

AFFILIATED ASSOCIATION MEMBERSHIP SAMPLE BYLAWS

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ARTICLE I: NAME

The name of this association shall be _____. This association shall be affiliated with the National Association of Legal Assistants, Inc.

ARTICLE II: PURPOSE

- 2.1 For small associations, with membership located in a limited area, the membership may decide that standing rules are not needed and that the bylaws of the organization may be drafted in greater detail, which would include the two basic ingredients of bylaws -- policy and philosophy coupled with procedures -- information on the means of achieving the policy and philosophy.
- 2.2 To encourage a high order of ethical and professional attainment.
- 2.3 To further education among members of the profession.
- 2.4 To cooperate with bar associations.
- 2.5 To support and carry out the programs, purposes, aims, and goals of the National Association of Legal Assistants, Inc.

ARTICLE III: POLICY

This association shall be nonsectarian, nonpartisan, nonprofit and nonunion. No actions or programs may be initiated or undertaken (now or in the future) in conflict with the bylaws of the National Association of Legal Assistants, Inc., or of the policies of that association.

ARTICLE IV: MEMBERSHIP

Membership in this association shall be open to paralegals, students in paralegal programs, attorneys, or paralegal educators, based on requirements approved by association members. All members may vote and hold office in this association. [Exception of multiple classes of members.]

ARTICLE V: APPLICATION FOR MEMBERSHIP

Application for membership shall be submitted to the affiliated association on forms approved by the association's membership. The forms should clearly state that the association is an affiliated association of the National Association of Legal Assistants, Inc. and that all members are bound by the NALA Code of Ethics and Professional Responsibility in addition to any code adopted by the association. Approval of membership shall be noted on the forms in accordance with standing rules adopted by this association.

ARTICLE VI: MEETINGS

This association shall meet at not less than quarterly intervals, which may include attendance at association sponsored seminars or workshops. One-fourth of the membership of this association shall constitute a quorum. In the event of a vote of dissolutionment, a quorum shall consist of two-thirds of the voting members of the association. Special meetings may be called by the President upon 15 days written notice to all members of record.

It is required that this association hold a minimum of four educational events or a total of 10 hours of education during each fiscal year in order to maintain affiliation with the National Association of Legal Assistants, Inc. These programs may be held in connection with a regular meeting of the membership. Annual meeting programs shall be held in August or September for the purpose of electing officers, hearing reports of officers and chairpersons, electing a NALA Liaison, and adopting a budget for the ensuing fiscal year. Notice of the annual meeting shall be in writing to all members of record at least 30 days prior to the meeting. Notice will also contain the slate of officers.

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ARTICLE VII: DUES AND ASSESSMENTS

The dues of this association shall be \$_____ per year, due August 1 of each year, payable by October 1. Dues shall not be prorated.

ARTICLE VIII: OFFICERS, EXECUTIVE COMMITTEE AND CHAIRPERSON

The elected officers shall be the President, Vice President, Treasurer, Secretary, and NALA Liaison.

The appointed officer shall be the Parliamentarian.

The Executive Committee shall be composed of elected and appointed officers. The Executive Committee shall act as a planning committee bringing recommendations to the membership for a vote. This committee shall meet at least quarterly and at other times as called by the President.

Term of office shall be one year. Successive terms shall be limited to one year.

No officer or member shall be compensated for association duties. However, upon majority vote of the membership, persons may be reimbursed for out-of-pocket expenses in connection with association related activities, provided the expenses have been authorized expenditures.

ARTICLE IX: ELECTION OF OFFICERS

The President shall appoint a nominations and elections Chair at least 60 days prior to the annual meeting of the association to present a slate of officers to the membership 30 days prior to election. No name shall be on the slate without consent of candidate. Nominations from the floor shall be accepted and election shall be by majority vote of members present.

Names of appointed officers must be presented by the President by the first meeting of the new fiscal year.

Names of newly elected or appointed officers shall be submitted to NALA and the Affiliated Associations Director within 30 days after election and/or appointment.

In the event the association has more than one class of membership, only full voting members may hold office. Unexpired terms of office shall be filled by appointment of the Executive Committee.

Any officer (elected or appointed) absent from three consecutive meetings, without good cause, may be removed from office by the Executive Committee.

ARTICLE X: STANDING AND SPECIAL COMMITTEE CHAIRPERSON

The President shall appoint the following standing committee chairs:

- Educational Programs and Membership (*Vice President*)
- Finance (*Treasurer*)
- Nominations & Election
- Audit Committee
- Public Relations

A Special committee chair may be appointed by the President, as needed, with the approval of the membership.

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ARTICLE XI: DUTIES OF ELECTED AND APPOINTED OFFICERS AND CHAIRS

President. The President shall preside over all executive committee, board of directors, and membership meetings. The President shall appoint a Parliamentarian, special and standing committee chairs as provided in these bylaws. The President shall pass files to successor immediately upon installation and shall cause all other officers and chairs files to be passed to respective successors. The President shall be ex-officio (non-voting) member of all committees except the committee on nominations and elections.

Vice President. The Vice President shall preside and shall assume all duties assigned to the president in the president's absence. This officer shall automatically be chair of the committee on education. These duties shall include planning seminars, workshops and working with NALA in the event of co-sponsorship of any programs. The Vice President shall also be responsible for fulfilling the educational requirements under Article VI of these bylaws and shall report such educational meetings to the NALA Liaison.

The Vice President shall automatically be chair of the membership committee and shall be charged with the responsibility of developing programs to encourage membership in the association. This officer shall receive applications for membership and present names of applicants to association members for acceptance or rejection. Upon approval of membership, application cards shall be signed by this officer and delivered to the treasurer with dues payment. The Vice President shall work with her national counterpart (NALA Vice President) to encourage membership in NALA.

Secretary. The Secretary shall be responsible for minutes for all meetings and keeping permanent minutes. This officer shall assist the President in any way including giving notice of meetings. Association minutes of any meeting shall be available to the NALA President upon request.

Treasurer. The Treasurer shall deposit all funds and make all disbursements, subject to approval of the Executive Committee and as provided in the budget. Any extraordinary expenses must be approved by the membership before obligation to pay. The Treasurer shall be chair of the finance committee which committee shall prepare a budget for the ensuing fiscal year which shall be adopted by the membership at the annual meeting. (Budget shall be submitted to the Executive Committee prior to presentation at annual meeting.) The Treasurer may be bonded (premium paid by association). All disbursements of association funds must be by association check, signed by the Treasurer. This officer shall submit a written financial report at each regular meeting to be attached to official minutes as part of permanent record. The Treasurer (or other affiliate officer) is also responsible for keeping a current roster of membership and reporting the membership annually to NALA with the renewal fee for continued affiliation with NALA.

NALA Liaison. This officer shall be a NALA Active type member, shall be familiar with the NALA Bylaws, and shall represent the association at the NALA annual meeting of affiliated associations. In the event the NALA Liaison is unable to attend the NALA annual meeting of affiliated associations, the association may designate another NALA active type member to serve as its representative. This officer shall report biannually on association activities to the NALA Affiliated Associations Director on forms provided by NALA, and shall report all officers' names to NALA and the NALA Affiliated Associations Director.

This officer may submit items the association wishes discussed to the NALA Affiliated Associations Director and shall participate in discussion sessions at NALA annual meetings. A report to association members on the NALA annual meeting will be required.

This officer shall, within 60 days of passage, notify the NALA Affiliated Associations Director of any changes in the association's bylaws. This officer shall be the main contact between NALA and the association. This officer shall be a member of the governing body of this association.

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Parliamentarian. The Parliamentarian shall attend all meetings and give opinions on parliamentary procedures upon request of the President. This officer shall be familiar with association bylaws and NALA Bylaws, shall receive all proposed bylaw amendments, and shall prepare standing rules and amendments to standing rules and bylaws upon request of the Executive Committee. Robert's Rules of Order Newly Revised serves as parliamentary authority for items not covered by these bylaws or the association standing rules.

Audit Committee. The Audit Committee will be composed of a past treasurer and two members selected by the president whose purpose is to audit the treasurer's books at the close of the fiscal year prior to the transfer of accounts to the newly elected treasurer. In the event the incumbent treasurer is elected to a second term, the audit will be performed following the annual meeting and prior to the first regular meeting of the membership.

Nominations and Elections. See Article 9.

ARTICLE XII: FISCAL YEAR

The fiscal year of this association shall be from _____ to _____.

ARTICLE XIII: CODE OF ETHICS

Every member of this association shall subscribe to and be bound by the Code of Ethics and Professional Responsibility of the National Association of Legal Assistants, Inc., and any other code so adopted by the membership of this association. Violations of the NALA Code shall be grounds for immediate dismissal from membership and/or removal from office.

*** (Here the association should provide for a member's right to appeal ethical charges and/or dismissal of membership.)*

ARTICLE XIV: AMENDMENTS TO BYLAWS

Bylaw amendments (**not in conflict with NALA Bylaws**) may be adopted by two-thirds of members present at any regular meeting. The NALA Affiliated Associations Director must be advised of any amendments within 60 days of passage.

ARTICLE XV: DISSOLUTION

In the event of dissolution of this association, all property and assets shall be distributed to a nonprofit charitable organization as defined by the Internal Revenue Code, to be selected by a majority vote of the remaining members of the association, notice having been given to members of the association and the NALA Affiliated Associations Director at least 15 days prior to the meeting. In no event shall any of such property and assets be distributed to any member or private individual.

ARTICLE XVI: DISSOLUTION

Affiliation with the National Association of Legal Assistants, Inc., is renewable each year by payment of an affiliation fee and attached to a current membership roster. In the event of suspension of affiliation, this association may reaffiliate with NALA by submitting a new application with membership roster, bylaws, sample of educational programs, petition, and current initial fee. In addition to the renewal fee, this association must comply with the required reports and requested procedures as outlined in these bylaws. The annual renewal fee is payable on October 1 and delinquent November 1. Payment received after due date must be accompanied by a late fee penalty established by NALA. This affiliation agreement shall be reviewed periodically by the President and Affiliate Director of the National Association and the President and NALA Liaison of the Affiliate Association, at the request of either party. Each party agrees that this agreement may from time to time be amended by attachment executed by the President and Secretary of each party, subject to the approval of the Board of Directors of each of the parties hereto.