

OKLAHOMA CRIMINAL DEFENSE LAWYERS ASSOCIATION BY-LAWS

ARTICLE I – NAME AND STATUS

The name of this Organization shall be the Oklahoma Criminal Defense Lawyers Association. It shall be a non-profit corporation organized under the laws of the State of Oklahoma.

ARTICLE II– PURPOSE

The purposes of the Association shall be: to protect and insure by rule of law those individual rights guaranteed by the Oklahoma and Federal Constitution in criminal cases; to resist any efforts to curtail these rights; to encourage cooperation between lawyers engaged in the furtherance of these objectives through educational programs and other assistance; and through this cooperation, education and assistance to promote justice and common good. Provided, however, that the Association shall restrict any lobbying activity to be solely incidental to those hereinbefore expressed purposes.

ARTICLE III– MEMBERSHIP

Section 1.) REGULAR MEMBERSHIP. (a) A member of the State Bar of Oklahoma who is actively engaged in the defense of criminal cases is eligible for membership in the Association. (b) A member of the State Bar of Oklahoma who is regularly and solely employed in a prosecutorial or judicial office is ineligible to become or remain a member of the Association.

Section 2.) CHARTER MEMBERSHIP. The charter members of the Association shall consist of those persons who, prior to December 31, 1976, signified their intention to join the Association as charter members and whose membership applications were subsequently approved by the Board of Directors.

Section 3.) SUSTAINING MEMBERSHIP. A regular or charter member is eligible for sustaining membership by the payment of such dues as are set for such membership by the Board of Directors.

Section 4.) STUDENT MEMBERSHIP. A person who is regularly enrolled in a school of law in this State is eligible for student membership in the Association.

Section 5.) AFFILIATE MEMBERSHIP. Affiliate membership in the Association shall be available to persons who are pursuing a career in a field which contributes regularly to the defense of criminal cases and goals of the Association.

Section 6.) APPLICATION FOR MEMBERSHIP, (a) Application for regular, student, or affiliate membership shall be made on a form prescribed by the Board of Directors. Each application for regular or affiliate membership must be endorsed by two (2) voting, affiliate, or student members of the Association, (b) All applications shall be subject to approval by the President or Executive Director acting for the Board of Directors. (c) In the discretion of the President, acting for the Board of Directors, an attorney who does not meet the requisites of Article III, Section 1 (a) may be admitted as a regular member if he is otherwise qualified. Any such decision of the Board of Directors shall be final and not appealable to the general membership.

Section 7.) VOTING. Regular, charter, and sustaining members are entitled to vote in any of the Associations proceedings. Honorary, affiliate, and student members are not entitled to vote.

Section 8.) REVOCATION OF MEMBERSHIP. Membership, whether regular, charter, sustaining, honorary, affiliate, or student may be revoked for cause by vote calling for such revocation by three quarters vote of the total members of the Board of Directors after notice and hearing.

ARTICLE IV- FINANCES

Section 1.) ANNUAL DUES. Annual dues for membership may range from \$75.00 minimum to \$250.00 maximum in the various categories of membership as the Board of Directors may fix from time to time. All dues shall be payable annually on the first day of June. Any member whose annual dues are more than three (3) months in arrears shall cease to be a member of the Association.

Section 2.) DUES SCHEDULE. Until modified by the Board of Directors, the dues schedules is a follows:

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| (1) | Sustaining Member | \$250.00 per year |
| (2) | Regular Membership (Member of the Bar for more than three years) | \$115.00 per year |
| (3) | Regular Membership (Member of the Bar for three years or less) | \$90.00 per year |
| (4) | Affiliate Membership (Allied non-lawyer) | \$90.00 per year |
| (5) | Law Student Membership | \$75.00 per year |

ARTICLE V- MEETINGS

Section 1.) ANNUAL MEETING. The annual meeting of the Association shall be held in conjunction with the State Bar Convention at the time and place affixed by the Board of Directors.

Section 2.) SPECIAL MEETINGS. Special meetings of the members of the Association may be held, as the Board of Directors deems necessary.

Section 3.) NOTICE OF MEETINGS. (a) Notice of the annual meeting shall be given to each member at least thirty (30) day in advance of the meeting. (b) Written notice of a special meeting shall be mailed to each member at least ten (10) days in advance of the meeting together with the proposed agenda for the meeting.

Section 4.) QUORUM. Those voting members present at any annual meeting or the Association constitutes a quorum of the Association for the transaction of business at such meeting.

ARTICLE VI- BOARD OF DIRECTORS

Section 1.) POWERS AND MEMBERSHIP. The business and affairs of this Association shall be managed by the Board of Directors. The Board of Directors shall consist of the elected Officers of the Association, the past President of the Association, and the twelve (12) regular, charter, or sustaining members of the Association. No director may be elected consecutively for more that two (2) terms. This shall not prevent Officers who are directors by virtue of their office from serving on the Board

Section 2.) REGULAR MEETINGS. The Board of Directors shall hold regular quarterly meetings, at such time and place as designated by the President.

Section 3.) SPECIAL MEETINGS The Board of Directors shall hold such special meetings as may be called by the President or upon written request by at least eight (8) members of the Board of Directors.

Section 4.) NOTICE. The Association Secretary shall notify the Directors of each regular and special meeting by notice given at least seven (7) days in advance of the date of the meeting, along with a proposed agenda.

Section 5.) QUORUM. A quorum for the transaction of business is eight (8) members of the Board of Directors.

Section 6.) ORGANIZATION. The President of the Association shall serve as Chairman of the meetings of the Board of Directors. In the absence of the

President, the President-Elect, or in his absence, First Vice-President, shall serve as Chairman.

Section 7.) PROCEDURE. The Board of Directors may act at meetings or by certified mail, return receipt requested, addressed to the Secretary of the Association.

Section 8.) VACANCIES. A vacancy occurring in the Board of Directors caused by the death, resignation, or removal of the person elected thereto may be filled by appointment by the President, subject to confirmation by the Board of Directors. Confirmation shall be secured at the option of the President either by a majority vote of a quorum of the Directors, or by a poll of the Directors by mail. In the latter event, the failure of any Director to send in his vote within ten (10) days after the date the poll is placed in the mail to him shall be counted as a confirmation.

Section 9.) REMOVAL. An elected Officer or Director may be removed for cause by a vote calling for such removal by three-quarters (3/4) vote of the members of the Board of Directors, after notice and hearing. Cause for removal includes failure to attend two (2) consecutive meetings of the Directors without good cause.

ARTICLE VII- OFFICERS

Section 1.) OFFICERS. The Officers of the Association shall consist of a President, a President-Elect, a Vice-President, a Second Vice-President, a Secretary-Treasurer, and an Assistant Secretary-Treasurer.

Section 2.) QUALIFICATIONS. All officers must be members in good standing in the Association.

Section 3.) DUTIES OF THE PRESIDENT. The President is the Chief Executive Officer of the Association and it is his responsibility to supervise and coordinate the activities of the Association and to preside at its meetings.

Section 4.) DUTIES OF THE PRESIDENT-ELECT. (a) The President-Elect shall assist the President in the performance of his duties and perform other such duties as may be prescribed by the Board of Directors. In case of the absence of the President he shall act as Chief Executive Officer of the Association. (b) In case of the death of the President, the President-Elect shall become the President.

ARTICLE VIII- ELECTIONS

Section 1.) ELECTIONS. (a) At each annual meeting of the Association the membership shall elect officers and at least one-half (1/2) of the Board of Directors to take office immediately after adjournment of the annual meeting.

The Officers are to serve (1) year or until their successors take office. The newly elected Directors are to serve for two (2) years or until their successors take office. (b) At the first annual meeting the officers and twelve (12) Directors shall be elected. The Directors shall immediately determine by lot, six (6) members whose term of office shall be limited to one (1) year. (c) If the number of Directors is increased, the new positions may be filled immediately. The terms of at least one-half (1/2) the numbers of such new Directors shall be limited to one (1) year. Those new Directors shall immediately determine by lot whose terms of office among them shall be limited to one (1) year.

Section 2.) NOMINATING COMMITTEE. Prior to the annual meeting of the Association, the President shall appoint a nominating committee. The Chairman of the nominating committee shall be designated by the President. The nominating committee shall make and report to the membership at or before the annual meeting its nominations for the Officers and for the Directors.

Section 3.) NOMINATIONS. A voting member may nominate a qualified member for an Officer or for Director from the floor.

Section 4.) PROCEDURE. Elections shall be by majority vote of the voting members and voting at each annual meeting. Upon demand by any member present, the election shall be by secret ballot.

ARTICLE IX– POLICIES OF THE ASSOCIATION AND POLLING OF THE MEMBERSHIP

Section 1.) PRONOUNCEMENT OR DECLARATION OF POLICY. No member of the Association shall officially make any pronouncement or declaration on a question of policy until it has been authorized by the Board of Directors except as provided in Section 2.

Section 2.) SPECIAL CIRCUMSTANCES. When in the President's discretion, he determines that it is necessary to make a pronouncement or declaration of policy and the circumstances do not permit a meeting or poll of the Board of Directors, he may make the pronouncement or declaration.

Section 3.) INAUGURATION OF POLL. The Board of Directors may on its own motion, or shall upon presentment to the Board of a petition requesting such action and signed by at least twenty (20) voting members, poll the membership of the Association on any question.

Section 4.) POLLING PROCEDURE. The Secretary shall take a poll of the membership by mailing the inquiries necessary to obtain the information desired and by canvassing the votes on the poll at least ten (10) but not more than fourteen (14) days after the mailing of the inquiries.

Section 5.) LOBBYING POLICY. The policy of the Association relating to lobbying activity is that no member, Officer or Director of the Association is authorized to engage in any lobbying on behalf of the Association unless and except first authorized by the Board of Directors to lobby for or against a specific legislative item for consideration or action by the Oklahoma Legislature, provided that any so authorized lobbying activity is not inconsistent with Article II.

ARTICLE X- COMMITTEES

Section 1.) STANDING COMMITTEES. There shall be the following standing committees:

- (a) Membership
- (b) Legislative
- (c) Publications
- (d) Amicus Curiae
- (e) Public Relations
- (f) Death Watch
- (g) Long Range Planning

Section 2.) SPECIAL COMMITTEES. There shall be such special or study committees as determined necessary by the President or the Board of Directors.

Section 3.) APPOINTMENTS. The President shall appoint the membership of each committee and designate the Chairman of each committee.

ARTICLE XI- FINANCIAL ACCOUNTING

Section 1.) CASH BASIS. The bookkeeping records and financial records of the Association shall be kept on the Cash Basis.

Section 2.) FISCAL YEAR. The fiscal year of the Association shall begin on the first day of May and end on the last day of April for a Fiscal Year Ended April 30, unless a change to some other fiscal year end is first adopted by the Board of Directors and approved by the Internal Revenue Service.

Section 3.) RECORDS. The keeping and maintaining of a financial records of the Association, provided further, that the incumbent Treasurer shall be responsible for transfer of custody of all financial records to successor Treasurer, unless said transfer or custody of any particular record is directed otherwise by the Board of Directors.

Section 4.) RETURN OF INCOME. Any required Information Return on behalf of the Association to be filed with the Internal Revenue Service or the Oklahoma Tax Commission shall be prepared and filed on the Cash Basis.

Section 5.) COPIES OF REPORTS AND RETURNS. A copy of each Report and/or Return prepared and/or filed regarding financial matters of the Association shall be placed and kept as part of the financial records of the Association.

ARTICLE XII- AMEMDMENT

These by-laws may be amended by a majority vote of the Directors present and voting at any annual or special meeting of the Directors of the Association.