



Alamo Area Crime Prevention Association Bylaws

A Texas Non-Profit Organization

(2024)

AACPA By-Laws

Preamble

The members of the Alamo Area Crime Prevention Association, hereinafter referred to as AACPA, recognize that crime prevention is: the anticipation, recognition, and appraisal of crime risk, and the initiation of some action to remove or reduce it through a cooperative effort, in collaboration with the Texas Crime Prevention Association, hereinafter referred to as TCPA. The AACPA adopts the following constitution and Bylaws.

The AACPA is organized pursuant to Section 501(c)(3) of the Internal Revenue Code. The Principal address of AACPA is 10317 Vigilante Trail Converse TX 78109-1701.

ARTICLE I Office and Organization

1.1 Registered Office and Registered Agent

The Corporation will continuously maintain a registered agent in the State of Texas, whose office is identical with such registered office as required by the Texas Non-Profit Corporation Act ("The Act"). The registered office may, 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 the time by the Executive Board.

1.2 Purpose

The purpose of the AACPA is to promote the concept of crime prevention, encourage public cooperation to reduce criminal opportunities through a concentrated, coordinated, and cooperative effort by establishing and conducting training and educational programs that encourage citizen involvement and participation.

1.3 Mission

The AACPA promotes Crime Prevention practices within the State of Texas by developing and implementing programs for the safety of our citizens, providing the most current and effective training programs for Crime Prevention practitioners, encouraging citizen involvement, participating in Crime Prevention programs, being vigilant against the ever-changing face of crime, and adapting to meet the challenges.

1.4 Collaborative Partnership with TCPA

Affiliation with the TCPA enhances the crime prevention goals of the AACPA through training and educational programs that encourage citizen involvement and participation.

ARTICLE II Executive Board and Meetings

2.1 Executive Board

The AACPA Executive Board shall consist of the President, Vice President, Secretary, and Treasurer. These officers shall be elected from the active membership in good standing, by a majority vote of members present and voting at the November meeting of each year, and shall hold office for two (2) years or until the respective successors have been duly selected to take their place. No two officers shall be from the same agency, firm, or family. Elections for President and Treasurer will be held in odd numbered years. Elections for Vice President and Secretary will take place in even numbered years.

2.2 Regular Meetings

General Membership meetings of the AACPA shall be held in person or online, once a month.

2.3 Special Meetings

Notice of any special meetings of the Executive Board will be given at least seven (7) days prior, by written notice, sent electronically or by registered postal mail to each Executive Board Member at their email or physical address as shown by the records of the AACPA. If mailed electronically, such notice will be deemed

AACPA By-Laws

delivered upon confirmation of receipt by the sending party. If mailed through postal service, such notice will be deemed to be delivered with return of postal confirmation.

2.4 General Powers

The affairs of the Corporation shall be managed by its Executive Board. The Executive Board will have general powers to transact business, establish administrative procedures, serve as corporate representatives, implement policies, and procedures, and other duties as set forth in these bylaws. Each Executive Board Member has one (1) vote on all matters requiring approval, with the President having certain voting restrictions.

2.5 Specified Powers

The Executive Board has the following powers regarding the AACPA:

- * Conduct, manage, control business affairs, and make rules and regulations consistent with these Bylaws or Articles of Incorporation.
- * Manage in such manner as deemed best for the Corporation, all funds received and acquired, and to distribute or dispense the same.
- * Authorize any officer to enter into a contract, and deliver any instrument in the name of, and on behalf of the AACPA. Such authority may be general or confined to specific instances.

2.6 Number and Tenure

The number of Executive Board Members shall not be fewer than four (4), and not more than seven (7).

2.7 Quorum

A majority of the Executive Board present will constitute a quorum for the transaction of business at any meeting of the Executive Board. If less than a majority of Executive Board Members is present at said meeting, then a majority of the Executive Board Members present may adjourn the meeting.

Five (5) active members in good standing and one (1) member of the Executive Board, shall constitute a quorum for the transaction of business.

2.8 Vacancies

An Executive Board Member position vacancy will be deemed to exist on the occurrence of death, resignation, or removal.

Any vacancy on the Executive Board will be filled by appointment, by the Executive Board.

The newly elected or appointed Executive Board Member will take office when a resignation or vacancy becomes effective.

An Executive Board Member elected or appointed to fill a vacancy will serve the remaining term of their predecessor.

2.8.1 Resignation of Executive Board Member

A resignation will become effective upon receipt of written notice by the President, the Secretary, or the Board unless the notice specifies a later time for the resignation to become effective.

2.8.2 Removal of an Executive Board Member

A Executive Board Member may be removed from the Board at any time, for due cause, by a two-third (2/3) vote of the total Board, by secret vote, at a regular or special meeting of the Board whenever, in their judgment, the best interests of the AACPA would be served. Due process must precede any such decision. Such removal will be without prejudice to the contract rights, if any, of the Executive Board Member removed.

2.9 Standing Committees

2.9.1 Audit Committee

The Audit Committee, whose duty it shall be to examine the financial reports and all the accounts of financial

AACPA By-Laws

transactions made by the Treasurer, is appointed by the President prior to the ending of the calendar year. This Committee shall attest to the financial reports in a statement that they have examined the accounts, and that they either considered the report accurate, or that a need exists for necessary corrections with detailed accounts, receipts, or documentation.

The Audit Committee shall consist of three (3) members of the AACPA.

2.10 Compensation

Executive Board Members will not receive any states salaries, remunerations, or compensation for their services but by resolution of the Executive Board, may receive reimbursement of valid expense(s) of the operation of the AACPA, as previously approved by the Board.

2.11 Informal Action by the Executive Board

Any action taken by the Board may be taken without a formal meeting if written consent of such action is approved, in writing, by the Board.

2.13 Confidentiality

The officers of the AACPA shall not discuss or disclose information about the Corporation or its activities to any person or entity unless such information is already a matter a public knowledge, such person or entity has a need to know, or the disclosure of such information is in furtherance of the Corporation's purposes or can reasonably be expected to benefit the Corporation. Executive Board Members shall use discretion and good business judgment in discussing the affairs of the Corporation with third parties. Without limiting the foregoing, Executive Board Members may discuss upcoming fundraisers, and the purpose of the function of the Corporation.

2.14 Conflict of Interest

Whenever an Executive Board Member has a financial or personal interest in any matter coming before the Executive Board, the Board shall ensure that:

- * The interest of such Board Member is fully disclosed to the Executive Board.
- * No interested Executive Board Member may vote or lobby on the matter, or be counted in determining the existence of a quorum at the meeting of the Executive Board.
- * Any transaction in which an Executive Board Member has a financial or personal interest shall be duly approved by members of the Executive Board not so interested or connected as being in the best interest of the AACPA.
- * Payments of the interested Executive Board Member shall be reasonable and shall not exceed fair market value.
- * The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

ARTICLE III

Officers

3.1 Elected / Appointed Positions - Appointments will be documented on an appointment letter presented in new business at the time of appointment.

- * The AACPA Executive Board shall consist of the elected positions of President, Vice President, Secretary, and Treasurer.
- * The immediate Past-President will serve in an advisory position with no voting rights.
- * The Sergeant-at-Arms and Parliamentarian are active AACPA members in good standing, appointed by the AACPA President at the November meeting, each year.
- * The Past-President and Sergeant-at-Arms serve in a non-voting capacity as it relates to Executive Board decisions.

AACPA By-Laws

The AACPA Executive Board shall be elected from the active membership by a majority vote of the active members in good standing, present and voting at the monthly meeting held in November.

Installation of new officers shall be at the January meeting.

3.2 Voting Privileges

Each member of the Executive Board, except for the President, shall have voting privileges. The President shall have voting privileges only for the purpose of breaking a tie.

3.3 Terms of Elected Officers

* President: elected in odd years for a two-year (2) term, no more than two (2) consecutive terms.

* Vice President: elected in even years for a two-year (2) term.

* Secretary: elected in even years for a two-year (2) term.

* Treasurer: elected in odd years for a two-year (2) term.

3.4 Duties of the President

The AACPA President shall

- Preside over AACPA affairs and shall be responsible for the enforcement of these Bylaws.
- Preside over AACPA meetings and shall be the Executive head of the AACPA.
- Be a TCPA Certified Crime Prevention Specialist (CCPS) prior to being elected to office.
- Serve (1) full term on the AACPA or TCPA Executive Board prior to running for the office of the President.
- Appoint, oversee, and confer with chairs and members of all committees.
- Keep the active members fully informed of all AACPA business.
- Approve all expenditures, not to exceed \$250.00. In the event expenditures exceed \$250.00, approval must be received from the Executive Board.
- Vote, only in the event of a tie.
- Represent the AACPA at the TCPA Executive Board Meetings, at the annual TCPA Training Conference, in a non-voting capacity. If she/he is unable to attend, she/he shall select a member to represent AACPA in her/his place.
- Create the agenda for, and conduct monthly Executive Board meetings.
- Arrange for an annual financial audit for the AACPA.
- Request offers and referrals from the TCPA as necessary.
- Be responsible for planning and development of planned growth of the AACPA.
- Maintain lines of communications with other Board Members.
- Complete other duties as may become necessary for the operation and benefit of the AACPA.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

3.5 Duties of the Vice President

The AACPA Vice President shall

- Assist the President as required and perform all duties as necessary in her/his absence.
- Be responsible for arranging training and instructors for training sessions, insuring that the necessary equipment and supplies are available.
- Remind members to renew their membership 90 days prior to expiration by mail and/or electronic media.
- Complete other duties as may become necessary for the operation and benefit of the AACPA.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

3.8 Duties of the Secretary

The Secretary shall:

AACPA By-Laws

- Record the minutes and keep accurate records of all AACPA Executive Board meetings, special meetings, general membership meetings and any other AACPA business conducted by phone, mail, and/or electronically.
- Provide notifications for all meetings.
- Notify the Executive Board and general membership of election results.
- Maintain a roster of all attendees at Executive Board meetings, general membership meetings, and all special meetings.
- Record/Prepare/Collect bylaw amendments to be presented for approval by the general membership.
- Be responsible for AACPA correspondence as required.
- Maintain current copies of AACPA Bylaws and Standing Rules, Tax Exempt status, and Secretary of State and IRS documentation.
- Provide a copy of the minutes from the previous meeting to the Executive Board, within twenty-one (21) calendar days of the day the meeting was held.
- Complete other duties as may become necessary for the operation of and benefit of the AACPA.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

3.9 Duties of the Treasurer

The Treasurer shall:

- Receive and disburse funds for the AACPA
- Keep and preserve proper vouchers and books of accounts for the AACPA which shall be open for inspection at any time by the Audit Committee appointed by the President, or when requested by a majority vote of the active membership in good standing.
- Maintain all necessary records to fulfill the requirements of State and Federal tax-exempt status, and file forms and applications by their due dates.
- Keep current on all State and Federal laws regarding tax exemption status and Secretary of State documents.
- Keep and preserve proper accounting, vouchers, and books for AACPA.
- Be responsible for all corporate status requirements and forms required by law from the Secretary of State and the IRS, including Employer Identification Number (EIN) and 501(c)(3) status.
- Prepare and present reports concerning financial status when necessary.
- Meet with the Audit Committee appointed by the AACPA President.
- Complete other duties as may become necessary for the operation and benefit of the AACPA.
- Attend a committee meeting comprised of TCPA and regional treasurers at the annual TCPA Training Conferences.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

3.10 Duties of the Immediate Past President

The Immediate Past President shall:

- Provide the President with all background and information regarding their administration, that will affect the operation of AACPA.
- Serve on the AACPA Executive Board in an advisory, non-voting position.
- Provide information about projects and or tasks that were not completed under their administration.
- Provide any other assistance and complete other duties that may be required by the President for the operation and benefit of the AACPA.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

3.11 Duties of the Sergeant-at-Arms

The Sergeant-at-Arms shall:

AACPA By-Laws

- Be appointed by, and serve at the direction of the AACPA President.
- Keep peace and order at all AACPA business meetings.
- Control ingress and egress for the meetings.
- Supervise the balloting process at general elections.
- Select persons to assist in ballot canvassing.
- Present the Colors and lead the Pledge of Allegiance at all general membership meetings.
- Complete other duties as may become necessary for the operation and benefit of the AACPA.
- Upon relinquishing the position, immediately transfer all property including an itemized inventory, outlines of current business affairs to the successor, and provide assistance and cooperation as necessary.

Article IV Membership, Dues, and Terms

4.1 Memberships

Active: Any individual who has a concerned interest in the promotion of crime prevention in the Alamo Area may become an active member. Members will have voting rights, serve on committees, and enjoy all other privileges of both AACPA and TCPA. New and renewal memberships will be \$50.00 per year. The term of membership will be for a period of one (1) year effective January 1st, ending each year on December 31st.

Honorary: All persons who, in the opinion of the members, have rendered outstanding service to the Alamo Area crime prevention effort may be considered for appointment as an Honorary member.. These members have no voting rights, but may serve on committees. There are no dues for Honorary Members. Honorary membership is in effect for a period of one (1) year, from the date appointed.

Life: AACPA will waive membership dues for duly elected TCPA Life Members. Life Members are appointed by the TCPA and shall enjoy all the rights of active membership.

4.2 Application for Membership

The current AACPA membership application is available on the TCPA website.

4.3 Suspension of Membership

The AACPA Executive Board shall have the power to exclude or expel any member for conduct deemed detrimental to the interest of AACPA, by a two-third (2/3) vote of the eligible AACPA Executive Board of voting members. The member may appeal the decision to the AACPA general membership who will have the authority to affirm or rescind the AACPA Executive Board decision by a two-third (2/3) vote of the membership in attendance and in good standing at the upcoming monthly meeting.

The AACPA Executive Board shall have the authority, by a majority vote, to remove any board member who has been absent from two (2) consecutive board meetings or fails to perform the duties of their respective office.

The AACPA Executive Board shall have the authority to appoint an active member in good standing to fulfill the duties of that office until the next election membership meeting. At which time an election will be held for the remainder of the term.

Article V AACPA Business

5.1 Transaction of AACPA Business

Any business of the AACPA Executive Board may be conducted by mail, by telephone, or electronically without a formal meeting and must be documented and submitted to the AACPA Secretary.

AACPA By-Laws

5.2 Use of AACPA Funds

None of the funds received by the AACPA shall be used for the financial advantage of anyone connected therein.

5.3 Disbursement of AACPA Funds

If necessary, the AACPA will reimburse for certain travel expenses, such as food and/or hotel expenses incurred by members of the Executive Board, as approved by the Executive Board. In all cases, each Executive Board member will be encouraged to find funds from sources other than AACPA.

All travel expenses must be supported by dated, itemized receipts.

The AACPA Executive Board will have the right to authorize reimbursement of travel expenses of special committee members when necessary and when the members are performing AACPA business.

Article VI Logos/Endorsements

Use of the AACPA Name, Initials, or Logos

Any person, business, corporation, agency, or association who wants to use the name, initials, or logo of the Alamo Area Crime Prevention Association must have prior written approval of the AACPA Executive Board.

The approval of the AACPA Executive Board for the use of the AACPA name, initials, or logo is not an endorsement service.

Article VII Recognition

Letter of Collaboration and Affirmation of Non-Exempt Status

The AACPA will provide the TCPA Secretary, annually, with a letter of collaboration, and to affirm 501(c)(3) status.

Article VIII Annual Reports

The AACPA Annual Report will be prepared no later than ninety (90) days after the close of the AACPA calendar year. Such a report will contain the following information:

- Assets and Liabilities of AACPA (as of the end of the calendar year).
- Income and Expenses of AACPA (as of the end of the calendar year).

Article IX Audit and Year-End Closing

The financial records of the AACPA, for each calendar year, shall be audited, closed by January 31st each year, and certified by the Audit Committee, appointed by the Executive Board. The final year-end report will be presented to the Executive Board, with copies submitted to the Secretary and Treasurer. The Audit Committee shall make an annual financial report available to all members, which will contain, in appropriate detail, the revenues and expenses, as well as the assets and liabilities of the Corporation.

**Article X
Calendar Year**

The calendar year of the Corporation will begin on the first day of January and end on the last day of December.

**Article XI
Waiver of Notice**

Whenever any notice is required to be given under the provision of the Texas Non-Profit Corporation Act, the Article of Incorporation or the Bylaws of the Corporation, a waiver thereof, in writing, signed by the person or persons entitled to such notice, will be deemed equivalent to the giving of such notice.

**Article XII
Bylaws & Standing Rules**

11.1 Amendments

A two-third (2/3) vote of a quorum of the members present at any business meeting or at any special meeting, called for that purpose, will be required to adopt, alter, amend, or repeal any of the AACPA Bylaws.

11.2 Changes

Proposed Bylaw and Standing Rule changes will be submitted to the Secretary and President, and posted to the website a minimum of thirty (30) days prior to the next Executive Board meeting,.

**Article XIII
Fundraising**

The Executive Board or others within the AACPA may suggest operational Fundraising activities. A majority vote of the Executive Board members present must approve all activities at a regular meeting, so long as such activities do not violate the purpose of the AACPA, the Articles of Incorporation, or Bylaws of the AACPA.

**Article XIV
Properties and Assets**

Upon liquidation and dissolution, all properties, assets, and obligations will be distributed and paid over to the TCPA, consistent with AACPA's philosophy, provided that the organization continues to be dedicated to the exempt purposes as specified in the Internal Revenue Code, Section 501(c)(3).

**Article XV
Political Activity**

No substantial part of the activities of the Corporation shall include biased information used to promote or publicize a particular political cause or point of view, or otherwise attempt to influence legislation. The AACPA shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate running for public office.

Notwithstanding any other provisions of these Articles, the AACPA shall not participate in any other activities not permitted:

AACPA By-Laws

- By an organization exempt from Federal Income Tax under the Federal Tax Code, or corresponding section of any future Federal Tax Code; or -
- By an organization, contributions to which are deductible under the Internal Revenue Code or corresponding guide of any Federal Tax Code.

**Article XVI
Robert's Rule of Order**

The AACPA will be governed by common accord. Any disputes arising in any meeting or regarding any action or lack thereof will be handled in accordance with Robert's Rule of Order, Newly Revised.

The foregoing Bylaws and Standing Rules of the Alamo Area Crime Prevention Association are hereby adopted as of the date written, signed, and provided here.

Adopted and Approved by an affirmative Vote of the Executive Board of the Alamo Area Crime Prevention Association this _____ Day of _____ 20____.

Signed: _____
President

Date: _____

Signed: _____
Vice President

Date: _____

Signed: _____
Secretary

Date: _____

Signed: _____
Treasurer

Date: _____



**ALAMO AREA CRIME PREVENTION ASSOCIATION (AACPA)
Conflict of Interest Policy and Annual Statement
For Directors and Officers and Members
or a Committee with Board Delegated Powers**

**ARTICLE I
PURPOSE**

The purpose of this Board's Conflict of Interest Policy is to protect the AACPA's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of an officer or board member of AACPA, or might result in a possible excel benefit transaction.

This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

This policy is also intended to identify "independent" directors.

**ARTICLE II
DEFINITION**

Interested person – Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

Financial interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- An ownership or investment interest in any entity with which AACPA has a transaction of arrangement,
- A compensation arrangement with AACPA or with any entity or individual with which AACPA has a transaction of arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which AACPA is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest in this policy is based on the IRS model Conflict of Interest policy, which is an attachment to Form 1023. This policy adds information needed to allow AACPA to access director independence in order to answer questions on Form 990.2. A conflict of interest exists only if the Board or Executive Committee decides that a conflict of interest exists, in accordance with this policy.

Independent Director – A director shall be considered "independent" for the purposes of this policy if he or she is "independent", as defined in the instructions for the IRS 990 Form or, until such definition is available, the director

- a) is not , and has not been for a period of at least three years, an employee of AACPA of any entity in which AACPA has a financial interest does not directly or indirectly have a significant business relationship with AACPA, which might affect independence in decision making;
- b) is not employed as an executive of another corporation where any of AACPA's executive officers or employees serve on that corporation's compensation committee; and
- c) does not have an immediate family member who is an executive officer or employee of AACPA or who holds a position that has a significant financial relationship with AACPA.

**ARTICLE III
PROCEDURES**

Duty to Disclose – In connection with any actual or possible conflicts of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Executive Board or Executive Committee.

Recusal of Self – Any director may recuse himself/herself at any time from involvement in any decision or discussion in which the director believes he/she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.

Determining if a Conflict of Interest Exists – After disclosure of financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board or Executive Committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or Executive Committee members shall decide if a conflict of interest exists.

Procedures for Addressing the Conflict of Interest

AACPA By-Laws

An interested person may make a presentation at the Board or Executive Committee meeting, but after the presentation he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The Chairperson of the Board or Executive Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the Board or Executive Committee shall determine whether the AACPA can obtain with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing the conflict of interest, the Board or Executive Committee shall determine by a majority vote of the disinterested directors, whether the transaction or arrangement is in the AACPA's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

Violations of the Conflict of Interest Policy

If the Board or Executive Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief, and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after conducting further investigation as warranted by the circumstances, the Board or Executive Committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV RECORDS AND PROCEEDINGS

The minutes of the Board and all committees with board delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or Executive Committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussion and vote relating to the transaction or arrangement, the consent of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any notes taken in connection with the proceedings.

ARTICLE V COMPENSATION

A voting member of the Board who receives compensation, directly or indirectly, from AACPA for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from AACPA for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from AACPA, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VI ANNUAL STATEMENT

Each director, principal officer, and member of a committee with Board delegated powers shall annually sign a statement which affirms such person:

- Has received a copy of the Conflict of Interest policy,
- Has read and understands the policy,
- Has agreed to comply with the policy, and
- Understands the AACPA, in order to maintain its federal tax exemption, must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

AACPA By-Laws

- Each voting member of the Board shall annually sign a statement which declares whether such person is an independent director.
- If at any time during the year, the information in the annual statement changes materially, the director shall disclose such changes and revise the annual disclosure form.
- The Executive Board shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight.

To ensure the AACPA does not engage in activities that could jeopardize its tax-exemption status, periodic reviews shall be conducted. The periodic reviews shall, at minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information (if reasonably available), and if the parties involved have equal bargaining power and symmetric information, leading to agreement upon fair market terms.
- Whether partnerships, joint ventures, and arrangements with management organizations, if any, conform to the AACPA's policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes do not result in inurement of impermissible private benefit or in any excess benefit transaction.

2024 Board of Directors

Paul Gonzales

President: Paul Gonzales, Kerrville, TX

Charles Patty

Vice President: Charles Patty,

Anna Kraft 

Secretary: Anna Kraft, Schertz Police Department

Don Carr

Treasurer: Don Carr, Converse, TX

Date Revised Proposed to Members: General Membership 6-18-2024

Approved at: General Membership 11-19-2024

