

# ***DENTON COUNTY PARALEGAL ASSOCIATION***

## ***BY-LAWS***

### **Article I**

#### **Name**

**1.1 Name.** This Association shall be named Denton County Paralegal Association, and may be hereinafter referred to as the "Association" and/or **DCPA**.

### **Article II**

#### **Purpose**

**21 Purpose.** The purpose for which the Association is formed is to promote the professional objectives and goals of paralegals, to encourage, promote and conduct programs of continuing education and professional development, promote the advancement of high standards of integrity and professionalism for paralegals, provide a job bank for the legal community, and create networking opportunities for Association members and prospective members.

**22 Code of Ethics.** To effect its purpose, Association members, by applying for membership, adopt as a guideline for professional conduct the Code of Ethics and Professional Responsibility of the Paralegal Division of the State Bar of Texas. If a member is found to have violated the Code of Ethics by the Executive Committee, said member may be expelled from membership in the Association, and if expelled will no longer be eligible for membership in the future.

**23 Parliamentary Authority.** The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Association in all cases in which they are not inconsistent with the Bylaws and any special rules of order adopted by the Association.

### **Article III**

#### **Offices**

**31 Principal Office.** The principal office of the Association shall be in Denton, Denton County, Texas.

**32 Other Offices.** The Association may have additional offices at such other places as the Executive Committee, with majority approval of the general membership, may from time to time determine or the business of the Association may require.

### **Article IV**

#### **Membership**

**4.1 Classes of Membership.** There shall be five (5) classes of members of the Association, as follows:

- (a) **Voting Membership:** An individual eligible for voting membership shall be someone employed, under the supervision of an attorney, as a paralegal or legal assistant who:
  - (i) is a resident of Denton County, Texas, upon application; or
  - (ii) is currently employed in Denton County, Texas, upon application; and
  - (iii) has valid proof of completion of a full course of studies prescribed for training as a paralegal or legal assistant at an institutionally accredited college, university or other post-secondary school; or
  - (iv) has been previously employed as a paralegal or legal assistant for a minimum of three consecutive years; or
  - (v) has been employed as a paralegal or legal assistant for six months immediately preceding application for membership.
- (b) **Associate Membership:** A person eligible for associate membership shall be an individual who:
  - (i) has met the requirements of (a)(iii) or (a)(iv) above but is not employed as a paralegal or legal assistant or does not meet the requirements of (a)(i) or (a)(ii) above; or
  - (ii) is currently enrolled and actively participating in a post secondary Paralegal Education Program; or
  - (iii) meets the requirements of active membership but chooses to be listed as an associate member; or
  - (iv) has an interest in becoming a paralegal.

An associate member in good standing may participate in the functions of the Association, but shall not be eligible to vote; to hold any office set forth in these By-laws; or, serve as chair of a committee.

- (c) **Professional Colleague Membership:** A person eligible for Professional Colleague Membership shall be a person who upon application has the following qualifications:
  - (i) is currently employed in the legal community, including as court personnel, but is not employed as a paralegal or legal assistant and does not meet the qualifications for Voting Membership.

A Professional Colleague member in good standing may participate in the functions of the Association, including being eligible to vote and to serve as chair of a committee, but shall not hold any office set forth in these By-laws.

- (d) **Business Membership:** Business membership may be presented to a professional organization, corporation, or individual who:
  - (i) pledges and provides support for the Association, its members, and the paralegal profession;

A Business member in good standing may attend and participate in the functions of the Association, but shall not be eligible to vote; to hold any office set forth in these Bylaws; or, serve as chair of a committee.

- (e) **Emeritus Membership:** A person eligible for emeritus membership shall be a current active member of the Association who:
  - (i) is no longer employed as a paralegal and who has retired from the profession; or
  - (ii) moved out of state; or
  - (iii) taken a leave of absence; or
  - (iv) begun work in another profession.

An emeritus member in good standing may attend and participate in the functions of the Association, but shall not be eligible to vote; to hold any office set forth in these Bylaws; or serve as chair of a committee.

**4.2 Admission Procedure.** Application for membership shall be made on a form approved by the Executive Committee for this purpose or through the Association website. Such application shall be submitted to the Treasurer, who will forward the application to the Chair of the Membership Committee for processing. In the event the Chair of the Membership Committee receives an application with payment of dues directly, the Chair shall forward a copy of the application and the dues to the Treasurer. The first year's dues shall be paid contemporaneously with application for membership in the Association.

- (a) **Acceptance of Application.** Upon a determination by the Membership Committee that an applicant meets the requirements for the status for which the applicant has applied the Membership Committee shall notify the applicant of the acceptance within ten (10) days of submission of the application and provide the new member with a copy of the DCPA Bylaws. The Membership Committee shall submit Professional Colleague membership applications to the Executive Committee for final approval.

- (b) **Denial of Application.** If the Membership Committee determines that an applicant does not meet the requirements for membership, the Membership Committee shall deny the application for membership. Notice of such denial shall be given by the Membership Committee Chair to such applicant within ten (10) days of submission of the Application. Denial of a membership application shall not preclude application by the applicant at a later time.

**4.3 Renewal of Membership.** Each member shall pay annual dues on or before the one-year anniversary date of their acceptance as members. The amount of the annual dues shall be determined by a majority vote of the membership. Failure of an active member to pay annual dues as required shall result in suspension of such member's privileges until such dues are brought current. Members are required to advise the Association of any changes that may affect membership status at the time of payment of dues.

**4.4 Reclassification.** Should a member of the Association desire to change the classification of membership status, such member may apply for the desired status indicating on the application form that the application is for reclassification purposes. Denial of a request for reclassification shall not affect membership under the member's previous status. Reclassification shall be made on the date of the member's renewal.

## **Article V**

### **Officers**

**51 Officers.** The officers of the Association shall include a President, President-Elect, Secretary, Treasurer, and Historian. All officers with the exception of President and Historian, shall be elected by a general election of all eligible voting members. The Historian shall be appointed by the President and serve the same term as the President. Said appointment subject to approval by a majority vote of the Executive Committee.

**52 Qualification of Officers.** Each elected officer must be an active member of the Association in good standing in order to be nominated for office, and remain so throughout the term of office. In addition to the qualifications set forth in this section, eligibility for office shall include at least one (1) year of prior active membership in the Association.

**53 Term of Office.** Each newly elected officer shall assume the duties of office on the first day of January in each year for a term of one year. Any member appointed or elected to fill an unexpired term of office shall assume the duties of office immediately upon appointment.

**54 Filling of Vacancies.** Should any officer cease to be an active member in good standing or resigns at any time during the term of office, the remaining members of the Executive Committee shall immediately declare that office vacant, and with the exception of the offices of President, President-Elect, and Historian, a new officer to fill the vacancy shall be appointed as hereinafter provided. In addition to the qualifications set forth in this section,

eligibility of the office shall include at least one year of prior membership in the Association.

Should the office of the President be vacated, the remaining term shall be filled by the President-Elect as hereinafter provided.

Should the office of the President-Elect be vacated, the Executive Committee shall immediately declare that office vacant, and seek nominations for that office from the floor at the next regular meeting of the Association. The President-Elect shall then be elected by the voting members after all nominations have been approved by the Executive Committee.

Should the office of Historian be vacated, the President shall appoint an active member in good standing to be Historian with said appointment subject to approval by a majority vote of the Executive Committee.

**55 Duties of Officers.** The duties of each officer shall be:

**a) President:**

- 1) To preside over all regular meetings of the Association;
- 2) To serve as Chair of the Executive Committee;
- 3) Appoint all committee chairs, with exception of the Membership Committee Chair;
- 4) To serve as an ex-officio member of all committees;
- 5) To act as official liaison of the Association to other organizations;
- 6) To ensure that the business of the Association is conducted in accordance with the applicable rules of parliamentary procedure and with these By-laws; and
- 7) To perform all such other duties as may be directed by the membership and the Executive Committee.

**b) President-Elect:**

- 1) To prepare the agendas for all regular meetings of the membership and the Executive Committee;
- 2) To submit the agendas for regular meetings of the membership for publication in the Association Newsletter in advance of meetings;
- 3) To act in the President's stead when the President is unavailable or unable to act;
- 4) To serve as President of the Association if the President is unable to fulfill the term of office;
- 5) To work closely with Sponsorship Committee to build and maintain sponsorship relations.
- 6) To serve as President of the Association upon fulfillment of the term

as President- Elect beginning on the first day of January of each year;  
and

- 7) To perform all such other duties as may be directed by the membership and the Executive Committee.

**c) Secretary/Parliamentarian:**

- 1) To record and maintain the minutes of each meeting of the membership and the Executive Committee;
- 2) To prepare and submit the above referenced monthly membership meeting minutes to the Members (10) days prior to the next monthly meeting;
- 3) To accept reports and budgets from the committees and distribute to the membership at regular and annual membership meetings;
- 4) To distribute all notices and information regarding the Association to the Association members;
- 5) As Parliamentarian, advise the President and Executive Committee, when called upon, regarding conduct of Association business; and
- 6) To perform all such other duties as may be directed by the membership and the Executive Committee.

**d) Treasurer:**

- 1) To maintain all accounts held in the name of the Association for the Association's benefit;
- 2) To prepare the budget for each fiscal year;
- 3) To prepare financial reports to be available upon a members request; and
- 4) To ensure the annual PIR (Public Information Report) is filed with the Texas Secretary of State
- 5) To ensure the annual 990N is filed with the IRS.
- 6) To perform all such other duties as may be directed by the membership and the Executive Committee.
- 7) To ensure that any and all non-member fees have been paid as required for all meetings and events.
- 8) To maintain DCPA records in accordance with the following retention policy:
  - All financial records (hard copies and/or electronic records) shall be kept on file with the Treasurer of DCPA for a minimum of three (3) years (1095 days).
  - Any records 1096 days old, or older shall be scanned into an electronically stored format for safe keeping and reference as

- may be needed by the Executive Committee.  
Upon notification and approval of the Executive Committee, any records 1096 days old or older, that have been scanned into an electronically stored format, shall be promptly shredded.

**e) Historian:**

- 1) To maintain an account of the Association's activities during his/her term of office which, upon approval by the general membership, shall become a permanent part of the Association's official history; and
- 2) To perform all such other duties as may be directed by the membership and the Executive Committee.

**56 Election Procedure.** An active member may declare as a candidate for office of President-Elect, Secretary/Parliamentarian, or Treasurer by submitting written notice of candidacy to the Chair of the Membership Committee no later than the fifteenth (15) day of September of each year. Such notice shall include the candidate's name, business address, telephone number, and the office for which the member desires to be considered.

The Membership Committee shall review each such notice of candidacy received for eligibility of the member to serve as an officer. At the meeting of the Association held in September of each year, the general membership shall hear declarations and nominations for candidates for each office.

At the meeting of the Association held in October of each year, elections shall be conducted by official ballot. In the event any active member cannot be physically present, such absent member may vote by proxy given as such absent member may direct. Each officer shall be elected by a majority vote of the active membership present and voting at the annual meeting.

## **Article VI** **Executive Committee**

**6.1 Executive Committee.** The Executive Committee of the Association shall be composed of the President, President-Elect, Secretary/Parliamentarian, Treasurer and Historian.

**6.2 Responsibilities.** The responsibilities of the Executive Committee shall include but not be limited to the following:

- (a) Disposition of matters which require immediate attention by the Association, provided however, that any such matter does not require a vote of the general membership
- (b) To maintain and keep at all times the By-laws of the Association, as the same are adopted and as same may from time to time be amended, and to make available to each member a current copy of the By-laws upon a member's

acceptance to the Association or upon a member's reasonable request. The Executive Committee shall further review action contemplated by the Association to ensure that such action is not in contravention to the By-laws of the Association. In the event amendment to the By-laws may become necessary, the Executive Committee may appoint an ad-hoc committee for the purpose of drafting the proposed amendment for presentation to the membership of the association;

- (c) Establish, adopt and amend the Standing Rules and Procedures of the Association, when such are deemed necessary to carry out the By-laws of the Association and to serve the purpose of the Association. The Standing Rules and Procedures, as adopted, shall be placed under a separate heading in the official records of the Association;
- (d) To appoint the Chair of the Membership Committee each year by a majority vote of the Executive Committee; and
- (e) To take such other action as may be or become necessary to ensure the efficient and timely operation of Association business.

## **Article VII**

### **Committees**

**7.1 Committees.** The Committees herein described shall be maintained at all times pursuant to the authority given hereunder. Each Committee shall act in accordance with its general purpose as set forth hereinafter and as may be charged from time to time by the membership acting by and through the Executive Committee.

The incoming Committee Chair shall recruit the members of each Committee.

Each Committee shall prepare a quarterly written report to the membership of its activities and submit it to the Executive Committee no later than fourteen (14) days prior to the regular membership meetings in March, June, and September of each year. Each Committee shall prepare a final written report containing all activities of the Committee for the year, and including the annual approved Committee budget, Committee expenses, and any income earned by the Committee, if applicable, and submit it to the Executive Committee no later than fourteen (14) days prior to the November meeting each year.

Each incoming Committee shall review the proposed annual budget proposed by the outgoing Committee and make proposed changes, if any, to that budget and submit final proposed budget to the Executive Committee no later than January 1st of each year.

No provision of these By-laws shall be intended to limit the number of Committees which may be created from time to time upon appointment by the President or a majority vote of a meeting of the members.

**7.1 Continuing Legal Education (CLE) Committee.** The duties of the CLE Committee shall be to develop proposals for continuing legal education projects. The CLE Committee



shall pursue such projects as are authorized and directed by the Executive Committee. The Committee shall procure speakers and/or materials for continuing legal education presentations to the Association's members.

**72 Fund-Raising Committee.** The duties of the Fund-Raising Committee shall be to develop and pursue fund-raising projects for the Association as approved by the Executive Committee.

**73 Membership Committee.** The duties of the Membership Committee shall include the following:

- a) The Membership Committee shall review and investigate as may be required all applications for membership submitted to the Association and to notify applicants accordingly of acceptance or denial pursuant to the provisions of Article IV of these By-laws. The Committee shall review standards for membership and the membership application and make such recommendations for amendment thereto to the Executive Committee as the Membership Committee may deem necessary.
- b) The Membership Committee shall ensure that membership applications are available on the Association's website.
- c) The Membership Committee shall compile the slate of eligible candidates for office prior to the meeting of the Association held in October of each year, as more specifically set forth in Article V of these By-laws, and as may be required to fill a vacant office for an unexpired term.
- d) The Membership Committee shall develop member services to be provided by or through the Association as may be directed by the membership and/or Executive Committee.

**74 Newsletter Committee.** The duties of the Newsletter Committee shall be to create and distribute the Association's newsletter which shall be known as "The Verdict". The Committee shall retain editorial discretion over the content of the newsletter, provided, however, if any article submitted for publication is revised or altered in any manner, permission of the author shall be required prior to publication.

**75 Membership Scholarship Award Committee.** The duties of the Membership Scholarship Award Committee shall be to award a scholarship to a State Bar of Texas, Paralegal Division approved school, NALA, NFPA and/or TBLS, or in the alternative, to the Texas Advanced Paralegal Seminar (TAPS), yearly to a qualified member applicant. All applicants must meet the requirements set forth under the DCPA Standing Rules and Procedures. Recipients of this scholarship are selected at the sole discretion of the DCPA Executive Committee.

**76 Social Committee.** The Social Committee shall make recommendations for social activities and events to benefit the members to the Executive Committee, and shall plan

and organize such activities and events, as approved by the Executive Committee.

**77 Marketing Committee.** The Marketing Committee shall create templates for Association e-mail publications and posts on social media and shall work closely with the Secretary in posting events and other activities of the Association on the Association's established social media outlets (i.e. LinkedIn, Facebook, website, e-mail blasts, etc.).

**78 Sponsorship Committee.** The Sponsorship Committee shall create, build, and maintain relationships with DCPA sponsor organizations, update Sponsorship forms annually, ensure that sponsorship requirements are met, properly awarded by the tier they sponsored and by sending thank you notes.

## **Article VIII** **Meetings**

**81 Membership Meetings.** A regular meeting of the general membership of the Association may be held each month at such time and place as may be announced by the Executive Committee. Notice of the meetings shall be sent to the members via email, on the Association website.

**82 Executive Committee Meetings.** Meetings of the Executive Committee shall be upon the request of at least three members of the Executive Committee and shall be deemed to be an "executive session" as defined by Robert's Rules of Order.

**83 Annual Meetings.** The regular meeting held in November of each year shall be designated as the Annual Meeting for the purpose of receiving annual reports of the officers and committees, inauguration of officers for the ensuing term, and such other business as may be properly brought before the meeting.

## **Article IX** **General** **Provisions**

**9.1 Fiscal Year.** The fiscal year of the Association shall begin on the first day of January and shall end on the last day of December.

**9.2 Assets.** The Association shall be authorized to raise funds by fees, dues, solicitations, benefits, lectures, and other legitimate methods. The Association shall be authorized to receive gifts, legacies, and bequests (for general or specific purposes), subject to the approval of the Executive Committee.

**9.3 Expenses.** Prior to the beginning of each fiscal year, the Executive Committee shall adopt a budget for the year. The Treasurer shall be authorized to make any expenditure provided in said budget subject to approval of the Executive Committee.

**9.4 Annual Statement.** The Treasurer shall present at each Annual Meeting, and when called for by the Executive Committee, a full and clear statement of the financial condition of the Association.

**9.5 Construction.** If any portion of these By-laws shall become invalid or inoperative, then, so far as is reasonable and possible, the remainder of the By-laws, as amended from time to time, shall be considered valid and operative, and effect shall be given to the intent manifested by the portion held invalid or inoperative.

**9.6 Amendment.** These By-laws may be amended, including this provision, upon a 2/3 present active voting membership at the meeting at which the vote of said proposed amendment is to be conducted.

In this regard, notice of any proposed amendment to these By-laws shall be provided to the membership prior the meeting at which the vote of said proposed amendment is to be conducted.

**9.7 Notice.** Whenever under the By-laws, notice is required to be given to any member, officer, or committee member, and no provision is made as to how such notice shall be given, notice may be by personal notice (including telephone notice), or written notice by hand delivery, by mail, or other similar method of communication, including facsimile transmission or electronic mail transmission, addressed to the member, officer or committee member at such person's address as it appears on the books of the Association. Unless otherwise set forth herein, any notice required or permitted to be given by mail shall be deemed to be delivered when deposited in the United States mail, postage prepaid.

**9.8 Dissolution.** DCPA will continue in existence as long as at least three members recognize the need for DCPA and agree to keep it in operation under these By-laws. DCPA will be dissolved in the event that there are no longer at least three (3) active members that agree to keep DCPA in operation as described in Article 2.1 of these By-laws. In this event all debts and other obligations will be met and to the extent allowed by Texas law, the Executive

Committee shall execute a transfer of the remaining assets to one or more suitable non-profit institutions (i.e., those with an IRS 501(C)(3) tax designation). In the event there are no longer at least three (3) active members remaining, the members that do remain shall perform this function, and facilitate dissolution in accordance with the laws of the State of Texas.