

## **WISCONSIN SHERIFFS AND DEPUTY SHERIFFS ASSOCIATION**

The following *Sections* of the By-Laws and Restated Articles of Incorporation of 1969 are hereby proposed to be amended to read as follows:

### **BY- LAWS**

#### **SECTION I**

##### **NAME**

The name of this Association shall be WISCONSIN SHERIFFS AND DEPUTY SHERIFFS ASSOCIATION, INC.

#### **SECTION II**

##### **PURPOSES**

This Association is formed for the purpose of promoting the general public welfare through the cooperation of the different Sheriffs, Deputy Sheriffs and Jail Officers in the State of Wisconsin in the performance of their duties.

In addition, the corporation shall continue to work to facilitate law enforcement, the prevention of crime, apprehension of criminals and the protection of life and property of the citizens of Wisconsin; to furnish information and educational material to law enforcement officers and organizations; to study and solve problems and exchange information relating to law enforcement and the performance of the official duties of the members of the Association; to promote benevolence and charity among the people in general, including the support of home for and the education of needy and worthy youngsters; and to study and promote ways and means to advance the general welfare and preserve peace and good order.

#### **SECTION III**

##### **MEETINGS**

The annual meetings of the members of the Association shall be held in Wisconsin, in conjunction with the winter training conference, at the time and place designated by the President of the Association.

Summer training conference for members of the Association will be held if the Board of Directors determines that a training conference would be a benefit to the members and shall be held in Wisconsin, at the time and place designated by the President of the Association.

#### **SECTION IV**

##### **SPECIAL MEETINGS**

Special meetings of the members of the Association may be called by the President of the Association whenever, in his/her judgment, such meetings become necessary.

Special session of this Association shall be called by the President when so requested by twenty-five (25) or more principal members, or when requested by a majority of the Executive Committee, who shall state the special purpose for which it is called.

Notice of the time and place of the special meeting shall be given to all the active members of the Association by its Executive Director, either personally or by mailing, other means a written notice to the member at his/her place of residence or post office address as shown in the Association's files. Said notice must be given or mailed so as to be received at least three (3) days prior to the date of such special meeting.

Special meetings of the members of the Association may be held without call under such circumstances as the laws or statutes of the State of Wisconsin may permit, and upon compliance with the requirements thereof.

#### SECTION V

##### VOTING

At any official meeting of the Association, the absent active member may vote by duly authorized proxies. The appointment of the duly authorized proxy shall be in writing, witnessed, naming the member authorized to vote the proxy, effective only for the meeting next subsequent to the making of the proxy, and filed with the Secretary of the Association prior to the time the meeting is called to order.

#### SECTION VI

The Directors and one alternate from each district shall be elected as hereinafter set forth in Section XVI and XVII of these By-Laws.

Meetings of the members of the *Board of Directors* shall be held in Wisconsin, at the times and places appointed by the *Board of Directors*. The President of the Association may also call meetings of the *Board of Directors* at such times and places as he/she deems necessary. The members of the *Board of Directors* may hold special meetings at any time, without call, when all members of the *Board of Directors* are present.

#### SECTION VII

The President of the Association shall call special meetings of the *Board of Directors* whenever requested to do so in writing by any four (4) members of the *Board*.

Notice of the time and place of the special meeting of the *Board of Directors* shall be given to all the members thereof by the Executive Director of the Association, either personally or by mailing a written notice to the member at his/her place of residence or post office address as shown in the Association's files. Such notice must be given or mailed or other means, so as to be received by the Board member in the usual course of mailing at least three (3) days prior to the date of such special meeting.

SECTION VIII  
BUSINESS ORDER AT  
ANNUAL ASSOCIATION MEETINGS

Order of business at the annual meeting of the members of the Association shall be:

1. Call of the roll.
2. Read and dispose of all unapproved minutes.
3. *Treasurer's report.*
4. *Reports of District Directors.*
5. *Resolutions submitted by the Resolutions Committee.*
6. *Resolutions from the floor.*
7. *New business.*
8. *Election of Officers (Annual meeting in the odd number years)*
9. *Break for election of the District Directors (Annual meeting in the odd number years)*
10. *Report on election of the District Directors (odd number years only)*
11. *Adjournment.*

SECTION IX  
BUSINESS ORDER AT  
BOARD OF DIRECTORS MEETINGS

Order of business at any regular or special meeting of the *Board of Directors* shall be:

1. Call of the roll.
2. Reading and disposition of all unapproved minutes.
3. *Treasurer's report*
4. *Reports of officers and district directors*
5. *Unfinished business.*
6. *Agenda items as set by the President.*
7. *New business.*
8. *Adjournment.*

SECTION X  
RULES OF CONDUCT OF MEETINGS

At all meetings of the Association and all meetings of the Executive Committee *and Board of Directors*, Roberts Rules of Order shall be parliamentary law of this Association except in those instances where Roberts Rules of Order may be in conflict with these By-Laws, *and* then the By-

Laws shall prevail.

SECTION XI  
MEETING QUORUM

Twenty-five (25)-voting members present shall constitute a quorum for the transaction of business at any conference or special session of the membership.

Seven (7) Board of Directors members present, in person or in proxy, at any meeting, regular or special, shall constitute a quorum for the transaction of business presented at such meeting.

SECTION XII  
BOARD OF DIRECTORS MEETINGS  
SPECIAL BOARD OF DIRECTORS MEETINGS

*The president and two (2) officers of the executive committee present shall constitute a quorum for transaction of business.*

VOTE BINDING

A majority of the votes cast by the active members, or the members of the Board of Directors, at any meeting of the Association at which there is a quorum, shall be decisive of any election, motion, resolution, or other proceedings, except when otherwise especially provided by law or by these By-Laws.

SECTION XIII  
NOTICES

Notices of calls, other notices and papers of each and every description in connection with the business of this Association (unless otherwise provided by law or by these By-Laws) shall be given to all the active members of the Association, or the *Board of Directors*, as the case may be, by the Executive Director, either personally or by mailing or other means to the member's place of residence or post office address as shown in the Association's files.

SECTION XIV  
ANNUAL REPORTS

At the direction of the President, the chairmen of committees shall submit to the members at each annual meeting, detailed reports of the affairs and business of the Association during the calendar year.

SECTION XV  
OFFICERS

The general officers of the Association shall be a President, Vice-President, Secretary and a Treasurer. The term of office for each officer shall be two years unless otherwise re-elected to the same office. Each officer shall serve until his successor has been duly elected and qualified. The term of office of President and Vice-President shall alternately rotate between a Sheriff and Deputy Sheriff; and provided further, that of the four constitutional offices herein enumerated, not more than two shall be held by Deputy Sheriffs, nor more than two held by Sheriffs. The *President, Vice-President, Secretary, Treasurer and Immediate Past-President shall serve as the Executive Committee.*

SECTION XVI  
BOARD OF DIRECTORS

The *Board of Directors* shall consist of the President, Vice-President, Secretary, Treasurer and Immediate Past-President, and eight (8) members known as District Directors. Each district shall elect one alternate director who shall act only in the absence of the elected director. The State of Wisconsin shall be divided into seven (7) districts comprising certain counties in the State of Wisconsin and an eighth (8th) District Director representing all Retirees.

The *Board of Directors* shall appoint the Executive Director and enter into an agreement with that person.

**DISTRICT NO. 1**

DOUGLAS	BURNETT
BAYFIELD	POLK
SAWYER	BARRON
WASHBURN	RUSK

**DISTRICT NO. 2**

VILAS	TAYLOR
PRICE	LINCOLN
ASHLAND	LANGLADE
IRON	MARATHON
ONEIDA	

**DISTRICT NO. 3**

FLORENCE	OUTAGAMIE
FOREST	BROWN
MARINETTE	PORTAGE
OCONTO	KEWANUEE
SHAWANO	DOOR
WAUPACA	MENOMINEE

**DISTRICT NO. 4**

CLARK	CHIPPEWA
PEPIN	PIERCE
ST. CROIX	EAU CLAIRE

JACKSON  
DUNN  
WOOD

BUFFALO  
TREMPELEAU

**DISTRICT NO. 5**

LACROSSE  
MONROE  
JUNEAU  
ADAMS  
VERNON  
SAUK

RICHLAND  
CRAWFORD  
GRANT  
IOWA  
LAFAYETTE

**DISTRICT NO. 6**

WAUSHARA  
WINNEBAGO  
CALUMET  
MANI TOWOC  
SHEBOYGAN  
FOND DU LAC

GREEN LAKE  
MARQUETTE  
COLUMBIA  
DODGE  
WASHINGTON  
OZAUKEE

**DISTRICT NO. 7**

MILWAUKEE  
WAUKE S HA  
JEFFERSON  
DANE  
GREEN

ROCK  
RACINE  
WALWORTH  
KENOSHA

**DISTRICT NO. 8**

All retired Sheriffs, Undersheriff, Deputy Sheriffs and Jail Officers

District Directors and one alternate shall be chosen by a majority vote by the active members of the Association residing within the respected district. The District Directors and alternates so chosen shall serve for two (2) years and until their successors have been duly elected and qualified. District Directors and alternates shall be elected by the membership of the district, in a district caucus. Immediately after the district cuscuses, the eight (8) districts shall notify the presiding officer of the meeting of the Association as to who has been so elected. The Chairman shall announce to the meeting, the names of the person so elected and they will then be qualified to serve as members of the *Board of Directors*. Alternates shall be qualified to serve as members of the *Board of Directors* only in the absence of the elected Director.

SECTION XVII  
DISTRICT DIRECTORS

At the annual meeting of the members of the Association where the District Directors are elected, the Secretary shall make a complete record of the District Directors and alternates elected in the respective districts and thereupon the newly elected District Directors and

alternates, in the absence of the Director, shall serve as a member of the *Board of Directors* for two (2) years and until his/her successor has been duly elected and qualified.

## SECTION XVIII MEMBERSHIP

Membership in the Association shall be divided into five classes, namely, Active, Retired, Associate, Honorary and Business.

A. Active members consisting of duly elected and qualified Sheriffs of the counties of the State of Wisconsin, full time Deputies and Undersheriffs and Jail Officers and Retirees from these positions, shall be eligible as active members of this Association. Only active members are entitled to vote upon affairs of the Association and only duly elected and qualified Sheriffs, full time Deputies and Undersheriffs and Jail Officers are eligible to hold offices therein.

For voting purposes, each Sheriff and his/her Undersheriff shall be combined to constitute not more than one (1) vote, which they shall be present to vote, and regardless whether said Sheriff and Undersheriff have divergent views; similarly, all the Deputy Sheriffs and Jail Officers who are active members in any given county, shall be combined to constitute not more than two (2) votes, which shall be counted as such regardless of how many shall be present to vote, and regardless whether said Deputies and Jail Officers have divergent views.

B. Retired members consisting of all Sheriffs, Undersheriffs, Deputy Sheriffs and Jail Officers who after having completed three (3) years of continuous membership in The WS&DSA and having retired in good standing, may continue his/her membership in WS&DSA as a retired member.

For voting purposes, the retirees will vote as an additional County. Each retired Sheriff and his/her retired Undersheriff shall be combined to constitute not more than one (1) vote, which shall be present to vote, and regardless whether said Sheriffs and Undersheriffs have divergent views; similarly, all the retired Deputy Sheriffs and Jail Officers who are active members in any given county shall be combined to constitute not more than two (2) votes, which shall be counted as such, regardless how many shall be present to vote and regardless whether said Deputies and Jail Officers have divergent views.

C. Associate members are Deputy Sheriffs and Jail Officers who are not so employed full time, or an officer employed full time with a municipal law enforcement agency or full time officers of an authorized governmental agency concerned with the administration of criminal justice or public employed training coordinators or academic staff concerned with training and education in the criminal justice field.

Associate members shall be permitted to attend conferences, conventions and meetings of the Association but shall have no vote in the affairs of the Association. Their membership shall be approved by an active member of the Association being in good standing for over two years.

D. Honorary members are members who support the Wisconsin Sheriffs & Deputy Sheriffs Association and concerned citizens of Wisconsin. This membership has no voting rights.

E. Business memberships are for business only. This membership is open to any type of

business. This membership has no voting rights.

The Board of Directors shall have the power to expel or discharge any member (active, retired, associate, honorary or business) if in the opinion of the Board of Directors has been guilty of conduct detrimental to its best interest of the Association; further, Board of Directors shall revoke as heretofore provided, shall cease to be a member of the Association and he/she shall not be entitled to any refund for any part of his/her dues theretofore paid by him/her or their department.

All members shall cease to be members of this Association in the event of their resignation or if the member fails to pay his/her annual dues in the manner and at the time as provided by the By-Laws.

All applications for membership in the Association shall be in writing and on forms designed by the Executive Director and approved by the Board of Directors.

#### SECTION XIX DUES

The amount of annual dues for each classification of membership in the Association and any assessment, shall be determined by the *Board of Directors*. The initial fee for active members shall be tendered with the application for membership. Thereafter, all dues shall be payable upon receipt.

#### SECTION XX DUTIES OF OFFICERS

The principal duties of the President shall be to preside at all meetings of the Association and *Board of Directors*, and to have general supervision of the affairs of the Association; to sign deeds, to countersign checks, to sign leases, conveyances, mortgages and other documents executed by the Association.

President may appoint standing committees and name chairperson thereto; is an ex-officio member of standing committees.

President shall appoint Sgt-At-Arm who will be a non-voting member of the *Board of Directors*.

The principal duties of the Vice-President shall be to discharge the duties of the President in the event of the absence or disability for any cause whatever of the latter.

The principal duties of the Secretary shall be to keep an accurate record of the minutes of the *Board of Directors* and of the minutes of the meetings of the members of the Association; to countersign all deeds, leases, conveyances, mortgages and other documents executed by the Association; to affix the seal of the Association thereto and to such other papers as shall be required to be sealed; and to safely and systematically keep all books, papers, records, and documents belonging to the Association or in any wise pertaining to the business thereof. The Secretary shall promptly deliver material to the Executive Director for distribution.



The principal duties of the Treasurer shall be to keep an accurate account of all monies, credits, and property of every nature of the Association which shall come into his/her hands; to co-sign checks, notes and bills of exchange after proper authorization. Keep accurate accounts, statements and inventories of all monies received and disbursed, and all monies and property on hand, and generally of all matters pertaining to his/her office as shall be required by the *Board of Directors*.

The *Board of Directors* shall have general charge of the affairs of the Association. The *Board of Directors* may provide for the appointment of such additional officers as it may deem necessary for the best interest of the Association, including the appointment the Public Affairs Counsel, and such other employees as may be needed to carry out the purposes and objects of this Association.

Executive Director – The executive director shall be subject to the policies, rules and direction of the *Board of Directors* and the Executive Committee. The executive director shall keep a complete roll of the membership and shall invoice all dues paying members annually. The executive director shall give due notice of all such meetings.

The executive director shall conduct a continuous effort to increase all classes of membership and revenues of the association. The executive director shall assist the committees of the association by furnishing them with technical information. The executive director shall promptly deliver all books, papers, files, etc., to a successor in office or whomsoever the Executive Committee *and/or the Board of Directors* may designate to receive it. The executive director shall be a non-voting member of the *Board of Directors* and the Executive Committee. The Board of Directors may designate a business office in lieu of an executive director to fulfill those duties.

*The Executive Committee shall be empowered to take action related to associations' activities/training/business so as to protect the best interest of the association. Any meeting and/or action of the Executive Committee shall be on the agenda of the next Board of Directors meeting.*

In the event an appointed or elected officer hold the office of President, Vice-President, Secretary, Treasurer or seven (7) of the district directors terminates full time law enforcement employment a vacancy of that office is created. The effected person may petition the *Board of Directors* to complete that term of office. The *Board of Directors* will have full discretion in making determination of position to allow that person to complete term of office.

The *Board of Directors* may, without previous authority theretofore given by the members of this Association, except in such instances as the law or statutes forbid, make and carry out any transactions that are within the scope of the purposes and objects for which this Association is organized, as defined in its Articles of Incorporation.

## SECTION XXI AMENDING BY-LAWS

A. The By-Laws, or any part thereof, may be amended, modified or repealed at any duly convened meeting of the active members of the Association by a vote of two-thirds (2/3) of the active members present at said meeting.

B. In case of dissolution, all assets of the Association shall be given to another organization of similar purpose, who shall at the time, qualify as an exempt organization under Section 501(C)

(3) or 501(C) (8) of the Internal Revenue Code of 1954, as amended.