National Internal Affairs Investigators Association, Incorporated

Constitution and Bylaws

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Mission Statement

The mission of the National Internal Affairs Investigators Association, Inc. (NIAIA) is to promote professionalism, education, innovation, and collaboration of its membership.

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Constitution

Article 1
Organization

This organization shall be known as the:

National Internal Affairs Investigators Association, Incorporated

NIAIA, Inc.

Article 2
Objective

The objective of the National Internal Affairs Investigators Association, Inc. shall be to:

I. Develop and establish professional performance standards and instill the importance of ethical behavior and integrity to those involved in administrative and/or internal affairs investigations;

II. Provide specialized training in the area of employment law and administrative investigations unique to public safety organizations;

III. Present a forum for the discussion of common problems and current court decisions in the field of personnel management;

IV. Gather and disseminate information regarding improved administrative and technical practices;

V. Assist public safety agencies in the establishment and development of internal affairs and administrative investigative units;

VI. Foster cooperation and the exchange of information and experience among administrative/internal affairs investigators; and,

VII. Enhance professional growth and development.

Article 3
Membership

I. Non discrimination

No person shall be denied membership because of race, sex, creed, color, religion, national origin, disability, or sexual orientation.

II. Categories of Membership and Eligibility

All memberships are subject to approval by the Executive Board. Membership in this Association shall consist of three (3) categories: Agency, Retiree, and Honorary.

A. Agency Membership

Agency Memberships shall consist of any municipal, county, state, or federal public safety agency or government entity, as well as private industry corporations or other supportive entities who have personnel responsible for or are involved in conducting, supporting, or providing training in the field of administrative investigations and disciplinary processes. Any agency employee actively involved with the above mentioned criteria/processes may have individual user accounts on the website as part of their Agency Membership. Annual dues and voting ability with restrictions apply.

B. Retiree Membership

Retiree Membership may be considered for any individual who has retired, in good standing, from an agency/entity described above, and whose duties/role met the criteria for Agency Membership. Annual dues and voting ability applies.

C. Honorary Membership

Honorary Membership may be granted to a person who has contributed substantially to the improvement and advancement of the Association and has separated in good standing from an agency and position meeting the above mentioned criteria for Agency Membership. Nominations for Honorary Membership will be reviewed and approved/denied by the Executive Board. Annual dues are waived for life and voting ability applies.

Article 4
Dues

I. Authority

The Association assesses dues upon its Agency and Retiree Membership categories. The Executive Board shall set the dues for each category of membership.

II. Period

Annual membership dues are valid for a calendar year, January 1 to December 31. The memberships for agencies/retirees who join between the conference date and the end of the year will not expire until the end of the following year. They are granted membership for the remaining days of the current year at no additional cost.

III. Changes in Dues

Any change in the cost of dues for the new calendar year will take effect at the end of the conference.

IV. Payment

Association members shall make payment of annual dues through the Association's website or through other coordination with the Treasurer.

Article 5
Elected/Appointed Officers

I. Elections will be conducted at the annual conference as needed for available positions on the Executive Board, except for Treasurer. Newly elected officers shall assume their roles at the conclusion of the conference.

II. The Executive Board shall appoint a Treasurer. Potential candidates will be vetted by the Executive Board. Upon selecting a candidate, the Executive Board will appoint the individual for a minimum of three (3) years.

III. The elected/appointed officers of the Association must be active members from one (1) of the three (3) membership categories as outlined in the Constitution, Article 3, Section II. All Executive Board members serve in a voluntary capacity.

IV. The term of office for any elected officer will be a minimum of two (2) years. The term of office for any elected officer may be extended upon approval of the Executive Board, as long as the officer's performance and conduct meets the expectations of the Executive Board.

V. Vacancies on the Executive Board will be announced on the website without delay, and at the beginning of the conference.

A. Members who are interested in running for a vacant, elected position will notify an Executive Board member as soon as reasonably possible, and no later than the end of session on the third day of the conference.

B. Members who are interested in an open Treasurer appointment will notify a member of the Executive Board without delay and will provide written proof of experience and knowledge upon request. Such position will be filled upon approval of the Executive Board.

VI. If a vacancy occurs in the Office of President during the term of office, the Vice President will assume the role of interim President until a special meeting of the Executive Board can be convened.

A. At the special meeting, the interim President has first option to fill the role of President. If the interim President chooses not to fill the role of President, that position becomes open to existing Executive Board members.

1. If only one Executive Board member expresses interest, the Executive Board will confirm the change to the new role.

2. If multiple Executive Board members express interest, the Executive Board will, after discussion, vote to appoint one of them to the role of President.

3. If no Executive Board members express interest, the interim President remains in that role until the election at the next annual conference.

4. Any other vacancies created by this process will be addressed as outlined below in Section VII.

VII. If a vacancy occurs in any other office, the Executive Board will convene to discuss the vacancy. Existing Executive Board members have the option to petition to assume the vacant position.

A. If only one Executive Board member expresses interest, the Executive Board will confirm the change to the new role.

B. If multiple Executive Board members express interest, the Executive Board will, after discussion, vote to appoint one of them to the role. Any remaining vacancies will be filled by election at the next annual conference.

VIII. A vacancy for purposes of this Article is when:

A. An elected officer notifies the Executive Board that he/she is unable to complete the term of office;

B. An elected officer dies;

C. An elected officer, by majority vote from the Executive Board, is determined to be incapable of completing the term of office because of:

1. medical reasons;

2. gross negligence or inefficiencies as an Executive Board member;

3. work-related suspension or termination due to performance or conduct;

4. conviction of a serious misdemeanor or any felony; or,

5. other just cause.

D. An Executive Board member is confirmed to a new role as outlined in the Constitution, Article 5, Sections VI-VII.

Article 6
Changes to the Constitution and/or Bylaws

I. Permissible Changes

The Constitution and Bylaws may be amended, repealed, or suspended.

II. Adoption of Changes

The Constitution and Bylaws may be changed only by a majority of voting members in attendance at the general business meeting. Only one (1) vote may be cast per Agency Membership.

Article 7
Organization Disbandment

In the event of dissolution of the Association, the Executive Board shall, after paying or making provision for the payments of the liabilities of the Association, give all monies to a non-profit, public-safety-related organization with like or similar purposes. Association money shall not be given to or used for the benefit of any individual.

Bylaws

Article 1
Duties of Elected Officers/Appointees

I. President

A. The President shall preside over all meetings of the Association. The President may call a special meeting and shall notify the membership and/or the Executive Board of the date, time, place, and purpose of the meeting.

B. The President shall be the chairperson of the Executive Board.

II. Vice President

A. In cases of death, resignation, removal, suspension, inability to serve or extended absence of the President, the Vice President shall serve as interim President until the Executive Board meets as outlined in the Constitution, Article 5, Section VI.

B. The Vice President shall perform additional duties as directed by the President.

III. Treasurer

A. The treasurer shall receive all funds due to the Association and keep accurate financial records. Additionally, the Treasurer shall provide, at the

annual conference/meeting or at any other time as directed by the President and/or Executive Board, detailed reports of all financial matters.

B. Upon taking office, the Treasurer shall conduct a review/inspection of all Association financial records within sixty (60) days of receiving the financial records from the former Treasurer. The results of said review/inspection will be reported to the Executive Board.

C. The Treasurer shall perform additional duties as directed by the President.

IV. Records Coordinator

A. The Records Coordinator shall keep a full, true, and complete record of the proceedings and decisions made during all meetings, conference calls, and/or email exchanges of the Association.

B. The Records Coordinator shall perform additional duties as directed by the President.

V. Communications Coordinator

A. The Communications Coordinator shall maintain the Association's website with accurate and timely information, make regular posts to Facebook, LinkedIn, and other social media websites as needed, and will be the liaison with the website developer as needed.

B. The Communications Coordinator shall perform additional duties as directed by the President.

VI. Administrative Coordinator

A. The Administrative Coordinator assists with membership/conference registrations and other financial transactions, as well as provides general customer service in response to inquiries about the Association.

B. The Administrative Coordinator shall perform additional duties as directed by the President.

VII. Recruiting Coordinator

A. The Recruiting Coordinator is responsible for coordinating recruitment efforts and overseeing the Regional Representatives.

B. The Recruiting Coordinator shall perform additional duties as directed by the President.

VIII. Sponsor Coordinator

A. The Sponsor Coordinator is responsible for recruiting sponsors and coordinating their participation at Association events.

B. The Sponsor Coordinator shall perform additional duties as directed by the President.

IX. Operations Coordinator

A. The Operations Coordinator assists the Communications Coordinator and Recruiting Coordinator with various duties, providing backup to those roles as needed.

B. The Operations Coordinator shall perform additional duties as directed by the President.

Article 2
Groups

I. Executive Board

A. The Executive Board shall be comprised of the President, Vice President, Treasurer, Records Coordinator, Communications Coordinator, Administrative Coordinator, Recruiting Coordinator, Sponsor Coordinator, and Operations Coordinator.

B. A majority of the Executive Board may create or dissolve an Executive Board position as needed. The Executive Board may temporarily appoint select Regional Representatives to the Executive Board as needed. At the next conference, that position would be up for election as outlined in the Constitution, Article 5, Section VII.

C. To be eligible to be an Executive Board member, the individual must be active or retired, in good standing, from a municipal, county, state, or federal public safety agency or government entity located within the North American continent.

D. The Executive Board shall meet as outlined in the Bylaws, Article 3, Sections II-III.

E. The Executive Board shall routinely review and revise the Association's Constitution and Bylaws.

F. The Executive Board will plan, coordinate, and approve all matters related to the annual conference, including conference site location, lodging alternatives, training agendas, guest speakers, and social events.

1. The location, venue, and date for the next year's conference shall be finalized prior to the current year's conference. The membership will be notified of the location at the current year's conference.

2. As additional details are finalized, appropriate notice shall be given to the membership via the website.

II. Regional Representatives

A. When feasible, the Regional Representatives group shall be comprised of members representing various geographical regions and disciplines. The Representatives shall serve a minimum of one (1) year, and shall notify an Executive Board member once they are no longer able to fulfill the duties of the position. Regional Representatives may also be removed for cause by a majority vote of the Executive Board.

B. Members of the Regional Representatives group shall represent the following geographical regions and disciplines:

1. Northeast: PA, NY, CT, VT, NH, RI, MA, and ME

2. Mid-Atlantic: NJ, DE, MD, VA, WV, NC, and SC

3. Southeast: FL, AL, MS, TN, KY, LA, GA, and AR

4. Midwest: OH, IL, IN, MI, MN, WI, IA, MO, NE, and KS

5. Northwest: ND, SD, MT, WY, ID, WA, OR, AK, and CO

6. Southwest: CA, NM, UT, NV, AZ, TX, OK, and HI

C. Members of the Regional Representatives group shall encourage membership within their regions and work with the Recruiting Coordinator and/or the Executive Board as needed.

Article 3
Meetings

I. General Business Meeting

A General Business Meeting shall be held during session at the annual conference. The meeting shall consist of operational updates from Executive Board members, and when needed, elections for vacant Executive Board positions.

II. Executive Board Meetings

A. The Executive Board shall meet as directed by the President during the annual conference.

B. The Executive Board shall have a Midyear meeting which will take place at the current year's conference site location.

1. The purpose of the Midyear meeting is to discuss the business of the Association and logistics of the upcoming conference.

C. The Executive Board shall have scheduled meetings via telephone conferencing, web conferencing, or in person, a minimum of three (3) other times throughout the year to discuss the business of the Association.

D. In conducting meetings of the Association, the President's decision shall be final unless otherwise provided for by this Constitution.

III. Special Meetings

A. Special meetings of the Association or of the Executive Board may be called at the option of the President, provided that all affected members are notified of the meeting and of the topic to be considered.

B. The subject matter of any special meeting and any action that may be taken as a result of any special meeting shall be limited to that previously announced in the meeting notice.

Article 4
Order of Business

The meetings of the Association shall be governed by the Constitution and Bylaws.

Article 5
Voting

I. General

A. All membership categories have the right to vote on issues regarding elections and changes to the Constitution and/or Bylaws. Only one (1) vote may be cast per member Agency.

B. If requested, voting members will be allowed to caucus for a period of time that will not exceed thirty (30) minutes before voting.

II. Exceptions

This section does not apply to Executive Board meetings.

Article 6
Process for Membership

I. Process

A. All categories of membership as outlined in the Association's Constitution, Article 3, shall register for membership via the Association's website or through other correspondence with the Treasurer.

B. Full payment of the current annual dues may be made via the website or other approved payment methods. Invoices may be requested online through the Association website or through correspondence with the Treasurer.

C. Memberships shall be reviewed and approved by the Executive Board or designee as needed.

Article 7
Finances

I. Accounts and Authorized Users

A. The Association shall maintain a checking account with a nationally recognized financial institution.

B. The President and Treasurer will be the authorized users on the account.

C. The President and Treasurer will maintain a credit/debit card for Association related business/financial transactions.

II. Expenditures

A. All expenditures must have prior approval from the Treasurer or the President. All expenditures paid by the Association will be signed by the Treasurer and/or the President and recorded in the Association's financial records.

B. Reimbursements for out-of-pocket expenses will be made with prior approval from the President or the Treasurer.

C. As outlined in Article 5 of the Constitution, all Executive Board members serve in a voluntary capacity. The purpose of this section is to outline that the Association may provide an annual stipend to an Executive Board member as a gesture of appreciation to recognize and honor the time, expertise, institutional knowledge, and service contributed by volunteer Executive Board members. The provision of such stipend shall not be construed as wages, salary, or compensation for services rendered, nor shall it create an employer-employee relationship between the Association and any Executive Board member.

This section shall be interpreted and applied in compliance with applicable federal, state, and local laws governing not-for profit and like associations, as applicable to the NIAIA.

1. Based on a majority vote by the Executive Board, the Association may provide an annual stipend to eligible Executive Board members in an amount determined by the Executive Board.

2. Eligibility for such stipend shall be limited to duly appointed or elected Executive Board members who are in good standing and who have fulfilled their responsibilities according to the Constitution, Bylaws, and any other policies and procedures of the Association during the applicable service period as agreed upon by the Executive Board.

3. The amount and method of distribution of the stipend shall be reviewed annually and approved by majority vote of the Executive Board, subject to the financial capacity of the Association. Financial capacity shall be determined by ensuring that total stipend disbursements do not exceed 13% of the total bank balance, and that the account balance remains at or above $200,000, after all conference-related payments and receipts have been processed. Stipend amounts are not determined for individual purposes, but are determined for the group collectively, based on a tiered structure.

   Payment of the stipend shall not be guaranteed, and the amount may be modified, suspended, or discontinued at any time by a majority vote of the Executive Board.

4. All Executive Board member decisions regarding stipends will be clearly documented in meeting records, notes, and electronic correspondence.

5. An Executive Board member may choose to opt out of receiving an annual stipend based on employment status, tax implications, and/or other reasons. When an Executive Board member opts out, that decision will be documented in meeting records or other form.

III. Audits and Inspections

A. The Treasurer shall forward, on a quarterly basis, a copy of the preceding three (3) month’s bank account statements to the Executive Board.

B. The Vice President shall meet with the President and Treasurer annually to complete an informal review/inspection of the Association's financial records.

C. The President or a majority of the Executive Board may call for an independent review/inspection at any time.

D. Financial records shall be open for inspection by an individual in any membership category in good standing with the Association. The Treasurer shall notify the Executive Board of the request without delay, and such inspection shall take place within thirty (30) days of the request.

Article 8
Termination of Elected Officers/Appointees

I. Any member who becomes aware of inappropriate actions by an Executive Board member has an obligation to report said conduct to the Executive Board forthwith.

II. A majority of the Executive Board may remove an Executive Board member for cause.

III. The Association will accept written resignation from any elected officer or appointee.

Article 9
Amendment Procedures: Constitution and Bylaws

I. Procedures for submitting proposals for changes

A. If a member proposes a change to the Constitution or Bylaws:

1. The proposal shall be submitted to the Executive Board;

2. The proposal shall contain the name, address, email address, and telephone number of the person offering the change(s); and,

3. The Executive Board shall review the proposal and consider its effects on the Association within sixty (60) days. The Executive Board will vote for or against such revision.

a. If the majority votes against the revision, the recommendation will not be presented to the membership for a vote.

b. If the majority votes for the revision, it shall be presented to the membership as outlined in Section II below, and voted on as outlined in Section III below and the Bylaws, Article 5, Section I.

B. The Executive Board shall review the Constitution and/or Bylaws, as noted in the Bylaws, Article 2, Section I, subsection E. If the Executive Board

votes to propose changes, it shall ensure the proposed changes are published as outlined below in Section II.

II. Publication

Following an Executive Board decision to proceed with a membership vote on any changes, the Website/Social Media Administrator shall post a draft of the proposed change(s) on the Association's website.

A. The posting shall be made at least sixty (60) days prior to the annual conference.

B. The posting shall include both a finalized version and a marked up version which clearly shows the current language alongside the proposed change(s).

C. The posting shall also include a general synopsis of the proposed changes.

III. Submission and Voting

A member of the Executive Board shall present the proposed changes to the membership for a vote during the general business meeting at the Association's annual conference as outlined in the Bylaws, Article 5, Section I.

IV. Effective Date

Unless otherwise provided by resolution of the Association, such amendments and/or changes shall become effective immediately following approval.

(Rev. 2/1/26)