

By-Laws
of
THE ONTARIO COUNT BAR ASSOCIATION
as AMENDED THROUGH DECEMBER 2002

ARTICLE I - NAME

This Association shall be called the ONTARIO COUNTY BAR ASSOCIATION (“Association”).

ARTICLE II - MISSION

The mission of the Ontario County Bar Association is to improve the quality and accessibility of justice; inspire respect for and promote understanding of the law; enhance professional growth, fulfillment, and excellence, collegiality and diversity; and serve as the voice of the profession.

ARTICLE III - MEMBERSHIP

SECTION 1. A “Member” of the Association is defined to mean any individual who meets the criteria for membership in the Association and who has paid all current dues as required by the Association.

SECTION 2. Classes of Members:

(A) There shall be one class of membership in the Association:

Regular Member. Any person who is admitted to the practice of law in the State of New York and resides and/or practices law in Ontario County shall be eligible to be a regular member of the Association.

(B) Affiliates. Law students, law school graduates who are not admitted in any jurisdiction, persons awaiting admission to the New York State Bar, paralegals, legal assistant-secretaries, and paralegal and pre-law students shall be eligible for affiliate status. In addition, the Association shall have power to grant affiliate status upon such other persons as the Association, in its discretion, may decide would benefit from or assist the Association by such affiliate status.

SECTION 3. Selection of Members and Affiliates.

A person desiring to become a member of the Association shall apply to the Association in writing using the Membership Application furnished by the Association. Each Membership Application shall be accompanied by the appropriate annual dues.

The Secretary of the Association shall promptly review each membership application to verify compliance with Section 2 of this Article and shall report thereon to the executive committee. An applicant shall thereupon become a member or affiliate and be entitled to all rights and privileges of membership.

SECTION 4. Rights and Privileges of Members and Affiliates.

- (A) All members and affiliates of the Association shall have the right to attend all meetings of the Association; to engage in deliberations at such meetings; to petition the Association; and to participate in all programs and activities sponsored by the Association.
- (B) All members of the Association shall be entitled to vote or serve as an elected officer of the Association.

SECTION 5. Dues.

- (A) Annual dues are payable on or before January 31st for each calendar year as voted by the members.
- (B) The Executive Committee shall have full power to hereafter adjust the amount of dues, except the Executive Committee may not increase the dues of members or affiliates in an amount to exceed ten percent (10%) of the previous year's dues without the prior approval of a majority of the members qualified to vote who are present in person at any duly held meeting of the Association, provided that notice of the proposed increase has been given in the notice of the meeting. The Executive Committee may decrease or eliminate the dues for any member or affiliate pursuant to such policies as it may from time to time adopt.

SECTION 6. Membership in the Association.

- (A) The Executive Committee, in its discretion, may grant a leave of absence from the Association to any member, without dues, upon such terms and conditions as it prescribes.
- (B) Members or affiliates two months delinquent in dues may be dropped from the Association, but payment of dues to date together with a ten dollar (\$10) late payment penalty shall entitle such persons to reinstatement.
- (C) Membership in the Association shall, unless otherwise directed by the Executive Committee, be terminated during any period in which a member is suspended from the practice by an Appellate Division or like authority or when a member has been disbarred or resigns from admission to practice law.

ARTICLE IV - MEETINGS

Section 1. Annual Meeting.

There shall be an annual meeting of the members of the Association during the last fiscal quarter of each year or at such other time as the Executive Committee may direct. At that meeting, annual reports of the officers and committees shall be delivered and in odd numbered years officers shall be elected.

Section 2. Regular Meetings.

In addition to the annual meeting, meetings shall be held at least three times annually.

Section 3. Special Meetings.

Special meetings may be called by the President or two officers or on request by any ten members in writing. Members shall have 5 days advance written notice of the date, time, place, and object of the meeting.

Section 4. Quorum.

At all meetings twenty-five members shall constitute a quorum for the transaction of business. The latest edition of Robert's Rules of Order shall govern the procedures.

Section 5. Order of Business.

1. Approval of minutes of previous meeting.
2. Report of Treasurer
3. Report of Secretary
4. Report of President
5. Reports of Standing Committees
6. Report of Special Committees
7. New Business
8. Election of Officers (Annual Meeting in odd numbered years)

ARTICLE V. OFFICERS

Section 1. President.

The president shall preside at all meetings of the Association and the meetings of the Executive Committee; shall select members of the committees, except Executive Committee; shall promote active participation on the part of the membership and report activities of the bar to the membership; represent the bar at state bar meetings; perform all duties ordinarily incident to the office and recommend to the membership such action as he or she deems proper.

Section 2. Vice President.

The Vice President shall act as the President in the absence of the President, plan programs in cooperation with the Executive Committee and perform such duties as may be assigned by the President of the Association.

Section 3. Secretary.

The Secretary shall keep minutes of the meetings, send out notices, verify that applications for membership comply with Article III, Section 2 of these by-laws, and keep custody of correspondence files. The Secretary shall act as administrative assistant to the President, shall assist the committee chairs in carrying out the work of the committees and shall perform such other duties as may be assigned by the Executive Committee. Upon being succeeded in office he or she must turn over all Association records and correspondence to the successor.

Section 4. Treasurer.

The Treasurer shall receive and disburse all funds of the Association and shall deposit or invest its money in a manner approved by the Executive Committee. The Treasurer shall submit at the annual meeting a report of monies received and expended, amounts due the Association and an estimate of the resources and expenditures for the ensuing year.

Section 5. Executive Director or Secretary.

The Executive Committee may hire and assign duties to an executive director or secretary of the Association, who shall be assigned duties and given compensation as the executive committee directs and shall serve at the pleasure of the Executive Committee.

ARTICLE VI. NOMINATION AND ELECTION OF OFFICERS

Section 1. Nomination.

The Executive Committee shall appoint any three members of the Association to be a nominating committee to select candidates for the offices of President, Vice President, Secretary and Treasurer and to report names of nominees to the Secretary not less than one month before the next annual meeting of the Association. Nominations may also be made from the floor during the annual meeting by any member in good standing in the Association.

Section 2. Election.

Officers shall be elected at the odd numbered year's annual meeting by a majority ballot of the members present at the meeting. All officers shall serve for two years or until their successors are elected. All terms of office begin January 1.

Section 3. Vacancies.

A vacancy occurring in an office shall be filled by a majority vote of the members present at a regular meeting, provided that notice of pending vote to fill the vacancy has been published in the meeting notice, or otherwise circulated to the membership prior to the meeting at which the vote is taken.

ARTICLE VII. COMMITTEES

Section 1. Standing Committees. There shall be the following standing committees which shall report to the President and to the membership at the annual and regular meetings of the Association:

- (A) Bench & Bar Committee. The function of the committee will be to keep communications open between the bench and bar by interfacing with the judges and court staff about concerns and changes in the administration of the various courts.
- (B) Bereavement Committee. The function of the committee will be to communicate to the membership notice of the death of a member and the date, time, and place of funeral services; to send flowers on behalf of the Association; to send a card or letter of condolence to the member's family; and where appropriate, make arrangements for a suitable memorial.
- (C) Executive Committee. The committee shall be comprised of the President, Vice President, Secretary, Treasurer, and immediate Past-President. The function of the committee will be to carry on the business of the Association between meetings of the members of the Association.
- (D) Grievance Committee. The committee shall be comprised of at least three members of the Association appointed by the President. The function of the committee will be to process allegations of minor delay, fee disputes, personality conflicts and other minor matters in accordance with Appellate Division, Fourth Judicial Department's grievance plan as set forth in 22 NYCRR 1022, specifically Sect. 1022.19 (e) "Duties of County and local bar associations".
- (E) Professional Development Committee. The function of the committee will be to develop programs to enhance professional growth, fulfillment, excellence, collegiality and diversity. The committee should produce three to five seminars or events a year.
- (F) Public Relations (Public Service) Committee. The function of the committee will be to develop new and creative ideas for improving the image of the Association and establishing good rapport with the public and local press.

Section 2. Other Committees. The Association may have special committees and/or task forces at the discretion of the executive committee which shall report to the President and to the membership at the annual and regular meetings of the Association.

ARTICLE VIII. FINANCIAL OPERATIONS

Section 1. Fiscal Year. The fiscal year of the Association shall begin January 1 and end December 31.

Section 2. Appropriations. Appropriations of Association funds for officers, committees or other expenses shall be made by the Executive Committee. Any liability incurred by an Association officer or a committee in excess of the appropriation authorized by the Executive Committee shall be the personal liability of the person or persons responsible for incurring or authorizing the same.

Section 3. Contracts. The Executive Committee may authorize any officer or committee to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association.

Section 4. Checks, Drafts, etc. All checks, drafts (or orders for payment of money) and notes (or other evidence of indebtedness) issued in the name of the Association shall be signed by such officer(s) or committee chairpersons(s) in such manner as shall from time to time be determined by resolution of the Association. In the absence of such determination by the Association, such instruments shall be signed by the Treasurer and countersigned by the President or Vice President.

Section 5. Deposits. All funds of the organization shall be deposited in a timely manner to the credit of the Association in such banks, trust companies or other depositories as the Executive Committee may select.

ARTICLE IX. AMENDMENTS TO BY-LAWS

By-laws may be adopted, amended, or rescinded by a majority vote of the regular members present and voting at any annual, regular or special meeting, provided that notice of such a proposed change shall be given in writing to all members one week in advance of the meeting at which the vote is to be taken.