

**NEBRASKA COUNTY ATTORNEYS ASSOCIATION, Inc**

REVISED BY--LAWS

ARTICLE I

NAME

The name of this Association shall be the Nebraska County Attorneys' Association.

ARTICLE II

PURPOSE

The purposes of this Association are to improve the administration of justice by fostering and maintaining high standards of conduct and ethical practice and integrity by the county attorneys, their deputies and others performing prosecutorial functions in the State of Nebraska; to maintain the maximum degree of confidence of the citizens of this state in the office of the county attorney; to provide a vehicle from which the members of the Association can best continue their legal education to assist one another in all of the various duties and responsibilities of their office; to educate and inform the citizens of this state about their duties and obligations; to commit themselves to assist the county attorney in promoting and insuring that our judicial system is responsive and effective.

ARTICLE III

MEMBERSHIP

SECTION I: All county attorneys whose election has been certified or whose appointment has been properly endorsed and any assistant or deputy county attorney whose position has been recognized by the proper authority are, upon payment of their dues: members of the Association. The Attorney General and members of his staff are similarly members.

SECTION II: All persons who perform prosecutorial functions other than the county attorneys and their deputies are upon payment of dues associate members of the Association:

SECTION III: The Executive Director will automatically be a member from the date of his appointment.

SECTION IV: Dues for the Association shall be from July 1 of each year to June 30 of the following year. All dues shall be paid within sixty (60) days from and after July 1 of each year. Should the dues not be paid within said sixty (60) days, such member shall be placed on thirty (30) days suspense status and shall be advised of that status in writing by the Executive Director. If the dues remain unpaid at the conclusion of such suspense status, that membership in the Association shall terminate without further notice.

SECTION V: Honorary memberships to the Association may be awarded to distinguished persons who have performed outstanding services to the Association or to the administration of justice in the state, and to whomsoever the Association desires to confer such honorary distinction. The election of such an honorary member shall be by unanimous vote of the Board of Directors of the Association.

SECTION VI: Membership in the Association is non-transferable or assignable except to a successor in office who meets the qualifications of Section I, Section II, or Section III of this Article.

## ARTICLE IV

### OFFICERS

SECTION I: The officers of the Association shall consist of a President, President-Elect, Secretary, Treasurer and any other officer or officers which the Association may deem proper.

SECTION II: Any person in good standing under Article III, Section I is eligible to hold an office in the Association. The elected officers shall be so elected at the annual business meeting.

SECTION III:

a. Elections of officers shall take place at the annual meeting, and the term of each officer shall run from annual meeting to annual meeting. Each officer with the exception of the President will be elected by majority vote of the members present at the annual business meeting. The office of the President shall be filled automatically by the President-Elect of the preceding year.

b. Nomination for officers of the Association other than that of the President shall be made by majority vote of the Board of Directors at least thirty days prior to the annual meeting. This does not preclude any other member of the Association from being nominated from the floor.

SECTION IV: In the event that an office becomes vacant during a term it will be assumed by that Director as determined by the sequence set out in Article V, Section II.

## ARTICLE V

### DUTIES OF THE OFFICERS

SECTION I: The President shall be the chief executive officer of the Association and shall preside at all the meetings of the Association whether it is a meeting of the whole or that of the officers or any part thereof. He may appoint the members and chairmen of all committees and be responsible to insure that each officer and committee of the Association actively and effectively implement the purposes for which his office is organized.

SECTION II: The President-Elect shall perform such duties as are incumbent on him as President-Elect to perform, and in the absence or inability of the President to perform his duties, the President-Elect will act in his behalf.

SECTION III: The Secretary shall insure that the records of the Association are properly kept, and shall perform all other duties and responsibilities requested by the President.

SECTION IV:

a. The Treasurer shall be custodian of all the income and assets of whatever kind of the Association, and shall be responsible for the proper disbursement of funds and property of the Association except as provided in Section IV (b) of this Article. He shall also perform any other duties and responsibilities as requested of him by the President.

b. Monies and property received by the Association through governmental grants shall be received and distributed by the Executive Director of the Association under the supervision of the Treasurer. Such funds will be distributed only in strict compliance with the terms of the grant and of the direction of the Treasurer. The Treasurer of the Association shall have the responsibility of insuring that the funds received and distributed under this Section are

properly maintained and distributed, and that the records are accurately kept and reported.

#### ARTICLE VI

##### BOAPD OF DIRECTORS

SECTION I: There will be a Board of Directors of the Association which shall establish policy decisions, and be responsible for the overall supervision and operation of the Association.

SECTION II: The Board of Directors shall consist of the President, President-Elect, Secretary: Treasurer, First Second, and Third Directors.

SECTION III: A meeting of the Board of Directors may be called by the President or any three members of the Board of Directors Notice of any meeting of the Board of Directors shall be given in writing at least two weeks prior to the meeting.

SECTION IV: A majority of the Board of Directors shall constitute a quorum.

SECTI~ V: Should a vacancy occur in the office of the Board of Directors, the Board shall appoint a qualified member of the Association to serve as Third Director provided that no appointment will be made if there is less than ninety days remaining until the next general election.

SECTION VI: Any officer or director elected or appointed may be removed by the Board of Directors upon a showing of a cause and after inquiry, whenever in the judgment of the Board of Directors the best interests of the Association would be served thereby. If such a question arises, it shall be so designated by the President, and the person under inquiry shall not vote upon such removal. The removal of any officer or director shall be predicated upon the affirmative vote of at least one half plus one of the then remaining eligible voting members of the Board of Directors.

#### ARTICLE VII

##### NON-PROFIT STATUS

No member or individual shall receive any pecuniary benefits from the Association's income or property or assets except in the following circumstances:

a. The Executive Director and his staff shall be paid a suitable salary

b.

This Section shall not prevent a member or individual from being reimbursed for his provable expenses incurred or cost and services rendered in the promotion of the goals and purposes of this Association; any disbursements made under this clause shall not be made if such a disbursement violates the NOT FOR PROFIT status of the Association as defined by the internal Revenue Code.

#### ARTICLE VIII

##### MEETINGS

SECTION I: An annual meeting will be held at a location and time as selected by the Board of Directors with notice given to the members at least sixty days in advance. At least one-third of the member counties of Nebraska, as distinct from one-third of the membership, must be present before any business may be conducted.

SECTION II: Special meetings of the Association may be called by the President or by any three members of the Board of Directors, provided notice of such special meetings shall be given to all members as defined in Article III, Section I in writing at least two weeks prior to the meeting.

SECTION III: The President or any other officer acting under the President's authority may call a meeting of any committee or committees for the purpose of conducting business of the committee.

#### ARTICLE IX

##### VOTING

SECTION I: Every member who is in good standing under Article III, Section I has one vote.

SECTION II: Any motion or resolution passed upon by the Association shall be determined by a majority vote unless otherwise provided in these By-Laws or by the members voting.

SECTION III: A qualified voting member may authorize another qualified voting member to vote for him by proxy, such authorization must be in writing and presented to the Executive Director three days prior to the meeting. Such proxy shall constitute a representation of the absent member for purposes of a one-third quorum of member counties. All proxy authorizations are valid for one meeting, general or special.

SECTION IV: The President or the presiding officer, may at his discretion take an oral vote. His discretion may be challenged by a motion and a

second for a roll call vote, or a motion and a second for a secret ballot vote.

#### ARTICLE X

##### COMMITTEES

SECTION I: There shall be such committees as the President shall deem proper to establish, or which the Association by majority vote shall establish.

SECTION II: Membership and the chairmanship of the committees shall be determined by that person or body which establishes a committee.

SECTION III: The President shall insure that each committee meets often enough to accomplish that for which it was established, and he shall have the power to call a meeting of any committee.

SECTION IV: The president and Executive Director will be ex-officio non-voting members of each committee established.

SECTION V: The minutes of each meeting shall be written and submitted to the office of the Executive Director for recording and filing.

#### ARTICLE XI

##### BUDGET

SECTION I: The officers shall determine annually the amount of dues for membership in the Association and the prospective budget of the Association for the upcoming year. Such determination by the officers may be vetoed by a two-thirds majority vote of those members present at the annual business meeting.

#### ARTICLE XII

REPRESENTATION

SECTION I: No member, committee, or other group of the Association shall have power to make the Association liable for any debt or obligation except on the express and written authority as set forth in the By-Laws or Articles of Incorporation.

SECTION II: The President of the Association may appoint any individual, whether a member of the Association or not, to represent the Association's interests before any legislative or governmental tribunal or hearing, to represent the Association on any pending legislation or government action which may be of concern to the Association, to represent the Associations appoint concerning those particular issues provided that the President shall not so appoint that individual to represent any view which may be contrary to that expressed by the appropriate committee of the Association.

ARTICLE XIII

ETHICS

SECTION I: The Association shall hold all of its members to those standards of ethics which the American Bar Association and the Nebraska Supreme Court have established.

SECTION II: A committee will be established consisting of the Board of Directors of the Association and any other members which the President chooses to appoint to the committee; said committee to act in a confidential manner upon the application of any member for an opinion of the committee on subject matter of ethics which may arise The opinion issued by said committee will remain confidential and it will be meant only as an opinion and not as binding upon the applicant.

ARTICLE XIV

AMENDMENTS

The Articles by which this Association is bound and its By-Laws may be altered, amended, or repealed by a majority vote at the annual business meeting, or by a vote of a meeting called for that purpose; provided said vote is not inconsistent with any other Articles of these By-Laws, and provided that at least an affirmative vote of two-thirds of the represented individual members is obtained.

ARTICLE XV

RULES OF ORDER

Unless otherwise provided in these By-Laws and Articles of Incorporation, Roberts Rules of Order, Revised shall be the parliamentary procedure for all matters brought up before any meeting.

ARTICLE XVI

REVOCATION

These By-Laws revoke all other By-Laws and rules under which this Association may have previously been governed.

PASSED BY MAJORITY VOTE AT THE GENERAL BUSINESS MEETING THIS 8TH DAY OF NOV~ER, 1978, one-third of the member counties being present.

Secretary

AMENDMENTS

ARTICLE V, ARTICLES OF INCORPORATION

4. Dissolution Clause. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the appropriate court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV, SECTION V, BY-LAWS

NATIONAL DISTRICT ATTORNEYS ASSOCIATION - STATE REPRESENTATIVE

The Board of Directors shall appoint a state representative to the National District Attorneys Association. The state representative shall attend meetings of the National District Attorneys Association at the direction of the Board of Directors and report to the Board of Directors on said meetings. The state representative shall serve at the pleasure of the Board of Directors.

ARTICLE VI

SECTION II: The Board of Directors shall consist of voting members, namely: the President, President elect, Secretary, Treasurer, First Director, Second Director, Third Director. Fourth Director and Fifth Director. The immediate past President of the Association shall act as a non-voting ("ex officio") member.