

# **Comal County Criminal Defense Bar**

## **By-Laws**

These bylaws govern the affairs of the Comal County Criminal Defense Bar, a nonprofit corporation (referred to as the "corporation," or the "organization") organized under the Texas Non-Profit Corporation Act (referred to as the "Act.")

### **ARTICLE I**

#### **NAME**

The name of this organization shall be the Comal County Criminal Defense Bar.

### **ARTICLE II**

#### **OFFICES**

##### **Section 1: Principal Office**

The principal office of the organization shall be located at 200 N. Seguin Avenue, New Braunfels, Texas 78130. The corporation may have such other offices as the Board of Directors may determine. The Board of Directors may change the location of any office of the corporation.

##### **Section 2: Registered Office and Registered Agent**

The corporation shall comply with the requirements of the Act and maintain a registered office and registered agent in Texas. The registered office of the organization shall be 200 N. Seguin Avenue, New Braunfels, TX 78130. The registered agent for the organization will be the President of the Board of Directors. The Board of Directors may change the registered office and registered agent as provided in the Act.

### **ARTICLE III**

#### **PURPOSE**

The purpose of the Comal County Criminal Defense Bar shall be to unite local criminal defense attorneys against the continuous erosion of individual rights guaranteed by the Texas and United States Constitutions; to constantly monitor and act on any efforts by state government to further curtail these rights; to provide education programs and other assistance to its members; to

encourage cooperation between lawyers engaged in the furtherance of these objectives; and to provide a mechanism for input into local rules and procedures affecting the practice of criminal defense in Comal County, Texas.

## **ARTICLE IV**

### **MEMBERSHIP**

#### **Section 1: Regular Membership**

- (a) Membership shall be composed of licensed attorneys who practice criminal defense law in the courts of Comal County, Texas, and who have paid membership dues.
- (b) All voting privileges will be limited to members who have paid their membership dues.

#### **Section 2: Honorary Membership**

A person who has made an outstanding contribution to the welfare and has aided the achievement of the goals of this organization may be elected an honorary member of the organization. An affirmative vote of a majority of the members present and eligible to vote is required to elect any honorary members. Honorary membership shall extend for an indefinite period. An Honorary member shall not be eligible to vote.

#### **Section 3: Student Membership**

A person who is enrolled in a school of law in this state is eligible for student membership in the organization. A student member shall not be eligible to vote.

#### **Section 4: Affiliate Membership**

A person active in a field which contributes regularly to the defense of criminal cases and the goals of the organization is eligible for affiliate membership in the Association. Examples include: full-time professors of law or criminal justice, non-sitting judges, legal assistants and other support staff persons working for regular members, licensed private investigators, technical experts, law librarians, out-of-state lawyers and other persons approved by the Board of Directors. An Affiliate member shall not be eligible to vote.

#### **Section 5: Voting**

All voting privileges will be limited to members who meet the qualifications set forth above and have paid their dues.

Section 6: Termination or Suspension of Membership Due to Misconduct

The Board of Directors may, after notice and hearing, terminate the membership of any member whose conduct, in the opinion of the Board of Directors is detrimental to the best interest of the corporation or the legal profession. A person who is terminated or suspended shall not be reinstated unless approved by a majority vote of the Board of Directors.

**ARTICLE V**

**DUES & COSTS**

Section 1: Annual Dues

(a) Until modified by the Board of Directors, the dues schedule is as follows:

Regular Member:	\$50.00
Honorary Member:	No dues required
Affiliate Member:	\$20.00
Student Member:	\$20.00

(b) Any member whose annual dues are more than three months in arrears shall cease to be a member of the organization in good standing.

Section 2: Dues Schedule

Annual dues shall be paid on or before the first day of October each year.

Section 3: Expenses

- (a) Administrative costs shall be paid by the Treasurer upon submission to and approval of the Board of Directors.
- (b) Any funds collected over and above regular dues shall be expended for the purposes for which they were collected or in furtherance of the purpose and goals of the Association, pursuant to approval of a majority of the members present and voting.

Section 4: Fiscal Year

The fiscal year shall be October 1 through September 30 of each year.

## **ARTICLE VI**

### **Meetings**

#### **Section 1: General Meetings**

- (a) Monthly meetings shall be held on the first Friday of each month or at a time and place to be designated by a majority of the Board of Directors.
- (b) The general monthly meetings shall be open only to active members of the organization in good standing.

#### **Section 2: Board Meetings**

The Board of Directors shall hold regular quarterly meetings at such time and place as designated by the President and approved by the Board of Directors.

#### **Section 3: Special Board Meetings**

The Board of Directors shall hold such special meetings as may be called by the President or upon written request by a simple majority of members of the Board of Directors.

#### **Section 4: Notice of Meetings**

- (a) Written notice of the general meetings shall be given to each member at least ten (10) days in advance of the meeting.
- (b) Written notice here and elsewhere in these bylaws may be accomplished by email to the membership.

#### **Section 5: Voting at Meetings**

- (a) A quorum, in good standing, of the general membership or the Board of Directors must be present to transact business. A quorum shall constitute a majority of the members or Board of Directors in good standing, present and voting.
- (b) The transaction of business at all meetings shall be by majority vote of the members or Board of Directors in good standing, present and voting.
- (c) Members shall be entitled to one vote to be cast in person at meetings of the membership or by method determined by the Board of Directors. The members shall have the right to vote only on the following:
  - 1. the election of the member representative to the Board of Directors;
  - 2. the amendment of the organization's bylaws;

3. for such other items as the Board of Directors shall elect to submit to the membership for its approval; and
4. as otherwise provided in these bylaws.

## **ARTICLE VII**

### **OFFICERS**

#### Section 1: Officers

The officers of the organization shall consist of a President, Vice-President, Secretary and Treasurer.

#### Section 2: Qualifications

All officers shall be voting members in good standing.

#### Section 3: Term of Office

- (a) Terms of Office shall be two years. Officers shall hold their respective offices from October 1 to September 30 of the second year.
- (b) No officer may be elected to serve for more than two full consecutive terms.

#### Section 4: Duties

- (a) The President shall preside at all meetings of the organization and it shall be his or her responsibility to represent the organization and speak publicly for the organization as necessary. The President shall be the contact and liaison to the courts and judges of Comal County, Texas, as well as the District Attorney's Office, law enforcement agencies, probation offices and other Comal County officials. The President shall also be the liaison to other organizations, such as the Comal County Bar Association and the Texas Criminal Defense Lawyers Association.
- (b) The Vice-President shall be responsible for arranging continuing legal education speakers at each meeting, and ensuring proper CLE credit for all members present. In the absence or during incapacity of the President, the Vice-President/President-Elect shall perform the duties and exercise the powers of the President.
- (c) The Secretary shall keep the minutes of each meeting of the organization and each meeting of the Board of Directors. He/she shall keep a current membership list and shall be responsible for notifying all members of meetings and other events. At the end of his/her term of office, the

Secretary shall deliver to the newly elected Secretary all minutes, membership and other organizational documents that are in his/her possession.

- (d) The Treasurer shall be responsible for the funds belonging to the organization, collect all dues, deposit same in the organization's bank account, pay all bills of the organization and make a financial report at the general member meeting quarterly. At the end of his/her term of office, the Treasurer shall provide a final accounting to all members during the regular September meeting and shall deliver to the newly elected Treasurer the checkbook together with the bank statements from his/her term of office. The Treasurer shall transfer the bank account to the new treasurer and within 7 days of the day the new treasurer assumes office by executing any documents that the bank may require.

#### Section 7: Assumption of Office

The Vice-President shall assume the office of President upon the expiration of the term of the preceding President. In the event of the death, resignation, or removal from office of the President, the Vice-President shall assume the office of the President, holding the office for the remainder of said term, and the succeeding regular term.

The Secretary shall assume the office of Vice-President upon the expiration of the terms of the preceding Vice-President. In the event of the death, resignation, or removal from office of the Vice-President, the Secretary shall assume the office of the Vice-President, holding the office for the remainder of said term, and the succeeding regular term.

The Treasurer shall assume the office of Secretary upon the expiration of the term of the preceding Secretary. In the event of the death, resignation, or removal from office of the Secretary, the Treasurer shall assume the office of Secretary, holding the office for the remainder of said term, and the succeeding regular term.

The Member Representative to the Board of Directors shall assume the office of Treasurer upon the expiration of the term of the preceding Treasurer. In the event of the death, resignation, or removal from office of the Treasurer, the Member Representative to the Board of Directors shall assume the office of Treasurer, holding the office for the remainder of said term, and the succeeding regular term.

#### Section 8: Removal and Absences

An elected officer may be removed for cause by a vote calling for such removal by a majority of the members eligible to vote and present at such meeting, after

notice and an opportunity to be heard. Removal may result from failure to attend three (3) consecutive meetings without good cause.

## **ARTICLE VIII**

### **BOARD OF DIRECTORS**

#### **Section 1: Membership**

The business and affairs of the organization shall be managed by the Board of Directors. The Board of Directors shall consist of the elected officers of the organization and member representative to the Board, elected by the general membership.

#### **Section 2: Organization**

The President of the organization shall serve as chair of meetings of the Board of Directors. In absence of the President, the Vice-President and in his or her absence the Secretary, shall serve as chair.

#### **Section 3: Procedures**

The Board of Directors may act in person, by telephone, by e-mail, or any method approved by the Board of Directors.

#### **Section 4: Vacancies**

Any vacancy occurring the in the Board of Directors caused by the death, resignation, or removal of the person elected thereto will be filled in the same manner as that of organization offers as detailed in Article VI.

#### **Section 5: Removal and Absences**

A Director may be removed for cause by a vote calling for such removal by a majority of the members eligible to vote and present at such meeting, after notice and an opportunity to be heard. Removal may result from failure to attend three (3) consecutive meetings of the Board of Directors, or general member meetings.

## **ARTICLE IX**

### **TRANSACTIONS OF THE CORPORATION**

#### **Section 1: Gifts**

The Board of Directors may accept on behalf of the organization any contribution, gift, bequest, or devise for the general purpose or for any special

purpose of the organization. The Board of Directors may make gifts and give charitable contributions that are not prohibited by the bylaws, the articles of incorporation, state law and any requirements for maintaining the organization's federal and state tax status.

Section 2: Prohibited Acts


No member, director, or officer of the organization shall:

- A. Do any act in violation of the bylaws or a binding obligation of the organization;
- B. Do any act with the intention of harming the corporation or any of its operations;
- C. Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the organization;
- D. Receive an improper benefit from the operation of the organization;
- E. Use the assets of this organization, directly or indirectly, for any purpose other than carrying on the business of this corporation;
- F. Wrongfully transfer or dispose of corporation property, including intangible property such as good will;
- G. Use the name of the organization (or any substantially similar name) or any trademark or trade name or logo adopted by the organization, except on behalf of the organization in the ordinary course of its business;
- H. Disclose any of the organization's business practices, trade secrets, or any other information not generally known to the legal or business community to any person not authorized to receive it.

  
\_\_\_\_\_  
Susan Schoon, President

  
\_\_\_\_\_  
Tommy Vaughn, Vice President

  
\_\_\_\_\_  
Cathy Compton, Secretary

  
\_\_\_\_\_  
Barbara Ancira-Reubens, Treasurer