



Association of Female Lawyers of Liberia

Equal Rights Under The Law

BY-LAWS

OF

THE ASSOCIATION OF FEMALE LAWYERS OF LIBERIA
(AFELL)

ADOPTED FEBRUARY 25, 1994

THE ASSOCIATION OF FEMALE LAWYERS OF LIBERIA
(AFELL)

BY-LAWS

As Adopted February 25, 1994

ARTICLE 1

OFFICES

The principal place of business of the Association shall be located in the city of Monrovia, County of Montserrado, Republic of Liberia. The Association may also have an office or offices at such other places within or without Liberia as the Board of Directors may from time to time appoint or the business of the Corporation may require.

ARTICLE II

Section I

Members: Membership of the Association shall be opened to all Liberian Female Lawyers residing within and without the Republic of Liberia and to other female Lawyers residing within the Republic of Liberia.

Section II

Classes of Members: There shall be established three classes of members as follows: Regular, Associate and Honorary. Applicants for membership shall file with the Secretary a written letter of application. **Regular Member** shall mean a female Liberian Lawyer residing within or without the Republic of Liberia. **Associate Member** shall mean a resident or non-resident female lawyer; a senior Liberian or non- Liberian female law student residing within or without the Republic of Liberia. Honorary Member shall mean a lawyer, male or female of National and / or International repute residing within or without the Republic of Liberia.

Section III

Voting Rights: Only regular member shall be entitled to vote, and each such member shall be entitled to one vote each matter submitted to a vote.

Section IV

Resignation: Resignation shall be effected upon the filing of a written letter or resignation with the Secretary of the Association; such resignation shall not however relieve said member of any outstanding obligation.

Section V

Reinstatement: Reinstatement of a former member shall be effected pursuant to the procedures employed in Article II Section 2 regarding membership.

Section VI

Transfer of Membership: Membership in this Association is not transferable or assignable.

ARTICLE III

Section I

OFFICERS: The officers of the Association shall be President, 1st Vice President, 2nd Vice President, Secretary, Assistant Secretary, Financial Secretary, Treasurer and Chaplain. The Board of Directors shall elect or appoint such other officers, as it shall deem desirable.

Section II

Election and Term of Office: The officers of the Association shall be elected by the members for a period of two consecutive years at the last regular meeting in each fiscal year. If the election of officers is not held at such meeting, election shall be held at the next regular meeting of the Association. New offices may be created and filled at any meeting, regular or special of the Board of Directors. Each officer shall hold office until her successor shall have been duly elected and qualified.

Section III

Removal: Any officer elected by the members or appointed by the Board of Directors may be removed when it is determined that the best interest of the Association would not be served and such removal shall be without prejudice to the officer so removed.

Section IV

Vacancies: Vacancies caused by death, resignation, removal, disqualification, or other disabilities may be filled by either the member or the Board of Directors for the unexpired term.

Section V

President: The President shall be the Chief Executive Officer of the Association and shall direct and manage the affairs of the Association. She shall preside at all meetings of the members of the Association. She shall be of of the signatories to the Association's bank account.

Section VI

1st and 2nd Vice Presidents: The Vice Presidents, respectively, shall be vested with all the powers and required to perform all the duties of the President in the event of the latter's absence or disability. She shall have other powers and perform such other duties as may be assigned to her by the president and/ or the Board of Directors.

Section VII

Secretary: The Secretary shall keep the minutes of the meetings of the Association and of the Board of Directors in one or more books provided for that purpose; see that all notice are duly given in accordance with the provisions of the by-law or required by law; be custodian of the Association's records and seal and ensure that the seal of the Association is affixed to all documents, keep a register of the post-office address of each member which shall be furnished to the Secretary; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to her by the President or by the Board of Directors.

Section VIII

Assistant Secretary: The Assistant Secretary shall perform such duties as shall be assigned to her by the Secretary or by the president or the Board of Directors. She shall act in the absence of the Secretary.

Section IX

Treasurer: The Treasurer shall have custody of the Association's funds and securities and shall keep full and accurate accounts of receipts and disbursements, and shall deposit all moneys and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors. She shall make a financial report annually and at the end of her term of office, she shall be one of the signatories of the Association's bank account.

Section X

Financial Secretary: The Financial Secretary shall perform such duties as shall be assigned to her by the president or the Board of Directors and shall receive all moneys including dues, gifts grants or similar funds for and on behalf of the Association and shall immediately turn same over to the Treasurer for Deposit into the Association's Bank Account. It shall be her duty to keep an accurate account of all funds paid into the Association and notify members when in arrears for dues and other financial obligation.

Section XI

Chaplain: The Chaplain shall perform such spiritual duties as shall be assigned to her by the President or the Board of Directors and shall lead the members in prayers at the start and close of each meeting and at functions of the Association. She shall be responsible for the Spiritual wellbeing of the Association.

ARTICLE IV

Section I

Meeting of Members: Regular meetings: Regular meeting of the Association shall be held on the 1st Friday of each month beginning with the year 1994, for the purpose of transacting business of the Association.

Section II

Special Meetings: Special Meetings of the members may be called either by the President, the Board of Directors, or three or more of the members thru the office of the President.

Section III

Place of Meeting: The place the regular meeting of the Association shall be at its registered office on Ashmun Street, Monrovia, Liberia or any other place designated by the President or Board of Directors.

Section IV

Notice of Meeting: Regular meeting of members may be held without notice if the time and place of such meetings are fixed by the By-Laws. Special meetings of the members may be called in the manner provided in the By-Laws and shall be held upon notice.

Section V

Quorum: Nine regular members of the entire membership present at a meeting duly assembled shall constitute a quorum for the transaction of the business or of any specified item of business.

ARTICLE V

Section I

BOARD OF DIRECTORS: General Power: The affairs of the Association shall be supervised by its Board of Directors appointed by the Members of the Association. Directors need not be residents of the Republic of Liberia or members of the Association.

Number and Tenure: The number of Directors constituting the Board of Directors constituting the Board of Directors shall be not less than 3 nor more than 9. Each Director shall hold office for a period of two consecutive years, and or until his successor shall have been elected and qualified.

Meetings: Regular meetings: of the Board shall he held quarterly at any place within or without the Republic and no notice shall be required for any regular meeting unless otherwise provided by the Articles of Incorporation.

Special meetings of the Board of Directors may, unless otherwise prescribed by law, be called from time to time by the President, or any two members of the Board who is also a Director.

Notice: Meetings of the Board may be called in the manner provided by the By-Laws and shall be held without notice to the directors. A 14 day written notice personally delivered or sent by mail or telegram to each Director at his / her address as shown by the records of the Association shall constitute notice of a special meeting.

ARTICLE VI

WAIVER OF NOTICE

Whenever any notice is required to given under the provisions of the Business Association Act or under the provisions of the Articles of Incorporation or the by-laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the meeting shall constitute a waiver of notice.

ARTICLE VII

BOOKS AND RECORD

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its meetings, Board of Directors and committees having any of the authority of the Board of Directors and shall keep at the registered or principal office a record giving the name s and addresses of the members entitled to vote. All books and records of the Association may be inspected by any member.

ARTICLE VIII

Section I

Dues: Annual Dues: The members may determine from time to time the amount of initial fee, if any and annual dues payable to the Association by members of each class.

Payment of Dues: Dues shall be payable in advance on the first day of January in each fiscal year. Dues of a new member shall be prorated from the first day of the month in which such new member is accepted to membership, for the remainder of the fiscal year of the Association.

ARTICLE IX

FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the thirty-first day of December in each year.

ARTICLE X

SEAL

The Board of Directors shall provide a seal, which shall be in the form of a scale and shall have inscribed thereon the name of the Association and the words Association seal.

ARTICLE XI

AMENDMENTS TO BY-LAWS

The by-laws may be altered, amended, added to or repealed and new by-laws may be adopted by a majority of the members provided by at least thirty days' written notice is given of intention to alter, amend, add to repeal or to adopt new by-laws.