

# FEDERAL COURT CLERKS ASSOCIATION, INC.

## BYLAWS

### ARTICLE I

#### PURPOSE

The purposes for which the Association is organized are:

**Section 1** To increase the proficiency of clerks, deputy clerks and other members of FCCA in the administration of justice in the federal courts. To further this purpose, the Association will place great emphasis on continuing education programs and will provide annual scholarships to deserving members.

**Section 2** To support the independence of the federal judiciary.

**Section 3** To foster harmony and cooperation among the courts and between the courts and government agencies involved with the courts' mission.

**Section 4** To act as a helpful intermediary between the clerks, the Administrative Office of the U. S. Courts, the Federal Judicial Center, and the Judicial Conference of the United States Courts.

**Section 5** To develop affiliations with other organizations in the field of court administration to promote the exchange of ideas and information.

**Section 6** To promote the professionalism, integrity, and distinctness of the federal judiciary.

**Section 7** To provide a forum for the exchange of practical information relating to judicial administration.

## ARTICLE II

### MEMBERS

**Section 1 Eligibility for Membership.** The following individuals are eligible for membership in the Association:

- A. Any clerk, deputy clerk, or any employee appointed by the clerk of court, who is in a clerk's office of the United States courts;
- B. Any district or circuit executive, or any persons employed by them in the district or circuit executive's office of the United States courts;
- C. Any administrator of a special United States court (defined herein as an administrator with duties and responsibilities substantially equivalent to a clerk of court, district executive or circuit executive), or any person employed by them in such special United States court.
- D. All current or former employees of the Judicial Branch of the United States.
- E. Any retirees in categories A., B., C. or D. above.

**Section 2 Qualification for Membership.** Any applicant qualified for membership shall become a member of the Association upon payment of required dues, as determined by the Board of Directors.

**Section 3 Voting Rights.** Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

**Section 4 Absentee Voting Procedure.** Absentee ballots may be employed in all elections, in all matters involving bylaw changes, and upon the matter for which a special meeting is called under the provisions of Article III, Section 3. Blank absentee ballots will be distributed by the Nominations Committee Chair to all Circuit Representatives. The Circuit Representatives will send a copy of the blank absentee ballot by any verifiable means to all FCCA members in their respective courts. Members may also request absentee ballots from the Nominations Committee Chair, the Circuit Representative, or the District Representative. Absentee ballots must be signed and will not be utilized in the event of a run-off election at the annual conference.

**Section 5 Resignation.** Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

**Section 6 Transfer of Membership.** Membership in this Association is not transferable or assignable.

## ARTICLE III

### MEETING OF MEMBERS

**Section 1 Annual Conference.** An annual conference of the members shall be held for the purpose of enriching the professionalism of the members, reviewing and discussing innovations in court management and related communications, determining future goals and objectives of the organization, conducting elections and run-off elections if necessary, announcement of election results, installation of new officers for the ensuing year and transaction of such other business as may be appropriate.

**Section 2 Special Meetings.** Special meetings of the members, or Special Elections by mail, may be called by the President, the President-Elect, if the office of President is vacant, the Board of Directors, or not less than one tenth (1/10) of the members having voting rights.

**Section 3 Notice of Meetings.** Written or printed notice stating the time and place of any meeting of members, or the calling of a special election to fill an untimely vacancy, shall be delivered by mail or through publication in the Association's news media to each member entitled to vote at such meeting, not less than sixty (60) days nor more than one hundred eighty (180) days before the date of such meeting, by or at the direction of the President or the officers or persons calling the meeting. In case of a special meeting or when required by these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice.

**Section 4 Quorum.** Those members present at any meeting duly called as provided in this Article shall constitute a quorum.

## ARTICLE IV

### BOARD OF DIRECTORS

**Section 1 General Powers.** The affairs of the Association shall be managed by its Board of Directors.

**Section 2 Number, Tenure, Qualifications and Presiding Officer.** The Board of Directors shall consist of the President and President-Elect of the Association, Chairperson of the Clerks Council, Chairperson of the Deputy Clerks Council, and one director from each judicial circuit of the United States courts. The Immediate Past President of the Association shall be an ex-officio member of the Board of Directors for two years following his or her term of office. Nominations for the Board of Directors shall be made in accordance with Article VII, Section I(E) and shall be for a two-year term or until their successors are elected and qualified. The election of directors, with exception of national officers, shall be by plurality vote (which is the candidate in a contested election who receives the highest vote total.) If there are two candidates or more for a position and there is a tie between the candidates receiving the greater number of votes, then there would be a runoff election. Only members who have attended at least two annual conferences shall be eligible for nomination and election to the Board of Directors. Directors from the odd-numbered circuits will be elected for a two-year term to begin at the conclusion of the annual conference held in odd-numbered years; directors from even-numbered circuits will be elected for a two-year term to begin at the conclusion of the annual conference held in even-numbered years. The D. C. Circuit shall be considered an even-numbered circuit. No member shall be eligible to serve more than two (2) consecutive terms as a director without at least one (1) year intervening.

**Section 3 Regular Meetings.** A regular meeting of the Board of Directors shall be held without any other notice than this Bylaw immediately prior to, and at the same place as, the annual conference. Special meetings may be called by the President, by the President-Elect when the President's position becomes vacant within the first year of the President's term, or by request of a majority of the members of the Board, on not less than ten (10) days notice, in writing or by telephone, as to the time and place of meeting. Telephone conference and polls; and, special election ballots submitted by mail, are options favored in lieu of the expense of a Special Meeting. An alternative option to a Special Election, within the Board's discretion, is an election out of turn at the next annual conference for either the office President or President-Elect as the case may be, should an untimely vacancy occur in either office. Should the President, or his or her designee, in the exercise of his or her best judgment, determine that the exigencies of a situation require it, he or she may poll the membership of the Board of Directors by mail, electronic mail, or by telephone for a decision on any matter within the powers of the Board to decide.

**Section 4 Board Decisions.** The act of a majority of the Directors shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

**Section 5 Vacancies.** Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors, or by reason of no candidates meeting prescribed qualifications, shall be filled by the president. A director appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor in office.

**ARTICLE V**  
**CLERKS COUNCIL**

**Section 1 Object - Membership - Organization.**

A. There is established within the Federal Court Clerks Association a Clerks Council. The primary objective of the Clerks Council is to consider problems of the federal judiciary with which clerks of court are officially concerned and to propose economical and efficient solutions designed to improve the administration of justice.

B. Membership is open to all clerks of court, district executives, circuit executives and administrators of a special United States court (as defined in Article II, Section 1) who are members of the Association. It is expected that Council members shall be willing to work on any problems and projects within their respective fields of interest and expertise and to contribute a significant amount of time and services annually.

C. The Clerks Council shall be governed by an Executive Board which shall consist of seven members of the Clerks Council, at least one but not more than two of whom shall be from courts of appeals and/or the national courts.

**Section 2 Executive Board - Nomination - Election Term of Office.** The Executive Board shall be composed of seven members, each serving staggered two-year terms. Nominations for the Executive Board shall be made by the Chairperson and shall be presented to the Clerk's Council no later than sixty (60) days prior to the annual conference. Election of Board members shall be by written ballot under procedures established by the Executive Board. No Executive Board member shall be eligible to serve more than two consecutive terms without at least one year intervening. A vacancy on the Executive Board may be filled by the Chairperson, with Executive Board approval, until the next regular election.

**Section 3 Executive Board - Presiding Officer - Term - Duties.** There shall be a Chairperson who shall be nominated and elected by the members of the Executive Board. The term of office as Chairperson shall be for two years with eligibility for nomination and election to one additional term. The Chairperson shall preside at all meetings of the Executive Board and shall have such powers and perform such duties as may be specified in this Article or in resolutions or other directives of the Executive Board. The Chairperson, or a Board member acting on behalf of the Chairperson, shall report to the annual conference on Council activities during the preceding year.

**Section 4 Finances.** In order to provide funds for the Council, there shall be allocated by the Treasurer of the Association an amount no less than one-third or more than one-half of the dues collected from clerks of court. The precise amount shall be determined by the Executive Board subject to confirmation by the Board of Directors of the Association. The expenditure of funds so allocated shall be under the direction of the Chairperson, subject to approval of the Executive Board, but in no instance shall any funds be disbursed for any purpose which is not consistent with the goals of the Association. Funds which are not expended during a particular year shall remain for use of the Council during succeeding years or until specifically returned to the general treasury of the Association.

## ARTICLE VI

### OFFICERS

**Section 1 Officers.** The officers of the Association shall be a President, President-Elect, Immediate Past President, Secretary, Treasurer, Historian and such other officers as may be elected in accordance with the provisions of this Article. Only members shall be eligible for election to any office. An elected member of the Board of Directors shall not be eligible to serve simultaneously as a national officer of the Association.

**Section 2 Election and Term of Office.** The national officers of the Association shall be elected by vote of the members of the Association. The election of officers shall be by majority vote. If there are more than two candidates for an office and one does not receive a majority of votes cast, there shall be a runoff between the two candidates receiving the most votes. Only members who have attended at least two annual conferences shall be eligible for nomination and election to the offices of President, President-Elect, Secretary, Treasurer and Historian. Each officer shall hold office until his/her successor has been fully elected and qualified. All officers shall be elected for a two-year term unless an untimely vacancy occurs, and the successor President then may serve a longer term with the approval of the Board of Directors. The President, President-Elect and Secretary shall be elected in even-numbered years subject to change due to an extended term to cover an unanticipated vacancy in the office of President, President-Elect, or Treasurer. In that event, an election may be delayed to the next annual conference. The Treasurer and Historian shall be elected in even-numbered years subject to the same extension due to an untimely vacancy as indicated above. The Immediate Past President shall serve a two-year term following his or her elected term of office subject to an extension at the request of the Board of Directors. Terms of office begin at the conclusion of the annual conference. A nominating committee shall be appointed by the President no later than 60 days following the annual meeting and shall perform its duties in accordance with the provisions of Article VII, Section I(E), of these Bylaws. Members of the Association, who are not able to attend the annual conference, are still eligible to participate in the election process. An absentee ballot may be obtained as specified in Article II, Section 4.

**Section 3 Vacancies.** A vacancy in any office because of death, resignation, disqualification, or otherwise may be filled by the Board of Directors for the unexpired portion of the term, unless vacancies simultaneously occur in the offices of President and President-Elect, then the Board may call a Special Election to fill the unexpired portion of the President's and President-Elect's terms, or may defer an election until the next regularly scheduled annual conference. The President-Elect shall automatically ascend to the office of President should a vacancy occur in that office. The ascending President-Elect shall be eligible to continue in office as president for the unexpired portion of the term and for the succeeding term, at the discretion of the Board of Directors; or, a Special Election may be called if an untimely vacancy occurs in the Office of President or President-Elect, or both, creating a vacancy of more than one year.

**Section 4 Powers and Duties.** The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives from the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority and perform and discharge the duties of officers of the same title serving in nonprofit corporations having the same or similar general purposes and objectives of this Association.

**ARTICLE VII**  
**COMMITTEES**

**Section 1 Standing Committees.** To facilitate the management of the affairs of the Association, the following standing committees are established to perform the functions as indicated. Each standing committee shall consist of one or more members of the Board of Directors and such other members as shall be designated by the President except for the Planning Committee and Professional Development Committee, whose memberships shall be as specified below.

A. **Awards.** To survey membership in order to present at the annual conference the names of individuals eligible for service or other awards.

B. **Site Selection.** To recommend future site(s) for annual and regional conferences to the Board of Directors.

C. **Finance.** To generate a fiscal policy and administer the financial business of the Association, to prepare a budget for adoption at the annual conference, to audit all accounts, and to ensure compliance with proper internal controls. These duties shall be performed in such a way to ensure a balanced budget.

D. **Membership.** To promote membership in the Association by conducting an annual drive throughout the court system and prepare a report for presentation to the annual conference.

E. **Nominations.** To solicit names of qualified nominees for the national offices for presentation at the annual conference. Other nominations may be made by any active member from the floor at any business session of the annual conference prior to the election. To solicit qualified nominees for membership on the Board of Directors and to submit said nominees to the membership within a judicial circuit where a vacancy will exist at least sixty (60) days prior to the annual conference, and to present at said conference a report containing the results of the elections within the judicial circuits.

F. **Planning.** To provide long-term planning and continuity to FCCA's professional efforts by developing a three-year plan of specific goals, objectives and activities for FCCA to be submitted to the Board of Directors for its consideration at its mid-year meeting; and to assist with research projects at the request of the President or Board of Directors. Members of the Committee shall be the President-Elect, the Immediate Past President, the Chairpersons of the Councils of Clerks and Deputy Clerks, and one other member from each of the two councils.

G. **Professional Development.** To enhance the professionalism of FCCA through the development of training and education programs for the membership and to administer the Association's scholarship program. Members of the Committee shall be a Chairperson, who is appointed by the President, the Executive Secretary of the Association, and three other members who are appointed by the Chairperson and serve for a term of one year.

H. **Senior Members.** To advise the officers and Board of Directors on matters related to retirees and other former members of the Association.

**Section 2 Special and Ad Hoc Committees.** The President may appoint special or ad hoc committees as may be required.

## ARTICLE VIII

### CONTRACTS, CHECKS, DEPOSITS AND FUNDS

**Section 1 Contracts.** The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these Bylaws, to enter into contracts in the name of and on behalf of the Association, and such authority may be general or may be confined to specific instances. This authority may not extend to the incurring of any obligation which is inconsistent with the operation under a balanced budget.

**Section 2 Checks, Drafts, or Orders.** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents of the Association, and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by either the Treasurer or the President of the Association. No check, draft, or order for the payment of money, notes, or other evidence of indebtedness shall be issued in the name of the Association unless such payment is consistent with operation under a balanced budget.

**Section 3 Deposits.** All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

**Section 4 Gifts.** The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or devise for any purpose of the Association.

**Section 5 Expense Allowance.** The expense allowances for an officer or any other member to attend the annual conference shall be the transportation expense, not to exceed round-trip coach fare from residence to conference site. Allowances shall be limited to the President, President-Elect, Immediate Past President, Secretary, Treasurer, Historian, News Editor, Clerks Council Chairperson, and Deputy Clerks Council Chairperson, who shall be reimbursed according to the following schedule:

Classification up to	CL 26	100%	
	CL 27	90%	
	CL 28	80%	
	CL 29	70%	
	CL 30	60%	
	CL 31(or JSP equivalent)	50%	

**Section 6 Expense Allowance Special Meetings.** The expense allowance for officers and members of the Board of Directors to attend special meetings in accordance with Article IV, Section 3 shall include those expenses that are normally allowed court employees for work-related travel. Authorized expenses shall be reimbursed in full.

## ARTICLE IX

### FISCAL YEAR

The fiscal year of the Association shall begin on the first day of October in each year and end at midnight on the 30th day of September of the following year.

## ARTICLE X

### DUES

**Section 1 Annual Dues.** Annual dues for members shall be determined by the Board of Directors. The Board of Directors may set a fee which may be paid by retirees who do not wish to be members of the Association, but wish to receive the Association Journal.

**Section 2 Payment of Dues.** Dues shall be payable in advance on the first day of each calendar year.

**Section 3 Default and Termination of Membership.** When any member is in default in the payment of dues for a period of four months the membership shall be terminated.

## ARTICLE XI

### DEPUTY CLERKS COUNCIL

#### **Section 1 Purpose - Membership - Organization**

A. There is established within the FCCA a Deputy Clerks Council. The Council's primary purpose is to be responsive to the specific needs and interests of the deputy clerk members, make recommendations to the Board of Directors on matters affecting them, and to support and work closely with the Clerks Council on matters of mutual interest.

B. Membership is open to all deputy clerks of a United States court or special United States court (as detailed in Article II, Section 1,) who are members of the Association. It is expected that Deputy Clerks Council members shall be willing to work and contribute their time and talents to developing and working on projects in the Association.

C. The Deputy Clerks Council shall be governed by an Executive Board which shall consist of a Chairperson and thirteen members - one representative from each of the judicial circuits and the immediate past chairperson. Special courts shall be considered part of the D.C. Circuit.

#### **Section 2 Executive Board - Nomination - Appointment - Term of Office**

A. Chairperson. The Chairperson shall be appointed by the President upon nomination by the Executive Board. The term of office as Chairperson shall be for two years with eligibility for nomination and election to one additional term.

B. Circuit Representatives. A representative from each judicial circuit shall be appointed by the Chairperson of the Deputy Clerks Council upon nomination by the membership within the Circuit and shall serve for a term of two years. The appointments of the Circuit Representatives shall coincide with the terms of office and election of the Board of Directors.

C. District Contacts. The Council shall be assisted and supported by representatives from each of the court units. These district contacts shall be selected by the Circuit Representatives.

D. Vacancies. Any vacancy occurring on the Executive Board shall be filled by the Chairperson.

**Section 3 Duties.** In addition to the duties specified in subsections A, B and C below, the Chairperson, Executive Board members, and district and circuit contacts shall have such powers and perform such duties as may be specified by resolution or directives.

A. The Chairperson shall represent the Council at the annual meetings of the Board of Directors, shall preside over any meetings of the Executive Board, shall preside over the Deputy Clerks Program at the annual conferences, and shall report to the annual conference on the activities of the Council during the preceding year.

B. The Executive Board shall be responsible for the selection of the contacts in each court and for the dissemination of information to them. They shall be responsible for promoting membership and generating interest in the Association, and shall assume leadership and responsibility for representation for their circuits. Further, the Council shall assist in developing a deputy clerk program, which is responsive to the suggestions of the members, for the presentation at the annual conference.

C. The district contacts shall be responsible for the collection and distribution of information between the Executive Board and the membership within their offices and shall promote membership and active participation in the Association.

**Section 4 Finances.** In order to provide funds for the Deputy Clerk's Council, there shall be allocated by the Treasurer of the Association an amount no less than one-third or more than one-half of the dues collected from chief deputies. The precise amount shall be determined by the Executive Board subject to confirmation by the Board of Directors of the Association. The expenditure of funds so allocated shall be under the direction of the Chairperson, subject to approval of the Executive Board, but in no instance shall any funds be disbursed for any purpose which is not consistent with the goals of the Association. Funds which are not expended during a particular year shall remain for use of the Council during succeeding years or until specifically returned to the general treasury of the Association.

## ARTICLE XII

### EXECUTIVE SECRETARY

**Section 1 Appointment.** The Board of Directors of the Association may appoint an Executive Secretary to serve the Association under such terms and conditions as may be prescribed by the Board.

**Section 2 Powers and Duties of the Executive Secretary.** The Executive Secretary shall be a member of the Board of Directors, entitled to all the rights and privileges of the Board membership except the right to vote on issues before the Board. The Executive Secretary shall have such authority and power to speak for and represent the Association as may be delegated to him or her by the Board of Directors. The Executive Secretary shall be an ex-officio member of the Executive Board of the Clerks Council and Deputy Clerks Council, eligible to participate in deliberations in all respects other than voting. The Executive Secretary shall consider and propose policies, procedures, and undertakings in the best interest of clerks, deputy clerks, the Association, and the judiciary; attend meetings of the Board of Directors and annual conferences; render such assistance and perform such services to the Clerks Council and Deputy Clerks Council as may be requested, if not inconsistent with obligations to the Federal Court Clerks Association; and report periodically to the membership on the activities of the office. The Executive Secretary shall be responsible for tabulating and reporting to the annual conference the results of the annual election of national officers. The President shall appoint an individual from a district unrepresented on the ballot, to assist in the tabulation.

## ARTICLE XIII

### AMENDMENT OF BYLAWS

**Section 1** These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by a majority of those members present and voting at any meeting of the Association held pursuant to the notice required in Article III, Section 3. Members of the Association who are not able to attend the annual conference or any special meeting, as provided in Article III, are still eligible to participate in any vote to alter, amend, or repeal the Bylaws. An absentee ballot may be obtained in accordance with provisions contained in Article II, Section 4. If changes are proposed to these Bylaws, the notice shall include a copy of the proposed change.

**Section 2** Any amendment shall be in full force and effect immediately upon its adoption at the annual conference or special meeting unless otherwise provided.

## ARTICLE XIV

### PARLIAMENTARY PROCEDURES

Robert's Rules of Order, Revised, shall govern the conduct of all business meetings except as may be otherwise provided in the Articles of Incorporation or the Bylaws.

## ARTICLE XV

### PROCEDURES UPON DISSOLUTION OF CORPORATION

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision 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(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes, as at the time shall qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

These Bylaws, as revised, shall become effective the 3rd day of August,2001.

Christopher R. Johnson, Chairperson  
Bylaws Committee