

BYLAWS

COURT OFFICERS AND DEPUTY SHERIFFS, PROCESS SERVERS OF MICHIGAN

ARTICLE ONE

Association

1. The corporate name of the Association is the: COURT OFFICERS AND DEPUTY SHERIFFS, PROCESS SERVERS OF MICHIGAN. The public name of the Association is MICHIGAN COURT OFFICERS, DEPUTY SHERIFFS & PROCESS SERVERS' ASSOCIATION
2. The Association seal shall be in the following form:



3. The Association may, at its pleasure, by a vote of the membership change its name.

ARTICLE TWO

Purposes

The following are the purposes for which this Association was organized:

1. To promote professionalism in the service of process.
2. To promote personal process service in all courts and insure its continued acceptance as the preferred means of obtaining personal jurisdiction.
3. To ensure that all members are trained and qualified persons to serve civil process.
4. To constantly improve the procedures and techniques used by process servers.
5. To assist the legal community that we serve by providing training and certification processes, to Members and non-members, regarding laws applicable to service of process and thereby promote the service of process in a manner that facilitates prompt adjudication of disputes.
6. To make collective effort with the goal of ensuring that our Members will be compensated for their services at a level which will encourage them to devote the time and attention to their services, and otherwise conduct themselves, in a manner consistent with the Association's other purposes.
7. To assure that each member exercises the highest integrity.
8. To accept donations and grants from any and all sources for carrying out the above purposes, and in general, to take title to any property in connection therewith and incident thereto not forbidden by the laws of the State of Michigan and with all powers conferred upon non-profit corporations by the laws of the State of Michigan.

ARTICLE THREE

Membership

Membership in this Association shall be limited to persons who serve process in accord with the goals and purposes of the Association, upon approval of their application for membership by the Board of Directors, and pay dues as determined by the Board of Directors.

The Board of Directors shall approve all new membership applications by a simple majority vote.

The membership application shall be investigated by the Association Secretary, or their designee, for truth and accuracy. The application shall be presented for consideration to the Board of Directors. Upon an affirmative vote by a simple majority vote of the Board of Directors, the applicant is approved for membership.

Voting may take place by electronic mail with the Association Secretary sending the application information along with the results of the investigations to each board member. The electronic mail shall be sent with a delivery receipt requested to each board member. Any negative vote

shall be electronically mailed to the Association Secretary within seven (7) days of the date sent. A simple majority vote shall prevail. The Secretary shall retain a copy of each delivery receipt until the following Board of Directors meeting. Once approved by the Board, the delivery receipts shall be destroyed by the Association Secretary.

New members are on a one-year probationary period. Membership may be revoked during this period with cause by a simple majority vote by the Board of Directors.

TYPES OF MEMBERSHIP

1. Regular Member: An individual who is self-employed as a process server or who owns and controls an entity formed for the purpose of serving process may apply to become a Regular Member. Upon receiving an offer of membership and so long as a Regular Member pays annual dues in the amount established by the Board of Directors and otherwise remains in good standing with the Association, a Regular Member is a voting member and shall enjoy the rights and privileges extended by the Association to its members.
2. Affiliate Member: An individual or entity not primarily engaged in the service of process may apply to become an Affiliate Member. An Affiliate Member shall be a non-voting participant in the Association. Upon receiving an invitation to participate as an Affiliate Member and so long as an Affiliate Member pays annual dues in the amount established by the Board of Directors and otherwise remains in good standing with the Association, an Affiliate Member shall be recognized in the Associations' Directory and be offered the opportunity to participate as a vendor at Association meetings and other events at the discounted rates established by the Board of Directors.
3. Honorary Lifetime Member: Any person designated as an "Honorary Lifetime Member" prior to November 7, 2008 shall continue to have all the rights and privileges of a Regular Member but need not pay annual dues for the duration of his/her lifetime. Upon adoption of amended Bylaws on November 7, 2008, this class of membership was eliminated.

ARTICLE FOUR

General, Special and Emergency Meetings

The annual meeting of this Association shall be held within the first ten (10) days in the month of November each year. The location shall be determined by a simple majority vote of the directors present at the board meeting immediately preceding the annual meeting in the prior year. The Secretary shall cause to be mailed to every member in good standing at his/her address as it appears in the membership roll of this Association a notice setting forth the date, time, and place of such annual meeting.

All members are entitled to vote on any business brought before any general association meeting. Simple majority vote rules.

The quorum for a General Membership Meeting shall be a majority of the members present and voting.

Special meetings of this Association may be called by the President when it is the President's opinion that the best interest of the Association will be served. Notice of such meeting shall be mailed to all members at their addresses as they appear in the membership records at least Ten (10) days, but not more than Ninety (90) days, before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting, and by whom called.

At the request of a simple majority of the members of the Board of Directors or 10 Percent (10%) of the members of the Association, the President shall cause a special meeting to be called, but such request must be made in writing at least Fifteen (15) days before the requested scheduled date.

In the event the President fails to send out notice of a special meeting within Five (5) days of a request for such a meeting by a majority of the Board of Directors or 10 Percent (10%) of the general membership, the requesting parties may set the date, time, and place for holding any special meeting of the Board of Directors in the same manner as provided for the President when he/she calls a special meeting.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

Emergency Meetings: Unless otherwise provided by law, any action required to be taken at a meeting of the directors, or any other action which may be taken at a meeting of the directors, may be taken without a meeting providing there is good faith attempt to contact all of the Directors by either telephone, facsimile, or electronic mail with a delivery receipt requested, and the action taken is set forth in writing and unless a negative response is returned, or a non response, within 14 days, will constitute an affirmative vote. A majority vote of the Directors rules with respect to the subject matter thereof.

ARTICLE FIVE

Voting

At all meetings, except for the contested election of officers and directors, all votes shall be by voice vote, except that for contested election of officers ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for in contested elections for officers and directors.

At all votes by ballot, the chairman of such meeting shall immediately prior to the commencement of balloting appoint a committee of three who shall act as "Inspectors of Election" and who shall count the votes and convey the conclusion of such balloting to the Chairman.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Only regular members in good standing may cast a vote on any question presented at a meeting.

Absentee Ballot. Absentee ballots for officers of this corporation shall be transmitted to any member in good standing who requests a ballot from the Secretary Fifteen (15) days prior to the date set for the annual meeting, providing that said ballot be returned to the Association's Secretary Forty-Eight (48) hours prior to the annual meeting.

ARTICLE SIX

Order of Business

1. Roll Call
2. Reading of the minutes of the preceding meeting
3. Reports of Committees
4. Reports of Officers
5. Old and Unfinished Business
6. New Business
7. Good and Welfare
8. Adjournments

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern MCODSA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order MCODSA may adopt.

ARTICLE SEVEN

Board of Directors

The business of this Association shall be managed by a Board of Directors consisting of five (5) members together with the officers of this Association. All of the directors elected shall be; members of the association, residents of the State of Michigan and citizens of the United States.

The directors to be elected for the ensuing term shall be elected at the annual meeting of this Association in the same manner and style as the officers of this Association. Three (3) directors shall serve for an original term of one (1) year, and four (4) directors for two (2) year terms and thereafter the directors will be elected for two (2) year terms.

The Board of Directors shall have the control and management of the affairs and business of this Association. Such Board of Directors shall only act in the name of the Association when it shall be regularly convened by its Chairman after due notice to all Directors of such meeting.

A majority of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly as determined by the Board of Directors and such meetings may be by conference telephone.

Each director shall have one vote and such voting may not be done by proxy. A director serving as an officer of the corporation shall have a vote as a director and not entitled to any additional votes.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

A director and/or any member may be removed from office or membership when sufficient cause exists for such removal as determined by the Board of Directors.

Any Board Member who misses two (2) consecutive board of directors meetings without sufficient cause may be removed from the board of directors by a simple majority vote of the board. A replacement board member will be elected by a simple majority vote of the remaining board of directors.

ARTICLE EIGHT

Grievance Committee

A Grievance Committee is established and shall consist of three members appointed by the President to investigate any written grievance filed by any person against any member of the Association.

Upon completion of the investigation of any formal written complaint, the Grievance Committee shall notify said member in writing of a date and time for a hearing on the matter, at least and no less than thirty (30) days prior to said hearing. Said member, at his/her discretion, may have the attorney of their choice present at the hearing.

Any member who either fails to appear or in the alternative, file a written answer to the allegations, on or before said hearing date, shall be deleted from the rolls of the association by reason of default.

The finding of the Grievance Committee shall be final and shall include any disciplinary action deemed necessary and shall include a fine in an amount not to exceed \$500.00 and/or dismissal.

However, the person will be afforded the right of appeal which shall be in writing and filed within thirty (30) days after receipt of the Grievance Committee findings. Said appeal shall be forwarded to the Association Secretary. A hearing will be set before the Board of Directors at the next Board Meeting. Simply majority rules.

ARTICLE NINE

Officers

Only members in good standing may hold office in the Association.

The officers of the Association shall be as follows:

President.

Vice President.

Secretary.

Treasurer.

Past President

The President, or their designee, shall preside at all membership meetings and it shall be the President's obligation to:

1. Present at each annual meeting of the Association an annual report of the work of the Association.
2. Appoint all committees, temporary or permanent.
3. Oversee all books, reports and to certify as required by law are properly kept or filed.
4. Be one of the officers who may sign the checks or drafts of the Association.
5. Have such powers as may be reasonably construed as belonging to the chief executive of any Association.

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting President of the Association with all the rights, privileges and powers as if the vice president had been the duly elected president.

The Secretary, or their designee, shall keep the minutes and records of the Association in appropriate books and it shall be the duty of that office to:

1. File any documents and/or certificates required by any statute, federal or state.
2. Give and serve all notices to members of this Association.
3. Be the official custodian of the records and seal of this Association.

4. Be one of the officers who may be required to sign the checks and drafts of the Association.
5. Present to the membership at any meeting any communication addressed to the Secretary of the Association.
6. Submit to the Board of Directors any communications, which shall be addressed to the Secretary of the Association.
7. Attend to all correspondence of the Association and shall exercise all duties incident to the office of Secretary.
8. Investigate all new membership applications.

The Treasurer or their designee shall have the care and custody of all monies belonging to the Association and shall be solely responsible for such monies or securities of the Association.

The Treasurer shall be one of the officers to sign checks or drafts of the Association.

The Treasurer shall render at stated periods, as the Board of Directors shall determine, a written account of the finances of the Association and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

The person holding the office shall exercise all duties incident to the office of Treasurer. The offices of Secretary and Treasurer may be combined. The Secretary and the Treasurer may hold and maintain records, as they are herein required, through a designee so long as the identity of said designee is known to the Board of Directors and serves subject to its approval.

The Past President shall be responsible for advising the officers and committee chairs, he or she shall chair the Nominating Committee, and shall serve as an ad hoc member of all committees.

Officers shall by virtue of their offices be members of the Board of Directors and be able to cast one vote.

No officer shall for reason of the office he holds be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the Association for duties other than as a director or officer.

All officers elected shall serve until their successor is elected.

ARTICLE TEN

Salaries

The Board of Directors shall hire and fix the compensation of any and all employees or management companies which they, in their discretion, may determine to be necessary in the conduct of the business of the Association.

ARTICLE ELEVEN

Committees

All committees of this Association shall be appointed by the President and their term of office shall be for a period of one year or less if sooner terminated by the action of the Board of Directors.

ARTICLE TWELVE

Indemnification

The Association shall indemnify, to the extent and in the manner permitted by the Michigan Nonprofit Corporation Act, any person who is or was a member of the Board of Directors, officer, volunteer, employee, or agent of the Association, and if deceased their legal representatives and heirs, against expenses (including attorney's fees), judgments, penalties, fines and amounts paid in settlement, actually and reasonably incurred by that person in connection with any action, suit or proceeding, arising by reason of the person being a Director, officer, volunteer, employee, or agent of the Association, except in relation to matters where the person is adjudged liable for acts committed in bad faith, intentional torts, knowing violations of law, or intentional misconduct or breach of fiduciary duty in the performance of their duties for the Association. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director, officer, employee, or agent, may be entitled under any statute, agreement, vote of the Board of Directors or otherwise.

ARTICLE THIRTEEN

Dues

The dues of this Association shall be determined by the Board of Directors at a regular Board Meeting or by a vote of the regular members at the annual meeting and where a quorum is present.

Membership dues are payable by October 15th of each calendar year, failure to pay said dues on or before October 15th may result in said member not being listed in the annual directory book (State Wide Directory) and suspension of membership shall occur if dues are not received within Ninety (90) days after said date.

Reinstatement may be obtained upon paying all back dues and not receiving an adverse vote from a majority of the Board of Directors for full reinstatement.

ARTICLE FOURTEEN

Standards and Practices

To remain a member in good standing, each member and their staff shall charge fees in the amounts specified at MCL 600.2558 and 600.2559.

ARTICLE FIFTEEN

State Wide Directory

The Board of Directors of the Association shall cause to be printed an annual directory book (State Wide Directory) within the first quarter of each year, listing each member in good standing that has paid their annual dues by the date set forth in Article Thirteen. Said directory shall also be posted on the MCODSA website within the first quarter of each year.

Any entries to be placed in the State Wide Directory shall be submitted on or before October 15th of each calendar year. All entries are subject to editorial oversight of the Printed Media Committee and the Board of Directors.

The cost for entries into the directory in counties other than the county of the member's official business address, shown on the membership application, shall be a per line charge set forth by the Board of Directors.

Any entry into the directory that listed the member as a court officer, deputy sheriff or bailiff of the county in which the listing is placed, shall be verified by a current photo copy of their identification or appointment letter with each year's membership dues and directories listings filed with the Secretary of the association on or before the date set forth in Article Thirteen. Failure to provide copies shall result in the title being removed from inclusion into the directory for that year. Copies of such documents shall be retained by the Directory Committee Chair Person for the period in which the current directory is valid.

Only those members who reside and/or operate their principal place of business within the state of Michigan may place entries within the county listing section of the State Wide Directory. Those members wishing to place a entry in the State Wide Directory who fail to meet the residency or place of business requirement may place entries in the out-of-state or National/International sections, which shall not make reference to providing services anywhere within the state of Michigan.

ARTICLE SIXTEEN

Amendments

These Bylaws may be altered, amended, repealed or added to by an affirmative vote of not less than 66-2/3 Percent of the members present at any meeting where a quorum is present.

REVISION LOG

Revised July 11, 2003.

Seal and Name revised October 13, 2005.

Swisher Revisions Inserted, Membership Date Changed, Grammar Updated, April 20, 2007

Seal Updated, Membership types modified, Language Corrections, Date Corrections, Grammar Updated. Garry Flanary - Revised November 7, 2008

Swisher Revisions Inserted, Article Fourteen Changed, Article Fifteen Elaborated, Article Sixteen Created, Grammar Updated. Garry Flanary – Presented November 6, 2009.