

BYLAWS
OF THE
STATE COALITION OF PROBATION ORGANIZATIONS,
INC.



Adopted 9/23/83
Amended 12/7/2018

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PREAMBLE

We, the State Coalition of Probation Organizations, do hereby ordain to commit ourselves to promote the interests of County probation on a statewide level and to enhance the professional standards of our membership.

ARTICLE I – NAME

1. The name of this organization shall be the State Coalition of Probation Organizations, Inc., also known as SCOPO.
2. The principal office for the transaction of the business of the Corporation is hereby fixed and located at 8950 Cal Center Drive, Suite 108, in the County of Sacramento, State of California. The Board of Directors is hereby granted all power and authority to change said principal office from one location to another in said county or any other county in the State of California. Any such changes shall be noted on the bylaws by the Secretary immediately following this Section or this Section shall be amended to state the new location.
3. The Association's name shall not be used for any purpose without the majority approval of the Board of Directors.

ARTICLE II – PURPOSES

1. The purpose of SCOPO shall be to promote the interests of County probation on a statewide level and to enhance the professional standards of its membership.
2. SCOPO represents its members in labor and professional issues, through legislative action, education, and coalition building, while offering leadership and support to local Probation organizations.

ARTICLE III - MEMBERSHIP

1. Membership in SCOPO is open, by application, to any County Probation employee organization that does not include management classifications, as defined by that county's applicable rules. Units and/or organizations exclusively representing probation supervisors are not eligible for membership unless sponsored by the member organization(s) from the same county.
 - a. Membership per county shall consist of at least one (1) county probation employee organization. Each such organization shall have two (2) voting representatives on the Board of Directors.
 - b. The terms "organization", "member" and "unit" used hereinafter refer to the above-defined groups.

- c. SCOPO will respect the integrity of the parent organization of any county probation employee organization joining SCOPO.
2. There shall be Full Membership, Associate Membership, and other membership as determined by the Board of Directors.
 - a. Full Membership: Full membership is available to all county probation employee organizations and includes all privileges and responsibilities of membership as described in these bylaws.
 - b. Associate Membership: Associate membership is available to county probation employee organizations with 25 or fewer members. Participation in Board meetings is limited to verbal participation only with no voting rights, without the possibility of holding a seat on the Board or E-Board and without the ability to make requests for donations or reimbursements and applications for scholarships.
3. Member in Good Standing. A member organization is a “Member in Good Standing” so long as its SCOPO dues are current.
4. Member Not in Good Standing. A member organization that is three months in arrears of membership dues is no longer a Member in Good Standing, and upon fifteen (15) days’ written notice by an Officer of the Board, shall be ineligible to vote on corporation matters.
5. A member organization has the right to appeal the suspension of voting rights to the President, or the Executive Board, in writing or in person at an Executive Board meeting up to five (5) days prior to the next scheduled Board meeting. The President and/or the Executive Board have the authority to provisionally reinstate voting privileges and membership status.
 - a. Within fifteen (15) days’ notice to the member organization and the vote of a full quorum, the Board may impose the following additional sanctions on a member organization not in good standing:
 - i. Termination of membership in five (5) days. Reapplication for membership must include payment of all unexcused, unpaid dues.
 - ii. Suspended termination of membership, which includes an agreement by the member organization to negotiate a reasonable payment schedule for all unpaid dues and full payment of current dues.
 - iii. The Secretary shall issue written notice to the member organization and representatives within 10 days of either of the above actions taking place.
 - iv. If a representative of the subject member organization is unable to attend the noticed meeting, upon receipt of a written request from the member

organization, the organization may be granted a postponement to the next regularly scheduled Board meeting.

- v. The Board may suspend membership, without other action, upon request of the member organization. Payment of unpaid dues will be negotiated upon any reapplication for membership. Suspension of membership may be granted by written request from the member organization, followed by a Board Meeting, and majority vote of a full quorum. Dues do not accrue during suspension, and representatives stand as guests at Board meeting with no voting capacity.
6. Member organizations may withdraw from membership after providing the Board of Directors with a 60-day written notice. All accounts are due and payable through this period.

ARTICLE IV – OFFICERS AND DIRECTORS

1. The Board of Directors shall consist of no more than two (2) representatives from each member organization.
 - a. Representatives will be selected by their parent unit and may be removed by the parent unit with reasonable notice to the Board.
 - b. Alternates may be identified by any member to replace an absent representative, and may attend any meeting as a guest.
 - c. All representatives and any alternates, or their replacements, must be identified in the application or by a letter of introduction from the member unit to the Board.
2. The power and authority to conduct the business of SCOPO is vested in the Board of Directors. The business of SCOPO shall be conducted at quarterly meetings of the Board of Directors or through staff, members and committees as directed by the Board.
 - a. **EXECUTIVE BOARD:** The Executive Board is chaired by the President and consists of all five elected Executive Officers. The Executive Board is responsible for overseeing all committees, reviewing policy, the hiring and firing of staff, managing facilities, staff and capital, making recommendations to the full Board of Directors, and acting for the Board in urgent matters. The Executive Board meets at the call of any of the Officers, but notice must be as for any meeting. Any Board representative may attend or report to a meeting.
 - b. **STAFF:** Any person, agency or organization contracted to perform a task or services for the corporation. Staff members do not have any rights of membership.

- c. **COMMITTEES:** To pursue projects, research or the furtherance of the goals of the corporation, committees can be created by the President or a majority vote of a full quorum at a Board meeting. All committees shall have at least three members, including at least two from the representatives to the Board, and may include staff, guests, sponsors, or general members. (Refer to “Appendix A: Committees” for standing committees and ad hoc committees.)
 - d. **POWER TO CONTRACT:** The Board may establish formal or informal contracts with individuals, businesses, agencies, organizations or groups outside the membership to conduct the business of SCOPO. Such contracts may be negotiated by the Executive Board, or any designated member, and may include provision for fees, salary, reimbursement or other obligations for services rendered. All contracts must be approved by a simple majority of a quorum at the next Board meeting.
 - e. The Executive Board may delegate staff responsibilities to officers as temporary replacement for missing or ill staff, or delegate long-term responsibilities to any willing Board member as the need arises.
3. **ACCESS TO CORPORATE RECORDS:** All active members have the right to inspect bylaws, standing rules, minutes, financial records and membership lists during normal business hours, within thirty (30) days of a written request being received by the Secretary, for purposes reasonably related to the person’s interest as a member. Directors have an absolute right to inspect and copy any record of the Corporation at reasonable times.
4. **DUTIES OF THE BOARD OF DIRECTORS:** The duties of the Board of Directors shall be to establish by-laws, establish and collect dues, elect officers, advance the purposes of SCOPO, hire staff, publish media, maintain the SCOPO website, and conduct the general business of SCOPO.
- a. All Board representatives are expected to serve within their ability as representatives of SCOPO to their local legislators, candidates, and parent units.
 - b. All actions from duties delegated to committee or staff must be submitted for approval by the Board.
 - c. All contracted services must be submitted for approval to the Board.
 - d. Incidental costs related to approved SCOPO business will be reimbursed based on submitted receipts, pursuant to the SCOPO Compensation & Reimbursement Policy.
5. **MEETINGS:** There shall be four (4) regular meetings of the organization on a quarterly schedule each calendar year. One such meeting shall be held in Sacramento in conjunction with the annual SCOPO Legislative Day; the remaining meetings shall be held at times and

places as determined by the President and the Executive Board. The Executive Board shall propose the next yearly meeting schedule for approval by the Board with ten (10) days' notice before the fourth quarter meeting each year.

- a. The agenda for regular meetings shall be mailed or e-mailed with at least thirty (30) days' notice.
 - b. Special Meetings: The President may call for special meetings.
 - i. Special meetings may also be called by 5% of the Board of Directors.
 - ii. Notice of special meetings shall be at least four (4) days by mail or at least two (2) days by personal, electronic or telephone contact.
 - c. The President and Executive Board will coordinate the arrangements for Board meeting facilities, refreshments and lodging with local member units.
 - d. Meetings of any committee can be called by the chair of that committee, the President, or by majority vote of a full quorum of the Board.
 - e. SCOPO will endeavor to underwrite the expenses of Board members for attending meetings. The Executive Board shall set the rates for travel reimbursement and any other compensation. These rates shall be reviewed at least once annually, and must comply with state and federal regulations.
6. A full quorum shall consist of a majority of members present and eligible to vote.
- a. A sufficient quorum shall consist of a majority of members present and eligible to vote. For duly noticed business, or items continued from previous meetings, such a quorum shall be recognized as a full quorum.
 - b. A notation in the minutes specifying the continuance of business is considered due notice for a vote during the next meeting.
 - c. A sufficient and full quorum for committees shall be a simple majority of designated members.
7. All meetings shall be conducted according to Robert's Rules of Order.
- a. Guests and non-members may be excluded or limited in participation by proper motion to the Chair.
 - b. The chair has the authority to amend the agenda if ten (10) days' notice was attempted for such a request. If lesser notice was provided, the Chair can amend the agenda with the approval of the majority of a sufficient quorum.

- c. All Board meetings will be recorded by written minutes or reports which will be distributed to all Board members. All committee meetings will produce minutes or written or verbal reports presented at the next Board meeting. The Secretary to the Board shall attach or summarize these reports to the Board minutes.

ARTICLE V – OFFICERS

1. The Officers of SCOPO shall be President, Administrative Vice President, Legislative Vice President, Secretary and Treasurer. The Officers shall constitute the Executive Board.
 - a. Officers must be designated representatives of a member organization in good standing.
 - b. No representative may hold more than one office or staff position at the same time.
 - c. All Officers shall continue as representatives to the Board of Directors.
2. Executive Officers shall hold their positions for a term of two (2) years. There shall be no limit to the numbers of consecutive terms an Executive Officer may serve.
3. Member organizations may have no more than two (2) representatives serving on the Executive Board at any one time.
4. Duties and Responsibilities of Officers; compensation.

President: The President shall be the Chief Executive Officer of SCOPO. The President shall serve as the leader of the organization. The President shall chair all meetings of the Executive Board and all general or special meetings of the Board of Directors. The President shall have overall coordination responsibilities for all SCOPO-sponsored conferences, but may delegate those responsibilities. The President shall chair the Editorial Board, and shall prepare a President’s Message for the website. The President shall chair the Executive Board and the Membership Committee, and shall be an ad-hoc member of all other committees. The President shall be responsible for all correspondence on behalf of SCOPO, but may delegate that responsibility as needed. The President shall be compensated on the first business day of each month, pursuant to the SCOPO Compensation & Reimbursement Policy.

Administrative Vice President: The Administrative Vice President shall take the place of the President and perform those duties whenever the President is absent or unable to act. The Administrative Vice President also shall provide temporary coverage for any other officer or perform such other duties as the Board of Directors shall require. The Administrative Vice President shall chair the Special Events Committee and the Scholarship Committee, serve on the Editorial Board, and chair or serve on other committees as directed by the Board. The Administrative Vice President shall maintain the website, including coordinating with the organization’s webmaster and providing

website content, and is responsible for taking photographs and/or video of SCOPO events. The Administrative Vice President shall be compensated on the first business day of each month, pursuant to the SCOPO Compensation & Reimbursement Policy.

Legislative Vice President: The Legislative Vice President shall be responsible for coordination of all legislative policy functions of SCOPO, including liaison with the Legislative Advocate. These duties may include presentation of relevant bills and issues to the Board for advocacy positions, directing the tracking and action on new legislation and SCOPO-sponsored legislation, and collecting ideas and direction from the Board or committees and assigning tasks appropriately to the staff or Board members. The Legislative Vice President also serves on the Editorial Board and serves on other committees at the direction of the Board. The Legislative Vice President chairs the Political Action Committee. The Legislative Vice President shall be compensated on the first business day of each month, pursuant to the SCOPO Compensation & Reimbursement Policy.

Secretary: The Secretary shall maintain the SCOPO records. The Secretary shall maintain and distribute the minutes of all Board of Directors meetings and all special or general meetings. The Secretary shall attend to notices and information pertinent to the operations of SCOPO and prepare assigned correspondence. The Secretary shall perform all other duties incident to the office of Secretary, including coordination of equipment maintenance, supplies and clerical support needed to support those duties. The Secretary will serve as Parliamentarian. The Secretary shall chair the Bylaws Committee. The Secretary will serve on the Editorial Board and serve on other committees as directed by the Board. The Secretary is responsible for soliciting and posting to the SCOPO website the Roundtable Reports from SCOPO member organizations. The Secretary shall be compensated on the first business day of each month, pursuant to the SCOPO Compensation & Reimbursement Policy.

Treasurer: The Treasurer shall be the Chief Financial Officer of SCOPO. The Treasurer shall manage the collection and deposit of all dues, donations and billings for SCOPO. All checks drawn on the account of SCOPO shall bear the signature of at least two officers of SCOPO, and shall be timely disbursed by the Treasurer for all services, supplies, equipment, expenses, donations to the Political Action Committee account, and contracts designated by the Board. The Treasurer shall maintain the financial records of SCOPO, cause the filing of appropriate tax and corporation records, and perform all duties incident to the office of Treasurer, including regular written reports to the Board and coordination of equipment supplies and direction to contracted accounting and auditing services needed to support those duties. The Treasurer shall prepare a proposed annual budget for approval at the third quarter meeting of each year, as well as a final budget at the fourth quarter meeting each year. The Treasurer shall chair the Finance Committee and serve on other financial committees at the direction of the Board. The Treasurer shall be compensated on the first business day of each month, pursuant to the SCOPO Compensation & Reimbursement Policy.

ARTICLE VI - NOMINATIONS AND ELECTIONS

1. Nominations for officers may be made after the regular third quarter meeting until ten (10) days prior to the regular fourth quarter meeting each year.
 - a. Nominations may be made by any member of the Board of Directors and shall be from among the Board of Directors of member organizations in good standing only. Such nominations must be submitted to the Election Committee Chair in writing or via email at least ten (10) days prior to the regular fourth quarter meeting.
 - b. Those nominated shall be afforded the opportunity to decline and the name of any nominee who declines shall not appear on the ballot.
2. Election of officers shall be held at the regular fourth quarter meeting. The Administrative Vice President and Secretary shall be elected in even-numbered years and the President, Legislative Vice President, and Treasurer shall be elected in odd-numbered years.
3. The elections shall be conducted by an Election Committee. The Election Committee shall be appointed annually by the President at the regular third quarter meeting. No member of the Election Committee shall be a candidate for office. The Election Committee shall be comprised of at least three (3) members.
 - a. The Election Committee Chair shall give written or email notice of nominations and elections to each member of the Board of Directors no later than ten (10) days in advance of the meetings at which nominations and elections are scheduled to take place.
 - b. The Election Committee shall be responsible for administering the election process that ensures a fair and accurate tabulation of all votes. The Election Committee shall prepare the ballot within seven (7) days of notification of any election. Committee members shall ensure that:
 - i. Each member organization representative to the Board of Directors votes only once.
 - ii. Each member's vote is confidential.
 - iii. The voting results are not altered by anyone.
 - c. The results of the election shall be submitted in writing and filed with the SCOPO Secretary. The candidates receiving the largest number of votes will then be declared by the Election Committee to be elected. The Election Committee shall maintain in a secure place all written ballots for a period of three (3) weeks following the announcement of election results. Thereafter, the ballots shall be

destroyed. The vote summary shall become a permanent record of the Organization.

- d. In any case where there is only one nominee for office, such nominee shall be declared elected. In all other cases the election shall be by secret ballot and all members of the Board of Directors shall be afforded a reasonable opportunity to vote.
- e. Elections shall be decided by a simple majority of those who vote. Those who are elected shall take office on January first of the following year. In the event of a tie, a runoff election shall be conducted immediately. If that runoff election results in a tie, there shall be a second runoff election at the next regular or special meeting.
- f. Any office shall be maintained by the incumbent if there is any delay in the voting or installation procedures. The position shall then transfer immediately upon completion of delayed voting.

ARTICLE VII – VOTING

- 1. Only representatives to the Board of Directors shall vote, and no proxy votes shall be permitted.
- 2. No other persons or organizations shall have a vote.
- 3. Passage of all matters shall require a majority vote of a full quorum.
- 4. The Bylaws may be amended by a majority vote of a full quorum at a duly noticed meeting. Reasonable advance notice shall be given by the President via electronic mail for any vote to amend the Bylaws.
- 5. Voting Between Board Meetings
 - a. The President on his or her own motion or any member of the Board of Directors or the Executive Board may call for a vote on any matter that by necessity must be acted upon before the next scheduled meeting of the Board of Directors. The President shall make the final determination whether or not to call for a vote between meetings.
 - b. Any such vote must be conducted by the President or designee via electronic mail. The President or designee shall cause the results of the vote to be placed on the agenda of the next Board of Directors meeting for review by the full Board of Directors.

- c. Committee recommendations or other delegated duties that need action may be acted upon by the Executive Board. The President or designee shall cause any decision on a committee recommendation or other delegated matter to be placed on the agenda of the next Board of Directors meeting for review by the full Board of Directors.
6. Any board representative of a full member organization may call for a roll call vote on any matter by proper motion to the President. On any matter submitted to a roll call vote, only the vote of the senior organization from each represented county shall be counted.

ARTICLE VIII – APPOINTMENT AND REMOVAL OF OFFICERS

1. Any Officer may resign with written notice to the Board.
2. The Board of Directors by majority vote may initiate the removal of an Officer who has been declared of unsound mind by a final order of a court of competent jurisdiction or convicted of a felony or in the event disability or death precludes a formal resignation.
3. The Board of Directors by majority vote may initiate the removal of an Officer for conduct that is in violation of these Bylaws or inimical to the goals, purposes, objectives and philosophy of SCOPO, or for any other reasonable cause.
4. Upon a majority vote by the Board of Directors to initiate the removal of an Officer for any reason herein authorized, the Secretary or, if the Secretary is the subject of the removal action, the President, shall provide the Officer:
 - a. The charge or charge(s) against the Officer;
 - b. A copy of all materials supporting the charge(s);
 - c. Written notice of the opportunity to be heard and present a defense at the next regular meeting of the Board of Directors.
5. The Secretary or, if the Secretary is the subject of the removal action, the President, shall issue the required notice at least 15 days before the next regular meeting via first-class, registered mail to the last known address of the Officer.
6. The decision of the Board of Directors as to the removal of the Officer at or after the next regular meeting following notice to the Officer shall be final.
7. Compensation for any Officer pending removal may be withheld by the Executive Board until the matter is before the Board of Directors.
8. Appointment to a vacant office shall be made by the President, acting with the approval of

a majority of a full quorum at a duly noticed meeting of the Board of Directors. Pending approval by the Board, the appointee shall be granted all rights, privileges and responsibilities of the office.

ARTICLE IX – DUES/EXPENDITURE OF MONIES

1. Membership dues shall be set by the Board of Directors.
2. A copy of dues schedules or rates shall be provided to all members. Changes in schedules or rates shall be duly noticed and set for approval as a policy vote before the Board.
3. The Executive Board is authorized to make individual item expenditures of up to \$2,500.00 for normal expenses.
4. Expenditures paid out monthly to maintain the operations of SCOPO, such as legal defense fund and other expenditures, are considered “day to day” by these by-laws, and therefore do not require a full quorum for approval. Such expenditures shall be paid by the Treasurer as needed.
5. Expenditures may be made via SCOPO checks or with an authorized credit card. All expenditures shall be accompanied by a receipt and an authorization document signed by the SCOPO Officer(s) and/or representative(s) acting on the written authorization of the Executive Board.
6. Any suspected malfeasance while in office by any SCOPO Officer or representative shall result in immediate suspension of that individual's authority to conduct business. In addition, proven malfeasance shall result in a recall within thirty (30) days by a passed motion by a member organization at a general meeting or a majority decision of the Executive Board. The recall shall conform to Article VIII(2) of these by-laws.
7. Any and all fraudulent fiscal transactions may result in criminal prosecution.
8. The SCOPO Executive board may allocate a portion of SCOPO funds, whether generated from dues or other sources, to the SCOPO PAC.

ARTICLE X – FINANCES

1. The fiscal year of SCOPO shall begin on January 1 and end on December 31.
2. The books and accounts of SCOPO shall be kept under the direction of the Treasurer. Credit, checking, phone and electronic accounts shall be used only for SCOPO-related business. All receipts and documentation shall be forwarded to the SCOPO Bookkeeper.

3. No later than ninety (90) days after the end of each fiscal year, all books and records of SCOPO shall be brought current. The SCOPO Board of Directors may elect to retain the services of an outside auditor or CPA to complete a periodic audit without further amendment of these bylaws.

ARTICLE XI - NON-DISCRIMINATION CLAUSE

No organization or individual shall be denied membership in SCOPO because of political or religious opinion or affiliations, or because of racial or national origin or because of age, sex, sexual orientation or physical disability.

ARTICLE XII - SAVINGS CLAUSE

In the event any provision of these bylaws is declared by a court of competent jurisdiction to be illegal or unenforceable, that provision shall be null and void but such nullification shall not affect any other provisions, all of which shall remain in full force and effect.

APPENDIX A: COMMITTEES

STANDING COMMITTEES

FINANCE:

Chair is the Board Treasurer; goals are to provide a balanced budget and to examine and report on any and all special financial circumstances for the Board or Organization.

EDITORIAL BOARD:

Chair is the Vice President; members appointed include officers of the Board; goals are to publish media, including social media, maintain the SCOPO website, and gather and edit materials for publication.

ELECTION COMMITTEE:

Short-term, specialized committee consisting of three full members appointed by the President to coordinate the elections of SCOPO officers as specified in the Bylaws.

SCHOLARSHIP COMMITTEE:

Chair is the Administrative Vice President; members appointed include officers of the Board; goals are to review scholarship applications and recommend award of scholarship to the most deserving and eligible applicant. The committee shall make a recommendation to the Board no later than the regular second quarter meeting to ensure scholarship funds are disbursed before the start of the fall academic term.

POLITICAL ACTION COMMITTEE (PAC):

Chair is the Legislative Vice President; members are appointed by the President. The specific purposes and procedures of the SCOPO PAC are described in the Bylaws of the SCOPO Political Action Committee.

AD HOC COMMITTEES

SPECIAL EVENTS:

Chair is the Administrative Vice President; goals are flexible: this committee meets as directed by the President to obtain speakers, develop themes, and coordinate provision of supplies or other needs of specific Board meetings, conferences or other SCOPO events.

BYLAWS COMMITTEE:

Chair is the Secretary; other members include Board Representatives; purpose is to review and recommend changes to the SCOPO bylaws as needed.

The President from time to time may establish such other committees as are recommended by the Executive Board.