WEST CENTRAL WARDENS AND SUPERINTENDENTS ASSOCIATION

Constitution and By-laws

CONSTITUTION

ARTICLE I – NAME

The name of the organization shall be “The West Central Wardens and Superintendents Association,” hereinafter referred to as the “Association.”

ARTICLE II – PURPOSE

SECTION 1 Provide training for the exchange of ideas and information among and between members.

SECTION 2 – Promote individual awareness of current correctional trends and enhance theleadership and management skills of its members as professional correctional administrators.

SECTION 4 – Promote interaction among members and guests during and between training conferences.

ARTICLE III – ORGANIZATION AND OPERATIONS

SECTION 1 – The Association shall have such officers as are designated in the By-Laws of this Association.

SECTION 2 – The Association shall be funded through membership fees, gifts and grants.

SECTION 3 – There shall be no provision, either implied or expressed, for borrowing funds against future income.

SECTION 4 – The Association is not organized for profit and no part of the funds of the Association shall inure to the benefit of any director, officer or individual; and no director, officer or employee of the Association shall be entitled to receive any income of any kind there from, except reasonable compensation for services rendered to or for the Association.

SECTION 5 – In the event of liquidation or dissolution of the Association, no director, officer or member of the Association, nor any other individual shall be entitled to share in the distribution of the assets of the Association; and in such event, ownership of all property and assets remaining after payment of all necessary expenses of liquidation or dissolution shall revert to a corrections related and/or worthy charitable organization.

A meeting of available past presidents will be called by the last president. This group will dissolve the association and distribute its remaining assets to a corrections related and/or worthy charitable organization.

ARTICLE IV – MEMBERSHIP

Individuals and organizations shall be admitted to membership in the Association as provided in the By-Laws.

ARTICLE V – AMENDMENTS

This Constitution may be amended at any Business Meeting of the Association by a vote of two-thirds of the members present at the meeting, provided that a copy of the proposed change has been forwarded to all members in the Association, in writing, electric communications or by publishing in the official newsletter of the Association, at least thirty (30) days prior to the Meeting.

BY-LAWS

ARTICLE I – MEMBERSHIP

SECTION 1 - Full membership in the Association shall be open to and comprised of wardens, superintendents, deputy wardens, deputy superintendents or like titled persons in correctional institutions and/or facilities in the United States, Canada or Mexico. Associate membership in the organization can be held by any person who contributes to the furthering of the organization. Candidates for Associate membership must be screened by the Board of Directors, prior to the annual meeting, and their names presented for a vote of the membership.

SECTION 2 - Dues shall become payable prior to the Annual Conference Business Meeting. Failure to pay dues within six months of the annual conference will result in the cancellation of membership.

SECTION 3 - Any person joining the Association as a new member after the Annual Conference, upon payment of appropriate dues for membership, will be a paid-up member through the period ending with the start of the next Annual Conference.

ARTICLE II – MEETINGS

SECTION 1 - Any state or sovereignty is entitled to host the Annual Conference.

SECTION 2 - Written notice of each meeting of the members, stating the place, date and hour of the meeting shall be given through publication in the official newsletter of the Association, listing on the Associations website or through special mailing at least sixty (60) days prior to the meeting.

SECTION 3 - Voting privileges are limited to wardens, superintendents, and past presidents or persons of like title in the United States, Canada and Mexico. Such member is entitled to one vote on each matter submitted for consideration to the vote of the members. Any action to be taken requires a majority vote of the members, unless otherwise required by the Constitution and By-Laws.

SECTION 4 - The order of business at all meetings of the Association shall be determined by the President of the Association, or such persons as the President may designate, in accordance with standard parliamentary procedure. In case of question, Robert’s Rules of Order shall govern.

ARTICLE III – ELECTIONS

SECTION 1 - Elections shall be held at the time and place of the Annual Conference Business Meeting.

SECTION 2 - A Nominating Committee comprised of past Presidents (appointed by the President) shall nominate officers for election by the membership. Nomination of officers for election to Association positions may also be made and seconded from the floor.

SECTION 3 -The Association shall have a President, Vice President, Treasurer, and Secretary. The President shall serve a one year term. The Vice President shall serve a one year term and assume the responsibilities of the office of President in the absence of the President. The Vice President shall be the President Elect and will succeed as the President. The Treasurer shall serve a three year term. The Secretary shall serve a three year term. All officers of the Association shall be elected by a majority of the voting members at the Annual Conference Business Meeting. Officers must be active wardens or superintendents or of like title in positions in correctional institutions at the time of election in order to remain in office. Terms of offices are for one or three years as noted above and commence and end with the Annual Conference Business Meeting.

SECTION 4 - An emergency election by mail or email of the voting members shall be conducted in the event that the President or Vice President vacates the office prior to the Annual Conference. The responsibility of such an election shall rest with the Past President. In the event the Secretary/Treasurer vacates his/her office prior to the Annual Conference, the President shall appoint a person to the position to serve until the next election.

SECTION 5 - A new member state or sovereignty may be admitted to the Association at an Annual Conference Business Meeting. If the motion for admittance is accepted and passed, the new member state or sovereignty shall have privileges, to include voting, as other member states or sovereignties.

ARTICLE IV – MANAGEMENT AND BOARDS

SECTION 1 - A Board of Directors shall be established and comprised of the current President, Vice President and the immediate Past President, Treasurer, Secretary, and Executive Director. The Chair shall be the current President.

SECTION 2 - All elected officials and members of the Board of Directors must be in good standing with the Association. A member shall be of good standing when the appropriate Association dues are paid for the current year.

SECTION 3 - The president may appoint an Executive Director with the approval of the Board of Directors. The Executive Director serves at the pleasure of the Board of Directors. The Executive Director will be appointed for a one-year period. The one-year period will begin at the annual business meeting. Each year at the annual business meeting a decision will be made as to continuation of the position.

ARTICLE V – DUTIES

SECTION 1 – The duties of the Board of Directors:

1. Annually review membership classification and dues policy for presentation to the voting members at the Annual Conference.
2. Govern the property and affairs of the Association. The Board shall authorize and cause to be kept a statement or record of policies enacted and current budgetary records. Each entry shall carry the date of approval and designate whether by Board, or Conference, or both.
3. The Board shall seek voting member revision suggestions of the Constitution and By-Laws, by mail, at least ninety (90) days prior to the Annual Conference.
4. Assist the President in the coordination and establishment of the Annual Conference.
5. Hold emergency elections, by mail, of the voting members in the event the President or Vice President vacates office.
6. Appoint persons to serve in the positions of Secretary/Treasurer until the next Annual Conference in the event this office is vacated.

SECTION 2 – The duties of the President are:

1. Assume all responsibilities of the Annual Conference, including invitation of members and guests and coordination of the conference program. Provide a copy of all attendees and vendors to the Treasurer, Secretary, and Executive Director.
2. Serve as Chairperson of all meetings of the Association.
3. Serve as Chairperson of the Board of Directors of the Association.
4. Appoint committees as necessary and appropriate.
5. Keep the Board members continually and fully informed concerning the affairs of the Association.
6. Open any deposit or share account with authorized signatures from no less than two of the following officers: President, Treasurer, or Executive Director.
7. Endorse checks/orders for payment or withdraw or transfer funds
8. Perform such other duties ads may be assigned by the Board of Directors.

SECTION 3 – The duties of the Vice President are:

1. Assume all responsibilities of the office of President in the absence of the President.
2. Assist and advise the President in the affairs of the Association.
3. Keep as aware as possible of the current state of the affairs of the Association.
4. Maintain order and decorum at the formal meetings of the Association.
5. Endorse checks/orders for payment or withdraw or transfer funds
6. Such other duties as may be assigned by the Board of Directors.

SECTION 4 – The duties of the Past President are:

1. Assist and advise the President in the affairs of the Association.
2. Keep as aware as possible of the current state of affairs of the Association.
3. Such other duties as may be assigned by the Board of Directors.

SECTION 5 – The duties of the Treasurer are:

1. Receive and authorize disbursement of all funds of the Association, as dictated by the Board of Directors.
2. Keep up-to-date records of receipts and disbursements.
3. Submit a list of disbursements quarterly to the President for approval prior to payment.
4. Submit a semi-annual summary of the Association funds for publication in the Association newsletter.
5. Close the books of the Association and submit the budget report to the President by October 15th of each calendar year.
6. Present a financial report at the Annual Conference.
7. Open any deposit or share account with authorized signatures from no less than two of the following officers: President, Treasurer, or Executive Director.
8. Endorse checks/orders for payment or withdraw or transfer funds.
9. Enter into written lease for starting, etc, stopping Safe Deposit box at bank.

SECTION 6 – The duties of the Secretary are:

1. Assist and advise the Board of Directors as a resource person in the affairs of the Association.
2. Keep the general records (or other copies thereof) of the Association.
3. Record the names of member institutions, guests, and the institutions or organizations, which they represent.
4. Bring the records of the Association to each Annual Conference.

Section 7 - The duties of the Executive Director are:

1. Serve as historian of the Association.
2. Serve as Liaison to the bank and coordinate obtaining signature cards from association’s bank, garner signatures of officers, return same to bank
3. Compile and distribute newsletter, providing the members supply sufficient information to generate a newsletter.
4. Provide information on changes to Web sponsor.
5. Maintain current and accurate lists of memberships and vendors.
6. Make a report to the membership of events of Association interest and other activities.
7. Submit expenses for attendance to approved conferences and other expenses approved by the Board.
8. Perform other duties as required by the Board and report to the President.
9. Open any deposit or share account with authorized signatures from no less than two of the following officers: President, Treasurer, or Executive Director.
10. Endorse checks/orders for payment or withdraw or transfer funds
11. Enter into written lease for starting, etc, stopping Safe Deposit box at bank.

Section 8 - The duties of Vendor Contact are:

1. Based on previous conferences and with input of the hosting President, contact vendors who might be interested in participating in the annual training conference.
2. Provide and outline of fees for presentation space.
3. Submit expenses for attendance to approved conferences and other expenses approved by the Board
4. Perform other duties as may be assigned by the Board.

ARTICLE VI – FUNDS

No funds of the Association shall be loaned to any director or officer of the Association; or to any firm, association or other entity in which any director or officer of the Association holds interest.

The Association may receive funds as donations; however, no obligation exists to any person or organization as a result of donation of funds to the Association.

The Association will maintain an account with a financial institution. The minutes of the Annual Conference Business Meeting will reflect resolutions regarding the agents authorized to exercise specific powers over the accounts. Annually resolutions will reflect the changes in the leadership of the Association and corresponding powers over the account.

ARTICLE VII – AMENDMENTS

The By-Laws may be amended at any Annual Conference Business Meeting of the voting members by the affirmative vote of two-thirds of the voting members present.

ARTICLE VIII – GUESTS

The President is assigned the responsibility of inviting associate members and guests to the Annual Conference. All such persons will be required to pay registration costs, as well as other accumulated costs as they may incur.

ARTICLE IX – HONORARY MEMBERSHIP

All former members of the Association who retire or are promoted may be proposed for honorary membership. Any member can approach any elected officer and recommend a former member for honorary membership. Former members who are proposed for honorary membership shall be granted status after being endorsed by a majority of the voting members at the next business meeting.

Honorary members who have been promoted will be required to pay annual dues. Honorary members who have retired will not be required to pay annual membership dues to the association.

(Revised 9/2006, 10/2012, 10/2013)