



## NATIONAL ASSOCIATION OF LEGAL ASSISTANTS, INC.

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### CALL FOR NOMINATION OF CANDIDATES FOR ELECTION AS AFFILIATED ASSOCIATIONS DIRECTOR

**TO: AFFILIATED ASSOCIATIONS' PRESIDENTS AND NALA LIAISONS**

#### **Election of Affiliated Associations Director and Secretary:**

The election of the Affiliated Associations Director and Secretary will take place during the Annual Meeting of Affiliated Associations on **Thursday, July 9, 2009**, in San Diego, California. This is the official notice of call for nominations of candidates.

#### **Affiliated Associations Director Nominations (Attachment A):**

Affiliated associations may nominate candidates who are active NALA members in good standing by completing and filing the special nomination form (Attachment A) with NALA Headquarters at the address shown on the form, by **May 1, 2009**. Please note that all nomination forms will be acknowledged upon receipt. You may wish to call NALA Headquarters by April 28 in order to verify that your nomination form has been received if you have not received your acknowledgment. A list of candidates and their qualifications will be sent to each association by **June 1, 2009**.

#### **Duties of Affiliated Associations Director:**

The duties of the Affiliated Association Director are included in the association's policies and procedures. These duties, along with copies of pages from the NALA Bylaws pertaining to the duties and responsibilities of NALA Board members (Articles 3.4 and 4.3) are included in this document. If you do not have a current set of Bylaws please contact NALA Headquarters.

As a voting member of the NALA Board of Directors, the Affiliated Associations Director will be expected to attend each of the NALA Board of Directors meetings. Members of the Board of Directors must be legally competent to enter into contracts, citizens of the United States of America, active members of this association, actively employed as legal assistants, have successfully completed the CLA/CP examination, and maintained current CLA/CP status.

#### **Affiliated Associations Secretary Nominations (Attachment B):**

Affiliated associations may nominate candidates who are active NALA members in good standing by completing and filing the special nomination form (Attachment B) with NALA Headquarters at the address shown on the form, by **May 1, 2009**. Please note that all nomination forms will be acknowledged upon receipt. You may wish to call NALA Headquarters by April 28 in order to verify that your nomination form has been received if you have not received your acknowledgment. A list of candidates and their qualifications will be sent to each association by **June 1, 2009**.

#### **Duties of Affiliated Associations Secretary:**

The duties of the Affiliated Association Secretary are included in the association's policies and procedures. These duties, along with copies of pages from the NALA Bylaws pertaining to the duties and responsibilities of NALA Board members (Articles 3.4 and 4.3) are included in this document. If you do not have a current set of Bylaws please contact NALA Headquarters.

#### **Campaign Guidelines:**

Campaign guidelines are included in the association's policies and procedures and a copy of these guidelines is included in this document.

**Voting Procedures (Attachment C):**

In order to vote at the Affiliated Associations Annual Meeting, each association must designate the name of a voting representative on the designation form (Attachment C). A copy of the form must be filed with NALA Headquarters, the current Affiliated Associations Director, Affiliated Associations Secretary, and the Credentials Chair on or before **June 24, 2009**. If an affiliated association cannot be represented by one of its members, it may designate a member of another affiliated association to act as its voting representative at the annual meeting. The voting representative must be a NALA active member. Again, please remember that the Designation of Voting Representative form must be filed on or before **June 24, 2009**, in order to ensure your association's vote at the Affiliated Associations Annual Meeting.

Dated: February 26, 2009

Jill I. Francisco, ACP  
Affiliated Associations Director  
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FAX: 304-522-4312  
E-mail: [jfrancisco@huddlestonbolen.com](mailto:jfrancisco@huddlestonbolen.com)

Deborah Z. Elkins, ACP  
Credentials/Nominations & Elections Chair  
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259 N Meyer Avenue  
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Debby J. Sawyer, CP  
NALA Affiliated Associations Secretary  
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421 Fayetteville Street, Suite 1200  
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### NALA BYLAWS 3.30 AND 4.3

A-(3.30) The Corporation may affiliate with duly organized local or state groups or societies, which by objects, aims, constitutions, bylaws or practice are functioning in harmony with the objects and aims of the Corporation, subject to the recommendation of the affiliated associations director and the affirmative vote of the directors.

#### Election of Affiliated Associations Director

B-(3.30) A majority of the affiliated association representatives present in person or by proxy at the annual meeting of the affiliated associations shall elect the affiliated associations director by ballot for a term of one (1) year. This director shall hold such office for no more than two (2) consecutive terms. Student affiliated associations are ineligible to nominate or vote for this position.

C-(3.30) If the affiliated associations director resigns, the president shall fill the position by appointment. Said appointee must meet the qualifications set forth in this section 3.30, subject to the approval of the directors. Said director shall hold office for the balance of the remaining term and until the next annual meeting of the affiliated associations.

#### Qualifications of Affiliated Associations Director

D-(3.30) The affiliated associations director must be: (a) an active member of the Corporation and a member in good standing of an affiliated association during the term as affiliated associations director, (b) must have successfully completed the Corporation's CLA examination, and (c) must have maintained current CLA status. If the individual elected is currently serving as an officer of an affiliated association, the individual will voluntarily vacate the office of the affiliated association for the term of the position as affiliated associations director.

#### Duties of Affiliated Associations Director

E-(3.30) The affiliated associations director shall provide the affiliated associations a formal voice in the management of the Corporation and increase communications among: (a) the affiliated associations and the Corporation, and (b) the affiliates as a group. The affiliated associations director shall submit an affiliates article for each issue of the official publication of the Corporation. The affiliated associations director shall be a member of the directors of the Corporation.

### 4.3 Qualifications of Directors.

A-(4.3) A director must be: (a) legally competent to enter into contracts, (b) a citizen of the United States of America, (c) an active member of the Corporation, (d) actively employed as a legal assistant, (e) have successfully completed the CLA examination, and (f) have maintained current CLA status.

In addition to the above-referenced qualifications, a Region Director elected pursuant to Article 4.5 of these bylaws must be either a resident of the region for which the Director is elected or must be employed within the region for which the Director is elected.

B-(4.3) Directors of the Corporation will evidence their good faith and fiduciary obligations to the Corporation by executing in the presence of a notary public a non-compete agreement as described in the policies and procedures of the Corporation, which shall be binding upon such director during the director's term of office. If such agreement is not received by the president, secretary and executive director of the Corporation within thirty (30) days of election, or within thirty (30) days of the effective date of these Bylaws, the president shall declare the director's position to be vacant and it shall be filled in accordance with the Bylaws.

**POLICY OF THE BOARD OF DIRECTORS**  
**NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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**RELATIONSHIPS**  
**AFFILIATED ASSOCIATIONS**  
**DIRECTOR AND SECRETARY**

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Title: Affiliated Associations Director and Secretary  
Adopted: 9/30/95

Bylaw reference: Article III. F. 3.4

1. Affiliated associations director. The duties and responsibilities of this director are:
  - a. Prepare an agenda for distribution to the affiliated associations' representatives present and preside at the affiliated associations' annual meeting.
  - b. Disseminate information concerning the affiliate program.
  - c. Assist with organization of potential affiliates.
  - d. Promote cooperation between NALA and affiliated associations, and provide the affiliated associations a formal voice in the management of NALA.
  - e. Promote educational programs for all members of the profession.
  - f. Review and make recommendations regarding affiliate bylaw amendments.
  - g. Serve as a voting member of the NALA Board of Directors under the provision of Article IV 4.4 of the NALA Bylaws.

\*\* Paragraph 1(f) added 3/00

2. Affiliated associations secretary. The duties and responsibilities of this person are:
  - a. Conduct roll call of designated voting representatives by affiliate name and name of individual designated;
  - b. Prepare minutes of the annual meeting for distribution to all affiliate associations;
  - c. Work in concert with NALA Headquarters in the logistics of mailing and tallying the appointment of the designated voting representatives of each affiliated association;
  - d. Serve as pro tem director in the absence of the affiliated associations director.
  - e. Assist the director on any special projects.

\*\* Paragraph 2(e) added 3/00

**POLICY OF THE BOARD OF DIRECTORS**  
**NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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**LIMITATIONS**  
**STAFF DIRECTIVES**

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Title:                   Nomination and Election of Affiliated Associations Director  
                              Nomination and Election of Affiliated Associations Secretary

Adopted:               9/30/95; Procedure for election of Secretary adopted 3/8/98

Bylaw reference:     Article III. 3.4

1.     Election of Affiliated Associations Director.
  - a.     Call for nominations shall be mailed to all affiliated associations no later than April 1. Nominations are deemed filed if received by NALA at the address shown on the form no later than May 1. Nominations filed by fax will be accepted if received no later than 5:00 p.m. central standard time on May 1.
  - b.     Immediately after May 15, the credentials/nominations and elections chairperson shall check with NALA Headquarters to confirm candidates for affiliated associations director are NALA members in good standing, and forward a list of the candidates and their qualifications to each affiliated association on or before June 1, with copy to the current affiliated associations director.
  - c.     The NALA Credentials/Nominations and Elections Chairperson (or a designated NALA officer) shall assist with the election of the affiliated associations director as directed by the current affiliated associations director. The election shall take place at the meeting of affiliated associations which is held in conjunction with the NALA annual meeting.
2.     Election of Affiliated Associations Secretary.
  - a.     Call for nominations shall be mailed to all affiliated associations no later than April 1. Nominations are deemed filed if received by NALA at the address shown on the form no later than May 1. Nominations filed by fax will be accepted if received no later than 5:00 p.m. central standard time on May 1.

**POLICY OF THE BOARD OF DIRECTORS**  
**NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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**LIMITATIONS**  
**STAFF DIRECTIVES**  
**Affiliated**  
**Associations**  
**Elections Procedures,**  
**Cont.**

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- b. Immediately after May 15, the credentials/nominations and elections chair shall check with NALA Headquarters to confirm that candidates for affiliated associations secretary are NALA active members in good standing and members in good standing of a NALA affiliated association, and forward a list of the candidates and their qualifications to each affiliated association on or before June 1, with copy to the current affiliated associations director.
  - c. The NALA Credentials/Nominations and Elections Chair (or a designated NALA officer) shall assist with the election of the affiliated associations secretary as directed by the current affiliated associations director. The election shall take place at the meeting of affiliated associations which is held in conjunction with the NALA annual meeting.
3. A majority of the affiliated association representatives present in person or by proxy at the annual meeting shall elect the secretary by ballot for a term of one year. The secretary shall hold such office no more than two consecutive terms. Student affiliated associations are ineligible to nominate or vote for this position.
4. In the event of a vacancy, this position shall be filled by appointment by the president, subject to the approval of the Board of Directors, for the balance of the term until the next annual meeting with a person meeting the qualifications set out above.

**POLICY OF THE BOARD OF DIRECTORS**  
**NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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**LIMITATIONS**  
**STAFF DIRECTIVES**

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Title:                   Affiliated Associations-Voting Representative  
Adopted:               9/30/95; Amended 3/8/97

1.       <sup>1</sup>Fifteen days prior to the annual meeting of representatives of affiliated associations, each affiliated association shall notify the NALA Headquarters of the name of its voting representative on forms furnished by NALA headquarters.
2.       If an affiliated association cannot be represented by one of its own members, it may designate a member of another affiliated association to act as its voting representative at the annual meeting.
3.       Voting representatives must be NALA active members as of the record date provided in NALA's bylaws.

<sup>1</sup> Amended 3/8/97 (was due July 1)

**POLICY OF THE BOARD OF DIRECTORS**  
**NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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**LIMITATIONS**  
**STAFF DIRECTIVES**

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Title: Annual Membership Meeting - Campaign Guidelines  
Adopted: 9/30/95; amended 3/4/06; amended 3/2/07

Any qualified candidate shall complete a declaration of candidacy form which shall include a statement that the candidate has read and will follow the campaign guidelines.

1. Campaign Guidelines-Officer Candidates.

- a. A qualified candidate who intends to file or has filed the appropriate declaration to run for an elected office may not campaign by mail, phone or electronic means, except as published in the FACTS & FINDINGS or official candidate information mailed to NALA active members by headquarters.
- b. Campaigning at the annual convention shall be limited to such time and place as shall be designated by the board when scheduling annual convention events.
- c. Candidates shall be clearly identified at all times at the annual convention by special badges and/or ribbons.
- d. No campaign material will be allowed to be distributed.

2. Campaign Guidelines-Directors.

- a. A qualified candidate, and only a qualified candidate, who has filed the appropriate declaration to run for director of a region may obtain a list of the names and addresses of the members of the region only for the purposes of campaigning.
- b. A qualified candidate has the option of not more than two communications with members within the region. Written communications shall be set out on non-letterhead paper and the content of the communication shall be limited to giving background information and qualifications of the candidate. "Written communications" are defined as hard-copy mass mailing and/or electronic mass mailing. No campaign communications are to be made by facsimile. In no event shall headquarters be asked to send out campaign literature for the candidate.
- c. These guidelines apply to candidates for both expired and unexpired terms.

3. Campaign Guidelines - Affiliated Associations Director and Affiliated Associations Secretary.

- a. A qualified candidate who wishes to run for affiliated associations director or affiliated associations secretary may obtain a list of the names and addresses of NALA representatives for all NALA affiliated associations for the purpose of seeking nomination by mail.
- b. Only one mailing which shall be sent out on non-letterhead paper shall be allowed and the content of the mailing shall be limited to giving background information and qualifications of the candidate and requesting nomination. In no event shall headquarters be asked to send out campaign literature for the candidate.

## **POLICY OF THE BOARD OF DIRECTORS**

### **NATIONAL ASSOCIATION OF LEGAL ASSISTANTS**

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- c. Campaigning at the annual convention shall be limited to such time and place as shall be designated by the board when scheduling annual convention events.
- d. Candidates shall be clearly identified at all times at the annual affiliated associations meeting by special badges and/or ribbons.
- e. No campaign material will be allowed to be distributed.

**ATTACHMENT A**

**NOMINATION FORM FOR AFFILIATED ASSOCIATIONS DIRECTOR**

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(Name of association)

an affiliated association, in good standing, of the National Association of Legal Assistants, hereby nominates

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(Name and address)

a member of the

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(Name of association)

for the Position of Affiliated Associations Director on the NALA Board of Directors.

**QUALIFICATIONS**

(Use reverse if additional space is required)

The undersigned hereby certifies that the nominee has been personally contacted regarding this nomination and consents to same.

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(President or NALA Liaison)

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(Association)

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(Address)

Deadline Date: **May 1, 2009** (Please verify receipt with NALA Headquarters)

Mail to:

Deborah Z. Elkins, ACP  
Credentials/Nominations & Elections Chair  
Mesch, Clark & Rothschild  
259 N Meyer Avenue  
Tucson, AZ 85701  
FAX: 520-798-1037  
E-mail: delkins@mccrazlaw.com

With a copy to:

NALA Headquarters  
1516 S. Boston, Suite 200  
Tulsa, OK 74119  
FAX: 918-582-6772  
E-mail: nalanet@nala.org

**ATTACHMENT B**

**NOMINATION FORM FOR AFFILIATED ASSOCIATIONS SECRETARY**

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(Name of association)

an affiliated association, in good standing, of the National Association of Legal Assistants, hereby nominates

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(Name and address)

a member of the

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(Name of association)

for the Position of Affiliated Associations Secretary on the NALA Board of Directors.

**QUALIFICATIONS**

(Use reverse if additional space is required)

The undersigned hereby certifies that the nominee has been personally contacted regarding this nomination and consents to same.

---

(President or NALA Liaison)

---

(Association)

---

(Address)

Deadline Date: **May 1, 2009** (Please verify receipt with NALA Headquarters)

Mail to:

Deborah Z. Elkins, ACP  
Credentials/Nominations & Elections Chair  
Mesch, Clark & Rothschild  
259 N Meyer Avenue  
Tucson, AZ 85701  
FAX: 520-798-1037  
E-mail: delkins@mccrazlaw.com

With a copy to:

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Tulsa, OK 74119  
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E-mail: nalanet@nala.org

**ATTACHMENT C  
DESIGNATION OF VOTING REPRESENTATIVE FOR ELECTION OF  
AFFILIATED ASSOCIATIONS DIRECTOR AND SECRETARY**

\_\_\_\_\_, an affiliated  
(Name of affiliate)  
association in good standing of the National Association of Legal Assistants, Inc., hereby designates

\_\_\_\_\_  
(Name, address, city, state, zip)

a member of \_\_\_\_\_  
(Name of affiliate)

or as an alternate designates

\_\_\_\_\_  
(Name, address, city, state, zip)

a member of \_\_\_\_\_  
(Name of affiliate)

as its voting representatives for the 2009 election of the Affiliated Associations Director and Secretary.

Our primary voting representative and alternate have been contacted and have agreed to cast our vote per our instructions.

\_\_\_\_\_  
(Signature of President)

\_\_\_\_\_  
(Association)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

This form must be filed with NALA Headquarters, the Affiliated Associations Director, Affiliated Associations Secretary, and Credentials Chair **NO LATER THAN JUNE 24, 2009**, at the addresses shown below:

Jill I. Francisco, ACP  
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E-mail: [jfrancisco@huddlestonbolen.com](mailto:jfrancisco@huddlestonbolen.com)

Deborah Z. Elkins, ACP  
Credentials/Nominations & Elections Chair  
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