**By-Laws**

**of the Colorado Alternative Sentencing Program**

**also known as C.A.S.P**

**PREAMBLE**

The several-member community service programs and other entities, as members of C.A.S.P., to be organized for the purpose of promoting: the interests, welfare and service capabilities and cooperative effort, hereby adopt the following By-Laws for Colorado Alternative Sentencing Program.

**ARTICLE I**

**ASSOCIATION OFFICES**

**Section 1**

The office, or offices, of C.A.S.P. shall be established and maintained at such locations as may be deemed appropriate by the Board of Directors.

**ARTICLE II**

**MEMBERSHIP**

**Section 1 – Agency Full Membership.**

Each community service agency, alcohol evaluation and treatment agencies, probation departments, community corrections agencies, municipal, county, and district court, (located and operating within the State of Colorado), as well as nonprofit and for profit corporations having current contractual obligations to provide these services for such government agency shall be eligible for active membership in C.A.S.P. Any such entity may become an active member upon written application to the treasurer, and payment of the annual membership fee. Once acquired, membership shall continue, so long as the membership fee is paid annually. Full Membership entitles the member entity to appoint one delegate to exercise the rights of the participating county for the year, so long as such delegate shall continue in employment or voluntary association, with that Full Membership County. Rights and responsibilities exercised by the Full Member delegate include participation at C.A.S.P. conventions; and meetings, as well as, voting on behalf of the Member County from which the delegate is appointed.

**Section 2 – Honorary Membership.**

Honorary Memberships shall be conferred upon individuals and shall be deemed appropriate from time to time by the Board of Directors. All past Presidents shall automatically become Honorary Members of C.A.S.P. The Board of Directors may present delegates (at the annual convention) with the name(s) of other worthy persons who have contributed some outstanding services to community service alternative placement, and nominate such persons to be elected as Honorary Members of C.A.S.P. Honorary members shall have no voting rights.

**ARTICLE III**

**ANNUAL MEMBERSHIP FEE & DUES**

**Section 1 – Establishment of Fees.**

The annual membership fee shall be subject to review by the Board of Directors at the bi-annual meeting and presented to the membership for a vote at the annual convention. Any change in the fee may be adjusted by a majority vote of the membership at the annual convention.

**Section 2 – Billing of Fees.**

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Annual fees shall be payable January 1st of each year, and notice for payment of the annual membership fee shall be issued by the Treasurer by no later than the preceding December 1st.

**ARTICLE IV**

**BOARD OF DIRECTORS & OFFICERS**

**Section 1 – Composition of the Board of Directors**

A. The Board of Directors shall be comprised of the persons elected to serve as officers of the Colorado Alternative Sentencing Program.

B. When a vacancy occurs on the Board of Directors, the Board shall appoint a qualified person to fill the vacancy within thirty days, except that if such vacancy occurs within a period of three (3) months preceding the annual convention; the Board of Directors may exercise discretion in determining if the vacancy shall be filled.

C. Should the Board not act within thirty (30) days, the President of C.A.S.P shall make the appointment. Any such appointee shall serve until the next annual convention, at which time an Officer shall be elected as herein below provided. If the vacancy occurs in one of the Vice-Presidencies, a nominee shall be an appointee from the (western or eastern slope) - wherein the vacancy originated. (If it is not possible for the Board of Directors or the President to find a qualified and willing nominee within the affected slope region to accept an election to the vacancy, that office shall remain unfilled until the next annual convention.

**Section 2 – Meeting**

Meetings of the Board of Directors shall take place in conjunction with the annual conference meetings of the membership (alternating East/West slope every year) to be determined at the annual convention. In addition the Board of Directors shall meet upon call of the President or upon written request of any four (4) of its members. Five (5) days’ notice shall be given of any meeting of the Board of Directors, provided that at any time before, during, or after such meeting, such notice may be waived; attendance at the meeting of the Board of Directors shall constitute such waiver.

**Section 3 – Quorum**

At least 3 out of 5 of the Board of Directors shall constitute a quorum, and the act of the majority of the Board of Directors present at any meeting shall constitute the action of the Board. If a meeting of the Board of Directors has been convened with a quorum in attendance, the quorum shall be deemed to exist until conclusion of such meeting.

**Section 4 -Identities and Duties of the Board of Directors**

The Membership shall elect five (5) Directors and Officers, specifically President for two (2) years on odd numbered years, First Vice President and Second Vice President for two (2) years on even numbered years, Secretary and Treasurer every three (3) years with voting commencing at the 2014 convention. In addition, Only elected officers serve as the Board of Directors.

**GENERAL POWERS:**

All of the business and affairs of the corporation shall be managed and controlled by the Board of Directors. The Board of Directors shall have general supervision of the policy and affairs of C.A.S.P. during the interim and between annual conventions.

**DUTIES OF BOARD OF DIRECTORS:**

**Section 1 – President:**

The President shall preside at the annual meeting of C.A.S.P. and at regular and special meetings of the Board of Directors; shall be the chief executive officer of C.A.S.P. He or she shall exercise general supervision over the work and activities; shall be ex-officio member of all committees, with the exception of the nominations and/or election committees; and shall appoint officers and chairperson and members of all committees, unless, with the approval of the Board of Directors, the President determines that a particular officer or committee not be appointed during their term; and perform such other duties as usually pertain to the office of President. In the event of a tie on any matter pending before the Board of Directors, the President may cast the deciding vote. The President shall have the authority to sign checks of C.A.S.P. in the absence of the Treasurer. The President will complete an agenda for every C.A.S.P. meeting to be held and given to the Secretary for distribution to the membership. Their term shall be for two years with elections held on odd numbered years.

**Section 2 – Vice-Presidents:**

The Vice-Presidents of C.A.S.P. shall be chosen by the designated voting member of active counties qualified to vote at the annual convention. Nominations from the floor shall be permitted.

**1. First Vice-President:**

The First Vice-President shall assume the duties of president in the absence of the

President. The First Vice-President shall serve as the By-Laws, Standards and Legislative chair, and work with the committees of C.A.S.P. charged with these activities. Their term shall be for two (2) years with elections held on even numbered years.

**2. Second Vice-President:**

The Second Vice-President shall preside over all meetings in the absence of the president and first Vice-President. The Second Vice-President shall serve as the education co-chair with the Treasurer of C.A.S.P. charged with scholarship and membership activities including the annual meeting. Their term shall be for two (2) years with elections held on even numbered years.

**Section 3 – Secretary:**

The Secretary shall keep the minutes of the meetings of the Board of Directors, the annual convention and any special meetings requested by any member of the Board of Directors. The Secretary will be charged with the official C.A.S.P directory of all active counties and updating information when notified of a change in county UPS office information. The membership will be e-mailed the updated directory within 30 days of the annual meeting for each county to review and change at the annual convention. The Secretary will notify the membership with all notices that are duly given in accordance with the provisions of the By-Laws or as all duties incidental to the office of Secretary and such other duties as from time to time may be assigned by the president of the Board of Directors. Their term shall be for three (3) years.

**Section 4 - Treasurer:**

The Treasurer shall have the charge of the funds of the corporation and their disbursement, under the direction of the President and the Board of Directors, and shall have the authority to sign checks for C.A.S.P.; shall supervise an itemized account of all monies received and disbursed and shall make a report thereof to the Board of Directors and members at each meeting. In addition thereto, the Treasurer shall make a complete financial audited report to the membership at its annual meeting. The Treasurer shall also co-chair with the second vice president on the Scholarship and Education Committee.

There shall be an annual financial audit by two (2) objective members attending the annual meeting, to review all financial records of C.A.S.P. In the event that the financial accounts are maintained by the outgoing Treasurer after the annual financial audit, a supplemental audit shall be prepared. Their term shall be for three (3) years.

**Section 5- Parliamentarian:**

The President shall appoint a parliamentarian who shall interpret the By-Laws of C.A.S.P., and provide advice on matters of Parliamentary and procedures. The Parliamentarian may presently hold another office with C.A.S.P.

**ARTICLE V**

**COMMITTEES AND THEIR DUTIES**

The standing committees shall be selected at the annual meeting for the upcoming year. The President may appoint an active member if the member is unable to perform the committee's duties.

**Committees:**

1. Annual Meeting
2. By Laws and Standards
3. Legislative
4. Membership, Scholarship and Education

**Composition:**

Each committee shall be composed of a chairperson and such other members as may be selected by C.A.S.P. members at the annual convention and or appointed by the President if a vacancy occurs.

**Duties/Annual Meeting:**

The annual convention will be held on Monday and Tuesday. The annual convention will be held the same week as the Judges and District Attorneys have their annual conventions. The Board of Directors may, by majority vote, postpone the annual convention for one year if a disaster or emergency would cause undue hardship or harm to the majority of the members.

The Hosting County of the annual convention with direction from the Board of Directors shall be charged with making arrangements for the annual meeting as set forth in the these By-Laws. The hosting county will provide a place for the convention to be held with suggestions of hotels to provide to the membership with an agenda attached. A budget shall be prepared and presented to the Board of Directors for approval at least six (6) months prior of the annual convention meeting.

**By-Law and Standards Committee:**

This committee shall receive, review, and report to the Board of Directors and or all members, all proposed amendments and revisions to the By-Laws, and all proposed resolutions deemed proper for consideration by the membership and/or Board of Directors. This committee shall further review, update, and provide recommendations to the Board of Directors and members for the changes in the Standards for C.A.S.P. This committee shall be chaired by the First Vice-President.

**Legislation Committee:**

This committee shall receive, review, and report to the First Vice-President and Board of Directors all legislative information pertaining to community service or C.A.S.P. in general, also, this committee shall represent C.A.S.P. at legislative hearings and provide testimony, as required.

**Membership, Scholarship and Education:**

This committee shall be charged with the development of programs for membership growth and retention through C.A.S.P. In conclusion, this committee shall be charged with establishing parameters for: scholarships, promoting participation in the scholarship program, and approve or disapprove, all members who apply. This committee shall be chaired by the Treasurer.

**Special Committees:**

Special committees are Audit, Photographer and Statistician. Other committees may be created and appointed by the President and at the suggestion of the membership, and subject to the approval of the Board of Directors

**Reports:**

Each committee shall report at the annual meeting of the membership and provide an oral and or written report to the membership.

**Resignation:**

All officers, directors, and committee chairpersons are requested to notify the President or Acting President of C.A.S.P., in writing, as soon as possible of their intent to resign. Standard practice and as a matter of professional courtesy the resignation will be given with at least two (2) weeks’ notice before the date of resignation.

**ARTICLE VI**

**CONVENTIONS AND MEETINGS**

**Section 1- Annual Convention.**

C.A.S.P. shall hold a regular meeting each year of the members of C.A.S.P. to be known as the annual convention. The time and place therefore shall be fixed by the preceding annual convention or, if such action has not been taken, by the Board of Directors. C.A.S.P. will budget up to $4,000.00 for the Annual Convention. Any additional expenses must be approved by the Board of Directors. In order for the hosting county to receive reimbursement, all receipts, with breakdown of all expenses must be submitted to the Treasurer within sixty (60) days from the close of the convention. The Board of Directors may, by majority vote, postpone the annual convention for one year if a disaster or emergency would cause undue hardship or harm to the majority of the members.

**Section 2- Meetings.**

In additions to the annual convention, C.A.S.P. shall hold Bi-Annual meetings each year, spaced approximately six (6) months apart. The time and place for such meetings shall be fixed by vote of the general membership at the annual convention. First and Second Vice-Presidents are given the authority to call area meetings according to their assigned area as needed. The Board of Directors may, by majority vote, postpone the bi-annual meetings for one year if a disaster or emergency would cause undue hardship or harm to the majority of the members. These meetings may be attended and hosted via virtual meetings (ex. WebEx, Microsoft Teams) should the need arise.

**Section 3- Special Meetings.**

Upon five (5) days written notice to all members, the Board of Directors may call a special meeting of C.A.S.P. to consider urgent business

**Section 4 -Proposal of Resolutions.**

Resolutions to be proposed at any convention or meeting may be submitted by the delegate of any member entity or by an official committee of C.A.S.P. Such resolutions must be transmitted in writing to the secretary at least (30) days prior to the date of the opening business session of any convention or meeting.

**Section 5 -Review of Resolutions by Directors:**

Transmission to Members. The Secretary shall send, or cause to have sent, copies of proposed resolutions filed to the membership for review at least twenty (20) days prior to the opening business session of any convention or meeting.

**Section 6- Board Review and Recommendations.**

The Board of Directors shall review all resolutions presented and shall prepare a slate of resolutions, with or without recommendations, to be presented to the membership for its consideration at the convention or meeting next following the timely submission of any proposed resolution to the secretary in accord with the foregoing. Resolutions recommended for considerations by the Board of Directors and all resolutions presented in compliance with Section 4 above may be considered, amended, and adopted by a majority vote of the members represented and voting in the election.

**Section 7- Voting**.

Each active county shall be entitled to one (1) vote on any question at the annual convention or any other official meeting of C.A.S.P. It shall be the responsibility of each member entity (i.e. judicial district, county, agency, etc.) to appoint a voting delegate, and the names of such persons shall be filed with the secretary (or designated representative) at the beginning of the convention to the casting of any vote.

**ARTICLE VII**

**C.A.S.P. ACTIVITIES**

**Section 1 – Services and Activities.**

The Board of Directors shall have general authority, subject to such discretion as may be prescribed by the membership, to provide such services and engage in such activities as are within the authority conferred by the Articles of Incorporation of C.A.S.P.

**ARTICLE VIII**

**DISSOLUTION OF CORPORATION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IX**

**Amendment:** These by-laws may be amended at any time by the vote of membership by the majority of the members.

The undersigned certifies that these by-laws were duly adopted on {05/24/2023} amended most recently on {06/05/2023}, by the majority of the Board of Directors and its membership.

**President** – Amy Copley

**First Vice-President** – Cathy Trevena

**Second Vice-President –** Darren Gardner

**Treasurer** –

**Secretary** – Nicholas Pegg