

**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

and amended by the Board of Directors  
June 30, 2011

and amended by the Board of Directors  
4/25, 2015

**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  
P.O. Box 1584  
Denver, Colorado 80201

**ARTICLE II.  
PURPOSES OF THE ASSOCIATION**

The purposes of the Association are:

- A. To be a primary educational resource for industry representatives 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 litigation support profession, 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 support services.

**ARTICLE III.  
MEMBERSHIP**

- A. **Classes of Members.** The Association shall have one class of members for voting purposes. Membership is open to any individual whose job responsibilities include a significant portion of time devoted to litigation support activities either as a purchaser or as a provider. The Board of Directors may from time to time divide such class into subclasses and grant certain privileges or perquisites to those Members who make case or other contributions to the Association.

- B. **Voting Rights.** Each member shall be entitled to vote unless the Board of Directors determines that a class of members shall not be entitled to vote.
- C. **Special Student Members.** There shall be a special discounted non-voting membership available to students.
- D. All members must adhere to the educational forum of COALSP. Member information maintained by COALSP is maintained for the purpose of use in official COALSP business. Membership lists, whether generated at association meetings (i.e. attendance lists) or otherwise electronically generated, may not be used for the solicitation of business and may not be used for any purpose other than official association business.
- E. Any dispute regarding the application or denial of membership based on this Article III 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.
- F. 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.
- G. The annual membership fee shall be set by the Board of Directors and is subject to periodic review and adjustment. Non-Voting student memberships will be discounted.
- H. Annual dues can be paid any time of the year, but will only apply through June 30<sup>th</sup> of that calendar year. With the new calendar year, new fees are due. If a member resigns, no refund of dues shall be made.
- I. 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.
- J. Membership shall be valid until such time that the membership qualifications are no longer met.
- K. Any person meeting the criteria described in Article III (A) may become a member, subject to the definitions referenced in Article III(A), upon making application and paying such regular or special dues as the Board may from time to time determine.
- L. Voting Members shall have full voting privileges and are eligible for elective office with the exception of vendor members who cannot serve on the Board of Directors. Vendor members are defined as any member(s) who are employed (or self-employed) by any business whose main purpose is the providing of legal support products or services to any other business, attorney, law firm, corporation, or government entity.

**ARTICLE IV.**  
**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. Any voting member may nominate themselves or another voting member for Board membership. Board membership is open to any voting member nominated and elected by ballot by the voting members, with the exception of vendor members. No person shall hold more than one office concurrently.
4. The officers shall be elected online in the year prior to the end of each fiscal year as defined in Article VIII. 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 30<sup>th</sup> 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. At the conclusion of any two year term, any officer interested in reelection to their position must receive a two-thirds vote of the regular membership in order to continue serving in that position.
16. The Board of Directors, excluding the President, will hold a special mid-term meeting to discuss and evaluate the manner in which the President has conducted his/her duties as chief representative and chief spokesperson for the association. The purpose of this meeting is to evaluate the performance of the President to ensure that the interests and purposes of the association are being met. All members may attend this meeting.
17. Outgoing officers shall serve as consultants to the Board for one year following departure from 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) 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 V. 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 of 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.

**ARTICLE VI.  
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 VII.  
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 VIII.  
FISCAL YEAR**

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

**ARTICLE IX.  
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 X.  
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.

**ARTICLE XI.  
LAW TO APPLY**

- A. In the event of any dispute as to the meaning of any term or phrase contained herein, Colorado law shall be held to apply.

**ARTICLE XII.  
SEVERABILITY**


If any paragraph or portion thereof shall be held to be invalid, the remaining paragraphs shall continue in force and effect.

Signed:

[Signature] Dated: 6/25/15  
President

[Signature] Dated: 6/25/15  
Director of Membership




  
Director of Education

Dated: 6-25-15

  
Director of Public Relations

Dated: 07-07-2015

  
Treasurer

Dated: 6-25-15

  
Secretary

Dated: 6/25/15