

Virginia Court Clerks' Association Constitution

Article I

Name

This Association shall be called Virginia Court Clerks' Association.

Article II

This Association is formed for the promotion of social intercourse between, and the welfare of, its members; for increasing the efficiency of the service; to facilitate the administration of Justice of the Courts of this Commonwealth; to standardize the procedure of the Clerk' Offices; and, to uphold and elevate the standard of honor, integrity, and courtesy among the Clerks thereof.

Article III

Members

(1) **Active Members.** All duly qualified Circuit Court Clerks, and Deputy Circuit Court Clerks of this Commonwealth; the Clerks and Deputy Clerks of the United States Courts in the Commonwealth; the Clerk, Deputy Clerks, and Executive Secretary of the Supreme Court of Virginia; the Clerk and Deputy Clerks of the Court of Appeals of Virginia; the Clerk of the State Senate and the Clerk of the House of Delegates; the Clerk and Deputy Clerks of the State Corporation Commission; The Clerk and the Deputy Clerks of the Industrial Commission of Virginia, who may desire membership upon subscribing to this Constitution, and pay membership fee, shall be active members of this Association.

(2) **Retired Clerks.** Any person who has been a member of the Association may continue as a member without the payment of dues pursuant to Article VIII. Any retired Clerk shall not be eligible to hold office, but shall be entitled to all the privileges of the Association and to participate in its proceedings, except the right to vote.

(3) **Associate Members.** Any person upon payment of dues as provided in Article VIII shall be an Associate member of this Association. Associate members shall not be eligible to office, but shall be entitled to all the privileges of the Association and to participate in its proceedings, except the right to vote.

Article IV

Officers

(1) The Officers of this Association shall be a President, three Vice-Presidents, a Secretary, a Treasurer, an Historian, a Parliamentarian and an Executive Board. The Executive Board shall consist of the President, the three Vice-Presidents and eleven active members shown from a broad cross-section of

the population and geographical areas of the Commonwealth of Virginia, whose duties shall be such as may be prescribed in this Constitution or the By-laws.- They shall be elected at the annual meeting. They shall hold office from the adjournment of the meeting at which they are elected until the adjournment of the next succeeding annual meeting, except the members of the Executive Board who shall serve as hereinafter provided by the By-Laws of the Association. The President and Vice-Presidents shall be ineligible for re-election until one year after the expiration of their terms of office. Elections shall be by voice vote, unless secret ballots are requested by a majority of the members present and voting. This amendment is to become effective at the annual meeting of this Association in September, 1994.

(2) They shall have general management of the affairs of the Association, and shall make such regulations and take such action, not inconsistent with the Constitution and By-Laws, as may be necessary for the promotion of the Association's welfare and protection of its property.

(3) No money shall be paid out of the Treasury except upon a warrant signed by the Treasurer. No such warrant shall be issued until the Treasurer shall have in hand an invoice of the account, with said invoice to be approved for payment by the President of the Association.

(4) The President as soon as convenient after his/her election under this Constitution, and as conveniently as may be after each annual meeting, shall invite some person or persons to address the Association at its next annual meeting, upon some subject or subjects to be selected, or to conduct a program or programs which may be of interest to the Association.

(5) The President-elect, at each annual meeting of the Association, shall announce the place and time for the next annual meeting.

(6) The President shall appoint an Auditing Committee of at least three members of the Association to audit and certify the accounts of the Treasurer before they are presented to the Association at the annual meeting.

(7) The services of a stenographer may be obtained to report the proceedings of any annual or special meeting.

(8) The Historian shall collect and carefully preserve the archives of the Association and deliver them to his/her successor in office.

Article V

Standing Committees

(1) Advisory Committee which shall consist of five active immediate Past Presidents.

(2) Legislative Committee to consist of not less than five nor more than fifteen members.

(3) Nominating Committee to consist of five active immediate Past Presidents, at least three of whom shall have served within the past five years. Such committee shall submit its list of nominees to the members of the Association no later than the first day of the annual meeting; nominations from the floor shall be called for.

(4) Convention Committee for annual meeting to consist of such numbers as fixed by the President.

- (5) Audit Committee to consist of at least three members.
- (6) Constitution and By-Laws Committee to consist of five members. The members of all standing committees shall hold office from the time of their appointment until the adjournment of the next succeeding annual meeting, and thereafter until their successors are appointed. Such other committees as may be deemed necessary may be provided for in the By-Laws.

Article VI

Election and Appointment of Standing Committees

The members of the Executive Board shall be elected at the annual meeting in the manner provided in the By-Laws. The President shall appoint all other standing committees as soon as possible after his/her election, and shall announce them to the Secretary, who shall immediately notify the persons so appointed.

Article VII

Meetings

This Association shall meet annually, at such time and place as the President and the Executive Board may select, and twenty members shall constitute a quorum at any meeting.

Such notice of meeting shall be given as may be prescribed in the By-Laws; and shall be called by said Board at any time, upon the written request of fifteen members, upon like notice. At a special meeting, no business shall be transacted except such as is specified in the call therefore, without the concurrence of at least two-thirds of those present; and, at such meetings fifteen members shall constitute a quorum.

Article VIII

Fees and Dues

The membership fee for admission to the Association for Clerks shall be Ten Dollars. There shall be no admission fee for the Deputy Clerks. New members shall be considered members in good standing on payment of admission fee, when required and proper dues.

The annual dues for Clerks of the Circuit Courts shall be as follows: (by the latest official locality population)

Up to 10,000	-	\$290.00
10,001 to 39,999	-	\$320.00
40,000 to 99,000	-	\$345.00
100,000 to 249,999	-	\$405.00
Over 250,000	-	\$460.00

Annual dues for Deputy Clerks shall be \$25.00. Associate Members dues shall be in accordance with the schedule set out by the Executive Committee and may be modified by a majority vote of said committee. Any member delinquent in his/her annual

dues for two years on refusal or failure to pay same in full within thirty days after notice given by certified mail, shall forfeit his/her membership in the Association.

Article IX

Suspensions and Expulsions

Any member may be suspended or expelled for misconduct in his relations to the Association or in the performance of his/her professional duty, upon conviction thereof in such manner as may be prescribed on the By-laws; and, all interest in the property of the Association of persons in any way ceasing to be members shall ipso facti vest in the Association.

Article X

Vacancies

In case of a vacancy in any office it shall be filled by appointment of the Executive Board until the next annual meeting or special meeting; provided that a vacancy in the office of President shall be filled by appointment of one of the Vice-Presidents. A person appointed to fill a vacancy shall hold office until his/her successor is elected or appointed.

Article XI

Annual Address

At each annual meeting the President shall deliver an address, as he/she may deem proper.

Article XII

Amendments

This Constitution may be amended by a two-thirds vote of the members present at any meeting, provided that if it be an annual meeting, notice of the proposed amendments, subscribed by at least five members, shall be given on the first day of such meeting, and, if it be a special meeting, a similar notice, similarly subscribed, shall be given in the call therefore.

Article XIII

By-Laws

By-laws for government of this Association shall be adopted at the first meeting held under this Constitution, and may be amended as therein prescribed.

By-Laws

I. President and Vice-President

The President shall preside at all meetings of the Association and Executive Board; he/she shall deliver the annual address and perform all duties required of him/her by the Constitution and By-Laws. In his/her absence, one of the Vice-Presidents shall preside, and in the absence of all such officers, such person as may be called to the chair by the meeting.

Upon his/her election, the President shall name the Chair of each of the standing committees of the Association, and such special committees as the President shall set up during his tenure.

II. Secretary

The Person holding the Office of Secretary shall be ex-officio member of the Executive Board and the following standing committees: Advisory, Legislative, Nominating, Convention, Local Government Officials Conference and the Constitution and By-Laws Committees. The Secretary shall be charged with the following duties:

- (1) To keep full and accurate minutes of the proceedings of all meetings of the Association, and of all other meetings and matters of which a record shall be ordered by the Association.
- (2) To conduct the correspondence of the Association.
- (3) To keep, at all times, a complete and accurate roll of the members, officers and committees of the Association, with their addresses, to notify officers and members of committees of their election and appointment.
- (4) To issue notices of all meetings of the Association.
- (5) To report, as Secretary, to the Association at each annual meeting, giving a summary of transactions during the preceding year, and an outline of the business which is to come before the Association at such annual meeting, so far as it relates to propositions or resolutions referred to any special standing committee at the previous meeting.
- (6) To be the keeper of the seal of the Association.

III. A Treasurer

The Person holding the office of Treasurer shall be ex-officio member of the Executive Board and the following standing committees: Advisory, Convention, Local Government Officials Conference and the Audit Committee. The Treasurer shall be charged with the following duties:

- (1) To collect, and under the direction of, the Executive Board, disburse, deposit or invest the funds of the Association.
- (2) To keep regular and accurate accounts in books belonging to the Association, which shall be open at all times to the inspection of any member of the Executive Board.
- (3) To report to the Executive Board, whenever so required, the amount of money on hand or under his/her control, and any appropriations or charges affecting the same.
- (4) To make a full and detailed report, as Treasurer, to the Association at each annual meeting, showing (a) the receipts and disbursements of the preceding year, suitably classified; (b) all outstanding obligations of the Association; and, (c) an

estimate of the resources and probable expenses of the coming year, and such recommendations as he/she may deem advisable.

(5) To submit said report and all of the books, vouchers and papers relating thereto, to the Audit Committee.

IV. Executive Board

The terms of the elected members of the Executive Board first elected under this Constitution shall be as follows;

- 3 for terms of 5 years
- 3 for terms of 4 years
- 2 for terms of 3 years
- 1 for terms of 1 year

Terms thereafter shall be for five years for each member.

The duties of the Executive Board shall be:

- (1) To approve the location and time for the annual meeting selected by the President as provided in Article VII of the Constitution.
- (2) To fill any vacancy in any office as provided in Article X of the Constitution.
- (3) To advise and assist the President and other advisory committee members in determining the views and desires of the membership at large.

V. Standing Committees

- (1) **Advisory Committee** – The Advisory Committee shall serve as Advisor to the President.
- (2) **Legislative Committee** – (a) It shall be the duty of the Legislative Committee to scrutinize carefully, all proposed changes in the law, to encourage the passage of such as appear to be beneficial, and to determine and oppose all such as appear to be detrimental; and, to consider and recommend to the Association such amendments of the law and of judicial procedure as will facilitate the administration of justice. (b) It shall be their duty, if at any time they deem it advisable, to cause a special meeting of the Association to be called for the purpose of considering proposed legislation.
- (3) **Nominating Committee** – The President shall appoint a committee consisting of the five active immediate Past Presidents whose duty it shall be to consider and recommend nominees for offices and members of the Executive Board. Additional nominations may be made from the floor.
- (4) **Convention Committee for the Annual Meeting** – The Convention Committee shall assist the President in coordinating the activities of the annual meeting.
- (5) **Audit Committee** - The President shall appoint an audit committee composed of at least three members, who shall cause an audit to be made annually; and, by an independent qualified accountant of the accounts of the Association Treasurer, every third year commencing in 1989; such audit to be for the fiscal year of July 1 through June 30; in the event of a change of person holding the office of Association Treasurer, then the audit committee shall cause an audit to be made before the newly elected treasurer shall take office; the report of such audit(s) shall be made to the annual Association Convention, and the costs of such audit shall be borne by the Association. The Association's Treasurer shall

have the books for the fiscal year ending June 30th, prepared for audit and made available to the Audit Committee by 1 February of each year.

(6) **Constitution and By-laws Committee** – The Constitution and By-laws Committee shall make an annual review of the Constitution and By-Laws and make such report as it may deem advisable.

(7) **Other Committees** – When it is deemed necessary by the President, and/or consider particular subjects during a specified period.

VI. General Powers and Duties of Standing Committees

Except as otherwise provided, each standing committee shall have the following powers and be charged with the following duties:

(1) **Organization.** They shall organize upon their appointment, or as soon thereafter as may be possible. They may adopt regulations for their own government and proceedings, not inconsistent with the Constitution and By-laws of this Association.

(2) **Meetings.** They shall meet annually. Special meetings may be called by the Chairman of any committee, whenever in his/her opinion it may be necessary or advisable, and shall be called by him/her upon the written request of a quorum of the committee. At any meeting of any standing committee, a majority of the members of said committee shall constitute a quorum.

(3) **Voting by correspondence, telephonic, facsimile or electronic mail.** They may, by correspondence, telephonic, facsimile or electronic mail, consider and vote upon any matter which might properly come before them in meeting. Such correspondence, telephonic, facsimile or electronic mail shall be carefully preserved by their secretary, and a record thereof entered in its minutes. Any vote by telephonic method shall be recorded and so stated and preserved by their secretary.

(4) **Annual reports.** They shall report to the Association at each annual meeting, giving a summary of their proceedings since the last annual meeting, except such as they are prohibited from making public, and making such suggestions relative to their several departments as they may deem proper.

(5) **Printing Reports in Advance.** When any such report contains any recommendation for action on the part of the Association, it may in the discretion of the committee, be printed in the manner in which the annual reports are required to be printed, and a copy thereof mailed by the Secretary of the Association to each member thereof at least fifteen days before the annual meeting at which such report is proposed to be submitted.

VII. President's Annual Address

The annual address of the President shall be delivered during the annual meeting at a time to be determined by him/her; however, the annual meeting shall not be held later than September 15 unless by vote of the Executive Board.

VIII. Publication of Annual Reports, Addresses, and Papers

All papers read before the Association shall be lodged with the Secretary. The annual address of the President, the reports of the committees, and the proceedings at the annual meetings may be published in the Annual Report of the Association, but no other

address made or paper read or presented shall be published except by approval of the Executive Board.

The Annual report shall be published by the Secretary and a copy thereof delivered to each member of the Association.

IX. Current Year

The fiscal year of this Association shall commence on the first day of July of each year, and end on the thirtieth day of June of the following year.

X. Collection and Payment of Fees and Dues

The admission fee, when required by article VIII of the Constitution, shall be payable to the treasurer on application for membership and application shall be considered a member in good standing, subject to payment of the proper dues.

XI. Notice of Annual or Called Meetings

Notice of the Annual Meeting shall be mailed or electronically transmitted by the Secretary to each member of the Association not less than sixty days prior to the commencement thereof.

Notice of special or called meetings shall be mailed or electronically transmitted by the Secretary to each member of the Association as directed by the Executive Board.

XII. Resignations

Any member may resign at any time upon payment of all dues and charges to the Association, including his/her annual dues for the current year in which his/her resignation is tendered.

XIII. Rules of Order

Procedures of all meetings when not inconsistent with the Constitution or of the By-Laws of this Association shall be in accordance with Robert's Rules of Order, Revised.

XIV. Amendments

These By-Laws may be amended at any meeting of the Association by a vote of two-thirds of those present; provided that written notice of the proposed amendment shall be given on the first day of such meeting.

Revised August 27, 2010