

BYLAWS

COLORADO ASSOCIATION OF LEGAL SUPPORT STAFF

ARTICLE I

Name and Affiliation

The name of this Association is the COLORADO ASSOCIATION OF LEGAL SUPPORT STAFF (hereinafter "Association"). The COLORADO ASSOCIATION OF LEGAL SUPPORT STAFF is a nonprofit corporation organized pursuant to the laws of the State of Colorado.

ARTICLE II

Objectives, Goals and Purposes

The objectives and purposes for which this Association is formed are:

- A. To establish good fellowship among the members of this Association, and to promote and encourage a spirit of loyalty and cooperation between employer and employee.
- B. To further knowledge of the law and to uphold its honor and dignity.
- C. To create and promote a high standard of ethics among the Association members.
- D. To further the professional interests of legal support staff.
- E. Insofar as permitted by law, to do any other thing that in the opinion of the Board of Directors of the Association will promote the common benefit and enjoyment of the members within the Association.
- F. To transact all lawful business for which nonprofit corporation may be incorporated pursuant to the Colorado Nonprofit Corporation Code.

ARTICLE III

Chapter Affiliations and Members-at-Large

Section 1. Chapter Affiliations. Wherever there are four or more members of this Association in a county, city, town, municipality or other defined area, those members may form a local chapter of this Association.

- A. The name of a local chapter shall be the _____ Association of Legal Support Staff.
- B. Local chapters shall submit an application in the form approved by the Board of Directors, along with a copy of the chapter bylaws and membership roster to the Executive Committee.
- C. Once the application, bylaws and membership roster have been verified by the Executive Committee, a Certificate of Affiliation shall be issued to the local chapter.
- D. Local chapters shall be bound by the Bylaws and Standing Rules of this Association. Local chapter bylaws shall not be in conflict with these Bylaws.

Section 2. Members-at-Large. Members-at-large are those members working or residing in the State of Colorado who do not belong to a local chapter.

ARTICLE IV
Membership and Dues

Section 1. Membership. There shall be the following classes of membership:

A. Active. Active members of this Association shall be composed of members of local chapters and members-at-large. These shall consist of persons licensed to practice law or engaged as a secretary, legal assistant, paralegal, administrator or clerk in any law office; or any person employed in the courts, the trust departments of banks or trust companies, or in any public or private institution directly engaged in work of a legal nature.

B. Active Life. Any member of this Association who has been an Active Member of this Association and/or any other legal support staff professional association for twenty (20) consecutive years, shall automatically become an Active Life Member upon notifying the Membership Committee Chair that said member is qualified. Active Life Members shall retain all the rights, benefits and obligations of Active Members.

C. Associate. Any student or other individual not employed in the legal field or any person residing outside the State of Colorado shall qualify as an Associate Member of this Association. Associate Members shall have all rights and benefits of Active Members, except shall not be allowed to vote or to hold office.

D. Honorary. Honorary Members shall be elected to that status by the Board of Directors for outstanding or special service performed for this Association. Honorary Members shall not pay dues, hold office or have the right to vote.

Section 2. Dues.

A. The annual dues of this Association shall be Forty Dollars (\$40.00) per year for Active Members and Twenty Five Dollars (\$25.00) per year for Active Life Members and Associate Members.

B. The annual dues shall be due and payable on September 1 of each year and shall be delinquent October 1.

C. Dues for new members joining the Association after the midpoint of the fiscal year shall be one-half of the annual dues.

D. A reinstatement fee of Five Dollars (\$5.00) shall be applicable to members whose dues have not been paid by October 1 of the current fiscal year.

ARTICLE V
Officers, Nominations and Elections

Section 1. Elected Officers.

The elected officers of this Association shall be President, President Elect, Vice President, Secretary and Treasurer. These officers shall be elected by the delegates at the Annual Meeting.

Section 2. Appointed Officers.

The Parliamentarian shall be an appointed officer of this Association.

Section 3. Qualifications of Officers.

A. An officer of this Association shall have been a member of this Association for a minimum of one year and shall have attended a minimum of one Annual Meeting.

B. The President Elect shall have served at least one prior term as an officer of this Association. It is recommended that the Parliamentarian shall have served at least one prior term as an officer of this Association.

Section 4. Term of Office.

A. The President shall serve a single one-year term in that office, being succeeded automatically by the President Elect. The President Elect shall serve a single one-year term in that office, succeeding automatically to the office of President. Members holding the offices of Vice President and Secretary, shall serve no more than two consecutive one-year terms in the same office. The Treasurer shall serve a single two-year term, and shall be elected on even-numbered years unless a vacancy in that office occurs.

B. The term of office shall begin at the close of the Annual Meeting at which the officers are elected.

Section 5. Vacancy in an Elected Office. A vacancy in the office of President shall be filled by the President Elect. The vacancy thus created in the office of President Elect, and any other vacancy, shall be filled by ballot vote of the Board of Directors at the meeting immediately following said vacancy.

Section 6. Nominations. The Nominating Committee, consisting of three members, shall be elected at the Annual Meeting. Nominations for the Nominating Committee shall be made from the floor, and election shall be held immediately after the election of officers. A plurality vote shall elect, and the member receiving the most votes shall serve as chair of the Committee; or, in the event only three members are nominated and elected, the member first nominated shall serve as chair. No member may serve two consecutive terms on the Committee. A vacancy on the Nominating Committee shall be filled by the Board of Directors at the next meeting of said Board following said vacancy. The Nominating Committee shall:

A. Consider the qualifications of all candidates proposed by the membership or by members of the Nominating Committee. Names submitted for consideration of the Committee shall be accompanied by a statement of qualifications, and shall be received by the Committee by July 1.

B. Submit one or more names for each office to be filled. The report of the Committee shall be submitted to the President and Secretary to be included in the Official Call for the Annual Meeting. The Committee shall mail a copy of the report to each Chapter President by August 1 of each year.

C. Additional nominations may be made from the floor. No name shall be placed in nomination without the consent of the nominee.

Section 7. Elections. With the exception of the appointed officers, the officers of this Association shall be elected at the Annual Meeting, pursuant to the following requirements:

A. Elections shall be by ballot; however, if there is but one candidate for an office, the vote may be by voice.

B. A majority of the delegates certified and present shall elect the officers.

C. In the event of a write-in vote, consent of the candidate shall have been obtained in advance.

D. Only properly certified delegates shall have the right to vote.

ARTICLE VI
Duties of Officers

The duties of the officers shall be as implied by their respective titles under the Parliamentary Authority, or as defined in these Bylaws.

Section 1. President. The duties and responsibilities of the President include:

A. Presiding at all meetings of the Association, the Board of Directors and the Executive Committee.

B. Subject to the approval of the Executive Committee, appointing the Parliamentarian and all committee chairs, except the Nominating Committee.

C. Co-signing checks for authorized disbursements.

Section 2. President Elect. The duties and responsibilities of the President elect include:

A. Serving as chapter and member liaison.

B. Presiding at all meetings in the absence of, or at the request of the President.

C. Co-signing checks for authorized disbursements in the absence or inability of the President or the Treasurer.

D. Investigating any reports of unethical conduct by members.

E. Preparing and distributing *The State of the Association*.

F. Performing such other duties as may be assigned by the President or the Board of Directors.

The President Elect automatically succeeds to the office of President upon the expiration of the President's term, or if the office of President becomes vacant between elections.

Section 3. Vice President. The responsibilities and duties of the Vice President include:

A. Coordinating all public relations for the Association.

B. Serving as liaison to the Continuing Legal Education Committee.

C. Performing such other duties as may be assigned by the President or the Board of Directors.

Section 4. Secretary. The responsibilities and duties of the Secretary include:

A. Recording the Minutes of the meetings of the Association, the Board of Directors and the Executive Committee.

B. Distributing copies of the approved Minutes of Board Meetings and the Annual Meeting to the Board of Directors within 30 days of the meeting.

C. Maintaining all original legal documents, records and equipment including minutes, financial reports, Bylaws, Standing Rules, rosters, and other similar documents.

D. Keeping a current register and roster of the officers, board of directors, and committee chairs of the Association.

E. Conducting correspondence requested by the President, the Board of Directors, and the Executive Committee.

F. Sending notice of the Board of Directors meetings and agenda as furnished by the President at least 30 days prior to each Board Meeting.

G. Sending the Official Call for the Annual Meeting of the Association to all members of the Board of Directors, Chapter Presidents and Committee Chairs forty-five (45) days prior to the Annual Meeting.

Section 5. Treasurer. The Treasurer is the custodian of funds for this Association. The Treasurer's duties and responsibilities include:

A. Co-signing checks for authorized disbursement as directed by the Association or the Board of Directors.

B. Obtaining a position bond at the expense of the Association.

C. Preparing the annual budget for approval by the Board of Directors.

D. Preparing a statement of finances for distribution at all regular meetings of the Board of Directors and at the Annual Meeting of this Association.

E. Making the Association books available for audit.

F. Preparing and maintaining a complete membership roster for each fiscal year.

Section 6. Parliamentarian. The duties of the Parliamentarian include:

A. Advising the President and members on procedure when requested.

B. Interpreting Bylaws, Standing Rules, and other parliamentary authority when requested.

C. Maintaining a current file of the Bylaws and Standing Rules of this Association and having them available at all meetings.

D. Distributing current Bylaws and Standing Rules to all officers, directors and committee chairs, and to any member requesting the same.

E. Processing all proposed bylaws or bylaw amendments for the state and for local chapters.

ARTICLE VII Annual Meeting

Section 1. Meetings. An annual meeting of the members, to be known as the Annual Meeting, shall be held during September of each year. The date of said meeting shall be set by the Board of Directors at the Third Board Meeting each year.

A. Place. The location of the Annual Meeting shall be determined by plurality vote at the Annual Meeting the previous year.

B. Official Call. The President, through the Secretary, shall issue a Call to all chapter members, through Chapter Presidents and State Representatives forty-five (45) days prior to the Annual Meeting.

C. Quorum. A majority of the number of delegates who have been registered as attending shall constitute a quorum.

Section 2. Delegates.

- A. Each chapter shall elect three delegates and three alternates to represent it at the Annual Meeting.
- B. Members-at-large shall elect three delegates and three alternates to represent them at the Annual Meeting.
- C. Only properly certified delegates shall have the right to vote at the Annual Meeting.

ARTICLE VIII

Board of Directors and Executive Committee

Section 1. Board of Directors. The Board of Directors is the governing body of this Association between annual meetings and consists of the elected and appointed officers of this Association, one representative from each chapter and one representative elected by the members-at-large. One alternate state representative may be designated by each local chapter and by the members-at-large for purposes of voting at any meeting of the Board of Directors. One-third of the members of the Board of Directors constitutes a quorum. No member of the Board of Directors shall receive any salary or compensation.

The Board of Directors shall:

- A. Exercise the powers provided by these Bylaws and as authorized by the membership.
- B. Adopt its own Standing Rules governing procedure.

Immediately following and at the same place as the Annual Meeting, the Board of Directors shall meet and determine places for not more than two other meetings for the ensuing fiscal year.

Special meetings may be called by the President or six members of the Board. Written notice setting forth the date, time, place and purposes of the meeting shall be given by the Secretary at least two weeks prior to the date set for the special meeting.

Section 2. Executive Committee. The Executive Committee consists of the elected and appointed officers. A majority of the Committee constitutes a quorum. No member of the Executive Committee shall receive any salary or compensation.

The Executive Committee shall:

- A. Have the authority to dispose of emergency matters which arise between meetings of the Board of Directors, but shall have no authority to dictate any policy of this Association.
- B. Meet following the Annual Meeting each year to approve the appointment of the appointed officer and committee chairs and at such other times as the President may determine.

ARTICLE IX

Committees

Section 1. Appointed Committees. The Committees of this Association shall include:

- Annual Meeting
- Audit
- Bulletin
- Credentials
- Continuing Legal Education
- Guidelines

History
Marketing/Professional Association Liaison
Membership
Outstanding Member
Pro Bono
Professional Certification
Scholarship
Ways & Means
Web Site

Section 2. Appointments. The President shall appoint all chairs, except the Nominating Committee, subject to the approval of the Executive Committee, and shall report the appointments at the First Meeting of the Board of Directors following the Annual Meeting. The President is an ex-officio member of all committees except the Nominating Committee.

Section 3. Duties. The duties of the Committees shall be as set forth in these Bylaws and the Standing Rules. Additional duties may be assigned by the President or the Board of Directors of this Association.

A. Annual Meeting. This committee shall plan and promote the Annual Meeting of this Association.

B. Audit Committee. This committee shall audit the books of this Association two times per fiscal year and report the results of the audits at the Second Board Meeting and at the Annual Meeting.

C. Bulletin. This committee shall prepare and publish the bulletin of this Association, including all publicity releases therein. All publicity releases shall be approved by the Vice President.

D. Continuing Legal Education. This committee shall plan and promote educational seminars sponsored by the Association; apply for grants and other funding to support educational programs; and assist chapters, upon request, with seminars and classes, and other continuing legal education information.

E. Credentials. This committee is responsible for verifying the certification of delegates at the Annual Meeting and maintaining a record of all delegates and alternates in attendance at the Annual Meeting for purposes of confirming voting eligibility.

F. Guidelines. This committee shall keep current the Guidelines to assist officers and committees through the experience of those who have served as officers and committee chairs. The *Association's* Guidelines are not binding.

G. History. This committee is in charge of preserving the present fiscal year's history of this Association.

H. Marketing/Professional Association Liaison. This committee shall coordinate public relations for the Association with the assistance of the Vice President; and shall cooperate with and assist the various state and local bar associations and other related professional associations, when possible.

I. Membership. This committee shall work with the President Elect to organize chapters in the state, and shall assist chapters in membership retention and obtaining new members.

J. Outstanding Member. This committee shall be in charge of the state recognition of a member exhibiting outstanding service and professionalism, and shall assist chapters in the competition.

K. Pro Bono. This committee shall coordinate pro bono activities for the Association.

L. Professional Certification. This committee shall keep members informed of application dates, eligibility requirements and testing centers in the state; assist chapters in establishing study groups; work with the Continuing Legal Education Committee to provide certification program education; and handle all inquiries regarding certification programs available to support staff.

M. Scholarship. This committee shall be responsible for the scholarship program adopted by the Association, including distributing scholarship applications, and awarding one or more scholarships each year at the Annual Meeting, the number and amounts of which shall be determined each year at the First Board Meeting. The chair of the Scholarship Committee shall serve as a member of the Ways and Means Committee.

N. Ways and Means. This committee shall arrange and administer all fundraising projects and shall allocate 25% of the annual profits from all Ways and Means fundraising projects for contribution to the Scholarship Fund.

O. Web Site. This committee is in charge of developing and maintaining the Association's web site.

Section 4. Special Committees. Special committees may be appointed by the President as the Association or the Board of Directors shall deem necessary.

ARTICLE X Fiscal Year

The fiscal year of this Association shall be September 1 through August 31 inclusive.

ARTICLE XI Parliamentary Authority

In the event a conflict or dispute arises regarding the governing of this Association for which no provision is contained in the Articles of Incorporation, Bylaws or Standing Rules of this Association, Robert's Rules of Order Newly Revised may be consulted as the parliamentary authority for resolving said situation.

ARTICLE XII Amendments to Bylaws

Section 1. Amendment. These Bylaws shall only be altered, amended or repealed, and new Bylaws shall only be adopted by a two-thirds vote of the directors present at any meeting of the Board of Directors at which a quorum is present after a thirty-day notice to all members of the Board of Directors. Automatic grammatical and correlation changes in these Bylaws or amendments thereto, or in any Standing Rules or amendments thereto, which in no way alter the intent of the respective Bylaw, Standing Rule or amendment thereto, shall be effected by the Parliamentarian subject to the approval of the President.

Section 2. Suspension. A Bylaw of this Association may be suspended **in case of an emergency** by a two-thirds vote of the Board of Directors present at any meeting. Any such suspension shall be valid for that meeting only.

ARTICLE XIII Dissolution

In the event of dissolution of the Association, all property and assets shall be distributed pursuant to the Internal Revenue Code and the Articles of Incorporation of this Association.

CERTIFICATE

I hereby certify that the foregoing Bylaws, consisting of nine pages, including this page, constitute the Bylaws of the Colorado Association of Legal Support Staff, adopted and amended by the members of the corporation as of September 24, 2005.

Audrey E. Brekel, Parliamentarian

Amended 9/97
Amended 9/98
Amended 9/03
Amended 9/05