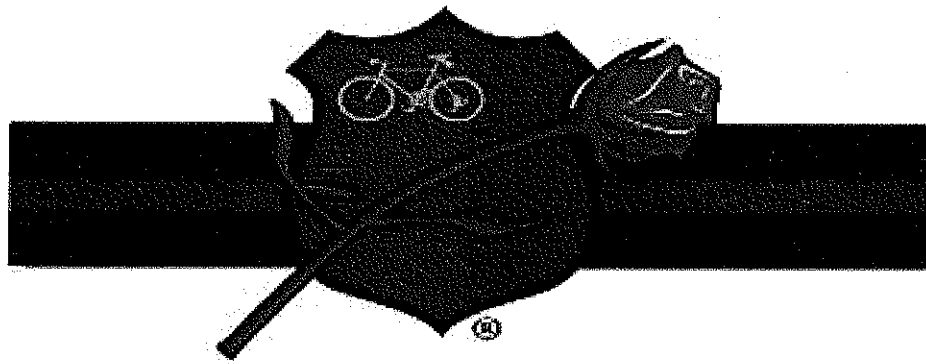


POLICE UNITY TOUR INC.



CHAPTER 13 Northern California

CONSTITUTION & BYLAWS (adopted 8/21/07)

Note

ARTICLE 1 **NAME, LOGO, SLOGAN AND CORPORATE STRUCTURE**

SECTION 1: NAME

The organization shall be known as the Police Unity Tour Northern California Chapter 13, Inc..

SECTION 2: LOGOS

The official seals/logos and slogan of the Police Unity Tour shall be as follows:

- a. A blue shield, within the shield shall be gold letters "NJ – DC" (which represents the first ever route of the Police Unity Tour) and a gold representation of a bicycle. The blue shield shall be bisected diagonally right to left by a single green colored long stem with two leafs and a rose with red pedals.
- b. A blue shield, within the shield shall be gold representation of a bicycle. The blue shield shall be bisected diagonally right to left by a single green colored long stem with two leafs and a rose with red pedals. Behind the shield and rose shall be a horizontal black mourning band with a thin blue line in the center.

SECTION 3: SLOGAN

The official slogan of the Police Unity Tour shall be:
"WE RIDE FOR THOSE WHO DIED"

SECTION 4: CORPORATE STRUCTURE

The Police Unity Tour Northern California Chapter 13 is a Tax-exempt Nonprofit Corporation organized under California Revenue and Taxation Code Section 23701. The Chapter is organized within the meaning of Section 501(c)(3) of the State of California Internal Revenue Codes.

The Police Unity Tour is exempt from federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE II MISSION STATEMENT

The primary purpose of the Police Unity Tour is to raise awareness of Police Officers who have died in the line of duty. The secondary purpose is to raise funds for the National Law Enforcement Officer's Memorial and Museum.

ARTICLE III MEMBERSHIP

SECTION 1: QUALIFICATIONS

Membership to this organization shall be open to all full or part time law enforcement officers, whether active or retired.

Civilians 18 years of age, or older, who are employed or affiliated with law enforcement agencies and related organizations or possess specific training or skills required to safely and effectively assist the organization may apply. These requirements include, but are not limited to: dispatchers, first aid personnel, doctors, nurses, lawyers, mechanics (automobile & bicycle) and members of organizations such as the Concerns of Police Survivors, Domestic Violence Response Teams.

The Police Unity Tour reserves the right to deny or suspend membership of anyone described above if they should become or are currently separated, suspended or under investigation by their law enforcement agency or affiliated organization.

SECTION 2: APPLICATION FOR MEMBERSHIP

Application for membership must be submitted on the forms provided by this organization. Incomplete application packets or applications that are submitted without the required application fee will not be processed and

returned to the applicant for resubmission. Application fees will be non-refundable.

Application fees are a local chapter option and shall be determined annually by the chapter executive board and clearly published in the membership application packet.

SECTION 3: MEMBER IN GOOD STANDING

A member in good standing shall mean a member who actively contributes their time and energy to the goals of the organization and has fulfilled their financial obligations (application fees, minimum sponsorship requirements) to this organization.

SECTION 4: MEMBER NOT IN GOOD STANDING

An active member not in good standing shall mean a member who has not submitted an application packet and / or the required application fees (if applicable), a member who does not fulfill the minimum sponsorship requirements or has been sanctioned by the Executive Board. Notice to members deemed not in good standing shall be made verbally and /or in writing depending on the severity of the infraction.

ARTICLE IV EXECUTIVE CHAPTER OFFICERS & PROFESSIONALS

SECTION 1: STRUCTURE

a. FOUNDER

The Founder, Patrick Montuore, has full authority to appoint and replace any paid employees, Executive Board Members, Chapter Officers or general members as deemed necessary. The Founder shall also serve as an ex officio member of any and all committees of the organization.

The Founder shall have final approval of the Executive Board Meeting agenda prepared by the Executive Director.

As Founder, Patrick Montuore shall maintain control of the organization. In the event of his untimely demise, incapacitation or retirement, Harry Phillips shall assume control of the organization and all responsibilities previously performed by the founder. If Harry Phillips is incapable of or unwilling to assume the responsibilities of the Founder, then those responsibilities will be taken over by a successor(s) previously named by Patrick Montuore. This succession document will be maintained on file with the Tour's Attorney of record.

b. EXECUTIVE DIRECTOR

The Executive Director shall serve at the pleasure of the Founder; His duties shall include, but are not limited to:

Setting the agenda for, and to act as Chairman for, all National Board meetings,

The authority to appoint and replace National Board Members as deemed necessary,

Implementing and overseeing policies and procedures adopted by the National Board,

Serve as the Police Unity Tour's representative for the purposes of publicity, marketing, fund-raising,

Serve as the official contact with the National Law Enforcement Officer's Memorial Fund and Museum,

c. CHIEF FINANCIAL OFFICER

The Chief Financial Officer (CFO) will be the chief custodian of the funds received by the Unity Tour and be the disbursing officer for the same. The CFO is responsible for maintaining accurate records of all moneys received and paid out, and shall report monthly to the National Board. This monthly report will be for informational purposes and does not have to be approved or adopted by the National Board.

The CFO shall work with the National Board to prepare an annual budget in advance of each fiscal year. Once a budget has been adopted, it is the CFO's responsibility to ensure that the organization spends within the established budget. All expenditures above budgeted amounts must be approved by the National Board.

The CFO will be responsible for working with the CPA and Auditor of the Police Unity Tour to ensure that appropriate financial controls are implemented and adhered to by all chapters, and that the required reports and filings are made to all Local, State and Federal bodies.

d. EXECUTIVE BOARD

The Executive Board shall be the governing and policy making body of the organization. The Executive Board shall consist of the chapter officers and

not less than two members of the general membership who will be recommended by the chapter President and approved by majority vote of the chapter officers.

The Executive Board shall meet at least quarterly. Special meetings of the Board may be called by any Executive Board member. The presence of two-thirds of Board members entitled to vote, either in person or by proxy, shall constitute a quorum for the transaction of business. The affirmative vote of a majority of Board members present at a properly convened meeting shall constitute the action of the Board. The Executive Board may conduct business without a meeting upon the unanimous written consent of Board members entitled to vote.

e. PRESIDENT

The President shall serve as a representative of the organization.

The President shall have the authority to call for, and preside over all chapter meetings.

The President shall have the authority to appoint and remove members of the Local Chapter Executive Board, Officers, Members and Chairpersons of any standing or special committees.

Serve as an ex officio member of all standing or special committees.

Work with the Recording Secretary to prepare the agenda for general meetings.

f. VICE PRESIDENT

The Vice President will observe and obey all orders of the chapter's President and in the absence or disability of the President; the Vice President will assume the authority of the chapter President.

The Vice President shall work closely with the President in order to stay current on all aspects of the President's responsibilities and obligations.

f. SECOND VICE PRESIDENT

g.

The Second Vice President will observe and obey all orders of the

chapter's President and in the absence or disability of the Vice President; the Second Vice President will assume the authority of the chapter Vice President.

The Second Vice President shall work closely with the President and Vice President in order to stay current on all aspects of the Vice President's responsibilities and obligations.

h. RECORDING SECRETARY

The Recording Secretary shall keep an accurate record of proceedings at all meetings as well as a record of those in attendance. After each meeting, the Secretary shall forward a copy of the official minutes to all Chapter Officers, including those not in attendance. At the next meeting, the minutes of the previous meeting are to be read and approved by those who were in attendance. Once approved, the minutes are entered into the chapter's permanent records.

i. SERGEANT AT ARMS

The Sergeant at Arms will enforce order at all meetings and prevent unauthorized entry to chapter meetings and functions.

j. TREASURER

The Treasurer will be the chief custodian of the funds received by this chapter and be the disbursing officer for same. The Treasurer will keep an accurate record of all money received, paid and shall report to the Executive Board. The monthly report is for informational purposes and does not have to be approved or adopted by the organization.

The Treasurer shall be involved in preparing the chapter's budget, once the budget is adopted by the Executive Board it shall be the Treasurer's responsibility to ensure that the chapter spends within the established budget. All expenditures above budgeted amounts must be approved by the executive board.

k. TRUSTEES (3)

The Trustees will maintain general supervision over the financial affairs of the Chapter and have access to all books, records, files, etc.

The Trustees will meet at least semi-annually with the Treasurer to

examine all books and records, and will submit a detailed report to the Executive Board.

l. NATIONAL BOARD DELEGATE

National Board Delegates shall be appointed by the Local Executive Board. The Delegate will not only serve as the local chapter's representative on the National Board, the delegate will have voting rights on all matters pertaining to National Board business. Because of the importance of the delegate position, a chapter officer may serve a dual role as delegate.

Chapter Delegates are selected by their Local Chapter, and are expected to attend all National Board meetings.

Local Chapter's may, at its discretion, appoint an Alternate National Board Delegate. An alternate delegate shall have no vote on National Board matters unless he or she is standing in for an absentee delegate.

m. NOMINATION / APPOINTMENT

The election of officers shall take place at the Chapter's Executive Board meeting each June. Nominations shall be made by the Executive Board. Each member of the Executive Board shall have one vote and appointment shall be made by the majority.

n. TERMS OF SERVICE

All Executive Board Members, Officers and Committee Chairs shall serve a minimum period of one calendar year, commencing July 1st through June 30th. If a member has been appointed to fill a vacated position, their term shall expire on June 30th of the calendar year. The President shall serve a minimum of 2 calendar years consecutively. A member shall have been on at least 1 Tour prior to filling the position of President.

o. RESIGNATION & REMOVAL

Any Executive Board Member, Local Officers, Committee Chair or Committee Member that resigns, shall do so by notifying the Chapter President verbally or in writing. The resignation will take effect immediately, unless otherwise specified and agreed upon to ensure a smooth transition.

Any Executive Board Member, Local Officer, Committee Chair or

Committee Member may be removed with or without just cause by the Chapter President with approval of the majority of the Executive Board.

SECTION 2: CHAPTER PROFESSIONALS

a. LEGAL COUNSEL

The organization's legal counsel shall be appointed by and serve at the pleasure of the Chapter President or Local Executive Board.

The duties of legal counsel is to advise on all legal matters pertaining to the best interest of the organization.

b. ACCOUNTANTS / AUDITORS

The organization's accountant / auditor(s) shall be a licensed Certified Public Accountant appointed by and serve at the pleasure of the Chapter President or Local Executive Board.

The duties of the organization's CPA is to advise on all matters involving the articles of incorporation, the rules and regulations of Not-for profit organizations under 501(c) (3) of the Internal Revenue Code, tax requirements, legalized gaming licenses and any other federal, state, or local requirements.

c. INSURANCE AGENT

The organization's insurance agent / company shall be a licensed insurance agent appointed by and serve at the pleasure of the Chapter President or Local Executive Board.

The agent will regularly review and advise on the adequacy of the organization's insurance coverage.

d. CHAPLAIN

The Organization's Chaplain shall be a clergyperson with a special interest and training for providing pastoral care in the world of law enforcement. This pastoral care shall be available to all members, regardless of race, gender, sexual orientation, national origin, creed or religion.

The Chaplain shall be appointed by and serve at the pleasure of the

Chapter President or Local Executive Board.

ARTICLE V
CHAPTER MEETINGS

SECTION 1: MEETINGS

a. GENERAL

General meetings shall be held a minimum of four (4) meetings annually; there will be a minimum of two (2) additional Board meetings annually. Additional meetings are at the discretion of the Chapter President.

b. SPECIAL MEETINGS

Special meetings may be called at anytime by the Chapter President.

SECTION 2: NOTICE

Notice of Chapter meetings shall be made at least 15 days in advance. This notice must be in writing and include the date, time and place of the meeting. Said notice shall be transmitted electronically, or by mail and posted in the bulletin board section of the chapter's website.

Notice of any Special meetings may be made less than 15 days in advance, but shall be made no less than 3 days in advance.

SECTION 3: LOCATION OF MEETINGS

The dates, times and location(s) of chapter meetings shall be determined by the Chapter President or Local Executive Board.

ARTICLE VI
STANDING & SPECIAL COMMITTEES

SECTION 1: STANDING COMMITTEES

The necessity of a standing committee shall be at the discretion of the Chapter President or Local Executive Board at which time they will appoint the Committee Chairperson.

Standing committees are adopted to perform a specific but continuing task and can only do what it is charged to do. Standing committees will exist on an annual basis, typically consistent with the terms of office as defined in these bylaws.

Standing Committees include but are not limited to:

- Hotels,
- Route,
- Insurance,
- Uniforms & Clothing,
- Vehicles,
- Good & Welfare,
- Webmaster,

The Committee Chair shall be afforded the opportunity to assemble his or her own committee. Final approval will be that of the Chapter President or Local Executive Board.

SECTION 2: SPECIAL COMMITTEES

The necessity of a special committee shall be at the discretion of the Chapter President or Local Executive Board at which time they will appoint the Committee Chairperson.

Special committees are created to perform a specific task that is short lived and does not fall into or conflict with the description of any of the standing committees. Once the task at hand is complete and a final report is accepted, that committee ceases to exist.

SECTION 3: REPORTING

All committee chairs shall report and answer to the chapter President or designated Executive Board member. The President or Board Member

shall keep the Executive Board current on all committee findings.

ARTICLE VII

PARLIAMENTARY AUTHORITY

SECTION 1: ROBERT'S RULES

The rules contained in the current edition of "Robert's Rules of Order, Newly Revised" shall be recognized as the Parliamentary Authority in all debates and order of business when it does not conflict with any established law, article of incorporation or organizational bylaws.

ARTICLE VIII

AMENDMENTS

SECTION 1: PROPOSED AMENDMENTS

Proposed amendments shall be submitted in writing to the chapter President for distribution to the Executive Board. The Executive Board shall review the proposed revisions, make the appropriate modifications and forward the amendment to the chapter's legal counsel for review.

SECTION 2: RESOLUTION

The bylaw amendment shall be placed on the agenda of the next executive board meeting. The amendment shall become official with a two-thirds majority of the Executive board.

SECTION 3: NATIONAL BOARD APPROVAL

Amendments to local chapter bylaws must be submitted to the National Board's bylaws committee for final approval.

ARTICLE IX
FINANCIAL OBLIGATIONS

SECTION 1: REPORTING

Chapter 13 agrees to provide detailed financial statements to the Chief Financial Officer as follows;

Quarterly reports that include:

Balance Sheets
Income Statements
Copies of all bank statements

Annual reports that include:

- a) State non-profit filing (if required)
 - b) Federal Form 990 filing
 - c) Audit reports (if applicable)
- Financial statements

Chapter 13 also agrees to provide at any time, any and all financial information requested by the National Board, Founder, Executive Director or Chief Financial Officer.

SECTION 2: FINANCIAL COMMITMENT

Chapter 13 agrees to dedicate a minimum donation of \$1000.00 per participant, or 95% of its net revenues, whichever is larger, to the National Law Enforcement Officers Memorial Fund and Museum.

No more than 5% of any Chapter's net revenue may be donated to other organizations provided such organizations are tax exempt.

Participants are defined as all individuals on the tour, including riders, motors, support staff, EMS, etc.

ARTICLE X
NATIONAL REQUIREMENTS

SECTION 1: NATIONAL BOARD OVERSIGHT

Chapter 13 understands that it is operating under a revocable chapter agreement, as written and modified by the National Board and that local chapters are chartered for the sole purpose of furthering the goals of the Police Unity Tour. Permission to use logos, slogans, trademarks and copyrights is granted only as long as the Chapter remains in good standing as defined in the national bylaws.

Chapter 13 agrees to operate under the general supervision and control of the National Board. Chapter 13 further agrees to comply with all decisions, policies and financial obligations and assessments imposed by the National Board.

Chapter 13 understands that they may have their status as a chapter suspended or revoked if it is determined that its continued operation is contrary to, or inconsistent with, the best interests of the organization, its bylaws or the requirements for exemption under section 501 (c)(3) of the Internal Revenue Code.

ARTICLE XI

CONTROL OF CORPORATE FUNDS

- a. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- b. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any Subsequent Federal tax laws.
- c. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- d. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding

provisions of any subsequent Federal tax laws.

- e. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- f. Upon dissolution, after payment of all debts, no part of the remaining assets may be distributed to any trustee or officer of the corporation but shall be distributed to The Police Unity Tour National Board of Directors.

ARTICLE XII


ADOPTION OF BYLAWS


SECTION 1: LOCAL ADOPTION

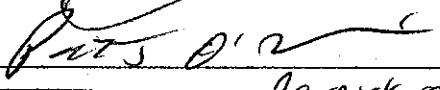
Chapter 13 of the Police Unity Tour Inc. agrees to adopt the National Constitution and Bylaws for its rules and guidance.

Chapter 13 of the Police Unity Tour Northern California Inc. also adopts these, the Local Bylaw revisions of Chapter 13, said revisions were duly adopted at a meeting of this chapter's executive board. It is understood that these bylaws are not in effect until such time that they are approved by the National Board of the Police Unity Tour Inc.

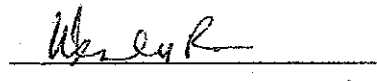
Signature and Titles of Chapter's Executive Board Members


Treasurer DENISE YEE


President AARON FREYE


2nd Vice President PATRICK O'BRIEN


Board Member FRED JENKINS


Recording Secretary WENDY RAE


Vice President PAT O'BRIEN

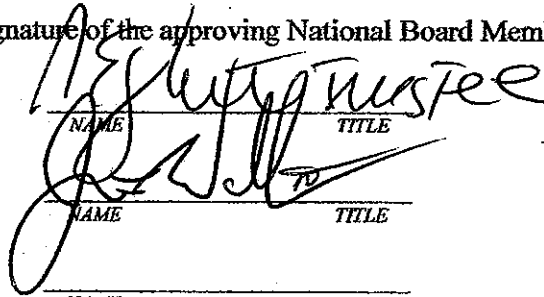
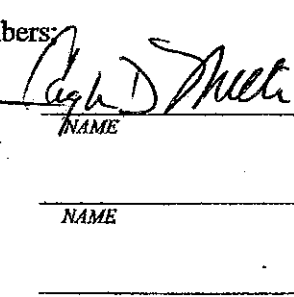
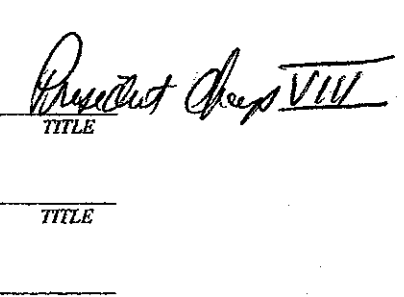

Board Member DIANE JAN


Board Member

August 21, 2007
DATE

SECTION 2: NATIONAL BOARD APPROVAL

Signature of the approving National Board Members:

 _____ NAME	 _____ NAME	 _____ NAME
_____ TITLE	_____ TITLE	_____ TITLE
_____ NAME	_____ NAME	_____ NAME
_____ TITLE	_____ TITLE	_____ TITLE

DATE