

BYLAWS
OF
MT. DIABLO LEGAL
PROFESSIONALS
ASSOCIATION

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BYLAWS OF MT. DIABLO LEGAL PROFESSIONALS ASSOCIATION

ARTICLE I.

NAME

- Section 1. The name of this Association shall be MT. DIABLO LEGAL PROFESSIONALS ASSOCIATION (California).
- Section 2. This Association shall be affiliated with Legal Secretaries Incorporated, also known as, and hereafter referred to as LSI.

ARTICLE II.

OBJECTS AND PURPOSES

- Section 1. The objects and purposes of this Association are:
- (a) To stimulate a high order of business and professional attainment;
 - (b) To further our knowledge of the law, and to uphold its honor and dignity;
 - (c) To disseminate information and knowledge of interest to our members;
 - (d) To create a high standard of ethics among our members;
 - (e) To further the interests of legal professionals;
 - (f) To establish good fellowship among the members of this Association.
- Section 2. This Association shall be non-sectarian, non-partisan, non-profit, and non-union.

ARTICLE III.

MEMBERSHIP

Section 1.

There shall be three (3) classes of membership in this Association, which shall be defined as follows:

(a) ACTIVE

Shall consist of persons licensed to practice law, or engaged as a stenographer, paralegal, secretary, typist, clerk or reporter in the office of any attorney licensed to practice law in this State; or who is engaged as a legal assistant; any person employed in courts, trust departments of banks, or trust companies, or in any institution or office directly engaged in work of a legal nature including the public offices of the United States government, cities, counties or municipalities for a period of at least six (6) months; or who possess, or is in the process of obtaining a degree or certificate from an educational institution which is related to the legal field. This section includes persons employed by businesses that provide legal services to the legal community.

Active members may retain this status though not employed as above set forth, provided that such member has been an active member of this Association for at least one (1) year, and shall have all the rights and privileges of active membership, except the eligibility for elective office in this Association.

(b) HONORARY

An honorary member shall be a person elected to that status by reason of some special service to this Association or to the community. An honorary member shall not be eligible to hold office, shall not have voting privileges, and shall not be liable for dues.

(c) LIFE

Upon motion made, a member who has been in good standing and continuous service shall be granted life membership. A life member shall have all the rights and privileges of active membership in Mt. Diablo Legal Professionals Association, including serving as a committee chairman, or member of a committee, but may not hold elective office. A life member shall not be responsible for paying yearly dues and shall not be liable for LSI per capita tax.

ARTICLE IV.

OFFICERS

Section 1. The elected officers of this Association shall be:

President,
Vice President,
Secretary,
Treasurer, and
Governor.

The appointed officers of this Association, who shall be appointed by the President within thirty (30) days after her election, or as soon thereafter as possible, shall be:

Parliamentarian and Historian.

Section 2. Eligibility for office of this Association shall be:

- (a) No person shall be eligible to any office in this Association who is not at the time of her election or appointment an active member in good standing.
- (b) Any nominee for any elective office shall be employed in work of a legal nature and shall have been a member of this Association for not less than one (1) year. Any nominee for the office of President shall have served one (1) year the Board of Directors.

Section 3. Elected officers shall hold office for the term of one year, or until their successors have been elected and qualified, except for the term of office of the Governor which shall be for two years. No president shall be elected for more than two years consecutively.

Section 4. Vacancies in any elective office, except the office of President, shall be filled for the unexpired term by majority vote of those present and voting at the first meeting of the Board of Directors following the effective date of the vacancy. In the event of a vacancy in the office of President, the Vice President shall become President for the unexpired term.

Section 5. Rule By Special Committee. In the event the Nominations and Elections Committee is unable to provide a full slate of officers for the upcoming fiscal year, specifically if there is no nominee for the office of President, the majority of the current Membership may

elect, by majority vote of 2/3 of those present, to Rule by Special Committee. Voting to put this specific rule into effect (for the association to be ruled by a special committee) shall be by voice vote (no proxy votes) by the general membership. The Membership shall agree on a chairperson, governor, and treasurer. The chairperson shall act as secretary and keep records of all meetings. If the Association is ruled by Special Committee, the Special Committee shall hold office for a term of one year, or until a full slate of officers has been elected by the general membership. Rule by Committee shall be for no more than two consecutive years, but may be waived by majority vote, 2/3 of those present, by the general membership if necessary. Should there be no Board of Directors and this association rules by special committee, per Article IV, Section 5 of these Bylaws, then the power that would have been delegated to the board of directors will be given to the special committee.

ARTICLE V.

DUTIES OF OFFICERS

- Section 1. **Duties.** The duties of the officers shall be such as are implied by their respective titles and such as are specified in these bylaws. Each officer shall keep accurate records of her/his work and turn them over to her/his successor. The annual written reports of all officers of this Association shall be filed with the Secretary and become a permanent record of this Association.
- Section 2. **The President.** The President shall preside at all meetings of this Association and of the Board of Directors and shall perform such other duties as ordinarily pertain to the office. It shall be the duty of the President to appoint all appointive officers and the chairmen of the committees, subject to the approval of the Board of Directors. The President shall be an ex-officio member of all committees except the Nominations and Elections Committee. The President will be a delegate to Annual Conference.
- Section 3. **The Vice President.** In the absence of the President, the Vice President shall assume all duties of the President and perform the other duties as usually pertain to that office, or as may be assigned by the President or the Board of Directors. The Vice President shall be the chairman of the Membership Committee. See Article VII, Section 3(a).

Section 4.

The Secretary. The secretary shall keep a correct record of the proceedings of all meetings of the Association and of the Board of Directors. The Minutes of the Board Meeting of the previous month shall be read at each Board Meeting. The Minutes of the General Membership Meeting for the previous month shall be distributed at the next General Membership Meeting. Members not attending the monthly meeting who desire a copy of the Minutes can request a copy from the Secretary. She/He shall prepare and send out all notices and correspondence and keep an accurate file thereof, together with a correct register of the officers of this Association, the chairmen of committees, and all other data required by the President or the Board of Directors. She/he shall also preserve in a permanent file all records and letters of value to the Association and to its officers. All records and letters, including the minute book, shall be turned over to her/his successor at the close of the term.

Section 5.

The Treasurer. The Treasurer shall have charge of all monies of the Association and shall distribute an up-to-date report to the members at each General Membership Meeting. Those members not attending the meeting who desire a copy of the report may request same from the Treasurer. She/He shall collect all dues from the members, giving proper receipt therefor. She/He shall pay all bills upon authorization by the Board of Directors of the Association. She/He shall keep an itemized record in a permanent file of all receipts and expenditures and give a written report of the same upon the request of the President or the Board of Directors. She/He shall collect the State per capita tax from each member at the time of collecting the dues of said local Association and shall hold the same in trust for the State organization, and shall pay such State per capita taxes to the Treasurer of LSI, such payments to be made in accordance with the requirements of LSI, together with such other reports as may be required by the State Treasurer. She/He shall keep a complete list of all paid up members at all times for the records of this Association.

Section 6.

The Governor. It shall be the duty of the Governor to attend all meetings of the Board of Governors of LSI and to act as a representative of this Association. She should be familiar with State and Local bylaws. She shall furnish the Association editor and press chairman with the facts about the board meetings. Prior to State meetings, she should make sure that Association chairmen have sent local reports to State chairmen. If any chairman fails to submit such report, it shall be the duty of the Governor to compile and present the report of that committee. She/He should maintain a complete file including copies of minutes of all State meetings, to

be passed on to her/his successor. The Governor shall attend all LSI Quarterly Conferences and LSI Annual Conference. If she/he is unable to attend a governor pro-tem shall be appointed by the Board of Directors. The governor pro-tem shall have the same rights and duties as the Governor. The Governor will be a delegate to Annual Conference.

Section 7. **The Parliamentarian.** The Parliamentarian shall advise the presiding officer on all questions of order and see that parliamentary procedure is followed in all things; she/he shall interpret the bylaws of the Association and the policies adopted by it. She/He shall attend all regular and special meetings of the membership and the Board of Directors. The Parliamentarian shall be the chairman of the Rules committee. See Article VII, Section 3(i).

Section 8. **The Historian.** The Historian shall prepare a complete history book of the Association for the current year for display at the Annual Conference of LSI. Said history book shall conform to the rules established by LSI.

Section 9. **Brass Tacks.** In addition to the specific duties outlined in these bylaws, each officer shall perform the duties prescribed for ~~him/her/him~~ in Brass Tacks, published by LSI. A copy may be requested from a member of the Board of Directors.

Section 10. **Removal and Resignation.** Any Officer may be removed, either with or without cause, by a 2/3 vote of the Board of Directors, at any time. Any such removal shall be without prejudice to the rights, if any, of the Officer. Any Officer may resign at any time by giving written notice to the Board of Directors, but without prejudice to the rights, if any, of the Board of Directors. Any such resignation shall take effect at the date of the receipt of such notice or at any later date specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

ARTICLE VI.

BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the elected and appointed officers of this Association.

Section 2. The Board of Directors shall have general supervision of the affairs of the Association in the interim between business meetings and shall report thereon at the next business meeting of the Association. It shall perform such other duties as may be assigned to it by the Association and these bylaws.

ARTICLE VII.

COMMITTEES

Section 1. **Standing Committees.** Within thirty (30) days after taking office, or as soon thereafter as possible, the President shall appoint the chairmen, of the following committees and any other committees deemed appropriate:

Membership
Legal Procedure
CCLS/Legal Secretarial Training
Employment
Professional Liaison
Interclub
Public Affairs/Publicity
Ways and Means

Section 2. **Special Committees.** Special committees may be appointed from time to time as deemed necessary, with duties set forth in the Standing Rules.

Section 3. **Duties of Committees:**

(a) Membership.

(Vice President to handle) It shall be the duty of this committee to present the advantage of membership to all legal professionals within the territorial limits of this Association, and to do everything possible to increase membership. It shall receive all applications for membership and for reinstatement, examine thoroughly into the qualifications of all applicants and submit its recommendations for acceptance or rejection thereof to the Board of Directors. It shall submit the membership report of the acceptance of the applicant by the Board of Directors to the members at the next regular meeting for approval. It shall advise all applicants of their acceptance or rejection.

(b) Legal Procedure

This committee shall keep the membership informed on all matters of legislation pertaining to statutory changes in the law, as well as changes to local court rules, and any other court procedures.

(c) CCLS/Legal Secretarial Training.

It shall be the duty of this committee to: (1) promote the California Certified Legal Secretary program; (2) conduct any course of study sponsored by the association, and to supervise and promote interest in the program; (3) present and be in charge of any legal instruction program; and (4) keep all study materials necessary for promoting the CCLS program.

(d) Employment.

It shall be the duty of this committee to obtain information concerning employment possibilities in the community and to keep a file on information pertaining to available secretaries, paralegals, clerks, or stenographers for permanent or substitute work, and to keep a file of applications for employment for the members of this Association. There shall be no charge for such service.

(e) Professional Liaison.

The duties of this committee shall be to encourage good public relations between the local Bar Association, this Association and the State organization.

(f) Interclub.

It shall be the duty of this committee to encourage the exchange of ideas between this Association and others in the area, to visit neighboring associations and to represent this Association at meetings of other clubs whenever possible.

(g) Public Affairs/Publicity.

This committee shall consider such public matters as it deems newsworthy of consideration or which are consistent with the purpose of legal secretaries' associations and shall seek to promote the cooperation of all local associations in furthering approved actions on public affairs and objectives of this Association. It shall be the duty of this committee to supervise the

placing of news items and releases concerning the Association in local publications and to keep a record of any items so published.

(h) Ways and Means.

This committee shall devise ways and means of raising funds for the Association in order to meet the financial requirements not covered by membership dues.

(i) Rules.

It shall be the duty of the rules committee to keep advised of changes in State bylaws governing local associations, and to prepare and present this Association with proposed amendments to the bylaws in keeping with such State changes and as required by the Association. The parliamentarian shall be chairman of this committee.

ARTICLE VIII.

MEETINGS

Section 1. Regular Meetings. The regular meetings of this Association shall be held on the second Monday of each month, at such time and place as may be determined by the Board of Directors. The date and time of the meeting may be changed by a two-thirds vote of the members present at the previous meeting, except in an emergency, when the Board of Directors, by a two-thirds vote, may change the date of the meeting.

Section 2. Annual Meeting. The regular meeting in March shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 3. Special Meetings. Special meetings may be called by the President or by the Board of Directors, or by any five members, provided all members are notified in writing of the date, time, place, and purpose of such meeting. No matter shall be considered at a special meeting except that stated in the call to the meeting.

Section 4. Board of Directors. The Board of Directors shall meet at least once a month prior to the regular meeting date or upon the call of the President, or any three of its members. Said meeting may be conducted in person, by email, by Web conference, or by

telephone conference at the direction of the President, with consent from all Board members.

Section 4.1.

Information regarding the date and time of Board meetings will be posted on the association Website two weeks before the scheduled meeting.

ARTICLE IX.

NOMINATIONS AND ELECTIONS

Section 1.

At least sixty (60) days prior to the annual meeting of the Association, a committee on Nominations and Elections shall be chosen, and shall consist of three members chosen by the Membership of the Association. This committee shall prepare for publication in the February issue of the Quid Novi a slate consisting of two or more nominees, whenever practicable, for each office. This committee shall nominate at least two (2) and not more than three (3) members from whom the delegates and alternates to the Annual Conference of LSI may be elected. Further nominations may be made from the floor in all cases prior to balloting at the March membership meeting. No name shall be placed upon the ballot without first having procured the consent of each person to serve if elected.

Section 2.

Election shall be by ballot at the regular March meeting on the slate of nominees presented by the Nominations and Elections Committee and on nominations from the floor. A chairman and two tellers shall be appointed by the President who thereupon shall declare elected to each office the candidate receiving the majority of votes cast for the particular office.

Section 3.

All officers so elected shall be installed at the regular April meeting and shall commence the duties of their respective offices May 1.

ARTICLE X.

REPRESENTATION

Section 1.

One delegate and up to one alternate shall be elected from the membership at large to represent this Association at the Annual Conference of LSI. They shall be elected in the same manner as provided for the election of officers. The Governor and the

incoming President along with the elected delegate, shall be delegates to Annual Conference.

Section 2. All delegates and alternates shall be elected not less than thirty (30) days prior to the date of the annual meeting of LSI, and their election shall be evidenced by a certificate duly authenticated by the President and the Secretary of this Association and furnished to the Executive Secretary of the State organization.

ARTICLE XI.

FISCAL YEAR

Section 1. The fiscal year shall be from the first day of May to the last day of April of the following year, inclusive.

ARTICLE XII.

QUORUM

Section 1. Regular and Special Meetings. The members of this Association present at a regularly-scheduled general meeting or a duly called special meeting shall constitute a quorum for the transaction of business at said meeting.

Section 2. Board of Directors. A majority of the members of the Board of Directors shall constitute a quorum of that body.

ARTICLE XIII.

AMENDMENTS TO OR SUSPENSION OF BYLAWS

Section 1. Amendment. These bylaws may be amended by the parliamentarian submitting two (2) copies of the proposed amendments to the Parliamentarian of LSI. Following approval by the LSI Parliamentarian, one approved copy will be returned for approval at any regular meeting of this Association by a two-thirds vote of the active membership present, provided that written notice of the proposed amendment shall have been given to each active member at least fifteen (15) days preceding the meeting at which such amendment is to be submitted. After adoption by the members, the parliamentarian attaches a Certificate of Secretary as to the date of adoption and forwards to the LSI Parliamentarian.

Section 2.

Suspension. A bylaw of this Association may be suspended in case of emergency by two-thirds vote of the active members present at a regular meeting of this Association, but only for a single meeting.

ARTICLE XIV.

CODE OF ETHICS

Section 1.

Each member of this Association shall subscribe to the Code of Ethics as set forth in Article II of the Bylaws of LSI, and shall agree to be bound thereby. The President shall receive complaints as to violations of this code and shall present them to the Board of Directors for investigation. In the event the Board of Directors, by majority vote, finds cause to believe that the Code of Ethics has been violated by the member, such violation of ethics shall be reported in writing to the Vice President of the State organization. The matter shall then proceed as provided in Article XX of the Bylaws of LSI.

ARTICLE XV.

DISCIPLINARY ACTION

Section 1.

In the event any member shall violate any of the rules of this Association, such member may be expelled in the manner following:

- (a) A two-thirds vote of all members present at a regularly-called meeting in favor of such expulsion.
- (b) At least fifteen (15) days prior to such meeting, the Secretary shall send by registered mail to such member's last known address a notice of the pending action, together with a copy of the charges.
- (c) Upon expulsion, such member shall have the right to appeal to the State Board of Governors.

ARTICLE XVI.

PARLIAMENTARY AUTHORITY

Section 1. "Robert's Rules of Order, Newly Revised" shall govern this Association in all cases to which they are applicable and insofar as they are not inconsistent with these bylaws and the Bylaws of LSI.

Section 2. Any situation arising not specifically addressed in these Bylaws will be referred to the Bylaws of LSI.