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LOUISIANA BAR ASSOCIATION.

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**NATIONAL BAR ASSOCIATION HEADQUARTERS**

**THE LOUISIANA BAR ASSOCIATION BYLAWS**  
CLERK OF COURT  
VERNON PARISH, LA.

An LOUISIANA Nonprofit Mutual Benefit Corporation  
Tax Exempt under IRS Section 501c(6)

**PREAMBLE**

These by-laws shall take the place of any and all previous by-laws, and all amendments thereto, which are hereby annulled and set aside.

**The LOUISIANA BAR ASSOCIATION** is a non-profit organization that promotes and to lead Society in the creation of a justice system that is understood, valued, respected, and accessible to all.

**ARTICLE I – OFFICES**

The principal office and place of business shall be in the State of LOUISIANA; Mailing address and Business address 385 R.C. Stephens Rd., Leesville, Louisiana.

**ARTICLE II – MEMBERS**

Section 1. Any person of any state who is a person of high moral character as determined by the Board of Directors of the Florida Federal Bar Association, Inc. is eligible to become a member of the Louisiana Bar Association. If selected, an applicant shall become a member upon payment of dues to the business by such person.

Section 2. All the rights, powers, and privileges of any member of the business shall cease for all purposes for all persons who are ineligible for membership, who are delinquent in their dues, or upon the death or resignation of such member,

Section 3. Each member shall be entitled to one vote at all meetings of the members, after Obtaining a Helm Society School Certificate of Achievement or a satisfactory score of the national achievement test sanctioned by the national Board of Directors.

**ARTICLE III – DUES**

Section 1: Annual dues for the business shall be established by the board of directors and shall remain established until changed by the board of directors,

Section 2. Dues shall become payable at the beginning of the fiscal year and unless paid shall become delinquent on the last day of each such year.

**ARTICLE IV- MEETING OF MEMBERS**

Section 1. The annual meeting of members of the business for the election of officers and the transaction of such business as may come before the meeting shall be held at 6:00 o'clock p.m. on the first Thursday in September in

each year, at a place to be specified in the notice of such meeting. Notice of the annual meeting of the members shall be sent by e-mail by the secretary to each member entitled to vote at such meeting, at his or her last known e-mail address not less than five (5) days prior to the date of such meeting.

Section 2. Special meetings of the members shall be called at any time by the secretary upon the request of the president or by written request of a majority of the board of directors. All special meetings shall be held at a time and place to be specified in the notice of such meeting, which notice shall be e-mailed by the secretary to each member, at his or her last known e-mail address not less than three (3) days prior to the date of such meeting, and which notice shall state the purpose or purposes for which such special meeting is called.

Section 3. The members present in person shall constitute a quorum for the transaction of business.

Section 4. At all meetings of the members, all questions, unless otherwise expressly directed by Statute or by these bylaws, shall be decided by the vote of a majority of the members who shall be present at the meeting in person or by written proxy and who shall vote thereon.

#### **ARTICLE V – DIRECTORS**

Section 1. The board of directors shall consist of the business's president and those four immediate past presidents who are willing to serve in such capacity.

Section 2. All powers shall be vested in and exercised by the board of directors of the business, except as otherwise expressly provided by law, by the Articles of Business, or by these bylaws.

Section 3. Regular meetings of the board of directors may be held at such places and at such times as may be fixed from time to time by resolutions of the board of directors and no notice need be given of such regular meetings. The president may call, and upon written request signed by a majority of the board of directors the secretary shall call, special meetings of the board of directors on two days' notice to each member of the board of directors given by telephone, letter, postcard, e-mail or personally. Special meetings of the board of directors shall be held at such place as may be designated in the notice or waiver of notice of such meeting.

Section 4. The presence in person of not less than one half of the members of the board of directors then in office shall be necessary and sufficient to constitute a quorum for the transaction of business, but a smaller number may adjourn any meeting to a later date and at least one day's notice of such adjourned date shall be given to each member of the board of directors who was not present at such meeting.

#### **ARTICLE VI – OFFICERS**

Section 1. The officers of the business shall be a president, who shall be a chairman of the board of directors, a vice-president, a secretary and a treasurer. The board of directors may nominate a slate of officers. Any member present in person at the annual meeting may also make nominations from the floor. Officers shall be separately elected by majority vote of the members present and voting at the annual meeting.

Section 2. The term of office of each officer shall be from October 1. of the year of his or her election until September 30 of the following year. The board of directors may, with or without cause, remove any officer of the business and declare such office vacant. Upon the removal or resignation of any officer, the board of directors may appoint a successor to complete the term of the officer who has resigned or was removed.

Section 3. The president shall preside at all meetings of the board of directors, may give notice of any meeting of the board of directors, and shall perform such duties as are customarily incident to the office of the president and such other duties as shall be directed by the board of directors.

Section 4. The vice-president shall perform the duties of the president in the case of death, absence or inability of the president to act for any cause.

Section 5. The secretary shall give notice of all meetings of members and of the board of directors of the business which are required or permitted by these bylaws, shall keep a record of the proceedings at each meeting of the members or directors, shall keep an accurate list of members of the business, with their names and addresses, and shall perform such other duties as shall be directed by the board of directors.

Section 6. The treasurer shall collect and keep an account of all monies received and expended for the use of the business, shall promptly deposit sums received by the business National Treasury for the Bar Association in LOUISIANA depositories as approved by the board of directors, shall make reports of the finances of the business at each annual meeting and when called upon by the president, and shall perform such other duties as shall be directed by the board of directors. The funds, books and vouchers in the hands of the treasurer shall at all times be subject to the inspection. By the National Board supervision and control of the board of directors, and at the expiration of his term of office the treasurer shall turn over to his successor in office all books, money, and other property in his possession.

Section 7. Vacancies in any office may be filled by the board of directors at any regular meeting or at a special meeting called for that purpose.

## **ARTICLE VII – COMMITTEES**

Section 1. There shall be the following standing committees;

- (a) Ethics Committee;
- (b) Bench-Bar Committee; and
- (c) Young Lawyers Committee.

Section 2. The Ethics Committee shall be composed of the president and six (6) to eight (8) other members. The president shall serve on the Committee until the end of his or her term as president. All terms, except unexpired terms and the president's term, shall be four (4) years. At the beginning of his or her term, the president shall appoint or re-appoint a member to the vacant position on the Committee, and shall appoint a committee member to serve as Chair for the year. The prior Committee shall continue to serve in order to complete any Investigation commenced prior to the end of its term. The Ethics Committee shall investigate complaints and make recommendations as to proper action thereon in conformity with the rules of the Louisiana.

Section 3. The Bench-Bar Committee shall be composed of the president of the business, the president of the Young Lawyers Committee, and five (5) other members. The president and the president of the Young Lawyers Committee shall serve on the Committee until the end of their respective terms as president of the business or the Young Lawyers Committee. Thereafter, all terms, except unexpired terms and the terms of the president and the president of the Young Lawyers Committee, shall be five (5) years. At the beginning of his or her term, the president shall appoint or re-appoint a member to the vacant position on the Committee. The Bench-Bar Committee shall be responsible for communicating concerns and advancing the professional relationship between the members of the bar and the judges of Louisiana.

Section 4. The Young Lawyers Committee shall be composed of the board of directors of the Young Lawyers Committee selected in accordance with the bylaws of the Young Lawyers Committee as set forth by the National Committee

Section 5. The Young Lawyers Committee shall consist of members who have practiced law in Louisiana for less

than five (5) years or who are less than thirty-six (36) years of age, The Young Lawyers Committee shall be responsible for organizing an ongoing public relations campaign culminating in the observance of Law Day on May 1 of each year and organizing meetings with speakers who will discuss topics of interest to the bar.

Section 6. Special or advisory committees may be appointed by the president to investigate and study matters relating to specific purposes, business or objects of the business, for such term as the president may direct.

Section 7. A majority of the board of directors may remove any members of any committee for cause. In the event of removal, resignation, death or disqualification of any members of any committee, the president shall appoint a successor for the unexpired term.

### **ARTICLE VIII - WAIVER OF NOTICE**

Whenever notice is required to be given under any provision of these bylaws, a written waiver thereof, signed by the person entitled to notice, which may be sent by e-mail, whether before or after the time stated therein, shall be deemed equivalent notice. Attendance of a person at a meeting shall constitute waiver of notice.

### **ARTICLE IX – COMPENSATION**

Officers and members of the board of directors of the business shall serve without compensation. Any member, officer or director may be compensated or reimbursed for services actually rendered or expenses actually incurred by him or her for the business with prior approval of the president or secretary.

### **ARTICLE X - NEGOTIABLE INSTRUMENTS**

Checks, promissory notes, and other instruments for the payment of money shall be signed by such persons as may from time to time be designated by the board of directors and sent to the dues from all states shall be paid to the National Treasurer Richard P. Kaufman, Mailing Address 4 Smedley Lane, Newtown Square, Pa 19073

### **ARTICLE XI – BUSINESS SEAL AND SYMBOLS**

The business shall have a seal, flag and Business IDs.

### **ARTICLE XII TERMINATION OF MEMBERSHIP**

Section 1. Resignation of Member. A member not in default in payment of dues, and against whom no complaint or charge is pending, may at any time resign in writing with the Secretary, and it shall become effective as of the date it was filed when accepted by the Board of Directors with no refund.

Section 2. Failure to Pay Dues. Any member failing to pay annual dues within three months after the date when the same became due may be suspended by the National Board of Directors after notice and thereafter shall be reinstated only upon payment of all dues to the Association Charters.

Section 3. Censure, Suspension and Expulsion. Any member may be censured, suspended or expelled by the National Board of Directors, after a hearing, by the affirmative vote of not less than two-thirds of the National Board members, for good cause. Before any such action may be taken, written charges must be filed against the member, and written notice of the proposed hearings on such charge must be given to the member charged at least ten days before the date of such hearing. At such hearing, the members charged shall be given an opportunity to be heard, and to present evidence in answer to such charges.

**ARTICLE XIII Oath and bond of Attorney-in-facts**

Before commencing to carry out the duties of their office, Attorney-in-facts must give to the National Treasury a bond and surety for the sum of \$1,000.00, conditioned for the faithful performance of their duties as Attorney-in-facts, and shall take and subscribe before the National Treasury offices, to be filed in and entered into the records of the National Treasury officer.

**ARTICLE XIV - AMENDMENTS TO BYLAWS**

The bylaws may be amended at a regular or special meeting of the members by a majority action. State bylaws must conform with and comply with National bylaws and the Spiritual set forth By the Creator God himself.

**ARTICLE XV- FISCAL YEAR**

The Fiscal year of the business shall run from October1 to September 30.

**BYLAWS OF LOUSIANA BAR ASSOCIATION**

**(Nothing Follows)**

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21 July 2008  
Gene Marshall