

HILLSBOROUGH COUNTY ASSOCIATION
OF CRIMINAL DEFENSE LAWYERS

PROPOSED BYLAWS (2018 VERSION)

Whereas HCACDL, Inc is owned by its membership and the administration of its affairs is vested in a Board of Directors;

Whereas the Board of Directors wants to foster increased participation by its membership in the promulgation of its Bylaws and the administration of the Association;

Whereas the current Bylaws are in need of clarification and consolidation to better reflect the actual functioning of the association;

The Board of Directors, acting in compliance with the 2013 Bylaws, hereby rescinds all prior versions of its Bylaws, and adopts and amends the Bylaws of the Hillsborough County Association of Criminal Defense Lawyers, Inc., as follows:

1. The Board of Directors shall consist of the elected officers of the HCACDL, the immediate Past-President of the HCACDL, and not less than three nor more than ten at large directors. Each position is for one year beginning on the 1st of January and ending on the 31st of December of each calendar year.
2. The Board shall meet at least five (5) times per year to conduct HCACDL business on regular dates and places. Three voting members of the Board present at any regularly scheduled meeting of the Board shall constitute a quorum. The president shall set the agenda and preside over the Board meetings, but may not vote on any matter except to break a tie.
3. The President shall be the HCACDL's chief executive officer; shall be responsible to oversee and coordinate the activities of the HCACDL; shall be the chief spokesperson for the HCACDL and, whenever practicable, shall appear publicly for the HCACDL and speak its policies; shall preside at the annual meeting of the HCACDL, and at any other meetings of the general membership which he may call from time to time; shall preside at the meeting of the Board; shall be the representative and directive head in the general conduct of HCACDL affairs; shall appoint the members and chairpersons of the standing committees; shall perform whatever other duties may be necessary to fulfill his responsibilities prescribed by the bylaws; and shall be ex officio member of all committees.

4. The Vice President shall perform such duties that the President may assign; shall respectively succeed to the duties of the President in the absence or incapacity of the President, and shall perform whatever other functions the bylaws may prescribe.

5. The Treasurer shall audit and supervise the bookkeeping of the Association; shall keep an accurate account of all the monies received and disbursed by HCACDL; shall collect all fees, dues, assessments and other monies payable to the HCACDL; shall maintain all the financial records of the HCACDL; shall promptly record all HCACDL receipts and shall deposit same within one month of receipt in a banking institution approved by the Board; shall issue and sign checks for the withdrawal of said receipts in payment of HCACDL obligations; shall endorse checks for deposit only in the bank account of the HCACDL; shall collect dues as assessed from all members required to pay dues annually; shall maintain a current record of the standing of all members in respect to the payment of dues and shall report to the Board the names of those persons who have been notified of their delinquency in the payment of dues in excess of three (3) months; shall submit a proposed budget for the coming year to the Board at their meeting in September each year; shall supervise the preparation of financial statements of the Association as of the end of each fiscal year; shall submit the financial statements of the HCACDL for the immediately preceding fiscal year to the membership at the annual meeting of the HCACDL; shall maintain the financial statements and make them available to all members upon request; shall make disbursements of HCACDL monies and funds in his possession or control only in accordance with the orders of the HCACDL; shall submit a report to the Board on the financial condition of the HCACDL whenever requested by that Board; and shall perform whatever other duties the bylaws may prescribe.

6. The Secretary shall record and permanently maintain the minutes of all general membership meetings as well as of all meetings of the Board and the Executive Committee shall provide a copy of the minutes to the Executive Director for distribution to the Board no more than 15 days after the meeting at which the minutes were taken; shall read such minutes at the next meeting of the particular body; shall maintain an inventory of HCACDL property other than bank deposits and cash on hand; shall serve the Board in the procedure governing elections and amendments of bylaws; shall send all the required notices to members; shall conduct whatever other correspondence the President, Board, or the HCACDL may require; shall manage and distribute the publications of the HCACDL; shall maintain a current mailing list of members and others designated to receive

HCACDL publications but shall not release said list to non-members without prior permission from the Board; shall have general charge of the files of HCACDL correspondence; and shall perform whatever other duties the bylaws may prescribe.

7. There shall be an Annual membership meeting in December of each year. Ten percent of the eligible membership shall constitute a quorum. Except as otherwise noted in these Bylaws, votes are determined by a simple majority of the members present at the meeting who cast a ballot. The president shall be the presiding officer and set the agenda, and he may vote only to break a tie. The business transacted at the Annual meeting shall include, together with whatever other matters the President or the Board may deem appropriate, the following: (a) reports on membership, fiscal status, activities, planning; (b) voting on proposed amendments to the Bylaws; (c) voting on a proposed budget; (d) voting on meeting schedule for the upcoming year; (e) election of officers and directors; and (f) installation of officers and directors.

8. For the purpose of realizing the objectives for which the HCACDL was created, there shall be established the following standing committees:

- (a) Continuing Legal Education committee
- (b) Listserv committee
- (c) Website committee
- (d) Membership Committee
- (e) Budget Committee
- (f) Events Committee

9. Membership in HCACDL shall be by application on a form prescribed by the Board. Each member must meet the qualifications stated in the articles of incorporation. Each application shall be submitted to the president for review and approval.

10. Types of memberships:

a. Life Membership. Upon a motion by the Board, or a recommendation of any member of the HCACDL, the Board of Directors in its discretion may from time to time elect members to life memberships in recognition of services over time to the HCACDL. Life members shall be assessed a one-time dues payment for the life of the membership.

b. Sustaining Membership. A sustaining member is a regular member whose financial support for the goals and activities of the HCACDL exceeds the annual dues assessed on regular membership.

c. Regular membership.

d. Public defender membership.

e. Law student membership shall be available to those persons of integrity and high ethical standards who are third year students enrolled in accredited law schools and recommended by a professor of that law school. A law student member shall not vote in general membership matters.

f. Affiliate membership in the HCACDL shall be available to persons of integrity and high ethical standards who are not actively engaged as attorneys in the defense of criminal cases, but whose duties and responsibilities are part of, or contribute to, the defense of criminal cases and the goals of the HCACDL. An affiliate member shall not vote in general membership matters.

g. Any person who shall have made an outstanding contribution to the public welfare and aided in the achievement of the goals of the HCACDL may be proposed for honorary membership by five (5) regular members of the HCACDL. An affirmative vote of the majority of the Board shall be required to elect any honorary member. An honorary member shall not vote in general membership matters.

11. All memberships, with the exception of life and honorary memberships, are annual memberships that begin on the 1st of January and end on the following 31st of December of each calendar year. All memberships entitle the holder to access to the Listserv and a listing on the Website. Only Life, Sustaining, Regular and Public Defender members in good standing are entitled to vote in HCACDL proceedings or hold officer or director positions.

12. Any member who fails to pay dues within 90 days following the beginning of the fiscal year of the HCACDL shall automatically lose all privileges of the list serve and website and shall be considered an inactive member. Unless otherwise informed, HCACDL may maintain inactive members on certain email blast and special event contact lists. Membership status may be reinstated at any time by complying with provisions of the Bylaws.

13. Upon not less than fifteen (15) days written notice to the membership, the President may call special meetings of the HCACDL; and, on petition signed by not less than one-third (1/3) of the Board, setting forth the need thereof and the special business to be transacted, the President shall call a special meeting of the HCACDL. The written notice of the special meeting shall contain a statement of the specific matters to be considered at such special meeting.

14. Except as otherwise provided by these bylaws, meetings of general membership, the Board and all committees shall be conducted in accordance with Roberts Rules of Parliamentary Procedure.

15. Removal from Board. A Board member may be dropped for excessive absences (more than three) from Board meetings or for other reasons as determined by the Board and voted on by three-fourths of the remaining Board members.

16. These Bylaws may be adopted, amended or rescinded by a majority of the membership present and voting at the annual meeting. Any changes made to the Bylaws at the annual meeting take effect on January 1st of the following year.

17. Proposed changes to the Bylaws, nominations for officers or directors, alterations to the budget or scheduled meeting dates must be filed in writing by one or more voting members of HCACDL with the Secretary and to the voting members of the HCACDL at least thirty days before the meeting at which such action is proposed to be taken, unless two thirds or more of the voting membership present at the meeting agree to waive the notice requirement.

18. Any proposed amendments will be presented at a Board of Directors meeting, at which time the revisions will be approved by majority vote of the Board. The approved By-laws revisions will then be submitted to the membership for approval.

19. These By-laws may be amended by majority vote of the votes received from the general membership. Such amendments will be distributed to the members no less than thirty (30) days prior to voting.

20. Amendments to these By-laws will take effect immediately after adoption by the members and will then become part of the governing rules of the Association.

21. In addition to the Association By-laws, the Board of Directors may create policies, which shall have the effect of binding rules on the operations and functions of both the Association and the Advisory Board.

22. Policy is created or changed by a simple majority vote of a duly convened Board of Directors meeting at which there is a quorum present.

23. Until amended or rescinded, these Bylaws will continue with full force and effect.

24. These will be known as the 2018 Bylaws of the Hillsborough County Association of Criminal Defense Lawyers, Inc. If new Bylaws are adopted at the Annual meeting, they will become effective on January 1st of that succeeding year, and they would be known as that years Bylaws of the Hillsborough County Association of Criminal Defense Lawyers, Inc. In each succeeding year, Bylaws will be known for the year in which they go into effect.