

**BY-LAWS**  
**BELL COUNTY BAR ASSOCIATION**  
**LEGAL ASSISTANTS DIVISION**

adopted  
January 2003

**TABLE OF CONTENTS**

ARTICLE I -- NAME, PURPOSE AND DEFINITION

- Section 1 - Name
- Section 2 - Purpose
- Section 3 - Definition of a Legal Assistant

ARTICLE II -- MEMBERSHIP

- Section 1 - Classification of Members
- Section 2 - Dues
- Section 3 - Code of Ethics
- Section 4 - Disciplinary Actions

ARTICLE III -- BOARD OF DIRECTORS

- Section 1 - Composition
- Section 2 - Term of office
- Section 3 - Duties of Officers
- Section 4 - Ex Officio Members
- Section 5 - Board Meetings
- Section 6 - Board Vacancies

ARTICLE IV -- REMOVAL OF DIRECTORS

- Section 1 - Removal for Good Cause
- Section 2 - Attendance Requirements

ARTICLE V -- COMMITTEES

- Section 1 - Standing Committees
- Section 2 - Special Committees

ARTICLE VI -- FINANCES

- Section 1 - Fiscal Year
- Section 2 - Annual Budget
- Section 3 - Amendments to Annual Budget
- Section 4 - Annual Report
- Section 5 - Expenditures

ARTICLE VII -- ELECTIONS

Section 1 - Qualifications and Requirements to Hold Office, to Nominate Candidates for Office and to Vote in Elections

ARTICLE VIII -- RESIGNATIONS

Section 1 - Officers and Directors

Section 2 - Committees

Section 3 - Membership

Section 4 - Dues

ARTICLE IX -- AMENDMENT

ARTICLE X -- RULES OF ORDER

ARTICLE XI -- EFFECTIVE DATE

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AMENDMENTS

Amendment I – adopted June 1, 2003 – **revised Article VI, Sec. 1** -- fiscal year (changed from 10/01 -- 09/30, to 06/10 – 05/31)

Amendment II - adopted July 15, 2004 – **revised Article III, Sec. 1.a** – verbiage changed to reflect change in fiscal year

Amendment III - adopted July 15, 2004 – **revised Article VI, Sec. 2** -- verbiage changed to reflect change in fiscal year

Amendment IV - adopted July 15, 2004 – **revised Article VII, Elections** – verbiage amended only

Amendment V - adopted August 19, 2004 – **added Section 5 to Article II** – Membership Requirements; and **revised Article II, Sec. 1.a** – CLE requirements

Amendment VI – adopted November 28, 2004 – **added Section 1.C to Article II** -- to allow for Associate Class of members; and **revised Article II, Sec. 2** – to include dues for Associate Member Class

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## BYLAWS

### ARTICLE I NAME, PURPOSE AND DEFINITION

#### Section 1. Name.

The name of this organization shall be "Bell County Bar Associations Legal Assistants Division."

#### Section 2. Purpose.

The purpose of the Division shall be to enhance legal assistants' participation in the administration of justice, professional responsibility and public service in cooperation with the Bell County Bar Association and State Bar of Texas.

#### Section 3. Definition of a Legal Assistant.

A legal assistant is a person, qualified through education, training, or work experience, who is employed and/or retained by a lawyer, law office, governmental agency, or other entity in a capacity or function which involves the performance, under the ultimate direction, supervision and/or in conjunction with an attorney, of specifically delegated substantive legal work, which work, for the most part, requires a sufficient knowledge of legal concepts that, absent such assistant, the attorney would perform the task.

### ARTICLE II MEMBERSHIP

#### Section 1. Classification of Members.

##### A. Active Members.

Any person employed in the legal community of Bell County, State of Texas, while not admitted to the practice of law in Texas, who has, through education, training, or experience, demonstrated knowledge of the legal system, legal principles and procedures, is eligible to become an active member of the Division. ~~A member in good standing shall have completed ten (10) hours of Continuing Legal Education (CLE) by the end of the term for which membership fee is paid.~~ **A member in good standing shall have completed the number of hours of Continuing Legal Education (CLE) as required by the State Bar of Texas Legal Assistants Division, as that number may be amended from time to time by the State Bar. At the beginning of each new term, and no later than the July regular meeting, the CLE Committee shall make known to all members the number of CLE hours required to remain a member in good standing.**<sup>v</sup>

## B. Student Members.

The Board of Directors of the Legal Assistants Division shall establish criteria for student membership which shall be set forth in the Standing Rules of this Division. A student member shall have all the privileges and prerogatives of an active member, except voting, holding office, or serving as the chair of any committee or subcommittee.

## C. Associate Members.

**Any lawyer, law firm, agency, persons affiliated with para-professional programs, vendor, or institution which shares the purposes of the Association as set forth in Article I may become an Associate Member upon payment of the annual dues for sustaining members. Applicants who do not fall within this criteria will be considered by the Board of Directors on a case-by-case basis. All Applicants are subject to approval by a majority vote of the Board of Directors. An Associate Member in good standing may fully participate in the affairs of the Association including serving on or chairing a committee, but shall not vote, hold office, or have any other rights or privileges held exclusively by voting members.<sup>VI</sup>**

## Section 2. Dues.

Annual dues for regular members of this Division shall be \$20.00. **Annual dues for Associate members of this Division shall be \$50.00.**<sup>VI</sup> Any person **or Associate Member**<sup>VI</sup> eligible under Article II, Section 1, who pays the membership fee, as determined by the Board of Directors of this Legal Assistants Division, shall be a member of the Division for the fiscal year in which the fee is paid. This membership shall expire upon the last day of the fiscal year. This Division fiscal year is ~~October 1<sup>st</sup> - June 1<sup>st</sup>~~ through ~~September 30<sup>th</sup>~~ **May 31<sup>st</sup>.**<sup>I</sup>

## Section 3. Code of Ethics.

All members of the Division shall be governed by the Code of Ethics and Professional Responsibility, hereinafter referred to as the "Code," adopted by the membership and as amended from time to time. Amendments of the Code may be effectuated by a two thirds vote of the active members present and voting at any meeting of the membership provided written notice of the proposed amendment is contained in the notice of the meeting.

## Section 4. Disciplinary Actions.

A member may be reprimanded or have his/her membership suspended or revoked for a finding of willful misrepresentation upon the application for membership or for violation of the Division's Code. The disciplinary procedures and right of appeal herein shall be set out in the Standing Rules.

## Section 5. Membership Requirements

**In order to remain an active member, as defined herein, all members are required to attend at least one (1) meeting per quarter by the end of the term for which membership fee is paid. Attendance at a CLE event sponsored by the Bell County Bar Association and/or the Bell County Young Lawyers will be considered as attendance for purposes of satisfying the requirement. Any member who is not able to attend the requisite number of meetings may have his / her attendance reviewed by the Board upon written request. If the Board finds that good cause exists for the failure of the member to attend as required, his / her attendance requirement may be waived.<sup>v</sup>**

### ARTICLE III BOARD OF DIRECTORS

#### Section 1. Composition.

##### A. Officers.

A President, President Elect, Secretary, Treasurer, and Parliamentarian of the Board shall be chosen from the Board by a majority of the Board members present and voting at a Board meeting. Candidates for offices shall be self declared as set out in the Standing Rules. Such officers shall take office immediately following the adjournment of the ~~September~~ **May** <sup>11</sup> Meeting and shall serve for a term of one full year, or until their successors are elected. Vacancies shall immediately be declared in the offices which the President and President Elect represent, and elections shall be held as soon as practicable to elect their replacements. The President Elect shall automatically serve as President the following year. No Board officer shall be eligible to serve more than two consecutive one year terms in the same office. By a majority vote of the Board members present and voting, the Board may establish such other offices as the Board may deem necessary. Such offices shall be filled from the active members by appointment of the President, with the advice and consent of the Board.

##### B. Executive Committee.

The President, President Elect, Secretary, Treasurer, and Parliamentarian shall serve as the Executive Committee of the Board and shall perform such duties as from time to time may be delegated by the President or by the Board.

#### Section 2. Term of Office.

Each officer shall be an active member and shall hold a term of office of one year (fiscal).

#### Section 3. Duties of Officers

The duties of the Officers, except as herein otherwise stated shall be such as usually devolve

upon such positions, and may be regulated and prescribed by either the President or the Board, and shall include the following:

A. By a majority vote of the Board members present and voting, the Board shall from time to time establish, adopt and amend Standing Rules, when such are deemed necessary to carry out these Bylaws and to serve the purpose of this Division. The Standing Rules, as adopted, shall be placed under a separate heading in the official records of the Division, along with the current Bylaws, and copies of the Bylaws and Standing Rules shall be distributed to each officer.

B. The President shall preside over all Board meetings, shall be the chief executive officer, and shall be the liaison to the Bell County Bar Association and, as necessary, the State Bar of Texas.

C. The President Elect shall serve upon the absence or removal of the President and perform such other duties as may be designated by the President or Board of Directors.

D. The Secretary shall accurately record the proceedings of all meetings of the Division and of the Board of Directors and maintain them in a permanent form. The Secretary shall preserve in a permanent file all records and letters and the minute book and these permanent files shall be delivered to the successor at the close of the term. The Secretary shall perform such other duties as may be designated by the President or Board of Directors.

E. The Treasurer shall be the chair of the Budget and Finance Committee. The Treasurer will be responsible for collecting dues from each member; maintaining an account as well as financial records of the division. The Treasurer will provide monthly reports to the Board. The Treasurer will consider financial requests from committees to be voted upon by the Board. The Treasurer will make recommendations to the Board for funding projects and prepare an annual report for presentation to the Board.

F. The Parliamentarian shall receive all written suggested amendments to the Bylaws and Standing Rules of Order, and to monitor recommendations to the Board concerning the order of the meetings of the general membership, as well as advising the President and the Directors, when called upon, regarding conduct of Division business.

#### Section 4. Ex Officio Members.

The immediate past President of the Division shall serve as nonvoting Executive Advisor to the Board and to the Executive Committee.

#### Section 5. Board Meetings.

A. Regular Meetings. A regular open meeting of the duly elected Board of Directors shall be held once a month prior to the general meeting. The dates shall be announced by

the President and communicated to the Board within a reasonable time prior to such meetings.

B. Special meetings. The President may, in his/her discretion, call a special meeting of the Board at any time, or such meeting shall be called upon the written request of one third of the Board. However, if and when any such meeting is called for any purpose, the President shall notify each officer of the time, place and purpose of such meeting, within a reasonable time prior to such meeting. At any such special meeting of the Board, new matters may be added to the agenda only upon an approval of two thirds vote of the Board members present and voting.

C. Quorum. A majority of the Board shall constitute a quorum for the transaction of any business, except as otherwise provided in these Bylaws; and a majority vote of those officers present and voting during a regular or special meeting shall be required to approve items of business brought before the Board.

D. Vote by Mail, Telephone, E-Mail or Facsimile. The President on his/her own volition, or upon request of one third of the Board, will conduct a vote either by mail, by telephone, e-mail or facsimile, or any combination thereof, under procedures set out in the Standing Rules.

E. Open Meetings. All meetings of the Board shall be open to members of the Division and to visitors (except at those times when executive sessions may be held for matters of a confidential nature) provided that only the elected Board members shall be entitled to vote.

F. Parliamentary Procedure. Except as provided in these Bylaws and Standing Rules, all meetings will be conducted in accordance with the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED.

#### Section 6. Board Vacancies.

A. When a vacancy in the office of President occurs, the President Elect shall act as President until such time as the Board, by majority vote, shall elect a successor to serve the unexpired term of such President. Vacancies occurring in any other Board office shall be filled by a person appointed by the President with the approval of a majority vote of the Board.

B. In the event of a vacancy in the office of the President Elect, the duties of the office of President Elect shall be assumed by the Parliamentarian, the Secretary, or the Treasurer, in the order named, until such time as the Board, by majority vote, shall select a successor to serve the unexpired term.

## ARTICLE IV REMOVAL OF DIRECTORS

### Section 1. Removal for Good Cause.

A. Generally. The Board shall have the power to remove Directors, including any Board officer, for good cause. The procedures for such removal shall be those set out in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED, except as otherwise provided for herein or in the Standing Rules.

B. Two Thirds Requirement. It shall require at least two thirds vote of the Board in favor of removal in order to remove a Director.

### Section 2. Attendance Requirements.

Any Directors, including any Board officer, shall be removed for failure to attend three duly noticed Board meetings without good cause during their term. Such Director shall be given notice in writing to appear at the next duly noticed Board meeting to show cause why they should not be removed from the Board. If at the meeting following the third absence, a majority of the Board members present and voting finds that good cause for such three absences has not been shown, the office of the non-attending Director shall become automatically vacant.

## ARTICLE V COMMITTEES

### Section 1. Standing Committees.

A. The standing committees of this Division shall include the following: Nominating, Membership, Professional Development, Professional Ethics, and Public Relations. All committees shall submit written reports to the Board at each regular meeting of the Division. The functions and responsibilities of each committee shall be set forth in the Standing Rules.

B. The President shall appoint the committee members from among the membership of the Division in accordance with the Bylaws and Standing Rules to serve at the discretion of the President.

C. The committee members present at a committee meeting shall constitute a quorum for transaction of business at such meeting.

### Section 2. Special Committees.

Special committees may be established from time to time as may be deemed necessary by the President or a two thirds vote of the Board members present and voting at a Board meeting.

## ARTICLE VI FINANCES

### Section 1. Fiscal Year.

The fiscal year of the Division shall begin ~~October~~ **June<sup>III</sup>** 1 in each calendar year and shall end ~~September 30~~ **May<sup>III</sup>** 31<sup>st</sup> the following calendar year. **All references in these by-laws to the “fiscal year” of this Division will from this day forward refer to June 1<sup>st</sup> through May 31<sup>st</sup>.** <sup>I</sup>

### Section 2. Annual Budget.

The Treasurer and Executive Committee, shall prepare a detailed budget for the ensuing fiscal year, based upon anticipated revenues, and present same to the new Board for approval at their first regular meeting in ~~October~~ **June<sup>III</sup>**.

### Section 3. Amendments to Annual Budget.

At any meeting, the Board shall have the authority, by a majority vote of those present, to amend the allocation of the budgeted funds, provided that the total amount of the amended budget shall not be increased beyond available revenue plus retained funds from any other source.

### Section 4. Annual Report.

The Treasurer shall prepare an annual report in writing showing all assets and liabilities, including unallocated or unspent funds, plus receipts and expenditures, of the Division for the preceding fiscal year and shall submit same to the Board for review at the regular meeting of the Board immediately prior to the meeting of the general membership.

### Section 5. Expenditures.

All expenditures shall be approved by the appropriate committee chair, director or officer, so long as such expenditures fall within the Board approved budget. Interim emergency expenditures, i.e., those expenditures not covered under the Board approved budget, must be approved by the Board

## ARTICLE VII ELECTIONS

### Section 1. Qualifications and Requirements to Hold Office, to Nominate Candidates for Office and to Vote in Elections.

A. Eligibility. To be eligible to become a candidate for ~~the office of Director~~ **any office** <sup>IV</sup>, nominate candidates for the office of Director and/or vote in elections, a person must:

1. Active Membership. Be an Active Member as defined in ~~the Definitions Section~~**Article II** <sup>IV</sup> of these Bylaws; and

2. Other Requirements. Satisfy all other requirements for voting prescribed by these Bylaws and the Division's Standing Rules for the election of Directors **and/or Officers.**<sup>IV</sup>.

#### ARTICLE VIII --RESIGNATIONS

Section 1 - Officers and Directors. Any Officer or Director may resign his/her position at any time by written notice delivered to the Secretary.

Section 2 - Committees. Any committee member may resign his/her committee upon written notice delivered to the Secretary.

Section 3 - Membership. Any regular member may resign membership in the Association by written notice delivered to the Secretary.

Section 4 - Dues. There shall be no refund of dues for any resignation.

#### ARTICLE IX -- AMENDMENT

These Bylaws may be amended at any meeting by majority vote of the regular members in attendance, but no amendment shall be considered until the proposed amendment, in writing, has been filed with the Secretary and the substance of the proposed amendment has been stated in notices to the members of the meeting at which the same will be considered.

#### ARTICLE X -- RULES OF ORDER

Robert's Rules of Order shall govern all meetings of the membership of the Association and Board of Directors unless inconsistent with these Bylaws.

#### ARTICLE XI -- EFFECTIVE DATE

These Bylaws shall be effective immediately upon their adoption.

The above and foregoing BYLAWS of the BELL COUNTY BAR ASSOCIATIONS  
LEGAL ASSISTANTS DIVISION are hereby APPROVED by the current Board of Directors as  
signed below:

SIGNED THIS THE 9<sup>th</sup> DAY OF JANUARY, 2003.

/s/ SHELLEY COSTON  
PRESIDENT

/s/ TAMMY GLANVILLE  
PRESIDENT-ELECT

/s/ TRACI McGOWAN  
SECRETARY

/s/ DIANA BARNARD  
TREASURER

/s/ FELECIA A. SOUSA  
PARLIAMENTARIAN

\_\_\_\_\_  
IMMEDIATE PAST-PRESIDENT

**BY-LAWS  
BELL COUNTY BAR ASSOCIATION  
LEGAL ASSISTANTS DIVISION**

**AMENDMENT I**

adopted  
June 1, 2003

/s/ SHELLEY COSTON  
PRESIDENT

/s/ TAMMY GLANVILLE  
PRESIDENT-ELECT

/s/ CYNTHIA CHAMPION  
SECRETARY

/s/ DIANA BARNARD  
TREASURER

/s/ FELECIA A. SOUSA  
PARLIAMENTARIAN

\_\_\_\_\_  
IMMEDIATE PAST-PRESIDENT

**BY-LAWS  
BELL COUNTY BAR ASSOCIATION  
LEGAL ASSISTANTS DIVISION**

**AMENDMENTS II, III and IV  
adopted  
July 15, 2004**

/s/ CYNTHIA CHAMPION  
PRESIDENT

/s/ PAT SIMECEK  
PRESIDENT-ELECT

/s/ CINDY WYLAND  
SECRETARY

/s/ PATRICIA CORTEZ  
TREASURER

/s/ SUSIE IVY  
PARLIAMENTARIAN

/s/ LORRIE HORN  
COMMITTEE LIAISON

/s/ SHELLEY COSTON  
IMMEDIATE PAST-PRESIDENT

**BY-LAWS  
BELL COUNTY BAR ASSOCIATION  
LEGAL ASSISTANTS DIVISION**

**AMENDMENT V**

adopted  
August 19, 2004

/s/ CYNTHIA CHAMPION  
PRESIDENT

/s/ PAT SIMECEK  
PRESIDENT-ELECT

/s/ CINDY WYLAND  
SECRETARY

/s/ PATRICIA CORTEZ  
TREASURER

/s/ SUSIE IVY  
PARLIAMENTARIAN

/s/ LORRIE HORN  
COMMITTEE LIAISON

/s/ SHELLEY COSTON  
IMMEDIATE PAST-PRESIDENT

**BY-LAWS  
BELL COUNTY BAR ASSOCIATION  
LEGAL ASSISTANTS DIVISION**

**AMENDMENT VI**

adopted

November 18, 2004

/s/ CYNTHIA CHAMPION  
PRESIDENT

/s/ PAT SIMECEK  
PRESIDENT-ELECT

/s/ CINDY WYLAND  
SECRETARY

/s/ PATRICIA CORTEZ  
TREASURER

/s/ SUSIE IVY  
PARLIAMENTARIAN

/s/ ELEANOR BOSL  
COMMITTEE LIAISON

/s/ SHELLEY COSTON  
IMMEDIATE PAST-PRESIDENT