

**STANDING RULES
PARALEGAL DIVISION
STATE BAR OF NEW MEXICO
February 15, 2014**

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AUTHORITY AND PURPOSE

The Paralegal Division of the State Bar of New Mexico (“Division”) adopted Bylaws as the fundamental instrument establishing the organization, which defines the primary characteristics of the Division, the limitations on the powers of the organization, and the rights of its members. Article VIII of the *Bylaws* provides that the Board of Directors (“Board”) adopt or amend the *Standing Rules* as deemed necessary to carry out the *Bylaws* and to serve the purpose of the Division. The *Standing Rules* may be suspended, amended, rescinded, or expanded from time to time by a majority vote of the Board present and voting at a duly noticed meeting at which a quorum is present.

ROBERT’S RULES OF ORDER, NEWLY REVISED, state: “Except in the simplest and smallest local societies, or those holding very frequent regular meetings, it is generally found advisable to provide in the bylaws for a board to be empowered to act for the society when necessary between regular meetings.”

Standing Rules, as defined by ROBERT’S RULES OF ORDER, NEWLY REVISED, “are rules (1) which are related to the details of the administration of a society rather than to parliamentary procedure, and (2) which can be adopted or changed upon the same conditions as any ordinary act of the society.”

Due to the size and geographical distribution of the Division membership, it is impractical to hold a general membership meeting more often than annually. However, the business of the Division must be conducted on a continuous basis, and these *Standing Rules* are intended to provide the necessary guidance to the Board, the Committees, and the general membership in the day-to-day activities of the Division. The Board encourages the general membership to contact the Board with comments, questions, and suggestions with respect to these *Standing Rules*.

I. MEMBERSHIP

A. GENERAL CRITERIA

1. Qualifications for membership

A person may become a member of the Division if the person:

- a. Contracts with or is employed by an attorney, law firm, corporation, governmental agency or other entity;
- b. Performs substantive legal work as defined in Rule 20-102 NMRA; and,
- c. Meets one or more of the qualifications described in Rule 24-101 NMRA.

2. A person is not eligible for membership or renewal of membership if they have a history of professional misconduct. For purposes of the procedures set forth herein, the following shall constitute professional misconduct:

- a. Willful misrepresentation of a material fact in a paralegal's Application for membership or renewal thereof in the Division; or
- b. Violation of any Canon contained in the *Code of Ethics and Professional Responsibility* adopted by the Division as amended from time to time; or
- c. Conviction in any court of competent jurisdiction of any felony or of any misdemeanor involving the theft, embezzlement or fraudulent misappropriation of money or other property; or
- d. Has engaged in conduct that constitutes the unauthorized practice of law.

3. Application

- a. A prospective member may download the Application from the Division website.
- b. Each Application for membership shall contain:
 - (1) Applicant's consent for the Division to contact present and/or former supervising attorney(s) for verification or clarification of membership qualifications;
 - (2) A statement that the applicant has read the *Definition of a Paralegal*, as set forth in Rule 20-102 NMRA; has read and agrees to be bound by the Code of Ethics and Professional Responsibility; and agrees to be bound by, and subject to Section VIII. PROFESSIONAL MISCONDUCT as hereinafter set forth in these Standing Rules;
 - (3) Written verification that the applicant works under the direct supervision of a duly-licensed attorney; and,

(4) Certification by the applicant that he/she meets one of the criteria for membership as set forth in Rule 24-101A NMRA (2004) in the Application and Division Bylaws.

B. MEMBERSHIP DUES

1. The membership dues, as determined by the Division's Board, shall be paid on an annual basis and, when paid, shall entitle the member to all the privileges and prerogatives of membership. Dues shall not be prorated or refundable.

2. The fiscal year of the Division shall be the same as that of the State Bar of New Mexico and annual dues shall become due and payable the first day of January of each calendar year.

C. PROCESSING OF MEMBERSHIP APPLICATIONS

The following procedure shall be followed in processing Applications for membership:

1. Upon completion of the Application, the prospective member shall forward the Application for membership to the Membership Committee Chair or his/her designee together with payment of the annual dues. The Membership Committee Chair or his/her designee shall scan and send by electronic media the Application to the Membership Committee.

2. The Membership Committee Chair shall acknowledge by electronic media, whenever possible, receipt of the Application.

3. The Membership Committee shall review all initial Applications for Division membership, clarify or verify information contained in the Applications, and approve or recommend denial of membership for the applicants.

4. If approved, the Membership Committee Chair shall inform the applicant of his/her approval within 30 days of acceptance and process the Application for enrollment.

5. Question of Eligibility

a. The Membership Committee shall take the following steps if a question arises regarding the applicant's eligibility for membership that the Committee cannot resolve:

(1) Contact the applicant to clarify or verify information contained in the Application; or,

(2) Contact the applicant's supervising attorney and/or professional references to clarify or verify information contained in the Application; or

(3) Forward the Application to the Board for review and interpretation.

b. After the final determination is made, the Membership Committee Chair shall send an explanatory message, by electronic media whenever possible, regarding the reasons for the disapproval with possible solutions to qualify for membership at a later date to the applicant with copies of the message forwarded to the Membership Committee and the Chair of the Division.

c. Payment for dues submitted by any ineligible applicant shall be returned to the applicant.

D. MEMBERSHIP RENEWAL; DELINQUENCY

The following procedure shall be followed in processing renewal Applications for membership:

1. Applications for renewal may be downloaded from the Division's website and mailed to the Division with the appropriate dues as established from time to time by the Board of Directors or the Application may be submitted on the website with the appropriate dues charged on the applicant's credit card. The applicant shall verify that the applicant has fulfilled his/her MCLE requirements. The MCLE Tracking Chair shall notify the Membership Committee and the members who have not fulfilled their MCLE requirements. Members shall check their MCLE report on the Division's website for *accuracy*.

2. Memberships expire on the last day of the calendar year, and membership renewals shall require filing the renewal Application and paying the appropriate dues as established from time to time by the Board. Any member who has not filed a renewal Application and paid the appropriate membership dues prior to January 15 of each year shall be considered delinquent and not in good standing, therefore not entitled to privileges. Dues paid after January 15 are subject to a late charge as established by the Board. However, a member whose membership commences on or after September 1st has until the end of the following year to renew his/her membership.

3. Any membership renewal Application received without payment of dues will not be processed.

4. Any member who has not filed a renewal Application and paid the appropriate dues and late charge (if any) within thirty (30) days after the expiration of membership shall be deleted from the Division membership rolls. Such member shall be notified of nonrenewal by letter or electronic media no later than February 15.

E. REINSTATEMENT

1. A member who has been disenrolled for nonrenewal or for noncompliance with MCLE requirements shall submit the following by March 31 of the year of disenrollment, to be considered for reinstatement:

a. A membership renewal Application (if not previously submitted);

b. Evidence that the required MCLE credits have, or will be, earned by March 31;

c. Payment of current membership dues and the current penalty fee.

2. If a disenrolled member fails to come into compliance by March 31, that member will remain disenrolled for a period of one year from the date of disenrollment.

a. After one year or more from the date of disenrollment, a former member may reapply for membership in the Division as a new member, as outlined in Rule I, paragraph A, above.

3. A member who either fails to timely comply with the MCLE guidelines, or fails to timely renew his/her membership, for two (2) consecutive years will be permanently disenrolled, except at the discretion of the Board.

F. MINIMUM CONTINUING LEGAL EDUCATION (MCLE) REQUIREMENTS

1. Members must comply with MCLE Guidelines established by the Board. The MCLE Guidelines shall be published on the Division's website and provided to the members upon approval of his/her membership.

2. At the time of membership renewal, the member shall submit his/her Application and membership dues to fulfill membership requirements.

3. For new members, the initial compliance year to fulfill his/her MCLE requirements shall be the first full year following the date the member was approved.

G. INACTIVE PARALEGAL STATUS

1. General

a. For the purpose of determining eligibility for "inactive" paralegal status, an applicant in good standing for this category must certify that he/she will be retired or that he/she will no longer be employed as a paralegal in New Mexico.

b. "Active" paralegals who wish to apply for "Inactive" status must apply during the membership renewal period.

c. The "Inactive" paralegal fee, as established by the Board, shall be on an annual basis; the fee shall not be pro-rated or refundable.

d. "Inactive" paralegal status expires on the last day of the calendar year, and renewal of this status shall require filing the *Inactive Paralegal Status Renewal Form* and paying the annual fee, both as established from time to time by the Board.

(1) Any Inactive paralegal that has not filed a renewal form and paid the annual fee prior to February 1 of each year shall be considered ineligible for continued "Inactive" paralegal status. Any fee paid after February 1 is subject to a late charge as established by the Board of Directors.

(2) Any Inactive paralegal who has not filed a renewal form and paid the annual fee within ninety (90) days after the expiration of Inactive paralegal status will be deleted from the Division's rolls. There is no provision for reinstatement.

e. The Membership Committee shall:

(1) Review all initial and renewal Applications for inactive paralegal status and clarify or verify information contained in the Application;

(2) Verify that the inactive paralegal is currently employed under the supervision of a licensed New Mexico attorney; and,

(3) Approve or recommend denial of inactive status for the applicant. If approved, the Membership Committee shall inform the applicant of the approval of the Inactive status and process the Application.

f. Inactive paralegals who wish to change status to "active" paralegal shall:

(1) Apply at the time of annual membership renewal;

(2) Include payment for annual dues in the amount established by the Board of Directors;

(3) Fulfill any membership and MCLE requirements for Active paralegal members as stated in Bylaws and MCLE Guidelines in effect at the time of reinstatement to Active paralegal status.

2. Privileges

a. Inactive paralegals may:

(1) Receive notices of Division events;

(2) Attend meetings;

(3) Serve as a member on Committees;

(4) Serve as Historian;

(5) Participate in volunteer activities;

- b. Inactive paralegals may not:
 - (1) Serve as a member of the Board;
 - (2) Serve as Chair of a Committee;
 - (3) Have voting privileges;
 - (4) Make Motions at meetings.
- c. Inactive paralegals are not required to obtain MCLE credit while serving in this category.

II. RESPONSIBILITIES OF OFFICER AND DIRECTOR POSITIONS

The following responsibilities and acts are in addition to those set forth in the Bylaws relating to these positions or as directed by the Board.

A. CHAIR

- 1. The Chair may serve as the Division Liaison to:
 - a. The Board of Bar Commissioners for purposes of being sworn in and attending all Board of Bar Commissioners meetings or may appoint a Division Past Chair to serve in the role of Division Liaison.
 - (1) As an alternative, the Division Liaison may appoint another Past Chair to serve in this role to attend the Board of Bar Commissioners meetings (without being sworn in) if the Division Liaison is unable to attend.
 - (2) Shall submit the Division budget to the Board of Bar Commissioners.
- 2. Chair or Chair's designee may serve as representative to any Bar-related entity.
- 3. Preside over all Division Board meetings.
- 4. Attend Committee meetings as needed.
- 5. Coordinate with Bylaws Committee as necessary regarding policies and procedures.
- 6. Chair or Chair's designee shall monitor Division electronic media and respond or forward the correspondence to the appropriate Officer, Board member, Committee Chair or Administrative Assistant for response with a copy of the response. A copy of the response shall be forwarded to the Division Chair and Administrative Assistant.
- 7. Appoint a member in good standing to serve as the Division *Historian*.
- 8. Evaluate and revise job description for position as needed. **

B. CHAIR-ELECT

1. Coordinate membership activities in conjunction with the Membership Committee and MCLE Tracking Committee. The Chair-Elect shall serve as a Co-Chair with the active Co-Chair of the Membership Committee as set forth in Rule III.B.
2. Coordinate with Bylaws Committee as necessary regarding policies and procedures.
3. Attend all Board meetings.
 - a. Preside over those meetings in which the Chair is unable to attend.
4. Planning Session
 - a. Preside over meeting to present:
 - (1) Goals and proposed activities for the next term;
 - (2) Proposed Budget in conjunction with input from Committee Chairs and Treasurer for Board approval;
 - (3) Division Calendar of activities for following year.
5. Evaluate and revise job description for position as needed.

C. SECRETARY

1. Attend all Board meetings to take Minutes or appoint a designee to do so.
2. Maintain records for the Division, according to the Division Retention Policy.
3. Serve as liaison to Communications Committee and Web Page Committee for communication of actions and/or policies and procedures approved at the Board meetings;
4. Evaluate and revise job description for position as needed.

D. TREASURER

1. Attend all Board meetings.
2. Keep an itemized account of all monies received and disbursed, as well as accounts payable.
3. In conjunction with Chair-Elect, prepare Annual Budget with input from Committee Chairs and Board.
4. Monitor Division budget and advise Board of special considerations.
5. Serve as liaison with State Bar of New Mexico Accounting Department.
6. Maintain files according to the Division Retention Policy or as established by the State Bar of New Mexico.
7. Process all member reimbursements within thirty (30) days of receipt.
 - a. Members who do not submit expenses within 30 days of incurring the expense will not be reimbursed.

b. Expenses incurred in December of the fiscal year shall be processed no later than January 15 of the following year.

8. Evaluate and revise job description for the position as needed.

E. IMMEDIATE PAST CHAIR

1. Attend all Board meetings and Planning Session.

2. Provide support and guidance to Chair in order to fulfill responsibilities.

3. Serve in the capacity of Committee Chair Coordinator or appoint a member in good standing to serve in such role. This Coordinator shall:

a. Provide orientation for new Board members and Committee chairs no later than the last day of February of each term;

b. Ensure that all Committee notebooks or electronic media records are transferred to the incoming Committee Chairs no later than Board orientation;

c. Prepare Board notebooks for new members and update as necessary;

d. Serve as a liaison between the Board and Committees;

e. Assist Committee Chairs, as needed, in filling Committee vacancies;

f. Monitor Committee activities and provide assistance as necessary in fulfilling Committee responsibilities;

g. Attend Committee meetings as needed to provide assistance, support and guidance to fulfill Committee responsibilities; and,

h. Provide a status report at each Board meeting.

4. Evaluate and revise job description for position as needed.

F. DIRECTORS

1. Are encouraged to Chair a Committee.

2. Attend all Board meetings.

III. FUNCTIONS AND RESPONSIBILITIES OF COMMITTEES

A. GENERAL

Membership on Committees shall include representation from as broad a geographical area as is possible, and Committees should be comprised of members from a diversity of law practices, when practical. In addition, a balance should be maintained between members who have previously served on a particular Committee and those who have not. The terms of service shall expire at the close of the calendar year.

1. The Chair shall designate the Chairs of such Committees.

2. Responsibilities of Committee Chairs shall include:
 - a. Appointing their respective Committee members from:
 - (1) Those members in good standing who have requested appointment to a Committee; and
 - (2) Other members as the Committee Chair shall deem appropriate to appoint and who consent to serve on such Committee.
 - b. Providing a written report to the Board on a regular basis summarizing the status of their respective Committee's activities;
 - c. Presenting the Committee's proposed activities, policies, or procedures to the Board for approval before implementation, along with proposed expenditures for such activities, in conjunction with input from the Treasurer.
 - (1) Any expenditure exceeding expenses previously budgeted and authorized will be presented to the Board for approval;
 - (2) Any proposed activity shall be in accordance with the Bylaws and Standing Rules, as appropriate;
 - (3) An article of such related activity, policy or procedure, may be submitted pursuant to the Division ENews Policy for dissemination to the membership.
 - d. Maintain notebook of Committee activities, i.e., correspondence, reports, notes from meetings, etc.;
 - e. Forward Committee notebook to next Committee Chair no later than Board orientation;
 - f. Evaluate and revise job description for the role of their respective Committee.

B. STANDING COMMITTEES

The Standing Committees listed in these Standing Rules are authorized in Article IX, Section 9.1 of the Bylaws.

1. *BUDGET AND FINANCE*

This Committee will be chaired by the Treasurer and will be responsible for:

- a. Analyzing financial information of the Division;
- b. Providing regular reports to the Board;
- c. Consider requests by Committees for budget increases;
- d. Make recommendations to the Board, the Committees, or the membership for funding projects;

- e. Propose amendments to the current year's budget when deemed necessary;
- f. Assist the Chair-Elect in preparing the Annual Budget for presentation to the Board and the Board of Bar Commissioners; and
- g. Retain financial records pursuant to the Division Retention Policy.

2. *BYLAWS AND STANDING RULES*

This Committee may include representation from the Membership Committee and MCLE Committee and shall:

- a. Receive all written proposed amendments to the Bylaws and Standing Rules;
- b. Study such proposed amendments and make recommendations to the Board;
- c. Initiate proposed amendments to the Bylaws and Standing Rules;
- d. Work with Standing and Special Committees as appropriate to develop and/or change Division policies and procedures when necessary; and,
- e. Monitor and update Division deadlines ensuring compliance with Bylaws and Standing Rules.

3. *COMMUNICATIONS*

This Committee shall create and provide information regarding Division activities for inclusion in the following:

- a. State Bar ENews
- b. Division Newsletter

4. *WEB PAGE COMMITTEE*

This Committee shall design and maintain the Division Web Page, in conjunction with the State Bar of New Mexico, incorporating Division activities on a monthly basis when necessary.

5. *MINIMUM CONTINUING LEGAL EDUCATION*

This Committee shall perform activities relating to the processing of member MCLE credits and coordination of MCLE programs and shall consist of three (3) subcommittees as follows, each having a co-chair:

- a. MCLE Coordination Subcommittee

The duties for this subcommittee include the annual December MCLE program; the Spring MCLE for the State Bar sponsored by the Paralegal Division; a speaker for the State Bar Annual Meeting yearly; 11 monthly brown bag MCLE topics and presenters; and

if needed an annual Ethics MCLE. Area MCLE Coordinators assist in the running of the 11 brown bag MCLE's at their locations, including coordinating web casting, collecting dues for attendees, and submitting attendees' names and bar numbers for credits.

b. MCLE Tracking Subcommittee

This Subcommittee shall be responsible for processing MCLE approval requests of members to ensure compliance with Division Bylaws and MCLE Guidelines as follows:

(1) Ensure that members' MCLE credits are updated on the State Bar's website;

(2) Monitor and notify members of MCLE non-compliance in conjunction with the Membership Committee and Administrative Assistant;

(3) Make recommendations to Board for revisions to MCLE Guidelines as needed to ensure the best interests of members and the Division;

(4) Provide the Membership Committee, no later than January 31 of each year, a list setting forth the total of each member's MCLE credits earned during the previous calendar year; and

(5) Any and all duties as summarized in the MCLE Duties and Deadlines and applicable Division deadlines, incorporated herein.

c. MCLE Provider Approval Subcommittee

This subcommittee shall review and approve applications for MCLE credit for all outside providers and/or the Division which have not been approved by the State Bar MCLE Board.

6. *EVENTS COORDINATION*

This Committee provides lunches for the Division meetings and coordinates Division special events such as the Division Anniversary Luncheon and Holiday Party. This Committee works with the MCLE Coordination Subcommittee as necessary and is the liaison with the State Bar of New Mexico for the planning of events including, but not limited to:

a. The Division Annual Meeting;

b. MCLE and/or other events in conjunction with the State Bar of New Mexico, such as the "Meet and Greet."

7. *MEMBERSHIP*

a. The Chair-Elect shall serve as Co-Chair of this Committee. There shall be an active Co-Chair working with Committee members to approve new Division members and then preparing the necessary paperwork, and the Chair-Elect of the Division functioning

as the Committee co-chair and the "official head" of the committee and being involved in the approval or denial of all new Applications.

b. This Committee shall consist of five (5) members of the Division.

c. This Committee shall fulfill the responsibilities as set forth in these Standing Rules, including any and all duties as summarized in the applicable Division deadlines incorporated herein.

d. This Committee shall promote membership and growth within the Division.

e. May establish a mentoring program for new members where a senior member is paired with a new member to answer questions and provide encouragement for involvement in Division activities.

8. *NOMINATING AND ELECTIONS*

This Committee shall consist of at least two (2) members who are not seeking an office or Board position and shall report directly to the Chair.

a. This Committee carries out the election process for the Officers and Board members and conducts the balloting process for any proposed amendments to the Bylaws.

9. *PRO BONO/COMMUNITY SERVICE COMMITTEE*

The Chair of this Committee shall:

a. Evaluate with the Division Chair opportunities for Division members to participate in community service projects in conjunction with the State Bar of New Mexico and its respective Divisions and Sections to provide paralegal services to the disadvantaged in New Mexico;

b. Track participation in pro bono activities by its members and report to the Board accordingly.

10. *PROFESSIONAL DEVELOPMENT*

This Committee's goals include the following, in addition to any assignments directed by the Board:

a. The study, development, and implementation of various means to better inform and educate the legal professional and the general public about the paralegal profession.

b. Interpret and make recommendations for amendments to the *Code of Ethics and Professional Responsibility*.

c. The study and collection of information with respect to standards for schools offering paralegal education and training programs and with respect to the certification or licensing of paralegals. This includes interaction with instructors and students of paralegal programs.

d. Assist in various projects for enhancing the professional development of paralegals.

e. Nurture positive relationships with local and national paralegal associations and other associations throughout the country.

11. *SCHOLARSHIP COMMITTEE*

The Scholarship Committee seeks out candidates for scholarships from the New Mexico community colleges, universities, or trade schools that have ABA-qualified programs or those that offer an Associate's degree in paralegal studies. The students seeking scholarships are required to provide certain information and an essay in order to be considered for a scholarship no later than November 1. The applications will be reviewed for completeness and qualifications, and the Committee will make a determination of the most deserving award recipients. The scholarships may be awarded annually.

C. SPECIAL COMMITTEES (ad hoc)

1. Special Committees may be established from time-to-time by a two-thirds vote of the Board members present and voting at a Board meeting.

2. The tenure of a Special Committee shall not extend beyond the calendar year following the creation of the Committee, unless such extension is approved by the new Board.

IV. ELECTION OF OFFICERS AND DIRECTORS

A. ELIGIBILITY OF CANDIDATES

The candidate for Chair-Elect shall have served as a Committee Chair or on the Board for at least one year prior to nomination or declaration of candidacy.

B. ELECTION CAMPAIGN GUIDELINES

1. A brochure or resume pertaining to each candidate for office or Board Member outlining his/her qualifications for the position may be enclosed with the ballots and shall be prepared and furnished to the Nominating and Elections Committee at each candidate's own expense. The Nominating and Elections Committee Chair shall receive such brochure or resume with the Declaration of Candidacy Form. Such brochure or resume shall not exceed one 8-1/2" x 11" page. Any brochure or resume longer than one page will not be accepted by the Committee Chair.

2. A nomination or declaration of candidacy is an expression of confidence and trust in the candidates by their peers. Each candidate and their supporters should make a reasonable effort to present their candidacy in a dignified manner.

3. The Nominating and Elections Committee shall supervise all elections to assure compliance with these Rules.

C. ELECTION PROCESS

The following procedure shall be followed by the Nominating and Elections Committee in the election process every year:

1. Prior to September 15, the Committee Chair shall obtain from the Administrative Assistant the electronic media addresses of members in good standing in the Division. The Committee Chair shall then send by electronic media to each such Division member the following materials:

- a. A Declaration of Candidacy form;
- b. A copy of the "Election Campaign Guidelines".
- c. A copy of the "Duties of Officers and Directors"; and,
- d. A statement that the Declaration of Candidacy form must be received

by the Committee no later than October 15.

2. On or before November 1, the Committee shall obtain from the Administrative Assistant the updated electronic media addresses of all active Division members in good standing.

3. The Committee shall prepare the ballot containing the following information:

a. The names of the eligible candidates next to the position for which that individual seeks election, along with each candidate's full name and address of employment; and

b. The statement "The Deadline for voting is 5:00 pm 20 days after the ballot link is sent by electronic media to the members." Members will not be able to cast a ballot after 5:00 pm on that date.

4. The Committee shall send by electronic media the cover letter, ballot, Declaration of Candidacy Forms, resumes (if provided), and the electronic media addresses of all members eligible to vote to the State Bar no later than October 25. The ballot shall be in Word format and the Declaration of Candidacy Forms shall be in *pdf* format. No later than November 5, the State Bar shall send by electronic media the above documents to the electronic media addresses provided to them by the Committee.

5. Voting conducted by electronic ballot shall allow at least twenty (20) days from the time the electronic link to the ballots are sent by electronic media until the ballots will be counted. The return of forty percent (40%) of ballots of Division members entitled to vote will constitute a quorum where balloting is conducted in accordance with the Bylaws.

6. The Committee shall tally the votes and certify the results of the election no later than December 1. However, if forty percent (40%) of ballots of Division members entitled to vote are not received, the time period for voting and certification of the results may be extended by the Committee for a reasonable period of time, if necessary, to reach a quorum. If after the extension for the election, a quorum is not reached, the Board is authorized to ratify the election. Should a runoff election be necessary, the Nominating and Elections Committee shall follow the procedures as set forth in Section E. of this Standing Rule.

D. SPECIAL ELECTIONS

A special election held for a vacancy in the Chair-Elect position shall follow the same procedure as the general election as stated in paragraph B above.

E. RUNOFF ELECTIONS FOR OFFICERS AND BOARD POSITIONS

1. Necessity

a. A majority of all votes cast in the Division is required to elect a candidate to an office or Board position.

b. If no candidate receives a majority of the vote cast for a particular office in the general election, a runoff election shall be held, and only the names of the two candidates who receive the highest number of votes for such office shall be placed on the runoff ballot.

c. If no candidate receives a majority of the votes cast and there is a tie for the highest number of votes received, a runoff election shall be held, and the names of all candidates in a tie position shall be placed on the runoff ballot.

d. If no candidate receives a majority of the votes cast and there is a tie for the second highest number of votes received, a runoff election shall be held and the name of the candidate receiving the highest number of votes and the names of all candidates in the tie position shall be placed on the runoff ballot.

e. In the event of a vacancy of any Board position after the election, the candidate with the next highest number of votes in the prior election shall be appointed to fill such vacancy. Such appointment shall be ratified by the Board of Directors.

2. Procedure

a. The Nominating and Elections Committee Chair shall cause the ballot for the runoff elections to be prepared. The ballot shall have the following information:

(1) The names of the eligible candidates with each such candidate's full name and address of employment;

(2) The statement "The deadline for voting in this runoff election is (date). Only ballots cast by 5:00 p.m. on (date) shall be tallied." The deadline for voting to be stated on the runoff ballot will be seven (7) days from the date of sending by electronic media of the ballot or the next following business day if that day falls on a weekend or legal holiday.

b. The Election Committee shall send by electronic media a cover letter for the runoff election and the runoff ballot to the State Bar for the runoff election. The Committee will inform the State Bar when the runoff election will start and end.

F. CERTIFICATION OF ELECTIONS

The Nominating and Elections Committee shall tally the votes for the election(s), and the Committee Chair shall certify as to the results of such tally no later than December 1. If one or more runoff elections are required, the Chair shall order such runoff election(s) to be held as soon as possible, but no later than December 15.

V. RULES OF ORDER FOR MEETINGS OF THE BOARD

A. OPEN MEETINGS

All meetings of the Board of Directors shall be open to Division Members and to visitors, but only the Board members shall be entitled to vote.

1. Reports

a. All Committee Chairs shall submit written reports at each meeting of the Board. The Committee Chairs shall submit the written report to the Board members and other Committee Chairs no later than the Friday prior to such meeting (via electronic media). Copies of such reports shall be maintained in each respective committee notebook.

b. The Committee Chair or his/her designee may give oral reports at the Board meeting. If action by the Board is to be recommended by the Committee, the Committee Chair may make the motion to the Board.

c. All Committee Chairs shall submit a written annual report to the Secretary no later than twenty (20) days prior to the Annual Meeting. These annual reports shall be made available to the general membership at the Annual Meeting.

B. PLANNING SESSION

The purpose of the Planning Session is to present ideas for events/activities for the next term for discussion.

1. This meeting is chaired by the Chair-elect.
2. A Budget shall be prepared with input from the Treasurer, Board members, and Committee Chairs and shall be presented to the Board for approval at that time.
3. A calendar of events for the following year will be presented for approval by the Board.

C. PARLIAMENTARY PROCEDURE

Except as otherwise provided in the Bylaws or these Standing Rules, all meetings of the Board shall be conducted in accordance with the most recent edition of ROBERT'S RULES OF ORDER, NEWLY REVISED and in particular the chapter therein concerning Boards and Committees.

D. VOTING

1. Motions and seconds to Motions may be made only by voting members of the Board, except that Chairs of committees may make Motions only in relation to their respective Committee business. At the Chair's discretion, any Motion or amendments shall be presented to the Secretary in writing before action is taken.

2. Board members should limit discussion to a "reasonable" length of time and to the Motion or discussion on the floor. The Chair may call for a vote on the Motion, limiting the time for discussion, unless by majority vote of the Board the time is extended.

3. Unless otherwise required by the Bylaws or these Standing Rules, a majority vote of the Directors present and voting shall be required to approve items of business brought before the Board. In case of a tie vote, the Chair will vote to break the tie. Voting on any Motion may be by show of hands; however, upon request by any Board member or at the discretion of the Chair, voting will be by written ballot.

4. If a matter requires resolution prior to the next regularly-scheduled Board meeting, the voting shall be conducted by electronic media. The Chair, Committee Chair or Board member requesting resolution shall contact each Board member to explain the issue to be voted on and request a vote, subject to the following:

a. A majority vote of the entire Board of Directors is obtained to approve or resolve the issue or subject being voted on.

b. The Chair, Committee Chair, or other Board member conducting the

electronic media vote shall record each Board member's vote for submission to the Secretary for inclusion in the minutes of the next Board meeting.

c. The Chair or Secretary shall immediately inform each Board member in writing of the results of the electronic media vote.

d. The Secretary shall canvass the Board members at the next regularly-scheduled Board meeting to ratify the results of the electronic media vote and the results of such canvass shall be recorded in the minutes.

E. ELECTRONIC MEDIA CORRESPONDENCE

1. Any Board member who will be unavailable for any reason shall circulate an electronic media message to the Board advising of such unavailability and for what time period.

2. Discussion of Division business is permitted between meetings as appropriate.

a. Board issues to be addressed to a specific Officer/Committee Chair may be circulated to such Officer/Committee Chair.

b. Such electronic media correspondence does not need to be routed to the Chair until such business is resolved at the Committee level and is ready to come before the Board or if the Committee is unable to reach a resolution.

c. Electronic media correspondence to a member or person outside of the Division shall be generated by the Chair or the appropriate Officer, Board member, or Committee Chair, dealing with specific Committee issues. If such correspondence is not generated by the Chair, input may be requested as needed. Electronic media correspondence to a member or person outside of the Division regarding other issues outside of committee shall be generated by the Chair. If appropriate, a draft of such correspondence may be forwarded via electronic media to the appropriate Officer, Board Member or Committee Chair for input. Such electronic media correspondence shall be finalized by the Chair in written form on Division letterhead. Responses should be made within three (3) working days of receiving the request for input.

4. Voting via electronic media

Electronic media voting should only be used when action is required before the next Board meeting. A majority vote of the entire Board is required to approve the issue or subject being voted on.

a. Any Board member or Committee Chair who initiates a vote shall inform the Chair accordingly in advance of the vote. If the Chair is unavailable, the Chair-elect shall be notified.

b. Such request for an electronic media vote shall be identified in the Subject line as *"PD – vote needed."*

c. Any responses shall be indicated as *"Reply to All"* so that everyone involved in the voting may have access to everyone else's comments.

d. A Board member shall be given until the end of the next business day to cast a vote.

e. The person initiating the vote shall be responsible for tallying the votes and circulating the results to those voting and the Secretary.

f. The Board of Directors shall ratify any electronic media votes at the next Board Meeting and the results shall be recorded in the minutes.

F. MINUTES

The only official minutes of Board meetings are those taken by the Secretary or person designated by the Chair. Other verbatim recordings, electronic or otherwise, will be allowed only upon majority approval of the Board.

1. The form of minutes shall be in compliance with Robert's Rules of Order.

2. The Secretary will circulate the draft Minutes to the Chair for approval before distribution to the Board.

G. REPORTS

1. A Committee report shall be prepared in writing or presented orally by each Committee chair, or his/her designee. Committee reports shall be submitted in writing to the Secretary for inclusion as attachments in the minutes of the meeting.

2. No Motion is required for acceptance of Committee reports, but any recommendation of a Committee for Board action shall be put in the form of a Motion by a Board member or Committee Chair.

VI. RULES OF ORDER FOR ANNUAL MEMBERSHIP MEETINGS

A. NOTICE

At the direction of the Chair, the Secretary shall give notice of the Annual Meeting in accordance with Article VII, Section 74 of the Division Bylaws.

B. AUTHORITY

Except as otherwise provided in the Bylaws or these Standing Rules, all meetings of the general membership of the Division shall be conducted in accordance with the most recent edition of ROBERT'S RULES OF ORDER, NEWLY REVISED.

C. GENERAL RULES OF ORDER

1. All Motions shall require a simple majority vote of the members present in person or by proxy in order to pass.

2. Any active member of the Division in good standing may introduce business and make Motions and seconds to Motions. Any member wishing to be recognized must address the Chair or other person chairing the meeting, state his/her name, and the matter to which the member wishes to speak. If the subject to be addressed is a Motion before the assembly, the member shall also inform the Chair of the speaker's intent to speak for or against the Motion.

3. The Chair may limit time for debate on any subject, and no speaker shall be permitted to speak more than twice on any one subject and not more than three (3) minutes each time, except by permission of the Chair; provided, however, that no member shall be permitted to speak a second time on the same subject as long as any member who has not spoken on the subject desires to do so. Two (2) timekeepers shall be appointed by the Chair to assist in enforcing this rule, if necessary.

4. Debate or discussion on a Motion may be limited to six (6) speakers, three (3) for the Motion, including the member who made the Motion if that member wishes to speak, and three (3) against the Motion. The Chair shall let the floor alternate, as far as possible, between those favoring the Motion and those opposing the Motion.

5. At the close of debate as declared by the Chair, the Motion shall be put to a vote. Voice vote shall be determined by the Chair unless more than a simple majority vote is required on a matter on the floor, in which event the vote shall be taken by a show of hands, division of the assembly (standing vote), or written ballot. The Chair shall appoint a judge and four (4) tellers to supervise and tally all votes cast in this manner, and the judge shall certify the results to the Chair, who shall announce the results to the assembly.

D. AGENDA

Unless otherwise deemed necessary and announced by the Chair or other person chairing the meeting, the business of the assembly shall be conducted in the following order:

1. *Call to Order*

When the appointed time of the meeting has arrived, the Chair shall determine that a quorum is present and call the meeting to order.

2. *Welcome Address*

The Chair, or other designated Board Member, may give brief welcoming remarks.

3. *Introduction of Outgoing Officers, Directors, and Special Guests*

The Chair shall introduce the outgoing Officers and Directors and may recognize any special guests who are in Attendance.

4. *Introduction of Incoming Officers and Directors*

The Chair shall introduce to the general membership the current Officers and Directors of the Division and shall pass the gavel to the incoming Chair who shall conduct the meeting from this point forward.

5. *Appointment of Special Officers*

The Chair may appoint such special officers as are deemed necessary for the orderly conduct of the business of the assembly.

6. *Special Rules of Order*

In the event Special Rules of Order for the meeting are proposed, the Secretary shall read the proposed rules and move for their adoption.

7. *Minutes of the Previous Annual Meeting*

The Chair may recognize the Secretary to read the minutes of the Annual Meeting of the previous year or direct the membership to the written minutes provided to the assembly in the Annual Meeting packet and shall entertain a motion to approve those minutes.

8. *Report of the Board*

The Chair shall report to the assembly any action taken by the Board not previously reported to the general membership. If the Board has by minority vote requested ratification by the general membership of any action taken by the Board, a member of the Board other than the Chair shall move for its ratification.

9. *Annual Report for Preceding Fiscal Year*

The Chair shall recognize the Treasurer to give the annual report or direct the membership to the written report provided to the assembly in the Annual Meeting packet.

10. *Reports of Standing Committees*

The Chair shall recognize each Committee Chair or his/her designee to give an oral annual report of their respective Standing Committee. If a Committee is recommending action by the assembly, the Chair shall entertain a motion pertaining to such recommendation at the conclusion of the report.

11. *Reports of Special Committees*

If there is a report from any Special Committee, the Chair shall recognize the Committee Chair or his/her designee to give an oral report. If the Committee is

recommending action by the assembly, the Chair shall entertain a Motion pertaining to such recommendation at the conclusion of the report.

12. *Unfinished Business*

If the minutes of the previous Annual Meeting or a previous session of the current Annual Meeting show that there is some unfinished business to be brought before the assembly, the Chair shall call for Unfinished Business; otherwise, this item shall not be called.

13. *New Business*

The Chair shall call for New Business, and members may introduce new items of business to the assembly.

14. *Activities of the Division*

Time permitting; the Chair may recognize any members who may offer informal observations regarding the work of the Division. Any member desiring to do so, should consult with the Chair sufficiently ahead of the time when this item may be called in order to determine the propriety of the matter and any time constraints.

15. *Announcements*

The Chair may make, or call upon other members to make, any necessary announcements. The placing of general announcements at this point in the order of business does not prevent the Chair from making an urgent announcement at any time.

16. *Program*

If there is to be a program of an educational nature other than the regularly-scheduled MCLE, or a guest speaker, the program or talk will be presented before the Annual Meeting is adjourned. If, in courtesy to a guest speaker who is present, the Chair wishes the talk to be presented at an unscheduled point within the business portion of the meeting, the Chair may call for a vote of the assembly to hear the speaker's address out of order. The Chair may then entertain a Motion to suspend the rules for the purpose of hearing the speaker's address out of order.

17. *Adjourn*

The Chair shall entertain a Motion to adjourn the Annual Meeting, and upon second and simple majority vote, the meeting shall be adjourned until the next Annual Meeting of the Division.

VII. RULES FOR AMENDING DIVISION BYLAWS & REVISING STANDING RULES

A. PRESENTING PROPOSED AMENDMENTS TO BYLAWS

1. Pursuant to Article XI, Section 11.1 of the Bylaws, any proposed amendment(s) shall be submitted in writing to the Board for review and consideration by:

- a. The initiative of the Bylaws and Standing Rules Committee;
- b. The Board; or
- c. A petition signed by at least ten (10) members of the Division, with their names clearly printed and indicating their member number.

(1) The name and address of one of the individuals shall be designated by petitioner(s) to receive on behalf of all petitioners the notice of the action of the Board.

(2) The Bylaws and Standing Rules Committee may contact any person whose signature appears on the Petition to verify personal execution of the Petition.

(3) The Petition may be ruled as invalid under any of the following circumstances:

- (a) Non-compliance with format requirements;
- (b) Invalid signatures;
- (c) Non-compliance with procedural requirements; or,
- (d) Proposed amendment(s) already exist.

2. The proposed Bylaws amendment(s) shall be submitted in a format containing:

a. The exact article number, section number and wording of the existing Bylaws provision;

b. The proposed amendment either underlined or redlined so the amendment, addition or deletion is clearly identifiable;

c. A new article or section shall be identified in a clear manner that it is new and where it shall be inserted;

d. A statement in support and explanation of the proposed amendment; and,

e. A statement of all other affected Bylaws which will require revision in order to avoid conflicts or confusion.

3. Upon receipt of a Petition for proposed amendment(s) to the Bylaws, the Board may, at its discretion, refer the Petition to the Bylaws and Standing Rules Committee for verification of format and procedural compliance as indicated above. Upon verification of compliance, the Board may refer the proposed amendments to the Bylaws and Rules Committee or any other Committee Chairs, as in the Board's discretion, are appropriate for study and advice for recommendation of approval or rejection.

4. Upon consideration by the Board of the recommendation from the Bylaws and Standing Rules Committee, such decision shall be forwarded to the person designated in the Petition to receive notice.

5. The Board shall publish the proposed amendment(s) with the Board's recommendations to the membership concerning the adoption or rejection of the amendment(s) as follows:

a. By electronic media at least thirty (30) days prior to the Division's Annual Meeting at which the amendment(s) are to be voted on; or

b. By electronic media ballot attaching a "redlined" version of the Bylaws showing the proposed amendment(s), along with the Board's written recommendation concerning adoption or rejection of the proposed amendment(s).

B. PRESENTING PROPOSED REVISIONS TO THE STANDING RULES

These Standing Rules may be revised pursuant to paragraph A.1. of this Section. Any proposed revisions to the Standing Rules must be in compliance with the Bylaws and require approval by the Board of Directors.

VIII. PROFESSIONAL MISCONDUCT

Under the *Rules Governing the Unauthorized Practice of Law* (Section 17B-101 *Supreme Court Rules*), if any member of the Division is accused of willful misrepresentation or violation of any ethical Canon, such member shall be referred by the Board to the New Mexico Disciplinary Board for investigation and their membership status shall be suspended until a formal determination has been made. Should the member be found to have been involved in professional misconduct, their membership shall be terminated accordingly with no provision for reinstatement. The decision by the Disciplinary Board will be ratified by the Division and not subject to an appeal.

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