

BYLAWS OF THE CATAWBA VALLEY  
PARALEGAL ASSOCIATION, INC.

ARTICLE I

Name and Principal Address

1. Name. The name of the Association shall be Catawba Valley Paralegal Association, Inc. ("CVPA").
2. Principal Address. The principal address of CVPA shall be P.O. Box 3068 Hickory, North Carolina, 28603.
3. These By-Laws are effective as of the 14<sup>th</sup> day of April, 2009.

ARTICLE II

Objectives and Purpose

1. Encourage the highest order of ethical and professional conduct in the paralegal profession.
2. Further education and encourage exchange of information among members of the legal profession.
3. Establish good fellowship among the CVPA members, North Carolina Paralegal Association, Inc., and members of the legal community.
4. Support the goals and objectives of the North Carolina Paralegal Association, Inc.
5. Promote the Paralegal Profession through community service activities.
6. Operate in conformance with and evidence our intent to be and remain a non-profit entity in conformance with Internal Revenue Code Section 501 (c)(6).
7. Establish a network of paralegals to exchange ideas and information.
8. Provide a local forum for paralegals to share knowledge, forms, ideas and experience.
9. Disseminate relevant information to members of CVPA and the legal community.
10. Increase attorney awareness of the value of the efficient utilization of paralegals.

11. Elevate the status of paralegals in the Catawba Valley area through exhibiting professionalism in all that we do.

### ARTICLE III

#### Policy

CVPA shall be nonsectarian, non-partisan, and non-profit. As used herein, the term Certified Legal Assistant (“CLA”), and Paralegal shall be interchangeable in accordance as defined by the American Bar Association.

### ARTICLE IV

#### Membership

1. Membership shall be open to paralegals, legal assistants, legal secretaries, attorneys, students in paralegal programs, paralegal educators, employees of judicial entities and/or other commonly recognized legal agencies. Classes of members and their respective rights and privileges shall be as follows:

(a) Professional/General: For currently employed paralegal/legal assistants, or teachers of legal assistant/paralegal education, or those employed within the judicial system, or others in fields closely related to the legal profession. This level of membership carries full voting privileges, and members at this level are also the only members who may serve as officers, directors or committee chairpersons;

(b) Associate/Graduate Association: Available to individuals (whether retired or otherwise currently unemployed), members of bar associations, businesses, organizations, educational institutions, and others who share the objectives of CVPA and who wish to support its mission, programs and services. This classification allows bar associations, businesses, organizations and educational institutions to own the membership, but said bar association, business, organization, and educational institution must designate only one person to serve as its attending member; and said entitlement is not transferable unless the chosen representative is no longer employed or associated with the member association, business organization or educational institution. This level of membership allows an individual to serve as a voting member of committees only.

Recent graduates of an accredited paralegal training school or program who have not yet gained practical experience as a paralegal may join CVPA as an Associate member and enjoy the privilege of becoming a voting member of committees for a period of not more than one year, at which time said Graduate Associate member is expected to transfer to the Professional/General level of membership.

(c) Student: For full-time students in paralegal/legal assistant training, who are not currently employed as a paralegal/legal assistant, unless it is shown said employment is an internship, and therefore part of the student's curriculum; an individual is allowed a maximum of four years in the Student classification of membership. No voting privileges are extended to this level.

(d) Educational Institution: Limited to educational institutions only. One teacher/representative, and his/her entire class, not to exceed 25 students, may attend monthly meetings at no additional membership cost. This level of membership allows only one teacher/representative to serve as a voting member of any committee.

2. Application. Application for membership shall be submitted to the Membership Committee on forms approved by CVPA. The Membership Committee shall review that application and shall either approve or reject membership of the applicant.

If applicant believes that he/she performs the duties as outlined in the application for professional/general and/or associate membership but is not officially titled "Paralegal", "Legal Assistant", or "Legal Secretary", he/she may submit an application for review and investigation for determination of whether applicant is qualified for membership in CVPA.

3. Rejection of Membership. If an application for any class of membership shall be rejected by the Membership Committee, the application and dues shall be returned to the applicant by the Membership Committee with a written explanation stating the basis for rejection.

4. Removal from Membership. On recommendation by any member, the Board of Directors may cancel the membership or remove from office any member (by majority vote), who has:

- (i) Violated the Code of Ethics and Professional Responsibility to the North Carolina State Bar;
- (ii) Been guilty of conduct that would substantially injure the name of CVPA;
- (iii) Failed to maintain a high standard of professional ethics;
- (iv) Failed, to pay membership dues;

- (v) Violated the CVPA Code of Conduct.

5. Appeal from Cancellation or Rejection of Membership. Any individual whose membership has been rejected or cancelled may make a written appeal for reinstatement as follows:

- (i) To the Board: the appeal shall be heard at the next regular or special meeting. The Board's decision shall be binding and final.
- (ii) No applicant shall have the right to apply for appeal more than once per year.
- (iii) No member whose application for reinstatement is pending shall retain rights of membership.

## ARTICLE V

### Meetings

- 1. Meetings. Regular meetings shall be scheduled on the second Tuesday in each month.

The Board shall meet on the fourth Tuesday in each month. Special meetings shall be scheduled at the discretion of the Board. All meetings of the membership shall be in such place as designated by the Board

- 2. Notice of Meeting. Written notice stating the time and place of the meeting shall be delivered not less than three (3) days before the date thereof to each member.

- 3. Annual Meeting. The annual meeting of the membership shall be held during the month of October at a time and place fixed by the Board, the purpose for which shall be to elect officers for the following year and hear reports of officers and committee chairs. Notice of the annual meeting shall be given to all members of record at least thirty (30) days prior to the meeting. Any item to be on the agenda of the annual meeting must be received in writing by the Secretary no later than fifteen (15) days prior to the meeting.

## ARTICLE VI

### Dues and Membership

All dues are payable on October 1. No dues shall be prorated. No one may be a member without paying dues. Members shall pay the following:

- (a) All professional/general members shall pay annual dues as set by the Board.

(b) All associate members shall pay annual dues. If the associate status should change to professional/general membership during the fiscal year, then the difference between the dues shall be paid upon change of status.

(c) All student members shall pay annual dues. If the student status should change to professional/general or associate membership during the fiscal year, then the difference between the dues shall be paid upon change of status.

(d) Educational Institutions shall pay annual dues. This membership classification is limited to educational institutions only. One teacher/representative, and his/her entire class, not to exceed 25 students, may attend monthly meetings at no additional membership

(e) Each Committee Chair will submit his/her budget requests to the Treasurer and/or Assistant Treasurer on or before November 1 of each year. The annual Budget shall be submitted to the Board by the Treasurer and/or Assistant Treasurer, on or before November 15 of each year. The Budget shall be approved by the Board in its final form no later than December 1.

## ARTICLE VII

### Officers

1. Term of Office. The term of office shall be for twelve (12) months and shall be limited to two successive terms.

2. Compensation. No officer or member shall be compensated for CVPA duties. However, upon majority vote of the Executive Board, persons may be reimbursed for out-of-pocket expenses in connection with CVPA related activities. Expenditures in excess of any budgeted amount must be approved in advance by the Board if they are to be reimbursable.

3. Election of Officers. The Board shall appoint a Nominations and Elections Committee not less than thirty (30) days prior to the annual October meeting of CVPA to present a slate of officers to the membership at the annual meeting. No name shall be on the slate without consent of the candidate. Nominations from the floor shall be accepted. Officers must be active professional/general members of CVPA.

4. Ten days prior to annual October meeting a list of a slate of Officers recommended by the nominations and elections committee and proxy will be sent to members.

5. To vote by proxy, a member must present the proxy vote at the annual meeting.

6. Voting. Voting may be by ballot at the October meeting. The Nominations and Elections Committee shall be on hand to tally the votes, including all proxy votes. After the votes have all been assembled, the President shall announce the results to the assembly. Election shall be by majority vote of the members present in person or by proxy. In event of a tie, the members may immediately proceed to vote by ballot to dissolve such a tie.

Unexpired terms of any office due to death, resignation, removal, disqualification, disability or otherwise, shall be filled, upon appointment by the Board, by an eligible professional/general member who consents to serve for the unexpired term.

## ARTICLE VIII

### Duties of Officers

1. President. The President shall be the chief executive officer of CVPA, shall supervise business, shall see that all resolutions and orders of the Board are enforced and put into effect, and shall preside over all membership meetings. The President shall transact all business of whatever nature except as shall be prohibited under the laws of North Carolina or reserved by the Board in these by-laws or hereafter limited by act of the Board. The President shall be an ex-officio member of all committees except the Nominations and Elections Committee. The President shall be a member of the Board. At the end of President's term, the President shall automatically hold the Immediate Past-President Position for one year.

2. Vice President. The Vice President shall assume all duties assigned to the President in the President's absence.

3. Secretary. The Secretary shall be responsible for keeping a permanent record of all the meetings of the membership. This officer shall assist the Board in any way including giving notice of all meetings and sending letters of appreciation to speakers and sponsors.

4. Assistant Secretary. The Assistant Secretary shall assist the Secretary in carrying out the duties of that office as may be delegated by the Secretary. The Assistant Secretary may perform any duties of the Secretary, at the request of the Secretary, including, but not limited to, recording minutes of Association meetings and giving notice of meetings.

5. Treasurer. The Treasurer shall deposit all funds and make all disbursements as provided for in the budget or as approved by the President. This office shall submit a written financial report at each meeting of the Board to be attached to the official minutes as part of the permanent record of CVPA. The Treasurer shall be responsible for completing any or all forms required by the North Carolina Department of Revenue and the Internal Revenue Service. The Treasurer must have pre-approval by the Board, in writing, before writing any check for \$50.00 or more. Checks shall require two signatures. The Treasurer shall also be responsible for reporting renewal dues and for assuring that all bank procedures (i.e. signature cards) are promptly and properly handled upon the expiration of the term. The Treasurer will lead the Board in the creation and implementation of the annual Budget of CVPA.

6. Assistant Treasurer. The Assistant Treasurer shall assist with all of the Treasurer's duties as requested and shall review the monthly financial reports of the Association upon completion by the Treasurer.

7. Immediate Past-President. The Immediate Past-President shall assist the Board and the standing committees as requested by the President or the Board from time to time and shall serve in this position for a minimum of one year.

## ARTICLE IX

### Board

CVPA shall be managed and controlled by its Board. The Board shall include the President, Vice President, Secretary, Treasurer, Assistant Secretary, Assistant Treasurer, Immediate Past-President, Committee Chairs and any member in good standing. The Board shall be responsible for the actions and representations of the membership. The Board shall have the power to review and overturn any resolution or decision that is in direct violation of the Articles in these By-Laws and any Amendment hereto.

## ARTICLE X

### Committees And Their Duties

The Board shall appoint any needed standing committee chairpersons. Each chairperson shall appoint his or her committee persons. Committees may be formed or dissolved at the Board's discretion.

#### 1. CPE/Speaker/Location/Special Events Committee

Duties: Arrange speakers for monthly meetings. Send speaker's biographical information to President, and notify the Publicity Committee of the speaker and topic. Collect information on upcoming CPEs, have copies for distribution at meetings. Post information for inclusion on the website and e-newsletter. Establish a list of certification programs, whether local, national, or web, including costs, ratings, etc., to the extent possible. Determine what steps need to be taken for upcoming CVPA programs to be approved for CPE credit/re-certification points by North Carolina State Bar and/or other appropriate organization(s). As necessary, have available to members re-certification certificates for submission to receive credit from North Carolina State Bar and/or other appropriate organization(s). Prepare and circulate meeting notice flyers and receive RSVPs. Prepare and transmit letters of appreciation to speakers and sponsors. Plan and arrange social functions for CVPA members.

#### 2. Fundraising / Sponsorship Committee

Duties: Find sponsors to fund the locations, pay for speakers, and oversee table set-up area for vendors, etc. Contact potential sponsors for annual funding, special events as needed. Contact vendors and other organizations for funding and sponsorship of special events and support of the Association.

3. Membership/Benefits Committee

Duties: Make sure that information is available to all who are interested and who may request. Maintain and update list of all categories of members, including area of practice. Keep track of dues paid and forward to Treasurer; draft for Board approval, prepare and maintain new member packets/brochures; distribute new member packets /brochures / to first-time attendees; update and maintain email list for web site; compile and submit surveys to members periodically to determine areas of interest re: speakers, concerns of members ía: areas for improvement, feedback on Association as to whether it is meeting the needs of membership, and recruit new members. Plan fun and exciting events to increase membership. Have membership booth set-up for each meeting. “Man the door” at meetings to assure members are “checked in” and new attendees are included on the current membership/contact list. Regularly provide updated membership/contact list information (based on new attendees at meetings) to Membership Committee.

4. Web/Advertising Committee

Duties: Develop and maintain web site; publish meeting announcements in local newspapers; maintain job bank; update and maintain links on web site; maintain and update contact information for each officer.

5. Newsletter Committee

Duties: Create and publish bi-monthly newsletter and meeting flyers as needed.

6. Law Update/Ethics Committee

Duties: Keep track of all current changes in law; work with local Bar Association to establish rapport; maintain contact with Bar; monitor activities and keep membership informed of items of interest.

7. Community Liaison Committee

Duties: Contact Bar Association about paralegal support available for pro bono activities and inform membership of these opportunities to participate; Chair to act as Liaison with other associations, such as NCPA, monitor activities and keep membership informed of items of interest; maintain list of members available to speak to various civic groups, paralegal students, etc. about the paralegal profession and the Association in general.

## ARTICLE XI

### Standing Rules

Unless otherwise provided for in these By-laws, Roberts Rules of Order shall be the guideline for rules and procedures of CVPA.

## ARTICLE XII

### Fiscal Year

The fiscal year of CVPA shall be from January 1 to December 31 of each year.

## ARTICLE XIII

### Indemnification

To the fullest extent permitted by North Carolina General Status Section 55A-8-50 et seq.(a) and all other applicable provisions of the North Carolina Nonprofit Corporation Act, as the same now exists or may hereafter be amended, CVPA shall indemnify all persons serving as officers or directors of CVPA, or in both such capacities, against all liability and litigation expense, including but not limited to reasonable attorneys' fees, arising out of their status as such or their activities in any of the foregoing capacities, regardless of when such status existed or activity occurred and regardless of whether or not they are officers or directors of CVPA at the time such indemnification is sought or obtained. Without limiting the generality of the foregoing indemnity, such persons may also recover from CVPA all reasonable costs, expenses, and attorneys' fees in connection with the enforcement of rights to the indemnification granted herein. The provisions hereof are in addition to and not in limitation of the power of CVPA with respect to, and the rights of any officer, director, employee or agent of CVPA to receive the benefits of, any other or further indemnification, insurance, elimination of liability or other right or benefit which is either required by the North Carolina Nonprofit Corporation Act or permitted thereby and duly adopted by CVPA in accordance therewith.