

New England Police Benevolent Association, Inc.

# CONSTITUTION & BY-LAWS



as voted on and approved by the Executive Board at the  
**2025 Constitutional Convention on October 2, 2025**

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# CONSTITUTION

&

## By-Laws of the

New England Police Benevolent Association, Inc. (NEPBA)

### ***PREAMBLE***

Strength through united action guided by intelligence is the hallmark of trade union organizations. Believing such unity essential for the mutual protection and advancement of the interests and general welfare of all law enforcement officers, we have formed the New England Police Benevolent Association, Inc.

- To organize all law enforcement officers in New England;
- To secure just compensation for their services and equitable settlement of their grievances;
- To promote the establishment of just and reasonable working conditions;
- To increase the membership's skill and efficiency;
- To promote harmony between its members and their employers;
- To encourage the formation of locals and regional affiliations;
- To foster improved health, retirement, and death benefit programs;
- To encourage improved methods of law enforcement, labor relations, and labor/management cooperation, and;
- To cultivate friendship and fellowship among its members.

We, the members of the New England Police Benevolent Association, Inc., in convention assembled, adopt this Constitution.

### ***MISSION STATEMENT***

The New England Police Benevolent Association, Inc. (NEPBA) is an association established for the betterment of law enforcement officers, which fight to improve the lives of their members in law enforcement, NEPBA works to improve legislation that protects and affects public safety officers, as well as representing the needs of law enforcement officers and support personnel, whether that be for better equipment, more staff or a fair wage. NEPBA supports all law enforcement personnel, including correctional officers and support personnel.

## ***ARTICLE I***

### ***NAME OF ORGANIZATION***

The name of this organization shall be the New England Police Benevolent Association, Inc., (NEPBA), The New England Police Benevolent Association; Inc. is a federal tax-exempt 501 (c) (5) corporation as defined by the Internal Revenue Service federal tax code. The New England Police Benevolent Association, Inc. is a domestic corporation duly certified by the Secretary of State of the Commonwealth of Massachusetts and duly certified as a registered foreign nonprofit corporation with Secretary of State of the State of New Hampshire, State of Maine, State of Rhode Island and the State of Vermont. The New England Police Benevolent Association, Inc. is registered with the Labor Relations Commission of the Commonwealth of Massachusetts and the Public Employee Labor Relations Board of New Hampshire Vermont, Maine and Rhode Island. The Association shall abide by all regulations, rules and laws within the state(s) in which it shall organize or expand.

## ***ARTICLE II***

### ***OBJECTIVES***

The objectives of the NEBPA shall be to carry out on a local basis for employees engaged in law enforcement and support staff within the objectives set forth in this Constitution.

## ***ARTICLE III***

### ***LOCAL UNITS***

#### ***SECTION 1:***

The Executive Director of NEPBA with the approval of the Executive Committee, may charter Local Units of this organization.

#### ***SECTION 2:***

Those who desire to form a Local Unit shall make application to the Executive Director of NEPBA. The President of NEPBA along with the Executive Committee shall review such application, and upon their approval, the Charter Members will be notified by the Executive Director of NEPBA of their acceptance.

#### ***SECTION 3:***

Each Local Unit shall bear a number assigned by the Executive Director and approved by the Executive Committee. Each Local Unit President, or their designee, shall become a member of the Executive Board of NEPBA and shall be allowed to attend and have one (1) vote on all matters. Each Local shall maintain their vote as long as the Local is in good standing and not suspended from membership pursuant to Article XI, Section 5.

#### ***SECTION 4:***

Each newly authorized Local Unit shall adopt as its Constitution and By-Laws, the Constitution and

Bylaws of the New England Police Benevolent Association, Inc., (NEPBA), unless otherwise approved by the Executive Committee. The Executive Director shall submit the Local Unit's new Constitution and Bylaws to the Executive Committee for final approval within 180 days from date of application. No permanent charter of a Local Unit shall be issued until this requirement is fulfilled.

***SECTION 5:***

Each organization of a Local Unit shall consist of the following elected officers, a President, one or more Vice Presidents, a Treasurer, and such other officers, as they shall deem advisable from the membership of the Local Unit. These officers shall constitute the Local Unit Executive Board. Each Local Unit shall establish a quorum, but in no case shall the quorum be fewer than three (3) officers, unless unit has less than three (3) members. Each Local Unit shall have an elected or Local President appointed Grievance Committee.

***SECTION 6:***

All officers of a Local Unit shall be elected by a plurality vote of the membership participating in the elections that are eligible to vote. To be eligible for office a member must be in good standing for one (1) year immediately preceding the election, except for the initial election held by this local unit. The election shall be by secret ballot not less than once every three years. Absentee ballots may be permitted subject to the regulations of the U.S. Department of Labor.

***SECTION 7:***

Nominations shall be made at a regular or special meeting of the Local Unit, no less than fifteen (15) days advance notice shall be given to the membership prior to the meeting. A reasonable opportunity shall be given for the nomination of candidates and every member in good standing shall be eligible to be a candidate and to hold office and shall have the right to vote for or otherwise support the candidate of the members choice, without being subject to penalty, discipline or improper interference or reprisal of any kind by the Local Unit or by any member thereof. Each member eligible to vote shall be entitled to one vote. No member whose dues have been withheld by an agency pursuant to the member's voluntary authorization shall be declared ineligible to vote or to be a candidate for office by reason of alleged delay or default in the payment of dues. The votes cast shall be counted; the results published separately. The ballots and records pertaining to the election shall be preserved for one (1) year. No monies received by way of dues, assessments, or similar levy, shall be contributed or applied to promote the candidacy of any person in an election. However, such monies may be utilized for notices, factual statements of issues not involving candidates, and other expenses necessary for the holding of an election.

***SECTION 8:***

All Local Units shall have at least one general membership meeting annually.

## ***ARTICLE IV***

### ***MEMBERSHIP & DUES***

#### ***SECTION 1:***

##### **Active Membership:**

Except as otherwise provided in this Constitution, any person, without regard to race, color, creed, national origin, religious belief, sexual orientation or sexual identity who meets one or more of the requirements listed in Section 2 is eligible for membership. Membership is available solely through membership in a subordinate body or an honorary member as defined below.

##### **Honorary Membership:**

The Executive Committee, by majority vote, may select individuals for honorary membership for meritorious service to the NEPBA or for distinguished public service. Honorary membership involves no payment of fees, dues, or assessments, and conveys no voice or vote in the affairs of the NEPBA. Honorary membership may be revoked by a majority vote of the Executive Committee.

#### ***SECTION 2:***

##### **Qualifications:**

All persons regularly employed as a law enforcement officer, including civilian or support personnel, at the rank of Deputy Chief or Deputy Superintendent or below, or in the existing bargaining unit are eligible for membership in this local subject to the requirements of the Constitution of the NEPBA, Inc. All NEPBA staff who are or were former law enforcement, including civilian or support personnel shall be eligible for membership.

#### ***SECTION 3:***

##### **Application:**

Application for membership shall be made on a standard application form. Such form shall include a valid authorization for payroll deduction of dues. The application shall be accompanied by an application fee equal to one month's dues which requirement shall be waived by the President or the Executive Director of the New England Police Benevolent Association, Inc.

#### ***SECTION 4:***

##### **Dues:**

The membership dues shall be paid on a monthly basis at the rate of \$12.50 per member per week, unless and until increased by a majority vote of the Executive Board at the NEPBA Convention.

##### **Payment of Dues:**

Membership dues shall be payable monthly in advance to the NEPBA Treasurer and in no event shall be paid later than the 15th day of the month in which they become due. Any member, subordinate organization or affiliated local of NEPBA who fails to pay by the 15th day of the month in which they become due shall be considered delinquent and upon failure to pay dues for two (2) consecutive months shall stand suspended.

Provided, however, that the person who is paying the dues through a system of regular payroll deduction shall, for so long as such person continues to pay through such deduction method, be considered **in** good standing.

#### ***SECTION 5:***

Any member in good standing shall not be required to pay dues or be subject to assessments while deployed on active duty for the United States Armed Forces. It shall be the responsibility of each Local to notify the NEPBA of such status.

#### ***SECTION 6:***

It is recognized that the negotiation for and administration of Local's Collective Bargaining Agreement entail expenses which appropriately should be shared by all Employees who are beneficiaries of that Agreement. To this end, if an Employee in a bargaining unit does not want to be a member of the Union, that member must sign a statement to that effect. The Employee shall also acknowledge and agree, that if representation by the Union is requested by the Employee, the Employee will be required to pay the Union an upfront retainer fee, an amount established by the Executive Committee, that will be used to pay expenses to the extent permissible by applicable law, prior to any representational duties taking place. The Employee shall further acknowledge that upon the conclusion of the case, no matter the outcome, the Employee will be responsible for all remaining costs for the defense of said case.

### ***ARTICLE V MEETINGS***

#### ***SECTION 1:***

##### ***Time and Place:***

Regular meetings of the NEPBA Executive Board shall meet at least four (4) times per year at a time and place to be fixed by the Executive Director. The Executive Committee shall meet no less than two (2) times, including the above mentioned Executive Board meetings at a time and place fixed by the Executive Director. The Executive Director shall give at least thirty (30) days prior notice of any meeting and shall be responsible for notifying the members of the Executive Committee and Executive Board.

#### **SECTION 2:**

##### **Special Meetings:**

Special meetings may be called by a majority of the Executive Committee or by the President or the Executive Director of the NEPBA; the thirty (30) day notification shall be waived for this purpose.

#### ***SECTION 3:***

##### ***Quorum:***

The quorum for meeting of the NEPBA Executive Committee shall be a majority of the members of the

NEPBA Executive Committee present and voting. A quorum of the NEPBA Executive Board shall consist of a majority of the members of the NEPBA Executive Committee present and voting and those members of the Executive Board who are present and voting shall be considered a quorum. The Executive Director and the Executive Secretary shall be considered non-voting ex officio members of the Executive Committee and the Executive Board, and shall be counted for purposes of a quorum.

## ***ARTICLE VI***

### ***EXECUTIVE COMMITTEE AND EXECUTIVE BOARD***

#### **SECTION 1:**

##### **Executive Committee:**

The Executive Committee of the Association shall consist of nine (9) members: (1) President, (1) Secretary, (1) Treasurer, (6) Executive Vice Presidents. The Executive Director and Executive Secretary are non-voting ex officio members. At least one member of the Executive Committee shall come from Corrections.

##### ***Regional Vice President(s):***

Regional Vice Presidents from each designated area shall be selected by the NEPBA President and approved by the Executive Committee.

#### **SECTION 2:**

##### **Executive Board:**

The Executive Board of the Association shall consist of the members of the Executive Committee listed in Article VI, Section 1 above and shall include the President or their designee, from each of the subordinate locals within the NEPBA, Inc. The local president's service as a member of the Executive Board shall coincide with the term of office as indicated in their own local by-laws. The local president may appoint someone other than themselves to serve in this capacity. Voting at the Executive Board meetings shall be by simple majority. Each member of the Executive Board is entitled to one vote.

#### ***SECTION 3:***

The Executive Committee shall have the authority to determine policy during the period between annual conventions concerning any matter or issue on which the Delegates have not voted or otherwise not approved a policy.

#### ***SECTION 4:***

A three-member sub-committee consisting of the President, Chairman of the Finance Committee, and a third person from the Executive Committee selected by the President shall set the salary of the Executive Director and the Executive Secretary. The sub-committee shall negotiate the terms, benefits and conditions of the two (2) appointed positions. The General Counsel shall draft the contracts for each of these positions based upon the subcommittee's recommendation and upon approval of the Chairman of the Finance Committee. All other contractual agreements shall be negotiated by the Executive Director; and approved by the Treasurer and the President of the Association.



## **SECTION 5:**

### **Trial Board**

The Executive Committee shall serve as the Trial Board whenever a subordinate body or an individual member who is not an Executive Committee or Executive Board member is charged with misconduct. In the event an Executive Committee or Executive Board member is charged with misconduct, a Trial Board member separate from the Executive Committee as a whole must then be determined, without conflict, by the General Counsel, Executive Director and/or the President.

## **SECTION 6:**

### **Discipline of Executive Committee, Locals and Members**

A. Executive Committee, Local officers or members may be charged with the following:

- 1) Violation of any specific provision of this Constitution, or of the By-Laws of the Local Unit.
- 2) Violation of the oath of loyalty and/or their duty to the NEPBA ("the National Union)", the Local Unit, and/or the members thereof;
- 3) Misfeasance, malfeasance, or nonfeasance such that they have breached their duty to the International, the National Union, the Local Unit, and/or the members thereof;
- 4) Disloyalty or conduct unbecoming a member;
- 5) Financial malpractice;
- 6) Corrupt or unethical practices or racketeering;
- 7) Advocating or engaging in dual unionism or secession;
- 8) Disobedience to the regulations, rules, mandates and decrees of the National Union or the Local Unit;
- 9) The wrongful taking or retaining of any money, books, papers or any other property belonging to the National Union or Local Unit; or the wrongful destruction, mutilation or erasure of any books, records, bills, receipts, vouchers or other property of the National Union or the Local Unit;
- 10) Violating wage or work standards established by the National Union or a Local Unit;
- 11) The bringing of false charges against a member or officer without good faith or with malicious intent;
- 12) Failing to pay the member's proper union membership dues, or failing to remit proper dues from the Local Unit to the National Union;
- 13) Discrimination or advocacy of forbidden discrimination against any other member on the basis of race, ethnicity, creed, color, religion, gender, marital status, sexual orientation, sexual identity, national origin, ancestry, age, or disability;

- 14) Other misconduct as set forth by the Executive Committee in a policy issued pursuant to this section.

If such charges are substantiated in accordance with the procedures established hereafter by policy of the Executive Committee, such remedial and/or punitive action can be taken as is justified and in the best interest of the organization and its members.

- B. Disciplinary action, up to and including the imposition of trusteeship or the dissolution of the Local Unit, may be taken:
  - 1) When a Local Unit, through misfeasance, malfeasance, or nonfeasance fails to meet its duty of fair representation to its members;
  - 2) When a Local Unit fails to meet its financial obligations to the National Union, or to any other vendor or obligee.
  - 3) When the Local Unit fails in its duty to its membership;
  - 4) When the Local Unit fails to preserve and protect its assets, fails to meet its legal obligations, or fails in any other duty such that its obligations to the members, the National Union or the Local Unit itself are not being met.
- C. For the purposes of this document, the following words are defined as follows:
  - 1) "Misfeasance" - The improper performance of an act(s) which a person is supposed to do.
  - 2) "Malfeasance" - The doing of an act(s) which a person is not supposed to do at all.
  - 3) "Nonfeasance" - The omission of or failure to perform an act(s) which a person is supposed to do.
- D. Authority to Issue Policies and Procedures:

The Executive Committee of the NEPBA is authorized to promulgate rules and regulations, and policies and procedures, to enforce the provisions of this Article.

## **ARTICLE VII**

### **DUTIES OF EXECUTIVE DIRECTOR**

#### ***SECTION 1:***

##### **The Executive Director:**

The Executive Director shall implement the policies adopted by the Executive Committee and the Executive Board as directed. The Executive Director shall report to the Executive Committee, except that in the period between meetings of the Executive Committee the Executive Director shall report to and consult with the President (or two or more officers, if the President is unavailable and time is of the essence) to obtain guidance whenever the Association's interest in and its likely position on a matter is unclear, in

response to legislative, media, or any other inquiries.

The Executive Director shall have the following specific duties, in addition to any other duty specified in other articles of these Bylaws:

- 1) Plans, conducts, and administers the day-to-day business and operations of the Association and any of its affiliates, including any programs carried out by the Association or any of its affiliates, including supervising, assigning personnel and oversight of the representatives assigned to those Local Units, the annual convention, an awards or other ceremony, and seminars;
- 2) Hires, supervises, and, if necessary, fires staff members for those positions approved by the Executive Committee; and develops and implements personnel policy, which shall be set forth in writing;
- 3) Assists the Treasurer and Finance Committee in developing and preparing a proposed annual budget;
- 4) Supervises the legislative affairs of the Association;
- 5) Coordinates any direct mail or other fundraising programs or projects authorized by either the Executive Committee and/or the Executive Board of the Association;
- 6) Responds in an expeditious fashion to media inquiries concerning the Association's position on legislative matters, court decisions, executive branch actions, or other law enforcement matters; and
- 7) Responds to requests for guidance or limited assistance from member organizations, within time and resource limitations, which may include research, letters, travel, and attendance at member organization conventions.

## ***ARTICLE VIII***

### ***DUTIES OF THE EXECUTIVE SECRETARY***

#### **The Executive Secretary:**

The Executive Secretary shall implement the policies adopted by the Executive Committee and the Executive Board as directed. The Executive Secretary shall report to the Executive Committee, except that in the period between meetings of the Executive Committee the Executive Secretary shall report to and consult with the President (or two or more officers, if the President is unavailable and time is of the essence) to obtain guidance whenever the Association's interest in and its likely position on a matter is unclear, in response to representational and legal matters.

The Executive Secretary shall have the following specific duties, in addition to any other duty specified in other articles of these Bylaws:

- 1) Plans, conducts, and administers the day-to-day legal representational operations of the New England PBA and any of its Local Units, including the assignment of any legal staff to any member or Local Unit of the New England PBA or any of its affiliates.
- 2) Hires, supervises, and, if necessary, fires any legal representatives, including law firms and attorneys and those positions approved by the Executive Committee; and develops and implements personnel policy, which shall be set forth in writing.
- 3) Responds in an expeditious fashion to inquiries concerning any legal and/or representational issues concerning the membership of NEPBA and its Local Unit.

- 4) Responds to requests for guidance or limited assistance from members and Local Units within the organization, within time and resource limitations, which may include research, letters, travel, and attendance at member organization conventions.

## ***ARTICLE IX***

### ***DUTIES OF THE EXECUTIVE OFFICERS***

#### **SECTION 1: President**

The President shall have the following duties:

- (a) Presides at all general meetings
- (b) Calls special meetings.
- (c) Appoints:
  - (a) For two-year terms, the members to each committee, subject to the approval of the Executive Committee.
  - (b) A member to fill each vacancy on a committee between such elections for the remainder of the two-year term or to serve during the transition period from the effective date of this provision the convention, subject to the approval of the Executive Committee.
  - (c) The chair of each committee from among the members of that committee after their approval by the Executive Committee.
  - (d) Fills all vacancies that may occur in the executive offices. In the event that a vacancy arises in the office of any Executive Vice President, Secretary or Treasurer the President shall appoint a member in good standing, subject to approval by the Executive Committee, to serve in the vacated position until the next Election of Officers Convention. All rules and procedures regarding elections shall pertain to these special elections.
  - (e) Directs and plans with the concurrence of the Executive Officers all activities of the annual convention.
  - (f) Shall be an ex-officio member of all committees.
  - (g) Performs any other activity pertaining to the Office of the President.
  - (h) Decides all questions of order.
  - (i) Declares all results of all elections.
  - (j) Shall have the authority to cause a certified audit to be conducted of the funds and assets and may request an audit upon any change in the position of Treasurer, a copy of which is to be sent to each member organization.
  - (k) Acts as a spokesperson for the Association, in consultation with the Executive Director to ensure that the Association's pronouncements and positions are consistent.

#### **SECTION 2: Treasurer**

The Treasurer shall have the following duties:

- (a) Supervises all aspects of the day-to-day financial operations of the association and any of its affiliates, including the collecting of funds due the association.
- (b) Maintains records of expenditures and shall provide oversight of the association's funds.
- (c) Coordinates and assists the President, Executive Director in preparing the annual budget and filing the required financial documents, as required by law.

- (d) Carries out all investment strategies as directed by the Executive Board.
- (e) Reconciles bank accounts on a monthly basis.
- (f) Shall submit to the Association's certified public account all pertinent financial records including, but not limited to, Internal Revenue Service (IRS) and the Massachusetts Labor Relations Commission's Form 1 and Form 2 in order to maintain compliance with state and federal regulations.

### **SECTION 3. Executive Vice President(s)**

The Association shall elect at least six (6) Executive Vice Presidents, and they shall share the following duties as well as those determined by the President:

- (a) An Executive Vice President shall serve as Chairman of the Legislative Committee and shall perform other duties as the President may direct.
- (b) An Executive Vice President shall serve as Chairman of the Finance Committee and shall perform other duties as the President may direct.
- (c) An Executive Vice President shall serve as Chairman of the Organizing Committee and shall perform other duties as the President may direct.
- (d) An Executive Vice President shall serve as Chairman of the By-Law Committee and shall perform other duties as the President may direct.
- (e) Additional Executive Vice President position(s) may be added when an increase in membership requires such or if additional duties require it, provided the candidate is nominated by the President and is confirmed by a two-thirds (2/3) majority of the Executive Committee.
- (f) In the event that there becomes a permanent vacancy in the position of President, the Executive Committee shall elect by simple majority, an Executive Committee Member holding the position of Executive Vice President. The Executive Vice President shall then assume the Office of the President until the next annual convention, at which time an election for that position shall be held.

### **SECTION 4: Secretary**

- (a) Keeps the minutes of all meetings,
- (b) Recites the Pledge of Allegiance at all meetings,
- (c) Validates credentials of all voting Delegates upon registration to the convention,
- (d) Verifies registration of all Delegates at meeting and keep order at all meetings,
- (e) Maintains the general roll-call book and call the roll when requested by the Chairperson,
- (f) Reads all communications, reports, petitions, etc.,
- (g) Performs other duties as the President may direct.

### **SECTION 5: Regional Vice President(s)**

Regional Vice Presidents shall be active members of good standing from a chartered local of the Association; therefore, upon the members' retirement or resignation from the required chartered local the position shall be vacated. If a vacancy occurs, the President shall appoint another active member of good standing from within the same designated area to fill the vacant position for the remainder of the term. The Regional Vice President(s) shall have the following duties:

- (a) Assist in organizing efforts within their designated areas.
- (b) Keep an accurate account of each member organization within the prescribed area.
- (c) Attend all meetings of the Executive Committee and the Executive Board.
- (d) Perform other duties as the President may direct.

## **SECTION 6: Compensation**

All elected officers and Committee Members of NEPBA may receive compensation as proposed by the Finance Committee and approved by the Executive Committee. Any officer may be compensated or receive reimbursement for expenses, including travel and union-related business.

# **ARTICLE X**

## **COMMITTEES**

### ***SECTION 1:***

The following Committees of this Association shall have the indicated duties: Membership Recruiting and Retention Committee.

#### **(a) Membership Recruiting and Retention Committee.**

(1) The Membership Recruiting and Retention Committee shall provide, administer, and act upon all applications for membership in the Association. Upon receipt of an application for membership and the required fee, the Executive Director shall notify the Committee's chairman regarding the application. A majority vote of the members of the Committee shall be required to approve an application for membership in the Association. The Committee shall contact the Regional Vice President from the Area from which the application originates to determine whether the organization making application is a bonafide organization.

(2) The Membership Recruiting and Retention Committee shall be chaired by an Executive Vice President and consist of no fewer than five (5) members, including one (1) Regional Vice President from each state. Once an application for membership has been decided by the Committee, the Executive Vice President shall inform the President and the Executive Director of the Committee's decision to approve or disapprove, as the case may be, the application. If the Committee does not decide on a pending application through a tie vote or for another reason, the Executive Vice President shall notify the Executive Board and report the reason for the lack of a decision.

(3) Upon a written notice of appeal from either an applicant whose application has been disapproved or not acted upon by the Membership Recruiting and Retention Committee or from a member of the Executive Board concerning an application approved, disapproved, or not acted upon by such committee, the Board shall consider the appeal at its next meeting. Before rendering a decision, the Board shall inquire of the Executive Vice President as to the reasons for the Committee's decision or lack of decision, shall provide a brief opportunity for the applicant and any appellant Board member to be heard and respond to questions before general debate, and then shall deliberate and approve or disapprove the membership application.

#### **(b) Budget & Finance Committee**

The Budget & Finance Committee shall provide oversight, recommend policy, and assist in the gathering and dissemination of information within the Association regarding matters of finance, revenue, and expenditures. The President shall appoint an Executive Vice President to serve as Chairman of the Committee, which shall consist of no fewer than five (5) members. The Committee

shall assist the President, Treasurer and Executive Director in the preparation of the Association's annual budget. The Committee shall propose the compensation of the Association's President and Treasurer, subject to the approval of the Executive Committee.

(c) By-laws Committee

The By-Laws Committee shall receive, review, consider, and recommend any proposed amendments of the Association's By-laws to the Executive Committee of the Association. The By-laws Committee shall be composed of no fewer than five (5) persons; and an Executive Vice President shall act as Chairman of the Committee. The Association's General Counsel shall also serve as an ex officio member of the Committee, but shall have no vote thereon. Upon receipt of a proposed By-laws amendment, the By-laws Committee shall evaluate the proposal; and if recommend for passage the By-laws Committee, shall submit the proposed amendments to the Association's General Counsel for their interpretation of review. The General Counsel of the Association shall have final editorial review of all proposed amendments.

The Executive Committee shall approve or reject all proposed amendments by a majority vote of those present and voting; upon approval the Executive Board of the Association shall adopt or reject the proposed amendment by majority vote at the next convention of the association.

(d) Legislative Committee

(a) A Legislative Committee shall be formed for each State (herein after referred to as "the Committee") and will include a minimum of five (5) members from that State. At least one member of each such Committee shall be a registered lobbyist for that State; and shall provide oversight and coordination of the Committee's political endorsement and education activities for that State. An Executive Vice President shall serve as Chairman of the Committee. A Legislative Committee consisting of all States will meet quarterly to address the issues of the overall organization and shall report to the Executive Committee.

(b) The Committee shall develop and promulgate the legislative priorities and positions of the Association for that state. The Committee shall review the previously adopted legislative positions of the Association for that state at least annually, and shall identify to the Executive Board those legislative positions and policies which no longer best serve the interest of the Association because of obsolescence, achievement of previous goals, or any other reason.

(c) The Committee shall receive, review, evaluate, and recommend all requests for endorsement by the Association of candidates for selectman, city council, alderman, mayor, district attorney, state representative, state senator, the U.S. Congress, and candidates for statewide office including governor, lieutenant governor, attorney general and any other statewide office for that state. The Committee, pursuant to and in compliance with the constitution of the NEPBA, shall recommend the granting or withholding of the Association's endorsement to the Executive Committee of the Association, who shall have final approval regarding endorsements and political contributions.

(d) The Chairman of the Committee shall receive and manage such requests as is done for preconvention or pre-special meeting endorsement requests, and the chairman of the Committee then shall make a recommendation to the Executive Committee, but only after consultation with affected member organizations to solicit their views.

(e) There shall be established, a Political Action Committee Fund in each state where the NEPBA has established membership; which will be supported through the members of that state, and any other means legal per the laws of that state.

(f) The funds will be administered through the Treasurer of the NEPBA.

(g) Requests for their use will be made through that state's established Legislative Committee to the NEPBA Executive Committee for final approval.

(e) Convention Committee

The Executive Committee or their designees shall serve as the NEPBA Convention Committee. Throughout the year they may receive requests regarding future Convention sites from subordinate locals and Executive Board Members. The executive Director shall serve as Chairman of this committee and the committee shall consist of no fewer than five (5) persons.

(f) Grievance Committee

The President shall also appoint a three (3) member Grievance Committee from the Executive Committee and may establish additional committees of the Association, subject to the approval of the Executive Committee and by a majority vote of the Executive Board. The Executive Secretary shall serve as Chairman of this committee.

## **ARTICLE XI**

### **REVENUE**

#### ***SECTION 1:***

The financial records of the National Office and the Local Units shall be kept on a fiscal year basis. The fiscal year shall begin January first (1st) and end on December thirty-first (31st).

#### ***SECTION 2:***

The revenue of the Association shall be derived from membership dues and from such other sources as may be approved by the Executive Board and implemented by the Executive Committee.

#### ***SECTION 3:***

Local Units meeting the requirements of voluntary dues allotments (Dues Check-Off) will sign an agreement with their Agency whereby the Agency will deduct the specified dues and make all payments directly to:

NEW ENGLAND PBA, INC. ATTN: TREASURER  
7 TECHNOLOGY DRIVE - SUITE 200  
CHELMSFORD, MASSACHUSETTS 01863

#### ***SECTION 4:***

The dues structure of the New England PBA shall not be changed except by a majority vote of the Executive Committee and a special vote of the Executive Board at a meeting by those present and voting. The dues cannot be increased by more than \$1.00 in a given year and no more than \$2.00 from one Election of Officers Convention to the next Election of Officers Convention.

#### ***SECTION 5:***

Any Local Unit which fails to pay the said dues on or before the fifteenth day of each month shall be notified by the Treasurer, and if at the end of two (2) months thereafter it is still in arrears, it may become suspended from membership. Any Local Unit remaining suspended for six months may be required to surrender its charter to the Executive Director and forfeit all rights and privileges in this Association.



#### ***SECTION 6:***

A suspended Local Unit may be reinstated in this Association upon payment of all arrearage provided, however, that the President shall, upon approval of the Executive Committee have the power to remit or abate such arrearage in whole or in part when circumstances warrant such action.

#### ***SECTION 7:***

The Finance Committee shall have the authority to direct the treasurer to authorize an audit of the books and financial records of any Local Unit to determine its financial status whenever it is deemed advisable or when in the opinion of the Committee a Local is not remitting per capita tax on the membership to which the Association is entitled.

#### ***SECTION 8:***

The Treasurer shall at the appropriate time each year, cause to be mailed to the Treasurer of each Local Unit, appropriate financial reporting forms of the U.S. Department of Labor and the Internal Revenue Service. The proper officers of each Local Unit are required to complete such required forms for each fiscal year ended and send copies of such forms duly executed to the Treasurer. The Treasurer shall after review of such financial forms, cause them, where applicable, to be filed with the U.S. Department of Labor and the Internal Revenue Service.

IRS Form 990 is included as Addendum #1.

Forms 990 and 9990-EZ are used by tax-exempt organizations, nonexempt charitable trusts, and section 527 political organizations to provide the IRS with the information required by section 6033.

An organization's completed Form 990 or 990-EZ, and a section 501(c)(3) organization's Form 990-T, Exempt Organization Business Income Tax Return, are generally available for public inspection as required by section 6104. Schedule B (Form 990), Schedule of Contributors, is available for public inspection for section 527 organizations filing Form 990 or 990-EZ. For other organizations that file Form 990 or 990-EZ, parts of Schedule B (Form 990) can be open to public inspection. See Appendix D. Public inspection of Returns, and the Instructions for Schedule B (Form 990) for more details.

Some members of the public rely on Form 990 or 990-EZ as their primary or sole source of information about a particular organization. How the public perceives an organization in such cases can be determined by information presented on its return.

## **ARTICLE XII**

### **LIABILITY**

#### ***SECTION 1:***

**Personal Liability:** The officers and directors of the Corporation (NEPBA, Inc.) shall not be held personally liable for any debt, liability or obligation of any kind for which the Corporation is responsible. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the Corporation may look only to the funds and property of the Corporation for payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation (NEPBA, Inc.).

## ***SECTION 2:***

**Indemnification:** The Corporation may to the extent legally permissible and only to the extent that the status of the Corporation as an organization exempt under Section 501(c)(3) of the Internal Revenue Code is not affected thereby, indemnify and reimburse out of the funds of the Corporation any person, or representative, who at any time serves or shall have served as an officer, director, or employee of the Corporation, or who serves or shall have served at its request as an officer, director, or employee of another organization in which it has an interest, whether or not in office at the time, against and for any and all claims and liabilities to which he/she may be or become subject by reason of such service, and against and for any and all expenses necessarily incurred in connection with the defense or reasonable settlement of any legal or administrative proceedings to which he/she is made party by reason of such service, except with respect to any matter as to which he/she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief the member's action(s) was/were in the best interests of the Corporation. In effecting such indemnity and reimbursement, the officers and directors of the Corporation may enter into such agreements and direct the officers of the Corporation to make payment or payments and take such other action, including retaining outside counsel to defend such claims, as may in their judgment be reasonably necessary or desirable, including payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding upon receipt of an undertaking by the person indemnified to repay such payment if he/she shall be adjudicated to be not entitled to indemnification under this bylaw or under the laws of the Commonwealth of Massachusetts. Such indemnification or reimbursement shall not be deemed to exclude any rights and or privileges to which such person may be entitled.

## ***SECTION 3:***

**Insurance:** The Corporation may purchase and maintain insurance on behalf of any person who is an officer, director, employee or agent of the Corporation, or who is acting in such a capacity, or is or was serving at the request of the Corporation as an officer, director, employee, or agent of another corporation or organization, in which it has an interest, against any liability incurred by the member in any such capacity, or arising out of the members status as such.

# **ARTICLE XIII**

## **FINANCIAL INTERESTS**

### ***SECTION 1:***

**Solicitation:** The Corporation may solicit and receive funds through contributions from any and all sources, including fundraising/telemarketing and may receive and hold, in trust or otherwise, funds received by gift or bequest.

### ***SECTION 2:***

**Real Estate:** The Corporation may sell, assign, convey, lease, exchange, transfer, or otherwise dispose of, or mortgage, pledge, encumber, or create a security interest in all or any of its property, or any interest therein, wherever situated. The Corporation may purchase, receive, take by grant, gift, devise, bequest, or otherwise lease, or otherwise acquire, own, hold, improve, employ, use, and otherwise deal in and with real or personal property, or any interest therein, wherever situated, in an unlimited amount, and also construct, maintain and operate improvements thereon.

### **SECTION 3:**

**Securities:** The Corporation may purchase take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of mortgage, pledge, use, or otherwise deal in and with, bonds and other obligations, shares, or other securities or interest, issued by others, whether engaged in similar or different business, governmental, or other activities.

### **SECTION 4:**

**Contracts:** The Corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage, pledge, or encumbrance of, or security for the payment of funds loaned or invested. The Corporation may lend money, invest and re-invest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested.

### **SECTION 5:**

**Benefit Plans:** The Corporation may pay pensions, establish and carry out pension, savings, thrift and other retirement programs, incentive and benefit plans, trusts and provisions for any or all of its officers, directors, employees or members.

### **SECTION 6:**

**Partnerships:** The Corporation may be an incorporator or other corporations of any type or kind. The Corporation may also be a partner in any business enterprise which it would have power to conduct itself.

## **ARTICLE XIV**

### **PERSONAL FINANCIAL INTEREST**

**Personal Financial Interest:** The intent of this policy is not to discourage business relationships from existing between the officers, directors, employees of the Corporation, but rather to encourage a professional relationship between the parties by creating an appropriate reporting procedure.

**SECTION 1:** No person or persons shall be prohibited from holding office, retaining office, being or becoming employed by the New England PBA, Inc. for reason of any financial interest in any concern doing business with the Corporation. In absence of fraud, any officer, director, or employee of the Corporation individually, or any individual having any financial interest in any concern in which any such officer, director, or employee has any interest, may be a party to, or may be pecuniarily or otherwise interested in, any contract, transaction, or other act of the Corporation, and (l) such contract, transaction, or act shall not be in any way invalidate or otherwise affected by that fact provided that the procedure set forth in Section 3 is complied with;

**SECTION 2:** No person or persons who are officers, directors or employees of the Corporation shall be liable to account to the Corporation for any profit or benefit realized through any such contract, transaction or act. Any such officer, director, or employee may not be counted in determining the existence of a quorum at the meeting of the Executive Committee or the Executive Board or of any committee thereof; which shall have authority to authorize any such contract, transaction, or act. The term "interest" shall include personal interests as an officer, director, stockholder, shareholder, partner, trustee, member, employee or beneficiary of any concern; the term "concern" shall mean any corporation, association, trust, partnership, firm, person, employee, or other entity other than the Corporation.

**SECTION 3:** In the event that a business relationship exists between an officer, director, or employee of the Corporation or any of its subdivisions, the following procedure shall be undertaken to prohibit a potential conflict of interest:

- (a) The President shall be notified and authorize any such relationship and the Executive Director shall review and investigate any complaints regarding such relationships and report those finding to the Executive Committee. The Executive Committee shall review and make a final recommendation to the President who may impose such recommendation or invoke their own.
- (b) The officer, director, or employee involved in such a relationship shall abstain from voting on all matters which include funds for this entity or relationship. Further restrictions, including the prohibition of this person's presence and/or discussion of the issue by executive session would require a two-thirds (2/3) vote of the Executive Committee.

## **ARTICLE XV**

### **RULES OF ORDER**

All deliberations of the NEPBA at Convention and within committee meetings shall be governed by Robert's Rules of Order - Revised, to the extent that such rules are not superseded by express provisions of this Constitution. All other questions shall be decided by a method of voting designated by the President and/or Executive Director, except when a roll call vote is requested. To be honored, a request for a roll call vote must be thirty percent (30%) of the subordinate body present at the time of the vote.

## **ARTICLE XVI**

### **CONVENTION & DELEGATES**

#### **SECTION 1:**

A Convention shall be held at least once every four (4) years to elect the Officers of the Association and the Executive Committee. This Convention shall be called the Election of Officers Convention and shall be held between September 1st and December 1st of the year in which the Election of Officers Convention is held. The Election of Officers Convention shall constitute one (1) of the required quarterly meetings scheduled during that year for both the Executive Committee and the Executive Board. The following years are designated as Election of Officers Convention years: 2027, 2031 & 2035 and every four (4) years thereafter. The Convention Call containing the date, time and place of the convention shall be distributed to all Local Units and/or Local Presidents at least ninety (90) days prior to the Election of Officers Convention.

#### **SECTION 2:**

Nominations for Elected Officers of the Association and the Executive Committee shall be held at the Executive Board meeting immediately preceding the Election of Officers Convention. This Executive Board meeting shall be held between May 15 and August 15 of the year in which the Election of Officers Convention is held. All nominees for elected office must be present at the nomination meeting in order to accept the nomination; or shall provide written documentation at the nomination meeting of their intent to

accept a particular nomination for elected office within the Association. The Executive Director shall notify each Local Unit and/or Local President, in writing regarding the nominations process for elected officials prior to the Nomination of Elected Officers of the Association.

### **SECTION 3:**

The Executive Committee may approve additional yearly or bi-yearly Conventions for the purpose of conducting regular union business, training seminars or if an emergency situation should arise. However, elections for any position of the association, including the Officers of the Association and Executive Committee members shall only be held as prescribed in Section 1 of this Article. All vacancies appointed by the President and shall remain in full force and effect until the next Election of Officers Convention.

### **SECTION 4:**

The President of each local or their designee is a member of the Executive Board of the Association and shall be the voting delegate on the Convention floor. All locals shall only have one (1) voting delegate; however, each local may elect or select additional delegates or alternate delegates to attend the Election of Officers Convention as designated by the Convention Call. The number of delegates to any yearly or biyearly convention shall be determined by the Executive Committee.

### **SECTION 5:**

A Constitutional Convention shall be held at least once every four (4) years. This Convention shall be called by the Convention Committee in conjunction with the President and shall be held between September 1<sup>st</sup> and December 1<sup>st</sup>. The Constitutional Convention shall constitute one (1) of the required quarterly meetings scheduled during that year for both the Executive Committee and the Executive Board. The following years are designated as Constitutional Convention years: 2029, 2033 & 2037 and every four (4) years thereafter. The Convention Call containing the date, time and place of the convention shall be distributed to all Local Units and/or Local Presidents at least ninety (90) days prior to the Convention.

## **ARTICLE XVII**

### **AMENDMENT**

### **SECTION 1:**

This Constitution may be amended, revised, or otherwise changed by a majority vote of the members voting on such proposed change. Proposed amendments to this Constitution must be made at a regular or special meeting of the Executive Committee and read and voted on at a subsequent meeting of the Executive Board, adequate and proper notice having been given to members prior to the date on which the vote is taken. A written copy of the proposed amendment shall be furnished to every eligible voter at the Executive Board meeting at which the vote is to be taken.

### **SECTION 2:**

Constitutional amendments to this Constitution may be submitted by Executive Committee Members, Executive Board Members, by members of the Constitutional Committee or by any elected delegate at the Convention. The Executive Board shall have the authority between Conventions to amend this Constitution as necessary to the operations of the NEPBA or to remove any conflict between its provisions and those of any applicable federal or state law.

## ARTICLE XVIII

### ARBITRATION & REPRESENTATION

The purpose of this Article is to assure that the members of the New England Police Benevolent Association, Inc., shall receive fair and impartial representation.

**SECTION 1:** The New England PBA and its local units shall at all times represent members consistent with the duty of fair representation applicable in the jurisdiction.

**SECTION 2:** The New England PBA may also offer representation to members charged by criminal complaint or indictment. Where a member is the subject of formal criminal charges/indictment, representation shall only be available, subject to approval as provided by policy, adopted by the Executive Board if, in the sole discretion of the NEPBA, the charges arise directly out of the member's performance of the members official lawful duties. The New England PBA reserves the right to withhold or withdraw representation of any member if it is determined at any time that the member has committed an intentional, deliberate and/or illegal act, either civilly, criminally or administratively.

In order for a member to be eligible for service, the member must be in good standing and up-to-date in dues payments, and must remain in good standing and current during the course of the representation.

If a member is separated from employment during his/her representation they will be required to sign an agreement as follows:

WHEREAS the NEPBA Constitution and Bylaws, Article 4, Sec. 4, requires that all members pay current dues on or before the 15<sup>th</sup> day of each month, and that failure to do so results in a member being delinquent; and failure to do so for two (2) consecutive months results in the suspension of the member; and

WHEREAS, Article 18, Sec. 2 of the Constitution and Bylaws requires that in order for a member to be eligible for services and representation, the member must be in good standing and up to date in dues payments, and must remain so throughout the course of the matter for which representation is sought; and

WHEREAS, GL c. 161 A, Sec. 26, provides that the exclusive representative may require a non-member to pay for the reasonable costs and fees, including arbitrator fees and related attorney fees, for grieving or arbitrating a matter arising under an agreement negotiated pursuant to this section and brought at the non-member's request. The exclusive representative may require non-members to pay anticipated costs and fees prior to a grievance or arbitration hearing. Failure to pay costs and fees shall relieve the exclusive representative of further responsibility to the non-member regarding the matter.

ACCORDINGLY, the below named member and the NEPBA agree as follows:

1. The member shall continue to maintain his/her current NEPBA dues, including any regular local dues that may be in addition to or separate from NEPBA dues. At any time should the member fail to do so, he/she shall no longer be a member in good standing, and shall, at the discretion of the NEPBA, and the NEPBA will have no obligation to continue to represent the member in the matter.
2. At the sole discretion of the NEPBA, the NEPBA may continue to provide representation in the normal course; however, the below-named member gives the NEPBA **a lien against any recovery** in the pending matter for the full amount of dues owed (i.e., arrears required to bring the member current and into good standing). Such amount shall be withheld from any such recovery (for example, an

arbitration remedy order for back pay or other benefits, or a settlement agreement) and paid directly to the NEPBA by the employer. The member shall cooperate with the NEPBA and provide whatever information or consent required in order to ensure this provision is enforced.

3. In the event that no recovery is obtained, and the member, at the conclusion of the case remains in arrears, the member agrees to bring his/her dues current within 30-days of the conclusion of his/her pending matter. The member agrees that any failure to do so shall be a breach of this agreement and should the NEPBA need to seek to enforce this provision by way of litigation, the member agrees to be responsible for the NEPBA's costs and attorney's fees in any such enforcement action.

Member's signature / date

**SECTION 3:** The New England PBA or a local unit's executive board may refuse to file or process a grievance or undertake any other representational activity for any valid reason, but may not arbitrarily refuse to process a meritorious grievance or decline to proceed to arbitration or otherwise represent a member because of hostility to the grievant or irrelevant or invidious considerations. It is the duty of both the member and the local unit to actively participate and cooperate in the preparation and prosecution of any matter for which the New England PBA has undertaken representation.

**SECTION 4:** The local unit shall file grievances and/or for arbitration (or with any commission, board or the like) and any other necessary documentation to assure that any contractual, statutory or other timelines are protected. It is the duty of the local unit and/or the affected member to assure that the statutory, contractual or other timelines are protected during the pendency of any investigation by the New England PBA into the merits of the matter.

**SECTION 5:** Local units or members must submit representation requests to their New England PBA Representative/Business Agent for review by the Executive Secretary. The New England PBA Representative/Business Agent and/or Executive Secretary may request, and the member shall provide, further information to aid in the investigation of the matter.

**SECTION 6:** Upon review and acceptance, the New England PBA local and or member will receive a letter of acceptance.

**SECTION 7:** Should the Executive Secretary determine that the matter lacks merit or that pursuit of the matter would be frivolous or that request should be declined for any other valid, rational, reasoned basis, the local and the affected member will be notified of the decision not to proceed with representation as soon as practicable. The Executive Secretary's decision will be final for an affected member(s) filing independently.

**SECTION 8:** The Local Unit may appeal the decision of the Executive Secretary to the Grievance Committee of the New England PBA. This appeal must be made by written request, certified mail, return receipt requested and postmarked within five (5) calendar days of the receipt of notice from the Executive Secretary that a request for representation has been declined by the Executive Secretary. The request must be mailed to the Regional Headquarters of the New England PBA.

**SECTION 9:** The Local Unit must include all the necessary information and documentation which is reasonably necessary to allow the committee members to understand the case. The Grievance Committee may conduct whatever investigation they deem necessary.

**SECTION 10:** The Grievance Committee shall consist of three (3) members of the Executive Committee and two (2) alternates from the Executive Board who shall be appointed by the President. Upon review of

the materials the members shall vote whether to affirm the decision of the Executive Secretary or vacate the decision of the Executive Secretary and grant the request for representation.

**SECTION 11:** The Grievance Committee will render its decision within fourteen (14) business days and will notify the Local President of its decision, within fourteen (14) calendar days of the receipt of the appeal.

**SECTION 12:** When a grievance or other legal action is filed by or on behalf of a Local Unit, all bills associated with the Union's (NEPBA & Respective Local) costs will be sent to, and initially paid, by NEPBA. The respective Local Unit will then be billed by NEPBA, and shall promptly reimburse NEPBA in accordance with the following provision:

- (a) **Administrative Fees:** Consistent with past practice, the NEPBA and the Local Unit shall split the Union's share of the arbitrator's bill 50/50, as set forth below. The NEPBA shall be responsible for 100% of the cost of counsel in all matters approved by NEPBA. The Local Unit is responsible for all other costs, including filing fees and other administrative costs (i.e. mailings, copying, stenographer and/or expert witness fees) unless such costs are otherwise communicated to the Local Unit.



ADDENDUM "A"  
BYLAWS OF LOCAL \_\_\_\_\_

OF THE

NEW ENGLAND POLICE BENEVOLENT ASSOCIATION INC.,

## **PREAMBLE**

For the purpose of setting rules for the guidance of members, and effecting uniformity in the administration of privileges and benefits to members, Local \_\_\_\_\_ of the New England Police Benevolent Association Inc., (NEPBA) ordain the following by-laws for the government of its officers and members.

## **ARTICLE I**

### **Organization**

The name of this organization shall be \_\_\_\_\_ Local \_\_\_\_\_ of the New England Police Benevolent Association Inc., (NEPBA)

## **ARTICLE II**

### **Objectives**

The objectives of this local shall be to carry out on a local basis for employees engaged in law enforcement and support staff in the (city or town) \_\_\_\_\_; the objectives of the New England Police Benevolent Association Inc., (NEPBA)

## **ARTICLE III**

### **Membership and Dues**

The local union shall be affiliated with the New England Police Benevolent Association Inc., (NEPBA)

Section 1. Qualifications: All persons regularly employed as a \_\_\_\_\_ at the rank of \_\_\_\_\_ by the (name of department) are eligible for membership in this local subject to the requirements of the Constitution and By-Laws of the New England Police Benevolent Association, Inc.,

Section 2. Application: Application for membership shall be made on a standard application form. Such form shall include a valid authorization for payroll deduction of dues. The application shall be accompanied by an application fee equal to one month's dues which requirement may be waived by the President or the Executive Director of the New England Police Benevolent Association, Inc.

Section 3. Dues: The membership dues shall be paid on a monthly basis at the rate of \$12.50 per member per week, unless and until increased by a majority of the Executive Board at the New England Police Benevolent Association Convention.

Section 4. Payment of Dues: Membership dues shall be payable monthly in advance to the New England Police Benevolent Association, Inc. Treasurer and in no event shall be paid later than the 15<sup>th</sup> day of the month in which they become due. Any member, subordinate organization or affiliated local of the New England Police Benevolent Association, Inc., who fails to pay by the 15<sup>th</sup> day of the month in

which they become due shall be considered delinquent and upon failure to pay dues for two (2) consecutive months shall stand suspended. Provided however, that the person who is paying the dues through a system of regular payroll deduction shall, for so long as such person continues to pay through such deduction method, be considered in good standing.

Section 5. Reinstatement Fee: A member suspended under the above section may be reinstated to membership in the local on payment of all arrearages or upon payment of a reinstatement fee of \$20.00 plus the current month dues.

## **ARTICLE IV**

### **MEETINGS**

Section 1. Time and Place: General membership meetings must be held at least once a year. General meetings of the membership shall be called by the President as are necessary. A notice containing an agenda for the meeting, time and place is recommended.

Section 2. Special Meetings: Special meetings may be called by a majority of the Executive Board, or by a petition filed with the Executive Board and signed by 20% of the members of the local. Special meetings may also be called by the President.

Section 3. Quorum: A quorum for the meeting of the local shall be at least two local union officers and 10% of the membership or a minimum of 25 members.

Section 4. RECOMMENDED ORDER OF BUSINESS:

- A. Call to order by the presiding officer
- B. Reading of minutes from the previous meeting (SEE RECOMMENDED FORM)
- C. Initiation of New Members
- D. Reading of Correspondence
- E. Reports of any other officers or committees
- E. Unfinished Business
- F. New Business
- G. Good and Welfare
- H. Adjournment

Section 5. Rules of Order: Robert 's Rules of Order- Newly Revised shall be the guide in all cases to which they are applicable and in which they are not inconsistent with the Constitution of the New England Police Benevolent Association, Inc. and special rules of this local union or the New England Police Benevolent Association, Inc.,

## **ARTICLE V**

### **Officers, Nominations and Elections**

Section 1. Titles and Terms of Office: The elected officers shall consist of a President, one or more Vice Presidents, a Secretary-Treasurer and such other officers, as they shall deem advisable from the membership. These officers shall constitute the Executive Board. A quorum shall be established, but in no case shall the quorum be fewer than three officers. The term of office for all elected members of the Executive Board shall not exceed the term of three years.

Section 2. Grievance Committee: Each local shall have an elected or local president appointed grievance committee. The number of members shall be determined by the local.

Section 3. Nominations: Nominations shall be made at a regular or special meeting of the local. At least fifteen (15) days advance notice shall be given to the membership prior to the nomination meeting.

Section 4. Election of Officers: The election of officers shall be by secret ballot vote and shall be so conducted as to afford to all members, in good standing, a reasonable opportunity to vote. At least fifteen (15) days' advance notice shall be given to the membership prior to the holding of the election. Vacancies in office shall be filled for the remainder of the unexpired term by vote of the Executive Board. A change in either a local union's national affiliation or a local union's exclusive bargaining agent does not constitute a change in the local union's elected leadership.

## **ARTICLE VI**

### **Duties of Executive Board and Officers**

Section 1. Duties of the President: The President shall:

- A. Preside at all meetings of the local and Executive Board.
- B. Countersign all checks drawn against the funds of the local.
- C. Serve ex-officio as Chairman of the Bargaining Committee.
- D. Supervise all affairs of the local, including appointing additional committees.
- E. Report periodically to the membership regarding the progress and standing of the local and regarding the President's official acts.

Section 2. Duties of the Vice-President: The Vice-President shall:

- A. Assist the President in any way directed.
- B. Preside in the President's absence or inability to serve and perform all duties otherwise performed by the President.
- C. Upon approval by the Executive Board, be authorized to act as co-signor of checks on the local funds in place of either the President or Secretary-Treasurer.

Section 3. Duties of the Secretary-Treasurer: The Secretary-Treasurer shall:

- A. Receive and receipt for all monies of the local.

B. Deposit all money so received in the name of the local in a bank or banks selected by the Executive Board, and money so deposited shall be withdrawn only by check and signed by both the President and Secretary-Treasurer.

C. Prepare and sign checks for such purposes as are required by the Constitution or are authorized by the membership or the Executive Board.

D. Prepare and submit the monthly membership report to the New England Police Benevolent Association, Inc., and see that a check is drawn in payment of the local's per capita tax each month and sent directly to the Treasurer of the New England Police Benevolent Association, Inc.

E. Keep an accurate record of receipt and disbursement, and shall once every two months, submit to the membership an operating statement of the financial transactions of the local for the previous month.

F. See that any financial report required by the New England Police Benevolent Association, Inc. be submitted in accordance with the New England Police Benevolent Association, Inc.'s Constitution and By-Laws.

G. Keep a record of the proceedings of all membership meetings and of all executive meetings.

H. Conduct all official correspondence of the local, be the custodian of the records and perform other duties that pertain to the office.

Section 4. The Executive Board: The Executive Board shall:

A. At all times represent members fairly and impartially.

B. Grievances: The Executive Board may refuse to file or process a grievance or undertake any other representational activity for any valid reason, but may not arbitrarily refuse to process a meritorious grievance or decline to proceed to arbitration or grievance or decline to proceed to arbitration or otherwise represent a member because of hostility to the grievant or irrelevant or invidious considerations. When the Board determines that it will not submit a grievance to arbitration, it shall notify the grievant of the members' right of appeal under the New England Police Benevolent Association's Constitution and By-laws and shall take the necessary action to preserve the grievant rights there under.

C. Approve minor financial expenditures.

D. Deliberate on other Union related matters.

E. Conduct disciplinary hearings.

## **ARTICLE VII**

### **International Convention**

This local union shall at all times be subject to the provisions of the Constitution and By-Laws of the New England Police Benevolent Association, Inc..

## ARTICLE VIII

### Amendment

The By-Laws of Local \_\_\_\_\_ may be amended. A motion for such an amendment must be made at a general meeting; it shall then be placed on the agenda for the next general meeting. The proposed amendment shall be properly posted prior to the second general meeting and must be provided in writing to the membership at the meeting it is to be voted on. The amendment must be approved by a 2/3 vote of the attendant membership at the general meeting. 24

**The following material is not part of the Constitution. It is only included for the information and guidance of the officers of locals:**

Suggested Ritual and Order of Business for New England PBA, Inc.,

Local Meetings/ Recommended Form for Local Minutes.

1. The President (or Chairperson of the meeting) calls the meeting to order.
2. Roll Call of Officers: The President shall ask the Recording Secretary to call the roll of the officers.
3. Recording of Minutes of the Last Meeting: The President shall ask the Recording Secretary to read the minutes of the preceding meeting. The President then asks if there are corrections to be made in the minutes, corrections should be noted. If no objections are made, the President may declare the minutes accepted.
4. Initiation of New Members: The President shall ask the Recording Secretary to read the names of the new applications for membership, and as the names are read, these new applicants shall step forward to be initiated. After all names have been read, the President shall ask all members to stand. The President then gives the Membership Obligation to the new members, during which time all members remain standing.
5. Reading of Correspondence: The President shall ask the Recording Secretary to read the important correspondence.
6. Reports of Officers:
7. Report of Committees:
8. Unfinished Business
9. New Business
10. Good and Welfare
11. Adjournment: A motion to adjourn must be made, seconded, and voted upon.

**The following is also not part of the Constitution. It is only included to act as a guide and for informational purposes for the elected officers of the local:**

## **RECOMMENDED FORM FOR LOCAL MINUTES**

Minutes of the Meeting of (insert date of meeting.)

1. The meeting of Local # \_\_\_\_\_ was called to order by PRESIDENT \_\_\_\_\_ at \_\_\_\_\_ PM.
2. The Roll Call of Officers was taken by Recording Secretary \_\_\_\_\_. The following officers were present: \_\_\_\_\_.
3. The minutes of the previous meeting were read and approved.
4. The Recording Secretary read the names of the following applicants for membership. (Insert members' names.) The new applicants were obligated as members.
5. The President asks the Recording Secretary to read the important correspondence. The following letters were read from the Central Labor Council asking for participation in voter registration drive and from the International President concerning the local union training program.
6. **Reports of the Officers:**

A. The President reported on the last Executive Board meeting it was moved by \_\_\_\_\_  
Seconded by \_\_\_\_\_ and carried that the report be accepted.

B. Secretary-Treasurer \_\_\_\_\_ made the following report for the month of July.

Balance in Bank as of June 30 <sup>th</sup>	\$24,000.00
INCOME:	
Dues received during July – 200 Members @ \$50.00	\$10,000.00
Total Income	\$34,000.00
EXPENDITURES	
Per Capita Tax to New England PBA: 200 @ \$40.00	\$ 8,000.00
Stipend for Executive Board	\$ 1,000.00
BILLS: Approved and Paid – Month of July	
L.J. Thomas Prints – Stationary	\$ 500.00
Hall Rental	\$ 200.00
Office Supplies	\$ 150.00
U.S. Postal Service	\$ 50.00
Total Expenditures	\$ 9,900.00
Balance in Bank as of July 31 <sup>st</sup>	\$ 24,100.00

The Secretary-Treasurer recommended the payment of the following bills:

AJ Wilson & Sons Catering	\$ 1,000.00
Rental Hall – Retirement Party	\$ 200.00
Plaques for Retirees	\$ 400.00

Motion moved by \_\_\_\_\_ Seconded and carried that the Secretary-Treasurer's Report be accepted and the bills approved for payment.

## **7. REPORTS OF COMMITTEES:**

A. Negotiating Committee: Chairman \_\_\_\_\_ recommended on behalf of the Committee that the contract negotiated with the City be approved. Motion moved by \_\_\_\_\_, seconded by \_\_\_\_\_ and carried that the contract be approved and sent out for ratification vote of the members.

B. Education Committee: Chairman \_\_\_\_\_ recommend on behalf of the Committee that the local union send two members to participate in the local union training program to be conducted by New England PBA. The matter was referred to as New Business.

**8. UNFINISHED BUSINESS:**

The pending request, which was tabled in the previous meeting, calls for the members to vote on accepting the police dispatchers into their local was taken up again. The motion moved by \_\_\_\_\_, Seconded by \_\_\_\_\_ and carried that a letter be sent to the New England PBA, asking for a recommendation and classification on the effects of collective bargaining.

**9. NEW BUSINESS:**

\_\_\_\_\_ moved that the recommendation of the Education Committee and the Vice President of the local send the Chairman of the Committee and the Vice President of the local. The motion by \_\_\_\_\_, Seconded by \_\_\_\_\_ for the local union to pay the actual expenses of the participants up to a maximum of \$200.00.

**10. GOOD AND WELFARE:**

John Smith representing the Community Chest spoke to the need for raising enough money for the annual campaign for the City Adoption Center to get back on solid financial ground. He appealed to the members present to work hard within the units.

**11. ADJOURNMENT:**

There being no further business, it was moved by \_\_\_\_\_, Seconded by \_\_\_\_\_ and carried that the meeting be adjourned.

MEETING ADJOURNED AT \_\_\_\_\_ P.M.

Fraternally Submitted,

\_\_\_\_\_  
Recording Secretary