

## **RESOLUTIONS - 2003 ANNUAL CONVENTION**

### **03-1 Consent Calendar**

Strongly recommends that candidates for the office of Treasurer have an accounting background.

### **03-2 Consent Calendar**

To set aside \$10,000 from reserves, if necessary, for continuation of the Tecker Assessment Committee's work pending budget determination.

### **03-3 Resolution**

PACE

WHEREAS, in recognition that the NFPA is a dynamic grass roots member driven organization dedicated to expanding the role of all paralegals in their diversity ; and WHEREAS, NFPA prefers a four (4) year degree, and WHEREAS, the NFPA recognizes two (2) year institutionally accredited and/or ABA approved paralegal educational programs as valid and indeed has worked hard to encourage minimum standards and core competencies and to advance quality paralegal education standards and programs; and

WHEREAS, in recognition of NFPA's commitment to the psychometrically designed testing instrument to the level of a Bachelor's Degree plus experience; and

WHEREAS, in recognition of the value of experientially based education in addition to a two (2) year paralegal degree.

NOW THEREFORE, BE IT RESOLVED, that an Alternative Experiential Minimum Criteria in addition to a two (2) year institutionally accredited and/or ABA approved paralegal studies requirement as an option in lieu of a Bachelor's Degree be offered; and that the following criteria shall be met in order to be eligible to take PACE:

1. Education:

a) An Associates Degree in Paralegal Studies obtained from an institutionally accredited and/or ABA approved Paralegal Education Program; and

b) Six (6) years substantive paralegal experience;

OR

c) A Bachelor's Degree in any course of study from an institutionally accredited school and three (3) years of substantive paralegal experience;

OR

d) A Bachelor's Degree and completion of a paralegal program with an institutionally accredited school, said paralegal program may be embodied in a Bachelor's Degree; and

e) two (2) years substantive paralegal experience.

The Grandparent clause shall remain in its current form for those who do not meet the educational criteria, but had four (4) years paralegal experience on or before December 31, 2000.

All other provisions contained in previous resolutions shall remain in full force and effect.

### **03-4 Resolution**

#### Conflict of Interest

WHEREAS, ARTICLE XI currently defines conflicts of interests;

WHEREAS, no current provision exists to address a potential conflict of interest by any member of the board of directors who represents a competing or conflicting interest in another national paralegal association; and

WHEREAS, NFPA encourages membership in other paralegal associations;

NOW, THEREFORE, BE IT RESOLVED that the NFPA Bylaws be amended as follows:

(Insert new sentence as the second sentence in Article XI, as follows)

No member of the NFPA board of directors shall have a fiduciary relationship or interest that represents a potential competing or conflicting interest in another national paralegal association.

### **03-5 Resolution**

#### Number of Board Meetings Per Year

BE IT RESOLVED, that SECTION 7.5 of the Bylaws shall be amended to read as follows:

The board of directors shall meet immediately before and immediately following the annual meeting. The board of directors shall also meet in person two (2) more times during the year. Additionally, the board of directors may meet on a monthly basis via telephone conference. Special meetings of the board of directors may be called by the president and shall be called at the request of any two or more members of the board of directors. The person or persons calling a meeting may fix the location of such meeting, except that no location shall be designated which causes undue hardship for members of the board of directors.

### **03-6 Resolution**

#### Default Dues Payments

BE IT FURTHER RESOLVED, that SECTION 4.2(B(2)) will be amended by deleting in its entirety and replacing it with the following:

#### Section 4.2 Default in Payment

##### A. Notice

1. If dues are not paid within thirty (30) days of their due date, the treasurer shall send a first notice;
2. If dues are not paid within fifteen (15) days of the mailing of the first notice treasurer shall send a second notice advising the defaulting member that should the member fail to pay the dues within the next 15 days, the member's rights shall be suspended. This second notice shall inform the defaulting member of options for extending the time for

payment of the debt and/or the option to request provisional membership. The treasurer shall also warn the defaulting member that membership will automatically be forfeited if the debt is not paid within two (2) months, unless an extension is granted or the member association has become a provisional member.

BE IT FURTHER RESOLVED, that SECTION 4.2(B)(2) will be amended by deleting it in its entirety and replacing it with the following:

Section 4.2 Default in Payment

B. Penalties

2. Membership is automatically forfeited for a member who is in default four (4) months after the due date for payment of dues if the member has not received an extension or is not on provisional membership.

**03-7 Resolution**

Limitation For Holding Office

WHEREAS, Section 8.3 of the Bylaws currently limits who may hold office as an officer or director of NFPA; and

WHEREAS, the officers and directors of NFPA owe a fiduciary duty of loyalty to NFPA, are entrusted with confidential and proprietary information, and are expected to act in the best interest of NFPA; and

WHEREAS, no provision presently exists to limit who may hold office as an officer, or director of NFPA if that person is concurrently serving as a voting officer, director or member of the board of directors of another national paralegal association.

NOW, THEREFORE, BE IT RESOLVED that the NFPA Bylaws be amended as follows:

Section 8.3 (add the following paragraph after the first two paragraphs):

Members of the Board of Directors cannot concurrently hold a position as a voting officer, director, or member of the board of directors for another national paralegal association.

**03-8 Resolution**

Electronic Notice

RESOLVED, that the Bylaws be amended as follows:

Section 7.7 Notice of Meetings.

A. No change.

B. Notice of meetings by telephone shall be given at least five (5) days prior to the meeting to members of the board. In an emergency, the NFPA president may waive the five (5) day requirement so long as notice is given at least within twenty-four (24) hours of the opening of the meeting by telephone. Where possible, the twenty-four (24) hour notice shall be sent electronically. Minutes of telephone meetings shall be distributed to the primary and secondary representatives and presidents within ten (10) days following the meeting.

C. No change.

## ARTICLE X

### NOTICE

Section 10.1 Waiver of Notice. no change

Section 10.2 Notice.

When notice is required under these bylaws, notice will be delivered personally, mailed, sent by facsimile or electronically (unless specifically stated otherwise.)

Such notice shall be deemed delivered when:

A. it is received in person;

B. if mailed, at the time specified on the postmark;

C. if sent by facsimile, the confirmation sheet states all pages have been sent.

The address or fax number used for delivery of notice will be the one shown on the records of NFPA;

D. on the date the e-mail acknowledging is received, if notice is sent electronically to one or more individuals, but not the entire membership or board of directors:

E. if notice is sent electronically to the member associations the date the e-mail is transmitted on the leaders list serve or the date posted on the Management Page of NFPA Internet home page whichever is later. Electronic notice to the membership must include both e-mail and posting on the Management Page;

F. If electronic notice is to the NFPA board of directors the date the e-mail is submitted to the board list serve.

## ARTICLE XXI

### AMENDMENTS

Section 21.1 With Notice.

These bylaws may be amended by a three-fourths (3/4) vote of the voting representatives constituting a quorum (as defined in Article V, Section 5.2, Subsection D) at an annual or special session, providing that notice of the proposed amendment including the language of the proposed resolution has been sent to the primary and secondary representatives and presidents forty-five (45) days before such meeting.

Section 21.2 Without Notice. no change

Section 21.3 Effective Date - no change

### **03-9 Resolution**

Voting by the Board

BE IT RESOLVED, that SECTION 7.10 of the bylaws shall be amended to read as follows:

The act of the majority of the board of directors present at a meeting, at which there is a quorum present, shall be the act of the board of directors. However, should the act involve going against the advice of professionals or the act of breaching/breaking a contract, then the act shall require a  $\frac{3}{4}$  roll call vote of those members present at a meeting where there is a quorum.

### **03-10 Resolution**

Notice to Local Association Regarding New Member

Detailed description of recommendations:

Add a Policy Statement Regarding Formation of New Local Associations

WHEREAS, NFPA is strongly committed to increasing membership and as such needs a separate Policy Statement on the Formation of New Paralegal associations; and

WHEREAS, NFPA currently does NOT have a Policy Statement on the formation of new local associations; and

WHEREAS, NFPA does NOT want to dissect the membership base of any NFPA local associations; and

WHEREAS, NFPA and any person acting in an official capacity to increase NFPA's local associations numbers must contact the Region Director, the NFPA local associations in the Region, and any and all local associations directly effected by the formation of a new local association prior to the formation of the new local association; and

WHEREAS, NFPA's goal to increase membership and as such will take under consideration a local associations recommendation on the effect the formation of a new local association would have in its geographical area; and

NOW, THEREFORE BE IT RESOLVED, that any member of NFPA making statements to any person to form a new local association, NFPA must notify the Region Director of said new association area and all local associations effected by the creation of a new local association prior to formation of said association; and

FURTHER RESOLVED, that NFPA and its board of directors will not initiate the formation of a new paralegal association within in a region without first notifying local associations within the region; and

FURTHER RESOLVED, that NFPA and its board of directors will not initiate the formation of a new paralegal association within in a region without notifying any and all local associations directly affected; and

FURTHER RESOLVED, that NFPA will not divide up a local association with the creation of a new local association in direct competition to the original NFPA local association unless directed by the Primary of said NFPA local association; and

FURTHER RESOLVED, that NFPA will continue to increase membership with the creation of a new local association as determined by NFPA and other NFPA local associations may assist in mentoring the new local association as requested.

### **03-11 Resolution**

Balanced Budget

WHEREAS, it is the duty of the duly elected or appointed officers and directors of NFPA to oversee the day-to-day business of the Federation and to operate the Federation in the most efficient and business-like manner possible; and

WHEREAS, all members of NFPA, and most particularly the members of the Board of Directors have a fiduciary duty to protect and conserve the assets of the Federation; and

WHEREAS, no current provision for the requirement of a balanced budget exists; and

WHEREAS, it is in the best interest of NFPA and the Board of Directors in meeting its fiduciary responsibilities to implement the requirement of a balanced budget.

NOW, THEREFORE, BE IT RESOLVED, that the NFPA Bylaws be amended as follows:

Section 14.10 Budget. Any proposed budget submitted to the delegate assembly for approval must be a balanced budget. To approve a deficit budget, a  $\frac{3}{4}$  vote is required.

PROVISO:

This Bylaw will go into effect beginning with the 2004-2005 fiscal year.

### **03-12 Resolution**

Corporate/Organizational Sustaining Members

BE IT RESOLVED that SECTION 3.3 (E)(2)(a) shall be amended to state:

Corporate/Organizational Sustaining Members shall have no rights of membership except those of identification with NFPA, the right to receive the national magazine, announcements of educational activities, and discounts and incentives unique to Corporate/Organizational Sustaining Members as deemed appropriate by the NFPA board.

### **03-13 Resolution**

Military Paralegal Associations

WHEREAS, the United States Armed Forces are interested in obtaining information, continuing legal education, and ideas from NFPA regarding the education and utilization of their paralegals;

WHEREAS, the United States Armed Forces desires its paralegals to have the opportunity to mentor with, and network with civilian paralegals and civilian paralegal associations;

WHEREAS, NFPA is dedicated to promoting the profession and increasing the roles and responsibilities of all paralegals at home and worldwide;

WHEREAS, NFPA is a model organization for its commitment to dedicated professionalism;

WHEREAS, NFPA desires an increase in its membership in order to best assist all paralegals and to further the profession;

WHEREAS, Military Association membership would promote paralegals associated with branches of the United States Armed Forces and government with an opportunity to learn about the issues that the civilian paralegal profession is currently facing and vice versa;

WHEREAS, the purpose of this organization is to promote goodwill, networking, and collaboration between civilian and military paralegals;

WHEREAS, the further purpose of this organization is to promote the profession and to increase the roles and responsibilities of paralegals;  
WHEREAS, the five military departments (U.S. Army, U.S. Air Force, U.S. Navy, U.S. Marine Corps, and U.S. Coast Guard) can each join NFPA for an annual fee as an association so that the paralegals within, and attached to, each military department can enjoy full NFPA membership rights within that association;  
WHEREAS, the members of the Military Paralegal Associations must be paralegals employed by, and defined by, their United States Armed Forces branch;  
WHEREAS, the members of the military associations should enjoy all benefits, rights, and responsibilities of NFPA membership as other NFPA voting members;  
WHEREAS, NFPA desires to add a new type of membership association: the United States Military Associations: Army, Navy, Air Force, Marine, and Coast Guard;  
RESOLVED, that SECTION 3.1 of the bylaws be amended to read:

#### Section 3.1 Definition of Member

A member shall be any state or local paralegal association (“association”), a national military association of paralegals for each branch of the U.S. Armed Forces, any organization comprised of persons enrolled in a course of post-secondary paralegal studies (“student association”), or any person, firm, educational institution or corporation duly admitted to membership in NFPA and in compliance with the membership provisions of these bylaws.

FURTHER RESOLVED that SECTION 3.3 of the bylaws be amended to read:

#### Section 3.3 Classes of Membership

There shall be the following classes of membership:

##### A. Voting Membership

##### 1. Qualifications.

Voting membership shall be available to paralegal associations, including Military Paralegal Associations, that meet the following requirements (“voting member association”):

FURTHER RESOLVED, that Section 6.1 of the bylaws be amended to read:

#### Section 6.1 Composition of Regions

NFPA shall be divided into regions. The number and composition of regions may be changed at any annual meeting by a three-fourths (3/4) affirmative vote of the delegate assembly. A Military Paralegal Association will be assigned to the NFPA Region in which its Primary Judge Advocate General’s Office or school is located.

### **03-14 Resolution**

#### Approval of Expenditures

NOW, THEREFORE, BE IT RESOLVED, that the NFPA Bylaws be amended as follows:

#### Section 7.13 Approval of Expenditures

The board of directors shall be authorized to approve expenditures not included in the fiscal year budget which result in a net cost after application of any anticipated offsetting revenues and/or results in funds being taken from retained earnings/reserves of up to \$2,500 with regard to administrative matters (including potential or pending litigation) and up to \$5,000 with regard to policy matters

within any single fiscal year period, the aggregate of such approved expenditures shall not exceed \$20,000 or 10% of that fiscal year's beginning balance in retained earnings/reserves, whichever is lower.