WISCONSIN HONOR GUARD ASSOCIATION
BY-LAWS

October 4, 2011

ARTICLE I

SECTION 1:

The principal office of the Wisconsin Honor Guard Association, here-in referred to as, "Association", shall be the "Chair" of the Association.

The phrase, "the Board" refers to all of the Officers and Board Members as a whole.

SECTION II: Officers of the Association in Succession

Chair- A position elected by the membership at large to serve for the specified term of office. This is the Principal Executive Officer of the Association, subject to control by the Board, to supervise and control all the affairs of the Association. The Chair may act as the Public Information Officer (PIO) or designate a PIO to represent the Association. *This is a non-voting position, and will vote only in the event that the board has a current tie vote on an issue at hand.*

Vice Chair- A position elected by the membership at large to serve for the specified term of office. Assist the Chair as directed, and assist Board Members in facilitating their duties, representing the Chair on committees and/or projects, if so directed. The Vice-Chair will assume the duties of Chair, if the Chair is unavailable or the position is vacant, upon a majority vote of all voting entities of the Officers and Board Members. *This is a voting position.*

Secretary- A position elected by the membership at large to serve for the specified term of office. The Secretary shall be responsible for accurately recording minutes of all meetings of the Association and Board, then forwarding those minutes to all Officers and Board Members. All minutes shall be presented at the next general meeting, and made available to any member in good standing of the Association. The Chair, or Vice Chair, in the Chair's absence, shall designate minutes to be taken in the absence of the Secretary. *This is a voting position.*

Treasurer- (VACANT) A position elected by the membership at large to serve for the specified term of office. The Treasurer is responsible for all funds received and dispersed in accordance with the official business of the Association. All funds dispersed over $100.00 dollars should have prior approval of the Chair or the Vice Chair. This shall be done via e-mail, copying all Officers and Board Members, for their knowledge of the transaction(s). All transactions shall be accurately documented, and a report shall be prepared and presented by the Treasurer at all Board meetings, and also, at the general membership meeting. *This is a voting position.*

Board Member at-Large- A position elected by the membership at large to serve for the specified term of office. Board Members are responsible for overseeing the Association as a whole, providing the Association with guidance and leadership, assisting the Chair, and maintaining the common vision and principles of this Association. The Board will consist of up to six members, who are elected or appointed. *These are voting positions.*

Immediate Past Chair- This is an honorary position, becoming a member of the Board upon the election or appointment of a new Chair. This position shall assist the new Chair in their duties and transactions and will serve on the Board. *This is a non-voting position.*

Regional Representatives- This is an appointed position, with no term limit, which serves at the discretion of the Board. A Regional Representative is responsible for knowing what Honor Guard resources he/she has in their region and the working capabilities of those units. This position may serve as the Association's point of contact to an agency that has experienced a Law Enforcement Death. Regional Representatives will report to the Chair of the Association and/or their designee. *This is a non-voting position.*

Law Enforcement Death Response Teams (LEDR) Liaison with WHGA

This is an appointed position, with no term limit, which serves at the discretion of the Board. The Liaison will attend the organizational meetings of LEDR, stay apprised of their operating philosophies and serve as the bridge between LEDR and WHGA. *This is a voting position.*

Special Advisory Positions to the Board – This is an appointed position, with no term limit, which serves at the discretion of the Board. Advisors are sought-after due to their personal insight to matters related to Honor Guard duties, Law Enforcement Deaths, or other organizational matters that enhance WHGA. The Advisor may attend organizational board meetings and offer their perspective on the matters at hand. *This is a non-voting position.*

SECTION III: Officers Eligibility, Qualifications, and Resignations

(1) Aside from the initial appointment of Officers upon organization of the Association, in order to serve this Association as an Officer, one must be an active member or former member of an established Law Enforcement Honor Guard unit. (The definition of established LE Honor Guard Unit shall be solely determined by the Board as a whole, with no appellate rights). Regular election of officers will occur. (see Article III, Sec 4)

If an individual has an interest to further the Association's goals and objectives, but their Law Enforcement agency doesn't have an established Honor Guard unit, and he/she wishes to serve in a position of Office, the following must be met: Be a general member for at least two years; and present a written letter of desire for eligibility to the board. Then, upon a unanimous vote of the Board approving the request, that person would become eligible for a board position. It shall be the burden of the individual to meet these requirements prior to becoming eligible for nomination to a position of Office.

(2) Officers may resign, at any time, by serving notice to the Board. Written notice in the form of e-mail sent to the Board, simultaneously, will serve as notice. Stating cause is not required, but highly encouraged, if it may be beneficial to the Association. If, for whatever reason, notice is NOT given to the entire Board, then the highest Officer notified (see Article I, Sec II, "Officers of the Association") shall distribute notice to the entire Board.

(3) Only one member/former member from the same Law Enforcement Agency may serve as an Officer for this Association at a time.

SECTION IV: Board Members and Regional Representatives Eligibility, Qualifications, and Resignations

(1) With the exception of the initial appointments, no member may hold a Board position unless he/she has been a regular member of the Association for a period of at least 1 year, and that person must be an active member or former member of an established Law Enforcement Honor Guard unit. (Refer to Article III, Sec I, Paragraph (1) for exceptions)

(2) A Board Member may resign at any time by serving notice to the Board. (Refer to Article III, Sec I, Paragraph (2).

(3) With regard to a position on the Board with this Association, only two members / former members from the same Law Enforcement Agency may serve on the Board at a time.

(4) A Regional Representative who works in a region is most desirable. In the event that there is no interest from a person in a region, the Chair may assign a person who is interested and willing to take on the responsibilities for this region.

SECTION V: Vacancies

(1) In the event that an Officer position becomes vacant, the Board, as a whole, has two courses of action: (Either action requires a majority vote of the Board.)

1. Vote to leave the position vacant until the next general membership meeting, or;

2. Following the order of succession, move one office higher. In the case where that person wishes to remain in their current office, he/she is passed for the next in succession. *Example: If the office of the Chair becomes vacant, the next in succession to hold the office would be the Vice Chair, however, if the Vice Chair wishes to remain in his/her appointed / elected office, it would then pass to the next in succession. The most senior Board Member would then become eligible for an Officer position, followed next by the next in seniority on the Board, etc. At the next general meeting, this board position would then be subject to election by the general membership.*

(2) In the event that a Board position becomes vacant, the Board, as a whole, has two courses of action: **(**Either action requires a majority vote of the Board.)

1. Vote to leave the position vacant until the next general membership meeting, or;

2. Appoint a Board member, after his/her initial agreement to accept the position offered, subject to a unanimous decision by the Board. An outgoing Board Member may recommend his/her replacement as well, still subject to a unanimous confirmation by the Board. This position would then be up for election at the next general membership meeting.

SECTION VI: Terms of Office / Limitations on Service

(1) Chair- This office is a 2 year position, up for election each <u>even</u> year, starting in 2012.

Vice Chair- This office is a 2 year position, up for election each <u>odd</u> year, starting in 2013.

Secretary- This office is a 2 year position, up for election each even year, starting in 2012.

Treasurer- This office is a 2 year position, up for election each odd year, starting in 2013.

Board Members at Large; Group A- This position is up for election each even year, starting in 2012.
Group B- This position is up for election each odd year, starting in 2013

(2) Officers and Board Members of this Association may serve only two elected terms in a row. More than four years may be served, due to appointment or succession, however, this shall include no more than two elected terms in a row.

(3) This Association recognizes that skills diminish after a certain point in time after retirement. If one is not actively participating in Honor Guard functions, due to retirement, and one has been retired for 5 years or more, then one is no longer eligible to be appointed or nominated to an Officer or Board position.

SECTION VII: Removal from Office

An Officer or Board Member may be removed from their position by a unanimous decision by the rest of the Board.

SECTION VIII: Quorum

A quorum will be deemed met if two-thirds of the Board are present. Five (5) members of the Board must present for actual business to take place, however, one of these members must be the Chair or Vice Chair. Exception: at a pre-scheduled general membership meeting, in the event that the Chair and Vice-Chair aren't able to attend, due to exigent circumstances, the meeting and business can be conducted by the Chair's appointee.

ARTICLE II

SECTION I: Meetings and General Membership Meetings

(1) Order of Business at all meetings
The Chair, or, in his/her absence, the Vice Chair will preside over the meeting. (Refer to Article I, Sec VIII, for Quorum Requirements) Whoever is presiding should adhere to the following meeting format:

1. Roll Call
2. Presentation of minutes from previous meeting(s)
3. Treasurers report, if any
4. Presentation of any correspondence/communication
5. Projects status
6. New Business
7. Welfare of the Association as a whole
8. Meeting adjournment

(2) Meetings of the Board may be called by, or at the request of, the Chair or Vice Chair and any two Board Members, totaling 3 persons. Special meetings shall be requested via e-mail to the Board and will be held at a location determined by a consensus of the Board Members.

(3) At a minimum, the Board and all Officers should meet at a designated time and place just prior to the annual meeting.

ARTICLE III

SECTION I: General Membership

(1) Any protective service agency member, current or separated in good standing, who has the interest to further the goals and objectives of this Association, is encouraged to become a WHGA member.

SECTION II: Qualifications and Resignations

(1) Members are asked to attend annual meetings and trainings, either in person or represented by a fellow unit member. (Networking and continuity are paramount for this Association.)

(2) Members that wish to resign are asked to express their intent in an E-mail to the entire Board. If the resignation is for cause, and this member wishes to divulge this cause, for the interest of the Association, the member is encouraged to do so. Further, this member / former member is encouraged to offer his/her opinion on the State of the Association and its future well-being.

SECTION III: Removal

(1) A member / unit / agency may be asked to disassociate themselves from this Association. Prior to this entity being asked to disassociate from the Association, the Board as a whole, shall have come to a majority decision that this action will be in the best interest of the Association.

SECTION IV: Elections and Nominations

(1) Any member in good standing may nominate a member for Office or General Board. The nomination must receive a "second" to be considered a valid nomination. The "second" must come from another voting member.

(2) There will be a maximum number of 3 nominations for a particular position. Elections will take place one position at a time, starting with Chair, Vice Chair, etc. While a member may be nominated for multiple positions, once elected to a position that member shall not remain on any further nomination ballots for that election.

Once nominations are closed, elections shall take place by paper ballot, counted by the Secretary and one additional board member. In the event that the ballots are being cast for the position of Secretary, the Vice-Chair or next in succession will tally the votes.

(3) In the event that there is only one nomination for a position, and nominations are formally closed, then a verbal tally can be taken, with an oral vote of "Aye" for the position and "Nay" against the position.

This could also be a show of hands, for or against, or even a closed paper ballot, at the discretion of the Secretary.

ARTICLE IV

SECTION I: Voting

(1) At board meetings, with the exception of the Chair, all other Officers and Board Members shall have a vote in the affairs at hand.

(2) At General Membership meetings, members at large shall have one (1) vote per unit. *Example: Tuttle Town PD has 10 members on the unit, however only 3 members are active members of the Association. For voting purposes, Tuttle Town PD Honor Guard Unit, represented by their three members, shall have one (1) vote. Exceptions to this voting rule can be made by a unanimous decision of the Board as a whole, prior to a voting opportunity, with no appellate rights.*

(3) The Board may vote on matters at hand electronically, via e-mail as "Reply to All" for general business.

ARTICLE V

SECTION 1: Committees

(1) The Association may have need to create committees to further the agenda of the Association. The following are examples that may or may not be created, depending upon the needs of the Association:

1. Awards
2. Articles and ByLaws
3. Conference
4. Membership
5. Newsletter
6. Training
7. Audit

(2) A member in good standing may serve on committee(s) at the direction of the Board. Committee members shall have the interest of the Association in mind while conducting matters.

(3) Committees shall meet as needed to research / evaluate / plan matters at hand. Meetings of particular committees shall report to the Board on the business that was conducted.

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