

# International Association of Marine Investigators, Inc.



(Approved N. Charleston, SC 03/04/2020)

## An Oregon Nonprofit Corporation BY-LAWS

### **ARTICLE I: Name & Objectives**

#### **SECTION 1: *Name***

This organization shall be known as the "International Association of Marine Investigators (IAMI), Incorporated (Inc.);" and is hereafter referred to as the "Association" and/or IAMI. The name of the Association shall not be used publicly by any Member, other than by the use of the membership card for identification purposes, without the express written permission of the Board of Directors. This shall not restrict the officers, agents or appointees of the Association from using the Association name in performance of the duties of their office or assignments.

#### **SECTION 2: *Objectives***

The objectives and purpose of IAMI shall be to:

- a) Provide marine investigative training;
- b) Be organized exclusively for educational and training purposes;
- c) Develop and disseminate educational materials to conduct marine investigations;
- d) Provide a forum for the discussion of marine investigation and related investigative activities and other topics of interest;
- e) Promote the, prevention and suppression of the following without limitation:
  - 1-marine crime;
  - 2 -marine drug smuggling;
- f) Promote the application of the following (without limitation):

- 1- vessel accident prevention/investigations;
  - 2- environmental protection;
  - 3- information sharing; and
  - 4- awareness of boating safety issues;
- g) Encourage mutual cooperation between law enforcement agencies and marine organizations.
  - h) Focus on the needs of the marine community.
  - i) Unite for the mutual benefit of those persons who are eligible for membership as specified under Article II of these By-Laws;
  - j) Accumulate and disseminate information of interest to all members;
  - k) Eliminate all factors that interfere with the administration of justice;
  - l) Operate as a nonprofit organization;
  - m) Appropriate no funding for political lobbying;
  - n) Unite for mutual benefit those public officials and private persons engaged in the prevention and investigation of vessel theft and its kindred crimes:
  - o) Provide for the exchange of technical information and developments.
  - p) Cooperate with any other individual, agency or association to further vessel theft prevention and suppression;
  - q) Encourage high professional standards of conduct among members and other vessel theft investigators and to continually strive to eliminate all factors that interfere with the administration of justice.

## **ARTICLE II: Type of Organization**

### **SECTION 1: *Public Benefit to***

#### ***Members***

The International Association of Marine Investigators, Inc., IAMI, is a membership organization for Law Enforcement & Marine Professionals. IAMI supports educational and training programs to combat marine crime and promote officer safety, as well as boating safety programs.

IAMI is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

## **ARTICLE III: Membership**

### **SECTION 1: *Law Enforcement Membership***

Those representatives of municipal, county, state, federal, national or international law enforcement agencies who are full time salaried employees with peace officer powers or are engaged in intelligence

gathering, United States Coast Guard officials, special agents of the National Insurance Crime Bureau (NICB) and administrative officials of vessel registering or titling authorities may be eligible for Law Enforcement Membership, provided that their application is sponsored by a Member in good standing and reviewed and approved by Second Vice President for further review by the Membership Committee as outlined in the Association's Standard Operating Procedures. In the event that the new potential member does not have a Member to sponsor the application then the application, along with Proper Documentation, will be reviewed by the Second Vice President and forwarded to the Membership Committee for its review and consideration.

For purposes of this Section, Proper Documentation may include, but is not limited to, proof of employment, employment background, character references, and other information that the Second Vice President and/or Membership Committee deem reasonably appropriate to determine if the applicant is suitable for membership.

If all Proper Documentation is not received by IAMI Headquarters within 30 days of either the Second Vice President or the Membership Committee's request for it, the applicant may be denied.

Annual dues for Law Enforcement Members shall be determined by the **Board of Directors**.

## **SECTION 2:      *Non-Law Enforcement Membership***

Those persons not covered under Section 1 (Law Enforcement Membership), including reserve, auxiliary or retired law enforcement officers and maritime professionals, may be eligible for Non-Law Enforcement Membership provided that their application is sponsored by a Member in good standing and reviewed and approved by the Second Vice President for further review by the Membership Committee as outlined in the Association's Standard Operating Procedures. In the event that the new potential member does not have a Member to sponsor the application then the application, along with Proper Documentation, will be reviewed by the Second Vice President and forwarded to the Membership Committee for its review and consideration.

For purposes of this Section, Proper Documentation may include, but is not limited to: proof of employment, employment background, character references, accreditations, and other information that the Second Vice President and/or Membership Committee deem reasonably appropriate to determine if the applicant is suitable for membership.

If all Proper Documentation is not received by IAMI Headquarters within 30 days of either the Second Vice President or the Membership Committee's request for it, the application may be denied.

Annual dues for Non-Law Enforcement Members, except retirees, shall be determined by the Board of Directors. Annual dues for those members permanently retired from law enforcement and/or private industry shall be determined by the Board of Directors. Non-Law Enforcement Members shall have the same membership privileges of a Law Enforcement Member, including voting, and may serve as an officer in IAMI as provided by these By-Laws.

### **SECTION 3:     *Honorary Life Membership***

By a majority vote of the Membership present at an annual business meeting, the Association may confer an Honorary Life Membership upon any person qualified for membership who has rendered distinctive service to the Association or its purposes. Nominations must be made in writing to the Board of Directors at least sixty (60) days prior to the annual business meeting and specify the reasons for the nomination.

All past presidents of the Association shall become Honorary Life Members at the conclusion of their term of office. Honorary Life Members are considered Members in good standing and are exempt from payment of annual dues.

### **SECTION 4.1:    *Termination***

Membership in the Association shall terminate:

- a. By voluntary withdrawal, or
- b. When any member is in arrears with dues (**past 90 days**) or other obligations to the Association, or
- c. When it has been determined by the Board of Directors, by a two-thirds majority vote that the Member is or has been a member of any subversive organization, or
- d. By a two-thirds majority vote of the Board of Directors which, in its discretion, determines that such Member:
  - 1) Has conducted him or herself in such a manner as to be prejudicial to or inconsistent with IAMI's objectives, Code of Ethics, and/or Professional Conduct or has exhibited traits of character or conduct inconsistent with the qualifications for membership in the Association.

### **SECTION 4.2:    *Suspension***

Membership in the Association may be suspended when the Board becomes aware of allegations such that if proven true, against a Member would result in their termination as set forth in Section 7.1. The suspension shall be made by the Board of Directors by two-thirds (2/3) majority vote. The member shall be notified of their suspension. Once the allegations are resolved the suspension shall either be converted to membership termination or reinstatement depending on the outcome of the allegation.

Nothing in this Section shall require a membership suspension prior to termination.

### **SECTION 4.3:    *Appeals***

In the event a Member disputes the Board votes, the "appellant" may seek the services of a single arbitrator, the choice of whom will be mutually agreed upon between the parties involved. The appellant shall notify IAMI Headquarters in writing of their choice to move forward with arbitration at least fourteen days in advance of any proposed hearing dates. The location of the arbitration proceedings will be in the State of Oregon or another location within the United States of America and its Territories, mutually agreeable to the parties. Any fees associated with the cost of arbitration shall be incurred by the appellant, regardless of the arbitration findings. The arbitrator's judgment may be entered in and enforced by any court of jurisdiction.

## **SECTION 5:      *Application for Membership***

All applications for membership shall be submitted to the IAMI Headquarters office manager. Eligibility for membership does not guarantee an applicant acceptance. Membership (both new and continued) is a privilege and may be denied in the discretion of the Second Vice President or the Membership Committee. Additional provisions regarding membership may be set forth in the Standard Operating Procedures, which are incorporated by reference herein.

## **SECTION 6:      *Dues***

Dues are payable upon application and on August 1 of each year for renewals. Members who have paid their dues are considered "current" Members in good standing. Members who are delinquent in their dues are placed on "inactive" status for up to 3 months. When any Member is in arrears with dues or other financial obligations to the Association for more than 3 months, the membership shall be deemed to be terminated by voluntary withdrawal. Any Member who has attained the Certified Marine Investigator status also forfeits their Certified Marine Investigator status when the Member is delinquent in his or her dues.

## **ARTICLE IV:    *Officers, Terms and Elections***

### **SECTION 1:      *The Board of Directors (Officers)***

The Board of Directors of the Association (hereinafter the "Board") shall consist of a President, First Vice President, Second Vice President, Secretary/Treasurer, no more than nine (9) Directors and the most immediate Past President. Law Enforcement Members shall serve as at least two of the following officers: President, First Vice President and Second Vice President. The Secretary/Treasurer may be either a Law Enforcement or Non-Law Enforcement Member. The remaining Directors shall consist of five (5) Law Enforcement and four (4) Non-Law Enforcement Members.

In the event there are not sufficient applications to fill all the nine Director positions the nominating committee must be consistent in maintaining the law enforcement to non-law enforcement ratio (one more law enforcement than non-law enforcement) when nominating candidates to the Board.

Nominations from the floor must also retain the same ratio.

### **SECTION 2:      *Executive Committee***

The Executive Committee shall consist of the current President, First Vice President, Second Vice President and Secretary / Treasurer. In the absence of, unavailability of or if a conflict of interest exists with a sitting member of the Executive Committee, the current President may appoint a current member of the Board or a Past President to serve on the Executive Committee for a specified period of time so as to execute certain time sensitive issues, terminations or suspensions. The Executive Committee shall have the authority to communicate and act on behalf of the Association. The Executive Committee cannot modify any action taken by the Board. The Executive Committee is responsible for developing an operating budget for the Association to be reviewed and approved by the Board of Directors.

### **SECTION 3:      *Terms of Office***

The Board shall be elected by the Membership at the annual business meeting and shall hold office until the next annual business meeting or, if by appointment, until the next scheduled election. Nothing in this chapter shall require any officer to be elected to the next higher position or prohibit any officer from being re-elected for more than one term. Members of the Executive Committee must have served as a Board member and be a Member in good standing. Nominees for Directors must be Members in good standing and have attended at least one previous Annual Training Seminar of the Association.

### **SECTION 4.1:    *Elections***

Election of officers shall be held at the annual business meeting. The Nominating Committee shall present a slate of officers to the Membership for consideration. Nominations may also be made from the floor.

Only Members in good standing may be nominated and elected. In the event there are not sufficient applications to fill all of the nine Director positions the nominating committee must be consistent in maintaining the law enforcement to non-law enforcement ratio (one more law enforcement than non-law enforcement) when nominating candidates to the Board. Nominations from the floor must also retain the same ratio.

### **SECTION 4.2: *Nominating Committee***

The Nominating Committee shall be comprised of the immediate Past President (Chair) or the most recent Past President in attendance if the immediate Past President is not available, and two other members at large who are not members of the current Board. The Chair shall nominate the two members at large. All nominating committee members must be present at the Annual Training Seminar. The Nominating Committee should or shall be introduced at the opening of the Annual Training Seminar.

### **SECTION 5:      *Vacancies***

In the event a vacancy occurs on the Board between elections, that vacancy may be filled by appointment by the current President with concurrence of a two-thirds (2/3) majority vote of the Board.

### **SECTION 6:      *Membership Status Change***

A Board member's membership status on the Board (Law Enforcement or Non-Law Enforcement) remains the same while in continuing service on the Board, if applicable, regardless of individual career changes.

## **ARTICLE V:      *Duties of Elected Officers***

### **SECTION 1:      *President***

The President is the presiding officer of the Association. As such, the President is responsible for the

direction and coordination of the Board and Executive Committee and shall preside at the annual business meeting. The President shall also be an ex-officio member of all committees, excluding the Nominating Committee. Within thirty (30) days following an election, the President shall make all committee assignments as established in the Standard Operating Procedures. The President may appoint Members in good standing to chair ad hoc committees as deemed necessary for the proper operation of the Association. The President may require reports from each committee at the annual business meeting. In the President's absence or in the event the President is unwilling or unable to perform the required duties, the First Vice President shall assume the authority and responsibilities of the President of the Association as outlined in this section.

## **SECTION 2:     *First Vice President***

The First Vice President is responsible for the development and coordination of the Annual Training Seminar and is the Program Chairman; appoints the seminar On-Site Coordinator; maintains the Association's Standard Operating Procedures, and provides all new Board members with an up to date copy of those Procedures. In the President's absence or in the event the President is unwilling or unable to perform the required duties; the First Vice President shall assume the authority and responsibilities of the President of the Association as outlined in Article V, Section 1.

## **SECTION 3:     *Second Vice President***

The Second Vice President is the Membership Chairman and is responsible for the appointment and coordination of Regional Representatives to promote the activities of the Association and increase membership. In the President's and First Vice President's absence or in the event both the President and First Vice President are unwilling or unable to perform the required duties, the Second Vice President shall assume the authority and responsibilities of the President of the Association as outlined in Article V, Section 1.

## **SECTION 4:     *Secretary/Treasurer***

The Secretary - Treasurer is responsible for making all deposits and disbursement of funds as authorized by the budget, or the President, or the Executive Committee; causes the minutes of each meeting to be recorded; and is the custodian of all records of the Association.

## **SECTION 5:     *Directors***

The Directors shall chair standing committees outlined in the Standard Operating Procedures as appointed by the President and are responsible for any other duties as assigned by the President. The Directors of the Association shall have the authority to carry out and participate in the business of the Board.

## **SECTION 6:     *Removal from office***

An elected officer of the Association may be removed from office only by unanimous vote of all Board members, excluding the vote of the officer in question.

## **ARTICLE VI: Meetings**

### **SECTION 1: *Annual Training Seminar***

An annual training seminar for the Membership shall be held in January, February, March or April of each year and be no less than three days and no more than five days in duration. In the event another month is considered, approval by a two-thirds (2/3) majority vote of the Board is required. The annual training seminar shall be held in a location as determined by the Site Selection Committee and approved by a majority vote of the Board. The Board will announce the Site Selection Committee's choice of location at the next annual business meeting. Nothing within this section will prohibit the Site Selection Committee from planning seminars more than a year in advance of the Board from entering into such agreements.

### **SECTION 2: *Committee Meetings***

The Board and all standing committees may meet the day preceding the Annual Training Seminar. After the election held at the annual business meeting, the newly elected President may call for a meeting of the new Board on the morning following the conclusion of the Annual Training Seminar.

### **SECTION 3: *Annual Business Meeting***

The annual business meeting shall be held on the last day of the Annual Training Seminar.

### **SECTION 4: *Mid-Year Meeting of Board of Directors***

The President may elect to call for a meeting of the Board approximately six months prior to the next Annual Training Seminar. The President may also elect to hold meetings by telephone conference call or via other electronic media.

## **ARTICLE VII: Administration**

### **SECTION 1: *Governing Procedures***

The presiding officer shall be governed by the rules laid down in the most recent edition of "Robert's Rules of Order".

### **SECTION 2: *Voting***

Only Individual Members in good standing may vote on any issue before the Association. No proxies or absentee votes are permitted.

### **SECTION 3: *Amendments***

The/These By-Laws may be amended by a two-thirds (2/3) majority vote of the Association's



Membership present at the annual business meeting. Proposed changes to the/these By-Laws shall be submitted to the current membership in written form and posted no later than sixty (60) days prior to the date of the annual business meeting at which those changes are to be put to a vote. This needs further clarification by council.

**SECTION 4:     *Dissolution***

In the event of the dissolution of the Association, whether voluntary or involuntary, no Member shall be entitled to any distribution or division of the remaining assets of the Association. Instead, after payment of all debts and obligations, unless ordered otherwise by a court of competent jurisdiction (or in lieu of seeking such an order), the remaining assets shall be donated to a tax exempt 501(c)(3) tax-exempt organization named by a majority of the Members attending the dissolution meeting.

**SECTION 5:     *Fiscal Year***

The fiscal year of the Association is hereby fixed to begin on January 1st of each calendar year and to end on December 31<sup>st</sup> of that same year.

**SECTION 6:     *Prohibited Activities***

The Association is prohibited from engaging in any activities that would jeopardize its status as a 501(c) (3) tax-exempt organization.

**Signed 4<sup>th</sup> day of March 2020**



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**D.T. "Rusty" Russell, President**



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**Patrick M. Rowland, Secretary**