

CONSTITUTION
AND
BYLAWS

The Arizona Courts Association

2013

An organization for all City, County, State, Appellate, Federal and Tribal Court personnel dedicated to improvement of all courts in the State of Arizona.

ARTICLE I

NAME

The name of this organization shall be The Arizona Courts Association (ACA).

ARTICLE II

PURPOSE

The purpose of the Association shall be:

Section 1

1. To promote professionalism of court personnel in Arizona.
2. To increase awareness of and knowledge about court operations.
3. To foster cooperation, understanding, and exchange of information between court personnel, judges, the legal community, and others involved with or interested in improving the operation of Arizona Courts.

Section 2

The Association shall not engage in any regular business or activity of any kind ordinarily conducted for profit and shall maintain legal status as a nonprofit organization.

ARTICLE III

MEMBERSHIP

Section 1 - Classes

The Association shall have five classes of membership: regular, associate, retired, honorary and business. The designation and qualifications for each class is as follows:

1. Regular. Regular membership is open to any person employed by any court located in the State of Arizona. Membership is conferred upon submission of an application and payment of annual dues. Members of this class are able to vote, hold office and serve on committees.
2. Associate. Associate membership is open to any person employed in an occupation or engaged in a field of study related to Courts. Membership is conferred upon submission of an application and payment of annual dues. Members of this class are able to serve on committees, but may not be elected as an officer of the Association, or vote on any matter.
3. Retired. Retired membership is open to any person who has retired from a position in a Court in the State of Arizona. Membership is conferred upon submission of an application indicating the position and Court from which retired and the payment of annual dues. Members of this class are able to serve on committees, but may not be elected as an officer of the Association, or vote on any matter.
4. Business. Business membership is open to any professional organization that supports the mission of the Courts. Membership is conferred upon submission of an application and payment of annual dues. Members of this class may attend conferences at the member rate but are ineligible to serve on committees and may not be elected as an officer of the Association, or vote on any matter. Membership fees for this classification adhere to a separate schedule than other classifications.
5. Honorary. Honorary Life membership may be conferred upon any deserving person by the Board of Directors or the membership to recognize outstanding contributions toward improving the court system. Honorary members shall not be required to pay dues. Members of this class are able to serve on committees, but may not be elected as an officer of the Association, or vote on any matter.

Section 2 - Membership

The membership year shall be January 1 through December 31.

Section 3 - Rescission of Membership

A member shall be removed from the rolls upon two-thirds vote of the Board of Directors after a finding by a majority vote of the Membership Committee that the member has failed to subscribe to the Code of Professional Standards of the Association.

ARTICLE IV

BOARD OF DIRECTORS

Section 1 - Organization

The Board of Directors shall consist of seven officers and seven Board of Directors. All Board members, as a condition of holding their positions, must maintain regular membership in the Association.

Section 2 - The Officers of the Association

The Officers of the Association shall be a President, President-Elect, Recording Secretary, Membership Secretary, Treasurer, Treasurer-Elect, and Immediate Past-President. The term shall be one year for each office, except for the Recording and Membership Secretaries. Both secretarial offices shall be two-year terms; each elected in alternating years. The Recording Secretary shall be elected in the odd-numbered years; the Membership Secretary in the even-numbered years.

Section 3 - The Board of Directors of the Association

The Board of Directors of the Association shall be a Municipal Court Director, Justice Court Director, Superior Court Director, Appellate Court Director, Federal Court Director, Tribal Court Director and Director at Large. The term of office shall be for two years. The Board of Directors shall be elected on alternating years. The Board of Directors of Municipal, Superior and Justice Courts shall be elected during the even years. The Board of Directors of Appellate, Federal, and Tribal Courts and the Director at Large shall be elected during the odd years.

In the event that there are no nominees for any Director position, (Municipal, Justice, Superior, Appellate, Federal or Tribal) a Director at Large position can either be placed on the ballot or if necessary, appointed by the President. Director positions under-filled with a Director at Large shall revert to the original Director position at the end of the elected/appointed term.

Recruitment efforts for members eligible to serve in the original classification shall precede any/all recruitment efforts to under fill any position with a Director at Large.

Section 4 - Duties and Responsibilities

The responsibility and authority for general management of the Association is vested in a Board of Directors. The Officers shall be enabled upon approval of the Board of Directors to enter into contracts for services on behalf of the Association. The President and/or President-Elect shall be the designated signatories for contracts.

The Board of Directors shall serve as Chairpersons of Committees at the direction and appointment of the President and shall perform other duties in furtherance of Association purposes as assigned by the President of the Board of Directors.

Section 5 - Election of the Board of Directors

All the members of the Board of Directors shall be elected or appointed in accordance with the provisions of these bylaws. The out-going President, upon completion of the regular term of office, shall become the Immediate Past-President.

Section 6 - Chairperson

The President of the Association shall be the chairperson of the Board of Directors.

Section 7 - Powers

The Board of Directors shall exercise only such powers and control as are necessary for and consistent with the purposes described in Article II. The majority of the Board of Directors shall constitute a quorum for the transaction of official business.

Section 8 - Vacancies

A vacancy in any Board of Director position shall occur upon:

1. Resignation or incapacity of a Board of Director member;
2. Failure of a Board of Director member to maintain active membership in the Association;
3. Determination by the Board of Directors, upon a two-thirds vote that a Board of Director member has failed to adequately perform the duties of the member's position; or
4. Appointment or succession of a Board of Director member to fill a vacancy in another Board of Director position.

Section 9 - Appointments to Fill Vacancies

If a vacancy occurs in any Board of Director position except President, President-Elect, Immediate Past President, or Treasurer, the Board of Directors shall appoint a qualified member to complete the unexpired term.

If a vacancy occurs in the office of President, the President-Elect shall succeed to the presidency to complete the unexpired term and the following term as President.

If a vacancy occurs in the office of President-Elect due to the President-Elect assuming the duties of the President, the office will remain vacant. If a vacancy occurs in the office of the President-Elect due to other reasons, the Recording Secretary will assume the office of the President-Elect for the remainder of the term and the following term as President.

If a vacancy occurs in the office of the Immediate Past-President, the position shall either remain vacant until next filled in the normal manner or be filled with another Past-President through appointment by the Board of Directors.

If a vacancy occurs in the office of the Treasurer, the Treasurer-Elect shall succeed to this office to complete the unexpired term and the following term as Treasurer. The Treasurer-Elect vacancy will be filled per appointment by the Board of Directors.

Section 10 – Conference Registration

Conference registration fees shall be waived for all members of Board of Directors and Officers. Hotel and accommodation expenses for conference attendance shall be the responsibility of the individual member.

ARTICLE V

DUTIES OF OFFICERS

Section 1 - President

The President shall be responsible for the active, executive management of the operations of the Association, subject to the review of the Board of Directors. The President shall create special committees as required. The President shall appoint members of the Board of Directors as chairpersons of all committees unless provided otherwise in these bylaws. The President shall also appoint an editor for the newsletter, *The Legal Pad*, and a Web Master for the Arizona Courts Association home page. The President shall preside at all meetings of the members and at all meetings of the Board of Directors, discharge all duties incumbent upon the Presiding Officer, and perform such other duties as may be required to accomplish the purposes of the Association. The President shall be an ex-officio member of all standing committees.

Section 2 - President-Elect

It shall be the duty of the President-Elect to assist the President in the discharge of his or her duties and in the President's absence, to assume the full responsibilities of that office. The President-Elect shall chair the Conference Committee.

Section 3 – Recording Secretary

The Recording Secretary shall keep the minutes of all meetings of the Association and of the Board of Directors and shall preserve and retain all historical and fiscal documents of the Association. The Recording Secretary shall chair the Bylaws Committee when it is convened by the President. A Recording Secretary leaving office shall deliver to an incoming Secretary all Association property and records within thirty (30) days after leaving office.

Section 3(a) – Membership Secretary

The Membership Secretary shall maintain a current roster of members and chair the Membership committee. New and renewal memberships received will be processed and membership pins and

certificates mailed to dues paying members with thirty (30) calendar days of receipt of dues. A Membership Secretary leaving office shall deliver to an incoming Membership Secretary all Association property and records within thirty (30) days after leaving office.

Section 4 - Treasurer

The Treasurer shall collect, receive and have custody of all funds of the Association, shall deposit such funds in a bank approved by the Board of Directors and shall advise on and provide for the expenditure of such funds.

The Treasurer shall make a financial report to the Board of Directors at each meeting and shall make a report to the Association at the annual general meeting. The Treasurer shall submit the records for audit whenever required by the President or any Board of Director. The Treasurer shall assume such duties in connection with the work of Treasurer as shall be designated, specified, or assigned by the Board of Directors. The Treasurer shall be responsible for chairing the Finance Committee and also for the preparation of an annual budget for approval of the Board. A Treasurer leaving office shall deliver to the incoming Treasurer all financial records within thirty (30) days of leaving office.

Section 4(a) - Treasurer-Elect

It shall be the duty of the Treasurer-Elect to assist the Treasurer in the discharge of his or her duties and in the Treasurer's absence, to assume the full responsibilities of that office. The Treasurer-Elect shall as chair the Finance Committee in the Treasurer's absence. The Treasurer-Elect shall lead fund raising efforts and assume such duties in connection with the work of Treasurer as shall be designated, specified, or assigned by the Board of Directors.

Section 5 - Immediate Past-President

The Immediate Past-President shall participate as a full member of the Board of Directors and shall be responsible for providing advice and counsel to the President and other Board of Directors based on knowledge and experience acquired from previous service in the Association. The Immediate Past-President shall chair the Elections Committee and act as Parliamentarian at board meetings.

ARTICLE VI

STANDING COMMITTEES

Section 1 - Committees

There shall be five standing committees of the Association: Audit, Conference, Membership, Finance, and Elections. Any regular member may be appointed to a committee with the objective of representation from each level of court. In the event that a specific Officer is unavailable to chair his/her respective committee, the President shall appoint a regular member to chair it.

Section 2 - Audit Committee

The President shall appoint an Audit Committee to perform an annual audit of the Association finances within sixty (60) days of the close of the calendar year. The immediate past Treasurer cannot be a member of the Audit Committee, nor can a Board of Director who had signature authority for the year being audited.

Section 3 - Conference Committee

The Conference Committee shall assess the educational needs of the membership by developing and coordinating the educational goals, plans and programs of the Association. The Conference Committee shall also develop the educational program for the conferences as scheduled by the Board of Directors, act as a clearinghouse for information about educational opportunities in courts, provide educational articles for the Association newsletter, recommend funding plans for educational programs and develop a long-range educational plan for the Association. The Conference Committee shall plan and carry out the activities of the annual meeting and such other Association meetings or conferences as may be required.

All members of the Board of Directors are members of the Conference Committee. The President-Elect shall chair the Conference Committee. The chair may delegate or make a special appointment of a Conference liaison to assist with planning and organization of the Spring and Annual Conferences. The Liaison will be empowered to work on behalf of the Conference Chair only as it relates to conference commitments and responsibilities. The Conference Chair will make this appointment if desired but will remain accountable for all actions taken on their behalf. Committee responsibilities include accommodations, publicity, organizing a Vendor Committee, and conference operations.

Section 4 - Membership Committee

The Membership Committee shall develop and implement programs and activities to attract new members to the Association and influence existing members to retain membership. The Membership Secretary shall chair the Membership Committee. Committee responsibilities include conducting membership drives, coordinating the Membership Outreach Program, communicating the membership benefits, developing informational material concerning association functions, providing materials for publications in the Association newsletter, and any other program approved by the Board of Directors.

The Membership Committee shall also be responsible for administering the Award of Excellence Program and the Bob Wininger Scholarship Program for the Annual Conference.

Section 5 - Finance Committee

The Finance Committee shall review the financial status of the Association and develop plans and programs to maintain or improve its financial stability. This includes responsibility for fundraising, budget preparation, analysis of membership dues and financial projections. The Treasurer shall chair the Finance Committee. The Treasurer-Elect shall serve on this Committee.

Section 6 - Elections Committee

The Elections Committee shall receive nominations for Officers and Board of Directors and shall present those nomination; at the annual meeting of the Association. The Committee is responsible for soliciting the interest of qualified members, reviewing the membership status of nominees, and developing ballots for elections. Election committee members are not eligible for nomination by the Elections Committee but may be nominated from the floor. The Immediate Past-President shall chair the Elections Committee.

Section 7 - Special Committees

The President may, with approval of the Board of Directors, establish special committees as may be appropriate to carry out the purposes of the Association. Special committees automatically terminate at the conclusion of each annual meeting unless re-established by the new President.

ARTICLE VII

MEETINGS

Section 1 - Annual Meeting

One of the meetings of the Association shall be identified as the "Annual Meeting," and it shall be held at a time and place designated by the Board of Directors. The election of Officers and Board of Directors, consideration of resolutions and proposed amendments to these bylaws, and other matters of Association business shall be conducted during the business session at the annual meeting.

Section 2 - Notice

Notice of the annual meeting, together with details of time, place, cost, program agenda, and any special items of business, shall be provided to the membership at least thirty (30) days prior to the annual meeting.

Section 3 - Other Meetings

The Board of Directors may authorize such other conferences, workshops, and other meetings of the Association as it deems appropriate. Notice of such activities shall be provided to the membership at least thirty (30) days in advance, except that notice may be waived by the Board of Directors in emergency situations upon a majority vote. A meeting of the Association shall be held upon petition by a simple majority of regular members as listed on the most recent membership roster. The Board of Directors meetings will be publicized.

Section 4 – Board of Directors Meetings

The Board of Directors shall hold at least three (3) business meetings annually. The Board of Directors may hold such additional meetings as may be necessary, upon call of the President or a majority of Board of Director members.

Section 5 - Committee Meetings

Committees shall meet upon the call of the chairperson, at the direction of the President, or as otherwise provided in these bylaws.

ARTICLE VIII

CONDUCT OF BUSINESS

Section 1 - Business Meeting

The business of the Association shall be conducted by the regular members in attendance at the business session of the annual meeting or other meetings convened for the purpose of transacting business and by the Board of Directors between annual meetings, in accordance with the provisions of these bylaws.

Section 2 - Voting

Each regular member shall have one vote, except as otherwise provided in these bylaws. Voting on bylaw changes shall be the only issue allowed by proxy or absentee ballot, except as otherwise provided in these bylaws and subject to quorum requirements, transaction of business shall be by simple majority vote of those eligible active members present and voting.

Section 3 - Quorum

The regular members attending the business session of the annual meeting or other meeting convened for the transaction of business shall constitute a quorum for the transaction of business by the Board of Directors.

Section 4 - Business Outside of Meetings

Any action that could be taken at a meeting of the Board of Directors may be taken by the Board of Directors through telephone or written correspondence, subject also to quorum and other voting requirements. A record of that action shall be kept by the Recording Secretary.

Section 5 - Location of Office

The location of the Association's official office shall be designated by the Board of Directors.

Section 6 - Rules of Procedure

Parliamentary authority for the Association shall be Robert's Rules of Order (revised), latest revised edition insofar as such rules of order do not conflict with these bylaws or special rules of order adopted by the Association or the Board of Directors. The Immediate Past-President shall serve as Parliamentarian to provide counsel or ruling; on questions of parliamentary procedure or application of these bylaws.

ARTICLE IX

FINANCIAL MATTERS

Section 1 - Fiscal Year

The fiscal year of the Association shall be January 1 through December 31.

Section 2 - Creation of Dues

There shall be annual dues for regular members in an amount set by the Board of Directors. Dues are not transferable and can only be refunded, if good cause exists, by two-thirds vote of the Board of Directors upon presentation of a written application for that purpose.

Section 3 - Payment of Dues

Annual dues shall be payable on or before January 1. Any regular member, who has not paid current annual dues by May 1, shall be dropped from membership until dues are paid.

Section 4 - Banking Authority

Withdrawal or transfer of Association funds deposited in financial institutions shall require budget approval by the Board of Directors. Bills shall be countersigned by any two (2) Board of Directors. The Treasurer shall execute checks or drafts and other disbursement of the Association funds in support of normal Association business or activities.

Section 5 - Other Fees

The Board of Directors may establish registration fees or other charges for annual meetings, special meetings, conferences, workshops and other Association activities. The Board of Directors may also enter into contractual relations in the name of the Association in support of Association business or activities pursuant to Article IV Section 4.

Section 6 - Insufficient Funds Policy

Members who issue bad checks will be directed to pay according to the insufficient funds (NSF) policy adopted by the Board of Directors.

Section 7 - Declaration of Reimbursement

Anyone seeking reimbursement for speaker fees, mileage, per diem or other expenses shall complete an ACA “Declaration of Reimbursement” form acknowledging that the same reimbursement will not be sought from any other entity or employer for said expenses or claim.

Section 8 – Monetary Claims

All expenditures are to be brought before the Board of Directors and noted in the minutes of the Association. The approved financial report of the Treasurer may satisfy this requirement.

ARTICLE X

NOMINATIONS AND ELECTIONS

Section 1 - Qualifications for Nominations

Except as provided otherwise in these bylaws, any regular member may nominate themselves or another regular member for any Board of Director position except President, Immediate Past-President, and Treasurer.

Section 2 - Submission of Nominations

Nominations must be submitted in writing to the chair of the Elections Committee no later than thirty (30) days prior to the annual meeting. The Elections Committee may make nominations on its own initiative at any time prior to or during the Annual meeting.

Section 3 - Committee Review

Prior to the annual meeting, the Elections Committee shall consider all nominations properly submitted, confirm the willingness of nominees to serve if elected, and present such nominations to the membership at the business session of the annual meeting. Committee review process may include candidate screening by survey questionnaire, application form or personal interview.

Section 4 - Nominations from the Floor

Nominations, with the consent of the nominee, may be made from the floor by any regular member during the annual meeting after presentation of nominees from the Elections Committee. Any nominee may withdraw from consideration at any time prior to the election. A person may be nominated for only one position on the Board of Directors.

Section 5 - Elections

Upon closing of nominations, an election for each Officer and Board of Directors shall be held. Voting shall be by written ballot. The Elections Committee shall supervise the general conduct of the elections, including distribution, collection, counting, and verification of ballots.

Section 6 - Voting

Each regular member present during the election may vote for one nominee for each vacant office. The President does not vote. Nominees receiving the highest number of votes cast for the available positions shall be elected. The election results shall be announced during the annual meeting at a time determined by the President. In the case of a tie vote, the deciding vote shall be cast by the President.

Section 7 - Assumption of Office

All Officers and Board of Directors, upon taking the oath of office at the Annual Conference, shall serve their terms from January 1 through December 31. The President-Elect assumes the office of President. The President assumes the office of Past-President. The Treasurer-Elect assumes the office of Treasurer.

ARTICLE XI

RESOLUTIONS AND BYLAWS

Section 1 - Resolutions in General

Resolutions (formal expressions of opinion, will, or intent) regarding Association policies, activities or operation, not otherwise provided for in these bylaws, may be submitted by any regular member or the Board of Directors. Standing or special committees may make recommendations to the Board of Directors for resolutions to be submitted by the Board of Directors.

Section 2 - Proposed Amendments

Written notice setting forth the proposed resolution or amendment to bylaws shall be transmitted

to each member at least thirty (30) days and not more than ninety (90) days in advance of the annual meeting.

Members may submit proposed changes to the resolution or bylaws to the President or to any member of the Board of Directors at least ninety (90) days prior to the annual meeting.

Section 3 - Review Procedure

Prior to the annual meeting, the Board of Directors shall review all resolutions and proposed bylaw amendments properly submitted and may make such recommendations about each as it deems appropriate. The Board of Directors may modify late proposals in any fashion and may submit them, together with its recommendations, for consideration at the annual meeting. The Board of Directors may also make such technical, non-substantive changes as it finds necessary for clarity, accuracy and completeness.

Section 4 - Presentation

The Recording Secretary of the Association shall present each resolution and bylaw amendment, for consideration by the regular members in attendance at the business session of the annual meeting. The Recording Secretary also shall present any recommendations made by the Board of Directors.

Section 5 - Voting Procedures

Regardless of any recommendation made by the Board of Directors, each resolution and bylaw amendment presented is an automatic motion to adopt. After presentation, resolutions and bylaw changes may be amended upon proper motion. Resolutions and bylaw changes which are adopted shall become effective upon conclusion of the annual meeting unless otherwise provided.

Section 6 - Other Items of Business

Nothing in this article shall prevent any regular member from presenting an item of business from the floor at the business session of the annual meeting.

ARTICLE XII

CODE OF PROFESSIONAL STANDARDS

Members of the Arizona Courts Association subscribe to the following professional standards of conduct:

CANON 1

Members should uphold the integrity and independence of the Judicial Branch and should

maintain and observe high standards of conduct and professionalism.

CANON 2

Members should avoid impropriety and the appearance of impropriety in all their activities. Members should not use or attempt to use their positions to secure special privileges or exemptions for themselves or any other person. Members should avoid any favoritism, unfairness, or nepotism in performing their official duties.

CANON 3

Members should respect and comply with the law and conduct themselves at all times in a manner which promotes public confidence in the integrity and impartiality of the judiciary and their office.

CANON 4

Members shall promote the development of professional organizations and foster cooperation and understanding between court personnel, administrators, judges, the legal community and others involved with, or interested in, the improvement of the courts. Members should increase their awareness of and knowledge about courts through continuing education in all areas of court administration and operations.

CANON 5

Members shall protect the public's interest and shall be devoted to the highest standards of public service.

CANON 6

Members should honor the confidential relationship of their position, and conduct personal and professional behavior in a dignified and responsible manner.

CANON 7

Members should refrain from political activity that is inappropriate to the trust and confidence placed in their office.

CERTIFICATION

It is hereby certified that these bylaws were adopted, upon motion duly made and seconded, by a majority vote on OCTOBER 18, 2013.

President: _____
ELAINE BRIDSCHGE

Attest:

Secretary: _____
DARENDA DAY

OCTOBER 18, 2013
Date of Certification