Bylaws
of the

ARKANSAS
TRIAL COURT ASSISTANTS
ASSOCIATION

[Adopted March 7, 2013]

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ARTICLE I

Name and Affiliation

The name of this association is Arkansas Trial Court Assistants Association. It shall be affiliated with the Arkansas Judiciary. This Association shall be non-sectarian, non-partisan, non-profit, and non-union.

ARTICLE II

Objects and Purposes

The object and purposes for which this association is formed are:

A. To establish good fellowship among the members of this association.

B. To stimulate a high order of professional attainment.

C. To further our knowledge of the law and to uphold it's honor and integrity.

D. To create a high standard of ethics among our members.

E. To further the interests of Trial Court Assistants throughout the State of Arkansas and to assist in every possible way to carry out the objectives of this association.

ARTICLE III

Membership

Members shall consist of persons employed as a Trial Court Assistant or Court Administrator for a duly elected or appointed judge for the State of Arkansas and who are considered a member in good standing. A member in good standing is a member who does not have outstanding dues.

ARTICLE IV

Dues and Fees

The annual dues of this association shall be established by the membership. Said dues shall be payable at the time of receipt of the dues notice and shall become delinquent sixty (60) days after date of said notice. Members who fail to pay their dues within sixty (60) days of the dues notice shall be considered delinquent. Members whose dues become delinquent may be reinstated during the one-year period immediately following

such lapse, upon payment of the reinstatement fee of $5.00 and the dues. Members whose dues lapse are not considered members in good standing until such dues and reinstatement fees are paid in full.

ARTICLE V

Meetings and Voting

Section 1: **Annual Meeting.** An annual meeting of this association shall be held at such place and date as determined by the Administrative Office of the Courts, Judicial Branch Education, prior to April 30. Notice of said meeting shall be given to members by the Administrative Office of the Courts, Judicial Branch Education. The purpose of the annual meeting shall be to elect officers prior to the beginning of the fiscal year, July 1; receiving written annual reports of officers and committee chairs; and for any other business that may arise.

Section 2: **Special Meetings.** Special meetings may be called by the President, Executive Board, or by ten percent (10%) of the active members in good standing. Notice of date, time, place, and purpose of such meeting shall be given to all members in good standing at least ten (10) days before said meeting.

Section 3: **Voting Rights of Members.** The right to vote for the election of officers, disposition of all or substantially all of the assets of this association, merger with outside corporations or associations, or with regard to dissolution or withdrawal is vested in the voting members.

Section 4: **Voting Members and Power.** The voting members are the individual members in good standing of this association. The voting power at an annual meeting is the total number of voting members in good standing on the date of the meeting. A quorum for the transaction of business shall be the voting members actually in attendance at said meeting. Any business transacted at a meeting of voting members at which a quorum is present shall be valid subject to approval by a majority of those present and voting.

Section 5: **Voting Method.** The election of officers shall be by preferential voting by ballot at the annual meeting. Should there be but one nominee for any of such offices, the ballot may be dispensed with and the officers elected by acclamation.

Section 6: **Voting on Amendments to Bylaws.** The voting members have the exclusive rights to vote on any amendments to the bylaws that would:

A. Materially or adversely affect the rights of members as to voting, dissolution, redemption, or transfer.

B. Effect an exchange, reclassification or cancellation of all or part of the memberships.

C. Authorize a new class of membership.

D. Change the provisions for election of officers.

E. Adopt any change of the Association.

ARTICLE VI

Executive Board

Section 1: **Authority and Responsibility.** The governing body of this association shall be the Executive Board. The Executive Board shall have supervision, control and direction of the affairs of this association, its task forces, councils, boards, committees, and publications; shall determine its policies or changes therein; and shall actively pursue these objectives and supervise the disbursement of its funds. The Executive Board may adopt such rules and regulations for the conduct of its business as shall be deemed advisable.

Section 2: **Composition.** The Executive Board shall be composed of the President, President-Elect, Secretary, Treasurer, Immediate Past President, the duly appointed Parliamentarian/Bylaws Chairperson, Education Chairperson, Nominations Chairperson, Financial Review Chairperson, and Judicial/Legislative Liason.

Section 3: **Qualifications.** To be eligible for appointment as a committee chairperson or appointed officer, the candidate must be considered a member in good standing.

Section 4: **Vacancies.**

A. The Executive Board of this association shall have the power to declare a vacancy in any office of this association if any officer or chairperson does not perform the duties of the office or upon notification of the vacancy by the officer or chairperson.

B. In the event of a vacancy in the office of President, the resident-Elect shall succeed to such office for the unexpired term. In the event of a vacancy in the office of the President-Elect, the Executive Board shall appoint a member in good standing with prior Board experience to fulfill the

unexpired term of office. At the next election of officers, candidates for both President and President-elect shall appear on the ballot, which is the only time the office of President will appear on said ballot.

C. In the event of a vacancy in an elected office, other than the President or President-Elect, the Executive Board shall appoint a member in good standing to fulfill the unexpired term of office.

Section 5: **Terms of Office.** The terms of office shall be two years from the close of the annual meeting or until their successors shall be elected. This does not preclude an officer serving more than one term in office. The President-elect shall automatically succeed to the office of President following the election.

Section 6: **Nominations.** A Nominations Chairperson shall be appointed by the President, subject to approval of the Executive Board. The Nominations Chairperson shall conduct the nominations and election process as set out in Article VIII, Section 1, B. Further, the Nominations Chairperson shall select two Tellers (non-board members), subject to the approval of the Executive Board, to serve on the Nominations Committee.

Section 7: **Action Without a Meeting.** Any action may be taken without a meeting, then ratified by the Executive Board at the next meeting, and included in the minutes signed by the President and Secretary.

Section 8: **Compensation and Reimbursement.** No officer, chairperson, appointed officer, or other member of this association shall be compensated for duties performed or services rendered on behalf of this association. Reimbursement of expenses may be made to any officer, chairperson, appointed officer, or other member of this association upon approval by a majority vote at a regular or special meeting of the membership, specifying the identity of the person, the purpose of the expense, and the amount of such reimbursement.

Section 9: **Quorum.** At any meeting of the Executive Board, a majority of the voting members of the Executive Board shall constitute a quorum for the transaction of the business of this association, and any such business thus transacted shall be valid subject to approval by a majority of those present and voting.

ARTICLE VII

Officers

Section 1: **Composition.** The officers of this association shall be President, President-Elect, Secretary, Treasurer, and the Immediate Past-President.

A. The appointive officer of this association shall be the Parliamentarian. The Parliamentarian must be a member in good standing with knowledge of the rules of order and proper procedures for the conduct of business.

Section 2: **Qualifications.** To be eligible for election as an officer, a candidate must be a member in good standing at the time of the nomination and at the time of election.

Section 3: **Duties.**

A. *President.* The President shall have served at least one prior term on the Executive Board. The President shall preside at all meetings of this association and of its Executive Board and shall perform such other duties as ordinarily pertain to this office. The President shall appoint the Parliamentarian officer and committee chairpersons subject to the approval of the Executive Board. The President shall have the authority to sign checks in the absence or inability of the Treasurer. The President may appoint special committees subject to the approval of the Executive Board. The President shall serve on the AOC Education Committee and shall concur with the AOC Director of Education as to appointment of Education Committee members. The AOC Education Committee determines the educational programs and agenda for the annual meeting.

B. *President-Elect.* The President-Elect shall act in the absence of the President and shall perform such other duties as may be designated by the President or the Executive Board. The President-Elect shall also serve on the AOC Education Committee. It shall be the responsibility of the President-Elect to purchase a gavel/plaque for the President upon completion of his/her term.

C. Secretary. The Secretary shall keep a correct recording of the proceedings of all meetings of the association and of the Executive Board and shall maintain them in a permanent record book.

D. *Treasurer.* The Treasurer shall receive all dues of this association and shall make disbursements as approved by the membership. The Treasurer shall open a checking account in the name of this association and shall keep an account of all receipts and disbursements, making a monthly report to the President and an annual written report to the membership at the annual meeting. The Treasurer shall file IRS Form 990 and/or any other documents necessary to retain non-profit status. This form should be prepared and signed by the treasurer by May of each year for filing in September. Upon notification of the death of a member of this association, it shall be the responsibility and discretion of the Treasurer to make a memorial in the name of the deceased member or order flowers

E. *Immediate Past President.* The Immediate Past President shall be a voting member of the Executive Board, and shall serve on the AOC Education Committee.

F. *Parliamentarian.* The Parliamentarian shall interpret the bylaws of this association upon request and shall keep members informed as to changes in bylaws and rules of this association. The Parliamentarian shall review all proposed amendments to the bylaws of this association and inform the Executive Board of any conflicts. The Parliamentarian shall serve as the Chairperson for the Bylaws Committee. The Parliamentarian shall advise the President and Executive Board on proper procedures according to Roberts Rules of Order to insure the orderly conduct of business at meetings of both the Executive Board and the general membership.

ARTICLE VIII

Committees

Section 1. **Appointments.** The President shall, subject to approval of the Executive Board, appoint a Chairperson and such other members in good standing as are deemed necessary, for each of the following committees to carry out the purposes, business and programs of this association:

A. **Education**. The Education Chairperson shall, in association with the AOC Director of Education and other Education Committee members, coordinate educational programs for both the annual meeting and New TCA Orientation Classes, as well as keep the TCA Handbook updated as needed. The Immediate Past President, President and President-Elect shall all serve on the Education Committee.

B. **Nominations**. The Nominations Chairperson shall contact all members for nominations at least three (3) months prior to the election year annual meeting; upon receipt of all nominations, contact nominees for determination as to whether they accept or decline; prepare a sample ballot to be sent to all members thirty (30) days prior to the meeting; conduct the election according to Roberts Rules of Order; appoint two members (non-Board members), subject to the approval of the Executive Board, as Tellers to count the ballots; and destroy the ballots after elections are completed. (Example Nomination Forms are attached).

C. **Financial Review.** The Financial Review Chairperson (from same region as Incoming Treasurer) shall choose one member to assist with auditing the retiring Treasurer's records at the close of the term and prior to the incoming Treasurer taking over the records. (Example form attached.)

D. **Bylaws.** The Parliamentarian shall serve as the Bylaws Chairperson and shall select two additional non-board members, subject to the approval of the Executive Board, to serve on the Bylaws Committee. The Bylaws Committee shall annually review the bylaws of this association and update as needed.

E. **Judicial/Legislative Liason.** The Judicial/Legislative Liason Chairperson shall gather information pertinent to issues related to Arkansas Trial Court Assistants and communicate directly with the Executive Board, the Administrative Office of the Courts, the Arkansas Judicial Council, and if need be, Arkansas Legislators.

ARTICLE IX

General Provisions

Section 1. **Fiscal Year.** The fiscal year of this association shall be from July 1 through June 30 of each year.

Section 2. **Parliamentary Authority**. The current edition of ROBERTS' RULES OF ORDER NEWLY REVISED shall be the parliamentary authority where applicable and where there is no conflict between said rules and the bylaws of this association.

Section 3. **Publication.** A current and accurate copy of the Executive Board Roster, TCA Handbook, and Bylaws of this association shall be made available for public review on our website: https://courts.arkansas.gov/administration/education/trial-court-assistants.

ARTICLE X

Amendment to Bylaws

Section 1. **Amendment**. These bylaws may be amended at any regular meeting of this association by a two-thirds vote of the active members present provided written notice of the proposed amendment(s) shall have been given to the active members at least thirty (30) days preceding such meeting.

Section 2. **Certification.** After adoption by the members, the Secretary shall prepare a Certificate of Adoption, which certificate shall certify the date such amendment was adopted.

CERTIFICATE OF ADOPTION

The foregoing bylaws of this association, having been duly adopted this 7th day of March, 2013, by action of the voting members and Executive Board of this association pursuant to the laws of this State.

IN TESTIMONY THEREOF, witness the hand of the undersigned as Secretary of this association on such date.

Secretary

APPROVED:

President