



**TEXAS JAIL ASSOCIATION
BY-LAWS**

(REVISED AUGUST 2010)

Gender terms are considered to be non-discriminatory.
The masculine will be used to avoid confusion.

ARTICLE I – MISSION

The purposes of the Association are:

- Section 1: To bring together those concerned with or interested in the professional operation and administration of jails in the state of Texas;
- Section 2: To advance professionalism through training, technical assistance, publications, peer interactions, and conferences;
- Section 3: To provide leadership in the development of professional standards, management practices, programs, and services; and,
- Section 4: To advance the interest, needs, and concerns of the membership.

ARTICLE II – MEMBERS

Section 1: Members

The Texas Jail Association has five (5) categories of members:

A. Professional (Voting Member):

Personnel working at or in support of a Texas county jail as defined by the Texas Commission on Jail Standards.

B. Associate (Voting Member):

Active or retired law enforcement personnel, including federal, state, and local entities working with or in support of Texas county or city jails.

C. Affiliate (Non-Voting):

A person interested in the operation and administration of jails as approved by the by the Texas Jail Association.

D. Business (Non-Voting):

Any business desiring to show support of the Texas Jail Association's efforts and goals.

E. Lifetime (Voting):

- a. Past Presidents of the Texas Jail Association, those individuals elected to the Association's Hall of Fame, and other honorees as approved by the board.
- b. Any member who has elected to purchase a membership equivalent to ten (10) years of the annual dues based on the current fee schedule in one lump sum.

Section 2: Voting

Each voting member is entitled to one vote on each matter submitted for consideration by the Board of Directors (Board). Voting is limited to members present at the time the vote is taken. Voting shall take place at a time and in a manner as set forth by the Board.

Section 3: Application for Membership

- A. Application for membership shall be made to the Texas Jail Association.
- B. If such application is rejected, all money submitted with the application shall be returned to the applicant.
- C. Upon acceptance, the applicant shall be notified. A current membership card, along with other appropriate documents, shall be forwarded to the applicant.

ARTICLE III – MEETINGS

Section 1: The Board shall meet on the day preceding the first full day of the annual conference and shall then reconvene at the call of the President. The purpose of such meetings is to discuss any necessary business. The Board shall meet a minimum of two (2) times per year.

Section 2: Annual Training Conference

An annual training conference shall be held each year. The purpose shall be to provide relevant training on jail issues, elect officers and member to the Board, and any other such business.

- A. The President shall call a business meeting at the annual training conference.
- B. There shall be a meeting of the newly elected Board at the conclusion of the annual training conference.

Section 3: Notice of Meetings

All meetings shall be conducted in accordance with Roberts Rules of Order (Revised).

A. Regular Meetings

Notice of the date, time, and place of the regular annual training conference shall be provided to each member at least thirty (30) days prior to such meeting.

B. Special Meetings

A simple majority of the voting members on the Board may call a special meeting as necessary.

The purpose of the special meeting shall be stated in the notice, and only that business for which the meeting was called may be conducted. Seven days minimum notice is required.

Special meetings may be held at any location designated by the Board.

Section 4: Site Selection for Annual Meeting

The selection of annual training conference sites shall be made by the Board. Proposals will be accepted, reviewed, and negotiated as necessary at least one (1) year before any current contract will expire. The Board will then authorize the President to sign up to a three (3) year contract or renewal based on all negotiated details.

Section 5: Meetings Held by Telephone or Electronic Conference

The Board may hold a meeting by means of a telephone, computer, or other electronic device. Action taken by majority of the Board shall have the same force and effect as if it was taken at a meeting duly called. A signed copy of the meeting shall be on file at the Association offices.

ARTICLE IV – BOARD OF DIRECTORS

Section 1: General Powers

The Board shall be the governing body of the Association.

A. The President shall be the presiding officer for all Board meetings. In his absence, the First Vice-President shall preside at any meeting.

- B. The Board sets the annual dues for the Texas Jail Association, and dues are payable prior to the annual training conference.
- C. The Board shall be empowered to authorize expenditures for the general business of the Association.
- D. The Board may authorize additional services and set appropriate charges.
- E. The Board may enter into any agreement with other persons or organizations for the advancement of the Association.
- F. The Board may conduct business by correspondence or other means of communication as approved by the President.
- G. The Board may appoint, employ, retain, and supervise sufficient staff members as necessary to accomplish the purposes of the Association.
- H. The Board shall act as an advisory committee to the President and the Association.
- I. The Board may authorize the President to enter into contracts or agreements on the behalf of the Association.

Section 2: Composition of the Board (voting members)

- A. The Board shall consist of the President, First Vice-President, Second Vice-President, Third Vice-President, Treasurer, Immediate Past President and six (6) Directors as elected by the membership.
- B. The Treasurer shall serve a term of three (3) years.
- C. Directors shall serve a term of three (3) years.

ARTICLE V – OFFICERS AND EXECUTIVE COMMITTEE

Section 1: The Officers of the Association shall be:

- A. President
- B. First Vice-President
- C. Second Vice-President

D. Third Vice-President

E. Treasurer

Section 2: Succession and Term of Office

A. The offices of the President, First Vice-President, and Second Vice-President shall be filled each year at the annual business meeting.

B. The Third Vice-President shall be elected at the annual business meeting.

1. To be eligible for election to the office of Third Vice-President, each candidate must first have served at least one (1) year as a Director or in an appointed position on the Board.

C. The Treasurer shall be elected at the annual business meeting upon expiration of his three-year term.

D. One-third (2) of the Directors shall be elected at the annual business meeting.

Section 3: Vacancies

A. Vacancies occurring in the President, the First Vice-President, or the Second Vice-President positions shall be filled by succession.

B. At the discretion of the Board, in the event of vacancy occurring in the last six (6) months of the current Presidential term, succession will not be enforced.

C. The President shall appoint board members to fill vacancies in all other positions. The appointment must be approved or rejected by the Board at the next regular or special meeting. Persons appointed to fill such vacancies and approved by the Board shall serve until the next annual business meeting.

D. This Association recognizes that each board member and officer serves at the pleasure of the Sheriff and is subject to maintain employment at his pleasure or term conclusion. In the event that any officer should be separated from his employment for any reasons other than verifiable misconduct while fulfilling his duties and serving in such capacity, the officer will have one-hundred twenty (120) days from the date of official separation to secure other similar employment in a manner meeting the eligibility requirements. Should this not occur, or unless the officer elects to resign formally, the President or

Designee will take executive action to remove the individual from his position. By-laws affecting succession of office will then apply as written in this section.

Section 4: Executive Committee

- A. The Executive Committee shall consist of the President, the First Vice-President, the Treasurer, and the Immediate Past President. The Secretary shall be a non-voting, ex-officio member. The President shall serve as Chairman of the Executive Committee, which shall conduct all business of the Association between meetings.
- B. The Executive Committee shall investigate all allegations of misconduct by a member of the Association. The Executive Committee has the responsibility of taking whatever action is appropriate, including expulsion from the Association.
- C. The Executive Committee shall meet upon call of the President or upon the request of any two (2) members of the Executive Committee.
- D. The Executive Committee shall conduct all business for the Association when the Board is not in session and report its actions at the next Board meeting.

Section 5: Council of Past Presidents

- A. Membership of the Past Presidents Council shall consist of the Past Presidents of the Association.
- B. The Chairman will be the Immediate Past President of the Association.
- C. The Council will meet at the call of the Chairman and at the Association's annual training conference. Council members may sit as ex-officio, non-voting members of the Board. The Chairman, as Immediate Past President, is automatically a voting member of the Board. Members of the Council of Past Presidents who are seated on committees will have a vote on those committees.
- D. The duties of the Council will be as follows:
 - 1. Orientation and training of newly elected Officers and Board members;
 - 2. Advise the President and Board;
 - 3. Advise Committee Chairman; and,

4. Select one of their members to serve as Chairman of the Awards Committee.

Section 6: Duties of the President

- A. The President shall preside at all meetings, and presides over the Executive Committee.
- B. The President shall have the power to appoint special committees.
- C. The President shall conduct day-to-day business for the Association when the Executive Committee and/or Board are not in session.
- D. The President shall not enter into contracts or agreements on behalf of the Association without the approval of the Board.
- E. The President shall be the official spokesman for the Association and shall represent the Association at official functions.
- F. The Treasurer shall reimburse the President for all usual and ordinary expenses of his office. The Executive Committee must approve all expenditures.

Section 7: Duties of the Vice-Presidents

- A. The Vice-Presidents in succession shall act on behalf of the President in the event of his temporary absence or disability.
- B. The First Vice-President shall automatically assume the duties of the Office of the President in the event of death, resignation, or removal from office and shall carry out those duties for the remainder of the term.
- C. The Vice-Presidents shall chair such committees as authorized by the by-laws or those committees delegated to them by the President.

Section 8: Duties of the Treasurer

- A. The Treasurer shall receive all monies due to the Association. The Treasurer shall keep a just and accurate record of all financial dealings of the Association.
- B. The Treasurer shall maintain a proper accounting and record of all members.

- C. The Treasurer shall draw all warrants and checks for expenses of the Association, which shall be signed by him and/or the President of the Association.
- D. The Treasurer shall furnish such bonds for the faithful performance of his duties as the Board may require. The Association shall pay the premium of all bonds.
- E. The Treasurer shall make the financial records of the Association available for audit by the Finance Committee as requested by the President.
- F. The Treasurer shall invest funds of the Association in a manner most beneficial to the organization as directed by the Board.
- G. The Treasurer shall perform such other duties as may be assigned to him by the President or the Board.
- H. Funds shall be maintained by the Treasurer to defer the usual and ordinary expenses of his office and the Association.
- I. The treasurer may be relieved of all or part of the duties when professional staff is contracted. The Board shall determine what responsibilities, if any, are assigned to professional staff.

Section 9: Duties of Directors

Other members of the Board shall assist at conferences as assigned by the President in order to fulfill committee assignments; provide speaker introductions; and assist with merchandise sales and inventory, registration, class monitoring, regional trainings, etc.

Section 10: Appointed Positions

- A. The President may appoint, subject to the approval of the Board, the following non-voting positions:
 - 1. Secretary
 - 2. Editor
 - 3. Historian
 - 4. Parliamentarian
 - 5. Chaplain

6. Sergeant-at-Arms
 7. Sheriff Representative
 8. Vendor Representative
 9. Private Correctional Facility Representative
- B. The duties of the Secretary shall be to keep the records and minutes of the Association and perform such other duties as may be assigned by the President.
- C. The duties of the Editor shall be to receive all articles and items of interest pertinent to the jail management profession. The Editor shall secure beneficial publicity for the Association. The Editor will be responsible for the professionalism of the newsletter.
1. The newsletter of the Texas Jail Association shall be published no less than four (4) times during each calendar year.
 2. The Editor may have, with approval from the Board and the Finance Committee, the authority to sell space in the newsletter. Money raised from the newsletter shall be deposited in the general fund of the Association.
- D. The Historian shall pursue, collect, and retain custody of all items of interest to the Association. The Historian shall identify and record items and acknowledge the donor of each.
- E. The Parliamentarian shall be familiar with these by-laws and with Roberts Rules of Order (Revised). He shall advise the President or the Board on any questions of parliamentary procedure.
- F. The Chaplain shall represent the Association in all religious matters. He shall lead the prayer when requested.
- G. The Sergeant-at-Arms will not permit any unauthorized persons to enter meetings of the Association. He shall assist the President in maintaining order when so requested.
- H. The representatives of Sheriffs, Vendors, and Private Correctional Facilities are non-voting, ex-officio members of the Board. These representatives shall serve in an advisory capacity to express the concerns of Sheriffs, Vendors, and Private Correctional Facilities. Two (2) members will serve as those representing Vendors. These

representatives shall serve a two (2) year term on the Board, with a new representative being appointed by the incoming President each year. Terms for these directors shall expire on alternate years.

ARTICLE VI – ELECTION OF OFFICERS AND DIRECTORS

Section 1: Eligibility

- A. Only voting members of the Association who are in good standing shall be eligible to hold office.
- B. All elected positions shall be filled by persons working at or in support of a Texas county jail as defined by the Texas Commission on Jail Standards.
- C. No member may hold more than one (1) elected office at any one time.
- D. Any member removed from the Board shall be ineligible to hold future office unless specifically authorized by a future resolution of the Board.

Section 2: Nominations

- A. The Nominating Committee shall consist of three (3) members:
 - 1. The Chairman of the Nominating Committee shall be the First Vice-President;
 - 2. One (1) member shall be the Second Vice-President; and,
 - 3. One (1) shall be a member of the general membership, as appointed by the First Vice-President.
- B. The Nominating Committee shall nominate at least two (2) individuals for the offices of Third Vice-President, Treasurer, and each vacancy on the Board. The committee shall ensure that the nominees have met all eligibility requirements and verify the support of their Sheriff(s) prior to formally nominating them.

Section 3: Elections

- A. The Executive Committee shall supervise elections.
- B. Each candidate may submit a biography of fifty (50) words or less to be included with the meeting materials.

- C. In a contest involving three (3) or more nominees for one position, a plurality is needed for election.
- D. In the case of a tie for any position, members attending the annual business meeting will vote in order to break the tie and declare a winner.
- E. The Board shall decide challenged elections.

ARTICLE VII – REQUIREMENTS OR DUTIES OF THE BOARD OF DIRECTORS

Section 1: The Board may remove any board member who fails to fulfill his commitment to the Association. Removal from office will be by majority vote of the current Board. Failure to fulfill duties to the Association includes but is not limited to:

- A. Absence from two (2) consecutive meetings without either Board approval or a valid excuse provided to the Board in advance of the absence, except in the case of an emergency;
- B. Failure to fulfill scheduled commitments; and,
- C. Failure to fulfill specific duties of his office as described in the by-laws of the Association.

ARTICLE VIII – COMMITTEES

Section 1: The five (5) permanent standing committees of the Association shall be the following:

- A. Training Committee
 - 1. The Training Committee shall consist of at least three (3) members. The Second Vice-President shall serve as the Chairman, and he shall select two (2) members from the general membership to serve on the committee.
 - 2. The Training Committee is charged with the responsibility of the planning, development, and implementation of an annual training program for the Association and other such training programs the Board may authorize.

B. Membership Committee

1. The Membership Committee shall consist of at least three (3) members. The Third Vice-President shall serve as the Chairman, and he shall select two (2) members from the general membership to serve on the committee.
2. The Membership Committee is charged with the responsibility for planning, development and implementation of an on-going recruitment program and other such programs as the Board may authorize.

C. Nominating Committee

The composition and duties of the Nominating Committee are outlined in Article VI.

D. Finance Committee

1. The Finance Committee shall consist of at least three (3) members. The President shall serve as the Chairman. Also included on the committee will be the First Vice-President and the Treasurer.
2. The Finance Committee is charged with auditing the Association's financial records on an annual basis, and other such duties as assigned by the President.

E. By-Laws Committee

The By-Laws Committee shall consist of at least three (3) members. The First Vice-President shall serve as the Chairman, and he shall select two (2) members from the general membership to serve on the committee.

Section 2: Additional Committees

The President may appoint additional committees and chairmen as necessary to conduct the business of the Association.

ARTICLE IX – USE OF NAME AND INSIGNIA

Section 1: Selection and Use of the Insignia of the Texas Jail Association

- A. The Board shall decide on the design of the official insignia for the Association.

- B. This insignia shall appear on only the official stationary of the Association, on its membership cards and certificates, and other items approved by the Board.
- C. The TJA name and insignia shall not be used for any fund raising and/or endorsements without approval from the Board.

ARTICLE X – AMENDMENTS

Section 1: Amendment to By-Laws

- A. Any motion to change the by-laws of this Association shall be made in writing to the First Vice-President, who serves as Chairman of the By-Laws Committee. The First Vice-President shall submit the recommendations of the By-Laws Committee to the Board prior to the annual training conference. The President shall submit recommended changes to the general membership for ratification at the annual training conference.
- B. Amendments to the by-laws shall be posted during the annual conference for ratification by the membership at the annual business meeting.
- C. Amendments to the by-laws require a two-thirds majority of all votes cast.

ARTICLE XI – NOTICE TO DIRECTORS

Section 1: Procedure

When these by-laws require notice to be given to any Director, the notice shall be given as prescribed herein. If the notice is given by mail, the notice shall be sent by first class mail in the normal manner. Such notice shall be deemed to have been given at the time it is deposited in the United States mail. Notice shall be deemed to have been given by telegram or cablegram at the time the notice is filed with the transmitting agency and if by electronic means, when directed to an electronic mail address or facsimile device.

Section 2: Waiver

When notice is required to be given to any Director, that Director may sign a waiver of notice.

ARTICLE XIII – TAX-EXEMPT

Section 1: Tax-Exempt Status

The affairs of the Association shall, at all times, be conducted in such a manner as to maintain its status as a qualified exempt organization under Section 501 (C) (3) of the Internal Revenue Code of 1986, as amended.

Section 2: Internal Revenue Code

All references in these by-laws to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986.