



BY-LAWS

Adopted May 17, 2023

The following By-Laws are hereby adopted by and on behalf of the Colorado Coroners Association. These By-Laws, as amended from time to time, shall constitute the basic fundamental document by which the organization herein named shall be governed.

**COLORADO CORONERS
ASSOCIATION**

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BYLAWS**

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ARTICLE I: PREAMBLE

- 1) Name: The name of this organization shall be the Colorado Coroners Association herein also referred to as the CCA. The CCA is incorporated as a nonprofit organization in the State of Colorado.
- 2) Logo: The organization shall have a trademarked logo which shall identify the CCA.
- 3) All Directors and committee members shall hold a valid certification awarded by the CCA and be in good standing or shall have the necessary qualifications to fulfill specific committee requirements as deemed by the President.
- 4) Dissolution: Should the Corporation be dissolved, the Board of Directors shall dispose of any assets remaining after all existing liabilities have been paid. Such assets shall be distributed in accordance with the Articles of Incorporation.

ARTICLE II: PURPOSES

The purposes of Colorado Coroners Association shall include, but not be limited to:

- A. Promote training, education and networking opportunities for coroners and medicolegal death investigators
- B. Advocate for excellence in the field, the highest standards of ethical conduct, professional development and establish best practices for coroners and medicolegal death investigations.
- C. Advocate for and against State legislation effecting the membership of the Colorado Coroners Association.

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ARTICLE III: ANNUAL DUES

Annual dues are assessed per county based on county class and/or category and shall be fixed by the Board of Directors. Payment thereof shall confer membership in the Colorado Coroners Association to all employees of that coroner's office.

ARTICLE IV: MEMBERSHIP

Section A – Eligibility

Any person above the age of eighteen (18) years who is employed by or affiliated with a coroner's office, who is willing to subscribe to the purposes of the Colorado Coroners Association, shall be eligible to become a member of the CCA.

Section B – Voting Rights

Each membership County shall be entitled to one (1) vote on matters which may come before the membership. For the election of the Board of Directors, each county in attendance shall have one vote.

Section C – Membership Year

The membership year of the Colorado Coroners Association shall commence on the first day of June.

Section D – Associate Members

Associate member dues will be established by the Board of Directors.

Section A - Eligibility

1. Members of Colorado Law Enforcement Agencies or District Attorney Offices.
2. Individuals with special skills, expertise, or interests that can further our knowledge or assist in death investigations.

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3. Out-of-state residents whose credentials would allow full membership if living in Colorado.
4. Special circumstances as approved by the Board of Directors of the Association.

Section B - Privileges

1. Associate members may attend the annual conference of the Association under the member fee schedule.
2. Associate members may not vote or hold office in the Association.
3. Associate members may attend any general membership meeting of the Association.

Section C – Honorary Members

The Board of Directors may elect to the Colorado Coroners Association such honorary members as it may, from time to time by majority vote of the Board, deem appropriate. Such honorary members shall not be entitled to a vote as members, but shall be entitled to attend any and all meetings of the general membership.

ARTICLE V: BOARD OF DIRECTORS

- 1) The affairs of the corporation shall be managed by the Board of Directors.
- 2) The Board of Directors shall be elected by a majority vote of the current CCA membership.
- 3) The Board of Directors may keep the books of the corporation at the Corporate Office or at such other place as they may from time to time determine and as may be permitted by law.
- 4) The Board of Directors will consist of up to twelve (12) Directors which will consist of a minimum of seven (7) Colorado Coroners, up to four (4) Chief Deputy or Deputy Coroners, and one (1) Board Certified Forensic Pathologist. The Board of Directors shall determine the policies of the Colorado Coroners

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Association. Board members shall be elected at the annual meeting of the Colorado Coroners Association, from the active membership of Colorado Coroners Association, by a majority vote of Colorado Coroners Association member counties present (see Article IV, Section B). Before taking office, each Board member shall commit to attendance at meetings and active participation in the Board of Directors and Colorado Coroners Association. The terms of Board members shall commence forthwith upon their election.

Board members shall serve a term of two (2) years and until their successors are duly elected and accept such election or until such Board member's death, resignation, or removal from office as herein provided. Six (6) Board members shall be elected each year, it being the intent of these By-Laws that there shall be, to some extent, a continuity or holdover each year of some members of the Board who shall have previously served in that capacity.

- 5) The Board of Directors may remove any Board member at any time by a 2/3 vote of the Board of Directors. A Board member may resign at any time by delivering written notice to the Board of Directors. A resignation is effective when the notice is delivered unless the notice specifies a future effective date.
- 6) Compensation of the Board of Directors: Board members or Officers, as such, shall not receive any stated salary or compensation. However, an Officer, Director or Committee member may be reimbursed for reasonable expenses incurred in the performance of duties, provided the amount of such reimbursement is specific and approved in advance by the Board of Directors. Board of Directors may approve all expenses they deem necessary.
- 7) Any vacancy existing or which may occur upon the Board of Directors by reason of death, resignation, removal or not having been filled at the prior election, may be filled by the affirmative vote of a majority of the remaining Board members. A person thus elected a Board member shall fill the unexpired term of his or her predecessor in office or, if to fill an authorized but unfilled vacancy, shall serve until the next meeting of the membership at which members of the Board of Directors are elected. Vacancies on the Board of Directors may also be filled through election during the General Membership Meeting.

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- 8) Any Board member who misses two (2) consecutive meetings of the Board, without being excused by the President of the Board, shall be deemed to have resigned. Any Board member who is chronically absent from meetings and/or negligent of duty may be removed with a 2/3 vote of the Board members present at any meeting in which such a motion is presented. Such removal will be announced by the President at the next meeting of the Board. The President shall address a letter to the affected Board member notifying him or her of their removal.

ARTICLE VI: OFFICERS

Election and Designation

The officers of the Colorado Coroners Association shall be elected by a majority vote of the Board of Directors from among members of the board; such election shall take place after the annual meeting. All persons wishing to run for a seat on the Board of Directors must declare their intent in writing. This written notice must be received by the Association Secretary 10 days prior to the annual June Conference each year. The term of officer/s shall commence forthwith upon their election. Such officers shall serve in their elected capacities for a term of two (2) years or until their successors are duly elected and accept such election (which acceptance shall be presumed unless they advise the Board to the contrary), or until such elected officers resign or are removed from office as herein provided.

- 1) Following Election or appointment to the Board of Directors, every Director will be presented with the current By Laws.
- 2) The executive officers of the Colorado Coroners Association shall consist of a President (who shall also serve as Chairperson of the Board of Directors), a Vice President, a Secretary and a Treasurer.
- 3) Executive Officers shall be a coroner of a Colorado county or recognized jurisdiction.
- 4) The Board of Directors may remove any officer at any time by a two-thirds (2/3) vote of the Board of Directors. An officer may resign at any time by

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delivering written notice to the Board of Directors. A resignation is effective when the notice is delivered unless the notice specifies a future effective date.

- 5) If an executive officer position becomes vacant for any reason, the vacancy shall be filled by a majority vote of the Board of Directors. The successor(s) shall hold office for the un-expired term in respect of which such vacancy occurred or until the next election of Board of Director members.

Section 1: PRESIDENT

- 1) The President shall be a coroner of a Colorado county or recognized jurisdiction serve as the chief officer of the Colorado Coroners Association and preside at all the meetings of the Board and of the membership. They shall further perform such other actions as are usually incident to the office of President of a nonprofit corporation and other actions as may be required by the Board of Directors. The President may also perform the duties of any other officer of the Board of Directors except that of the Secretary. The President shall perform such duties as the Board of Directors may prescribe and shall see that all orders and resolutions of the Board of Directors are carried into effect. The president shall appoint all committees, temporary or permanent. The President may be one of the officers empowered to sign checks and drafts of the Association.
- 2) The President shall execute bonds, mortgages and other contracts except where permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation.

Section 2: VICE PRESIDENT

- 1) The Vice President shall be a coroner of a Colorado county or recognized jurisdiction. The Vice President of the Colorado Coroners Association performs all of the duties of the President in the absence or unavailability of the President. The Vice President may also be assigned by the President to oversee the operation and function of various committees which may be created to carry out the duties, function, and purposes of the Colorado Coroners Association when performing the functions of President. The Vice

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President may also be one of the officers empowered to sign checks and drafts of the corporation.

Section 3: SECRETARY

- 1) The Secretary shall be a coroner of a Colorado county or recognized jurisdiction. The Secretary shall attend all meetings of the Membership and of the Board of Directors and shall keep or cause a record to be kept, provided for the purpose of a true and complete record of the proceedings of such meetings. The Secretary shall attend to the giving and serving of all notices of the Colorado Coroners Association and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe. The Secretary shall compile and keep up to date a complete list of the membership and their last known addresses as shown on the records of the Colorado Coroners Association. Such list shall be open to inspection by members, and other persons lawfully entitled to inspect the same, at reasonable times during regular business hours. Such lists and other records maintained by the Secretary shall be turned over to their successor in office within 30 days of the date the successor takes office. They shall, in the absence or disability of the Vice President, perform the duties and exercise the powers of that office.

Section 4: TREASURER

- 1) The Treasurer shall be a coroner of a Colorado county or recognized jurisdiction. The Treasurer shall have the custody of the corporate funds and securities, shall keep or cause to be kept full and accurate accounts of receipts and disbursements in books belonging to the corporation, shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors and shall perform such other duties as the Board of Directors may prescribe.
- 2) The Treasurer shall be the legal custodian of all monies, notes, securities, and other valuables which may from time to time come into the possession of the Colorado Coroners Association. They shall immediately deposit or cause to be deposited all funds of the Colorado Coroners Association

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coming into their hands in a reliable Federally backed financial institution approved by the Board of Directors, and shall keep such account in the name of the Colorado Coroners Association. They shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of the Colorado Coroners Association and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe. Such statements and other records maintained by the Treasurer shall be turned over to their successor in office within 30 days of the date the successor takes office.

ARTICLE VII: EXECUTIVE COMMITTEE

- 1) The Board of Directors shall have an Executive Board empowered to act for and on behalf of the Board of Directors on matters which require urgent action between meetings of the Board of Directors and to accomplish other specifically designated tasks. All actions taken by the Executive Board shall be reported to the Board of Directors as soon as practicable. These actions shall be recorded in the minutes of the Board of Directors of the next annual meeting.
- 2) The Executive Board shall consist of the four Officers of the Board of Directors. All members of the Executive Board shall be elected by the Board of Directors by majority vote and serve for two years.
- 3) The President shall serve as the Chair of the Executive Board.
- 4) The Administrative Assistant shall attend all meetings of the Executive Board as a non-voting member, as required by the Executive Board.

ARTICLE VIII: STANDING COMMITTEES

The Colorado Coroners Association shall have standing committees whose members are appointed annually by the President as listed below:

- a) EDUCATION COMMITTEE: The Education Committee is a standing committee of the Colorado Coroners Association which shall develop,

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- implement, and present educational programs for coroners and death investigators to promote the knowledge and skills necessary to properly conduct medicolegal death investigations.
- b) **LEGISLATIVE COMMITTEE:** The Legislative Committee is a standing committee of the Colorado Coroners Association whose role is to focus on governmental affairs and legislation on behalf of Colorado coroners. The Legislative Committee considers, formulates, and monitors government policy initiatives and legislative strategies that may affect coroners statewide. The Legislative Committee also directs lobbyists, working on behalf of the Colorado Coroners Association, to advocate for or against legislation and may testify before legislative committees when necessary.
 - c) **MARKETING AND PROMOTIONS COMMITTEE:** The Marketing & Promotions Committee is a standing committee of the Colorado Coroners Association whose role is to enhance the brand of the Colorado Coroners Association and act as a sounding board for marketing strategies and ideas, market and sell Colorado Coroners Association related merchandise, and respond to feedback on marketing activities as requested by the membership of Colorado Coroners Association.
 - d) **CORONER ASSIST TEAM COMMITTEE:** This Coroner Assist Team Committee shall assist a coroner's office when response and recovery needs exceed that office's capabilities. Every county will have a different threshold for the utilization of the Coroner Assist Team. The local County coroner will remain in charge of the direction of all personnel and resources. This team is available to any Colorado county coroner's office who is a current paid member of the Colorado Coroners Association. Some reimbursement fees may apply.
 - e) **CERTIFICATION COMMITTEE:** This Certification committee will ensure that training courses are reviewed, approved or denied in accordance with the approved Colorado Coroners Association continuing education policy for Certified Death Investigators.

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- f) **IKE MILLER AND SCHOLARSHIP COMMITTEE:** The Ike Miller and Scholarship Committee shall be responsible for accepting, reviewing, and approving Ike Miller and other applicable scholarships.
- g) **PUBLIC RELATIONS COMMITTEE:** This Public Relations Committee shall be chaired by the President of the Colorado Coroners Association for communication between the Colorado Coroners Association and the public or media.
- h) **WEBSITE COMMITTEE:** The Website Committee shall be responsible for maintaining and keeping the website updated and relevant for the Colorado Coroners Association.
- i) **PEER REVIEW COMMITTEE:** The Peer Review Committee shall develop the expeditious, fair, discreet, and impartial handling of all complaints or matters brought before the Colorado Coroners Association Board.

OTHER COMMITTEES: The President and/or Board of Directors may appoint such ad hoc committees, from time to time, as may be necessary, each of which shall consist of at least one member of the Board of Directors.

- 1) The Chairperson of a Colorado Coroners Association committee must be a sitting member of the Board of Directors.
- 2) At all meeting of committees, a majority of the members of the committee shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the members of the committee present at any meeting at which there is a quorum shall be the act of the committee, unless the action is one upon which, by express provision of the Colorado State Statutes, the Articles of Incorporation, these Bylaws, or a resolution of the Board of Directors a different vote is required, in which case such express provision shall govern and control. Provisions in these Bylaws pertaining to meetings of the Board of Directors shall also apply to a committee or committees of the Board of Directors.

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ARTICLE IX: MEETINGS OF THE BOARD OF DIRECTORS

- 1) The Annual Meeting of the members of the Colorado Coroners Association shall be held during the month of June or July each year; the exact date to be fixed by the Board of Directors. Notice of the date of said meeting shall be provided to the members not later than three (3) weeks prior to such meeting. Special meetings of the members may be called by a majority vote of the Board of Directors or by a written petition of fifteen (15) members of the Colorado Coroners Association, addressed and delivered to the President (or in the event of his or her absence, the Vice President), who shall thereupon give notice of meeting to be held within four (4) weeks of the receipt of such petition.
- 2) Special meetings of the Board of Directors may be called by any officer or by a majority of the Directors with not less than five (5) working days' notice to each Director in writing.
- 3) A Director's attendance at or participation in a meeting waives any required notice of the meeting unless the Board of Director member, upon arriving at the meeting prior to a vote on a matter not noticed in conformity with the law, the Articles of Incorporation or Bylaws, objects to lack of notice and does not vote for or assent to the objected action. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in any notice or waiver of notice of such meeting.
- 4) At all meetings of the Board of Directors, two-thirds of all Board of Director members shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Board of Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors unless the action is one upon which by express provision of the Colorado State Statutes, the Articles of Incorporation, or these Bylaws, a different vote is required, in which case such express provision shall govern and control. If a quorum shall not be present at any meeting of the Board of Directors, the Directors present thereat may adjourn the meeting, from time to time, without notice other than announcement at the meeting, until a quorum shall be present.
- 5) With written and signed consent, proxy voting is permitted.

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- 6) Directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar communications equipment whereby all Directors participation in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.
- 7) Electronic voting shall be permitted when the Board of Directors is not able to meet in the same physical location.
- 8) American Institute of Parliamentarians, Standard Code of Parliamentary Procedure, shall determine parliamentary practice in all cases when such usage shall not be in conflict with these bylaws or the laws of the state of incorporation.

ARTICLE X: MANAGEMENT OF CORPORATION

ADMINISTRATIVE ASSISTANT

The Administrative Assistant shall report to the Board of Directors and shall attend Board of Directors meetings but shall not be a non-voting member thereof.

- 1) The Administrative Assistant, as directed by the Secretary, shall keep a record of all meetings of the Board of Directors and shall record all votes and the minutes of all proceedings in a book and or electronic files to be kept for that purpose. They shall give notice of all special meetings of the Board of Directors, and shall have responsibility for authenticating all records of the corporation.
- 2) The Administrative Assistant, as directed by the Treasurer, shall have access to corporate funds as necessary, shall keep full and accurate account of receipts and disbursements in books belonging to the corporation, and shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors. They shall disburse the funds of the corporation as directed by the Treasurer or as may be ordered by the Board of Directors, with proper documentation and receipts for such disbursements, and shall render to

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the President and Board of Directors at regular meetings of the Board of Directors, or whenever they may require it, an account of all transactions and of the financial condition of the corporation.

- 3) If the Administrative Assistant is unable to serve, the officers will assume the duties of that position. If the absence is permanent, the Colorado Coroners Association Board of Directors will select a new Administrative Assistant. The Board of Directors shall negotiate and establish the salaries to be paid to personnel.
- 4) The Administrative Assistant shall attend all meetings of the Executive Board as a non-voting member, as required by the Executive Board.

ARTICLE XI: CODE OF ETHICS AND CONDUCT

- 1) As a means to promote the highest quality of professional and personal conduct of its members and applicants, the following constitutes the Code of Ethics and Conduct, which is endorsed by the organization and shall be adhered to by all members.
 - a) Every member shall refrain from exercising professional, personal or public conduct adverse to the Colorado Coroners Association.
 - b) Members shall refrain from providing any material misrepresentation of education, training, experience or fact and shall refrain from making statements which appear to represent the position of the Colorado Coroners Association without specific authority first obtained in writing from the Colorado Coroners Association. In the event that a member/applicant violates any of the aforementioned conditions, the Colorado Coroners Association may impose the appropriate sanction as defined in the Policy and Procedures Manual.
 - c) The members shall hold the Colorado Coroners Association, its officers, examiners, servants, and agents free from any claim, damage or liability by reason of action, that may take in respect to this application, including but not limited to, any sanction taken as defined in the Policy and Procedures Manual.
 - d) Failure to adhere to the Code of Ethics and Conduct may result in suspension or removal from membership of the Colorado Coroners Association.

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ARTICLE XII: NOTICES

- 1) Whenever, under the provisions of the Colorado State Statutes, the Articles of Incorporation, or these Bylaws, notice is required to be given to any Board of Directors member, such notice shall be in writing. Notice may be communicated in person, by any form of written communication.
- 2) Whenever any notice is required to be given, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, and filed with the minutes or corporate records, shall be deemed equivalent thereto.

ARTICLE XIII: FUNDS AND EXPENDITURES

- 1) CHECKS: All checks or demands for money and notes of the corporation may be signed by the President, Treasurer, or Administrative Assistant.
- 2) FISCAL YEAR: The fiscal year of the corporation shall begin the first day of January in each year.
- 3) INDEMNIFICATION: The Colorado Coroners Association may, by resolution of the Board of Directors, provide for indemnification for all of its Board of Directors members and Officers or former Board of Directors members and Officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they are made parties by reason of having been a Board of Directors member or Officer except in relation to matters as to which such Board of Directors member or Officer or former Board of Directors member or Officer shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

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ARTICLE XIV: ALTERATION, AMENDMENT OR REPEAL OF BYLAWS

- 1) These Bylaws shall become effective at the close of the meeting at which they are approved and the previous Bylaws heretofore adopted or passed by the Board of Directors are hereby repealed.
- 2) These Bylaws may be amended or repealed at any regular or special meeting of the Board of Directors by the affirmative vote of a two-thirds (2/3) majority of the Board of Directors, provided that copies of each proposed amendment shall have been sent to the Board of Directors at least thirty (30) days in advance of the meeting. Any Board of Directors member may propose amendments by submitting a proposal for consideration to the Board of Directors at least forty-five (45) days prior to the meeting.

ARTICLE XV: RECORDS

The corporation shall keep as permanent records minutes of all meetings of its Board of Directors, a record of all actions taken by the Board of Directors without a meeting, and a record of all actions taken by committees of the Board of Directors. The corporation shall maintain appropriate accounting records. A copy of the following records shall be kept at the corporation's principal office: the Articles of Incorporation and all amendments to them currently in effect, these Bylaws and all amendments to them currently in effect, a list of the names and business or home addresses of the current Board of Directors and Officers, the most recent annual report delivered to the Secretary of State, and appropriate financial statements of all income and expenses.

ARTICLE XVI: POLICIES AND PROCEDURES

- 1) The organization will adopt policies and procedures by which the officers, Board of Directors, and staff of the Colorado Coroners Association will

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conduct business and discharge their responsibilities. These will be recorded in the Policy and Procedure Manual of the organization.

- 2) The Policy and Procedure Manual will be revised by an appointed Policies and Procedures Committee as required and submitted to the Executive Committee for approval.

End of Document