

HOUSTON ASSOCIATION OF LEGAL RECRUITMENT ADMINISTRATORS

Bylaws and Constitution

HALRA BY-LAWS AND CONSTITUTION

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ARTICLE I - NAME

The name of this association shall be the Houston Association of Legal Recruitment Administrators ("Association").

ARTICLE II - OFFICES

Section 1. Principal Office. The principal office for the transaction of the business of the Association shall be the business mailing address of the President.

Section 2. Positions. There shall be six (6) officers of the Association:

- a. President
- b. President-Elect
- c. Secretary
- d. Treasurer
- e. Program Director
- f. Survey Director

Election and Terms. The President-Elect, Secretary, Treasurer, Program Director and Survey Director of the Association shall be elected by a simple majority vote of the membership. The officers are to be elected by the Association every other year prior to the December meeting and may serve only one, two-year term, in the same position. The office of President and President-Elect are the only positions with a one year term.

Nominations. The President shall distribute blank nomination forms to all members prior to the November meeting. Only self-nominations will be accepted. In accordance with the nominations made, ballots will be distributed to all eligible members of the Association prior to the December meeting. Ballots will be counted by the officers and the results will be announced at the December meeting. In the case of a tie, the existing officers (excluding any running for that position) will determine the outcome. Those elected will assume office at the January meeting.

Resignation of Officers. Any officer may resign at any time by presenting his/her resignation in writing to the Association. Such resignation shall take effect on the date of receipt of such notice or at such later time as is therein specified. At the next scheduled meeting a successor will be elected to take office when the resignation becomes effective. Officers who become unemployed must resign from the board.

Filling Vacancies. A temporary vacancy in any office due to disability shall be filled by a person appointed by the President for the period of such disability. Any disability extending for a period

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of ninety (90) days shall no longer be considered temporary and, in such event, a special meeting may be called to elect a new officer.

Section 3. Responsibility of Officers

- a. *President.* The President shall be the chief executive officer of the Association and will act as liaison to the national Association for Law Placement, Inc. ("NALP"). The President will also act as spokesperson on behalf of the Association to NALP; maintain a file on all NALP correspondence; and organize committees within the Association to be liaisons with the NALP committees. The office of President is a one year term.
- b. *President-Elect.* The President-Elect is responsible for assisting the President and overseeing other duties as assigned by the President. In the absence of the President, the President-Elect performs the duties of the president, and when so acting, has all the powers of and is subject to all the restrictions upon the President. The President-Elect year serves as an orientation for the upcoming year as President. The President-Elect automatically succeeds to the presidency following the term as President-Elect.
- c. *Secretary.* The Secretary will maintain the membership list and meeting schedule. The Secretary will also distribute all official association communications. The Secretary will be responsible for keeping the minutes of each meeting and may combine these minutes with other general agenda items for presentation to the members after the meeting.
- d. *Treasurer.* The Treasurer shall keep and maintain adequate and correct books and records of account of the properties and business transactions of the Association. The books of account shall be open to inspection by any member of the Association at all reasonable times. The funds of the Association shall be deposited from time to time in such banks as the President may elect. All checks, drafts and other orders for the payment of money out of the funds of the Association shall be signed on behalf of the Association by the Treasurer and shall require written or electronic authorization by the President. The Treasurer shall render, upon request, an accounting of all transactions and will notify the Secretary of any expenditures for inclusion in the minutes.
- e. *Program Director.* The Program Director is responsible for ensuring that all members sign up as hosts and will solicit dates for each firm to do so at the December meeting. The Program Director will provide any guidance needed by the host firms in locating or coordinating speakers or locations for the monthly meetings. All speakers should be approved by the Program Director or President prior to the meeting. The Program Director will also take responsibility for any special programs the Association may undertake.
- f. *Survey Director.* The Survey Director will be responsible for approving and distributing all requests for information among the HALRA members. Requests regarding compensation

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in any form are not permitted. Hard copies of all surveys are to be maintained for two years from the original survey date.

ARTICLE III – OBJECTIVES AND PURPOSES

The objectives and purposes of this Association shall be to provide support and a forum to improve, enhance and promote the quality, image and reputation of the legal recruitment administrator profession.

ARTICLE IV - MEMBERSHIP

Section 1. Eligibility. Any person dedicated to the purpose of this Association and actively involved in the recruitment of attorney personnel and employed by a private sector law firm or corporation in the County of Harris in Houston, Texas shall be eligible for membership upon acceptance of his/her request by a majority of the current membership. All members who fulfill the following criteria are considered members in good standing:

- a. A request for membership can be submitted through the HALRA website; by a current member to the President; or by written request of the prospective member to the President.
- b. Members of the Association or the member's main office are strongly encouraged to become members of NALP within one year of their association.
- c. Each law firm represented in the Association is strongly encouraged to send a representative to the NALP annual conference, at least every other year.
- d. Each firm has one designated member. The designated member of the Association is the person in charge of recruiting for his/her firm.
- e. The member's law firm has a summer associate, associate, or lateral recruiting program.
- f. No more than two representatives from each firm may attend any given meeting unless the firm has more than two individuals responsible for the firm's recruiting efforts. If the designated member is unable to attend a meeting, the member may send a substitute if that substitute is involved in recruiting with his/her firm.
- g. In order to be eligible for membership benefits, which include running for an officer position, voting in officer elections and participation in the December holiday meeting, members must attend at least 5 out of the 8 annual meetings. Those who fail to attend a minimum of 5 monthly meetings in a given year may attend the remaining meetings but will not be eligible to exercise their membership benefits. In the event of a personal and/or medical leave of absence which prevents a member from attending the required number

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of meetings in a given year, each situation will be evaluated by and a conclusion decided upon by the HALRA officers on a case by case basis.

- h. A member must be employed by an eligible law firm in order to renew annual membership. If a member becomes unemployed, he or she may remain active throughout the (current) year, if they chose to personally pay their (pro-rated) membership dues. If the member is not employed by an eligible law firm at the time of annual membership renewal, he or she may not renew membership.

Section 2. Dues and Initiation Fee. The annual dues of the Association shall be \$100.00 per person. Firms that have more than one members shall be assessed an additional \$100.00 per member. Annual dues shall be paid in full by a date to be determined by the Treasurer. An additional fee may be assessed to each member participating in any educational programs presented by the Association.

Section 3. Qualification. To be a member of the Association in good standing, one shall meet the requirements set forth under Section 1 of this Article IV.

Section 4. Benefits. Any member in good standing shall have the right and be eligible to vote and have access to all the privileges and benefits of the Association, as set forth in this Article IV.

Section 5. Termination of Membership. The membership of any member shall terminate upon occurrence of any of the following events:

- a. The resignation of the member.
- b. The determination by the membership that the member engaged in conduct materially and seriously prejudicial to the interest of the Association.
- c. If the member is not employed by an eligible law firm at the time of annual membership renewal, he or she may not renew membership.
- d. Failure to comply with the guidelines set forth in Article IV, Section 1.

ARTICLE V - MEETING OF MEMBERS

Section 1. General Meetings. There shall be eight (8) General Meetings per calendar year. Meetings will not be held during the months of June, July and August. No business will be conducted at the December meeting.

- a. *Selection of Host Firm.* Members volunteer to host each meeting. A schedule will be prepared annually. Each firm must host a meeting once during a two year period. The Secretary will be responsible for keeping the minutes of each meeting.
- b. *Place of Meeting.* Meetings of the membership shall be held at the place specified by the host

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firm.

- c. *Speakers.* Speakers at each meeting are to be organized by the host firm. Legal Recruiters (aka: headhunters) are not allowed to present at meetings.

Section 2. Special Meetings. A special meeting may be called by a quorum of members in good standing.

Section 3. Notice of Meetings. All notices of meetings of members shall be sent no less than seven (7) days nor more than thirty (30) days before the date of the meeting by the host firm. The notice shall specify the place, date and hour of the meeting and in the case of a special meeting, the general nature of the business to be transacted.

Section 4. Required Agenda Items at General Meetings. Each General Meeting shall include the following on its agenda:

- a. Review of items of interest from previous meeting and results of items voted upon.
- b. Reports from any appointed Committees.
- c. NALP reports or news of importance to our Association.

Section 5. Notice of Certain Agenda Items. If action is proposed to be taken at any meeting or approval, the notice shall also state the general nature of the proposal. Member action on such items is invalid unless the notice states the general nature of the proposal.

Section 6. Minutes. The Association shall keep current and complete books and records of accounts and shall keep minutes of the proceedings of the General Meetings, Special Meetings and Committee Meetings. The Secretary shall attend to the minutes and provide them to all participating members after each meeting.

Section 7. Quorum.

- a. *Percentage Required.* Thirty-three and one-third percent (33 $\frac{1}{3}$ %) of the members shall constitute a quorum for the transaction of business at a meeting of the members.
- b. *Loss of Quorum.* The members present at a duly called or duly held meeting at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the members required to constitute a quorum.

Section 8. Adjourned Meeting. Any members' meeting, general, annual or special, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of the members represented at the meeting; but in the absence of a quorum, no other business may be transacted at that meeting except as provided in this Article V.

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Section 9. Voting. Each designated member of the Association in good standing shall have one (1) vote. If a quorum is present, the affirmative vote of the majority of the members represented at the meeting shall be the act of the members.

Section 10. Proxies. Every member entitled to vote shall have the right to do so either in person or by an agency authorized by a written proxy, signed by the member and filed with the President of the Association. A proxy will be valid for only the meeting specified therein.

Section 11. Surveys. From time to time, members will be asked to participate in surveys regarding specific action of member law firms or corporations. Participation and disclosure are on a voluntary basis, however, members who do not participate will not receive the results or compilation of the survey. All surveys should list participants and non-participants.

Section 12. Committees. Committees will be organized on an ad hoc basis and approved by the membership.

ARTICLE VI - PARLIAMENTARY AUTHORITY

The rules contained in the Roberts Rules of Order, as may be amended, shall govern the Association in all cases to which they apply; provided they are not in conflict with the Bylaws and Constitution of the Association.

ARTICLE VII - AMENDMENT OF BYLAWS AND CONSTITUTION

The Bylaws and Constitution may be altered, amended, supplemented or repealed, or a new constitution and bylaws may be adopted, by a vote of the membership at a properly constituted General Meeting or Special Meeting. Proposed amendments shall be presented to the membership and shall thereafter be circulated in writing to all members of the Association for ratification.