated by the Executive Board, subject to

withdrawal for authorized purposes, upon the signature of either the treasurer, secretary or the president.

5. Give bond in such an amount as the Executive Board require.
 6. Prepare and file reports and returns required by all non-profit corporations, with assistance of Board approved professional resources.
- b. The treasurer shall submit upon board request the accounts and records to be audited by a certified public accountant selected by the board.

Section 4. Secretary

a The secretary shall be elected by a majority vote of the General Membership of the association in attendance at the Annual Meeting and shall:

1. Record the minutes of all meetings.
2. Write up the minutes.
3. Supply copies of minutes to members of the Board.
4. Have custody of the corporate seal.
5. Send notices of all meetings.
6. Take attendance record at meetings.
7. Maintain committee reports, committee membership lists, and Executive Board Membership lists.

8. Carry out all necessary correspondence for the corporation.
9. Maintain a file including the charter, by-laws, special rules, and any amendments to these documents properly dated and recorded.
10. Perform such duties as may be delegated to him by the Executive Board.

ARTICLE VIII – BY-LAW AMENDMENTS

Section 1. Unless otherwise amended pursuant to Section 2 of Article VII, these By-Laws shall remain in full force and effect.

Section 2. Amendments. These By-Laws may be amended through recommendation of the General Membership or the Executive Board providing:

- A Proper notice is given to the Executive Board and the General Membership at the quarterly meeting in April.
- B All amendments must be in written form.
- C The amendments must not be in conflict with Article III of the By-Laws.
- D A majority of those members qualified to vote under Article IV Section 1 attending the July annual meeting must approve the Amendments by a vote thereon.

ARTICLE IX – STAFF

Section 1. Professional Services. The Executive Board shall have full authority to employ such professional services as may be necessary to conduct the business of the association.

Section 2. Compensation: The Executive Board, consistent with prevailing wages or fees for said services, shall determine the compensation for necessary services.

Section 3. Restrictions: No Executive Board member shall be paid for services rendered in their capacity on the Board and shall not sub-contract with the Association for a service fee. However, this shall not prevent reimbursement of reasonable board member expenses incurred in the transaction of association business consistent with the objectives defined in Article III.

ARTICLE X -

MEETING OF THE ASSOCIATION/EXECUTIVE BOARD

Section 1. Annual Meeting: The annual meeting of the Board of Directors of this corporation shall be held I July, at a time and place to be determined by the Executive Board. This annual meeting shall be for the purpose of:

A Electing officers whose term shall commence upon adjournment of said Annual Meeting.

B Receiving annual reports, and for any other business that may arise.

Section 2. Regular Meetings: The Executive Board shall meet on a regular basis no less than monthly.

Section 3. Special Meetings: Special meetings may be held at the call of the President., The President shall call a special meeting when so requested by three (3) or more Board members in writing. The purpose of the special meeting shall be stated in the call and at least ten (10) working days notice shall be provided to all officers of the Executive Board.

Section 4. Quorum: Quorum consists of a majority of the Executive Board of record one of whom shall be the President or a Vice-President of the Board. Any act of quorum of the officers shall be an act of the Executive Board.

Section 5. Voting: Every member of the Executive Board shall be entitled to one (1) vote, in person. There shall be no proxy voting. The President shall vote in the event there is a tie.

ARTICLE XI – COMMITTEES

Section 1. Standing Committees: No later than the first Board meeting, after the Annual meeting, the President shall appoint, subject to the approval of the Executive Board, the standing committees. The standing committees shall meet on a regular basis. The chairs of the standing committees shall submit a written report one (1) month prior to the Annual Meeting.

ARTICLE XII – FISCAL YEAR

The Fiscal year of the corporation shall be from August 1 thru July 31.

ARTICLE XIII – ANNUAL AUDIT

The accounts and records of the corporation shall be audited annually by the Executive Board or a certified public accountant selected by the Executive Board.

ARTICLE XIV – PRINCIPAL PLACE OF BUSINESS

The principle place of business of this corporation shall be such place as designated by the Executive Board in Tampa, Hillsborough County, Florida and shall have the official address of P.O. Box 280222, Tampa Florida 33682-0222.

ARTICLE XV – POWERS

The corporation shall exercise such powers as are in furtherance of the tax exempt purposes of the corporation and as may be exercised by any organization exempt under the provisions of Section 501 (c) (2) of such Code and regulations as they may exist or they may hereafter be amended.

ARTICLE XVI – DISSOLUTION

In the event of the dissolution of this corporation, either by voluntary act by the Executive Board, or by operation of law, the Executive Board shall immediately provide for the orderly distribution of the assets of the corporation. The assets shall be distributed only to an organization or organizations having a tax –exempt purpose and organizations, which are or become qualified under the provisions of Section 501 (c) (3) of the Internal Revenue Code of the United States of America.

ARTICLE XVII – RULES OF ORDER

Robert’s Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedures not specifically covered by the By-Laws.

ARTICLE XVIII –

NAME AND ADDRESS OF EACH INCORPORATOR

IN WITNESS WHEREOF, the undersigned incorporators have executed these
By-Laws this 24 day of July , 2008 .

Signatures of Incorporators: