

## **BY-LAWS OF THE**

### **Wisconsin Juvenile Detention Association**

#### **ARTICLE I**

##### **Name**

(I-A) The name of the organization shall be the Wisconsin Juvenile Detention Association hereafter referred to in this document as the "Association."

#### **ARTICLE II**

##### **Purpose**

(II-A) The Wisconsin Juvenile Detention Association is established for the following purposes:

- To identify, strengthen and promote the concepts underlying sound juvenile detention practices.
- To review and evaluate proposed or existing standards for juvenile detention and treatment.
- To develop personnel standards, which enhance the professionalism and effectiveness of those, involved in juvenile detention work.
- To encourage creative program development and the dissemination of constructive program concepts.
- To promote the development of training programs and presentations for those involved in juvenile detention or related work.
- To provide recognition to individual achievements and significant contributions made to the field of juvenile detention work.

##### **Functions**

(II-B) In carrying out the above-stated purpose, the Association shall utilize all appropriate and legal means, including but not limited to the following:

- a. Conferences, "workshop institutes, and seminars;
- b. Standing and special committees;
- c. Ongoing training programs;
- d. Newsletter and publications;
- e. Special projects
- f. Recognition and Awards

#### **ARTICLE III**

##### **Membership**

(III-A) The Principal Office of the Association shall be located at (address) PO Box \_\_\_\_\_ Madison, WI. The Executive Board may designate other temporary or satellite offices, within or outside the State of Wisconsin, as may be required by Association business from time to time.

(III-B) The Registered Agent of the Association is (person's name)

\_\_\_\_\_, At \_\_\_\_\_ (agency & address)

\_\_\_\_\_. Both the Principal Office and Registered Agent of the Association

may be changed as deemed necessary by the Executive Board.

## **ARTICLE IV**

### **Membership and Dues**

(IV-A) Members of the Association shall be classified as a "Regular," "Associate," and

"Honorary."

"Regular" members are those individuals whom currently work in juvenile detention facilities, shelter cares, group homes and other facilities working with juveniles. Regular members will be afforded all voting rights and privileges within the Association. They may be elected to the Board of Directors and may be elected to Executive Office.

"Associate" members - All reputable persons, wholly or partially engaged in various phases of juvenile work, and not qualified for Regular Membership. Associate members have voting rights and may be elected to the Board of Directors in an at-large position and may not serve an office.

"Honorary" members are those individuals who, by designation of the Executive Board, are deemed to have made significant contributions to the Association or to the field of juvenile detention and treatment. Such members may serve for life in an advisory capacity, are entitled to attend all Association functions and meetings of the Executive Board. However, they do not have the right to vote nor to hold office.

(IV-B) An eligible individual is considered a member of the Association after the following steps are completed:

- Submission of a membership application.
- Payment of annual dues for the current fiscal year.
- Approval of the Executive Board

(IV-C) The Executive Board of the Association, by majority vote, may suspend or expel any Association member for non-payment of dues for the period corresponding to non-payment

(IV-D) The Executive Board of the Association, by majority vote, may suspend or expel any Association member for acts, which would constitute gross misconduct, or a clear violation of the ethical standards associated with juvenile detention and treatment.

(IV-E) Any member of the Association may resign from the Association by electing to not pay annual dues when they become due, or by submitting a written resignation to the Executive Board of the Association.

(IV-F) The Board of Directors shall determine the dues for the Association membership. Individual dues are payable upon the first day September and covering the following twelve months. Dues are payable at time of application and annual on the renewal dates.

(IV-G) Payments of dues and acceptance of membership in the Association shall entitle a member to a membership card, special projects and other training opportunities

## **ARTICLE V**

### **Board of Directors**

(V-A) The Board of Directors will consist of one member from each detention facility in the State of Wisconsin. This member will be elected or appointed from the facility from which they work. If the person that was appointed to the Board of Directors from any facility is unable to attend the meetings, then another officer from the same facility may represent them.

(V-B) The Board will also consist of six (6) at large directors who will be voted in by the entire membership.

## **ARTICLE VI**

### **ELECTION OF OFFICERS TO THE EXECUTIVE BOARD**

(VI-A) The Executive Board of the Association shall be comprised of the following - Officer: President, president-elect, Recording Secretary, Corresponding Secretary, Treasurer. All regular members of the Association are eligible to hold executive office. Any regular member may hold only one executive office at any given time.

(VI-B) The term of office for each officer on the Executive Board of shall be every two- (2) year. A board member will be re-elected every two- (2) years. Newly elected officers will assume their position on the Executive Board 30 days following the annual elections.

(VI-C) At the conclusion of their term of office, each officer on the Executive Board will turn over to their successor all books, records, correspondence, and other appropriate property of the Association.

(VI-D) At least sixty (60) days prior to the election of officers to the Executive Board but not more than ninety (90) days prior to the election, the Board of Directors will inform, by written notice, the entire active membership of the upcoming elections and will seek written nomination to the respective offices. All nomination for office will be submitted, in person or by mail, to the Association's principal office at least thirty (30) days prior to the election.

(VI-E) The Executive Board will compile the list of nominees for the respective offices and prepare ballots. Ballots will be mailed or handed out to the regular and associate members with instructions that they must be returned to the principal office within twenty-one (21) days, this twenty-first (21 St.) day marked clearly on the ballot. Ballots received after the twenty-first (21 St.) day will not be counted. The Registered Agent of the Association and at least two members of the Executive Board will count the

ballots cast for each respective office of the Association, and will forward the results to the entire Executive Board for announcement.

## **ARTICLE VII**

## Duties of Officers

### (VII-A) President

The President shall preside at regular meetings and all Executive Board meetings. he/she shall, in every way, endeavor to promote the interest and purpose of the Association. He/She shall, with the advice of the Executive Board, appoint all Standing Committee Chairpersons. He/She shall sign all policy statements and shall be held responsible for all progress and work of the Association. he/she shall be the principal liaison officer with all other related professional organizations.

### (VII-B) president-elect

The president-elect shall:

1. Assist the President in the conduct of Association business.
2. Assist the President in all the President's duties.
3. The president-elect shall be the deputy to the President and shall act in his/her behalf on any occasion due to the absence or incapacitation of the President.
4. When so acting, shall have all the powers of and be subject to the restrictions upon the President.
5. The president-elect shall automatically rise to the position of President upon the resignation or expiration of the term of the President.
6. Serve as the chairperson of the Annual Conference and Training Committee.
7. Perform other general administrative duties as may be assigned to him or her by the President or Board of Directors.

### (VII-C) **Recording Secretary**

The Recording Secretary shall:

1. Keep the minutes of the meetings of members and of the meeting of the Board of Directors in one or more books provided for that purpose.
2. See that all notices are duly given in accordance with provisions of these Bylaws and as required by law.
3. Be custodian of corporate records.
4. Keep a register of the post office addresses of each member and shall be furnished to the Recording Secretary by such members.
5. Will serve as the Registered Agent of the Association

### (VII-D) **Corresponding Secretary**

1. Carry out correspondence of the Association as directed by the President or Board of Directors.
2. Work with the president-elect in planning, developing and distributing the Association's newsletter.
3. Prepare public relations brochures, which describe the purpose and mission of the Association and contain other information about the Association as deemed appropriate-by the Board of Directors. Other literature about the Association and its activities (conferences, annual meetings, fund-raising activities, certificates, etc.) may also be developed.
4. Produce and maintain a scrapbook as well as a photo album depicting various activities of the Association.
5. In general, perform all duties incidental to the office of Secretary and such other duties as from time to time may be assigned by the President of by the Board of Directors.

### (VII-E) **Treasurer**

The Treasurer shall receive all funds belonging to the Association; payoff same in checks, drafts or orders signed by the President or president-elect jointly with the Treasurer; keep an itemized account of receipts and expenditures; and submit a written report of same to the membership at each annual conference. Also the Treasurer shall keep the membership roster up to date.

#### **(VII-F The Board of Directors**

The business and affairs of the Association shall be managed by its Board of Directors in' the interim between meetings of the Association. The Board of Directors shall be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association or with the purpose of the Association. The Board of Directors shall have the following powers and duties:

1. Set policy and establish procedures for the operation of the Association;
2. Accept and approve reports by such Board Committees and act upon recommendations made by such Board or Committees;
3. Approve all financial decisions of the Association;
4. Perform all other such duties as may be necessary to enable the Association to carry out its purposes.

### **ARTICLE VIII**

#### **Meetings**

##### **(VIII-A) Place of Meetings**

The meetings of the Board of Director shall be held at the principal office of the Association or such other place, within or without the State of Wisconsin, designated in the notice of meeting.

##### **(VIII-B) Schedule of Meetings**

The Board of Director shall meet quarterly. There may be such other regular meetings of board of Directors as may be scheduled by the Board. Special meetings of the Board of Directors may be called at any time by the President or Executive Director or upon written request by not less than one-third of the Directors.

##### **(VIII-C) Notice of Meeting**

Notice of each meeting of the Board of Directors, stating the place, date, and hour of the meeting shall be given to each Director personally or by mail, or fax not less then ten (10) days prior to the date thereof

##### **(VIII-D) Organization of Meetings**

At each meeting of the Board of Directors, the President shall act as chairman. In his absence, the president-elect shall act as chairman. In their absence, a designee from

The Board will be appointed to be the chairman.

##### **(VIII-E) Quorum of Meetings**

A quorum for all meetings of the Association shall consist of members present and a quorum for the Executive Board and Committee meeting shall consist of a majority (11) of the Board or Committee.

## **(VIII-F) Telephone Conferences**

Any or all Directors may participate in a meeting of the Board by means of a telephone conference or other means of communication by which all persons participating in the meeting are able to hear each other.

## **ARTICLE IX**

### **Election**

#### **(IX-A) Term of Office**

The term of office for each officer on the Executive Board shall be every two- (2) year. Board member will be re-elected every two- (2) years.

#### **(IX-B) Nomination**

Nominations for elected officers will be elicited in accordance with guidelines established by the Executive Board.

#### **(IX-C) Balloting**

To be determined when the Board of Directors are in place.

#### **(IX-D) Voting Rights**

Each member of the Board of Directors or their designee shall have one vote upon all questions presented to said Board. Voting rights may be exercised only in person.

#### **(IX-E) Resignation**

Any director may resign at any time by giving written notice to the President or Board of Directors. Such resignation shall take effect at the time of specified therein.

#### **(IX-F) Removal**

Any member elected to or appointed by the. The Board of Directors may remove board of Directors with just cause at any time at a special meeting called expressly for that purpose. .

#### **(IX-G) Vacancies**

Any vacancy in the Board of Directors, other than the Executive Board members, do to resignation or any other cause shall be filled by the county, which that person represents. Should that county decide not to fill that vacancy, the President may appoint another representative to the Board of Directors. Any representative appointed shall hold that position until the expiration of the current term of office. A. vacancy in the Presidency shall be filled by the president-elect, without any effect on the president-elect's scheduled term as President. Any vacancy in the Executive Board due to resignation or any other cause shall be filled by the vote of the Board of Directors.

## **ARTICLE X**

### **Committees**

#### **(X-A) Committees**

The President shall appoint from time to time committees as may be desirable to promote or further the business of the Association. All such committees shall exercise such powers, perform such duties and function for the period of time prescribed by the President. The chairpersons of such committees shall be

Appointed by the President. Examples of committees, which may be formed, are as followed: Nomination, Publications, Newsletter, Annual Conference, Training, Research, Awards and Recognition, and Standards.

#### **(X-B) Committee Members**

Members of such committees may, but need not, are members of the Board of Directors and shall be appointed by the President or the chairperson.

#### **(X-C) Review of Appointed Committees**

The President shall review annually the appointed committees, their powers, duties and composition and decide if such committee(s) should continue.

### **ARTICLE XI**

#### **Fiscal**

##### **(XI-A) Contracts**

The Board of Directors may authorize any officer or officers, agent or agents, to negotiate bid on and enter into any contract or execute and deliver any contract in the name of and on behalf of the association, and such authority may be general or confined to specific instances.

##### **(XI-B) Loans**

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances. The Association shall make no loans to its officers or directors.

##### **(XI-C) Checks**

All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors.

##### **(XI-D) Deposits**

All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

##### **(XI-E) Expenditures**

All funds shall be spent to carry out the purposes of the Association and in such a manner as to avoid jeopardizing the Association's non-profit status. No funds shall be spent for any public, political campaign.

Non-designated donations shall be used as deemed necessary by the Board of Directors to carry out the non-profit charitable purposes of the Association

**(XI-F) Books and Records**

The Association shall keep complete and accurate books and records of accounts and shall keep minutes of the proceedings of its Board of Directors and committees.

**(XI-G) Audit**

The Board of Directors shall cause the Associations records and books of account to be audited or reviewed at such times, as it deems necessary.

**(XI-H) Contributions**

Any contributions, bequests or gifts made of the Association shall be accepted or collected and deposited only in such manner as shall be designated by the Board of Directors.

**(XI-I) Petty Cash**

To be determined on finances available.

**ARTICLE XII**

**Affiliation with Similar Association**

(XII-A) The Association may, with the approval of the Executive Board, join with any other Association having similar or related ideas and objectives in the promotion of the purpose of the Association.

**ARTICLE XIII**

(XIII-A) The Association shall be incorporated as a non-profit corporation.

**ARTICLE XIV**

**Amendments**

(XIV-A) Amendments to these by-laws may be made in the manner prescribed by the Association.

**ARTICLE XV**

**Parliamentary Procedures**

(XV-A) Roberts Rules of Order, revised, shall be the authority on parliamentary procedure in both General Meetings and the Executive