

**BY-LAWS
OF THE
COLORADO ASSOCIATION OF
LITIGATION SUPPORT PROFESSIONALS
(COALSP)**

As adopted by the Charter Members
July 12, 2005

and amended by the Board of Directors
June 20, 2009

**ARTICLE I.
NAME AND OFFICE**

- A. The name of the organization is the Colorado Association of Litigation Support Professionals hereinafter, "COALSP" or the "Association"), formerly known as the Colorado Association of Litigation Support Managers, COALSM.
- B. The mailing address of the Association is:
COALSP
1700 Lincoln Street, Suite 4100
Denver, Colorado 80203-4541

**ARTICLE II.
PURPOSES OF THE ASSOCIATION**

The purposes of the Association are:

- A. To be a primary educational resource for member law firms, and to further the understanding of litigation support technology and services within the legal community as a whole.
- B. To function as an advocate for the development of the profession of litigation support management, and to encourage the highest levels of professionalism and technical competence within the membership.
- C. To provide a forum in which members can exchange personal viewpoints and experiences relating to the litigation support field.
- D. To contribute, within the scope of the profession, to the quality and efficiency of the delivery of legal services.

**ARTICLE III.
CRITERIA FOR MEMBERSHIP**

- A. Membership in COALSP is open to any individual who is employed, either full or part-time on a permanent or temporary basis, either contract or direct, by a law firm, corporation, government, judicial or legal agency, or any other organization devoted primarily to the practice of law, regardless of the title by which the person is classified within the organization, or any person who has an interest in the litigation support profession and who supports the purposes of COALSP. To qualify for voting membership, a person must be responsible for duties related to litigation support and the

use of organized systems to assist in the analysis of facts and issues, the management of documents, and the presentation of evidence involved in the practice of law.

ARTICLE IV. MEMBERSHIP

A. Memberships (Definitions and Rules):

1. **Voting**: An individual is eligible for voting membership if they are employed, either full or part-time on a permanent or temporary basis, either contract or direct, by a law firm, corporation, government, judicial or legal agency, or any other organization devoted primarily to the practice of law, regardless of the title by which the person is classified within the organization, and are responsible for duties related to litigation support and the use of organized systems to assist in the analysis of facts and issues, the management of documents, and the presentation of evidence involved in the practice of law, excluding non voting students and vendors (see IV (A)(2-4).
2. **Non Voting**: An individual is eligible for non voting membership if they have an interest in the litigation support profession, and support the purposes of COALSP, but cannot meet the employment specifications listed in Article IV(A)(1). Non voting members may not hold office.
3. **Students**: Non voting memberships will be granted to any individual who joins the association at a student membership level. Student members may not hold office.
4. **Vendors**: Non voting memberships will be granted to any Company whose primary business is the marketing or supplying of products or services to the legal profession.
 - a) Vendor members must adhere to the educational forum of COALSP.
 - b) Vendor members may not overtly solicit business from members.
 - c) Vendors may not attend presentations made by their direct competitors.
 - d) Vendor membership will be the property of the Company, and not individuals.
 - e) Vendor members may not hold office.
 - f) Vendor members may not receive membership lists.
 - g) Only one representative from a vendor member company may attend monthly presentations at a time.

5. Any dispute regarding the application or denial of membership based on Article IV(A)(1-4) of these Bylaws shall be resolved by a vote of the Board after consideration of all relevant material. The decision of the Board is final.
 6. Membership is the property of the person who pays annual membership fees to the Association or on whose behalf membership fees are paid. Once established, membership may not be transferred between individuals.
 7. The annual membership fee shall be set by the Board of Directors and is subject to periodic review and adjustment. If a law firm or corporation has two or more members, each additional member's dues will be discounted. Non Voting student memberships shall also be discounted.
 8. Annual dues can be paid any time of the year, but will only apply through June 30th of that calendar year. With the new calendar year, new fees are due. If a member resigns, no refund of dues shall be made.
 9. Members, whether voting or non voting, whose employment circumstances have changed but who still wish to remain active in the field may remain as active members.
 10. Membership shall be valid until such time that the membership qualifications are no longer met.
- B. Any person meeting the criteria described in Article IV(A)(1-4) may become a member, subject to the definitions referenced in Article IV(A)(1-4), upon making application and paying such regular or special dues as the Board may from time to time determine.
- C. Voting Members shall have full voting privileges and are eligible for elective office.

ARTICLE V.

BOARD OF DIRECTORS AND OFFICERS

- A. General.
1. The Board of Directors shall consist of the President, Director of Membership, Director of Education, Director of Public Relations, Treasurer and Secretary.
 2. General control and administration of the activities, funds, membership property and programs of COALSP shall be vested in the Board.
 3. Officer positions within COALSP are as follows: President, Director of Membership, Director of Education, Director of Public Relations, Treasurer and Secretary. Board membership is open to any voting member who is nominated by another voting member and elected by ballot by the voting members. No person shall hold more than one office concurrently.

4. The officers shall be elected online each year prior to the end of each fiscal year as defined in Article IX. The presentation of all new officers shall take place at the regular meeting next following the election.
5. The officers shall serve a two-year term beginning on July 1st and ending on June 30th of odd years.
6. Candidates for the office of President must have served one term of office on the Board, unless all such eligible people refuse nomination.
7. If the President is unable to complete his/her elected term of office, for any reason, the remaining Board members of COALSP shall vote to decide whom amongst the existing Board members shall serve the balance of the unexpired term of office. Whoever is chosen by the remaining Board members to fill the unexpired term of office is to serve as interim President until the next regular election.
8. Any other vacancy occurring on the Board shall be filled by a regular voting member approved by a majority vote of the remaining members of the Board within ninety (90) days for the remaining period of the unexpired term.
9. Elected Board members shall serve without payment of salary.
10. A majority of the voting members of the Board shall constitute a quorum for the transaction of business at any Board meeting. Any Board member that is unable to attend such a meeting, either in person or by telephone, shall waive their vote on all matters addressed as said Board meeting.
11. The President shall serve as chair of meetings of the Board. In the President's absence, another Board member (agreed upon by the Board) shall preside. In the event of a tie vote, the presiding officer's vote shall be counted to break the tie.
12. The Board shall meet no less frequently than once per quarter. These meetings may be conducted or attended by conference call.
13. Minutes of all Board meetings shall be taken and approval of said minutes shall be voted upon during the following Board meeting. Minutes of all Board meetings shall be made available to any member in good standing upon request for same.
14. A Board member may be removed from the Board if he/she fails to attend any three consecutive meetings, regardless of meeting type or purposes, or for other cause, upon the unanimous vote of all the remaining members of the Board. Such removal shall be effective at such time as the Board may determine. The notice of any Board meeting at which such action is contemplated shall contain a notice of the proposed termination and the Board member whose status is being challenged shall receive written notification at least thirty (30) days prior to the date of such meeting.

15. No officer shall serve in the same office for more than two consecutive years without receiving a two-thirds vote of the regular membership for such subsequent office.

B. The Duties of the Officers

The officers perform those duties that are usual to their position and that are assigned to them by the Board, and may include:

1. President
 - a) Coordinate the activities of COALSP;
 - b) Chair of all meetings of COALSP and Board of Directors;
 - c) Serve as chief representative of COALSP at other meetings;
 - d) (d) Serve as chief spokesperson for COALSP.
2. Director of Membership
 - a) Serve as assistant to the President;
 - b) Attend to all tasks regarding membership, including, maintaining membership databases and lists as directed by the Board;
 - c) Other duties as assigned by the President.
3. Director of Education
 - a) Serve as assistant to the President;
 - b) Coordinate committee activities;
 - c) Other duties as assigned by the President.
4. Director of Public Relations
 - a) Serve as assistant to the President;
 - b) Act as editor of any COALSP publication;
 - c) Other duties as assigned by the President.
5. Treasurer
 - a) Receive, deposit, and record all funds belonging to COALSP;
 - b) Prepare and sign checks in payment of bills authorized for payment on behalf of COALSP. Any payment made on behalf of COALSP exceeding \$100.00 shall require Board approval;
 - c) Maintain the financial records of COALSP;
 - d) Other duties as assigned by the President.
6. Secretary
 - a) Keep minutes of all meetings of COALSP and Board of Directors.
 - b) Maintain COALSP's administrative records.
 - c) Other duties as assigned by the President.

**ARTICLE VI.
MEETINGS OF THE MEMBERS**

- A. Regular Meetings. There shall be a meeting of the members of the Association at least four times each year. Additional meetings, as frequently held as once a month, may be held at the discretion of the Board.
- B. Special Meetings. Special meetings of the members COALSP may be called at any time by the President. At such special meetings, no business shall be transacted except that which is specified in the notice for such meeting.
- C. Notice of Meetings. Notice of all meetings shall state the place, date, and hour of such meetings, and shall be delivered, either electronically or by mail, to each member. Notice of meetings is deemed delivered if sent electronically via email to the email address of the member that has been supplied to the Association.
- D. Quorum. Members of the Association holding twenty-five percent (25%) of the vote entitled to be cast, represented in person or by proxy, shall constitute a quorum.
- E. Voting. A majority vote of those members who attend the meeting in person, or by proxy, is required to approve any action.
- F. Proxies. Voting by written proxy shall be allowed at any meeting of the members of the Association. No proxy dated more than sixty (60) days prior to a meeting shall be valid.
- G. Minutes. Minutes of each COALSP Board meeting will be made available to any member in good standing upon request for same.

**ARTICLE VII.
COMMITTEES**

- A. The Board may from time to time, by majority vote, appoint regular or special committees, or discontinue any such committees. The Board shall appoint committee chairs by majority vote.
- B. The President and Directors shall be ex-officio members of all committees.

**ARTICLE VIII.
ELECTIONS**

- A. Elections shall be the responsibility of the Board.

- B. The Board shall assist with preparation of online ballots containing a list of nominations. Any ballots not in conformity with the rules for voting as stated on the ballot shall not be counted. The Board shall tabulate the results of an election with the assistance of two members who are not running for office.

**ARTICLE IX.
FISCAL YEAR**

- A. The fiscal year of the Association shall begin on the 1st of July and end on the 30th of June.

**ARTICLE X.
AMENDMENTS**

- A. Amendments to these ByLaws must be recommended to the membership by majority vote of the Board. Members must be given fifteen (15) days notice to vote to adopt or to repeal any amendment presented by the Board.

**ARTICLE XI.
DISSOLUTION**

- A. The Board may adopt a resolution recommending the Association be dissolved and direct the question of such dissolution to a vote of a meeting of Association members. The Association may be dissolved upon receiving at least two-thirds of the votes which members present at such meeting in person or by proxy are entitled to cast. Thirty (30) days' prior written notice must be provided to the membership before adoption of the resolution.
- B. In the event of dissolution of the Association, the Board appointed by the Board shall be responsible for its liquidation.
- C. In case of dissolution of the Association, the Board shall authorize the payment of the indebtedness of the Association.
- D. In case of dissolution of the Association, any funds remaining in the Treasury after payment of all indebtedness shall be distributed to a local non-profit charity organization determined by the Board.

