

# **FEDERAL BAR ASSOCIATION CIVIL RIGHTS SECTION BY-LAWS**

## **ARTICLE I: NAME AND ESTABLISHMENT**

The name of this organization is the Civil Rights Section (hereinafter, "Section") of the Federal Bar Association (hereinafter, "Association"). The Section is established under Article VIII of the Constitution of the Association and is governed by the Constitution and By-laws of the Association and these By-laws.

## **ARTICLE II: PURPOSE**

The purpose of the Section shall be to further the purposes of the Association as stated in its Constitution and, in addition:

To promote high standards of professional competence and ethical conduct in the practice of civil rights law.

To promote the development of sound laws and policies in the civil rights field.

To enhance the professional growth and development of members of the civil rights bar.

[Additional purposes to be determined by the Section].

## **ARTICLE III: MEMBERSHIP AND DUES**

Section 1. ACTIVE MEMBERSHIP. Any active member of the Association in good standing and any honorary member shall be eligible for active membership in the Section and shall be enrolled as a member upon the payment of the annual Section dues.

Section 2. ASSOCIATES. Any associate of the Association in good standing shall be eligible for associate status with the Section and shall be enrolled as an associate upon the payment of the annual Section dues.

Section 3. DUES. Section dues for active members and associates shall be collected annually at the same time Association dues are collected. The amount of dues shall be determined annually by the governing body of the section, subject to the approval of the Board of Directors of the Association (hereinafter, "BOD").

Section 4. TERMINATION OF MEMBERSHIP. Any active member or associate of the Section whose annual dues are more than six months past due shall cease to be a member or associate of the Section.

## **ARTICLE IV: OFFICERS**

Section 1. OFFICERS. The officers of the Section shall be the Chairperson, the Chairperson-Elect, the Treasurer, the Secretary and the Newsletter Editor.

Section 2. TERMS. All officers of the Section will serve a term in office coterminous with that of the President of the Association. No person shall serve as Chairperson more than three (3) consecutive term(s). The fiscal year of the Section shall be the same as that of the Association.

### Section 3. DUTIES OF OFFICERS.

**CHAIRPERSON.** The Chairperson shall be the chief executive officer of the Section and preside at all meetings of the Section's membership and at meetings of the Board. The Chairperson shall appoint an officer of the Section to supervise the monitoring of legislation and the development of Section positions thereon. The Chairperson shall cause the Association and the Section's membership to be informed of the Section's activities, and shall perform such other functions as usually pertain to the office or as may be designated by the Board. The Chairperson shall designate persons, who need not be officers, for Membership, Chapter Liaison, and Programming/CLE.

**CHAIRPERSON-ELECT.** The Chairperson Elect shall assist the Chairperson in such manner and to such extent as the Chairperson may request. The Chairperson-Elect shall preside at meetings in the absence of the Chairperson. In case of the death, resignation, or disability of the Chairperson, the Chairperson-Elect shall perform the duties of the Chairperson for the remainder of the chairperson's term or disability.

**TREASURER.** The Treasurer shall keep accurate records of all income and expenditures of the Section and periodically report the financial condition of the Section to the Board and to the Association. The Treasurer shall consult with the chairpersons of Section activities concerning their activity budgets.

**SECRETARY.** The Secretary shall issue notices of all meetings of the Section's membership and of meetings of the Board and shall accurately record the minutes of those meetings. The Secretary shall perform recordkeeping and correspondence functions as are requested by the President or the Board and perform such other functions as usually pertain to the office.

**NEWSLETTER EDITOR.** The Newsletter Editor shall edit and publish the Section newsletter in consultation with the other members of the Governing Board and subject to the direction of the Chairperson.

### Section 4. SELECTION OF OFFICERS.

4.1 ELECTION. Selection of officers of the Section shall be by election except with respect to the office of Chairperson. The Chairperson-Elect shall automatically

assume the position of Chairperson upon the expiration of the previous Chairperson's term. All officers other than the Chairperson shall be elected at the Annual Meeting of the Section. This election may be by acclamation or, in the event the matter is contested, by secret ballot. An election shall be by secret ballot upon demand of five (5) active members present at the Annual Meeting. A majority of the active members present and voting shall be necessary to elect. Each active member in good standing shall be entitled to cast one vote for each position subject to election. In the event no candidate receives a majority of the votes cast, there shall be further balloting, dropping the candidate with the lowest number of votes on each ballot when there are more than two candidates. Mail-in, fax-back or e-mail ballots shall be authorized.

4.2. NOMINATION. The Chairperson shall appoint a Nominating Committee of five (5) persons from among the members of the Board and previous Section Chairpersons who are active members. The Nominating Committee shall nominate one person for each open office. The nominations of the Nominating Committee shall be circulated in writing to the membership of the Section with the notice of the Annual Meeting, which shall be mailed not later than three (3) weeks prior to the Annual Meeting. Additional nominations may be made in writing provided that they are submitted to the Secretary at least two (2) days prior to the Annual Meeting and endorsed by not less than ten (10) active members. No person may be nominated without his or her consent to serve if elected. The membership shall be notified of all such additional nominations at the Annual Meeting. No person may be nominated for Chairperson-Elect who shall not have been an active member of the Section for the preceding year. No member may hold two or more elective offices at the same time. It shall be the duty of the Secretary to prepare a ballot for the Annual Meeting in the event there are two or more nominees for any office.

#### **ARTICLE V: GOVERNING BOARD**

Section 1. COMPOSITION. There shall be a governing Board composed of (a) the officers of the Section, (b) the committee Chairpersons of the Section, (c) the immediate past Chairperson, and (d) up to eight (8) additional active members or honorary members appointed by the Chairperson.

Section 2. POWERS AND FUNCTIONS. The Board shall be vested with the powers and duties necessary for the administration of the activities of the Section consistent with the Constitution and By-laws of the Association. Among its functions are:

- (a) Recommending changes in Section bylaws and/or dues to the BOD.
- (b) Recommending changes in the Section's committee structure to the BOD.
- (c) Approving the annual budget of the Section.

(d) Setting the time and place of the Annual Meeting of the membership of the Section.

(e) Approving programs and awards recommended by the Section's officers or committees.

Section 3. VACANCIES. In case of the death, resignation, or disability of an officer (other than the Chairperson), a committee Chairperson, or a member of the Board, the Chairperson shall recommend, and the Board shall appoint, a replacement to serve out the remainder of the term.

## **ARTICLE VI: COMMITTEES.**

[To be determined by the Section].

Section 2. AD HOC COMMITTEES. The Section shall have such Ad Hoc Committees as shall be designated by the Chairperson.

Section 3. SELECTION OF COMMITTEE LEADERSHIP AND MEMBERS. Each committee shall have a Chairperson appointed by the Section Chairperson, with the approval of the Board, and such other officers as the Section Chairperson shall appoint, also with the approval of the Board, to assist the committee Chairperson. The committee Chairperson shall select the members of the committee from the active members and associates of the Section.

Section 4. COMMITTEE MEETINGS. Each committee shall meet at least once each year.

Section 5. PUBLIC POSITIONS. A committee may not issue a public report or take a public position on an issue either in its own name or on behalf of the Section. All proposals for public reports or positions shall be submitted to the Section's Board for consideration and issuance.

Section 6. TERMS. All committee Chairpersons, committee officers, and committee members will serve a term coterminous with that of the Chairman of the Section.

## **ARTICLE VII: MEETINGS**

Section 1. SECTION MEETINGS. Meetings of the membership shall be at the call of the Chairperson or the Board. There shall be an Annual Meeting of the membership of the Section at time and place selected by the Board. There shall be no quorum requirement for Section meetings, and all decisions shall be made by majority vote of the active members present and voting at any such meeting.

Section 2. BOARD MEETINGS. The Board shall meet at the call of the Chairperson as needed to carry out its administrative powers and functions, but no less frequently than quarterly. Six (6) members of the Board shall constitute a quorum for the transaction of Board business. All decisions of the Board other than the amendment of the By-laws shall be made by majority vote of the Board members present and voting at the Board meeting.

Section 3. NOTICE. The Secretary shall give at least three (3) days notice of all meetings of the Section and the Board.

Section 4. RULES OF ORDER. The rules of order for all meetings shall consist of (in the order stated):

(a) The Constitution and By-laws of the Association;

(b) These By-laws;

(c) Standing Resolutions passed by the Section's Board (copies of which shall be retained by the Secretary of the Section); and

(d) The current issue of Robert's Rules of Order.

## **ARTICLE VIII: PUBLIC POSITIONS**

The Section – in the name of the Association – may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Section only with the prior approval of the BOD. Without such prior approval, the Section may take a public position only if the position statement includes a disclaimer that indicates that the Section is taking the position in the name only of the Section. In any event, if the Section takes such action in its own name and not in that of the Association, the Section shall report that action immediately to the BOD.

## **ARTICLE IX: BY-LAWS**

Section 1. EFFECTIVE DATE. These By-laws shall be effective immediately upon approval of the BOD.

Section 2. AMENDMENT. These By-laws may be amended at any regular meeting of the Board by vote of two-thirds of the Board members present and voting, provided that each Board member shall be given at least 14 days notice of the meeting and the proposed amendment. The amendment shall not become effective until approved by the BOD.

## **Civil Rights Law Section Reimbursement Policy**

**Implementation of Policy:** This Section being newly formed, the reimbursement policy will take effect once the Treasurer decides that a sufficient balance has accrued for the Civil Rights Section.

**Meetings and Travel Expenses:** The Chair and the Chair-elect of the Section shall be reimbursed for travel expenses to the Annual Meeting and Convention and the Midyear Meeting and Convention. They shall also be reimbursed for registration fees, including CLE and social registrations, for the Annual Meeting and Convention and the Midyear Meeting and Convention. All other meeting and travel expenses must be authorized in advance by the Governing Board of the Section.

All expenses incurred by any member of the Section are subject to the requirements as outlined below.

**Air:** The Section will pay for reasonable coach or economy class travel. It is incumbent upon the traveler to attempt to get the greatest discount possible.

**Rail:** The Section will pay for reasonable travel expenses by rail, in lieu of airfare/car travel.

**Car:** The Section will pay for travel by car at the rate allowed under Federal reimbursement policy per mile, in lieu of airfare/rail travel. (See <<http://www.gsa.gov>>.)

**Ground Transportation:** The Section will reimburse for reasonable ground transportation and parking (e.g., taxi, bus, airport parking, taxi) for actual expenses, up to a maximum of \$100.00 per trip.

**Lodging, Meals and Incidentals:** The Section will reimburse for lodging, meals and incidentals, up to a maximum allowed under Federal per diem rates for the particular locality less meals and lodging provided. On travel days, meals and incidental expenses will be reimbursed at  $\frac{3}{4}$  of the per diem rate less any meals provided. (See <<http://www.gsa.gov>>.) In the event lodging and meals are associated with the social events at the FBA Annual Meeting and Convention, Midyear Meeting, or Section and Division Training, the reimbursement rate will be up to the rate negotiated by FBA with the provider.

**Meeting Fees:** Other than the registration fees for the Chair of the Section for the Annual Meeting and Convention and the Midyear Meeting and Convention, all other meeting fees, including registration fees, CLE

fees and social registrations, must be approved in advance by the Governing Board of the Association.

**Expenses Not Related to Meetings and Travel:** The Section will reimburse for expenses not related to meetings and travel, including postage, telephone, office expenses, etc., only if approved by the Governing Board of the Section.

**Receipt Requirement:** All expenses on requests for reimbursements must be properly documented with copies of receipts attached. If the person requesting reimbursement does not have a receipt of the expense, he or she must attach a memo explaining why there is no receipt. In those cases where there is no receipt, the Chair or Treasurer of the Section, depending upon who is the reviewing party, has the discretion to deny the expense.

**Timeliness Requirement:** All requests for reimbursement must be submitted within three months of incurring the expense. If receipts are not submitted within three months of incurring the expense, they will not be considered valid for reimbursement and the Chair or Treasurer of the Section, depending upon whom is the reviewing party, has the discretion to deny the expense.

**Compliance Requirement:** All requests for reimbursement must be approved by either the Chair or Treasurer of the Section. However, under no circumstances shall anyone have the authority to approve their own requests for reimbursement. The Chair shall submit his or her request(s) for reimbursement to the Treasurer, or in lieu of the Treasurer to the immediate past-Chair. The Treasurer shall submit his or her request(s) for reimbursement to the Chair. Further, all requests for reimbursement that are approved by the Chair or Treasurer, shall be copied to the Chair or Treasurer who did not receive the request.

**Exceptions by Governing Board:** Any request for reimbursement not in compliance [with] this policy may be submitted to the Governing Board for approval on a case-by-case basis, and the Governing Board shall have authority to approve such request.

**Speaker Reimbursement:** Speakers at Civil Rights Law Section continuing legal education events shall be reimbursed for travel expenses, lodging, meals and incidentals in accordance with this policy, but only after the speaker is approved by the Governing Board of the Section.

**Amendments/Changes to this Policy:** This policy may be amended from time to time, as deemed necessary, by the Governing Board of the Section.

