

Standing Rules



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**STANDING RULES OF
NALS, INC.**

**ARTICLE I
MEMBERSHIP**

Section 1. Qualification. Individual members shall consist of those persons engaged in work of a legal nature who agree to comply with the Association's Code of Ethics and Professional Responsibility. A person serving a sentence for a felony conviction is not eligible for membership. Member classifications include:

- (1) Voting Members:
 - (a) Individual
 - (b) Retired
 - (c) Life member
 - (d) Honorary life

- (2) Nonvoting Members:
 - (a) Student
 - (b) Associate
 - (c) Honorary

as defined in the bylaws of this association. A person licensed to practice law or an educator who was an individual member prior to May 1, 1988, may continue in that class of membership as long as dues are continuously paid. Individual members may maintain their membership as long as dues are continuously paid, even if the member no longer engages in work of a legal nature.

Section 2. Transfers. Members may transfer from one chapter or state association to another. The transfer shall be effective when NALS receives an acknowledgment of the transfer from the new chapter or state association. NALS will notify the member's former chapter or state association of the transfer.

**ARTICLE II
CHAPTER AND STATE ASSOCIATION CHARTERS**

Section 1. Chapter/State Association Name. The name of each local chapter or state association shall reflect the dignity and professionalism of the national association. Final approval of any name shall be made by the Member Services Manager at the time the application for a charter is submitted. Notwithstanding the foregoing, the existing name of any local chapter and state association as of August 1980 may continue to be used.

Section 2. Charter Reissuance. A local chapter or state association may request the reissuance of its charter for a nominal fee in the event of a name change or if the original charter has been lost or misplaced.

Section 3. Withdrawal or Dissolution of a Chapter or State Association. A charter may be withdrawn or dissolved following receipt of: (1) a petition for withdrawal or dissolution of a chapter or state association; (2) approval of the board of directors; or (3) request of the NALS secretary/treasurer for a delinquent chapter or state association and upon compliance with the restrictions against transfer of funds. Prior to dissolution or withdrawal, the assets of the chapter or state association must be distributed as set forth in this association's bylaws. Upon revocation of a charter, the chapter or state association is no longer entitled to use the chapter or state association name or purport to be affiliated with this association.

Section 4. Procedures. The procedures for issuing and revoking charters and mergers shall be established by and available through the association's member services department at the Resource Center, subject to approval by the executive committee.

ARTICLE III DUES, FEES, AND EXPENSES

Section 1. Due Date. All dues levied on members shall be due on the first day of the month following the anniversary date established by NALS and shall be delinquent thirty days after the due date. Dues shall be paid each year directly to NALS on or before the first day of the next month following the established due date.

Section 2. Dues.

A. Individual Members. Dues shall be \$98 per year for all members residing in the United States and \$143 per year for all international members residing outside the United States, which includes subscription to the Association's publication. State and local dues, if applicable, are determined by the respective associations.

B. Retired Members. Dues shall be one-half of the dues of individual members, which includes subscription to the Association's publication.

C. Life Members. Dues shall be \$1,500 for individual members, which includes a subscription to the Association's publication. Open enrollment for Life Membership begins May 1, 2010.

D. Associate Members. Dues shall be one-half of the dues of individual members, which includes subscription to the Association's publication.

E. Honorary Members. Honorary members shall not pay national dues.

F. Secondary Members. Dues for secondary membership shall be governed by the local chapter or state association.

G. Student Members. Dues shall be \$19 per year for student members. Student members may continue at the student classification for one (1) year once the student is no longer classified as a full-time student.

Section 3. Processing Fees. A \$10 processing fee shall be submitted with each new individual member application.

Section 4. Reinstatement Fees. A reinstatement fee of \$5 shall be due for members whose dues have not been received by NALS within one month following the member's anniversary date.

Section 5. Charter Processing Fee. A \$25 fee shall be due for each application for a chapter or state charter.

Section 6. Remittances. All funds transmitted to this association shall be in U.S. funds. All dues and fees shall be sent directly to NALS for processing. At the beginning of each month, chapter and state association dues will be sent to the appropriate chapters and state associations with roster information. Dues for an associate or student member of a chapter or state association and not NALS shall be paid directly to the chapter or state association.

Section 7. Other Fees. Fees for other NALS programs, such as certification and continuing education, shall be established by the board of directors through the annual budget process.

Section 8. Expenses. Expenses for the executive committee, board of directors, committees, task forces, councils, and boards shall be established by the board of directors through the annual budget process.

ARTICLE IV MEMBERSHIP AND BOARD OF DIRECTORS MEETINGS

Section 1. Record Date. The board of directors may fix a record date for any meeting of members or meeting by ballot to determine the number of members entitled to vote and to notice.

Section 2. Member Notice. Notice shall be given to all voting members. The notice shall be postmarked at least 45 days prior to the national forum or meeting and shall contain the date, time, and place of the meeting.

Section 3. Limitation of Speakers and Debate. A speaker may not speak more than twice on any one motion, except on order or request of the chair. The chair may limit time for debate on any subject. Debate shall alternate between pro and con on any motion. If there is not a speaker who wishes to be recognized in opposition to the immediate past speaker, debate shall be considered closed.

Section 4. Site. The site of the annual forum shall be determined by the board of directors.

Section 5. Destruction of Ballots. All ballots used in voting at a board of directors or membership meeting shall be destroyed at the direction of the president after adjournment of said meeting. Ballots from a mail or electronic vote shall be destroyed at the direction of the president 30 days after the vote has been certified.

Section 6. Registration Fees. Registration fees for all meetings shall be set by the annual budget process.

ARTICLE V BOARD OF DIRECTORS

Section 1. Duties.

A. Functional Directors. The functional directors shall serve in a special capacity based on the association's strategic planning directions, such as education, membership, public awareness/marketing, and certification, and are subject to change from time to time, and vote as a member of the board of directors. The functional directors will carry out any other special assignments from the president, executive committee, or board of directors.

B. Regional Directors. The regional directors shall serve as liaison between their respective geographical locations and the national association; vote as a member of the board of directors; and carry out any other special assignments from the president, executive committee, or board of directors.

C. No officer or director may hold more than one position on the board of directors.

Section 2. Liability. A director shall have no personal liability for any claims or damages that may result from acts in the discharge of any duty imposed or exercised by any power conferred upon such director by this association if, in good faith, such director has acted with ordinary care and prudence or, alternatively, relied upon information, opinions, reports, or statements prepared or presented by officers or employees of the association, task forces, councils, boards, or committees of this association, corporate counsel, independent accountants, or any other professional consultant of the association.

Section 3. Resignation. A director's resignation shall not be effective until accepted by the board of directors, unless the resignation is submitted in writing to the NALS president and designates a specific effective date.

Section 4. Vacancies and Removal. The board of directors may declare a vacancy for a director who has become totally disabled, been declared incompetent by a court order, been convicted of a felony, breached any duty of a fiduciary nature, been suspended from membership, failed to maintain membership through payment of dues, or declines to act as a director. Elected officers may be removed only by the board of directors.

Section 5. Voting. The board of directors may vote by electronic or voice vote, with the results reported at the next meeting following such vote.

Section 6. Funding. The board of directors shall be funded in accordance with the annual budgeting process.

ARTICLE VI NOMINATIONS AND VOTING

Section 1. Nominations. A call for nominations shall be sent to all voting members for the offices of president-elect, secretary/treasurer, functional directors, and regional directors. Nominations are open to all voting members. The nominating committee shall review the nominees to ensure eligibility. Prior to a candidate's name being placed on the ballot, the candidate must submit an acceptance of the nomination to the nominating committee.

Section 2. Ballots and Slate of Candidates. Ballots shall be mailed to all voting members at least 30 days prior to the return date. Instructions for voting will be mailed with the ballots. Biographical information on candidates for positions on the board of directors shall be posted to the NALS Web site. Said information may also be published in another format approved by the board of directors and may, in some instances, be mailed with the ballots. Candidates for regional director shall only be listed on the ballots to be mailed to voting members in their respective regions.

Section 3. Voting. Voting shall be by mail or electronic ballot by all voting members. The voting procedure is set forth in the bylaws.

Section 4. Procedures. The executive committee shall adopt additional procedures as necessary.

ARTICLE VII DISCIPLINARY PROCEDURES

Section 1. Complaints. Proceedings for the expulsion, suspension, or termination of membership of any member can be initiated by the written complaint of any of the following: A chartered chapter or state association, the NALS president or president-elect, the executive committee, or the board of directors. Such complaint must be based upon one or more of the following grounds and shall state the alleged violations with specificity:

- A. Violations of the Code of Ethics.
- B. Conduct which has injured or can reasonably be deemed to be injurious to the good name of a chartered local chapter, state association, or this association.
- C. Conduct which fails to maintain a high standard of personal and professional ethics.
- D. Violation of the articles, bylaws, or any rules and regulations governing this association, its members, programs, or activities.

Section 2. Disciplinary Board. Disciplinary matters shall be handled by the disciplinary board. The members of the disciplinary board shall be officers or directors appointed by the president, subject to the approval of the board of directors. The disciplinary board may decline to consider a complaint from any chartered local chapter or state association which the disciplinary board believes, by its nature, should be handled by such local chapter or state association. The executive committee or disciplinary board shall establish procedures for handling complaints and appeals. The decision of the disciplinary board shall be final and conclusive, subject only to the right of appeal or the right of the board of directors to review and either confirm or reverse such decision. The executive committee shall have the right to suspend any decision of the disciplinary board pending review of the decision by the board of directors.

Section 3. Appeals. Appeals from expulsion, suspension, or termination of membership can be brought only by the complainant or the respondent. Such appeal must be filed in writing within 30 days of the effective date of termination of membership by notice to the disciplinary board.

Section 4. Suspension of Services. The association may suspend any or all available services to any member who is delinquent in the timely payment of any financial obligation owing to this association.

Section 5. Exhaustion of Remedies. A member who has been disciplined, expelled, suspended, or had membership terminated in a chartered local chapter or state association shall not have the right of appeal to this association without first exhausting all administrative remedies for both review and appeal as provided for in the bylaws and standing rules and regulations of the chapter or state association.

Section 6. Further Review and Appeal. After an aggrieved party (whether complainant or respondent) has exhausted all administrative remedies available at the chapter and state association level, the aggrieved party has the right to appeal to this association. Such appeal must be filed in writing within 30 days of the effective date of termination of membership from the chapter or state association.

ARTICLE VIII GENERAL PROVISIONS

Section 1. Trademark/Logo. NALS registered trademarks: “shield” approved August 21, 1962; “scales” approved April 9, 1991; and “triangle” approved May 1997. Reproduction of the NALS trademarks or logo by anyone other than members, chapters, or state associations is prohibited except by express authority of the board of directors. Reproduction of the NALS trademarks or logo by members, chapters, or state associations on any item offered for sale is prohibited except by the express authority of the executive director or by the board of directors when necessary. NALS shall have no liability for the use or reproduction of its name or logo by any member, chapter, or state association nor any item upon which the same shall be reproduced.

Section 2. Roster. A roster of NALS members may be provided to companies selected to offer programs to members. The roster of NALS members may be leased for commercial use when

the services, equipment, or supplies to be advertised are related to use in the legal field. A member may send written instructions to NALS requesting that his or her name not be released.

ARTICLE IX STANDING RULES

Section 1. Adoption. Standing rules shall be adopted by a majority vote of the board of directors.

Section 2. Amending or Rescinding. The standing rules may be amended or rescinded by a two-thirds vote of those in attendance without previous notice or a majority vote of those in attendance with previous notice. Proposed amendments to the standing rules shall be submitted in writing to the NALS president at least 60 days prior to each board meeting so that such proposals may be reviewed by corporate counsel, if necessary, and placed on the agenda for consideration by the board of directors.

Section 3. Suspension. Any standing rule may be suspended for the duration of a single meeting by a majority vote of the board of directors. Such suspension may be for a longer period if specifically authorized by the board of directors.

Section 4. Grammatical and Correlation Changes. Automatic grammatical and correlation changes in these standing rules or amendments thereto, which in no way alter the intent of the respective standing rule or amendment thereto, shall be effective subject to the approval of the president.

Revision Adopted March 22, 1997

Revision Adopted January 21, 1999

Revision Adopted February 21, 2001, and March 7, 2001

Revision Adopted February 9, 2003, and August 7, 2003

Revision Adopted July 6, 2004

Revision Adopted September 15, 2005

Revision Adopted May 15, 2006

Revision Adopted August 2, 2007

Revision Adopted April 2, 2008

Revision Adopted March 26, 2009

Revision Adopted April 8, 2010