

**BYLAWS of The  
FLORIDA ASSOCIATION OF PROFESSIONAL PROCESS SERVERS, INC.**

**Article I - NAME**

The name of the Association shall be **FLORIDA ASSOCIATION OF PROFESSIONAL PROCESS SERVERS, INC.**

**Article II - OFFICE**

The office and principal place of business of the corporation shall be in the State of Florida, at such place as specified by the Board of Directors.

**Article III - PURPOSE**

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

**Section 2.** Combating any legislation and rule changes which may harm the industry.

**Section 3.** Creating and maintaining an ethical standard for the industry.

**Section 4.** Improving relations between the industry and the legal community, attorneys, judges, clerks, offices of the court and the general public.

**Section 5.** Assisting in the formation of county associations.

**Article IV - MEMBERSHIP**

**Section 1.** Membership in the Association shall be open to all persons who are affiliated with the profession of process serving. Membership is approved on an individual basis with the exception of Association Members and is not transferable.

**Section 2.** Active members are those who reside in the State of Florida and are court certified, sheriff appointed or are authorized to be a process server under the laws of the State of Florida or under the local rules and orders of the courts or as determined by the Board of Directors.

**Section 3.** Associate members are those persons who do not maintain a residence or office within the State of Florida.

**Section 4.** Supporting members are those who wish to support FAPPS on a limited basis and stay informed of FAPPS activities. They are not listed in the printed Directory or on the Association search features. They will be listed by name only in the members-only section of the website. They do have access to the members-only section of the website and will receive only an electronic copy of the Association newsletter. (Adopted March 25, 2017)

**Section 5.** Association members are groups or associations of process servers representing a defined region of Florida. The board of directors shall determine the criteria for acceptance of association members and the benefits of such membership. Association membership refers to those associations who are affiliated with the profession of process serving. (Amended March 23, 2013)

**Section 6.** Honorary membership shall be determined by the Board of Directors.

**Section 7.** Only active members shall have the right to vote or to hold office.

**Section 8.** All applications for membership must be completed in full on a form provided by the Association. Each application must be accompanied by one year's dues. No applicant shall be considered for membership if the applicant has been convicted of a felony within the past five years or who has had their license, permit, or right to serve process revoked by any issuing authority unless said conviction or revocation has been pardoned or expunged.

**Section 9.** Membership may be revoked by the Board of Directors for violations of the Bylaws, the Code of Ethics or failure to comply with decisions of the Arbitration and Grievance Committee. In addition, any member who is convicted of a felony or who has their license, permit, or right to serve process revoked by any issuing authority may have their membership revoked after review by the Board of Directors.

**Section 10.** A member convicted with a felony shall report the full details within 10 days of being convicted to the Board of Directors by notification to the Secretary.

**Section 11.** A member who has their process serving authority, license, appointment or certification suspended, revoked or cancelled, shall report the full details of such suspension, revocation, or cancellation within 10 days to the Board of Directors by notification to the Secretary.

**Section 12.** The Secretary shall publish the names of all applicants to the membership. If no objection is received within 30 days after publication, the applicant is accepted. If an objection is received within 30 days the Secretary shall advise the applicant and the applicant may submit a written response to the objection or request to appear in person before the Board of Directors to answer questions regarding the objection and their qualifications for membership.

### **Article V - DUES**

**Section 1.** The annual dues for all classes of membership shall be determined by a majority of the membership at the annual meeting and shall remain in effect until changed. Honorary members shall be dues exempt. (Amended March 25, 2017).

**Section 2.** The fiscal year covering the payment of dues shall be January 1st to December 31st of each year. The association shall notify the membership by independent mailing 30 days prior to December 1st that dues are payable by December 31st. A member whose annual dues have not been paid by January 15th shall be classified as delinquent. If the member's dues are paid by January 31st, the member shall automatically be reinstated. If the member is still delinquent as of February 1st, their membership is terminated. (Amended March 23, 2013)

### **Article VI - ELECTION OF OFFICERS AND DIRECTORS**

**Section 1.** No member shall be eligible to be an officer or director unless they have been an active member in good standing for the previous 12 months. Additionally, to be elected as President or Vice President, the member must have served one complete year in any position on the board within the last 5 years. Anyone on probation shall not be eligible to run for office. (Amended March 25, 2017).

**Section 2.** The officers shall consist of a President, Vice-President, Secretary and Treasurer. Terms of each officer shall be for two years.

**Section 3.** Five Directors shall be elected. Terms of each director shall be for one year.

**Section 4.** No member shall hold the office of President for more than four consecutive years.

**Section 5.** No more than one person from the same immediate family or from the same firm may serve as an officer or director at the same time.

The Administrator may not hold any Officer or Director position on the Board of Directors. (Amended March 10, 2012)

**Section 6.** Officers and Directors shall be elected by the members present at the annual meeting. No proxies shall be allowed. (a.) Officers shall be elected by majority vote. (b.) 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 the order of total votes received. A majority vote shall not be required.

**Section 7.** A vacancy in any office or directorship shall be filled by the Board of Directors within 21 days of the vacancy. (Amended March 10, 2012)

**Section 8.** Each member of the Board shall receive the following from the Association for attendance at board meetings, excluding the annual meeting.

a. Each board member attending a board meeting shall be reimbursed for one night's stay, if used, at the designated hotel, at the contracted rate, or their actual hotel expense, whichever is less. (Amended March 25, 2017)

b. Each board member attending a board meeting will receive \$100.00 for meals and expenses and all mileage travelled will be reimbursed at the rate outlined in the policy and procedure manual. (Amended March 8, 2014)

c. Each board member travelling more than 300 miles roundtrip shall be reimbursed for two night's stay, if used, at the designated hotel, at the contracted rate, or their actual hotel expense, whichever is less. (Amended March 25, 2017)

d. The FAPPS standard mileage rate for travel reimbursement will be set by the board and published in the Policy and Procedure manual.

**Section 9.** Each board member attending the annual convention will be reimbursed for one night's stay, if used, at the designated hotel, at the contracted rate, or their actual hotel expense, whichever is less; \$100.00 for expenses and all mileage traveled will be reimbursed at the rate outlined in the policy and procedure manual. (Adopted March 25, 2017).

## **Article VII - 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 the Association.

**Section 2.** The president shall preside at all meetings, make all appointments that are deemed necessary to run the Association, create and/or appoint all committee chair persons, be an ex officio member of all committees and submit a report describing programs and board actions at the annual meeting. The president shall not vote on any matter except to make or break a tie or when vote is by secret ballot or entitled as a member. The president shall not cause or direct any policies or procedures to be created or implemented without approval by a majority vote of the board of directors. (Amended March 23, 2013)

**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 shall cause to be recorded the minutes of all board meetings and the annual meeting.

**Section 5.** The Treasurer shall be responsible for carrying out all fiscal policies and procedures adopted by the Board; and be responsible for preparation of financial statements and presentation of these to the Board at each regular meeting; and shall submit a written report at the annual meeting. All checks are to be signed by two officers.

**Section 6.** The Board of Directors shall adopt a Code of Ethics and Policy and Procedure Manual and the President shall appoint an Arbitration & Grievance Committee which together with these Bylaws shall constitute the governing authority of each member. All persons accepting membership in the Association agree to abide by the above as a condition of membership and continued membership.

## **Article VIII - MEETINGS**

**Section 1.** There shall be a minimum of one board meeting per quarter. Board meetings shall be called by the President. A Board meeting must be called within thirty days if petitioned by a majority of the members. The membership shall be notified at least two weeks prior to all regular board meetings and encouraged to attend.

**Section 2.** At any meeting of the Board of Directors, a majority of the members of the Board shall constitute a quorum. Decisions shall be reached by majority vote. No proxy voting shall be allowed.

**Section 3.** Members shall be admitted to all meetings except executive sessions. Non-members may be admitted to all meetings unless disapproved by a majority of the members present. Matters involving the personal affairs of an individual may be held in executive session. To discuss any other matter in executive session, a majority vote of the board is needed. Such vote may be held in Executive session or in an open meeting. (Amended March 9, 2019)

**Section 4.** Special meetings of the Board may be held by phone, email, or video conferencing. Special meetings of the Board shall be held upon call of the President or at the request of three Board members. All Board members will be notified of special meetings. The Agenda for a special meeting will include only those topics where a timely resolution is in the best interest of FAPPS, and in which the membership is better served by not waiting until the next regular Board meeting. Minutes of a special meeting shall be sent to all Board members within forty-eight hours of the meeting and each Board member shall be required to approve or correct the minutes within twenty-four hours of receipt. Such minutes will be available to all members in the same manner as regular meetings. (Amended March 9, 2019)

**Section 5.** An annual meeting shall be held. Officer's reports, committee reports, and any new or old business as the membership sees fit will be discussed. Those present at the meeting shall constitute a quorum.

**Section 6.** All notices provided for in the Bylaws shall be sent by mail or email to the addresses recorded with the Secretary and the posting of such notices to said addressee shall be regarded as notice to the members.

**Section 7.** At any meeting where a vote has been taken, the Secretary shall publish the following information in the next issue of the Association's newsletter; (a). a description of the motion or amendment, (b). the result of the vote and (c). the final wording of the order or amendment if passed.

**Section 8.** The latest edition of Robert's Rule of Order Newly Revised shall govern the conduct of all meetings where the Bylaws or the Policy and Procedure Manual does not specifically address.

## **Article IX - NAME, LOGO & ASSOCIATION MATERIALS**

**Section 1.** The logo shall be of a design to be determined by the Board of Directors. It shall be used only for the purpose of Association identification, signifying membership therein, on letterheads, business cards, and advertising matter.

**Section 2.** No member of the Association shall use their official position in the Association for advertising purposes in any manner whatsoever.

**Section 3.** As a condition of membership, every member of the Association agrees that use of the Association's logo, name and acronym is strictly for the purpose of acknowledgment of membership in the Association and said use shall be and is limited to the time during which their membership herein shall be in good standing, and each member hereby agrees that upon termination of their membership, they will discontinue use of such name, acronym and logo. (Amended March 21, 2012)

**Section 4.** The use and publication of any and all Association materials, including but not limited to written reports, meeting minutes, newsletters, and/or any other publications of this Association shall not be duplicated, reproduced or published in any public or private forum of any nature by any member of the Association or any other person without the express written permission of the Board of Directors and any previously granted permission may be revoked by the Board of Directors at any time. (Added March 10, 2012)

## **Article X - BYLAW AMENDMENTS**

**Section 1** Proposed Bylaw amendments may be submitted by active members and must be submitted to the secretary sixty days prior to the date of the annual meeting and published to the membership not less than thirty days prior to the annual meeting. (Amended March 23, 2013).

**Section 2.** The Bylaws may be amended or revised by an affirmative (2/3) vote of the membership present and voting at the annual meeting.

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

### **Article XI – RECALL OF AN OFFICER OR DIRECTOR**

Adopted March 10, 2018

**Section 1.** For the purposes of this Article, the term Director shall mean any Officer or Director that is serving on the FAPPS Board.

**Section 2.** A Director Recall Meeting may be held for any one of the following reasons:

- a. The Director fails to maintain the requirements to be a member of FAPPS.
- b. The Director fails to maintain the requirements to be elected to the Board.
- c. The Director violates the FAPPS Code of Ethics, Bylaws, or Policy and Procedure manual.
- d. The Director fails to execute the duties of his or her office.
- e. The Director refuses to work on any projects or committees.
- f. The Director misses one or more Board Meetings without notice or without a reasonable conflict.
- g. The Director displays repeated unprofessional conduct during meetings.

**Section 3.** Any Director may Petition the President to hold a Director Recall Meeting. Such Petition shall include details of a violation of at least one of the permissible reasons in Section 2. The Petition must be supported by at least 3 Directors. The Petition may be in written form or in any electronic form, and the supporting Directors may sign the written Petition or show their support in any electronic form including emailing a statement showing such support from their own email account.

**Section 4.** Once the President is in possession of a valid Petition and support from at least 3 Directors, the President shall schedule a meeting of the Board within two weeks and shall provide a copy of the petition to all board members. At least three days' notice of this meeting shall be given to all members. If all time requirements are met, the Director Recall Meeting can take place during any other Board Meeting.

**Section 5.** At the Director Recall Meeting, the Petition will be read or circulated to the Board. The Supporting Directors will be asked to affirm



their support of the Petition. Normal protocol for Motions, seconds, and discussion will follow.

**Section 6.** To remove a Director at least 6 votes must be cast to recall the Director. The Director under Petition shall not vote.

**Section 7.** If the President is the person that is being Petitioned for Recall, the Petition shall be directed to the Vice-President who shall assume all responsibilities of the President for the purposes of this Article.

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Bylaws revised March 10, 2018, by Joe Osborne, Jr., Secretary