

MCRA CONSTITUTION AND BYLAWS

CONSTITUTION

(As Amended through April 2014.)

ARTICLE I -NAME

The name of the Association shall be the Mississippi Court Reporters Association.

ARTICLE II -PURPOSES

The purpose of the Association shall be: To secure the maintenance of a proper standard of efficiency and compensation; to promote and maintain proper laws relating to court reporting in the State of Mississippi; and in general to advance the interest of the shorthand reporting profession.

ARTICLE III -OFFICERS

The officers of the Association shall consist of a President, President-Elect, Vice President, Secretary and Treasurer who shall be elected at the spring business meeting in the manner and form prescribed by the Bylaws for a term of one year.

ARTICLE IV -BOARD OF DIRECTORS

The business of the Association between Seminars/Conventions shall be conducted by the Board of Directors composed of the President, who shall serve as Chairman of the Board, and the other elected officers, as well as the immediate past President, who shall be an ex-officio member. In addition, the Board shall be composed of six (6) elected members who shall serve staggered terms as follows: two shall be elected for a one-year term, two for two years, and two for three years. It is the intent and purpose of this section to replace Directors as their staggered terms expire by Directors elected to serve for a three-year period thereby perpetuating the staggered term, and said Directors shall hold office until their successors are elected and qualified. Members presently serving shall remain intact for the remainder of their elected term.

BYLAWS

ARTICLE I

The Association shall be governed by the provisions of a code of Bylaws.

ARTICLE II -AMENDMENTS

This Constitution and Bylaws may be amended, altered, or repealed by a two-thirds vote of those present and in good standing and voting at any annual meeting, provided notice of such amendment, alteration, or repeal, with the text thereof, has been filed with the Secretary not less than thirty (30) days before the meeting at which the said proposed amendment, alteration, or repeal is to be considered, and notice duly given by the Secretary by U.S. mail, electronic mail, facsimile, personal delivery, or

any other means determined by the MCRA Board of Directors, to all members for the pendency of such proposed amendment, alteration, or repeal not less than ten (10) days preceding such meeting; and such amendment, alteration or repeal shall take effect immediately after its adoption by a two-thirds vote of those present and voting thereon.
(As Amended April 2010)

ARTICLE III -MEMBERSHIP

SECTION I -CHARTER MEMBERS: All persons in attendance at this meeting and voting in favor of the constitution and Bylaws shall be and are hereby made charter members of this Association.

SECTION II -QUALIFICATIONS FOR MEMBERSHIP: The following classes of persons shall be eligible for active membership in this Association: (a) Any Official Court Reporter, either County, State or Federal, in the State of Mississippi. (b) Any reputable and competent Shorthand Reporter or Steno-mask Reporter who is a resident of the State of Mississippi, who is engaged in the profession of general shorthand reporting at the time of making application for admission as a member. The term "shorthand" as used in these Bylaws includes not only shorthand written with a pen but that written by a machine. The term "steno-mask operator" as used in these Bylaws includes operators of electronic recording devices into which the operator simultaneously dictates while the proceedings being reported are in progress.

SECTION III -APPLICATION FOR MEMBERSHIP: Any person desiring to become an active member of this Association shall make a written application in such forms as the Executive Board may prescribe accompanied by the dues for the current fiscal year as hereinafter prescribed; such application to state his qualifications and to contain the endorsement of at least one member in good standing. The right to accept or reject any application for membership shall rest with the Board of Directors, except that appeal from any decision of the Board of Directors may be made to the membership at the time of the next business meeting.

SECTION IV -HONORARY-RETIRED MEMBERSHIP: Any member of this Association in good standing upon retiring from the active practice of shorthand reporting may become, subject to the approval of the Board of Directors, an honorary retired member of this Association. With the exception of holding an office, such member shall be entitled to all rights and privileges of regular membership without further payment of annual dues.

SECTION V -STUDENT AND INSTRUCTOR MEMBERSHIP: Student and instructor membership may be granted by this Association to a person enrolled in or instructing at a court reporting program at any on-site court reporter training program upon the recommendation of the Director of the Program for such person to be granted student membership into the Association and upon payment of a Thirty-Five Dollar (\$35.00) annual fee from the court reporting program as a whole. Said fee to be paid within one month of the opening of the academic school year and shall be accompanied by a list of renewals for students still enrolled and previously admitted to student membership and applications for any new students not previously granted said membership. Appropriate membership applications are to be approved by the Director and filed with the Association for each student and instructor to be granted such membership. In order to maintain membership in the Association, student members must apply for professional

membership and pay all applicable dues upon graduation from the Program. Student and instructor members shall not hold elective office, shall not have the right to vote, but shall be entitled to attend the workshops at the Seminar/Convention.

SECTION VI -ASSOCIATE MEMBERSHIP: Associate membership may be granted by this Association to anyone associated with shorthand reporting services in the capacity of a scopist, transcriber, office manager, or typist, vendor, though not actually engaged in verbatim shorthand reporting, but who are interested in the preservation, support and advancement of the field of shorthand reporting, and who are not otherwise eligible for membership. Applications for associate members must be endorsed by their employer, who shall be a member of MCRA in good standing, with the exception of vendors who shall be endorsed by any member of MCRA in good standing.

Associate members shall not hold elective office, shall not have the right to vote, but shall be entitled to attend the workshops at the Seminar/Convention.

Dues for associate members shall be in the amount of Thirty Dollars (\$30.00) per year payable on the first day of the Spring convention of each year. Failure to timely pay dues shall cause an associate member's name to be removed from the roll of the Association as otherwise provided in these Bylaws for active members, and reinstatement may be obtained by the payment of Thirty Dollars (\$30.00) dues plus a reinstatement fee of Thirty Dollars (\$30.00) to the Treasurer.

SECTION VII -OUT-OF-STATE MEMBERSHIP: Out-of-State Membership may be granted by the Association to any reputable and competent Shorthand Reporter who is engaged in the profession of general shorthand reporting, and who is a nonresident of the State of Mississippi at the time of making application for admission as a member. Applications for Out-of-State members must be endorsed by a member of MCRA in good standing.

Out-of-State members shall not hold elective office, shall not have the right to vote, but shall be entitled to attend the workshops at the Seminar/Convention and receive the Newsletter from the Association. Dues for Out-of-State members shall be in the Amount of Sixty-Five Dollars (\$65.00) per year payable on the first day of the Spring Convention of each year. Failure to timely pay dues shall cause an Out-of-State member's name to be removed from the roll of the Association as otherwise provided in these Bylaws for active members, and reinstatement may be obtained by the payment of Sixty-Five Dollars (\$65.00) dues plus a reinstatement fee of Thirty Dollars (\$30.00) to the Treasurer.

SECTION VII -TERMINATION OR SUSPENSION OF MEMBERSHIP: Membership may be terminated or suspended for cause upon two-thirds (2/3) vote of the Board of Directors at a meeting at which a quorum is present. Sufficient cause for such termination or suspension of Membership shall include (but is not limited to) violation of this Constitution and Bylaws, the Code of Professional Ethics of NCRA or of this Association, or any lawful agreement, rule, policy, or practice properly adopted by the Association; conviction of or final adjudication of liability for any violation of antitrust laws; or any other conduct prejudicial to the Association. No Membership shall be terminated or suspended for cause without the Member's having first received notice of such charges and having an

opportunity to answer such charges before the Board of Directors. (As Amended April 2014.)

ARTICLE IV -OFFICERS

SECTION I -ELECTIONS: All officers shall be elected by a majority vote of those present and entitled to vote at the spring business meeting, and shall hold office for one year.

SECTION II -VACANCIES: Whenever a vacancy shall occur by death, resignation, or otherwise, in any office of the Association, except that of President, the Board of Directors shall fill such vacancy by appointment until the next business meeting.

ARTICLE V -DUTIES OF OFFICERS

SECTION I -PRESIDENT: The President shall preside at all meetings of the Association and the Board of Directors and shall have general supervision over the affairs of the Association, subject to the approval of the Board of Directors. The President shall be an ex-officio member of all committees.

SECTION II -PRESIDENT-ELECT: The President-Elect shall perform the duties of the President in the absence of the President, and shall work with the President at all times. In the case of death or resignation of the President, the President-Elect shall become President for the unexpired term. Also, the President-Elect shall prepare for taking over the office of the President. The President-Elect shall automatically become President with the election of officers without any further action by the membership.

SECTION III -VICE PRESIDENT: The Vice President shall perform the duties of the President in the absence of the President and President-Elect, and shall work with the President at all times. In case of death or resignation of the President or President-Elect, the Vice President shall become President for the unexpired term of the President. The Vice President shall also serve as Chairman of the Membership Committee.

SECTION IV -SECRETARY: The duties of the Secretary shall be to keep the Minutes of all meetings of the Association as well as the Board of Directors; shall have and keep all books of record and other papers, documents and files belonging to the Association; and shall perform such other duties as are usually incident to the office of Secretary and as the Association or Board of Directors may from time to time require.

SECTION V -TREASURER: The duties of the Treasurer shall be to collect all moneys due the Association and deposit such funds in a proper depository in the name and to the credit of the Mississippi Court Reporters Association; shall keep an accurate record of all moneys received and disbursed; shall receive and audit all bills due by the Association and, if found correct, shall make payment therefore; shall keep a record of all duly authenticated bills certified by the Treasurer, showing the amount of same and to whom payable, and for what the account was due; shall submit a financial statement of all such accounts whenever called upon by the President of the Association for the same; shall submit a written report at each business meeting of the Association, showing the

amounts received, amounts disbursed, the balance, if any, to the credit of the Association; shall be reimbursed by the Association for the necessary expenses of the office; shall perform such other duties as are usually incident to the office of Treasurer, and as the Association or Board of Directors may from time to time require.

SECTION VI -BOARD OF DIRECTORS: The Board of Directors shall have general supervision over the affairs of the Association. The President, or a majority of the Board of Directors, shall have the power to call a special meeting of said Board of Directors whenever necessary or advisable to promote or maintain the purpose of this Association.

ARTICLE VI -DUES

SECTION I -DUES: Each active member in this Association shall pay their annual dues of Sixty-Five Dollars (\$65.00) which dues shall become due and payable on the first day of the Spring Convention of each year. When the dues of any member shall remain unpaid for sixty (60) days after they become due, the Treasurer shall cause that member to be notified that unless said dues are paid within one month thereafter, that member's name shall be removed from the active roll of the Association.

SECTION II -REINSTATEMENT FEE: Reinstatement of active membership may be obtained by the payment of Sixty-Five Dollars (\$65.00), annual dues, plus a reinstatement fee of Thirty Dollars (\$30.00), to the Treasurer. Such payment shall place that member's name on the active roll of the Association. Thereafter, that member's dues shall be in the amount as set forth for active members. After twelve (12) consecutive months of nonpayment of dues, the member will be dropped from the Association membership roll. The member will thereafter resubmit a membership application to the Board for approval of membership.

ARTICLE VII -ANNUAL MEETINGS

SECTION I -TIME AND PLACE: There shall be two meetings of this Association per year, one in the fall and one in the spring respectively, on a date and place to be determined by the Board of Directors.

SECTION II -QUORUM: Twenty-five percent (25%) of the enrolled and paid-up membership shall constitute a quorum at any meeting. A majority of the Board of Directors shall constitute a quorum of that body.

ARTICLE VIII -COMMITTEES

The President shall appoint, subject to approval by the Board of Directors, all committees. Standing committees of this Association shall be: Membership, Public Relations, Constitution and Bylaws, Legislation, Continuing Education, Liaison, Freelance, and Nominating. The President shall appoint, with the approval of the Board of Directors, such Special Committees as deemed necessary and appropriate (i.e., Form Book, Entertainment, et cetera).

SECTION I -NOMINATING COMMITTEE: A Nominating Committee of seven (7) members shall be appointed by the President each year at the fall business meeting of the Association to serve for a period of one (1) year. Appointment to serve on the Nominating Committee shall not disqualify an otherwise eligible member from becoming a candidate for

office; however, such member shall immediately resign from the Nominating Committee. Nominations from the floor shall be made with prior consent. Any member of this Association may recommend any member in good standing for an office; however, the Nominating Committee is not bound by that recommendation. The Nominating Committee shall present a recommended slate of officers at the spring business meeting.

SECTION II -SCHOLARSHIP COMMITTEE: The Scholarship Committee shall consist of three (3) people to be selected by the Board, plus the Treasurer serving as the Chairman. This Committee shall receive and review all applications for the scholarship and select the most acceptable applicant. Scholarship applicants shall consist of any Mississippi resident who is a current student member of the Mississippi Court Reporters Association and is attending a court reporting program in the State of Mississippi, attending a court reporting program in another state, or is attending an online court reporting program, approved or non-approved by the National Court Reporters Association.
(As Amended in April 2010)

ARTICLE IX -AUTHORITY

Roberts Rules of Order, Revised, shall be the governing authority for this Association's Constitution and Bylaws.

ARTICLE X -PRESIDENT'S ADVISORY BOARD

All Past Presidents of this Association shall compose the President's Advisory Board to which Board the administration may turn for advice at any time; said advice, however, not being binding upon the officers or members of the Executive Committee (composed of the President and elected current officers) but merely advisory in character. Each President, upon relinquishing office, shall become a member of the President's Advisory Board and shall become its Chairman for the ensuing year.