

**TEXAS ASSOCIATION
OF LEGAL PROFESSIONALS**

STANDING RULES

(Effective October 3, 2009)

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TEXAS ASSOCIATION OF LEGAL PROFESSIONALS
STANDING RULES
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DEFINITIONS

The following terms are used throughout these Standing Rules and are described and defined as follows: Any reference to “he” or “she” is not to be construed as gender specific.

“Texas Association” or “Texas ALP” or “this Association”	Texas Association of Legal Professionals
“NALS” or “National Association”	NALS, Inc.
“TISC” or “Texas Institute”	Texas Institute for Specialty Certification
“ALS”	the basic certification for legal professionals
“PLS”	the advanced certification for legal professionals
“PP”	Certified Professional Paralegal designation
“Specialty Certification” or “Texas Specialty”	a certification in a particular area of Texas law offered by the Texas Institute
“certification exams”	the Texas Specialty, PLS, PP, and/or ALS exams
“local chapter”	a local chartered chapter of the Texas Association in good standing as a member association of the National Association
“individual member”	an individual primary member in good standing of a local chapter of the Texas Association
“member at large”	an individual member in good standing of the Texas Association who resides in a geographic area where a local chapter does not exist
“retired member”	an individual primary member of a local chapter or a member-at-large in good standing of the Texas Association who is retired and has a total of five (5) consecutive years as an individual member or member-at-large immediately prior to retirement and who has either attained the age of sixty-two (62) or has retired due to a physical disability
“associate member”	a member of the Texas Association who is an educator, judge, or attorney

“honorary member”	a person who has been elected as an honorary member by the Texas Association for performing outstanding or special service for the Texas Association, the National Association, or for the general public welfare
“secondary member”	an individual member or member-at-large in good standing of another local chapter or state association who has been granted secondary membership status in the Texas Association
“student member”	a member of the Texas Association who is attending an accredited program relating to work of a legal nature and classified by that school as a “full-time student.”
“Board Meeting”	the Board of Directors meeting held in conjunction with the Fall Educational Conference
“Board of Directors”	the voting body at any Board Meeting or Annual Meeting shall be the current elected and appointed officers and directors of the Texas Association. The directors entitled to vote at the Board or Annual Meeting shall be those directors who were installed (or eligible to be installed at the preceding Annual Meeting)
“Code of Ethics”	the Code of Ethics and Professional Responsibility adopted by the National Association
“Emergency”	an unexpected occasion of pressing necessity requiring fast response
“Executive Committee”	the elected and appointed officers of the Texas Association
“fiscal year”	May 1 of one year through April 30 of the next year
“LPY”	Legal Professional of the Year of the Texas Association
“ <i>The Texas Docket</i> ”	the official publication of the Texas Association
“Web site”	The official Web site of the Texas Association

- No. 1. **DISTRIBUTION:** A copy of the Standing Rules shall be made available on the official Web site of the Texas Association.
- No. 2. **BOARD OF DIRECTORS MEETING AND FALL EDUCATIONAL CONFERENCE:** There shall be one regular meeting of the Board of Directors (“Board Meeting”) each fiscal year to be held in conjunction with the Fall Educational Conference (“Fall Conference”). The Fall Conference shall be held not earlier than September 1 nor later than October 15 each year, the site of which shall be determined by the Board of Directors at the Board Meeting one year in advance.
- No. 3. **ANNUAL MEETING AND ANNUAL EDUCATIONAL CONFERENCE:** There shall be one Annual Meeting of the Board of Directors (“Annual Meeting”) each fiscal year to be held in conjunction with the Annual Educational Conference (“Annual Conference”). The Annual Conference shall be held not earlier than April 1 nor later than May 15 each year, the site of which shall be determined by the Board of Directors at the Annual Meeting one year in advance.
- No. 4. **THE TEXAS DOCKET:** *The Texas Docket* shall be the official publication of this Association and shall be issued as set out in the Officer and Chairmen Guidelines.
- No. 5. **GENERAL DUTIES AND REQUIREMENTS OF TEXAS ASSOCIATION OFFICERS AND CHAIRMEN:**
- A. Officers and chairmen shall refer to the Bylaws of this Association in their entirety for specific duties. Other requirements are set out in the Officer and Chairmen Guidelines.
 - B. Strict adherence to the Code of Ethics is imperative for officers and chairmen. They should be aware at all times that they must set an example for members and that they represent the membership in all contacts with the public-
 - C. **Income and Expenses:**
 - (1) All moneys collected shall be promptly submitted to the Treasurer.
 - (2) Every officer and chairman should maintain control of expenditures and must closely supervise any expenditure made by their committee members.
 - D. **Mailings:**
 - (1) Official non-metered postmark of originating city on the envelope or certificate of mailing governs compliance with deadlines established in the Bylaws or these Standing Rules.
 - (2) When appropriate, the use of telecopy, facsimile, or other means of electronic mail, shall be an acceptable means of transmission for compliance with deadlines-
- No. 6. **PRESIDENT:**
- A. Refer also to Article XI, Section 2, of the Bylaws.

- B. Sign on all bank accounts of this Association.
- C. Make appointment of officer(s), committee chairmen, special committee chairmen and subcommittee chairmen to be approved by the Executive Committee or the Board of Directors. In the event an appointed officer, committee chairman, special committee chairmen, or subcommittee chairman repeatedly fails or refuses to perform assigned duties, the President may, after approval of the Executive Committee, request the resignation of said officer, committee chairman, special committee chairmen or subcommittee chairman. Thereafter that position shall be filled in accordance with the Bylaws and Standing Rules.

No. 7. **PRESIDENT-ELECT:**

- A. Refer also to Article XI, Section 3, of the Bylaws.
- B. Sign on all bank accounts of this Association.

No. 8. **TREASURER:**

- A. Refer also to Article XI, Section 4, of the Bylaws.
- B. File required IRS and state tax forms.

No. 9. **SECRETARY:**

- A. Refer also to Article XI, Section 5, of the Bylaws.
- B. Refer to Standing Rule No. 26 for information pertaining to minutes.
- C. Keep the official seal and affix same to documents where required and certify actions of this Association in relation to contracts.

No. 10. **VOTING ISSUES:**

A. **Member Voting Issues:**

(1) No later than September 1 of each year, a call for nominations for officers, including the intent to run for, shall be submitted to the members. No later than October 15 of each year, nominations shall close. Nominations may be submitted to the Nominations and Elections Chair via mail or electronic means and must be received by the Chair or postmarked by no later than October 15.

(2) No later than November 15 of each year, written consent of all nominees must be obtained.

(3) Eligibility to vote is determined according to dues received by the National Association by October 31 of each year.

(4) No later than January 1 of each year, a ballot shall be prepared setting forth the name of each nominee, the office for which each was nominated, and the name of the local chapter of which each nominee is a

member, and cause the same to be distributed to each voting member. In the event that the method of voting is by paper ballot, only one ballot shall be distributed to each voting member, and no duplications of the ballots are allowed. Only original ballots shall be counted. If a voting member does not receive a ballot and that ballot can be accounted for, the voting member may make a request for a replacement ballot. Such request must be received by the Nominations and Elections Chairman in writing no later than January 15. Replacement ballots shall be mailed and shall not be sent via electronic means. It is the sole responsibility of each voting member to provide a valid mailing address to the Roster Chairman. The ballots shall be returned to the Nominations and Elections Chairman and shall be postmarked by or hand delivered to the Nominations and Elections Chairman no later than February 1. No later than February 15 of each year, results shall be certified to the President and announced to the members.

- (5) In the event there is only one candidate for each office, the candidates will be elected by acclamation by the Texas Association Board of Directors, and there will be no need for ballot voting by the members of the Texas Association. If any office is-contested, voting shall be as stated in paragraph (4) of this section above.

B. **Board Voting Issues:**

- (1) No later than 90 days after the Fall Board Meeting, a call for nominations for honorary membership shall be issued. Nominations will close 45 days after the call is issued.

No. 11. **ROSTERS:**

- A. Chapter rosters of all members of the Texas Association, listing their names, preferred mailing addresses, and both home and office telephone and fax numbers and e-mail addresses, if available, shall be retained by the Roster Chairman. All requests for information concerning Texas Association members shall be in writing and shall state the specific purpose for which the information is requested. If a Texas Association officer or committee chair requests the information in the furtherance of the official duties of that office or committee, the information shall be provided in a timely manner by the Roster Chairman. If the information is requested for any other purpose, the request shall be forwarded to the Texas Association Executive Committee for approval. Upon written approval by the Executive Committee, the Roster Chairman shall timely provide the information to the requestor.
- B. The mailing list of Texas Association members may be provided to companies requesting to offer programs to members at a price to be set by the Executive Committee. The President shall receive all requests for lease of the mailing list. The mailing list of members may be leased for commercial use when the services, equipment, or supplies to be advertised are related to use in the law office or the legal field in general and are those dealt with in the company's regular line of business. Any member may deliver written instructions to the Roster Chairman requesting that his or her individual roster information not be released.

No. 12. **MINUTES:**

- A. Minutes of the Annual Meeting shall be reviewed for corrections by the President, President-elect, and Parliamentarian, in office at the time of such meeting, and shall be approved and duly signed by the meeting President and Secretary.
- B. Minutes of the Board Meeting shall be reviewed for corrections by the President, President-elect, and Parliamentarian and shall be approved and duly signed by the President and Secretary.
- C. Minutes of Board and Annual Meetings shall be returned to the meeting Secretary by the reviewing officers within ten (10) days of receipt thereof.

No. 13. **EMBLEM:** Reproduction of the Texas Association emblem in any form for commercial gain is prohibited, except by express authority of the Board of Directors.

No. 14. **BUDGET:** A proposed budget shall be prepared by the President and Treasurer and distributed to each local chapter director no later than March 1 of each year.

No. 15. **CAMPAIGN RULES (CANDIDATES FOR TEXAS ASSOCIATION OFFICES):**

- A. No later than December 15 of each year, candidates for office shall furnish the following to the Nominations and Elections Chair for posting on the Web site of the Texas Association:
 - (1) a photo;
 - (2) a biographical sketch, containing only the candidate's name, office sought, honors, and service to the tri-level association and the answers to the questions posed by the Texas Association's Nomination and Election Committee; and
 - (3) a personal statement not to exceed 100 words.
- B. No other campaign materials will be permitted.

No. 16. **GENERAL INSTRUCTIONS ON VOTING:**

- A. **Voting Rights of Members:**
 - (1) Only members as defined in Article IV, Membership, of the bylaws of this Association shall have the right to vote.
 - (2) Voting shall be by "preferential voting" by mail or electronic vote. A majority of the votes cast will be required to elect officers or to pass proposals. "Preferential voting" shall mean a system of voting designed to permit the member to indicate his or her order of preference for the candidates on the ballot.

B. **Voting Rights of Board of Directors:**

- (1) The voting body at any Board or Annual Meeting shall be the members of the Board of Directors in attendance. Each local chapter is entitled to one vote through its elected director or alternate director. See Article VI, Section 5, of the Bylaws regarding directors *pro tem*.
- (2) If the vote is by ballot, the Chair may cast a vote.
- (3) Elected officers and appointed officers who are also sitting as elected directors or alternate directors or directors *pro tem* shall be entitled to cast two votes, one in each capacity.

C. **Proxies:** Proxy voting is permitted in accordance with Article VI, Section 5, of the Bylaws.

No. 17. **RULES OF PROCEDURE (ANNUAL/BOARD MEETING):**

A. **Seating:** The directors will be seated together during all sessions, except for officers who are directors and seated at the rostrum.

B. **Registration:**

- (1) All members of the Board of Directors shall register at the credentials desk thirty (30) minutes prior to each session.
- (2) A member of the Board of Directors may leave the assembly room, but must report to the credentials desk upon leaving and reentering the assembly room.

C. **Motions:**

- (1) The introduction of business, motions, and seconds to motions will be made by directors, officers, and committee chairmen, but only the members of the Board of Directors in attendance shall vote.
- (2) Upon announcement by the Chair, voting on any motion may be by ballot.
- (3) In the event of a tie vote when a ballot is used, a second vote will be taken. If the second vote results in a tie, the motion is lost.
- (4) In the event of a tie and if the Chair did not previously vote on the matter, the Chair may cast a vote to break the tie.
- (5) Motions moving that the Chair vote to break a tie will be out of order.

D. **Reports:** Reports of officers and committee chairmen will be made as necessary and included in the minutes of the meeting, but no motion is required for the acceptance of reports. Any recommendation by such officers and committee chairmen should be separately submitted.

- E. **Privilege Of Floor:** Any member may participate in discussions, but only officers, committee chairmen, and directors may propose action. Except for the purpose of seconding motions, no member of this Association shall be entitled to the floor without being recognized by the Chair, rising, addressing the Chair, and stating that member's name and local chapter of affiliation.
- F. **Debate:**
- (1) The Chair may limit the time for debate on any subject, and no speaker shall be permitted to speak more than twice on any one subject and not more than three minutes each time, except on permission of the Chair, except that no member may speak a second time on a question as long as any member desires to speak who has not spoken on the question. One timekeeper shall be appointed by the Chair to enforce the rule.
 - (2) The Chair may alternate the floor during debate to pro and con. In such event, when no speaker wishes to be recognized in opposition to the immediate past speaker, debate shall be considered closed.
- G. **Conference:** Should individual members desire to confer with other individual members before voting, a recess of five minutes may be allowed by the Chair.
- H. **Voting By Ballot:**
- (1) A judge and two tellers shall be appointed by the Chair to supervise and tally all votes cast by ballot. The judge shall certify the count to the Chair, who shall announce the result to the assembly.
 - (2) Ballots will automatically be destroyed at the conclusion of the meeting unless there is a request from the floor to retain the ballots of a specific vote.
- I. **Messages to the Chair:** During business sessions, all messages to the Chair will be given to the Parliamentarian, unless another officer is appointed by the Chair to perform this duty. Without exception, the designated officer will give only emergency messages to the Chair before the next break in the business session.
- J. **Adoption of Agenda:** The agenda for each Board and Annual Meeting shall be adopted by the Board of Directors at each such meeting following the credentials report and confirmation that a quorum of voting members is present.
- K. **Consent Agenda:** The Chair will be permitted to utilize a consent agenda for the Board and Annual Meetings. Routine and noncontroversial items may be placed under the consent portion of the agenda and may be considered in gross or without debate or amendment. Any consent agenda item may be removed by request of any officer, director, or committee chairman. Any item removed from the consent portion of the agenda shall be placed under the action items portion of the same agenda.

No. 18. **STANDING RULES CHANGES:**

- A. **Adoption:** Standing rules may be adopted at any meeting of the Board of Directors or at an Annual Meeting. Adoption requires a majority vote.
- B. **Amendment or Rescission:** Standing rules may be amended or rescinded at any meeting of the Board of Directors, or at an Annual Meeting, by a two-thirds (2/3) vote without previous notice, or by a majority vote with previous notice as specified in 34.B.(2) below.
 - (1) Proposed changes may be submitted by any member in good standing. They shall be submitted to the Bylaws/Standing Rules Chairman and shall include the reason for suggesting the change, with copies to the Executive Committee.
 - (2) To comply with “previous notice” as used in 34.B above, such proposed changes must be received by the Bylaws/Standing Rules Chairman at least sixty (60) days before the next meeting. Such chairman must furnish notice to all officers, committee chairmen, and directors of each local chapter at least forty-five (45) days before the meeting.
- C. **Suspension:** These Standing Rules may be suspended without notice by a two-thirds vote of the members of the Board of Directors present at any Board Meeting or an Annual Meeting for that meeting only. Any action taken during such suspension shall be binding upon this Association.
- D. These Standing Rules shall automatically reflect any changes in the Texas Association Bylaws or the National Association bylaws or standing rules.
- E. Amendments to these Standing Rules shall be effective immediately upon adoption unless a future date is specified in the amendment.

No. 19. **SUSPENSION OR EXPULSION OF MEMBERS:**

- A. **Disciplinary Proceedings:**
 - (1) A member may be suspended or expelled at the local, state, or national level. A disciplinary proceeding may be initiated and heard by a local chapter or by the Disciplinary Committee of this Association.
 - (2) Provisions contained in the current edition of *Robert’s Rules of Order* concerning formal procedures for expulsion must be followed.
- B. **Privacy of Records and Proceedings:** All proceedings under these rules at the local, state, or national level shall be private, and the name of the member under investigation shall not be disclosed in any communication or to any person other than to persons whose testimony is necessary in connection with the proceeding or to members of the Disciplinary Committee. However, at the request of the accused member, a disciplinary hearing and the entire record and all proceedings shall be made public. All communications concerning disciplinary proceedings are to be marked “confidential” and all disciplinary files are to be maintained in strict confidence.

C. **Appeals:**

(1) **To the Texas Association:**

- a. In the event of suspension or expulsion from a chapter, the member may appeal, in writing, to the Board of Directors of the Texas Association through the President-elect within fifteen (15) days after receipt of notice of action by the local chapter. A copy of intent to appeal shall be mailed to the president of the local chapter concurrently with notice to the Board of Directors of this Association.
- b. The President-elect or the designated committee shall investigate the facts thoroughly and notify the member and the local chapter president and director of the date of the hearing on the appeal.

(2) **To the National Association:**

- a. Where suspension or expulsion of a member by a local chapter has been upheld by the Texas Association and an appeal is desired from said decision, the member shall give notice of appeal at the time of the hearing, and the Texas Association shall furnish a transcript of the proceedings to the designated national officer.
- b. Where suspension or expulsion is initiated by the Texas Association, the member, within fifteen (15) days after receipt of notice of action by the Texas Association, may give notice of appeal to the designated national officer, and the Texas Association shall furnish a transcript of the proceedings to such designated national officer.

D. **Texas Association Disciplinary Committee:**

- (1) The chairman of the Disciplinary Committee shall be the President-elect, who shall appoint the members of the committee, subject to the approval of the Executive Committee. Said committee shall be limited in number to five members, including the chairman. If the President-elect is unable to act, the President shall appoint a chairman and the committee, subject to the approval of the Executive Committee.
- (2) The Disciplinary Committee shall investigate thoroughly all facts pertinent to the issues of suspension or expulsion of a member and make a full report to the Board of Directors in executive session, who shall either sustain or reject such suspension or expulsion.

No. 20. **INSUFFICIENT CHECKS:** The President may take legal action in the event of the inability to collect an insufficient or uncollectible check given in connection with any Texas Association-sponsored function or sale.

No. 21. **REFUNDS:**

- A. The Texas Association will not be responsible for refunding money to any chapter for unused merchandise ordered by the chapter from the Texas Association. Chapters should carefully determine their needs and order accordingly.
- B. A no-refund policy may be in effect for certain Texas Association-sponsored functions, and chapters and members should be aware of any deadline for refunds.

No. 22. **REGISTRATION AT TEXAS ASSOCIATION CONFERENCES:** Any Texas Association member attending functions other than the business meeting in connection with a Texas Association conference, except as otherwise stated herein, shall be required to pay the registration fee or individual event fees for the meeting. Full registration, individual event, and a separate nonmember and student registration fee shall be determined by the Executive Committee. The registration fee and any individual event fees (excluding events specifically marked as optional) for officers shall be paid by the Texas Association. Any officer who registers for a conference and then fails to attend shall reimburse the Texas Association for all registration fees paid on his or her behalf.

No. 23. **NEW CHAPTERS:** The Texas Association will pay the registration fee for the director of any new local chapter who attends their first Board Meeting not in conjunction with an Annual Conference immediately following the issuance of such local chapter's charter.

No. 24. **THEMES:** All printed and promotional materials pertaining to any Texas Association function shall be professional and in good taste. If a theme is used, as for an Annual Conference, it must be subordinate to the nature of the function. For example, if the theme is "Spirit of '76," all references would be to "Texas Association of Legal Professionals Twenty-first Annual Conference (Spirit of '76)."

No. 25. **ANNUAL EDUCATIONAL CONFERENCE:**

A. **Bids:**

- (1) All bids to host the Annual Conference must be in the form of a letter from the chapter issuing the bid, accompanied by a certificate signed by the chapter president and secretary attesting that a motion to bid for the meeting was passed by such chapter.
- (2) Bids for the Annual Conference must be accompanied by written confirmation from the hotel of the date, what will be complimented, price range of rooms and meals for planned functions, and exhibit room arrangements or requirements (including whether the hotel requires a percentage from exhibit receipts), and number of rooms available for registrants.
- (3) Bids for the Annual Conference shall be submitted to the President no later than 60 days prior to the corresponding Annual Conference one year in advance.
- (4) Bid presentations for the Annual Conference shall be made to the Board of Directors at the Annual Meeting one year in advance, shall be no longer than 15 minutes in length, and should include pertinent information regarding the

location, activities planned, and estimated prices. Presentations may be made by the chapter, hotel, or chamber of commerce outlining the information. Skit presentations are not permitted during the business meeting.

- B. **Dates of Annual Conference:** Refer to Standing Rule No. 3. The dates shall be subject to the approval of the President.

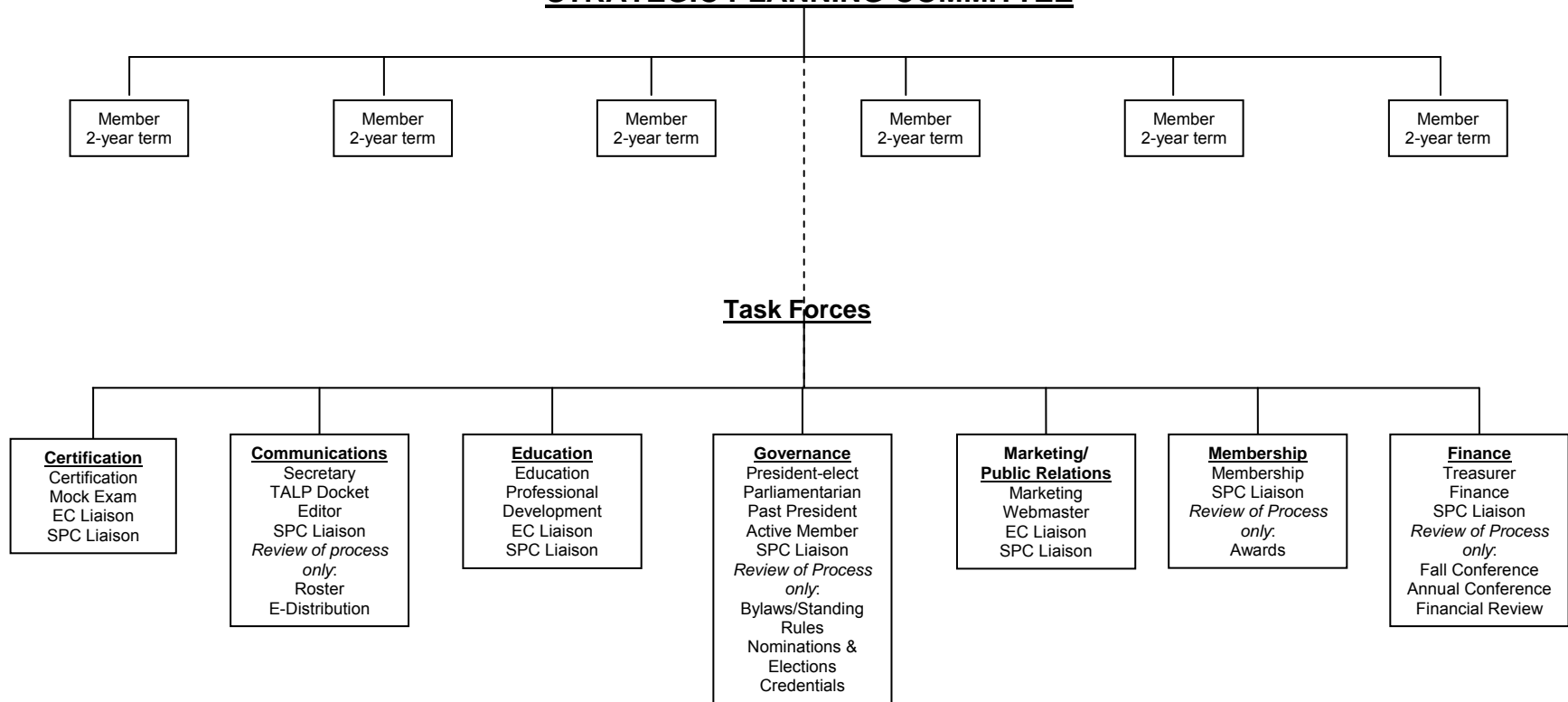
No. 26. **FALL EDUCATIONAL CONFERENCE:**

A. **Bids:**

- (1) All bids to host the Fall Conference must be in the form of a letter from the chapter issuing the bid, accompanied by a certificate signed by the chapter president and secretary attesting that a motion to bid for the meeting was passed by such chapter.
- (2) Bids for the Fall Conference must be accompanied by written confirmation from the hotel of the date, what will be complimented, price range of rooms and meals for planned functions, and exhibit room arrangements or requirements (including whether the hotel requires a percentage from exhibit receipts), and number of rooms available for registrants.
- (3) Bids for the Fall Conference shall be submitted to the President no later than 60 days prior to the corresponding Fall Conference one year in advance.
- (4) Bid presentations for the Fall Conference shall be presented to the Board of Directors at the Board Meeting one year in advance, shall be no longer than 15 minutes in length, and should include pertinent information regarding the location, activities planned, and estimated prices. Presentations may be made by the chapter, hotel, or chamber of commerce outlining the information. Skit presentations are not permitted during the business meeting.

- B. **Dates of Board Meetings:** Refer to Standing Rule No. 2. The dates shall be subject to the approval of the Board of Directors.

STRATEGIC PLANNING COMMITTEE*



* Six-member committee with two-year staggering terms; three members rotate off each year. Chair comes from incumbent member of the committee. Each member will be assigned to a task force as a liaison