

**BYLAWS OF THE
TENNESSEE COMMUNITY CORRECTIONS ASSOCIATION**

Originally Adopted On February 27, 1990
Last Amended on October 10, 2016

ARTICLE I

Names and Definitions

I. NAME

This organization shall be known as the Tennessee Community Corrections Association, which may sometimes be referred to as "TCCA".

II. DEFINITIONS

- (1) The terms defined in this section shall have the meaning given unless otherwise provided or indicated by context.
- (2) "Association" means the Tennessee Community Corrections Association.
- (3) "Board" means the Board of Directors of the Tennessee Community Corrections Association.
- (4) "Grantee" means a Community Corrections Program that is operating under the provision of Tennessee Code Annotated 40-36-101 et. seq. (Tennessee Community Corrections Act of 1985).
- (5) "Member" means any individual or corporation who has paid the current years' dues and is otherwise in good standing.
- (6) "Act" or "C.C.A." means the Tennessee Code Annotated 40-36-101 et. seq. (Tennessee Community Corrections Act of 1985).
- (7) "BOPP" means the Tennessee Board of Probation and Parole.
- (8) "Board of Directors" means the governing board of a Community Corrections Program.
- (9) "Annual Meeting" means the general membership meeting held each spring.
- (10) "Director" means a Community Corrections Program Manager or a delegate serving on the Association's Board.
- (11) "Appointing Authority" means a grantee that is authorized to appoint a member to the Board.

ARTICLE II

Purpose

I. PURPOSE. The purposes of the Association shall include but are not limited to the following:

- (1) Support the development and revision of the Act to conform to the needs and purposes of individual judicial districts, Grantees and Members.

- (2) To provide a forum for the exchange of information and resources among Association members.
- (3) To aid in the implementation of the Act in Grantee jurisdictions.
- (4) To coordinate and facilitate interaction between TDOC and other State agencies or Grantees and Members, especially in developing and implementing the Act and other similar or related programs; and to enhance and assist the efforts of existing Grantees in the development of Community Corrections Program plans.
- (5) To develop policy recommendations for Grantees, TDOC and the Legislature regarding the implementation and operation of the Act.
- (6) To provide a vehicle for expressing ideas and concerns for the improvement or Programs as related to the delivery of alternative correctional services.
- (7) To provide an orderly and effective means for Members to speak out collectively on matters of concern related to the role and responsibility of Community Corrections Programs.
- (8) To contribute to the establishment and maintenance of Standards, Training and Accreditation for Community Corrections Programs.
- (9) To review and make recommendations on TDOC Community Corrections Act Rules and Regulations.

ARTICLE III

Membership

I. ELIGIBILITY AND DUES

- (1) Any employee of a Grantee may be a Full Member of the Association upon payment of the annual membership fee. This privilege extends to full and part-time employees of a Grantee. Membership fees are payable upon joining the Association and renewable each July.
- (2) Associate Membership is open to any person who does not meet the categories above but who is interested in the promotion, development and support of Community Corrections Programs in the State of Tennessee. Associate Membership shall be granted upon payment of a \$50 annual Associate Membership fee. Associate Membership fees are payable upon joining the Association and renewable each July.
- (3) There shall also be the following type of Annual Memberships granted to any individual or agency interested in the promotion, development and support of Community Corrections Programs in the State of Tennessee: Silver Member - \$600; Gold Member - \$800; Platinum Member - \$1000. Such membership shall be acknowledged at any appropriate training event/conference, brochure, promotional materials, etc., throughout the appropriate membership term. Membership Fees are payable upon joining the Association and renewable each July.
- (4) All Memberships noted above shall be entitled to one vote at the Annual Meeting, or any other General Membership meeting held throughout the appropriate year.
- (5) The Association may also grant Lifetime Membership Status to Community Corrections employees who retire from a Grantee after service of at least 20 years in a Community Corrections program. Lifetime Members will be exempt from paying an Annual Membership fee and may attend any Conferences without payment of the Registration fee.

II. SPONSORSHIP

- (1) Training Sponsorship shall be granted to any interested agency and/or individual upon payment of a \$400 Sponsorship fee, with approval of sponsorship by the Training Committee. Such payment and Sponsorship shall be for a single training event/conference. Training Sponsors shall be acknowledged in writing and verbally at the specific training event/conference.

ARTICLE IV

Board of Directors

I. GENERAL POWER

The Board of Directors shall have all the powers necessary to effectively implement the management, affairs and business of the Association and such other powers as necessary and incidental to the performance of the Association's purposes.

II. BOARD OF DIRECTORS

There shall be organized a Board of Directors to consist of 1 delegate from each of the currently established Community Corrections Grantees. Each delegate shall be referred to as a Director and the term of each Director will be at the discretion of each Grantee's appointing authority. In addition, there shall be 2 At-Large members of the Board of Directors, who will be nominated and elected from any TCCA member in good standing, as defined in Article III Section I, who is not already a Director. These 2 At-Large positions shall be elected as outlined in Article V Section II.

III. VOTING

Each Director shall be entitled to 1 vote at meetings. Proxy voting at meetings may be granted by any Director notifying the current President of the Board that the proxy authority has been granted to the alternate for that specific meeting. The President of the Association shall recognize at such meeting that a proxy member is present and has voting authority. Such proxy voting extends to only that individual meeting, upon proper notification to the President as noted above.

IV. MEETINGS

The Board of Directors shall meet a minimum of 4 times per year. A Board meeting may be called by the President, or by any 5 Directors. Written notice of such meeting must normally be given to all Directors at least 10 days prior to the day of the meeting. Written notification includes facsimile and e-mail transmittal, as well as regular U.S. Postal service. In special cases, oral notice may be given to all Directors within 7 days of the date of the special meeting. Board meetings are open to Members or other interested parties.

V. QUORUM

For Board of Directors' meetings, a quorum shall be defined as 51% (simple majority) of those appointed to serve as members of the Board of Directors. A quorum is necessary for the transaction of business at any meeting of the Board. If less than a majority of the Board is present at a meeting, matters may be discussed, but no official action may be taken.

VI. POWERS AND DUTIES

The Board shall be responsible for instituting programs and actions necessary or helpful in achieving the purposes of the Association. These shall include but are not limited to the following:

- (1) Determination, coordination and evaluation of the Association and its purposes.
- (2) Establishment or termination of committees, task forces or other groups as needed.
- (3) Representation of the Association and its purposes to the public, governmental bodies and other organizations.
- (4) Managing the finances of the Association including an annual accounting to the Members showing income and expenditures of all funds.
- (5) Selection and employment of personnel as needed to implement the Association business, including the establishment of appropriate personnel policies and procedures.
- (6) Any other matter which will aid in or be incidental to the continued development of the Association's business.

VII. VACANCIES AND ABSENCES

- (1) The Board shall replace any vacancy on the Board by notifying the Appointing Authority and requesting the designation for a Director to fill the vacancy. If a Director is absent from 2 consecutive meetings without notifying the President or Secretary prior to the meeting, the absent Director shall be considered as having resigned and the position be vacant. If the position remains vacant for an additional meeting, the Grantee will not be considered as part of the Quorum, until such time as a new Director is appointed by the Grantee and the new Director attends a properly called meeting of the Board.

ARTICLE V

Officers

I. OFFICERS

(1) The Officers of the Association must be employees of a Grantee. The Officers shall be the President, Vice President, Secretary and the Treasurer. The term of each Officer and each At-Large member shall be for two years.

II. ELECTIONS

(1) Election of Officers and At-Large Directors will be held every 2 years at the

annual Spring meeting. Nominations will be accepted from any Member in good standing and from a Nominating Committee, if appointed. Nominations may also be made from the floor at the annual Spring meeting. Newly elected Officers and At-Large Directors shall take office each July 1 of the appropriate new term.

III. PRESIDENT

- (1) The President shall serve as the Chief Executive Officer of the Association as a Chair of the Board of Directors. The President shall preside at all meetings of the Association and the Board. S/he shall make all appointments to the committees and shall serve as an ex-officio member of all committees. The President may sign, with the Secretary or other person authorized by the Board, any deeds, mortgages, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board, these Bylaws, or by statute to some other officer or agent of the Association. In general the President shall perform all duties incidental to the office and such other duties as may be prescribed by the Board from time to time. The President may vote only in the event of a tie of the approved voting members. The President may not serve as the appointed Director to the Association from a Grantee during his/her term of office. The President must be a Program Manager or a Director of a Grantee program.

IV. VICE PRESIDENT

- (1) The Members shall elect the Vice President from their number in accordance with Section II above.
- (2) The Vice President shall attend all meetings and serve as a member of the Board of Directors of the Association except when exercising the duties of President of the Association when s/he shall serve with the duties and limitations of the office of the President. The Vice President shall have voting authority only if s/he is the appointed Director of a Grantee.
- (3) In the absence of the President or in the event of his/her inability or refusal to act, the Vice President shall perform the duties of President. The Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or the Board.

V. SECRETARY

- (1) The Members shall elect the Secretary from their number in accordance with Section II above.
- (2) The Secretary shall attend all meetings of the Board of Directors and of the Association and shall preserve in books of the Association true Minutes of the proceedings required by statute, Bylaws or resolutions. S/he shall perform such other duties as may be delegated to him/her by the Board or by the President.
- (3) It shall be the duty of the Secretary, in the absence of the President and the Vice President, to call the meeting to order and to preside until the election for a Chairperson pro tern. In the event a vacancy occurs in the office of the Vice President, the Secretary shall fill the vacancy until the next Annual meeting of the general membership at which time the members shall select a new Vice President.

VI. TREASURER

- (1) The Members shall elect the Treasurer from their number in accordance with Section II above.
- (2) The Treasurer shall have custody of all Association funds and securities and shall keep in books belonging to the Association, full and accurate accounts of all receipts and disbursements; s/he shall deposit all monies, securities and other valuable effects in the name of the Association in such depositories as may be designated for that purpose by the Board. S/he shall disburse the funds of the Association as may be ordered by the Board, taking proper vouchers for such disbursements and shall render to the President and the Directors at the annual meeting and whenever requested by them, an account of all transactions as Treasurer and the financial condition of the Association. If required by the Board, s/he shall deliver to the President of the Association and shall keep in force, a bond inform, amount and surety or sureties satisfactory to the Board, conditioned on faithful performance of the duties for his/her office for the restoration to the Association in case of his/her death, resignation, retirement or removal from office, of all books, paper, vouchers, money and property of whatever kind in his/her possession or under his/her control belonging to the Association.

VII. REMOVAL OF AN OFFICER

- (1) Should it become necessary, the Board may remove an Officer for failure to perform his/her duties properly.
- (2) Removal of an Officer requires that 75% of the Board vote for removal.
- (3) The Board may select a new Officer to fill the position. In case of removal of the President, the Vice-President will normally fill the position.

VIII. COMMITTEES

- (1) Committees may be appointed by the President as deemed necessary to the effective and efficient operation of the Association. Committees shall be composed of a minimum of 2 persons. Committee membership terms shall be at the discretion of the President.

ARTICLE VI

Contracts, Checks, Deposits and Funds

I. CONTRACTS

- (1) The Board may authorize any officers, agent or agents of the Association to enter into any contacts or execute and deliver any instrument in the name of or on the behalf of the Association and such authority may be general or confined to specific instances.

II. CHECKS, DRAFTS, ETC

- (1) All checks, drafts or orders for the payment of money, notes or otherwise evidences of indebtedness issued in the name of the Association shall be signed by such Officer or Officers of the Association and in such manner as shall be prescribed and determined by resolution of the Board, shall be signed by the Treasurer or President.

III. DEPOSITS

- (1) All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other properly established depositories as the Board may select.

IV. FUNDS

- (1) Any funds which may come to the Association or be subject to its control for its use in furthering and promoting the aims and purposes of the Association or its policies, shall be received, disbursed, controlled and accounted for by the Treasurer in such manner and under such conditions as shall be prescribed and determined by the Board.

ARTICLE VII

Staffing and Dues

I. STAFF

- (1) The Board may contract with staff as necessary to implement the purposes of the Association and as are provided for in the budget.

II. DUES

- (1) For the purposes of covering ordinary business expenses of the Association, each of the Members may be assessed annually at an amount determined by a majority vote by the membership at the Association's Annual meeting. Such dues from Members may be revised when necessary. The Association may also receive income from any source, public or private, including grants for special or general purposes. The Association may also raise monies from additional sources including conferences and sponsored workshops.

ARTICLE VIII

Amendment of the Bylaws

I. AMENDMENT TO BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted in the following manner:

- (1) These Bylaws may be amended at any meeting of the Board of Directors by a 66% vote of the Quorum Directors present at such properly called meeting.
- (2) Such addition or amendment to an existing Bylaw when duly approved shall go into immediate effect following its adoption unless otherwise provided.

ARTICLE IX

Parliamentary Authority

I. PARLIAMENTARY AUTHORITY

- (1) The rules of parliamentary procedure and practice contained in Robert's Rules of Order Newly Revised shall supplement the rules of procedure adopted by the Association and shall govern the Board, the Association and all Committees created by the Board in which the said Robert's Rules of Order Newly Revised is applicable and in so far as they are not inconsistent or in conflict with the statutes of the State of Tennessee, these Bylaws and any rules and regulations adopted by the Board for conduct of its business.

ARTICLE X

Dissolution

Upon the dissolution of the Association for any reason and after final payment of all properly incurred expenses, all assets of the Association shall be donated to a not-for-profit organization(s), agreed upon during a properly called meeting of the Board, as noted in Article III.