

ARTICLE I

NAME: The name of the organization is NLEA, INC.

ARTICLE II

Purpose of the Association

This is a non-profit organization formed to conduct training and provide other educational opportunities while facilitating cooperation among its members in the law enforcement and private security communities. The goal is not only to facilitate the achievement of their common goals but to further the preservation of and adherence to the Constitution of the United States. The organization will conduct regular meetings and seminars at which its members may hear and interact with expert speakers in various law enforcement and security fields while providing a forum to discuss problems of mutual interest.

ARTICLE III

Membership

SECTION I - There shall be two categories of membership:

1. Active Member
2. Life Member

SECTION 2 – Eligibility for

(A) Active Membership:

Applicant must be in **ACTIVE INVESTIGATIVE** work at the time the application is submitted and have been employed in an **INVESTIGATIVE** capacity with a Federal, State or Local Governmental Agency for at least **FIVE YEARS** prior to submitting the application,

OR

Have been employed in an **INVESTIGATIVE** capacity with a business or industrial concern for at least **FIVE YEARS** prior to submitting an application.

OR

Be employed as **Senor Executive Officer** of the **INVESTIGATIVE** organization of a business, industrial concern or Governmental Agency prior to and at the time the application is submitted.

Active Members are eligible to vote, hold elective office and shall be assessed the full amount of stipulated annual dues.

(B) Life Membership

Any Active Member who has been in good standing for a period of twenty (20) years, the last five (5) of which must have been consecutive, may be considered for Life Membership. Additionally, this membership status is to be reserved for those members who have provided outstanding and consistent service to the organization. The decision for the awarding of Life Membership is further reserved to the Executive Board and its awarding should not be considered as automatic. Life Members may vote, but may not hold any elective office except that of Director. Life Members shall not be assessed annual dues.

SECTION 3 - APPLICATION:

Application for Active membership shall be made to the Executive Secretary who may, if needed, refer an application to the Membership Committee Chairman for further investigation. It will be submitted for approval to the Executive Board. Admission to membership shall be granted only upon the unanimous vote of a quorum of the Board of Directors. Prior to voting upon each application the Board shall give due consideration to the following.

1. The personal character and reputation of the applicant;
2. The character and reputation of the applicant's employer and associates,
and
3. The general nature and character of the principal business of the employer
and associates.

SECTION 4 - TERMINATION:

The Board of Directors, by a two-thirds (2/3) vote, may order termination of membership of any member in the event

1. That the member is no longer actively engaged in a salaried investigative capacity, for whatever reason.
2. Such member is in arrears in the payment of dues or any other obligation to the Association (Article 3; Section 2) or
3. Such member is found guilty, after hearing, of conduct prejudicial to the good name or best interest of the Association; or
4. Such member is found guilty, after hearing, of having exhibited traits of character or conduct inconsistent with the qualifications for membership in this Association.

ARTICLE IV

Officers

SECTION I - The Executive Board Officers shall consist of a President, First Vice President, Second Vice President, Treasurer, Sergeant at Arms, and an Executive Secretary, each of whom shall be elected at the annual meeting of the Association for a term of one year, or until their respective successors shall be elected to take office. As stated, the Treasurer and the Executive Secretary will be elected annually. However, both the Treasurer and Executive Secretary may have their number of terms limited by the Board of Directors (described below). The President of the Association may not succeed himself for a period of five years.

SECTION 2 - Duties of Officers:

(a) The President shall be the presiding officer of the Association. He shall appoint the chairman and all members of all standing and any special committees as may be authorized by the Association from time to time, including the Nominating Committee. The President shall be a member ex officio of all committees.

(b) The Vice Presidents, in their order, shall perform the duties of the President, in the event of a vacancy in that office.

(c) The Treasurer shall be the custodian and depositor of the funds of the Association and shall disburse such funds by check. He shall be responsible to provide for an independent CPA review of the Association account(s) and compel the adherence to all tax matters of the Association. He shall render a complete summary of all income, disbursements, and balances at the beginning and ending of each accounting period, whenever requested by the Board of Directors and to the members at each regular meeting. In the event of inability of the Treasurer to perform his duties, such funds may be disbursed by check bearing signatures of either the President or the Executive Secretary.

(d) The Sergeant at Arms shall record attendance and keep order at all meetings of the Association in a bound ledger and such information shall be provided on a regular basis to the Executive Secretary for recording in the official minutes and to the Board of Directors as required.

(e) The Executive Secretary shall record the minutes of the meetings of the Association and the Board of Directors. He shall be custodian of all records of the Association. He shall send notices of regular and special meetings of the Association including the meetings of the Executive Board and Committees. He shall retain a record of attendance at these Meetings as provided by the Sergeant at Arms at the meetings of the Association and the Board of Directors and perform such other duties as may be delegated to him. He shall conduct all correspondence with the members of the Association and such other correspondence as may be directed by the Association

and/or as instructed by the President. Records in custody of the Executive Secretary may be destroyed only upon written authorization of the Board of Directors.

ARTICLE V

Board of Directors

SECTION I - Except as otherwise required by law or by this Constitution, the entire control and management of this Association, its affairs and property, shall be vested in a Board of Directors. The Board of Directors shall consist of thirteen (13) members, of whom the President, the First Vice President, the Second Vice President, the Treasurer, the Sergeant at Arms and the Executive Secretary shall be the de facto Executive Board members. The retiring Past President shall automatically become Chairman of the Board of Directors for a term of one (1) year. The remaining six (6) members of the Board of Directors shall be elected by the eligible members at the annual meeting for the election of officers and directors, as follows:

1. Two shall be elected for a term of three (3) years, each year. As the terms of office above thereafter expire, such vacancies will be filled by the election of such director or directors for a term three (3) years or until their successors are elected.
2. Vacancies occurring leaving unexpired terms may be filled by election at any regular meeting of the Association upon notification to the membership by the Executive Secretary.
3. Directors at the time of ratification of this Constitution may, however, serve to the expiration of their terms before being bound by the requirements of this section.

SECTION 2 - Duties of the Board of Directors: The Board of Directors shall examine and report upon such matters as are referred to it by the Association and shall act in an executive capacity for the Association. It shall take up and report such matters as in its judgment are deemed proper or necessary for consideration by the Association; and shall be authorized to take such action as conditions warrant, subject to approval and ratification by the Association.

SECTION 3 - Any elective member of the Board of Directors who fails to attend **three** (3) consecutive meetings without being excused by the Chairman of the Board of Directors may be removed from office by a majority vote of the members of the Board of Directors at the regular meeting.

SECTION 4 - A quorum at a meeting of the Board of Directors shall consist of no less than a simple majority of the members of the Board present at such meeting.

SECTION 5 - The Chairman of the Board of Directors shall report to the Association at its regular meeting.

ARTICLE VI

Meetings

SECTION 1 - Regular meetings of the Association shall normally be held on the third Tuesday of each month, except during the months of July and August when there shall be no meetings, unless otherwise designated by the President.

SECTION 2 - Annual meetings for the election of officers of the Association shall be held at the regular meeting during the month of April.

SECTION 3 - Special meetings of the Association may be called by the President or in his absence by the First Vice President, through the Executive Secretary. A special meeting may be called by the President if so petitioned in writing signed by twenty-five (25) Active and/or Life members in good standing within thirty (30) days of receipt of petition. The petition must state the purpose for which the special meeting is requested. No business shall be transacted at any special meeting except as stated in the call thereto. Special meetings of the membership shall be called in not less than seventy-two (72) hours written notice to all members thereof.

SECTION 4 - Quorum defined: At any regular meeting of the Association as ten percent (10%) of the total members in good standing present shall constitute a quorum for all purposes.

ARTICLE VII

Nominations & Elections

SECTION I - At the regular monthly meeting in February each year, or in the absence of a regular meeting by designation through the U.S. Mail, a committee of three (3) members not including the Chairman shall be appointed by the President to act as a Nominating Committee. Members of the Nominating Committee, before being eligible

for appointment to said committee, must be an Active or Life Members in good standing. They shall have attended a majority of the meetings in the year preceding the date of their appointment. It shall be the duty of this Committee to nominate Executive Board Officers for the ensuing year and members of the Board of Directors to serve for three (3) years replacing those whose terms of office will expire. The report of the Nominating Committee shall be made by its Chairman to the President at the regular monthly meeting in March. Any additional nominations may be made by Active or Life members of the Association in good standing at the March meeting. At that point, nominations shall be closed by a call for additional nominations three times.

SECTION 2 - The notice of the call of the annual meeting to be held during the month of April shall include separately the list of nominations of the Nominating Committee and a list of independent nominations, if any.

SECTION 3 - Election of Executive Board Officers and members of the Board of Directors shall take place at the annual meeting in April. In the event of an uncontested election, the Executive Secretary shall cast one vote to finalize the election.

SECTION 4 – The newly elected Executive Board of Officers and Directors shall assume their duties commencing at the Installation Ceremony and upon the administration of the oath of office by the designated installing officer.

SECTION 5 - To be eligible for nomination as an Executive Board Officer or a member of the Board of Directors, the nominee must be an Active or Life member of the

Association in good standing and must have attended a majority of the regular meetings in the elective year prior to their nomination.

ARTICLE VIII

Committees

In addition to any other special committee which the President shall appoint from time to time, as provided in Article IV, Section 2, the following shall be the standing committees of the Association:

1. Auditing
2. Information Systems
3. Interstate Liaison
4. Law Enforcement Liaison
5. Legal
6. Membership
7. Private Sector Liaison
8. Program
9. Public Relations
10. Welfare.

All Committee Chairs are likewise constrained to adhere to the attendance requirement as noted in Article V, Section 3.

ARTICLE IX

Amendments

The Constitution and By-Laws may be amended by a two thirds (2/3) vote of all Active and/or Life members in good standing present at any regular or special meeting of the Association providing:

1. The proposed amendment having been made in writing and signed by twenty five (25) Active and/or Life members in good standing.
2. Before any proposed amendment shall be voted upon, a copy shall be mailed to each member in good standing, and the proposed amendment shall be read at two (2) consecutive meetings.

BY-LAWS

ARTICLE I

Order of Business at Membership Meeting

1. Call to Order, Pledge of Allegiance, Moment of Silence and a Recording of Members Present.
2. Reading and Adoption of Minutes of Previous Meeting.
3. Report of Treasurer.
4. Report of Board of Directors.
5. Report of Standing Committees.
6. Introduction of New Members.
7. Report of Special Committees.
8. Unfinished Business.
9. Communications.

10. New Business.
11. Adjournment.

ARTICLE 2

Dues

SECTION A - Amount: Annual Dues and an Initiation Fee shall be determined by the Board of Directors at the meeting held during the month of January.

SECTION B - Payment: Annual Dues shall be payable in advance beginning with the fiscal year (January 1st).

SECTION C - Termination: Any member in arrears in the amount of two years annual dues shall be terminated from membership on June 1st of the second calendar year.

ARTICLE 3

Membership

Section A - Each candidate for Active membership shall be proposed by an Active or Life member in good standing and is seconded by two additional Active or Life members in good standing. The application shall be subscribed by the candidate who shall complete fully the Association's application form and must agree to comply with the Constitution and By-Laws.

SECTION B - All applications shall be referred to the Executive Secretary who, upon finding the petition correct, will present the application to the Board of Directors at the next regular meeting. As previously stated, the Secretary may refer same to the Membership Committee for investigation when necessary.

SECTION C - Following approval by the Board of Directors applications will be returned to the Executive Secretary, who will notify the candidates of their acceptance and solicit from them the Initiation Fee and Annual Dues. The applicant shall not enjoy privileges of, membership unless and until these monies have been paid in full.

SECTION D - No one organization, agency or business concern shall exceed five percent (5%) of the membership in good standing of the Association. The Board of Directors may, at their discretion, limit the number of applications for membership in the NLEA, Inc. for any organization, agency or business concern.

Constitution and By- Laws drafted in rough on 6 November 2006 by J.E. Schneider, Jr.

Treasurer

Amended 14 February 2007 per Board input on first draft

Second Draft by Joseph J. Gannon, Executive Secretary March 2007

Third Draft by Joseph E. Schneider, Jr.

Fourth Draft with revisions supplied by Joseph E. Schneider, Jr.

Revisions Drafted by Joseph E. Schneider, Jr per Board input 29 January 2009

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