

Paralegal Division State Bar of Texas



BYLAWS

JUNE 2008

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**PARALEGAL DIVISION
STATE BAR OF TEXAS**

BYLAWS

Adopted June 1982

(As amended Through June 2008)

**ARTICLE I
NAME, PURPOSE AND DEFINITION**

Section 1. Name.

The name of this organization shall be "**Paralegal Division of the State Bar of Texas.**"
(Amended by SBOT April 2005, amended by LAD May 2005)

Section 2. Purpose.

The purpose of the Division shall be to enhance members' participation in the administration of justice, professional responsibility and public service in cooperation with the State Bar of Texas.

Section 3. Definition of a Paralegal.

A paralegal is a person, qualified through various combinations of education, training, or work experience, who is employed or engaged by a lawyer, law office, governmental agency, or other entity in a capacity or function which involves the performance, under the ultimate direction and supervision of a licensed attorney, of specifically delegated substantive legal work, which work, for the most part, requires a sufficient knowledge of legal principles and procedures that, absent such person, an attorney would be required to perform the task. (Adopted June 13, 1987; revised by Division members December 1, 2005). (Revision of **Definition of a Legal Assistant** was adopted by the State Bar of Texas Board of Directors on April 8, 2005 to replace "legal assistant" with "paralegal".) Amended January 2006

Section 4. Standards of a Paralegal
(Adopted May 2007)

The Division adopts those certain Paralegal Standards, as adopted and set forth by the State Bar of Texas on April 21, 2006, or as amended thereafter.

**ARTICLE II
MEMBERSHIP**

Section 1. Classification of Members.

a. Active Members.

Any person employed in the State of Texas, while not admitted to the practice of law in Texas, who has, through education, training, or experience, demonstrated knowledge of the legal system, legal principles and procedures, and who has satisfied at least one of the criteria for

membership established by the Board of Directors of the Paralegal Division and set forth in the Standing Rules of the Division, is eligible to become an active member of the Division.

(Amended October 1990)

b. Associate Members.

The Board of Directors of the Paralegal Division shall establish criteria for associate membership which shall be set forth in the Standing Rules of the Division. An associate member shall have all the privileges and prerogatives of an active member, except voting, holding office, or serving as the chair of any committee or subcommittee.

(Amended June 1986, June 1992)

c. Sustaining Members.

The Board of Directors of the Paralegal Division shall establish criteria for sustaining membership which shall be set forth in the Standing Rules of the Division. Sustaining members shall not be entitled to vote, hold office, or serve on a committee.

(Adopted June 1986, Amended June 1992)

d. Freelance Members.

The Board of Directors of the Paralegal Division shall establish criteria for freelance membership which shall be set forth in the Standing Rules of the Division. A freelance member shall have all the privileges and prerogatives of an active member.

(Adopted June 1992)

e. Student Members.

The Board of Directors of the Paralegal Division shall establish criteria for student membership which shall be set forth in the Standing Rules of the Division. A student member shall have all the privileges and prerogatives of an active member, except voting, holding office, or serving as the chair of any committee or subcommittee.

(Adopted June 1992)

f. Emeritus.

The Board of Directors of the Paralegal Division shall establish criteria for Emeritus membership which shall be set forth in the Standing Rules of the Division. Emeritus members shall have all the privileges and prerogatives of an active member, except voting, holding office, or serving as the chair of any committee or subcommittee.

(Adopted January 2004)

g. Subscribing.

The Board of Directors of the Paralegal Division shall establish criteria for membership which shall be set forth in the Standing Rules of the Division. Subscribing members shall not be entitled to vote, hold office, or serve on a committee.

(Adopted January 2004)

Section 2. Dues.

Any person eligible under Article II, Section 1 who pays the membership fee, as determined by the Board of Directors of the Paralegal Division, shall be a member of the Division for the fiscal year in which the fee is paid. This membership shall expire upon the last day of the fiscal year.

Section 3. Code of Ethics.

All members of the Division shall be governed by the Code of Ethics and Professional Responsibility, hereinafter referred to as the "Code," adopted by the membership and as amended from time to time. Amendments of the Code may be effectuated by a two-thirds vote of the active members present and voting at any meeting of the membership provided written notice of the proposed amendment is contained in the notice of the meeting.

Section 4. Disciplinary Actions.

A member may be reprimanded or have his membership suspended or revoked for a finding of willful misrepresentation upon the application for membership or for violation of the Division's Code. The disciplinary procedures and right of appeal herein shall be set out in the Standing Rules.

**ARTICLE III
BOARD OF DIRECTORS**

Section 1. Composition.

a. Directors.

The governing body of this Division shall consist of a Board of Directors, hereinafter referred to as the "Board," composed of elected representatives from each District of this Division, such persons hereinafter referred to as the "Directors."

b. District Representation.

Each District shall be represented by at least one Director. The Board at its discretion can add Directors.

(Amended September 1994)

c. Officers.

A President, President Elect, Secretary, Treasurer, and Parliamentarian of the Board shall be chosen by a majority of the Board members present and voting at a Board meeting. Candidates for offices shall be self-declared as set out in the Standing Rules. Such officers shall take office immediately following the adjournment of the Annual Meeting and shall serve for a term of one full year, or until their successors are elected. Vacancies shall immediately be declared in the districts which the President and President Elect represent, and elections shall be held as soon as practicable to elect their replacements pursuant to Section III, 9.c. The President Elect shall automatically serve as President the following year. No Board officer shall be eligible to serve more than two consecutive one-year terms in the same office. By a majority vote of the Board members present and voting, the Board may establish such other offices as the Board may deem necessary. Such

offices shall be filled from the active members by appointment of the President, with the advice and consent of the Board.

(Amended May 1989, September 1990, September 1994)

d. Executive Committee.

The President, President Elect, Secretary, Treasurer, and Parliamentarian shall serve as the Executive Committee of the Board and shall perform such duties as from time to time may be delegated by the President or by the Board.

(Amended June 1992)

Section 2. Term of Office.

a. Each Director representing a District shall be an active member in good standing elected to serve a two-year term, or until a successor is duly elected, except as provided in Article III, Section 9.c.

b. Each Director elected shall take office immediately upon the adjournment of the Annual Meeting.

c. A Director is limited to serving two consecutive terms. If a Director shall be appointed or elected in a special election to serve an unexpired term, such unexpired term shall not be considered within this provision.

(Amended May 2005)

d. This section shall apply to all Directors who have ever served as members of the Board.

(Adopted September 1994, Adopted September 1999)

Section 3. Eligibility to Hold Office.

Each Director shall be an active or freelance member and shall have his principal place of business within the District represented on the Board. If a Director ceases to be an active member or moves his principal place of business outside the District represented, the President shall immediately declare a vacancy. Any current or former Director from any District meeting the criteria as set forth in the Standing Rules is eligible to serve as President or President Elect for two terms during lifetime. (Amended September 1994; amended December 2005)

Section 4. Districts.

The Districts of the Division shall be comprised of the following counties:

- (1) **District #1:** Harris.
- (2) **District #2:** Dallas and Ellis.
- (3) **District #3:** Callahan, Comanche, Eastland, Erath, Hood, Johnson, Jones, Palo Pinto, Parker, Shakelford, Somerville, Stephens, and Tarrant.
- (4) **District #4:** Bastrop, Bell, Blanco, Bosque, Brazos, Brown, Burnet, Burleson, Caldwell, Coleman, Coryell, Falls, Gillespie,

Hamilton, Hays, Hill, Kimble, Lampasas, Lee, Llano, Mason, McCulloch, McLennan, Menard, Milam, Mills, Robertson, San Saba, Travis, and Williamson.

- (5) **District #5:** Atascosa, Bandera, Bexar, Comal, Dimmit, Edwards, Frio, Gonzales, Guadalupe, Karnes, Kendall, Kerr, Kinney, La Salle, Maverick, Medina, Real, Uvalde, Wilson, and Zavala.
- (6) **District #6:** Bailey, Borden, Cochran, Cottle, Crosby, Dawson, Dickens, Fisher, Floyd, Gaines, Garza, Hale, Hockley, Kent, King, Lamb, Lubbock, Lynn, Motley, Scurry, Stonewall, Terry, and Yoakum.
- (7) **District #7:** Armstrong, Briscoe, Carson, Castro, Childress, Collingsworth, Dallam, Deaf Smith, Donley, Gray, Hall, Hansford, Hartley, Hemphill, Hutchinson, Lipscomb, Moore, Ochiltree, Oldham, Parmer, Potter, Randall Roberts, Sherman, Swisher, and Wheeler.
- (8) **District #8:** Aransas, Bee, Calhoun, DeWitt, Duval, Goliad, Jim Wells, Kleberg, Live Oak, McMullen, Nueces, Refugio, San Patricio, and Victoria.
- (10) **District #10:** Chambers, Grimes, Hardin, Jasper, Jefferson, Liberty, Montgomery, Newton, Orange, Polk, San Jacinto, Tyler, and Walker.
- (11) **District #11:** Andrews, Coke, Concho, Crane, Crockett, Ector, Glasscock, Howard, Iron, Loving, Martin, Midland, Mitchell, Nolan, Pecos, Reagan, Reeves, Runnels, Schleicher, Sterling, Sutton, Taylor, Terrell, Tom Green, Upton, Val Verde, Ward, and Winkler.
- (12) **District #12:** Archer, Baylor, Camp, Clay, Collin, Cooke, Delta, Denton, Fannin, Foard, Franklin, Grayson, Hardeman, Haskell, Hopkins, Hunt, Jack, Knox, Lamar, Montague, Rockwall, Red River, Throckmorton, Titus, Wichita, Wilbarger, Wise, and Young.
- (13) **District #13:** Austin, Brazoria, Colorado, Fayette, Fort Bend, Galveston, Jackson, Lavaca, Matagorda, Waller, Washington, and Wharton.
- (14) **District #14:** Anderson, Angelina, Bowie, Cass, Cherokee, Freestone, Gregg, Harrison, Henderson, Houston, Kaufman, Leon, Limestone, Madison, Marion, Morris, Nacogdoches, Navarro, Panola, Rains, Rusk, Sabine, San Augustine, Shelby, Smith, Trinity, Upshur, Van Zandt, and Wood.

- (15) **District #15:** Brooks, Cameron, Hidalgo, Jim Hogg, Kenedy, Starr, Webb, Willacy, and Zapata.
- (16) **District #16:** Brewster, Culberson, El Paso, Hudspeth, Jeff Davis, and Presidio.

Section 5. Biennial Elections.

Except as provided in Article III, Section 9.c, Directors representing odd-numbered Districts shall be elected during odd-numbered years. The same shall be true for even-numbered Districts in even-numbered years.

(Amended September 1994)

Section 6. Duties of Directors.

The duties of the Directors, except as herein otherwise stated shall be such as usually devolve upon such positions, and may be regulated and prescribed by either the President or the Board, and shall include the following:

a. By a majority vote of the Board members present and voting, the Board shall from time to time establish, adopt and amend Standing Rules, when such are deemed necessary to carry out these Bylaws and to serve the purpose of this Division. The Standing Rules, as adopted, shall be placed under a separate heading in the official records of the Division, along with the current Bylaws, and copies of the Bylaws and Standing Rules shall be distributed to each Director.

b. The President shall preside over all Board meetings, shall be the chief executive officer, and shall be the liaison to the Board of Directors of the State Bar of Texas.

c. The President Elect shall serve upon the absence or removal of the President and shall chair the Procedures Manual Committee.

(Amended September 1994)

d. The Secretary shall record the minutes of the Board meetings and, upon review and approval of the Board, shall promptly distribute same to the Directors.

e. The Treasurer shall keep financial records and submit a written financial report at the beginning of each regular Board meeting. The Treasurer shall also prepare, with the President, the annual report as described in Article VII, Section 4.

f. The Parliamentarian shall advise the President and the Directors, when called upon, regarding conduct of Division business.

g. It is the duty of a Director to supply leadership to the Division; to represent his District at all Board meetings; to attend all Board meetings and the Annual Meeting; to be an active representative of the Division within his District; to advise the Board of local needs and programs being conducted within his District; to carry out assigned committee responsibilities and to promote Division programs within his District; to report the actions of each Board meeting to members of his District; to be available at all times to further the objectives and meet the responsibilities of the Division; and to perform such duties as the President or Board may from time to time direct.

Section 7. Ex Officio Members.

a. The immediate past President of the Division shall serve as non-voting Executive Advisor to the Board and to the Executive Committee.

b. The Chair of the State Bar of Texas Committee on Paralegals shall serve as a non-voting ex officio member of the Board and shall be the liaison between the committee and this Division.

c. The President-Elect shall be a non-voting member of the Board.

(Amended June 1985, September 1999)

Section 8. Board Meetings.

a. Regular Meetings.

A regular open meeting of the duly elected Board of Directors shall be held immediately prior to and following and at the same locale as the Division's Annual Meeting. In addition, the Board shall meet a least two more times a year at open meetings, and the dates shall be announced by the President and communicated to the Board within a reasonable time prior to such meetings.

b. Special meetings.

The President may, in his discretion, call a special meeting of the Board at any time, or such meeting shall be called upon the written request of one-third of the Board. However if and when any such meeting is called for any purpose, the President shall notify each Director of the time, place and purpose of such meeting, within a reasonable time prior to such meeting. At any such special meeting of the Board, new matters may be added to the agenda only upon an approval of two-thirds vote of the Board members present and voting.

(Amended September 1999)

c. Quorum.

A majority of the Board shall constitute a quorum for the transaction of any business, except as otherwise provided in these Bylaws; and a majority vote of those Directors present and voting during a regular or special meeting shall be required to approve items of business brought before the Board.

d. Vote by Mail, Telephone, E-Mail or Facsimile.

The President on his own volition, or upon request of one-third of the Board, will conduct a vote either by mail, telephone, e-mail or facsimile, or any combination thereof, under procedures set out in the Standing Rules.

(Amended May 1989, September 1999)

e. Open Meetings.

All meetings of the Board shall be open to members of the Division and to visitors (except at those times when executive sessions may be held for matters of a confidential nature) provided that only the elected Board members shall be entitled to vote.

f. Parliamentary Procedure.

Except as provided in these Bylaws and Standing Rules, all meetings will be conducted in accordance with the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED.

(Amended September 1999)

Section 9. Board Vacancies.

a. When a vacancy in the office of President occurs, the President Elect shall act as President until such time as the Board, by majority vote, shall elect a successor to serve the unexpired term of such President. Vacancies occurring in any other Board office shall be filled by a person appointed by the President with the approval of a majority vote of the Board.

b. In the event of a vacancy in the office of the President Elect, the duties of the office of President Elect shall be assumed by the Parliamentarian, the Secretary, or the Treasurer, in the order named, until such time as the Board, by majority vote, shall select a successor to serve the unexpired term.

(Adopted June 1992)

c. When a Director's office becomes vacant the active membership of the District so affected shall be promptly notified of the same. Absent a Director-Elect who shall immediately fill such office, the Board shall appoint, by majority vote, a replacement from among the active membership of the Division in the District wherein the vacancy occurred, who shall serve the remainder of the term of office in which the vacancy occurred.

d. When a Director's office becomes vacant due to the Director being elected as President-Elect, and the term has not been fulfilled, then a special election for a successor to that District shall be held to serve the unexpired term.

(Adopted January 2004)

**ARTICLE IV
REMOVAL OF DIRECTORS**

Section 1. Removal for Good Cause.

a. Generally.

The Board shall have the power to remove Directors, including any Board officer, for good cause. The procedures for such removal shall be those set out in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED, except as otherwise provided for herein or in the Standing Rules.

(Amended September 1999)

b. Two-Thirds Requirement.

It shall require at least two-thirds vote of the Board in favor of removal in order to remove a Director, except as provided in Article IV, Section 2 herein.

Section 2. Attendance Requirements.

Any Directors, including any Board officer, shall be removed for failure to attend two duly noticed Board meetings without good cause during his term. Such Director shall be given notice in writing to appear at the next duly noticed Board meeting to show cause why he should not be removed from the Board. If at the meeting following the second absence, a majority of the Board members present and voting finds that good cause for such two absences has not been shown, the office of the non-attending Director shall become automatically vacant.

**ARTICLE V
COMMITTEES**

Section 1. Standing Committees.

a. The standing committees of this Division shall include the following: Annual Meeting, Continuing Education, Elections, Membership, Professional Development, Professional Ethics (chair only), Public Relations, and Publications. All committees shall submit written reports to the Board at each regular meeting of the Board. The functions and responsibilities of each committee shall be set forth in the Standing Rules.

(Amended June 1985, May 1989, September 1994, June 2003)

b. The President shall appoint the committee members from among the membership of the Division in accordance with the Bylaws and Standing Rules to serve at the discretion of the President. The President shall be a non-voting ex officio member of all committees, unless otherwise determined by a two-thirds vote of the Board of members present and voting at a Board meeting.

(Amended June 1992)

c. The committee members present at a committee meeting shall constitute a quorum for transaction of business at such meeting.

Section 2. Special Committees.

Special committees may be established from time to time as may be deemed necessary by the President or a two-thirds vote of the Board members present and voting at a Board meeting.

**ARTICLE VI
ANNUAL MEETING**

Section 1. Date, Place and Notice.

The Division shall meet annually at the same time and in the same county as the Annual Meeting of the State Bar of Texas. Announcement of the Annual Meeting shall be made to the membership at least 30 days in advance.

Section 2. Quorum.

Those active members in attendance shall constitute a quorum for transacting business at the Annual Meeting.

Section 3. Procedure.

All procedures at any meeting of the Division shall be governed by the current of ROBERT'S RULES OF ORDER NEWLY REVISED.
(Amended June 1992, September 1999)

**ARTICLE VII
FINANCES**

Section 1. Fiscal Year.

The fiscal year of the Division shall begin June 1 in each calendar year and shall end May 31 the following calendar year.

Section 2. Annual Budget.

The Treasurer, Paralegal Division Coordinator, and Executive Committee shall prepare a detailed budget for the ensuing fiscal year, based upon anticipated revenues, and present same to the new Board for approval at their first regular meeting in June.
(Amended September 1994, September 1999)

Section 3. Amendments to Annual Budget.

At any meeting, the Board shall have the authority, by a majority vote of those present, to amend the allocation of the budgeted funds, provided that the total amount of the amended budget shall not be increased beyond available revenue plus retained funds from any other source.

Section 4. Annual Report.

The Treasurer and Paralegal Division Coordinator shall prepare an annual report in writing showing all assets and liabilities, including unallocated or unspent funds, plus receipts and expenditures, of the Division for the preceding fiscal year and shall submit same to the Board for review at the regular meeting of the Board immediately prior to the Annual Meeting of the general membership.
(Amended September 1999)

Section 5. Expenditures.

All expenditures shall be approved by the appropriate committee chair, director or officer, so long as such expenditures fall within the Board-approved budget. Interim emergency expenditures, i.e., those expenditures not covered under the Board-approved budget, must be approved by the Board. (Amended September 1999)

**ARTICLE VIII
PUBLICATIONS**

Section 1. Official Publication.

The *Texas Paralegal Journal* shall be the official publication of the Division.
(Amended September 1994)

Section 2. Other Publications.

The Board may authorize such additional publications as will serve the Division's purpose.

**ARTICLE IX
ELECTIONS**

(Adopted June 1992)

Section 1. Qualifications and Requirements to Hold Office, to Nominate Candidates for Office and to Vote in Elections.

a. Eligibility. To be eligible to become a candidate for the office of Director, nominate candidates for the office of Director and/or vote in elections, a person must:

1. Active Membership. Be an Active Member as defined in the Definitions Section of these Bylaws; and

2. Other Requirements. Satisfy all other requirements for voting prescribed by these Bylaws and the Division's Standing Rules for the election of Directors.

Section 2. Notice of Election.

a. Responsibility for Giving Notice. The Publications Committee Chair shall have responsibility for giving Notice of Election to the general membership.

b. Manner of Giving Notice. Notice of Election must be given in the following manner.

1. Preparation of Notice.

a. Elections of Directors. The Election Committee shall cause a Notice of Election of Directors to be prepared and delivered to the Publications Committee Chair. The Publications Committee Chair shall receive the Notice of Election of Directors no later than 30 days prior to the Nominating Period.

b. Amendment(s) to Bylaws. The Elections Committee Chair and the Publications Committee Chair shall receive the Notice of Election for amendment(s) to Bylaws no later than 30 days prior to the mailing of the official publication.

c. Referendum. The Elections Committee Chair and the Publications Committee Chair shall receive the Notice of Election for referendum no later than 30 days prior to the mailing of the official publication.

d. Publication of Notice.

i. Spring Election: The Publication Committee Chair shall cause the Notice of Election of Directors, amendment(s) to Bylaws, or referendum to be published in the Division's official publication, newsletter and/or website no later than 30 days prior to the mailing of the official publication.

ii. Fall Election: The Publication Committee Chair shall cause the Notice of Election amendment(s) to Bylaws, or referendum to be published in the Division's official publication, newsletter and/or website no later than 30 days prior to the mailing of the official publication.

c. Contents of Notice. Every Notice of Election must state:

1. Description of Election and Date. The nature and date of the election;

2. Description of Qualifications and Requirements. The eligibility requirements for voting in the election and, where applicable, the eligibility requirements for holding office and nominating candidates; and

3. Notice of Election for Amendment(s) to Bylaws and/or Referendum. In addition to the requirements for Notice of Election set forth hereinabove, Notice of Election for amendment(s) to these Bylaws and/or a referendum shall contain the following:

a. Proposed Amendment. The proposed Bylaws amendment(s) and/or proposed measure(s) that is/are the subject of the referendum;

b. Need. A full discussion as to why the Bylaws amendment(s) and/or the proposed measure(s) that is/are the subject of the referendum are needed;

c. Discussion. A full discussion of the relative merits of both sides of the issues raised by the proposed amendment(s) to the Bylaws or by the measure(s) that is/are the subject of the referendum; and

d. Effective Date. The effective date of the proposed Bylaws amendment(s) or measure(s) that is/are the subject of the referendum.

Section 3. List of Registered Voters.

a. Preparation and Authority. The Paralegal Division Coordinator shall prepare an alphabetical List of Registered Voters by District for each District holding an election, or for all Districts in the event of amendment(s) to Bylaws or a referendum. The List of Registered

Voters must contain the name, address and e-mail address of each Active Member. (Amended September 1999, April 2008)

b. Delivery of List of Registered Voters to Elections Committee Chair. The Paralegal Division Coordinator shall deliver the List of Registered Voters to the Elections Committee Chair before the beginning of the Nominating Period.
(Amended September 1999)

Section 4. Nomination of Candidates for the office of Director.

To be entitled to a place on the election ballot, a candidate must satisfy the following requirements:

a. Eligibility Requirements. The candidate must satisfy the eligibility requirements of Article IX, Section 1a of these Bylaws and Rule V B, Section 5c of the Standing Rules;

b. Declaration of Intent. The candidate must make a declaration of intent to run as a candidate for the office of Director through an original nominating petition declaring such intent that is filed with the Elections Subcommittee Chair in the candidate's District pursuant to Rule V B, Section 5 of the Standing Rules; and

c. Nominating Petition. The number of signatures required on the original nominating petition shall be as follows:

<u>Number of Registered Voters within District</u>	<u>Number of Signatures Required</u>
0 – 50	5 signatures
51 – 100	8 signatures
101 – 150	10 signatures
151 – 200	12 signatures
201 – 250	15 signatures
251 – 300	18 signatures
301+	20 signatures

(Amended September 1999)

Section 5. Authority to Initiate Proposed Amendments to the Bylaws for Placement on the Ballot.

The authority to initiate proposed amendments to these Bylaws for placement on the ballot shall be one or a combination of the following:

a. A minimum of 35 Active Members of the Division, comprised of members from at least three different Districts of the Division, by written petition in conformance with the provisions governing such petition, as set out in the Standing Rules;

b. The Bylaws and Rules Committee under procedures set out in the Standing Rules; or

- c. The Board of Directors of the Division.

Section 6. Authority to Initiate Proposed Measures that are the subject of a Referendum for Placement on the Ballot.

The President of the Board of Directors of the Division shall be the authority to initiate proposed measures that are the subject of a referendum for placement on the ballot.

Section 7. Form of Nominating Petitions and Ballots, Contents and Preparation.

The form of nominating petitions and ballots, contents and preparation for the elections shall be in accordance with the election procedure set forth in Rule V B, Sections 5, 9 and 11 of the Standing Rules.

Section 8. Voting.

a. Election of Directors. Each Director shall be elected by a majority of the votes cast by the Registered Voters. Registered Voters may vote only for those candidates representing the District wherein such Registered Voter's work address is shown according to the List of Registered Voters.
(Amended September 1999)

b. Election for Amendment(s) to Bylaws. A two-thirds affirmative vote of the votes cast shall be required to amend these Bylaws.

c. Referendum. A majority of the votes cast shall be required to pass a referendum.

Section 9. Security of Ballots, Tallying of Votes and General Election Procedure.

The security of ballots, tallying of votes and general election procedure shall be in accordance with Rule V B of the Standing Rules.

Section 10. Announcement of Election Results.

a. Time of Announcement. The election results shall be announced by the President of the Board of Directors of the Division no later than the 5th business day following the Marked Ballot Deadline Date (or the next business day if the 5th business day is a Sunday or a legal holiday).

b. Manner of Announcement.

1. Notification to Candidates. All candidates shall receive notification of the results of the election in such candidate's District from the President of the Board of Directors of the Division.

2. Notification to the General Membership. The general membership of the Division shall be entitled to timely official notice of election results. The President of the Board of Directors of the Division shall be responsible for transmitting the election results to the Publications Committee Chair for timely publication in the Division's Official Publication.

(Amended September 1999)

Section 11. Effective Date.

An amendment to the Bylaws and/or referendum adopted in accordance with Article IX, Section 8 of these Bylaws shall be effective as of the date so specified in the Notice of Election for such amendment or referendum pursuant to Article IX, Section 2.c, 4, D of these Bylaws.

Section 12. Run-Off Elections for Director.

If no candidate shall have received a majority of the votes cast for a particular office of Director, a run-off election shall be held, and only the names of those candidates who received the highest number of votes for such office as set out in the Standing Rules shall be placed on the official ballot within 30 days after the general election. Such election shall be conducted pursuant to Rule VII of the Standing Rules.

ARTICLE X

Unless the context otherwise clearly indicates, words used in the singular include the plural, the plural includes the singular, and the masculine gender includes the feminine.

(Adopted June 11, 1988)

DEFINITIONS

Active Members: that classification of membership defined in Article II, Section 1(a) of the Bylaws and meeting the Criteria for Active Membership as set forth in Rule I.B. of the Standing Rules. An active member in good standing shall have all the privileges and prerogatives of full membership, including voting, holding office, and serving as the chair of any committee or subcommittee. (Amended April 2008)

Ballot Notification Date: the date on which ballot notification is to be mailed by the Paralegal Division Coordinator to the Registered Voters in their respective Districts as shown in the timeline prepared by the President Elect.

(Amended September 1999; Amended May 2005)

Bylaws: Bylaws of the Paralegal Division of the State Bar of Texas.

District: a district that embraces a geographic area with a defined boundary pursuant to Article III, Section 4 of the Bylaws.

Division: as used in the context of the Bylaws and Standing Rules shall refer to the official organization and name: "Paralegal Division of the State Bar of Texas."

Paralegal Division Coordinator: the individual with whom the Division has contracted to perform the duties of the Paralegal Division Coordinator.
(Amended September 1999)

Liaison: an individual who shall act as a channel or means of communication and understanding between the Division (or a committee of the Division, or the Board of Directors) and other organizations and entities.

List of Registered Voters: an alphabetical List of Active members prepared by the Paralegal Division Coordinator pursuant to Article IX, Section 3 of the Bylaws. (Amended September 1999, amended April 2008)

Majority: the number greater than half the total number of active members present and/or voting.

Marked Ballot Deadline Date: the date on which ballots must be received by the Paralegal Division Coordinator in order to be tallied as shown in the timeline prepared by the President Elect.
(Amended September 1999)

Nominating Period: the 30-day period beginning February 1 and ending on the date nominating petitions must be received by the Elections Subcommittees in order for the nominating petitions to be valid. (Amended April 2008)

Notice of Election: the notice of the election pursuant to Article IX, Section 2 of the Bylaws.

Quorum: the minimum number of members (of the Division, or a committee, or the Board) who must be present at a meeting (of the Division, or a committee, or the Board) for the valid transaction of business.

Registered Voter: a person who is an Active Member listed on the official records of the Paralegal Division of the State Bar of Texas no later than two weeks prior to the date of any election.
(Amended April 2008)

Restricted Delivery: when mailing by Restricted Delivery, the envelope shall be clearly marked "**PERSONAL AND CONFIDENTIAL: TO BE OPENED BY ADDRESSEE ONLY.**"

Standing Rules: the Standing Rules of the Division.