



BYLAWS
Of the
COLORADO ASSOCIATION OF CERTIFIED CLOSERS, INC.
(A Statewide Association)
(Amended and fully revised August, 2006)

ARTICLE I
Name

The name of the organization shall be COLORADO ASSOCIATION OF CERTIFIED CLOSERS, INC., a Colorado nonprofit, nonsectarian, and nonpartisan corporation, hereinafter referred to as THE ASSOCIATION.

As Amended August 14, 1999

ARTICLE II
Objectives

The objectives of this organization shall be:

- To promote the interest of closing personnel employed in the offices of Lending Institutions, Real Estate Firms, Title Insurance Companies and allied businesses;
- To elevate the standards of persons in the closing profession;
- To bring about a spirit of cooperation and communication among closing personnel;
- To uphold the integrity, dignity and responsibility of its members in their duty to employers and clients;
- To extend the opportunities through educational programs designed to increase the knowledge, skill and techniques of persons in the closing profession.

ARTICLE III
Membership

Section 1. Membership in THE ASSOCIATION shall consist of Active, Associate, Affiliate, and Members At Large who are in good standing with THE ASSOCIATION along with Honorary Members as defined below.

- a. An Active Member shall be a person who is employed by a real estate firm lending institution, title insurance company or allied business who has a background as a Closer, Closing Processor or Closing Supervisor and who subscribes to the objectives of THE ASSOCIATION.
- b. An Associate Member shall be a formerly active member who is not presently employed as a Closer, Closing Processor or Closing Supervisor and who has paid dues each year since termination of active membership.
- c. An Affiliate Member shall be presently employed in a related field but is not eligible for Active or Associate member status.
- d. Members at Large shall be any professional in the industry, or related industries, whose place of business is located within an area without an ASSOCIATION Chartered Chapter. They shall be entitled to benefits of membership in THE ASSOCIATION upon approval by the Membership Committee and upon payment of applicable dues.
- e. An Honorary Member shall be a person who has performed meritorious service for THE ASSOCIATION and who has been selected by the Executive Committee for such membership. They shall not be required to pay dues.

As Amended August 14, 1999

- f. An Associate, Affiliate, and Member at Large may not hold an ASSOCIATION office above that of Secretary or Treasurer.
- g. Active, Associate, Affiliate, Members at Large, Honorary Members and Past Presidents shall be accorded all social privileges of THE ASSOCIATION.

Section 2. A member in good standing in a local chapter may transfer from one chapter to another.

Section 3. New chapters are to apply to THE ASSOCIATION for a charter upon having a minimum of ten (10) members.

Section 4.

- a. Should membership in a existing chapter decrease to less than ten (10) members, time shall be allowed until March 1 of the ensuing year to increase membership to ten or more. Said chapter having less than ten (10) members as of March 1 of said ensuing year shall then send their charter to the President of THE ASSOCIATION, pending cancellation.

- b. Should this occur, the remaining members may elect to unite with another chapter while seeking sufficient qualified persons to bring their membership up to or exceed the minimum as specified herein.
- c. Upon attaining the minimum number, or exceeding it, of qualified members, application may then be made for reinstatement to active status, up to March 1 of the ensuing year.

ARTICLE IV

Dues

Section 1. Membership dues shall be required amounts for THE ASSOCIATION and the American Escrow Association. The dues for all Active, Associate, Affiliate and Members at Large shall be payable at the August quarterly meeting for the fiscal year. Dues for members joining a chapter throughout the year shall be payable at the following quarterly meeting. Dues for Members At Large shall be determined by the Board of Directors at the Annual Business Meeting. If no action is taken thereon at such meeting, the dues shall remain the same. Dues for Members At Large shall be payable upon application for membership.

Section 2. A member is in good standing only when dues are paid to THE ASSOCIATION. A member whose dues are not paid shall not be included in THE ASSOCIATION roster.

ARTICLE V

Professional Designation

Section 1. The Professional Designations of THE ASSOCIATION shall be Certified Loan Closer, Certified Real Estate Closer, Senior Certified Real Estate Closer, and Senior Certified Loan Closer. The Professional Designations shall be awarded in accordance with the requirements of the Professional Designation Committee, as approved by THE ASSOCIATION Board of Directors.

As Amended August 4, 2001

ARTICLE VI

Fiscal Responsibility

Section 1. The fiscal year shall commence on the first day of June and shall end on the 31st day of May.

Section 2. An auditing committee of three (3) members shall be selected at the February meeting who shall audit the Treasurer's records within thirty (30) days after the close of the Treasurer's term of office and shall report to THE ASSOCIATION at the next regular meeting.

ARTICLE VII

Officers

Section 1. The Officers of THE ASSOCIATION shall be a President, President Elect, First Vice President, Second Vice President, Recording Secretary, Treasurer, Immediate Past President and Corresponding Secretary. The Corresponding Secretary shall be appointed by the President. Other elected officials of THE ASSOCIATION shall be a Colorado Director, an Alternate Colorado Director, five Colorado Delegates and five Alternate Delegates to the American Escrow Association.

Section 2. The term of office shall be one year and shall start immediately following installation during the Annual Conference for the President and President Elect. All other officers shall start immediately following the fiscal year, except for the AEA Director and Alternate Director.

- a. Officers may serve a maximum of two consecutive years in any one office. President and President Elect shall serve only one year. No limitation shall be placed on the number of terms for Colorado Delegates and Alternates to AEA.
- b. The AEA Director and AEA Alternate Director shall be elected for a two-year term and their term of office shall run from August 1 to August 1.

As Amended May 15, 2003

Section 3. Active Members, who are members in good standing, shall be eligible to hold any office. An Associate, Affiliate, or Member at Large in good standing may hold the office of Secretary, Treasurer, AEA Director, or AEA Alternate Director. Honorary Members may not hold office.

As Amended August 4, 2001

Section 4. An Officer may be removed from his or her office, for cause, by a majority vote of the members of the Executive Committee. In the event an Officer misses more than three (3) successive meetings of any combination of Executive Committee meetings or ASSOCIATION meetings during his or her term, such Officer will be deemed to have resigned from his or her office. The Executive Committee may ignore the requirement for attendance if there are extenuating circumstances and allow the Officer to continue in office.

If any Officer shall be removed pursuant to this Section, he or she shall be notified immediately by the President in writing and the vacancy shall be filled in according with Section 4 or 5, as applicable, of Article VII.

As Amended August 14, 1999

ARTICLE VIII

Nominations and Elections

Section 1. At the November meeting, THE ASSOCIATION shall elect a nominating committee which shall consist of one member from each chapter, who shall then elect a Chair(s), prepare a slate of one or more candidates for each office and for the positions of Colorado Director and Alternate Director to AEA, such slate to be announced at the February meeting.

Section 2. Nominations may also be made from the floor at THE ASSOCIATION Annual Business Meeting.

Section 3. Elected officials shall be elected by written ballot, except in the case of one nominee when voting may be viva voce, at THE ASSOCIATION Annual Business Meeting.

Section 4.

- a. The installation of Officers shall take place at THE ASSOCIATION Annual Conference.
- b. In the event a special election is held due to the resignation or removal of any Officer, the person elected to fulfill the remainder of the term shall be installed immediately after such election.

Section 5. Any vacancies among the elected officials, except the office of President, President Elect, and Colorado Director to AEA, shall be filled by a majority vote of THE ASSOCIATION Board of Directors voting thereon by ballot. THE ASSOCIATION Executive Committee shall have the authority to make temporary appointments to fill such vacancies, except in the office of President, President Elect, and Colorado Director to AEA, for the interim between meetings of THE ASSOCIATION Board of Directors, provided a regular or specially called meeting of THE ASSOCIATION Board of Directors is not to be held within thirty (30) days of the date when the office is declared vacant.

Section 6. At the February meeting, THE ASSOCIATION shall receive nominations from the floor for the five positions of Colorado Delegate and the five positions of Colorado Alternate Delegate to the American Escrow Association Annual Business Meeting and Conference. An election shall follow by written ballot, except in the case when voting may be viva voce. Only Active Members who are in good standing shall be eligible for election.

ARTICLE IX

Duties of Elected Officials

Section 1. The President shall be the presiding officer at all meetings of THE ASSOCIATION, of the Executive Committee and the Board of Directors.

Section 2. The President Elect shall perform the duties of the President in the absence of the President or upon the inability of the President to perform the duties of the office. In the event the President is unable to resume the duties of the office, the President Elect shall succeed to the office of the President and shall serve the remaining portion of the current term of office, and continue to serve the following year, the year for which elected. The President Elect shall serve as the Annual Conference Chair and shall act in an advisory capacity to host chapters for ASSOCIATION meetings.

Section 3. The First Vice President shall perform the duties of the President in the absence of both the President and President Elect. It shall be the specific duty of the First Vice President to assist the President in every way possible and to act as representative of the President when requested. The First Vice President shall serve as chair of the Education Committee.

As Amended August 18, 2006

Section 4. The Second Vice President shall perform the duties of the President in the absence of the President, President Elect, and the First Vice President. The Second Vice President shall serve as chair of the Chapter Organization and Membership Committee.

Section 5. The Recording Secretary shall take and transcribe the minutes of the proceedings of the Executive Committee meetings, THE ASSOCIATION Board of Directors meetings and THE ASSOCIATION Annual Business Meeting. The Recording Secretary shall prepare drafts of all minutes for THE ASSOCIATION President and Parliamentarian to review and approve before they are prepared for distribution.

Section 6. The Treasurer shall collect all monies belonging to THE ASSOCIATION and shall deposit the same in a bank(s) selected by THE ASSOCIATION Executive Committee. The Treasurer shall obtain a surety bond for an amount equal to the greatest monthly balance of the preceding year, the premium for this bond to be paid by THE ASSOCIATION. The Treasurer shall act as the Corporate Registered Agent for THE ASSOCIATION.

Section 7. The Corresponding Secretary shall conduct the correspondence of THE ASSOCIATION, under the direction of THE ASSOCIATION President.

Section 8. The Colorado AEA Director shall attend all AEA meetings for THE ASSOCIATION, and report on any changes or activity to the Board of Directors at the next Quarterly or Annual Business Meeting.

Section 9. The Colorado AEA Alternate Director shall perform the duties of the Colorado AEA Director in the absence of the AEA Director.

Section 10. THE ASSOCIATION officers holding the office of President, President Elect, First Vice President, Second Vice President, Secretary, and Treasurer may not at the same time hold the office of Chapter President.

ARTICLE X Meetings

Section 1. Regular meetings shall be held four times each year; in May, August, November and February, unless otherwise ordered by THE ASSOCIATION or by the Executive Committee.

Section 2. The May meeting shall be the Annual Business Meeting each year. The date and place shall be determined by the Board of Directors and it shall be the purpose of the Annual Business Meeting to:

Receive reports of the officers and chairs for the preceding year, act on recommendations, resolutions and other business presented, elect officers for the ensuing term and adopt a budget for the ensuing year.

As Amended August 14, 1999

ARTICLE XI Board of Directors

Section 1. The officers, the Immediate Past President, all past presidents who are active members, the President of each member chapter or duly authorized representative, two Delegates from each member chapter, the chair(s) of Standing Committees, the Colorado Director to the American Escrow Association, Parliamentarian, and the Corresponding Secretary shall constitute THE ASSOCIATION Board of Directors.

As Amended August 4, 2001

Section 2. THE ASSOCIATION Board of Directors shall:

- a. Transact the business of THE ASSOCIATION at all of THE ASSOCIATION meetings;
- b. Establish major administrative policies governing the affairs of THE ASSOCIATION;
- c. Devise and implement measures for the growth and development of THE ASSOCIATION consistent with its purposes;
- d. Decide upon the date and place for THE ASSOCIATION Annual Business Meeting and Annual conference;
- e. Contract for services as needed;
- f. Determine the method of auditing the records of THE ASSOCIATION;
- g. Establish committees as necessary.

ARTICLE XII

Executive Committee

Section 1. The President, the President Elect, the First Vice President, the Second Vice President, the Recording Secretary, the Corresponding Secretary, the Treasurer, Immediate Past President shall constitute the Executive Committee, and shall have the power to act for the Board of Directors between meetings of the Board and shall report any action to the Board.

Section 2. It shall be the duty of the Executive Committee to ratify appointments of standing committee chairs and other appointments where approval is required.

Section 3. A Parliamentarian may be appointed by the President, subject to the approval of the Executive Committee, who shall serve at all meetings of THE ASSOCIATION, shall attend meetings of the Executive Committee and the Board of Directors and shall serve with vote.

Section 4. The results of a vote of the Executive Committee, in any form (ie. telephone, email, fax), must be transcribed into written form and attached to the minutes of the next scheduled Executive Committee Meeting. Such vote shall have the force and effect of a vote taken at a meeting.

As Amended May 15, 2003

Section 5. A majority of the members of the Executive Committee shall constitute a quorum of that body.

ARTICLE XIII Standing Committees

Section 1. The Standing Committees of THE ASSOCIATION shall be: Advisory Committee of Past Presidents; Affiliate Liaison; Annual Conference; Bylaws and Policies and Procedures; Chapter Organization and Membership; Education; Finance; Government Affairs; Newspaper Correspondent; Professional Designation; Ways and Means; and Website.

As Amended August 18, 2006

Section 2. Committee chairs shall be appointed for a term of one year, may be re-appointed but may not serve more than three (3) consecutive years as chair of the same committee.

Section 3. Active, Associate, Affiliate and Members At Large may serve as chair(s) of the standing committees.

Section 4. All standing committee chairs shall serve with one vote, except for any chair already entitled to vote by virtue of holding an elected office, the duties of which include chairing a standing committee. In the case of co-chairs, only one vote shall be allowed for the committee.

ARTICLE XIV Duties of Local Chapters

Section 1. It shall be the duty of every local chapter to send to the President, the Corresponding Secretary and the Treasurer, the names and addresses of all chapter officers within ten (10) days after their election and the names and addresses of all standing committee chair(s) within the (10) days after their appointment.

Section 2. They shall pay to the Treasurer of THE ASSOCIATION the required annual dues for THE ASSOCIATION and the American Escrow Association in accordance with Article IV, Section 1.

The dues shall be accompanied by a list of all Active, Associate, Affiliate and Honorary Members including their addresses.

ARTICLE XV

Voting Body

Section 1. The voting body shall consist of THE ASSOCIATION Board of Directors or in their absence their alternates. (See Article XI, Section 1)

Section 2. All Past Presidents, who are members in good standing, have the right to vote at any general board meeting, at the annual business meeting, or at any special meeting of THE ASSOCIATION. The quorum shall not be changed based on these voting privileges. If a quorum is not met at any meeting and there are Past Presidents, who are members in good standing, present without a defined position on the Board, no more than two of the Past Presidents may complete the quorum count.

As Added August 4, 2001

Section 3. A quorum of THE ASSOCIATION regular meeting shall be one-third of the voting body. (See Article XI, Section 3)

As Amended August 4, 2001

ARTICLE XVI

Member of American Escrow Association

Section 1. Duties of THE ASSOCIATION to the American Escrow Association shall be as follows:

- a. To elect the Director, the Alternate Director, five (5) Delegates and five (5) Alternate Delegates to represent THE ASSOCIATION in all affairs involving the AEA.
- b. It shall be the duty of THE ASSOCIATION President to deliver to the AEA Director, the names and addresses of all THE ASSOCIATION officers and chairs within the (10) days after their election and appointment, who shall then forward said list to AEA.
- c. It shall be the duty of THE ASSOCIATION Treasurer to remit national dues with a membership roster to AEA and all other monies due AEA as provided by its guidelines.

ARTICLE XVII

Parliamentary Authority

Section 1. The rules of parliamentary practice comprised in Robert's Rules of Order Newly Revised shall govern all proceedings of THE ASSOCIATION, the Board of Directors, and the Executive Committee, subject to such special rules as have been or may be adopted, and insofar as they are not inconsistent with these bylaws.

ARTICLE XVIII

Amendments

Section 1. These bylaws may be amended by THE ASSOCIATION at any regularly scheduled meeting by a two-thirds vote.

Section 2. All proposed amendments shall be sent in writing to the President of each local chapter to be presented to its membership at least forty-five (45) days before they are to be voted upon.

ARTICLE XIX

Dissolution

Section 1. THE ASSOCIATION shall be nonsectarian, nonprofit and nonpartisan.

Section 2. Upon the dissolution, abandonment or termination of any member chapter, no income, contribution or other revenue or funds shall inure to the benefit of any individual. The Executive Committee shall, after paying or making provision for the payment of all liabilities of that member chapter, dispose of all assets of the chapter by giving them to charity.

Section 3. Upon the dissolution, abandonment, or termination of THE ASSOCIATION, no income, contribution or other revenue or funds shall inure to the benefit of any individual. The Executive Committee shall, after paying or making provision for the payment of all liabilities of THE ASSOCIATION, dispose of all assets of THE ASSOCIATION by giving them to charity.