

# **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 "Crime Stoppers, Inc." The principal office of Crime Stoppers, Inc. shall be located at 210 E. Corpus Christi St., 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: Qualifications:** Directors must be a resident of Bee, Goliad, or Live Oak Counties. The following shall not serve as a director: a certified Texas peace officer; an employee of a law enforcement or criminal justice agency; an elected official of a government entity; a member of the family or household of a director of the corporation; a member of the family or household of the law enforcement coordinator or executive director of the corporation; or a person convicted as an adult of any offense, other than a Class C Misdemeanor traffic-related offense. Persons who are board members as of the date of the passing of these by-laws are grandfathered from section 2.

**Section 3: 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 unless they have the majority vote of the Board of Directors to continue in that office. 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 4: 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 5: 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 6: 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 7: Conflict of Interest Policy and Whistle Blower Policy and Yearly Statements:** All Directors shall receive a copy of 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 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 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 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, an Executive Director 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 in September. 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 Board.
- (3) Be a co-signer for checks, promissory notes and contracts.
- (4) Appoint standing committee chairpersons, except for the nominating committee, and create special committees and chairpersons thereof as the need arises.
- (5) Assure that all required records, reports and qualifications for Continued Certification are kept up to date.
- (6) Assume the duties of an Executive Director 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 Board.
- (2) In the absence of the President, preside at all Board of Directors and Executive Board meetings.
- (3) In the absence of the President, create special committees and appoint chairmen 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 Board.
- (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 Board.

D. The Treasurer shall:

- (1) Be custodian of all funds.
- (2) Make a financial report annually and at each meeting of the Board of Directors.
- (3) Be a co-signer for checks, promissory notes and contracts.

- (4) Work with the Executive Director to prepare the annual Probation Fee and Repayment Report (PFRR), IRS 990-N, transfer 20% of the court fees for the year to the Operating Account, and help with reward payouts.
- E. The Law Enforcement Coordinator shall assume all 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 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. Purge a tip's record after 180 days, with the exception of homicide tips or other extenuating circumstances.
  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 to determine reward amounts.
  11. Maintain the status line, explaining payout process and information to tipsters, set up the payout procedures with the tipster, and notify the Executive Director of the reward.
- F. The Executive Director shall be appointed for a two-year term by the Executive Board at the November meeting and may be reappointed at the discretion of the Executive board without term limits. An assistant executive director may be appointed in the same manner and shall work with the executive director to learn these responsibilities. The Executive Director shall:
1. Be responsible for all duties given by the President, Board of Directors, and Executive Board.
  2. Be the liaison between the Board and the LEC and help with reward payouts.
  3. Be a co-signer for checks, promissory notes and contracts.
  4. Help with media contact.
  5. Give monthly reports to the Board of Directors.
  6. Apply, write, and make all quarterly and annual reports for any federal or state grant, and complete any other grant or Texas Crime Stoppers' requirements.
  7. Work with the treasurer to prepare the Annual Financial Report, Probation Fee and Repayment Report (PFRR), 20% from court fees, and file annual IRS 990-N.
  8. Prepare the re-certification requirements every two years as required by Texas Crime Stoppers.
  9. Work with the Executive Board to assure that all required records are kept.
- 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. Approve amounts of reward payments as recommended by the Law Enforcement Coordinator.
  5. Act as trustees of funds which must be administered in a prudent and legal manner and are donated by citizens, businesses, and service groups.
  6. Learn how Crime Stoppers works and its philosophy.
  7. Provide insurance and legal protection for the program against criminal and/or civil liability.
  8. Help arrange ongoing training for all board members.
- H. The Executive Board shall maintain all records as designated by the Texas Crime Stoppers Council.
- I. The Historian, as appointed by the president, shall keep a comprehensive history of the organization's

activities.

## **ARTICLE VI: EXECUTIVE BOARD**

There shall be an Executive Board comprised of the four (4) officers, the Executive Director, and one additional Director who is elected from nominations received from the floor at the September Board Meeting and will serve two years. Term begins at the end of the September meeting. The Executive Board, in an emergency, shall have all the powers of the whole 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 President or by any two members of the Board and three members shall constitute a quorum.

## **ARTICLE VII: 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. 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 as needed. The Chairperson shall be a member of the Board, but additional members need not be.

**Section 3: Nominating Committee:** Every two years a Nominating Committee of three (3) members of the Board shall be elected by the Board in August. Each nomination shall be with the consent of the nominee. The committee shall carry out the responsibilities assigned to it under Article VIII.

**Section 4: Financial Committee:** Every year a Finance Committee of three (3) members of the board shall write a budget to present to the Board and conduct a yearly financial review of all accounts to be presented by the treasurer and also to be available for Continued Certification. The three members will be approved by the board and the chairperson appointed by the president.

## **ARTICLE VIII: 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 present a slate of candidates at the September meeting.

**Section 2: Election:** An election shall be held at the September board meeting. Nominations from the floor will be accepted.

## **ARTICLE IX: 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 Directors, unless the donor designates their donation be used exclusively for a specific purpose.

**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 Executive Director, 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 X: CONTRACTS AND DEBTS**

All contracts and evidences of debt may be executed only as directed by the Board of Directors. The President, Executive Director 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 XI: FINANCIAL EXAMINATION**

An annual Financial Statement which should include a report by the Financial Committee on all accounts shall be presented to the board by the treasurer at the October meeting. Crime Stoppers, Inc. shall operate on a fiscal year beginning the first day of September and ending the last day of August.

## **ARTICLE XII: 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 XIII: AMENDMENTS**

These Bylaws may be amended, or revised, by a majority vote of the board of directors at any regular meeting, with two-thirds of member in attendance, provided that the amendment, or revision, has been submitted to the board in writing at the regular meeting prior to the meeting at which the vote is taken.

## **ARTICLE XIV: DISSOLUTION**

In the event of the dissolution of this organization, all assets of the Crime Stoppers, Inc., after paying or making provisions for the payment of the liabilities of the corporation, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the local government for a public purpose as the Board of Directors shall determine. Reward money (restricted funds) will go back to Texas Crime Stoppers

I hereby certify that the Board of Directors of Coastal Bend Crime Stoppers, Inc. on the 4<sup>th</sup> day of January, 2018 adopted the foregoing Bylaws.

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President, Crime Stoppers, Inc.

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Secretary, Crime Stoppers, Inc.

Approved by Board of Directors on January 4, 2018