

POLICE ATHLETIC LEAGUE, INC. (PAL)

The Police Athletic League, INC. (PAL) Meeting was held on January 7, 2026 at 3:43 p.m. with Chief Thomas A. Johnson, Jr. presiding. Members of the PAL Board in attendance were Dr. Chanda Jackson and Kevin Baird, Esq., Dr. Wilma Mishoe was absent

ADOPTION OF AGENDA

Mr. Baird moved to accept the Agenda, seconded by Dr. Jackson and unanimously carried.

ADOPTION OF MINUTES FROM NOVEMBER 17, 2025

Mr. Baird moved to accept the November 17, 2025 Meeting Minutes, seconded by Dr. Jackson and unanimously carried.

REQUEST FOR FUNDING FOR UPCOMING PAL EVENTS

Corporal Jordan Marucci, PAL Coordinator, briefed the Board on The Sponsored Athlete Program, previously discussed on November 17, requests \$3,000 total, providing \$1,000 stipends to three selected students across age groups (ages 5–8, 8–12, and 12+). Funds will support athlete stipends, training, gear, and league or event registration. Applications continue to be received, with the deadline extended to accommodate additional submissions, particularly through Dover High School's 21st Century Program. Selection criteria include financial need, good character, community involvement, and a commitment to volunteer at PAL events. The program will run for one year.

The Easter Egg Hunt Extravaganza is scheduled for Saturday, March 28, 2026, with Corporal Ragona leading planning efforts in coordination with community partners. Funding was increased from \$2,000 to a working total of \$3,000 to cover candy-filled eggs, prize giveaways, and food for participating children (such as hot dogs or pizza), recognizing the financial barriers some families may face. Food trucks may be present, but PAL funding will focus on ensuring children receive meals. Additional event details and promotional materials are forthcoming.

Additional PAL initiatives include a basketball clinic or 3-on-3 tournament (date pending), with requested funds to support food, jerseys/pinnies, and equipment as needed, depending on turnout. The Youth Academy, PAL's signature program, is planned for a week in July and requests \$8,000 to cover meals, snacks, transportation for field trips, facility fees, apparel, water bottles, and end-of-program awards. Partnerships with local organizations, including 302 Athletics in Smyrna, will continue to support programming and logistics.

The final proposed event is "A Day in Our Boots," in collaboration with the Fire School. Although paused last year, efforts are underway to revive the program while addressing prior concerns related to volunteer coordination. Requested funding would cover event t-shirts and meals for participants, with the Fire School's auxiliary assisting with food service. Board members expressed support for the event and willingness to assist with outreach and coordination to ensure its success. Overall, the board discussed approving funding through a collective motion to allow flexibility across programs should individual events come in over or under budget.

Mr. Baird moved to accept the expenditure of up to \$19,000.00 for the PAL Programs to include the Sponsored Athlete Program, The Easter Egg Hunt Extravaganza, Basketball Clinic/3 on 3 tournament, Youth Academy & A Day in Our Boots, seconded by Dr. Jackson and unanimously carried.

PAL UPDATES

Corporal Marucci stated that the application period for the Sponsored Athlete Program was extended, and the 21st Century Program continues to perform well at the middle school level. Programming has also resumed at

Central Elementary (formerly Central Middle School), with services provided on Thursdays and, as availability allows, on Tuesdays and Wednesdays. Overall participation and engagement remain positive.

A recent downtown holiday event was also highlighted. The event had a strong community turnout, during which Candy Canes were distributed to attendees, contributing to positive community engagement and outreach.

Additionally, a preliminary discussion was held regarding a potential future request involving Deebo Williams, a former South Carolina football player and longtime supporter of PAL initiatives. Mr. Williams operates a 7-on-7 youth flag football team with participants from Dover, Smyrna, and across Delaware, and has assisted with multiple PAL/NFL-style combines over the years. He is seeking a modest contribution to support items such as jerseys, footballs, and safety equipment, with PAL branding included on team apparel. While the concept received general support, the matter was deferred to a future meeting to confirm appropriate organizational and financial structures consistent with PAL's 501(c)(3) requirements. The item will be placed on a future agenda, and Mr. Williams will be invited to attend to address questions and discuss a compliant path forward.

DOVER COMMUNITY POLICING FOUNDATION BY-LAWS DISCUSSION

Members discussed, as a 501(c)(3) organization, it is critical that the bylaws clearly state that all organizational funds will be used in a manner consistent with the foundation's mission pillars and in compliance with applicable charitable requirements. In particular, the management of funds section should explicitly reflect that expenditures are made only for purposes approved by the Board and consistent with 501(c)(3) guidelines. Staff and presenters serve solely as recommenders, while final decisions rest with the Board.

It was noted that the current draft of the bylaws was based on the most recent version available, with no language removed, only expanded where appropriate. Certain compliance-related language did not exist in the original document and was intentionally left flexible, with the expectation that the bylaws will be amended as the foundation becomes operational and the full Board contributes its collective expertise. Additional review sessions were acknowledged as valuable to ensure clarity, accountability, and compliance.

The "pillars" framework was adopted from the President's Task Force on 21st Century Policing and is intended to define mission areas rather than rigid committees. Board members would be aligned with a pillar, including at-large representation, while the Board retains authority to establish officers, committees, and functional roles—such as finance, fundraising, or investment—based on operational needs. This structure is designed to give civilian board members flexibility to organize in accordance with nonprofit best practices, rather than mirroring a police department structure.

Strong emphasis was placed on oversight, financial accountability, and donor intent. While the foundation operates as a single entity, each pillar would maintain a distinct fund balance to ensure donations are tracked, invested prudently, and expended only for their intended purpose. Investments should be conservative and low risk, protecting donated funds while allowing reasonable growth. Overall, the bylaws are intended to establish a functional framework that invites refinement and innovation as the Board matures, while maintaining clear safeguards for fiscal responsibility and mission integrity.

It was suggested that the Board be expanded, potentially to seven or nine members, to bring a broader range of perspectives, expertise, and energy to the organization. One of the primary motivations for this expansion is the concern that a sworn police officer is currently managing organizational funds, which is not considered a best practice. The goal is to create sufficient separation so that police officers are not directly handling money, thereby reducing both actual and perceived risk.

While Board members themselves would not manage day-to-day financial tasks, an expanded Board could allow for the identification of qualified individuals to serve in key financial roles, such as a bonded financial secretary, separate from the treasurer. Under this model, the treasurer would oversee reporting and transparency, while another bonded individual would serve as a check signer, ideally under a dual-signature system. This approach would ensure proper checks and balances and remove police officers from financial control or suspicion should any irregularities arise.

It was acknowledged that the foundation may not reach the scale of large, fully staffed nonprofits, and that reliance on volunteers is likely. However, examples from volunteer fire departments—also commonly structured as 501(c)(3) organizations—demonstrate that volunteer treasurers and financial secretaries can successfully manage finances with appropriate bonding and oversight. The long-term objective is either to expand the Board or establish the foundation in a way that naturally brings in additional qualified individuals, allowing financial responsibilities to be handled by civilians rather than sworn officers.

Concerns were raised about the ethical implications of police officers soliciting donations in uniform, particularly within their primary jurisdiction. While not necessarily a policy violation, such practices could create the appearance of impropriety. Reducing officers' involvement in fundraising and financial handling is intended to protect both the individuals involved and the organization from unnecessary ethical or reputational risk.

It was emphasized that best practice is to avoid having multiple nonprofit entities connected to the police department, as doing so can create competition for the same donor pool. By consolidating efforts under a single, expanded foundation, donor interest and energy can be increased while still supporting a broader range of mission needs, including PAL programming and other critical public safety initiatives.

One such initiative discussed was forensic testing as a form of victim services. In certain complex cases, state or federal prosecutors may request specialized forensic testing—such as gunshot residue or advanced laboratory analysis—that is costly and unbudgeted. When these requests arise, they can involve significant expenses and directly impact the ability to successfully prosecute serious crimes. In these instances, the proposed approach would be for the foundation to reimburse the City of Dover, a government entity, rather than paying a private lab directly, thereby maintaining compliance with charitable use requirements.

Concerns were raised about whether this type of funding improperly supplants state or municipal responsibilities. The distinction was clarified as supplementation, not supplantation. These requests are infrequent, unplanned, and outside normal government budgets, yet they can be critical to justice outcomes and public safety. Similar gaps exist in other areas, such as DNA backlogs and ballistics analysis, where underfunding at the state level forces agencies to rely on alternative funding sources to meet essential needs.

It was noted that nonprofit organizations and foundations routinely step in to fill gaps left by insufficient government funding, particularly in areas affecting victims, community safety, and quality of life. While the inclusion of forensic testing as a pillar is legally and ethically complex, it was acknowledged as a worthy objective. Ultimately, if legal or regulatory constraints prevent its inclusion at this time, alternative solutions will be pursued. The shared understanding was that these challenges reflect broader systemic funding shortfalls and underscore the value of carefully structured charitable support to supplement, rather than replace, public funding.

Separate accounting was emphasized as a foundational principle. Donations and fundraising may be designated for a specific pillar or for the organization as a whole, with any earned interest allocated back to the applicable pillar in the same proportion. While the mechanics are handled through accounting software, the intent is to ensure clear tracking and transparency. All funds initially remain PAL funds, and if the foundation were to dissolve at

any point, all assets would revert back to PAL. Funds designated for the PAL pillar remain exclusively for that mission, with no intermingling that could jeopardize its financial stability.

The discussion also clarified roles and continuity. At present, the existing executive officers continue in their roles unless the Board determines otherwise. Jordan will remain the Program Director for PAL, responsible for operations and program delivery, while the foundation serves an administrative and fundraising function. His role is operational rather than governance-related and does not require inclusion in the bylaws, though it may be reflected in supporting documents or standard operating guidelines developed by the Board.

Each pillar may have a designated operational lead—similar to the PAL Program Director—who is responsible for presenting needs, updates, and requests related to that mission area during foundation meetings. These individuals would not be voting Board members but would serve as subject-matter resources contributing to the success of their respective pillars, such as victim services or forensic testing.

Finally, it was suggested that an organizational chart be developed to visually clarify the structure, roles, and relationships between the foundation, the Board, and each pillar's operational leads. This would provide transparency and clarity as new participants are brought into the organization, while reinforcing that the structure is collaborative, responsive to feedback, and designed to evolve with Board input rather than operate as a rigid or top-down model.

It was acknowledged that significant time has been spent discussing bylaws, even though a future Board may ultimately take a different approach. The concern raised was whether it would be more effective to first establish the Board and then allow that group to shape the governing documents, rather than investing extensive effort in bylaws that may later be revised.

The focus on bylaws at this stage was explained as a procedural necessity. In order to amend the corporation's scope with the State of Delaware, updated bylaws must be submitted as part of the required filing. The intent is not to create a final or rigid document, but rather an initial, functional set of bylaws that allows the foundation to be properly established and operational, with the clear expectation that they will be revised once the Board is seated.

It was further clarified that forming and maintaining a 501(c)(3) organization involves first filing Articles of Incorporation with the state, followed by adoption of bylaws, and then submission to the IRS. While the articles will need to be amended to reflect the expanded mission beyond PAL, as long as the charitable purpose is maintained, additional IRS recertification should not be required. Using the existing tax identification number was noted as a significant advantage.

Finally, consensus emerged that the current bylaws should be viewed as a working framework rather than a finished product. They combine elements of the original PAL bylaws with established nonprofit governance models to provide structure and direction. This approach gives prospective Board members a concrete starting point, making it easier to refine and improve the document collaboratively rather than creating an entirely new framework from scratch.

Dr. Jackson moved to table anymore discussion on the By-Laws, seconded by Mr. Baird and unanimously carried.

STRATEGIC PLANNING

It was noted that the scope of the work discussed is significant and that true strategic planning has not yet occurred. While elements of strategy have been addressed, comprehensive strategic planning is best reserved for the full Board once it is established, particularly given the anticipated expansion of the organization's scope and membership.

There was agreement that undertaking strategic planning before the Board is fully constituted would be premature. As new members are brought in and the organization broadens beyond its current focus, the strategy will necessarily evolve. Expanding the Board itself was recognized as an initial strategic step.

It was further acknowledged that many of the recent discussions already reflect an emerging strategy—namely, transitioning the organization into a larger, more comprehensive entity while maintaining its core mission of serving underprivileged and underserved communities in the City of Dover. This foundational direction will inform and guide the more formal strategic planning process to be completed by the full Board.

ANNOUNCEMENTS

Permission was requested to add a brief item to the next meeting agenda to formally recognize Anthony Smith for his years of service. With the transition of responsibilities now complete and leadership established, it was proposed that Anthony be acknowledged in a meaningful way, such as through a plaque or similar token of appreciation suitable for display.

There was unanimous support for recognizing his contributions, with additional discussion suggesting a luncheon as an appropriate setting for the presentation. It was emphasized that Anthony's service was marked by sustained leadership and commitment, well beyond simply fulfilling obligations. The item will be placed on the next agenda, along with a recommended approach and cost, for the Board's consideration and approval.

Meeting adjourned at 6:52 pm.

Attachment #1 – November 17, 2026 Meeting Minutes

Attachment #2 – Dover Community Policing Foundation By-Laws w/ Revisions

POLICE ATHLETIC LEAGUE, INC. (PAL)

The Police Athletic League, INC. (PAL) Meeting was held on November 17, 2025 at 1:03 p.m. with Chief Thomas A. Johnson, Jr. presiding. Members of the PAL Board in attendance were Dr. Chanda Jackson, Dr. Wilma Mishoe, and Kevin Baird, Esq..

ADOPTION OF AGENDA

Chief Thomas Johnson, Jr. requested to amend the Agenda to allow for the adoption of the meeting minutes from the PAL Meeting of October 20, 2025, moved by Mr. Baird and seconded by Dr. Jackson.

Chief Thomas also requested to amend the order of the Agenda so that the working Dover Police Department Officers could present their information and get back to their duties, moved by Dr. Jackson, seconded Dr. Mishoe.

INTRODUCTION OF CORPORAL JORDAN MARUCCI, NEW PAL COORDINATOR

Corporal Jordan Marucci, who assumed the role of PAL Coordinator in September, expressed enthusiasm about stepping into the position and bringing fresh ideas and new programs to the department. Before taking on this role, he assisted with the Youth Academy and occasionally worked with Officer Smitty, though he noted that many aspects of the coordinator position are new to him. The transition has been smooth, particularly regarding his work with local schools, where staff and students have responded positively to his visits. He has already begun forming strong relationships with middle school students, commenting on how surprisingly mature many of them seem. Corporal Marucci provided background on himself, explaining that he is originally from Wilmington and first came to Dover to attend Wesley College. His involvement in the community began as a volunteer firefighter, which eventually led him to join the department, where he has now served for approximately five years, primarily in Patrol. He currently lives in Delaware City and is recognized for his athleticism and commitment, including his service as a member of the S.O.R.T. team. The PAL Board expressed appreciation for his willingness to take on the role and their confidence in the energy and perspective he brings to the position.

PAL UPDATES

Recent PAL program discussions focused on expanding youth engagement, increasing school partnerships, and advancing a developing mentorship collaboration with Delaware State University (DSU). Outreach for the sponsored athlete initiative has broadened, with flyers now distributed across multiple Capital School District schools, including Dover High School, additional middle schools, and South Dover Elementary. With fall sports beginning, the goal is to secure athlete applications and move forward with sponsorship.

The Early College School (ECS) at DSU—now serving both middle and high school students—was identified as a potential partner. Although no current activities are underway with ECS, plans are in motion to include them in upcoming initiatives.

A major effort involves establishing a larger-scale youth mentorship program in partnership with DSU. This program builds on a successful smaller model in which officers engaged directly with students selected by their schools. The new initiative aims to support elementary and middle school students through a structure similar to the Big Brothers program. DSU fraternities and the DSU Police Department are expected to play significant roles alongside local law enforcement.

Overall, the department is strengthening youth outreach through expanded school engagement, broader program visibility, and collaborative mentorship initiatives designed to support positive development and community-police relationships.

SET DATE FOR A STRATEGIC PLANNING SESSION

After much discussion, it was determined that the Strategic Planning Session would take place on January 7, 2026 at 2:30 p.m. It was further determined that the PAL Board would start meeting regularly with meetings taking place at Noon on the first Wednesdays of February, May, August & November.

DOVER COMMUNITY POLICING FOUNDATION BY-LAWS DISCUSSION

Chief Johnson stated that in a few months, the initial \$10,000 investment with Cendel has grown to approximately \$10,750, demonstrating a strong return without additional fundraising or outreach. This success illustrates the broader vision of using investment-generated revenue to support programs sustainably. The chief noted that many established police foundations across the country—such as those in San Diego, Chicago, and New York—have long benefited from this approach, and that Dover could join the roughly 800 similar foundations nationwide leveraging these advantages. While a community fund through Cendel initially seemed like a simple solution, it cannot issue checks or conduct business and can only distribute funds to other nonprofits, making it necessary to establish a separate foundation capable of managing and deploying funds directly.

The goal is to create a unified foundation that prevents competition with PAL for the same donor pool—especially important in a smaller community like Dover—and supports multiple pillars, including victim services, officer wellness, forensic testing, and potentially training. Bylaws are being reviewed and updated, with some legacy language from PAL requiring revision and a proposed structure of three directors per pillar supported by at-large members for broader business. Legal guidance highlighted the need to ensure that all spending aligns with allowable charitable purposes under 501(c)(3) rules, noting that general officer training may not qualify unless directly tied to the organization's charitable mission. Further legal review will be needed to ensure compliance and proper structuring moving forward.

The group discussed how PAL will likely begin with a competitive advantage due to its existing fund balance, which will generate proportionally higher interest income than the other pillars until they build their reserves. Members noted that PAL will continue to benefit from both PAL-specific donations and general foundation donations, and that youth-focused programs are typically the easiest to attract funding for. While PAL may be the strongest pillar initially, the intention is for all programs—victim services, officer wellness, forensic testing, and others—to be supported equitably. Drawing a comparison to academic program funding models, it was suggested that surplus revenue in stronger pillars could be used to support pillars with greater needs, ensuring sustainability without depriving any area.

The chief also raised ongoing concerns related to PAL's insurance and liability challenges within the city structure, emphasizing the need for the foundation to provide broader protection and stability. He reiterated that his role in forming the foundation is to generate momentum, not to control outcomes, and that the long-term leadership of the foundation should rest with community members rather than police personnel. Best practices from other police foundations emphasize minimizing direct police involvement in decision-making, with officers serving primarily as liaisons or consultants.

Once the foundation board is established, it will be responsible for refining the bylaws, determining how to address financial disparities among pillars, and developing transparent processes for reallocating funds if a particular pillar experiences hardship. The chief noted that these decisions should be made by the future board rather than dictated in advance. He invited ongoing communication and feedback regarding the draft bylaws,

including definitions, quorum rules, board structure, and election processes. Under the current draft, each pillar will operate with autonomy, with its three directors voting internally on pillar-specific matters, while the larger foundation board oversees compliance with overall bylaws. The PAL pillar will continue to control its programming and designated funds unless actions conflict with foundation-wide governance and concluded with confirmation that the bylaws permit expansion of the board size at any time.

The By-Laws will be discussed again at the next PAL Meeting.

ANNOUNCEMENTS

No Announcements

Meeting adjourned at 1:09 p.m.

Attachment #1 – Dover Community Policing Foundation By-Laws w/ Revisions

THE BY-LAWS OF THE DOVER COMMUNITY POLICING FOUNDATION

ARTICLE I – OFFICES

- Section 1. The registered office of the corporation in the State of Delaware shall be at 400 South Queen Street, Dover, DE 19904.
- Section 2. The corporation may also have offices at such other places as the Board of Directors may, from time to time, appoint or the business of the corporation may require.

ARTICLE II – SEAL

- Section 1. The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization, and the words “Corporate Seal, Delaware”.

ARTICLE III – DIRECTORS

- Section 1. Governance: The business and affairs of this corporation shall be managed by its Board of Directors. There shall be three Board members for each stated mission of the Foundation plus the needed number of “at-large” members, the number of which shall be determined by the Board, in order to conduct the affairs of the Foundation. As it pertains to members of the Board:

The Directors need not be residents of this State. However, they must be adults who have the ability to attend meetings and events, in person, when the situation calls for such attendance.

- Section 2. Configuration: The initial membership of the Board of Directors will include the existing Board members of the former City of Dover Police Athletic League, Inc. It will then include community-minded individuals who have expressed a willingness to serve the Foundation on a volunteer basis.

- a. It will be the responsibility of the Mayor and Chief of Police of the City of Dover to recruit the requisite number of Directors to round out the initial cohort. This will include three Directors for each of the Pillars identified in Article X, Section 2.
- b. In order to transition full control to the Board of Directors as quickly as possible, the selected “At-large” members will address any business that might arise under Article X, Section 2, sub-section “e”.

- c. Subsequent Directors shall then be elected by the existing Directors at any stated meeting of the Foundation. The process will span two meetings that need not be consecutive but must be advertised to all existing Directors. The candidate will be proposed as a Director, by an existing Director, at the first of the two meetings. Their qualifications are reviewed and spread upon the minutes. A basic background investigation will occur before the second consideration of a Director candidate. At the second meeting, a two-thirds majority of members present will be necessary for election.
- d. The By-Laws will consider it a best practice that new Directors for a specific Pillar of the Foundation be nominated by an existing Director of that same Pillar. If for any reason this is not possible, then any Director in good standing would be acceptable to advance a nomination.
- e. Directors shall be replaced as vacancies occur so long as the Board intends to maintain the same number of Directors in each Pillar or in an “At-large” status. Vacancies can result due to the resignation of a Director or their removal as outlined in Section 3. If a Director has three (3) consecutive unexcused absences from properly noticed Board meetings, the Board will consider the seat abandoned and therefore, a default resignation.

Section 3. Removal: Any director may be removed, with cause, by a two-thirds majority of the Directors. The Board will rely on the currently accepted definition of “cause”, as practiced in professional circles, when evaluating the behavior of a Director and whether such conduct is “cause” for removal.

ARTICLE IV – OFFICERS

Section 1. The Executive Officers of the corporation shall be chosen by the Directors, from the Directors, and shall be a Chairperson, Vice-Chairperson, and any other roles identified by the Board as integral to the success of the Foundation/Corporation. These roles might include various Secretarial, Financial and Advisory titles that exist in similarly constituted civic and non-profit organizations. The Board of Directors may also choose to identify and assign other non-executive roles, as it shall deem necessary, for operational or liaison purposes. The Directors may allow the same person to hold more than one office or position.

Section 2. Salaries: The Foundation officers shall not receive any salary or other compensation for their services.

Section 3. Chairperson: The Chairperson shall be the Chief Executive Officer of the corporation. He/She shall:

- a. Preside at all meetings of the Foundation/Corporation.

- b. Have general and active management of the business of the Corporation.
- c. See that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Directors to delegate any specific powers, except such as may be by rule exclusively conferred on the Chairperson, to any other officer or officers of the Corporation.
- d. Execute bonds, mortgages, and other contracts requiring a seal, under the seal of the corporation.
- e. Be EX-OFFICIO a member of all committees, and shall have the general power and duties of supervision and management usually vested in the Office of Chairperson of a Corporation.

Section 4. Vice-Chairperson: The Vice-Chairperson shall assist the Chairperson as requested and shall perform the functions of Chairperson in his/her absence.

Section 5. Designated Executive Roles: The Secretarial, Financial or Advisory Officers shall endeavor to attend all meetings and successfully perform their assigned duties. This might include but will not be limited to roles that:

- a. Act as clerk of a major process or function.
- b. Record the votes of the corporation and the minutes of its transactions.
- c. Give, or cause to be given, notice of all meetings or events.
- d. Keep in safe custody the corporate seal of the Corporation, and when authorized by the Board, affix the same to any instrument requiring it.
- e. Act as a financial officer with possible duties to include:
 - i. Custody of the corporate funds and securities
 - ii. Keeping full and accurate accounts of receipts and disbursements
 - iii. Keeping the moneys of the corporation in a separate accounts to align with the stated goals of the Foundation/Corporation
 - iv. Disbursing the funds of the corporation as may be ordered by the Board and taking proper vouchers for such disbursements
 - v. Rendering to the Board, at the regular meetings or whenever they may require it, an account of all transactions and of the financial condition of the Corporation.

ARTICLE V – FINANCIAL TRANSPARENCY

Section 1. Any Director, in person or by attorney or other agent, shall upon written demand under oath stating the purpose thereof, have the right during the usual hours for business to inspect for any proper purpose the corporation's books and records, and to make copies or extracts there from. A proper purpose shall mean a purpose reasonably related to such person's interest as a Director.

ARTICLE VI – MISCELLANEOUS PROVISIONS

Section 1. Checks: All checks or demands or money and notes of the corporation shall be signed by such officer or officers as the Board of Directors may from time to time designate.

Section 2. Financial Year: The fiscal/financial year shall align with the calendar year beginning January 1st of each year.

Section 3. Notice: Whenever written notice is required to be given to any person, it may be given to such person personally, by electronic mail (email) or by sending a copy thereof through the United State Postal Service mail system. Traditional or electronic mail will be sent to the address appearing in the records of the Corporation as previously provided by the addressee.

- a. If the notice is sent by mail or by email, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or electronically transmitted to such person.
- b. Such notice shall specify the place, day, and hour of the meeting and in the case of a special meeting of members, the general nature of the business to be transacted.

Section 4. Waiver of Notice: Whenever any written notice is required by statute, or by the Certificate or the By-Laws of this corporation a waiver thereof in writing, signed by the person or persons, entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

- a. Except in the case of a special meeting of members, neither the business to be transacted at nor the purpose of the meeting need be specified in the waiver of notice of such meeting.
- b. Attendance of a person either in person or by proxy, at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 5. Resignation: Any Director or other officer may resign at any time, such resignation to be in writing, and to take effect from the time of its receipt by the corporation, unless some time be fixed in the resignation, and then, from that date. The acceptance of a resignation shall not be required to make it effective.

ARTICLE VII – ANNUAL STATEMENT

Section 1. The Chairperson shall ensure that an appropriate officer shall present at each annual meeting a full and complete statement of the business and affairs of the corporation for the preceding year. Such statement shall be prepared and presented in whatever manner the Board of Directors shall deem advisable and need not be verified by a certified public accountant.

ARTICLE VIII – AMENDMENTS

Section 1. These By-Laws may be amended or repealed by the vote of the Directors in good standing at two consecutive meetings. Such meetings may be any regular or special meeting of the members, duly convened after notice to the members for that purpose.

ARTICLE IX – INDEMNIFICATION

Section 1. The corporation shall indemnify the officers and directors and save them harmless from and against any and all claims, actions, damages, liability, and expense including attorney's fees in connection of the diligent performance of their respective duties.

ARTICLE X – PURPOSE

Section 1. The general purpose of the Foundation is to support the community-oriented policing mission of the City of Dover Police Department. The Foundation recognizes that funding is most often the barrier to the development and implementation of programs that benefit the mission of the DPD and the well-being of the employees who pursue that mission.

Section 2. Pillars: The Foundation will identify, as conditions require, the pillars that represent the interests of the corporation in support of the Dover Police Department as it fights crime, cares for victims, engages the community and contributes to the wellness and development of their employees. The initial pillars begin with the continuation of the goals of the City of Dover Police Athletic League, Inc. and further continue as stated below:

a. Programs and events associated with the Police Athletic League.

- b. Specialized forensic testing that advances justice for victims in major crime investigations that would otherwise not occur due to funding.
- c. The unfunded goals of the City of Dover Police Department Office of Victim Services, which tends to the needs of crime victims, accident victims and their associated survivor groups.
- d. The wellness of the employees, sworn and non-sworn, of the City of Dover Police Department who often suffer physical and emotional challenges or traumas during the course of their careers.
- e. Any other worthwhile endeavor of the City of Dover Police Department that the Board sees fit to support and fund so long as the endeavor is not more appropriately funded by another customary source. [Ex: Travel for specialized training not mandated by the State, **or in the City Budget**, but critical to the needs of the City of Dover Police Department.]

Section 3. Fundraising: The Board will, at its discretion, endeavor to raise funds to support the purpose of the corporation.

- a. The Foundation will always maintain at least one Board Member with the title and responsibilities commonly associated with fundraising activities.
- b. It is expected that the Chairperson ensure, to the degree possible, that more than one member actively supports fundraising.
- c. Fundraising efforts will not be restricted beyond the necessary boundaries that should be expected for any apolitical public safety organization.
- d. Should there be any question of the nature of a proposed fundraising event, the Board should consult both the Chief of Police and the President of the Fraternal Order of Police.

Section 4. Investing: The Board is authorized to appropriately invest the acquired funds of the corporation in order to enhance the financial stability of the Foundation.

- a. No investment should meet the customary definition of “high risk” or rely on excessive speculation.
- b. The Board should routinely and aggressively evaluate all of the available investment opportunities that feature diversification and limited risk factors.
- c. The same care and caution should be exercised in this area similar to a person securing their financial future in retirement.

Section 5. Management of Funds: The Board shall establish and maintain the appropriate balance of invested dollars and cash-on-hand for approved expenses. This balance should be evaluated at least once a year but can be adjusted sooner as the Board sees fit. The basic rules for donations and interest income include:

- a. There will be a separate accounting of funds for each pillar of the Foundation as well as any “general” or administrative” fund the Directors see fit to establish in order to conduct business.
- b. Donations and fundraising may be general in nature or specific **to one of the established Pillars**. Individuals can choose to earmark their generosity and the Board has the latitude to raise money for a particular pillar, or group of pillars, based on changing demands. Any income that is not specified to a particular pillar will be split up equally across all of the established pillars.
- c. The Foundation will return the interest dollars from **any** investment account(s) **back to the applicable Pillar fund** in the same proportion as they were initially invested.
- d. At the time of this reorganization, the pillar that represents the former City of Dover Police Athletic League, Inc. (PAL) is the only Foundation fund with cash on hand. The ending balance of the PAL is the starting balance of the Dover Community Policing Foundation (DCPF). All of the other adopted DCPF pillars begin with a \$0 dollar balance in their respective funds.
- e. **In 2025, at the outset of the** reorganization, the former City of Dover Police Athletic League, Inc. provided the \$10,000 needed to establish the Dover Community Policing Fund [an extension of the DCPF] housed within the CENDEL (Central Delaware) Foundation.
- f. Therefore; for the purpose of accounting, any interest earned from this investment created under the guidance of Section 4 of this Article will be returned to the PAL pillar until such time as other non-PAL donations are received by CENDEL and invested.
- g. Once non-PAL dollars are received and invested, interest will return to the CENDEL CPF, and then to the DCPF, using the guidance found in Section 5, sub-sections a, b, and c of this Article.
- h. For continuity, the Executive Officers of the Dover Community Policing Foundation will be the principal and controlling officials of the Dover Community Policing Fund housed within the CENDEL Foundation **until such time as the Directors see fit to modify the rules for investing or the agency managing the DCPF investment portfolio.**

ARTICLE XI – DISSOLUTION OF THE CORPORATION

- Section 1. Should the Board Members determine that the Foundation / Corporation should be dissolved, such a decision must be reached using the same procedure outlined in Article VIII.
- Section 2. Once the decision to dissolve is reached, the appropriate financial officer(s) will close out all investment accounts [CENDEL or otherwise] and return the dollars to the bank accounts directly managed by the Foundation / Corporation. Investment dollars will be returned to the fund pillars using the guidance found in Section 5, sub-sections a, b, and c of Article X after all fees and expenses are satisfied.
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- Section 5. Once the funds have been dispersed, and a final financial statement is completed, one last meeting is required to re-establish the City of Dover Police Athletic League, Inc.
- a. As it was the corporate structure, and fund balance of the PAL, that facilitated the beginning of both the Dover Community Policing Fund, and Foundation, it was the desire of the 2025 PAL Board of Directors for a return to the previous entity should the Foundation need to dissolve.
 - b. The Foundation Chairperson shall facilitate this transfer of the TAX ID number(s) and other relevant corporate documents to the Board Members who remain from the previous PAL Board, their successors, or other Board Members who have stated the desire to continue that previous mission.
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that each Pillar of the Foundation is addressed in each session, by their relevant Directors, in the interest of that mission.

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- a. For the general business of the Corporation, the Chairperson or Director presiding must note the live attendance of 50% of the members, in addition to the Chair, to establish a majority and thus the authority to conduct business.
- b. For the business of any Pillar to be conducted, there shall be no less than two-thirds of the assigned Directors present for their portion of the meeting.
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- a. Observation and establishment of a Quorum
- b. Public Comment Period with limitations set by the Chairperson
- c. Calling of the meeting to order
- d. Documentation of Attendance by the simplest means
- e. If indicated, a moment of silence for any appropriate remembrance
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- g. Acceptance of any indicated financial report
- h. Any business related to the proposition or election of a Board Member
- i. Any old business relevant to the full Board of Directors
- j. Any new business relevant to the full Board of Directors
- k. The business of the PAL Directors
- l. The business of the Forensic Testing Directors
- m. The business of the Victim Services Directors
- n. The business of the Employee Wellness Directors
- o. The business of the At-Large Directors
- p. Remarks or Announcements for the good of the Foundation
- q. Adjournment

THE BY-LAWS OF THE DOVER COMMUNITY POLICING FOUNDATION

ARTICLE I – OFFICES

- Section 1. The registered office of the corporation in the State of Delaware shall be at 400 South Queen Street, Dover, DE 19904.
- Section 2. The corporation may also have offices at such other places as the Board of Directors may, from time to time, appoint or the business of the corporation may require.

ARTICLE II – SEAL

- Section 1. The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization, and the words “Corporate Seal, Delaware”.

ARTICLE III – DIRECTORS

- Section 1. Governance: The business and affairs of this corporation shall be managed by its Board of Directors. There shall be three Board members for each stated mission of the Foundation plus the needed number of “at-large” members, the number of which shall be determined by the Board, in order to conduct the affairs of the Foundation. As it pertains to members of the Board:

The Directors need not be residents of this State. However, they must be adults who have the ability to attend meetings and events, in person, when the situation calls for such attendance.

- Section 2. Configuration: The initial membership of the Board of Directors will include the existing Board members of the former City of Dover Police Athletic League, Inc. It will then include community-minded individuals who have expressed a willingness to serve the Foundation on a volunteer basis.

- a. It will be the responsibility of the Mayor and Chief of Police of the City of Dover to recruit the requisite number of Directors to round out the initial cohort. This will include three Directors for each of the Pillars identified in Article X, Section 2.
- b. In order to transition full control to the Board of Directors as quickly as possible, the selected “At-large” members will address any business that might arise under Article X, Section 2, sub-section “e”.

- c. Subsequent Directors shall then be elected by the existing Directors at any stated meeting of the Foundation. The process will span two meetings that need not be consecutive but must be advertised to all existing Directors. The candidate will be proposed as a Director, by an existing Director, at the first of the two meetings. Their qualifications are reviewed and spread upon the minutes. A basic background investigation will occur before the second consideration of a Director candidate. At the second meeting, a two-thirds majority of members present will be necessary for election.
- d. The By-Laws will consider it a best practice that new Directors for a specific Pillar of the Foundation be nominated by an existing Director of that same Pillar. If for any reason this is not possible, then any Director in good standing would be acceptable to advance a nomination.
- e. Directors shall be replaced as vacancies occur so long as the Board intends to maintain the same number of Directors in each Pillar or in an “At-large” status. Vacancies can result due to the resignation of a Director or their removal as outlined in Section 3. If a Director has three (3) consecutive unexcused absences from properly noticed Board meetings, the Board will consider the seat abandoned and therefore, a default resignation.

Section 3. Removal: Any director may be removed, with cause, by a two-thirds majority of the Directors. The Board will rely on the currently accepted definition of “cause”, as practiced in professional circles, when evaluating the behavior of a Director and whether such conduct is “cause” for removal.

ARTICLE IV – OFFICERS

Section 1. The Executive Officers of the corporation shall be chosen by the Directors, from the Directors, and shall be a Chairperson, Vice-Chairperson, and any other roles identified by the Board as integral to the success of the Foundation/Corporation. These roles might include various Secretarial, Financial and Advisory titles that exist in similarly constituted civic and non-profit organizations. The Board of Directors may also choose to identify and assign other non-executive roles, as it shall deem necessary, for operational or liaison purposes. The Directors may allow the same person to hold more than one office or position.

Section 2. Salaries: The Foundation officers shall not receive any salary or other compensation for their services.

Section 3. Chairperson: The Chairperson shall be the Chief Executive Officer of the corporation. He/She shall:

- a. Preside at all meetings of the Foundation/Corporation.

- b. Have general and active management of the business of the Corporation.
- c. See that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Directors to delegate any specific powers, except such as may be by rule exclusively conferred on the Chairperson, to any other officer or officers of the Corporation.
- d. Execute bonds, mortgages, and other contracts requiring a seal, under the seal of the corporation.
- e. Be EX-OFFICIO a member of all committees, and shall have the general power and duties of supervision and management usually vested in the Office of Chairperson of a Corporation.

Section 4. Vice-Chairperson: The Vice-Chairperson shall assist the Chairperson as requested and shall perform the functions of Chairperson in his/her absence.

Section 5. Designated Executive Roles: The Secretarial, Financial or Advisory Officers shall endeavor to attend all meetings and successfully perform their assigned duties. This might include but will not be limited to roles that:

- a. Act as clerk of a major process or function.
- b. Record the votes of the corporation and the minutes of its transactions.
- c. Give, or cause to be given, notice of all meetings or events.
- d. Keep in safe custody the corporate seal of the Corporation, and when authorized by the Board, affix the same to any instrument requiring it.
- e. Act as a financial officer with possible duties to include:
 - i. Custody of the corporate funds and securities
 - ii. Keeping full and accurate accounts of receipts and disbursements
 - iii. Keeping the moneys of the corporation in a separate accounts to align with the stated goals of the Foundation/Corporation
 - iv. Disbursing the funds of the corporation as may be ordered by the Board and taking proper vouchers for such disbursements
 - v. Rendering to the Board, at the regular meetings or whenever they may require it, an account of all transactions and of the financial condition of the Corporation.

ARTICLE V – FINANCIAL TRANSPARENCY

Section 1. Any Director, in person or by attorney or other agent, shall upon written demand under oath stating the purpose thereof, have the right during the usual hours for business to inspect for any proper purpose the corporation's books and records, and to make copies or extracts there from. A proper purpose shall mean a purpose reasonably related to such person's interest as a Director.

ARTICLE VI – MISCELLANEOUS PROVISIONS

Section 1. Checks: All checks or demands or money and notes of the corporation shall be signed by such officer or officers as the Board of Directors may from time to time designate.

Section 2. Financial Year: The fiscal/financial year shall align with the calendar year beginning January 1st of each year.

Section 3. Notice: Whenever written notice is required to be given to any person, it may be given to such person personally, by electronic mail (email) or by sending a copy thereof through the United State Postal Service mail system. Traditional or electronic mail will be sent to the address appearing in the records of the Corporation as previously provided by the addressee.

- a. If the notice is sent by mail or by email, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or electronically transmitted to such person.
- b. Such notice shall specify the place, day, and hour of the meeting and in the case of a special meeting of members, the general nature of the business to be transacted.

Section 4. Waiver of Notice: Whenever any written notice is required by statute, or by the Certificate or the By-Laws of this corporation a waiver thereof in writing, signed by the person or persons, entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

- a. Except in the case of a special meeting of members, neither the business to be transacted at nor the purpose of the meeting need be specified in the waiver of notice of such meeting.
- b. Attendance of a person either in person or by proxy, at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 5. Resignation: Any Director or other officer may resign at any time, such resignation to be in writing, and to take effect from the time of its receipt by the corporation, unless some time be fixed in the resignation, and then, from that date. The acceptance of a resignation shall not be required to make it effective.

ARTICLE VII – ANNUAL STATEMENT

Section 1. The Chairperson shall ensure that an appropriate officer shall present at each annual meeting a full and complete statement of the business and affairs of the corporation for the preceding year. Such statement shall be prepared and presented in whatever manner the Board of Directors shall deem advisable and need not be verified by a certified public accountant.

ARTICLE VIII – AMENDMENTS

Section 1. These By-Laws may be amended or repealed by the vote of the Directors in good standing at two consecutive meetings. Such meetings may be any regular or special meeting of the members, duly convened after notice to the members for that purpose.

ARTICLE IX – INDEMNIFICATION

Section 1. The corporation shall indemnify the officers and directors and save them harmless from and against any and all claims, actions, damages, liability, and expense including attorney's fees in connection of the diligent performance of their respective duties.

ARTICLE X – PURPOSE

Section 1. The general purpose of the Foundation is to support the community-oriented policing mission of the City of Dover Police Department. The Foundation recognizes that funding is most often the barrier to the development and implementation of programs that benefit the mission of the DPD and the well-being of the employees who pursue that mission.

Section 2. Pillars: The Foundation will identify, as conditions require, the pillars that represent the interests of the corporation in support of the Dover Police Department as it fights crime, cares for victims, engages the community and contributes to the wellness and development of their employees. The initial pillars begin with the continuation of the goals of the City of Dover Police Athletic League, Inc. and further continue as stated below:

a. Programs and events associated with the Police Athletic League.

- b. Specialized forensic testing that advances justice for victims in major crime investigations that would otherwise not occur due to funding.
- c. The unfunded goals of the City of Dover Police Department Office of Victim Services, which tends to the needs of crime victims, accident victims and their associated survivor groups.
- d. The wellness of the employees, sworn and non-sworn, of the City of Dover Police Department who often suffer physical and emotional challenges or traumas during the course of their careers.
- e. Any other worthwhile endeavor of the City of Dover Police Department that the Board sees fit to support and fund so long as the endeavor is not more appropriately funded by another customary source. [Ex: Travel for specialized training not mandated by the State, **or in the City Budget**, but critical to the needs of the City of Dover Police Department.]

Section 3. Fundraising: The Board will, at its discretion, endeavor to raise funds to support the purpose of the corporation.

- a. The Foundation will always maintain at least one Board Member with the title and responsibilities commonly associated with fundraising activities.
- b. It is expected that the Chairperson ensure, to the degree possible, that more than one member actively supports fundraising.
- c. Fundraising efforts will not be restricted beyond the necessary boundaries that should be expected for any apolitical public safety organization.
- d. Should there be any question of the nature of a proposed fundraising event, the Board should consult both the Chief of Police and the President of the Fraternal Order of Police.

Section 4. Investing: The Board is authorized to appropriately invest the acquired funds of the corporation in order to enhance the financial stability of the Foundation.

- a. No investment should meet the customary definition of “high risk” or rely on excessive speculation.
- b. The Board should routinely and aggressively evaluate all of the available investment opportunities that feature diversification and limited risk factors.
- c. The same care and caution should be exercised in this area similar to a person securing their financial future in retirement.

Section 5. Management of Funds: The Board shall establish and maintain the appropriate balance of invested dollars and cash-on-hand for approved expenses. This balance should be evaluated at least once a year but can be adjusted sooner as the Board sees fit. The basic rules for donations and interest income include:

- a. There will be a separate accounting of funds for each pillar of the Foundation as well as any “general” or administrative” fund the Directors see fit to establish in order to conduct business.
- b. Donations and fundraising may be general in nature or specific **to one of the established Pillars**. Individuals can choose to earmark their generosity and the Board has the latitude to raise money for a particular pillar, or group of pillars, based on changing demands. Any income that is not specified to a particular pillar will be split up equally across all of the established pillars.
- c. The Foundation will return the interest dollars from **any** investment account(s) **back to the applicable Pillar fund** in the same proportion as they were initially invested.
- d. At the time of this reorganization, the pillar that represents the former City of Dover Police Athletic League, Inc. (PAL) is the only Foundation fund with cash on hand. The ending balance of the PAL is the starting balance of the Dover Community Policing Foundation (DCPF). All of the other adopted DCPF pillars begin with a \$0 dollar balance in their respective funds.
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