

Conference of State Court Administrators

July 29, 2015

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Conference of State Court Administrators

BYLAWS

ARTICLE I

Names and Purposes

NAME: This organization is the CONFERENCE OF STATE COURT ADMINISTRATORS.

PURPOSES: The Conference is an independent national leadership organization dedicated to advancing:

- ▶ Public confidence in the courts;
- ▶ Access to justice;
- ▶ The effective, efficient and fair administration of justice;
- ▶ The independence of the courts as a neutral forum for the resolution of disputes; and
- ▶ The judiciary as an equal and accountable branch of government.

To fulfill its purposes the Conference shall:

- ▶ Promote:
 - Policies, laws, rules, standards and practices that enhance the fair administration of justice;
 - Research in the field of judicial administration;
 - Cooperation, collaboration and coordination of activities among entities concerned with judicial administration, including national, state and local governmental and private sector organizations; and
 - Innovative leadership and technology practices.
- ▶ Support:
 - The Conference of Chief Justices through collaborative efforts to develop, advocate, and implement policies that promote the purposes of both organizations; and
 - The National Center for State Courts as a national resource dedicated to providing leadership and support for the improvement of state courts.
- ▶ Develop:
 - The competencies of state administrative office staff through participation in national initiatives, educational activities, and communication and collaboration among staff members of different states in a manner consistent with individual state needs and the Conference's purposes; and
 - The professionalism of state court administrators through collaboration, education, and information sharing.
- ▶ Promulgate policy statements, resolutions, standards, model guidelines, and uniform national statistical reports.

ARTICLE II

Membership and Voting

1. Members. The members of the Conference are the principal court administrative officers of the several states, the District of Columbia, the Commonwealth of Puerto Rico, the Territories of Guam, the Virgin Islands, the Northern Mariana Islands, and American Samoa, and any other jurisdiction that is elected as a full member of the Conference of Chief Justices. Each member shall have one vote.
2. Member Designees. If unable to attend a meeting, a member may designate, in writing, a staff member to vote in his or her stead. A designee of a member is not eligible to hold office.

ARTICLE III

Meetings of Members

1. Annual, Midyear, and Special Meetings of Members. The annual meeting of the Conference shall be held in conjunction with the annual meeting of the Conference of Chief Justices. The midyear meeting shall be held in December in each year. The place of the midyear meeting shall be determined by the Conference after recommendation by the Board of Directors. Special meetings may be called by the Board of Directors. Attendance at meetings is limited to members, member designees, past presidents, necessary Secretariat personnel, and special guests invited by the President of the Conference. Those special guests may include staff of Conference members.
2. Notice of Members' Meetings. Written notice stating the place, day and hour of any meeting and, in case of a special meeting, the purpose or purposes for which it is called, shall be provided to each member, not less than ten nor more than fifty days before the date of the meeting, except that notice of a meeting to act on an amendment of the articles of incorporation shall be provided not less than thirty nor more than fifty days before the date of the meeting and shall be accompanied by a copy of the proposed amendment. Signed waivers of notice from all members entitled to vote shall be the equivalent of giving notice.
3. Quorum and Action by Members. At any meeting of the membership, a quorum shall consist of members and designees of absent members totaling one-third of the number of members of the Conference. All elections and all other matters voted on at any annual, midyear, or special meeting of members shall be determined by a majority of those present and eligible to vote; except that amendment of the articles of incorporation or of these bylaws or approval of policy positions and policy resolutions shall require the vote of more than two-thirds of those persons present and eligible to vote. Action without a meeting may be taken by the signed consent of all members entitled to vote.

ARTICLE IV

Board of Directors

1. Leadership. The Board of Directors shall have charge of the general leadership of the Conference in fulfilling its basic purposes. Under the leadership of the President and subject to the ultimate direction of the membership, the responsibilities of the Board include policy development, program planning, project conceptualization and oversight responsibility. The Board may act on behalf of the Conference between meetings of the Conference provided the membership is promptly notified of the action.
2. Number of Directors and Terms. The Board of Directors shall consist of ten members of the Conference as follows: (a) four directors ex officio: The President, the President-elect, the Vice President, and the immediate past President; and (b) six directors at-large who shall be elected by the Conference at the annual meeting to serve three year terms commencing at the close of the annual meeting and ending at the close of the third following annual meeting. Terms of directors at-large shall be staggered so that at least two new directors at-large are elected each year. An at-large director who has served a three-year term may not serve as an at-large director for a period of three years thereafter.
3. Board of Directors Meetings. The Board of Directors shall meet at the call of the President on not less than five days' notice. Signed waivers of notice from all directors shall be the equivalent of notice. One-half of the directors shall constitute a quorum. The attendance of a director at a meeting waives notice of the meeting unless the director attends for the express purpose of objecting that the meeting was not duly called or convened. Action without a meeting may be taken by the signed consent of all directors. Directors may participate in a meeting by means of a conference telephone call, and such participation shall constitute presence in person at such meeting.
4. Vacancies. Any vacancy on the Board of Directors shall be filled by the affirmative vote of a majority of the remaining directors though less than a quorum, except that vacancies in the office of President or President-elect shall be filled in accordance with Article V, #4. Persons so appointed shall serve until the next annual meeting.
5. The President shall ensure that the President, President-elect, Vice President, and Immediate Past President regularly communicate in order to ensure that the purposes, goals, and initiatives of the Conference are actively and continuously promoted.

ARTICLE V

Officers

1. Officers. The officers of the Conference are President, President-elect, Vice President, Immediate Past President, and Secretary-Treasurer.
2. President, President-elect and Vice President. The President-elect shall serve a one-year term commencing at the close of the annual meeting and ending at the close of the next annual

meeting. The President-elect shall succeed to the office of President at the expiration of the current President's one-year term. The Vice President shall be elected at the annual meeting of members to serve a one-year term commencing at the close of the annual meeting and ending at the close of the next annual meeting. The Vice President shall succeed to the office of President-elect at the expiration of the current President-elect's one-year term. No person shall serve consecutive terms as President, except as provided in subsection 4 below. The President shall serve as the official representative of the Conference. The President shall perform the usual duties of a presiding officer at meetings of members and meetings of the Board of Directors. In the absence of the President, the President-elect shall perform such duties.

3. Secretary-Treasurer. The Secretariat for the Conference shall perform the customary duties of Secretary and Treasurer.
4. Vacancies. In the event of a vacancy in the office of President, the President-elect shall automatically succeed to the office and shall serve the remainder of the vacated term in addition to the full term he or she ordinarily would have served. In the event of a vacancy in the office of President-elect, the Vice President shall automatically succeed to that office and shall serve the remainder of the vacated term. Except as otherwise provided above, the Board of Directors shall fill any vacancy in office that occurs between annual meetings of the Conference. Any person so appointed shall serve until a successor is elected at the next annual meeting.

ARTICLE VI

Committees, Secretariat and Liaisons

1. Standing Committees.
 - (a) The Conference may establish standing committees for the purpose of providing information and making recommendations on matters relevant to the activities of the Conference.
 - (b) A standing committee may be established or dissolved by a vote of the members of the Conference at any annual, midyear, or special meeting.
 - (c) The Conference shall approve a role statement for each standing committee at the time of its establishment. Such statement shall include the subject matter, scope, and general mission for the committee.
 - (d) The chair or at least one member of a standing committee shall be a member of the Board of Directors. Standing committees may include persons who are not members of the Conference.
 - (e) The President-elect shall appoint the members of the standing committees. The proposed committee appointments shall be submitted to the Board of Directors for approval at the annual meeting and shall become effective at the conclusion of the annual meeting. All standing committee appointments made by the President-elect shall terminate at the conclusion of his or her term as President.

2. Other Committees.

(a) The President may establish other committees to conduct the activities of the Conference. The President-elect may establish other committees with the approval of the Board of Directors.

(b) The President or President-elect shall appoint all members to other committees. All committee appointments made by the President or President-elect shall terminate at the conclusion of his or her term as President.

(c) Other committees shall be dissolved automatically at the conclusion of the term of office as president of the person making the appointment unless continued by his or her successor.

3. Joint Committees. On or before April 1 of each year the President-elect shall, after consultation with the Board of Directors, confer with the President-elect of the Conference of Chief Justices and together, the two Presidents-elect may jointly designate one or more of the Conferences' committees as Joint CCJ/COSCA Committees. After such designation each President-elect shall appoint members to a joint committee from his or her Conference pursuant to Article VI, Section 1(e). A joint committee shall be co-chaired by a member of each Conference designated by the respective Presidents-elect. The decision of who shall chair any particular meeting of a joint committee shall be made by the co-chairs. The Board of Directors of COSCA and CCJ may adopt guidelines and procedures to govern the operation of all joint committees.

4. Nominating Committee. The President shall appoint a nominating committee composed of five members of the Conference and shall designate one of the members as chair. The Nominating Committee is charged with recommending to the Conference members who are qualified and willing to serve the Conference as officers and as members of the Board of Directors and who are reflective of the demographic diversity and geographic make-up of the Conference.

On or before September 1 of each year, the chair of the Nominating Committee shall prepare a list of Board and officer positions which will become vacant at the next annual meeting. On or before September 15, NCSC staff shall provide to all COSCA members information about the nomination process and provide an opportunity to suggest nominees to the Committee. On or before November 15, the Committee shall receive and discuss all recommendations received from the membership. Members of the Committee may offer additional names for consideration. The Committee shall prepare and present for the information of the membership a recommended slate of officers and Board members at the midyear meeting. An election, based upon the recommendations of the Committee and any further nominations received from the floor, shall take place at the annual meeting.

5. Secretariat. The National Center for State Courts shall act as Secretariat for the Conference and shall be the primary staff resource to the Board of Directors and the Conference. The National Center staff individual assigned to the Board of Directors with the Board's approval will, at the direction of the President, prepare committee agendas, coordinate meeting preparations, evaluate site locations and facilities, draft summaries of committee proceedings, and guide the preparation of concept, position, and policy papers and documents.

6. Liaisons

(a) COSCA members may be appointed as liaisons to other organizations for the purpose of identifying issues of common importance, advancing COSCA's policies and position papers,

providing COSCA expertise, and promoting better communication and collaboration with such organizations.

- (b) The Board of Directors shall designate a limited number of formal liaisons to those organizations to which COSCA has the closest ties and the routine activities of which are most likely to be of direct importance to COSCA. The presidents of such organizations shall be invited to COSCA's mid-year and annual conferences.
- (c) Appointment of COSCA members as formal liaisons shall be made by the president-elect after the Spring Board meeting but before the annual conference.
- (d) The president-elect of COSCSA may also designate temporary, additional liaisons to other organizations on an *ad hoc* basis and shall inform the Board.
- (e) Formal liaisons shall be appointed for a one year term, subject to renewal.
- (f) Liaisons shall keep the Board apprised of issues and activities of mutual interest and shall provide the Board with a written report before the annual meeting. The Board shall determine whether the reports or information in the reports should be disseminated to the general membership.

ARTICLE VII

Resolutions and Policy Statements

Procedure. To be considered by the Conference, any proposed substantive resolution or policy statement (resolutions of appreciation not included), must be sponsored by a committee or the Board. The committee shall submit the resolution or policy statement, in writing, to the Board of Directors, well in advance of a business meeting. The recommendation of the Board shall be presented to the membership at its next scheduled meeting, at which time the resolution or policy statement may be considered and voted upon by the membership.

At times, Congress or an Executive Branch agency may be acting on proposed legislation or regulations before the Conference will have the opportunity to consider a resolution at an annual or midyear meeting. In extenuating circumstances when Conference action is time sensitive, the Board of Directors may act on behalf of the Conference between meetings provided the membership is promptly notified of the action.

ARTICLE VIII

Amendments

1. Amendments to Articles of Incorporation. Amendments to the articles of incorporation may be proposed only by a member and shall be submitted to the Board of Directors. If the Board of Directors adopts a resolution finding that it is in the best interests of the corporation to submit the proposed amendment to the Conference, the Board shall submit it to a vote at a meeting of members.
2. Amendments to the Bylaws. Amendments to these bylaws may be proposed only by a member and shall be voted upon at any meeting of the Conference.
3. Notice. A copy of any proposed amendment to the articles of incorporation or to these bylaws shall be provided to all members by the Secretariat at least 30 and not more than 50 calendar days prior

to the meeting at which it is to be voted upon. The member or members sponsoring any such amendment shall provide a copy to the Secretariat at least 42 calendar days prior to the meeting.

4. Action on Proposed Amendments. Approval of amendments to the articles of incorporation or to these bylaws shall require the vote of more than two-thirds of the persons present and eligible to vote.