



ARTICLE 1: NAME

Section 1.1. Name. The name of this organization shall be the **Towing & Recovery Professionals of Colorado, Inc.**, a Colorado nonprofit corporation, hereinafter referred to as the "TRPC" for the purposes of these Bylaws.

ARTICLE 2: PURPOSES

Section 2.1. Organization. The TRPC is a nonprofit mutual benefit corporation and is not organized for the private gain of any person. It is organized under the Colorado Nonprofit Mutual Benefit Corporation Law and is organized for the purposes set forth in Internal Revenue Code section 501 (c)(6) or the corresponding provision of any future United States internal revenue law.

Section 2.2. Specific Purpose. The specific purpose of the TRPC is to promote professional towing and emergency road service through education, training and public advocacy.

Section 2.3. Compliance with Internal Revenue Code. The TRPC shall hold, and may exercise, all such powers as may be conferred upon a nonprofit corporation by the laws of the State of Colorado and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the TRPC. Notwithstanding any other provision in the bylaws, the TRPC shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purpose of the TRPC, and the TRPC shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(6) or the corresponding provision of any future United States internal revenue law.

ARTICLE 3: PRINCIPAL OFFICE

Section 3.1. Principal Office. The Principal Office of the Corporation shall be located in the State of Colorado at a location to be designated by the Corporate Secretary. As of this date, the physical address for that Office is located at 12121 Baseline Road, Lafayette, CO 80026 and the mailing address is PO Box 740606, Arvada, CO 80006.

Section 3.2. Other Offices. Subject to approval by the Board of Directors, the Secretary may change this location.

Section 3.3. Records. All records of the TRPC shall be kept therein, together with the minute book and corporate seal, if any.



ARTICLE 4: PRECEPTS

Section 4.1. Precepts. The TRPC is formed, fostered, and nurtured to:

1. Serve the public interest by educating the public about the towing & recovery profession and to promote the towing & recovery industry;
2. Encourage members to provide the public with adequate and professional services, by operating with safety and dispatch, by using quality equipment, and by utilizing well-trained and courteous personnel;
3. Maximize cooperation and work with State and Local Government and Law Enforcement Agencies to improve the safety of our streets and highways;
4. Promote economic stability and profitability for its members through the dissemination of information on cost saving practices and economy through group activities;
5. Foster and promote a cooperative relationship between all professional tow operators and their principals;
6. Maintain relationships between the public, governmental agencies, and affiliated business members to create a better understanding of problems incurred in the industry;
7. Encourage rules and regulations of regulatory bodies and enlightened legislation that will enable the industry, represented by the members, to accomplish more completely these PRECEPTS.

ARTICLE 5: CODE OF ETHICS

Section 5.1. Code of Ethics. As members of the TRPC, we subscribe to the following principles. Members shall:

1. Encourage the American free enterprise system;
2. Hold our profession in high esteem and strive to enhance its prestige;
3. Uphold a duty of integrity, honor, fair dealing and courtesy to the general public in the operation of all facets of its business;
4. Take pride in and keep equipment and drivers clean, neat, and professional;



5. Keep informed of and comply with all City, County, State, and Federal Laws, as well as all rules and regulations promulgated by all regulatory bodies designated to administer and enforce such laws;
6. Be truthful and be accurate in advertising;
7. Comply with all wage and hour laws, State Worker's Compensation laws, and payroll tax laws;
8. Perfect skills and increase knowledge through continuing education and training;
9. Cooperate with and assist other people in the interest of our profession;
10. Strive to improve our internal business methods to strengthen our economic well-being thereby improving our ability to serve the public and conform to the TRPC Constitution and Bylaws;
11. Bring to the attention of the TRPC any information believed to be in violation of any law or regulation;

Section 5.2. Six-Way Test. In order to comply with the **CODE OF ETHICS**, ask yourself the following questions:

1. **Is it honest?**
2. **Is it just for everyone?**
3. **Will it build a good industry image?**
4. **Will it benefit the general public?**
5. **Can you be proud of the work that you do?**
6. **Have you been ethically and morally competitive?**

ARTICLE 6: MEMBERSHIP

Section 6.1. Regular Membership. *This is a voting membership.* Any Sole Proprietorship, Limited Liability Corporation, Partnership, or Corporation engaged as a profession in the business of towing, or in a business related to the profession of the towing industry shall be eligible for membership by signing an application, securing a Sponsor, paying in advance such dues and initiation fees as required, by agreeing to comply with the TRPC Bylaws, Constitution and the approval of the Board of Directors.

Section 6.2. Associate Membership. *This is a non-voting membership.* Any firm servicing the automobile or towing industries may be eligible for an Associate Membership, subject to the approval of the Board of Directors. They may apply for membership by signing an application noting



their request for an Associate Membership, securing a Sponsor, paying in advance any such dues and initiation fees required, and by agreeing to comply with the TRPC Bylaws and Constitution. Businesses engaged directly in the towing and recovery business (including those with a PUC#) shall not be eligible for an Associate Membership.

Section 6.3. Honorary Membership. *This is a voting membership.* Any individual who has rendered distinguished service to the TRPC or to the towing industry may be made an Honorary Member upon nomination by and Regular Member of the TRPC and approved by the Board of Directors. Honorary Members shall be entitled to the privileges of the TRPC and shall be eligible to act on temporary committees, except that they shall not be qualified to hold an office except in an advisory capacity. No dues shall be payable by the Honorary Member.

Section 6.4. Ambassador Membership. *This is a non-voting membership.* This individual must be appointed by at least fifty-one (51%) percent of the Board of Directors. No dues shall be payable by the Ambassador Member.

Section 6.5. Sponsorship. Anyone seeking new membership (Regular or Associate) in the TRPC will be required to secure the approval of at least one (1) Sponsor for membership in the TRPC. A qualifying Sponsor must be a Regular Member of the TRPC who is in good standing at the time of sponsorship up through the TRPC's acceptance of membership of the new member (whether Regular or Associate).

Section 6.6. Termination of Membership. A membership shall terminate on occurrence of any of the following events:

1. Resignation of the member;
2. Failure to pay dues as required by the Bylaws;
3. Permanent change of occupation to any area having no contacts with the towing and recovery business; or
4. Occurrence of any event that renders the member ineligible for membership, or failure to satisfy membership qualifications; or
5. Expulsion from the TRPC for whatever reason. The Board of Directors shall be empowered to pass upon the termination of the membership of any member.
6. Memberships may be transferrable with the consideration and approval of the Board of Directors.

ARTICLE 7: FINANCES



Section 7.1. Finances. Membership Dues are calculated on a calendar year basis beginning on the first (1st) day of each year.

Section 7.2. Regular Membership Dues. Regular Membership dues shall be recommended by the Board of Directors and submitted for approval by at least a quorum of the Board of Directors of the TRPC. This vote shall be taken at a general meeting, or a special meeting called for that purpose. Notice of time and place of such meetings will be mailed thirty (30) days prior to the date of the meeting. Membership dues are due on the first (1st) day of each year and payable with ninety (90) days of the statement date of billing. New members joining after January may have their dues prorated only on first time members. Any renewal of a member for non-payment cannot be prorated.

Section 7.3. Associate Membership Dues. Associate Membership dues shall be recommended by the Board of Directors and submitted for approval by at least a quorum of the Board of Directors of the TRPC. This vote shall be taken at a general meeting, or a special meeting called for that purpose. Notice of time and place of such meetings will be mailed thirty (30) days prior to the date of the meeting. Membership dues are due on the first (1ST) day of each year and payable within ninety (90) days of the statement date of billing. New members joining after January may have their dues prorated only on first time members. Any renewal of a member for non-payment cannot be prorated.

Section 7.4. Disbursement of TRPC Funds.

1. The Board of Directors with the assistance of the Treasurer shall set and approve an **Annual Financial Report**. A copy of each Annual Financial Report may be distributed to the membership.
2. **Normal Operating Expenses:** Normal operating expenses within the categories may be paid at the discretion and approval of the Board of Directors.
3. **Other Expenses:** Disbursements, other than those normal operating expenses noted above, shall be incurred and paid only after the approval of most of the membership attending either a Regular Meeting or a designated Special Meeting.
4. **Checks:** Approved expenses may be paid. Checks up to and including \$5,000.00 may be signed by a single signature of the Treasurer, or in the event of the Treasurer's absence, an Executive Board Member or the Board of Directors designated alternate(s). Checks or withdrawals in excess of \$5,000.00 shall require at least two (2) qualified signatures



excluding checks that involve special functions such as Tow Show, Training and Seminars, Christmas Banquet, Fundraisers, bills, etc. that are approved by a vote of either the Board of Directors or the Executive Board.

5. **Petty Cash Fund:** A Petty Cash Fund of up to \$500.00 may be maintained by the Treasurer under his/her supervision. This is primarily used for Tow Show, Training and Seminars, the Christmas Banquet or Special Functions approved by the Board.
6. **Financial Accounts:** Subject to the approval by the Board of Directors, the Treasurer shall designate the Financial Institutions and accounts to be used by the TRPC. Qualified signers shall include at least all the Executive Board Officers. Subject to review and approval by the Board of Directors, qualified signatory authority may be extended to, limited from, or even revoked for any member of the Executive Board of Directors by a vote of fifty-one (51%) percent requesting a bond either/or dishonesty coverage.

Section 7.5. Accounts and Records. A yearly audit of the accounts and records of this TRPC may be ordered by the Board of Directors. If one is ordered, it shall be conducted by an independent agency or individual at the end of the fiscal year. The Board of Directors shall select the independent agency or individual to conduct the annual audit and may, at its discretion, select either a bookkeeper, accountant, or certified public accountant.

Section 7.6. Fiscal Year. The Fiscal Year of the TRPC shall begin on the first day of January and end on the last day of December each year.

ARTICLE 8: BOARD OF DIRECTORS

Section 8.1. Management. The general management of this Corporation shall be by the Board of Directors with the day to day operations overseen by the Executive Board.

Section 8.2. Delegation of Authority. The Board may delegate performance of functions in management of the Corporation to Officers and Contractors.

Section 8.3. Officers and Contractors. The Board shall consist of the following:

1. The President (Executive Board Member)
2. The 1st Vice President (Executive Board Member)



3. The 2nd Vice President (Executive Board Member)
4. The Secretary (Executive Board Member)
5. The Treasurer (Executive Board Member)
6. One (1) Member Director Representative from each recognized Local Chapter

Section 8.4. Meeting Place. The newly elected Board of Directors shall meet immediately following the election meeting and determine the location of next year's meetings to start when the new Board of Directors takes office in January. As the Board of Directors may hereinafter decide by agreement, the Board of Directors may designate such other and future meetings as they feel best suit the interest of the TRPC.

Section 8.5. Removal from Office. Any Officer or Director who shall have four (4) unexcused absences from either the Regular or Executive Meetings, within the current year of office, may be removed from Office by either resignation or motion and agreement of sixty (60%) percent of the remaining members of the Board of Directors or eighty (80%) percent of the Executive Board. Any Officer or Director can be removed from their position for any reason by resignation, a vote of fifty-one (51%) percent of the paid membership, sixty (60%) percent of the Board of Directors or eighty (80%) percent of the Executive Board.

ARTICLE 9: EXECUTIVE OFFICERS

Section 9.1. Executive Officers. The officers of the TRPC shall consist of a President, 1st Vice President, 2nd Vice President, a Secretary, and a Treasurer.

Section 9.2. President. The President shall serve as Chairman of the Board of Directors. The President shall be an ex officio member of all standing and special committees. The President shall be the chief spokesperson of the organization in all dealings with other groups or individuals. The President has the general powers and duties of management usually vested in the office of president of a corporation and such other powers and duties as may be, from time to time, assigned by the Board.

Section 9.3. 1st Vice President. The 1st Vice President shall perform all duties of the President in his absence. The 1st Vice President shall be a member of the Board of Directors and shall act as Chairman of said Board of Directors in the absence of the President. The 1st Vice President shall attend a minimum of six (6) different Chapter Meetings across the State per year. The 1st Vice President shall perform other such duties as needed, from time to time, prescribed by the Board of Directors.



Section 9.4. 2nd Vice President. The 2nd Vice President shall perform all duties of the President and the 1st Vice President in their absence. The 2nd Vice President shall be a member of the Board of Directors and shall act as Chairman of said Board of Directors in the absence of the President or act as 1st Vice President in the absence of the 1st Vice President. The 2nd Vice President shall attend a minimum of six (6) different Chapter Meetings across the State per year. The 2nd Vice President shall perform other such duties as needed, from time to time, prescribed by the Board of Directors.

Section 9.5. Secretary. The Secretary shall be the designated Secretary for both the TRPC and the Board of Directors. The Secretary shall supervise the keeping of the minutes and the records of the meetings for the Board of Directors. The Secretary shall make sure the Newsletter is sent out to the membership twice a year. The Secretary shall perform other such duties as needed, from time to time, prescribed by the Board of Directors. The Secretary shall be the Custodian of the official seal of the TRPC and shall have the authority to affix the seal on any TRPC records. The Secretary shall serve as the Election Clerk, or appoint an alternate, and shall also appoint the Election Judges.

Section 9.6. Treasurer. The Treasurer shall supervise the collection of dues and all funds payable to the TRPC. The Treasurer shall be responsible for the safeguarding of all monies and other properties of the TRPC. The Treasurer shall see that full and accurate accounts are kept on all receipts and disbursements of the TRPC funds. The Treasurer shall cooperate with the Board's appointed independent agency or individual in the annual audit of the accounts and records of the TRPC. The Treasurer shall make available to each current Regular and Associate member a financial statement following the fiscal year being audited. The Treasurer shall install and supervise a system of billing and collecting dues and notifying all delinquent members of their accounts.

ARTICLE 10: MEETINGS

Section 10.1. Regular Board Meetings. The Regular Board meetings shall be called at least once each quarter. Regular Board meetings may be called more frequently (monthly) by the President or the Board of Directors, as in their discretion, as it becomes necessary. The Board of Directors may establish and change the Regular Board Meeting date, time, and place at their discretion.

Section 10.2. Special Meetings. A Special meeting may be called by the President or the Board of Directors at their discretion, as it becomes necessary. A similar notice of date, time, and place of these meetings are to



be mailed via the United States Postal Service or electronically to the membership list 24 hours prior to the time of any Special meeting.

Section 10.3. Election Meeting. The Secretary or Election Clerk shall provide written notice of the date, time, and place of the Election meeting addressed to each member of his/her address and said notice shall be mailed at least thirty (30) days prior to the election date.

ARTICLE 11: ELECTIONS

Section 11.1. Elections. For the purpose of all elections, either annual or special, each member, as defined in item 5.1. shall have one (1) vote. Associate and Ambassador members shall not have voting rights.

Section 11.2. Nominations and the Nominating Committee. A nominating committee shall be appointed prior to June 1st in the (odd) year to secure a nomination for Officers for the upcoming election.

Section 11.3. Nominating Committee Report. The nominating committee's report of the slate of Officers will be made no later than the election meeting in August of the (odd) year. The nominating committee may report earlier to the membership by either a written report mailed to members or at any TRPC Meeting.

Section 11.4. Floor Nominations. Nominations may be made from the floor at the last Election Meeting in August of the (odd) year.

Section 11.5. Candidates. Candidates shall be eligible to run for one (1) position only, however, a Chapter Officer can hold a seat on the State Board and their local Chapter. But if holding a seat on the State Board, he/she cannot vote on behalf of their Chapter. There must be a Representative from the Chapter to vote.

Section 11.6. Candidate Consent. Regular members in good standing who have given consent to the Nomination Committee or who have given consent at the time of the nomination from the floor shall be eligible for nomination. No Candidate may run for more than one (1) Executive Board position.

Section 11.7. Secret Ballot and Mail-In Ballot. Voting shall be by both secret mail-in ballots and by secret ballots delivered to the Secretary or the Election Clerk at the Election Meeting. The candidate with the largest number of votes shall prevail in the election. Mail ballots may be mailed out any time at least thirty (30) days prior to the Election Meeting. It is the responsibility of members using mail ballots to return them to either the Secretary, or designated Election Clerk, or to see that the ballots get to the Election Meeting.

Section 11.8. One Vote for Each Regular Member. Where the members are a partnership firm or a Corporation, each member shall register, in writing, with



the Secretary, the name and address of the person authorized to cast the firm's vote. In the event there is no such prior written registration, the first authentic secret ballot received from the member organization shall be accepted as valid. Any challenges may be resolved by the Secretary or the Election Official.

Section 11.9. Terms of Office. Terms of Office for the President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer shall be defined as two (2) year terms unless otherwise modified under the section devoted to Election. Terms of office shall be for the period of two (2) years for the Executive Board Officers and will run from January 1st of the (even) year following their election, to December 31st of the (odd) year. All Director Representatives from each recognized Local Chapter shall be defined as two (2) year terms unless otherwise modified under the Chapter Bylaws.

Section 11.10. Vacancies. In the event of a vacancy in either the Board or the position of any Officer, for whatever reason, the Board of Directors may appoint a replacement Officer to serve the remainder of that term or office.

Section 11.11. Election Meeting. This meeting shall be held during the month of November of the (odd) year with newly elected Officers taking over their duties at the first meeting of the TRPC in January of the following year.

Section 11.12. No Proxies. Proxies shall not be used for elections or for any other purpose.

Section 11.13. Voting Process. The Secretary may establish the secret ballot process regulations and may report to the General Membership the details of the process as well as serve as the Election Clerk; or appoint a formal Election Clerk; and designate Election Judges. Submission of faxed ballots may be accepted by the Secretary at the discretion of the Secretary. Any decision involving any elections by the Secretary must follow all rules set forth by the TRPC's Bylaws.

ARTICLE 12: QUORUM

Section 12.1. Quorum. Fifty-one (51%) percent of the number of the paid members or sixty (60%) percent of the full Board of Directors of the TRPC or eighty (80%) percent of the Executive Board, shall constitute a quorum for the transaction of business, at any meeting.

ARTICLE 13: AMENDMENTS

Section 13.1. Amendments. These Bylaws may be amended by:

1. Upon submission of the proposed amendment by the Executive Committee on its own or by motion at any Regular Board Meeting.
2. By a petition signed by fifty-one (51%) of members in good standing.



Section 13.2. Proposed Amendments. Proposed amendments by petition shall be mailed and/or electronically mailed to the membership not less than twenty-one (21) days prior to the meeting at which they are to be approved. The date, time, and place of the meeting for approval must be indicated in the said mailing.

1. An Amendment may be presented at any Regular Board Meeting, and if properly seconded, may be voted upon by Regular members attending the next Regular meeting or by mail ballot received either before or at the meeting. Verification of ballots shall be similar to that used for elections. No proxies may be used for amendments or for any other purpose.
2. The Executive Committee consists of the voting members of the Board of Directors.

ARTICLE 14: DISSOLUTION AND ASSETS

Section 14.1. Dissolution. The TRPC may dissolve subject to the requirements of the State of Colorado. When such action is contemplated, notice of this action will be given at least thirty (30) days prior to the Membership meeting at which action is sought.

Section 14.2. Dedication of Assets. The properties and assets of the TRPC are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of the TRPC, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, director or officer of the TRPC. In the event of a dissolution of the TRPC, all funds shall first be paid to satisfy any debts of the TRPC with the remainder to be paid to a charitable institution qualified under the IRS code# 501 (c)(6), to be chosen by the Board of Directors.

Section 14.3. Widows & Orphans. Upon liquidation or dissolution, all remaining properties and assets of the Widows & Orphans Fund shall be distributed and paid over to an organization dedicated to charitable purposes in the same industry and that has established its tax-exempt status under the Internal Revenue Code.

ARTICLE 15: PRESENTATION OF TRPC

Section 15.1. Presentation. No committee or individual member thereof, or member shall represent the TRPC in advocacy of, or in opposition, project legislation or other matter, without specific authorization from the Board of



Directors, nor expend any monies on the behalf of the organization without specifically included in the approved budget for the year.

Section 15.2. Publicity. No member shall create publicity or make statements in the name of the TRPC without specific authorization of the Board of Directors. The President shall be the official spokesperson for the TRPC.

ARTICLE 16: WIDOWS & ORPHANS FUND

Section 16.1. Widows & Orphans Fund. The Widows & Orphans Fund is a fund that is for an Operator's family where the Operator loses their life while in the line of duty. The Operator's family would be eligible to receive funds from the Widows & Orphans Fund regardless if they are an Operator for a Member or a Non-Member Company. The amount of funds dispersed from the Widows & Orphans Fund will be determined and approved by sixty (60%) percent of the full Board of Directors or eighty (80%) percent of the Executive Board. This fund cannot be used for any other purpose. The account is separate from the general funding account and is specifically designated for this purpose only.

ARTICLE 17: APPROPRIATION OF FUNDS

Section 17.1. Appropriation of Funds. All funds will be disbursed as described in Section 9.7. as well as any financial expenditures arising outside of the normal monthly bills that cannot wait until a monthly Board of Directors meeting can be approved by eighty (80%) percent quorum of the Executive Board. This includes funds involving the Widows & Orphans Fund.

ARTICLE 18: CHAPTERS

Section 18.1. Board Direction and Control. All Chapters of the TRPC shall be subject to the ultimate direction and control of the Board of Directors. The Board of Directors may establish and enforce such regulations as it may deem necessary for the conduct of all Chapters. The Board may suspend or terminate a Chapter for noncompliance with the Articles, these Bylaws, or other policy or rule enacted by the Board.

Section 18.2. Chapters. The Board of Directors is hereby authorized to establish Chapters of the TRPC. Separate Chapters may be established subject to the requirements of this Section. Each member of the TRPC may belong to one or more Chapters for no additional membership fee. For the purposes of these Bylaws, a Chapter is an organizational unit of the TRPC, which may be based upon geographic boundaries, various types of operations within the towing industry, or other defining characteristics, as approved by the Board, that fulfills the mission of the TRPC, as set forth in



section 2.2., and provides its members the opportunity for professional development and education.

Section 18.3. Financial Accountability. No Chapter shall have any authority to incur any obligations or indebtedness, or enter into any agreements in the name of, or for the account, of the TRPC unless specifically authorized to do so by the Board of Directors.

Section 18.4. Establishment Requirements. These are the requirements for the establishment of a Chapter:

1. **Size:** Each proposed Chapter shall consist of at least five (5) members unless the Board of Directors gives the Chapter an exemption.
2. **Review:** The State Board of Directors shall review the request. They may render a decision as to the acceptance of the Chapter request within sixty (60) days of their actual receipt of the request.
3. **Chapter Application Requirements:** Each proposed Chapter shall submit, in writing, its request for Chapter status to the State Board of Directors for review and approval. This request shall include the names, addresses, and telephone numbers of each of the proposed founding members. It shall also include the authorized mailing address and contact person for the proposed Chapter. The proposal must include the Chapter's preferred name, mission statement, and geographic or specialty area.

Section 18.5. Dues. Dues are set by the Board of Directors as stated in Section 7.2. and 7.3.

1. **Yearly Dues:** The membership year will run concurrently with the calendar year from January 1st through December 31st of each year.
2. **Prorated Dues:** For any new member joining after the first of each year, dues shall be calculated upon a monthly prorated basis. The prorated period shall include the month the new member joins plus the remaining months of the calendar year. This is only for first time members. Any renewal of a member for non-payment cannot be prorated.
3. **State Funding:** In case of need or unusual circumstances, each Chapter may request funding from the State. Such requests shall be made in



writing, and can be made electronically, and will be subject to review by the Executive Board.

Section 18.6. Duties of the Chapter. Each Chapter is required to do the following and provide the information to the State TRPC Secretary and Board of Directors:

1. Establish a Regular meeting (minimum of two (2) annually) date, time, and location.
2. Notify members of meeting agendas and keep minutes of the meeting activities and operations. A report will be given to the Executive Board at the monthly Board meetings.
3. Maintain a record of Chapter members and establish a line communication for emergency notification (i.e. disaster) use.
4. Coordinate with the Chapter issues of concern to the membership.
5. Support and comply with the Constitution and Bylaws of the State TRPC.

Section 18.8. Coordination with the State TRPC. The Chairman or the members of each Chapter may appoint a representative to serve on the State TRPC Board of Directors. Each Chapter may designate who their Voting Director will be, as well as alternates and this individual does not have to be a Chapter President.


The Board of Directors certifies that the following Bylaws are the current Bylaws, thereby replacing all Bylaws in effect prior to this date. All prior Constitutions and Bylaws are hereby revoked and replaced with this Constitution and Bylaws that are complete and correct as amended and approved by the Board of Directors, on (DATE), at the Regular Board Meeting. Signed by the Board of Directors:

Towing & Recovery Professionals of Colorado

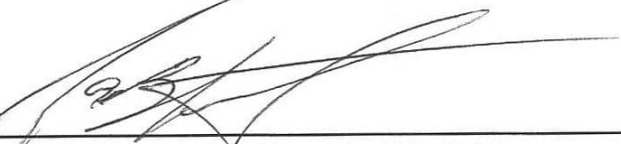
CERTIFICATE OF SECRETARY

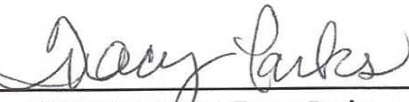
I hereby certify that the foregoing Bylaws were validly adopted at a meeting of the Board of Directors held on June 4, 2019 and are the current Bylaws of the Towing and Recovery Professionals of Colorado. This is verified by the signatures below of the Executive Board.

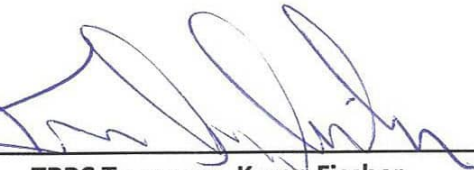


Signature:  Date: 6-4-19
TRPC President, John Connolly

Signature:  Date: 6-4-19
TRPC 1st Vice President, Rob Mooney

Signature:  Date: 6/4/19
TRPC 2nd Vice President, Jim Schofield

Signature:  Date: 6-4-2019
TRPC Secretary, Tracy Parks

Signature:  Date: June 4, 2019
TRPC Treasurer, Karen Fischer