

# BYLAWS

## ARTICLE I

**NAME** – The name of the organization shall be “The American Society of Legislative Clerks and Secretaries.”

**PURPOSE** – The purpose of the Society shall be to improve the administrative and parliamentary effectiveness of State Legislatures and to develop better procedures for enhancing the lawmaking function.

**ASLCS SEAL** – The Seal of the American Society of Legislative Clerks and Secretaries shall be a circle with a white center section and an outer band of dark blue.

Within the white center section shall be a gavel and quill device outlined in gold and filled with dark blue. A dark blue horizontal line across the center section shall appear directly under the gavel and quill. The phrase “founded 1943” shall appear beneath the horizontal line.

Across the top third of the outer band of dark blue shall be the words “American Society” in gold bordered on each side by gold stars. On the bottom two thirds of the outer band shall be the words “Legislative Clerks and Secretaries” in gold.

**MEMBERS** – The membership shall be composed of the duly elected or appointed Legislative Clerks and Secretaries of the fifty states and the insular possessions and territories of the United States of America.

Legislative employees designated by the Clerks and Secretaries may be Associate members upon payment of annual dues. The names of Associate members shall be submitted in writing by the appropriate appointing authority to the Secretary-Treasurer of the Society and shall be officially recorded. An Associate member shall remain a member until such time as the appointing authority or a successor shall order in writing that the name of the Associate member be removed from the record or annual dues are not paid. Associate members shall be non-voting members except as provided in (b) below.

A voting member shall be one of the following:

(a) the duly elected or appointed Clerk and Secretary of each legislative body of the fifty states and the insular possessions and territories of the United States of America; and

(b) one Associate member of each legislative body of the fifty states and the insular possessions and territories of the United States of America, determined by using the following criteria, in the order listed:

(1) an Associate member of the Executive Committee, or

(2) an Associate member as designated by the appropriate Clerk or Secretary.

VOTING – Each legislative body of the fifty states, the insular possessions and the territories shall have two votes, which shall be cast by the voting members of that body, or a proxy from that body by the Chief Clerk or Secretary. The Executive Committee shall determine the appropriate method by which proxies are appointed.

FORMER MEMBERS – Any former member of the Society may maintain membership in the Society by notifying the Secretary-Treasurer and paying the required annual dues. A former member may not vote, serve on a committee or commission, receive a scholarship or financial support, or in any other way participate in the official business of the Society.

DUES – Dues shall be annually assessed of all Principal, Associate, and former members in amounts to be determined by the Executive Committee.

## **ARTICLE II**

MEETING OF MEMBERS – The annual business meeting of the Society shall be held at such time and place as shall be designated by the Executive Committee. On the day of the scheduled meeting, the President shall call the meeting to order at the designated time. The minutes of the previous meeting shall be read and approved and such business transacted as may properly come before such meeting.

There shall be mailed to each member of the Society, at least thirty days prior to the annual business meeting, a notice setting the time and place of the meeting. In case a quorum of the members eligible to vote is not present, the regularly called meeting shall be adjourned to the next day of the Society's scheduled meeting at a time set by the members present and registered, at which time those voting members present and registered shall constitute a quorum for all purposes.

## **ARTICLE III**

OFFICERS – The officers for the Society shall include a President, President-elect, Secretary-Treasurer, and the Elected-Principal member of the Executive Committee, all of whom shall be Clerks or Secretaries, and an Associate Vice-President, an Associate Vice-President-elect, and an elected Associate member of the Executive Committee, who shall be Associate members from the office of a Clerk or Secretary.

The President shall preside at all meetings of the Society and of the Executive Committee and shall have general control over the affairs of the Society, subject to the approval of the Executive Committee, and shall sign all certificates and other instruments for the Society.

The President-elect shall: have responsibility for depositing copies of the current Bylaws, Standing Orders, and Index with the staff liaison of the National Conference of State Legislatures, unless otherwise ordered by the Society; perform such duties as may be assigned by the Executive Committee, and shall, in case of death, disability, or absence of the President, be vested with all the powers and perform all the duties of the President.

The Secretary-Treasurer shall: keep accounts of all monies of the Society received or disbursed; sign all checks for the payment of money; have responsibility for depositing copies of programs and proceedings of all meetings with the staff liaison of the National Conference of State Legislatures unless otherwise ordered by the Society; countersign all certificates and other instruments for the Society; keep a record of all votes and minutes of the proceedings of all membership and Executive Committee meetings; give notice as required in the Bylaws of all meetings of the Society and the Executive Committee; and have custody of all books, records, and papers of the Society.

TERM – Society officers shall serve a single-year term in office. In the event of failure to fill any office by election at an annual business meeting, the current officeholder shall perform the duties of their office in a holdover capacity until a successor is elected. All officers must be dues-paying members of the Society.

## **ARTICLE IV**

EXECUTIVE COMMITTEE – The Executive Committee shall be composed of the elected officers of the Society; the Immediate Past President; the Immediate Past Associate Vice President; plus four additional members, two of whom must be Associate members, elected by the Executive Committee. The President of the Society shall chair the Executive Committee.

The Executive Committee shall have authority and responsibility for the general management and control of the business affairs of the Society and shall exercise all the powers granted by the Society under its Bylaws. When adopting policies of a continuing nature, the Executive Committee shall record its actions in the form of Standing Orders. Standing Orders shall remain in effect unless amended or repealed by action of the same or a succeeding Executive Committee. It shall be the duty of the President-elect to maintain current compilations of the Bylaws, Standing Orders, and Index and shall deposit copies with the staff liaison of the National Conference of State Legislatures for information and distribution to the membership at the annual meeting.

Past Presidents and Past Associate Vice Presidents who are dues-paying Principal or Associate members shall be ex officio members of the Executive Committee, but shall not be counted in determining a quorum nor be entitled to vote.

The Executive Committee shall be authorized to assess all members a registration fee which shall be paid as a condition for registration and participation at the annual meeting of the Society. The amount and manner of payment of such registration fee shall be determined by the Executive Committee.

## **ARTICLE V**

MEETING OF THE EXECUTIVE COMMITTEE – The Executive Committee of the Society shall hold its meetings upon call by the President at such time and place as designated by the President. Seven members of the Executive Committee shall constitute a quorum for the transaction of business, and in case a quorum be not present at any meeting called by the President, a less number may adjourn,

from time to time, without notice other than by announcement at the meeting, until a quorum of the Executive Committee shall attend such adjourned meeting.

## **ARTICLE VI**

**NOMINATING COMMITTEE** – The President each year shall appoint a Nominating Committee by no later than thirty days prior to the annual meeting. An announcement of the membership of the Committee shall accompany the annual meeting notice. Chair of the Nominating Committee shall be the Immediate Past President. If the Immediate Past President is unable to serve as Chair of the Nominating Committee, the President shall appoint a past president who is currently serving as a Principal Clerk or Secretary. In addition to the Chair, the President shall appoint one past president, two Principal Clerks or Secretaries, two Associate members (one of whom is the Immediate Past Associate Vice-President) and one at-large member. If the Immediate Past Associate Vice-President is unable to serve, the President shall appoint a Past Associate Vice-President who is currently serving as an Associate member of the Society. The Nominating Committee shall recommend to the membership persons to be elected to the offices of President-elect, Secretary-Treasurer, Elected-Principal member of the Executive Committee, Associate Vice-President, Associate Vice-President-elect, and Elected-Associate member of the Executive Committee. The name of the President-elect shall be recommended by the Nominating Committee for the office of President provided the President-elect is qualified and willing to be recommended.

## **ARTICLE VII**

**VACANCIES** – In the case of death, resignation, or inability to serve of any officer or member of the Society's Executive Committee, the ranking officer shall submit to the remaining members of the Executive Committee a nomination to fill the vacancy or vacancies for the unexpired term. A majority vote of the remaining members shall confirm appointments to such vacancies.

## **ARTICLE VIII**

**AMENDMENTS OF BYLAWS** – The Bylaws may be amended at any annual meeting of the Society. If a copy of proposed amendments is mailed to the membership with the official notice of the meeting, a majority vote of the members present and voting shall be required for passage. If prior notice is not given, a two-thirds vote of the members present and voting shall be required.