

Bylaws of Texas Criminal Justice Information Users' Group a Nonprofit Organization

ARTICLE 1

1.1 The principal office of the corporation in the State of Texas shall be located in the City of Austin, County of Travis. The corporation may have such other offices as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

1.2 The corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be; identical with the principal office of the corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

1.3 The objectives of the Texas Criminal Justice Information User's Group shall be:

- (1) Coordinate Criminal Justice Information System Development and data processing, particularly at intergovernmental interface levels.**
- (2) Exchange and distribute the information on development and improvement of Criminal Justice Information Systems.**
- (3) Consolidate the approach on matters concerning several offices or agencies, but not to include lobbying or political activities.**
- (4) Develop and promote standards of policies, procedures, and processes within the Criminal Justice System.**
- (5) To serve as a state and federal agencies users' group to promote efficient, effective integration of criminal justice systems in the nation.**

ARTICLE 2

2.1 The corporation shall have three (3) classes of members. The designation of such classes and the qualifications and rights of the members of such classes shall be as follows:

The corporation shall have membership at three levels, to wit, regular members, honorary members and associate members.

2.2 The secretary shall keep a current roster of members. An associate member roster shall be maintained also except that associate members may be dropped for non-attendance by vote of the majority of the Board of Directors. Such rosters shall include as minimum, name, title address, agency, telephone number, member level and specific areas of expertise.

2.3 Individuals from the following agencies are eligible to become regular members:

- (1) Any city or county government, or any local, criminal justice agency in Texas currently involved or contemplating involvement in a computerized criminal justice information system or which uses or has access to such a system.**

- (2) Any local government agency in Texas which devotes an effort to:
- (a) The application of computer technology to the criminal justice community, or
 - (b) Providing service or support to one or more criminal justice community(s), or
 - (c) The use of criminal justice information.
- (3) Any employee of an eligible agency may become a regular member by paying the prescribed dues.
- (4) Each regular member in good standing shall be entitled to one (1) vote on any issue. Written proxy may be made and if so, conveyed to the secretary prior to roll call of the business meeting.
- (5) A regular member in good standing has paid annual dues prior to attending the business meeting and cannot have had membership suspended or terminated or have such action pending.
- 2.4 A person who has made a significant contribution to the area of Criminal Justice Information Systems or rendered distinguished service in related fields may be elected to Honorary Membership in the organization by majority vote of membership in attendance at a business meeting.**

A Board member(s) may provide the nomination for Honorary Membership and if, approved by the Board of Directors, it will be submitted to the membership at the next meeting for approval by the membership.

Nominations for Honorary Membership may also be made by any member, from the floor, at a regular business meeting.

Honorary members shall be granted lifetime full membership at no cost to the individual or agency.

2.5 Anyone having an interest in criminal justice information systems may become an associate member.

(1) Associate memberships may be obtained upon making a written application to the Board and by paying the prescribed dues. The Board may approve the membership or may submit it to the voting membership. Associate members may attend meetings, serve on committees, and make other contributions to the corporation; however, they may not hold office nor be designated a voting representative.

(2) All Terminal Agency Coordinators (TAC) in the State of Texas are granted associate membership at no cost to the individual or agency. Any TAC may become a regular member by payment of prescribed dues.

2.6 "Criminal Justice Agencies" shall include law enforcement agencies responsible for enforcement of the general criminal law, prosecutorial agencies, courts with criminal jurisdiction, correction agencies including probation and parole agencies, and governmental agencies that are engaged principally in the collection and providing of criminal justice information. The terms "involved" and "involvement" shall refer to contribution of data and information directly from the agency level, and shall exclude agencies that extract information only and cannot directly add, supplement, correct, edit or update existing information by any member.

2.7 Annual membership dues for regular and associate members shall be prescribed by the Board on an annual basis.

All Past Presidents and Honorary Members shall be granted life-time regular membership at no cost to the individual or agency.

2.8 Membership annual dues shall be payable to the Secretary/Treasurer. New individuals or agencies joining the organization after the first meeting shall be assessed a full membership fee which is not subject to proration.

2.9 The Board of Directors, by affirmative vote of two-thirds of all the members of the Board, may suspend or expel a member for cause after an appropriate hearing and may, by majority vote of those present at any regularly constituted meeting, terminate the membership. Any member may resign by filing a written resignation with the Secretary.

2.10 Any terminated member or associate may apply for reinstatement of membership. Membership in this corporation is not transferable or assignable.

ARTICLE 3

3.1 An annual meeting of the members shall be held at least once a year for the purpose of electing Directors and Officers of the corporation. The corporation may also hold at least one other meeting each year.

3.2 Special meetings of the members may be called by the President, the Board of Directors, the Advisory Committee Chair, or not less than two-thirds of the members having voting rights.

3.3 The Board of Directors shall select the meeting site and time of each meeting and shall select the meeting site no later than prior to the adjournment of the preceding meeting. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Texas; but if all members shall meet at any time and place and consent to the holding of a meeting, such meeting shall be called without call or notice, and at such meetings, any corporate action may be taken.

3.4 No further notice of the time and place of each meeting shall be necessary other than the announcement by the Board at the previous meeting as previously outlined.

Any action required by law to be taken at a meeting of the member or any action which may be taken at a meeting of the members may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by two-thirds of the members entitled to vote with respect to the subject.

3.5 Attendance of 51% of the regular members registered at any meeting called by the Board shall constitute a quorum upon certification by the Secretary or other officer or Board member named.

If a quorum is not certified, no official business may be conducted but the meeting may be adjourned from time to time with a majority vote of the members present.

3.6 Where Directors or Officers are to be elected by members or any class or classes of members, such election may be conducted by mail in such manner as the Board of Directors shall determine.

ARTICLE 4

4.1 The affairs of the corporation shall be managed by its Board of Directors. Directors must be regular members of the corporation.

4.2 The Board of Directors shall total six (6), three (3) of which shall be elected as Directors, bearing position numbers 1 through 3. The other three members of the Board of Directors shall consist of the current president, vice president, and secretary/treasurer. The immediate Past President shall be an ex-officio member of the Board.

Each Director shall hold office until the next election effecting that position or until a successor shall have been elected and qualified.

4.3 A regular annual meeting of the Board of Directors shall be held without notice other than this bylaw, immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide the resolution and time and place for the holding of additional regular meetings of the Board without other notice than such resolution.

4.4 Special meetings of the Board of Directors may be called by or at the request of the President, any two Directors or the Advisory Committee Chair. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meetings of the Board called by them.

4.5 Notice of any special meeting of the Board of Directors shall be given at least ten (10) days previously thereto by written notice delivered personally sent by mail, telegram or electronic means to each Director and current members of the Advisory Committee at the address as shown by the records of the corporation.

If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends such meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or covered. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the waiver of notice of such meeting, unless specifically required by law or by these bylaws. If notice is given by electronic means, notification is deemed delivered when electronic receipt is confirmed.

4.6 A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a majority of the Directors are present at said meeting, majority of the Directors present may adjourn the meeting from time to time without further notice.

4.7 The act of majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of the greater number is required by law or by these bylaws.

4.8 Any vacancy occurring in the Board of Directors or officers of the corporation, other than the President which shall be filled by the Vice President according to Article 5.5 of these bylaws shall be filled by the Board upon recommendation by the Advisory Committee. A Director or officer elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

4.9 Directors as such shall not receive any salaries for their service to the corporation, but nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receive compensation therefore.

4.10 Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing setting forth the action so shall be signed by all of the Directors.

4.11 The functions of the Board of Directors include, but are not limited to the following:

(1) Formulate policy and organizational direction and submit such policy and direction statements to the membership for its approval;

(2) Designate host members, site, and date for next meeting.

(3) Designate permanent and temporary committees and members thereof. The term for committee members shall be through the end of the calendar year in which the committee (or members) was appointed.

(4) Review prospective associate member applications and Honorary Membership nominations for eligibility and make recommendations to the membership;

(5) Accept amendments to bylaws; carry out any other duties expressed or implied elsewhere in these bylaws;

(7) Faithfully abide by these bylaws and otherwise carry out the will of the membership;

(8) To select from regular members the necessary officers to conduct corporation's business as required;

(9) Present in writing to the general membership at the first meeting of the calendar year, an action plan which shall include but is not limited to, the goals and objectives to be accomplished during the calendar year.

ARTICLE 5

5.1 The officers of the corporation shall be President, Vice President and Secretary/Treasurer, and such other officers as may be elected in accordance with the provisions of this article.

The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretary and one or more Assistant Treasurer, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary/Treasurer.

5.2 Officers of the corporation shall be elected at the last general meeting of the year, which is the annual meeting of the corporation. The officers of the corporation, like the other members of the Board of Directors, shall be elected by the membership. If the election of officers shall not be held at such meeting, election shall be held as soon as thereafter as conveniently may be. Each officer shall hold office until a successor shall have been duly elected and shall have qualified.

5.2.1 Directors of the corporation shall be elected for two year terms as follows:

The president, Vice President, and Board position two (2) will be elected in the odd year. The Secretary/Treasurer and Board Positions one (1), and three (3) will be elected in the even year making two year terms.

5.3 Any officer or Board member may be removed by an affirmative vote of three (3) of the remaining officers or two-thirds vote of the voting members present and voting.

5.4 Any officer or Board member may resign by tending his written resignation to one of the officers of the corporation.

5.5 In the event of a vacancy of the office of President the office shall be filled by the present Vice President. In the event of a vacancy in the office of Vice President, the immediate Past President may be appointed to the office of President until the Vice President is elected or appointed.

5.6 The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the Secretary/Treasurer or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute of some other officer or agent of the corporation and in general he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

5.7 In the absence of the President or in the event of his inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice

President in order of their election) shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned by the President or Board of Directors.

5.8 If required by the Board of Directors, the Secretary/Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

In the absence of any directive by the Board of Directors, the Secretary/Treasurer shall serve without bond. He shall have charge and custody of and be responsible for all funds and for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or their depositories as shall be selected in accordance with the provisions of Article 7, Section 7.3 of these bylaws; and in general perform all the duties as from time to time may be assigned to him by the President or the Board of Directors.

5.9 The Secretary/Treasurer shall keep the minutes of the meetings of the members of the Board of Directors in one or more books provided for that purpose; give all notices in accordance with the provisions of these bylaws or as required by law, as custodian of the corporate records and of the seal of the corporation, and affix the seal of the corporation to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions for these bylaws, keep a register of the post office address of each member and in general, perform all duties incident of the Secretary/Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

ARTICLE 6

6.1 The Board of Directors at the first annual meeting each year shall appoint Directors for the following standing committees:

- (1) Membership - New members' solicitations
- (2) Security and Privacy - Monitor any/all changes in this area
- (3) Vendor Relations - Promote vendor participation
- (4) Historical - Documentation of TCJIUG history
- (5) Nominations - Provide nominees for elected positions
- (6) Publications - Semi-annual distribution of TCJIUG history
- (7) Programs - Organization of conferences
- (8) By-laws - Parliamentary Duties/Receive requests for changes to bylaws

(9) Systems Manual Committee - Documentation for on-line systems along with updates

(10) Advisory - composed of Past Presidents (exceptions to 6.4 below)

6.2 Directors for these committees shall be members of the Board of Directors. Chairpersons shall be selected by the Directors. Committee members shall be selected by the Chairpersons from the general membership.

6.3 The term for committee directors and members shall be through the end of the calendar year in which they were appointed or until their respective successors are appointed.

6.4 Standing committees shall be composed of at least four (4) regular members or associate members or a mixture of both in good standing with representation where possible from a cross section of Texas.

6.5 Each committee may adopt rules for its own government not inconsistent with these bylaws or with the rules adopted by the Board.

6.6 These committees shall report to the Directors and/or the general membership as directed by the Board of Directors.

ARTICLE 7

7.1 The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

7.2 All checks, drafts, or orders for the payment of money notes, or other evidences of indebtedness issued in the name of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Secretary/Treasurer or an Assistant Treasurer and countersigned by the President or Vice President of the corporation.

7.3 All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, and other depositories as the Board of Directors may select.

7.4 The Board of Directors may accept on behalf of the corporation a contribution, gift, bequest, or advice for the general purposes or for any special purpose of the corporation.

7.5 The Board may authorize compensation for any members expenses directly related to business of the corporation.

ARTICLE 8

8.1 The Board of Directors will provide for the issuance of certificates evidencing membership in the corporation, which shall be in such form as may be determined by the Board. Such certificates shall be signed by the President or a Vice President and by the Secretary/Treasurer or an Assistant Secretary/Treasurer and shall be sealed with the seal of the corporation.

All certificates evidencing membership of any class shall be consecutively numbered.

The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate will be issued as the Board of Directors may determine.

8.2 When an individual becomes a member in good standing, a certificate of membership shall be issued in his name and delivered to him by the Secretary/Treasurer.

ARTICLE 9

9.1 The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE 10

10.1 The fiscal year of the corporation shall begin on the first day of January and end on the last day in December of each year.

ARTICLE 11

11.1 The Board of Directors shall provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words "Corporate Seal of Texas Criminal Justice Information User's Group".

ARTICLE 12

12.1 Whenever any notice is required to be given under the provisions of the Texas Nonprofit Corporation Act or under the provisions of the articles of incorporation or the bylaws of the corporations, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE 13

13.1 These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the members at any regular meeting or at any special meeting where a certified quorum is present.

ARTICLE 14

14.1 The Advisory Committee shall consist of currently active Past Presidents in good standing with the organization.

(1) To be in good standing a Past President must have attended a conference and/or Board meetings within the last three years.

(2) Cannot have had membership suspended or terminated or have such action pending.

14.2 The Advisory Committee shall provide operational oversight for the corporation. Its functions include but are not limited to:

(1) Providing nominees for elected positions and special committee directors:

(2) Preparing and maintaining written operating procedures for the organization and each individual Board position;

(3) Providing an annual report to membership on the state of the organization;

(4) Review all contracts and approve any financial obligations being considered by the Board of Directors.

14.3 Unless otherwise specified by the Board of Directors, the Chair of the Advisory Committee shall be the most immediate Past President in good standing with the organization.

14.4 To qualify for the Advisory Committee, a Past President must serve a minimum of one full term in the office of President.

14.5 Any advisory board member who attends 50% or more of the board meetings shall be considered active. Active members of the advisory committee may attend conferences and not be subject to the registration fees.