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A For the 2009 calendar year, or tax year beginning 09-01-2009, and ending 08-31-2010				
B Check if applicable	Please use IRS label or print or type. See Specific Instructions.	C Name of organization NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES		D Employer identification number 91-1248754
Address change		Number and street (or P O box, if mail is not delivered to street address) 1400 VILLAGE SQUARE BLVD No 3-138		E Telephone number (850) 668-6905
Name change		Room/suite		
Initial return		City or town, state or country, and ZIP + 4 TALLAHASSEE, FL 32312		F Group Exemption Number
Terminated				
Amended return				
Application pending				




Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).



I Website: WWW.NATLE.ORG		H Check <input checked="" type="checkbox"/> if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)
J Tax-Exempt status (check only one)— <input checked="" type="checkbox"/> 501(c)(6) <input type="checkbox"/> (insert no.) 4947(a)(1) or <input type="checkbox"/> 527		

K Check  if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ	\$	248,317
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Part I	Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I)
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Revenue				
1	Contributions, gifts, grants, and similar amounts received		1	37,661
2	Program service revenue including government fees and contracts		2	53,149
3	Membership dues and assessments		3	54,856
4	Investment income		4	3,441
5a	Gross amount from sale of assets other than inventory	5a		
b	Less cost or other basis and sales expenses	5b		
c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)		5c	
6	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here 			
a	Gross revenue (not including \$ _ of contributions reported on line 1)	6a		
b	Less direct expenses other than fundraising expenses	6b		
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)		6c	
7a	Gross sales of inventory, less returns and allowances	7a		
b	Less cost of goods sold	7b		
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)		7c	
8	Other revenue (describe )		8	99,210
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 		9	248,317

Expenses	10	Grants and similar amounts paid (attach schedule)	10	7,400
	11	Benefits paid to or for members	11	
	12	Salaries, other compensation, and employee benefits	12	130,537
	13	Professional fees and other payments to independent contractors	13	2,641
	14	Occupancy, rent, utilities, and maintenance	14	1,689
	15	Printing, publications, postage, and shipping	15	618
	16	Other expenses (describe )	16	113,424
	17	Total expenses. Add lines 10 through 16 	17	256,309

















Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	. . . . .	18	-7,992
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	. . . . .	19	334,106
	20	Other changes in net assets or fund balances (attach explanation)	. . . . .	20	
	21	Net assets or fund balances at end of year Combine lines 18 through 20	. . . . .	21	326,114

Part II Balance Sheets—If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II)		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	380,554	22 336,632
23	Land and buildings	0	23
24	Other assets (describe )	7,550	24 12,232
25	Total assets	388,104	25 348,864
26	Total liabilities (describe )	53,998	26 22,750
27	Net assets or fund balances (line 27 of column (B) must agree with line 21) .	334,106	27 326,114

Part III Statement of Program Service Accomplishments (See the instructions for Part III)		Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others)	
What is the organization's primary exempt purpose? TO PROVIDE EDUCATION AND SERVICES FOR MEMBERS			
Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title			
28 PRESENTED EDUCATIONAL SEMINARS, CONFERENCES, AND SERVICES THROUGH THE WEBSITE TO PROVIDE THE LATEST AND BEST INFORMATION IN ALL AREAS RELEVANT TO THE MEMBERS OF THE TRIAL LAWYER ASSOCIATION (Grants \$ 0) If this amount includes foreign grants, check here . . . <input type="checkbox"/>		28a	0
29 (Grants \$) If this amount includes foreign grants, check here . . . <input type="checkbox"/>		29a	
30 (Grants \$) If this amount includes foreign grants, check here . . . <input type="checkbox"/>		30a	
31 Other program services (attach schedule) (Grants \$) If this amount includes foreign grants, check here . . . <input type="checkbox"/>		31a	
32 Total program service expenses (add lines 28a through 31a)		32	

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV)				
(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

Part V Other Information (Note the statement requirements in the instructions for Part V.)		Yes	No		
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33	No		
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes 	34	Yes		
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T				
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033 (e) notice, reporting, and proxy tax requirements?	35a	No		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	35b			
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	36	No		
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions  <table><tr><td>37a</td><td>0</td></tr></table>	37a	0		
37a	0				
b	Did the organization file Form 1120-POL for this year?	37b			
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . .	38a	No		
b	If "Yes," complete Schedule L, Part II and enter the total amount involved	38b			
39	Section 501(c)(7) organizations. Enter				
a	Initiation fees and capital contributions included on line 9	39a			
b	Gross receipts, included on line 9, for public use of club facilities	39b			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911  , section 4912  , section 4955 				
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b			
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . 				
d	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization 				
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	No		
41	List the states with which a copy of this return is filed 				
42a	The organization's books are in care of  KATHY WILSON Telephone no  (850) 668-6905 1400 VILLAGE SQUARE BLVD No 3-138 Located at  TALLAHASSEE, FL ZIP + 4  32312				
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country  See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	42b	No		
c	At any time during the calendar year, did the organization maintain an office outside of the U S ? If "Yes," enter the name of the foreign country 	42c	No		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the tax year  <table><tr><td>43</td><td></td></tr></table>	43			
43					
44	Did the organization maintain any donor advised funds? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	44	No		
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	45	No		

Part VI

Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.
All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	Yes	No
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		
48	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		
49a	Did the organization make any transfers to an exempt non-charitable related organization?		
49b	If "Yes," was the related organization a section 527 organization?		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

50(f) Total number of other employees paid over \$100,000 ▶

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation

51(d) Total number of other independent contractors each receiving over \$100,000 ▶

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
	Signature of officer KATHLEEN WILSON EXECUTIVE DIRECTOR		Date 2010-10-28		
Paid Preparer's Use Only	Preparer's signature Michael C Carter		Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4 CARR RIGGS & INGRAM LLC 1713 MAHAN DRIVE TALLAHASSEE, FL 32308				EIN ▶
					Phone no ▶ (850) 878-8777
May the IRS discuss this return with the preparer shown above? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No					

Additional Data

Software ID:
Software Version:
EIN: 91-1248754
Name: NATIONAL ASSOCIATION OF TRIAL LAWYER
EXECUTIVES

Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
KATHLEEN WILSON 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	EXECUTIVE DIRECTOR 50 00	88,588	15,897	0
Tommy Townsend 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	President 5 00	0	0	0
Maresa T Fawns 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	President-Elect 5 00	0	0	0
Suzanne Keith 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Vice President 5 00	0	0	0
Carolyn Donofrio 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Secretary 5 00	0	0	0
Al Smith 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Treasurer 5 00	0	0	0
Nancy Striuli 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0
Beth Bernard 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0
Juliette Bleecker 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0
Mike Hemlepp 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0
Peter C Mallery 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0
Larry Park 1400 VILLAGE SQUARE BLVD TALLAHASSEE, FL 32312	Director 5 00	0	0	0

TY 2009 General Explanation Attachment

Name: NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES

EIN: 91-1248754

Identifier	Return Reference	Explanation
FORM 990-EZ, PART I LINE 10		FORM 990-EZ PART I LINE 10 GRANTS AND SIMILAR AMOUNTS 7,400 NO INDIVIDUAL OR ORGANIZATION RECEIVED A GRANT (OR SIMILAR AMOUNT) IN EXCESS OF 5,000, THEREFORE A SCHEDULE DOES NOT NEED TO BE ATTACHED TO THE RETURN

TY 2009 Other Assets Schedule

Name: NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES

EIN: 91-1248754

Description	Beginning of Year Amount	End of Year Amount
ACCOUNTS RECEIVABLE	1,252	4,995
PREPAID EXPENSES	2,354	2,128
DUE FROM OTHERS	0	2,854
Other Depreciable Assets	3,944	2,255

TY 2009 Other Expenses Schedule**Name:** NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES**EIN:** 91-1248754

Description	Amount
TAXES, LICENSES, AND PERMITS	96
INSURANCE	3,445
CONTINUING EDUCATION	238
DUES & SUBSCRIPTIONS	1,079
ROYALTIES	5,734
TRAVEL	5,963
CONFERENCES, MEETINGS	86,225
OFFICE EXPENSE	6,618
COMMUNICATIONS	3,650
MEMBERSHIP DIRECTORY	376

TY 2009 Other Liabilities Schedule

Name: NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES

EIN: 91-1248754

Description	Beginning of Year Amount	End of Year Amount
DEFERRED REVENUE	6,914	112
ACCOUNTS PAYABLE AND ACCRUED EXPENS	45,608	22,302
CC PAYABLE	0	336
408K SEP Contribution	1,476	0

TY 2009 Other Revenues Schedule**Name:** NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES**EIN:** 91-1248754

Description	Amount
ROYALTIES	75,811
SPONSORSHIPS	22,514
DIRECTORY ADVERTISING	885

**TY 2009 Transfers Personal Benefits
Contracts Declaration**

Name: NATIONAL ASSOCIATION OF TRIAL LAWYER EXECUTIVES

EIN: 91-1248754

Declaration: The organization did not, during the year, receive any funds, directly,or indirectly, to pay premiums on a personal benefit contract.The organization, did not, during the year, pay any premiums, directly,or indirectly, on a personal benefit contract.

Articles of Association and By-laws of the National Association of Trial Lawyer Executives

With Amendments through July 13, 2010

Article I. Name

The name of this Association shall be the "National Association of Trial Lawyer Executives"

Article II. Purpose

This Association is formed and shall operate for the purpose of (1) facilitating the growth and operation of trial lawyer associations throughout the United States, Canada and worldwide, (2) developing a cordial relationship, spirit of unity and common understanding among trial lawyer association executives, providing a forum for the mutual interchange of ideas which will facilitate the administration of trial lawyer association activities, providing information which will assist with office management and business administration of trial lawyer association offices, securing a closer coordination of the activities of trial lawyer associations, stimulating the work and activities of trial lawyer associations in general, and fostering cooperation with the staff and officers of the American Association for Justice

Article III. Membership

Section 1. Election to Membership

A person who wants to become a member of the Association shall apply in writing to the Association and pay the appropriate dues, prorated semi-annually. The Executive Committee may waive payment of membership dues of any person who assumes the same position in a trial lawyer organization previously held by a member of this Association for whom current dues have been paid

Section 2. Classes of Members

There shall be the following classes of members in the Association

a) **Regular Member.** Any individual who holds the primary position of executive responsibility with a state, provincial, regional, local trial lawyer association or the trial lawyer associations for Australia and England. The NATLE Executive Committee shall have the power to review and approve or reject applications for membership. For its executive to qualify for regular membership, a regional or local association must have a full program of member services compatible with the mission statement of AAJ. Merely presenting educational and/or travel programs is insufficient for qualification

b) **Associate Member** Individuals who subscribe to the purpose of this Association who are not eligible to become Regular Members, but hold a position on the staff of a state, provincial, regional, local trial lawyer association or the trial lawyer associations for Australia and England, may apply for membership as an Associate Member. To be accepted as an Associate Member, the individual must be sponsored by and receive the approval of the chief staff executive or executive director of the applicant's trial lawyer association employer. Associate Members may not vote or hold office. Such Associate Members shall be entitled to all the rights and privileges of Regular Membership in this association unless, in the opinion of the Executive Committee, those rights and privileges should be restricted in order to fulfill the purpose of this association as stated in Article II. The annual membership dues for this class of member will be determined by the Executive Committee on an annual basis

c) **Allied Member.** Individuals who subscribe to the purpose of this Association, but who are not eligible to become Regular Members or Associate Members, may apply for membership as Allied Members. Persons admitted as members in such capacity shall be designated Allied Members and may not vote or hold office. Allied Members shall include any individual who in his or her employment or business provides services to

Trial Lawyer Associations or their members, and who is not employed by a trial lawyer association as a full-time employee. To be accepted as an Allied member, the individual must be nominated by a Regular NATLE Member and receive approval from the NATLE Executive Committee. Such Allied Members shall be entitled to all the rights and privileges of Regular Membership in this association unless, in the opinion of the Executive Committee, those rights and privileges should be restricted in order to fulfill the purpose of this association as stated in Article II. The annual membership dues for this class of member will be determined by the Executive Committee on an annual basis.

d) **Public Advocacy Member** Individuals who subscribe to the purpose of this Association, but who are not eligible to become Regular Members or Associate Members, may apply for membership as Public Advocacy Members. Persons admitted as members in such capacity shall be designated Public Advocacy Members and may not vote or hold office. Public Advocacy Members shall include any individual considered a full-time employee of a nonprofit organization whose primary objectives include advocating for the public interest or public safety in a manner that is in agreement with the purpose of this association as stated in Article II of these bylaws. To be accepted as a Public Advocacy member, the individual must be nominated by a Regular NATLE Member and receive approval from the NATLE Executive Committee. Such Public Advocacy Members shall be entitled to all the rights and privileges of Regular Membership in this association unless, in the opinion of the Executive Committee, those rights and privileges should be restricted in order to fulfill the purpose of this association as stated in Article II. The annual membership dues for this class of member will be determined by the Executive Committee on an annual basis.

Section 3. Dues

Annual membership dues are due and payable on the first day of September of each year. At the Annual Meeting of the Association, the Executive Committee shall recommend the dues schedule for the following year to the membership for its approval.

Section 4. Rights and Privileges of Members

All members of the Association have the right to attend all meetings of the Association, to engage in deliberations at such meetings, to petition the Executive Committee, and to participate in all programs and activities sponsored by the Association. Only Regular Members of the Association are entitled to vote and hold office.

Section 5. Termination of Membership

A member may be terminated by the Executive Committee for failure to pay dues or for cause. Members may be removed from membership by two-thirds vote of the Executive Committee. Removal will occur only after the member has been advised and given reasonable opportunity to pay dues or for defense. If removed for cause, the member may appeal the Executive Committee's decision to the membership at a regular or special meeting provided written notice of intent to appeal is received by the Secretary of the Association at least fourteen days prior to the meeting.

Article IV. Officers

Section 1. Elected and Appointed Officers

The officers of the Association are President, President-Elect, Vice President, Secretary, Treasurer and Parliamentarian. All officers shall be members of the Executive Committee.

Section 2. Terms of Office

The officers of the Association are elected by the membership at the Annual Meeting. Each officer serves for a term of one year, beginning at the close of the last business session of the Association's Annual Meeting, and continues in office until his or her successor is elected. No elected officer shall serve more than one consecutive term in office, except for the Treasurer who may serve two consecutive one-year terms.

Section 3. Vacancies

A vacancy in any office because of death, resignation, termination or other reason may be filled by the Executive Committee for the unexpired portion of the term

Section 4. Duties of Officers

Duties of the officers are as follows

- a) The President presides at all meetings of the members, appoints committees and exercises generally the powers of the office of the President
- b) The President-Elect exercises the powers and performs the duties of President whenever the latter is unable to act The President-Elect shall serve as the Representative to the Executive Committee of the American Association for Justice
- c) The Vice President is responsible for such duties as are individually assigned to him by the President
- d) The Secretary keeps records of all meetings of the membership and the Executive Committee, mails all formal notices, as required by these By-Laws, and performs such other duties as from time to time the Executive Committee shall prescribe The Secretary maintains a roster of current members of the Association
- e) The Treasurer will oversee collection of all dues and contributions, the establishment of proper accounting procedures for the handling of the Association's funds, the performance of an audit by a certified public accountant at such time as the board directs, and, further, shall report on the financial affairs of the Association at all meetings of the Board of Directors or as directed by the President The Treasurer shall give bond at the request of the Executive Committee, such bond shall be paid for from the funds of the Association
- f) The Parliamentarian advises the presiding officer on questions of parliamentary procedure in accordance with Robert's Rules of Order The Parliamentarian performs such other duties as directed by the President and advises the President, the Executive Committee and the Association on questions pertaining to the Association's Articles and By-Laws

Article V. Meetings of Members

Section 1. Annual Meetings

The Association shall hold its Annual Meeting at a place and date fixed by the Executive Committee

Section 2. Regular Meetings

Regular Membership Meetings may be held from time to time as the Executive Committee determines

Section 3. Special Meetings

Special Meetings may be held on dates and places determined by the Executive Committee No business shall be transacted at a Special Meeting other than that specified in the notice thereof These meetings may also take place by conference call

Section 4. Quorum

At meetings of the Association, the presence of fifteen members eligible to vote constitutes a quorum for the transaction of business

Section 5. Notice of Meetings

Notice to all persons entitled to vote of the time and place of any meeting shall be given not less than ten nor more than thirty days prior to such meeting and the purposes of such meetings shall be stated in the notice The Secretary or his or her delegate will send out notice of all meetings Notice of meetings may be made by mail, fax or e-mail

Section 6. Waiver of Notice

Notice of any meeting may be waived in writing before or after the meeting, or by an appearance there without objection by mail fax or e-mail

Section 7. Action by the Membership

Actions at any meeting of the members or Executive Committee shall be taken on the basis of a majority of those present and voting, unless otherwise specifically set forth herein

Article VI. Committees

The Executive Committee may establish and appoint such standing and special committees as it shall determine to be appropriate, except for the Nominating Committee which shall be appointed by the President

Article VII. Executive Committee

Section 1. Composition and Term of Office

The Executive Committee shall have thirteen members. The persons holding the following positions serve as members of the Executive Committee: President, President-Elect, Vice President, Secretary, Treasurer, Immediate Past President, and Parliamentarian. Four members of the Association elected by the membership, as prescribed in Article VIII below, shall serve as at-large Executive Committee members. A Past President of the Association and an Associate Member of the Association shall serve as members of the Executive Committee in an advisory capacity without the power to vote. The Past President of the Association and Associate Member of the Association serving as nonvoting advisory members of the Executive Committee shall be appointed by the President and these appointments shall be ratified by the Executive Committee to become effective.

The members of the Executive Committee shall serve one-year terms.

Section 2. Powers and Duties

Between meetings of the membership, the Executive Committee shall be empowered to do all acts and perform all functions which the membership may itself perform when such acts or functions are necessary for the operation and management of the Association. The Executive Committee may not contravene any stated policy of the membership.

Section 3. Meetings

As soon as practicable after the Annual Meeting each year, the Executive Committee shall hold an organizational meeting. Regular Meetings of the Executive Committee may be held at such time and places as may be determined by the President. Special Meetings of the Executive Committee may be called by the President or upon the written request of three members of the Executive Committee. The Executive Committee may conduct its meetings by telephone.

Section 4. Action by the Executive Committee

Except as otherwise provided by these By-Laws, the vote of a majority of the Executive Committee present at the time of the vote shall be the act of the Executive Committee. Each member of the Executive Committee shall have one vote, except as heretofore provided.

Section 5. Quorum

Seven members of the Executive Committee constitute a quorum for the conduct of business at the Organizational and all Regular and Special Meetings. Six of the seven members constituting a quorum must be voting members of the Executive Committee. In the event a meeting is called for the purpose of filling vacancies, and the existence of such vacancies makes it impossible to procure a quorum, a majority of the Executive Committee then in office shall constitute a quorum for the purpose of filling such vacancies.

Section 6. Vacancies

Vacancies existing on the Executive Committee for any reason shall be filled by a vote of the majority of the Executive Committee then in office. Provided however, should a vacancy occur in either the Presidentially appointed position of Past President of the Association or Associate Member of the Association, the President shall appoint an eligible member to fill the vacancy and the appointment shall be ratified by the Executive Committee to become effective.

Section 7. Indemnification

To the full extent authorized by law, the Association may indemnify any person made or threatened to be made a party in any civil action or proceeding by reason of the fact that such person, his or her testator or intestate, is or was a member of the Executive Committee or officer of the Association or any subsidiary thereof or is or was serving at the request of the Association as a member of the Executive Committee, director or officer of another corporation, partnership, joint venture, trust or other entity. The Association may, in the discretion of the Executive Committee, indemnify members and Association employees to the full extent authorized by law.

Article VIII. Nomination and Election of Officers and Executive Committee

Section 1. Nominations

The President shall appoint the Chairman and members of the Nominating Committee. The Nominating Committee shall prepare and submit to the Regular Membership, not less than thirty days prior to the date of the Annual Meeting, nominations for the officers and four at-large members of the Executive Committee of the Association. Nominations may also be made from the floor at the Annual Meeting. Any person so nominated shall have given his or her prior consent to nomination and election as an officer or Executive Committee member.

Section 2. Ballots and Voting

Voting for officers and at-large Executive Committee members shall be by those members present and eligible to vote. Upon motion duly seconded and approved, voting may be by paper ballot. The President may appoint an election committee of three persons to conduct the elections. The Election Committee shall promulgate fair rules of conducting the elections.

Section 3. Election by Acclamation

Where only one nomination for an office occurs, election may be by acclamation.

Article IX. Finances

Section 1. Fiscal Year

The Fiscal Year of the Association shall commence on September 1st of each year and shall end on August 31st of the following year unless otherwise authorized by the Executive Committee.

Section 2. Funds and Property

- a) All funds and property received by the Association through dues, fees, gifts, bequests or otherwise shall be utilized only to further the purposes of the Association.
- b) All checks, drafts and other orders for the payment of money out of the funds of the Association and all notes or other evidences of indebtedness of the Association shall be signed on behalf of the Association in such manner as shall from time to time be determined by the Executive Committee.

Section 3. Treasurer's Annual Report

The Treasurer's Annual Report shall contain at least the following information (with any additional information deemed pertinent).

- a) The assets and liabilities, including the trust funds, of the Association as of the end of the most recent twelve-month fiscal period.
 - b) The principal changes in assets and liabilities, including trust funds, during the year immediately preceding the date of the report.
 - c) The revenue or receipts of the Association for the year immediately preceding the date of the report.
 - d) The number of members of the Association as of the date of the report, together with a statement of increase or decrease in such number during the year immediately preceding the date of the report
- The Annual Report shall be filed with the records of the Association, and either a copy or an abstract thereof entered in the minutes of the proceedings of the Annual Meeting

Article X. Offices and Books

Section 1. Office

The office of the Association shall be located where the Executive Committee may from time to time determine

Section 2. Books and Records

The following books and records shall be kept at a place designated by the Executive Committee correct and complete books and records of account, minutes of the proceedings of the members and the Executive Committee, a current list of the Executive Committee and Officers of the Association and their office addresses, a current list of the names and addresses of all members, and a copy of these By-Laws

Article XI. Staff

The board shall employ a salaried chief executive who shall have the title of Executive Director and whose term and conditions of initial employment shall be specified by the Executive Committee The Executive Committee will determine compensation and other financial arrangements of the Executive Director

Article XII. Amendments

Section 1. Proposals to Amend

These By-Laws may be amended by filing with the Secretary a written proposal signed by one or more Regular Members setting forth the proposed amendment or amendments, which proposal shall also contain a request that the amendments be submitted to the members for their consideration at the next Regular Meeting of members or at a Special Meeting of members to be called for such purpose

A proposal that these By-Laws be amended may also be made by resolution of the Executive Committee, and in such event the Executive Committee shall direct that the proposal be submitted to the next Regular Meeting of members or at a Special Meeting of members called by the Executive Committee to consider such proposal

Section 2. Notice

When a proposal has been made, as provided in Section 1 of this Article, a copy of the proposed amendment or amendments shall be attached to the notice of the meeting at which the amendment(s) will be considered

Section 3. Vote

These By-Laws shall be amended by two-thirds of the Regular Members present and voting at any Regular or Special Meeting

Amended July 13, 2010