BYLAWS

Hillsborough County Association of Criminal Defense Lawyers

1. Name, Status and Offices:

   1.1 Name: The name of the organization is Hillsborough County Association of Criminal Defense Lawyers (hereinafter "Association").

   1.2 Status: The Association shall be a not-for-profit corporation organized under the laws of the State of Florida.

   1.3 The Association shall maintain a post office box, currently POB 173183, Tampa Florida 33672-0183, which shall be the mailing address for the Association.

   1.4 A physical location of the Association's office shall be the office of the then sitting President or such other location as designated by the Board of Directors (hereinafter "Board").

2. Purpose: The Association is formed exclusively for charitable, scientific, and educational purposes including, without limitation, the following purposes:

   2.1 To promote the education and knowledge of its members in the area of criminal law.

   2.2 To promote the public understanding and knowledge of criminal law and the criminal justice system.

   2.3 To promote legal and judicial reform in the area of criminal law.

   2.4 To promote social interaction among the members of the Association.

3. Membership

   3.1 Application for membership.

      A. Membership in the Association shall be by application on a form prescribed by the Board (see attached Exhibit 1).

      B. Each application shall be submitted to the Board for consideration and approval by the Board.

      C. All applications must be accompanied by the payment of appropriate dues, if required, as determined by the Board and published yearly on the Association website (see attached Exhibit 2).

      D. All memberships, except for Honorary or Life, are for one year commencing January 1st and ending December 31st of the given year.

E. All memberships are entitled to access Listserv, forms bank, website and other resources as developed by the Association.

3.2 Membership Types:

A. Life: Upon Motion of the Board, or a recommendation of any member of the Association, the Board may elect members from time to time to a life Membership in recognition of services over time to the Association. Life members shall be assessed a one-time dues payment as determined by the Board.

B. Sustaining: A sustaining member is a regular member whose financial support for the goals and activities of the Association exceeds the annual dues assessed on regular membership.

C. Regular: A regular member is a criminal defense attorney in good standing with the Florida Bar who has properly applied or renewed membership and paid the corresponding dues as determined by the Board.

D. Criminal Defense Government Attorney (full-time and dues paying): Is an attorney who is employed full time by the Public Defender's Office for the 13th Judicial Circuit, Office of Criminal Conflict and Civil Regional Counsel, or Federal Public Defender's Office for the Middle District and is in good standing with the Florida Bar. This membership shall pay dues as determined by the Board and shall have voting powers.

E. Criminal Defense Government Attorney (full time and non-dues paying): Is an attorney who is employed full time by the Public Defender's Office for the 13th Judicial Circuit, Office of Criminal Conflict and Regional Counsel, or Federal Public Defender's Office for the Middle District and is in good standing with the Florida Bar. This membership shall not pay dues or have voting rights.

F. Affiliate: Is a person of integrity and high ethical standards who is not actively engaged as an attorney in the defense of criminal cases, but whose duties and responsibilities are part of, or contribute to, the defense of criminal cases and goals of the Association. This membership shall not have any voting powers.

G. Law Student: A person who is in their third year of an accredited law school and is recommended by a professor of said law school. This membership shall not have any voting powers.

H. Honorary: A person who has made an outstanding contribution to the public welfare and aided in the achievement of the goals of the Association and is recommended by at least five members of the voting members of the Association. An affirmative vote of the majority of the Board shall be required for election of the Honorary member. This membership shall not have any voting powers.

3.3 Voting: Regular, Sustaining, Life and Criminal Defense Government Attorney (dues paying) memberships, in good standing, are entitled to vote on any issue properly before the membership.

3.4 Revocation of Membership and Association Resources: Membership of all classes may be terminated in the following manners: resignation, failure to pay dues in a timely manner (30 days from date dues are to be paid), no longer a member in good standing of a state bar (with the exception of inactive status or retirement from practice of law), or for good cause as determined by the Board with proper notice to the member. Revocation shall be determined by the Executive Committee.

3.5 Annual Dues

Annual Dues: Annual dues shall be set by the Board prior to the annual meeting and shall be collected in a timely fashion by the Treasurer and as prescribed by these Bylaws. (Within 30 days of billing)

4. Board of Directors

4.1 Powers:

A. The Board shall manage the business and affairs of the Association.

B. The Board shall supervise the election of Officers and Board Directors of the Association, and in the event of a vacancy of any office or directorship, shall fill that vacancy as provided by these bylaws.

4.2 Composition

A. The Board shall consist of the elected Officers of the Board, the immediate past President of the Board, and not less than 3 nor more than 10 at large Directors. At least 1 at large position shall be the elected Public Defender of the Circuit or their designee, and 1 position shall be the appointed Regional Counsel for the Circuit or their designee.

4.1 All members of the Board shall be dues paying members of the Association, including the elected Public Defender and their designee as well as the Regional Counsel and their designee. This requirement acknowledges that Life members have satisfied this requirement by their membership status.

4.2 All members of the Board shall be members in good standing with the Florida Association of Criminal Defense Lawyers.

4.3 Meetings

A. Regular: The Board shall meet at least 5 times per year with regular dates, places and time being properly noticed (30 days). Changes to scheduled

meetings may be made by electronic vote (majority of Board), and meetings can be in person or remotely as decided by the Board.

B. Special: Any officer may call a special meeting of the Board, however, must provide reasonable notice (no less than 72 hours) to all directors that includes the purpose for the special meeting. Special meetings may be in person or remotely held.

C. Quorum: Five members of the Board shall constitute a quorum for regular and special meetings. Proxies are not allowed.

D. Voting: Each director has one vote subject to other provisions of these bylaws.

E. Annual Meeting: To be held in December of each year that includes the officers, directors and all other membership groups. The annual meeting will be called at a minimum for election of officers and directors, annual financial status, annual membership status of the Association, installation of newly elected officers and directors and other business as properly noticed (30 days).

4.4 Removal of Directors or Officers: Any director or officer may be removed from office by the affirmative vote of the majority of the Executive Committee members present, in person at any regular meeting or special meeting called for that purpose, whenever in the judgment of the Executive Committee, the best interests of the Association would be served by said removal. Any such director or officer proposed to be removed shall be entitled to at least twenty days written notice of the meeting at which such removal is to be voted upon and shall be entitled to appear and be heard at such a meeting. Witnesses and defenses may be a part of said meeting.

5. Officers and Directors

5.1 Officers and Term of Office: The officers of the Association shall be President, President-elect, Vice President, Treasurer and Secretary. Each Officer shall serve a two year term beginning with the 2026 election. The Officers shall serve as the Executive Committee of the Association and be authorized to address day to day affairs of the Association and matters referred to within these Bylaws.

5.2 Qualifications of Elected Officers and Directors: only voting members in good standing immediately preceding the election shall be eligible to be elected and serve as a director or officer. An officer shall not be a director nor hold more than one office in HCACDL during any term of office. Only members who have previously served as an officer or director shall be eligible to be President or President elect.

5.3 Election of Officers and Directors: At each annual meeting where elections of officers or board membership are on the agenda, the Association shall elect officers and directors to take office on the 1st of January of the upcoming year.

5.4 The Board shall sit as a nominating committee presided over by the President. No later than 30 days prior to the annual meeting where elections or board membership are to be considered, the nominating committee shall solicit from the membership submissions of any member that wishes to serve as an officer or director. Membership shall be afforded 10 days to submit nominations. The nominating committee will then convene for the purpose of discussing nominations and making recommendations to full membership at the annual meeting of the recommended slate of officers and directors. In selecting said slate, the nominating committee should consider the nominee, their designation of employment, past involvement and contributions to the Association and other criteria as may be deemed relevant. The slate of the committee shall at least ten days prior to the annual meeting be emailed to the general membership and voting shall occur at the annual meeting in a manner prescribed by the Board. The results of the election shall be announced at the annual meeting by the President or their designee.

5.5 Vacancies

A. If the President ceases to actively engage in the defense of criminal cases or otherwise is unable to fulfill their term, the President elect shall immediately become President for the remainder of the term.

B. Should any other elected office or directorship become vacant, except for immediate past president, the Board shall temporarily fill said position at a properly scheduled and noticed meeting and by proper Motion. The individual shall serve until the next annual meeting.

5.6 Duties of Officers and Directors

A. The President shall be the Association's chief executive officer; shall be responsible to oversee and coordinate the activities of the Association; shall be the chief spokesperson for the Association; shall preside at all meetings; shall prepare the agenda for all meetings; shall appoint the chair and members of any standing committees created; shall be an ex-officio member of all standing committees and shall perform any other duties or responsibilities as prescribed by the bylaws or by agreement of the Board.

B. The President elect shall chair the membership committee; perform such duties as the President may assign; be the President's designee in their absence or incapacity, and perform other duties as prescribed in these bylaws.

C. The Vice President shall, as called upon by the President, assist and advise the President in the conduct of the office and other duties as prescribed by these bylaws. It shall also be the responsibility of the Vice President to ensure that all standing committees and their chairs are fulfilling the mission of the committees.

D. The Secretary shall record and permanently ensure maintenance of meeting minutes in a location prescribed by the Board. The minutes shall be readily available to all memberships. The Secretary shall also ensure that the Association's bylaws are correct and being complied with. The secretary shall also perform the duties prescribed by these bylaws.

E. The Treasurer shall collect the dues, assessments, and other monies payable to the Association and maintain the financial records of the Association. The receipt and accounting of funds must be timely deposited in the banking institution approved by the Board. Checks shall be signed and issued in proper fashion and only for the purpose of conducting Board/Association business. The Treasurer shall prepare a current financial statement for all meetings called by the Board/Association and shall at the annual meeting prepare and present the annual Financial Statement following best practices. Financial reports shall be stored in a manner and location approved by the Board. The treasurer shall perform other duties as prescribed by these bylaws and the Treasurer shall ensure there are no conflicts of interest in their personal stead and the best interests of the Board/Association.

F. The Directors shall serve on the board and actively participate on the Board and with the management of the Association. Each Director shall actively serve on at least one standing committee.

6. Committees

6.1 For realizing the objectives of the Association, there shall be the following committees:

A. Continuing Legal Education

B. Listserv/Membership

C. Website

D. Pro Bono

E. Events

F. Finance

G. Nominating

H. Awards

I. Sponsorships/Community Partners

6.2 Each standing Committee shall have a membership of no less than 3 directors and/or general membership members. With the exception of the Nominating Committee whose membership is described in these Bylaws.

6.3 The President shall appoint the members of the committees as well as the Chair of the committees. At the time of the appointment to the committees, the President shall also determine the committees' goals, said goals having previously been approved by the Board. Minutes of the committees will be kept by the Chairs of the Committees and provided to the Board in a timely fashion.

7. Record Retention: The Association shall keep and maintain records as required by Florida law applicable to not-for-profit organizations

8. Adoption and Amendment of Bylaws

8.1 Method: The bylaws may be adopted, amended, or rescinded by a majority of voting Members present at any regular or annual meetings of the Association subject to proper notice (30 days) and said notice shall include the specific purpose of said meeting.

8.2 Effective Date: These bylaws and any amendments shall take effect immediately upon adoption by the Association unless otherwise specifically so provided.

Adopted this ____ day of _____.

Hillsborough County Association of Criminal Defense Lawyers

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President, Paul Figueroa