

Article I – NAME

This Association shall be known as the Arizona Process Servers Association, hereinafter referred to as APSA.

Article II – PURPOSE

To promote and upgrade the process serving industry through the following objectives:

Section 1. Promoting any legislation and rule changes which will help the industry.

Section 2. Combating legislation which may harm the industry.

Section 3. Creating and maintaining a moral and ethical standard for the industry.

Section 4. Improving relations between the industry and the legal community – attorneys, judges, clerks and officers of the court – and the general public, statewide and nationally.

Section 5. Providing educational opportunities and resources for process servers and the public.

Article III – MEMBERSHIP

Section 1. Membership in the Association shall be open to all persons who have been directly or indirectly affiliated with the profession of process serving.

Membership is approved on an individual basis and is not transferable.

Active Membership shall be valid for two years from the date of submission of the Membership application and payment of dues.

Section 2. All applications for membership must be completed in full on a form approved and provided by the Association. Each application must be accompanied by two years dues plus a non-refundable application fee as prescribed by the Board of Directors.

Section 3. Classes of membership and requirements for membership shall be defined as follows:

Section 3a. Active Member. An Active Member shall be an individual. An Active Member shall be an Arizona Certified Process Server, qualified to serve legal process in the state of Arizona.

Active Members shall be entitled to a listing in the association Membership Directory which will list their name, company name, address, telephone, fax and e-mail address. Active Members

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may advertise their name and/or company name, in all association produced directories, publications and on the website. Active Members may vote, hold office, elected or appointed, and may serve on or chair a committee. Active Membership is not transferable. Active Members who successfully attend and pass the APSA Certified Process Server course and examination may use the designation, “A.C.P.S.” in their listing and advertising.

Section 3b. Associate Member. An Associate Member shall be an individual engaged in the process serving business located outside of the state of Arizona. Associate Members shall be entitled to a listing in the association Membership Directory under the Associate Member section. Associate Members may not vote, or hold office, elected or appointed.

Section 3c. Honorary Member. Honorary Members shall have all rights and privileges of Membership including the right to vote and to hold elected office. The privilege of this Membership shall be determined by a majority vote of the Board of Directors. An Honorary Member shall be dues-exempt.

Section 3d. Supporting Member. A Supporting Member shall be any individual or company associated with the process serving profession, except owners, partners, or stockholding corporate officers of process serving, photocopy or attorney service firms. Supporting Members may advertise their company name in all association Directories and publications. Supporting Members shall be entitled to a listing in the association Membership Directory under the Supporting Member section. Supporting Members shall be entitled to receive all publications and notices, attend meetings, training courses, annual conferences. Individual Supporting Members may serve on committees. Supporting Members may not vote, hold any office, elected or appointed.

Section 4. Membership shall not be granted to any person who has been convicted of a felony unless such conviction was officially pardoned or the record of same has been expunged, or their civil rights restored. In addition, membership shall not be granted to any applicant who has had their license, permit or right to serve process revoked by any issuing authority unless said revocation has been pardoned or expunged, or had their civil rights restored.

Section 5. No person shall be denied membership because of their race, color, sex, or ethnic origin.

Section 6. Membership may be suspended or terminated by the Board for violations of these Bylaws, Policy Manual and/or the Code of Ethics.

Section 7. Termination of membership shall be effective thirty (30) days past the due date for annual dues.

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Article IV – DUES

Section 1. The annual dues shall be determined by majority vote of the Board of Directors and shall remain in effect until changed.

Section 2. The fiscal year covering the payment of dues shall be Jan 1 to Dec 31 each year.

Article V – ELECTION of OFFICERS and DIRECTORS

Section 1. The Officers shall consist of a President, Vice-president, Secretary/Treasurer. Term of each Officer shall be two (2) years.

Section 2. No Member shall be eligible to be an Officer until they have been a Member for two (2) years.

Section 3. No Member shall be eligible to be a Director until they have been a Member for one (1) year.

Section 4. The Immediate Past President shall serve two (2) years on the Board of Directors.

Section 5. Three (3) Directors shall be elected unless the current President is re-elected, in which event four (4) Directors shall be elected. Each elected Board Member shall serve two (2) years. If there is no Immediate Past President, an additional Director shall be elected by the Membership or appointed by the Board.

Section 6. Elections of Officers and Directors shall occur at the annual Association conference. The President and two (2) Directors shall be elected in even-numbered years. The election of the Vice-President, Secretary/Treasurer and one (1) Director shall be done in odd-numbered years. Election or appointment of a fourth (4th) Director, if applicable, may occur in either odd or even-numbered years.

Officers and Directors shall be elected by majority vote of Members present at the annual conference. Officers and Directors shall be elected in a single ballot with each Member casting one vote for each seat to be filled. Nominees receiving the highest plurality of votes will fill all seats in order of total votes received. Majority vote shall not be required. No proxies shall be allowed.

Section 7. No Member shall hold the office of President for more than two (2) consecutive terms.

Section 8. A vacancy in any office or Directorship shall be filled by the Board of Directors.

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Article VI – DUTIES of OFFICERS

Section 1. The administration and management of the association shall be controlled by the Board of Directors consisting of the Officers and Directors. They shall have the authority to do any and all things necessary for the administration of APSA. Decisions shall be reached by majority vote of the Board of Directors Members present. No proxy voting shall be allowed.

The Officers, Directors and Administrator shall be bound by the Policies and Procedures to be published in a separate Manual. Said Manual shall be periodically updated and changed as needs dictate.

Section 1a. The Board of Directors shall appoint an Administrator, who shall exercise duties and tasks appointed by the Board. A written agreement shall be established between the Board and the Administrator.

Section 2. The President shall preside at all meetings, shall make all other appointments that are deemed necessary to run the association, and shall submit at the annual conference an annual report describing programs and Board actions. The President shall submit a written column to each periodic Association newsletter and other publication.

Section 3. The Vice-president shall perform the duties of the office of president whenever the President is unable to do so.

Section 4. The Secretary/Treasurer shall cause to be recorded the minutes of all Board meetings and the annual conference. The Secretary/Treasurer shall be responsible for carrying out all fiscal policies and procedures adopted by the Board; shall be responsible for preparation of financial statements and presentation of these to the Board at each meeting; and shall submit a written annual report to the annual conference.

Section 5. A petition, signed by signatures representing fifteen (15) percent of the total votes eligible to vote at that time in the Association requesting the holding of an election for the purpose of recalling a Member of the Board or any Officer, may be filed at any time with the Secretary. If recall is for the Secretary, the petition shall be filed with the President. After verification of signatures, the President shall certify the petition and immediately direct a ballot be mailed to each Member. The ballot shall read as follows:

Shall (Name of Officer or Director) be recalled? Yes [] No []

A “yes” vote shall be counted as for the recall and a “no” vote shall be counted as against the recall. Only Members in good standing shall be entitled to vote at such elections. Such a recall shall require two-thirds affirmative vote of executed ballots received by the Secretary or

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President within fifteen (15) days. If the recall is successful the Board may fill the vacancy at its next meeting.

Section 6. The Board shall adopt procedures for arbitration and grievance. All Members are bound by the arbitration and grievance procedures as adopted by the Board. The Chairman of the Grievance Committee may suspend any Member, including Officer(s) and Director(s) pending an investigation.

Article VII – MEETINGS

Section 1. An annual conference shall be held. Officers' reports, committee reports and any new or old business as the membership sees fit will be discussed at the meeting.

Section 2. Board meetings shall be called by the President. A board meeting must be called within thirty (30) days if requested by three (3) members of the Board, or if petitioned for by a majority of the members. The membership may be notified of all regular Board meetings.

Section 3. Meetings of the Board may be held by mail or telecommunications.

Section 4. Members shall be admitted to all meetings and conferences except executive sessions. Non-members may be admitted to all meetings and conferences unless disapproved by a majority of the members present. Only meetings involving the personal affairs of any individual may be held in executive session.

Section 5. The latest edition of Robert's Rules of Order shall govern the conduct of all meetings.

Article VIII – BYLAW AMENDMENTS

Section 1. Proposed bylaw amendments must be submitted to the Secretary sixty (60) days prior to the date of the annual conference and published to the membership not less than thirty (30) days prior to the annual conference.

Section 2. The bylaws may be amended or revised by an affirmative two-thirds vote of the membership present at the annual conference.

Section 3. Bylaw amendments or revisions may be acted upon only at the time published in the conference agenda unless a majority of the membership present at that time agree to a later time for further action on them.

Section 4. The bylaws may also be amended or revised by unanimous vote of the Board of Directors.