

**FEDERAL BAR ASSOCIATION CIVIL RIGHTS SECTION BY-LAWS  
AS AMENDED MAY 6, 2021**

**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 is to further the purposes of the Association as stated in its Constitution. In addition, the purposes of the Section are:

- 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, a mission/vision statement, or Section goals and objectives, may be determined by the Section through resolution of the Members at the Annual Meeting or Standing Resolution passed at any time by the Section's Board.

**ARTICLE III: MEMBERSHIP AND DUES**

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

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

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

Section 4. TERMINATION OF MEMBERSHIP. The membership of any active member or associate of the Section terminates if the person's annual dues are more than six months past due.

## **ARTICLE IV: OFFICERS**

Section 1. OFFICERS. The officers of the Section are the Chair, the Chair-Elect, and the Secretary/Treasurer.

Section 2. TERMS. All officers of the Section will serve a two-year term in office. The fiscal year of the Section will be the same as that of the Association.

Section 3. DUTIES OF OFFICERS.

Section 3.1 CHAIR. The Chair is the chief executive officer of the Section and presides at all meetings of the Section's membership and at meetings of the Board. The Chair informs the Association and the Section's membership of the Section's activities. The Chair performs all functions required by these By-laws and other functions as usually pertain to the office or as may be designated by the Board.

Section 3.2 CHAIR-ELECT. The Chair-Elect assists the Chairperson in the manner and to the extent as the Chair may request. The Chair-Elect will preside at meetings in the absence of the Chair. In case of the death, resignation, or disability of the Chair, the Chair-Elect will perform the duties of the Chair for the remainder of the Chair's term or during the period of disability.

Section 3.3 SECRETARY/TREASURER. The Secretary/Treasurer issues notices of all meetings of the Section's membership and of meetings of the Board and accurately records the minutes of those meetings. The Secretary/Treasurer receives and certifies nominations for officer positions as set forth in these By-laws. The Secretary/Treasurer performs recordkeeping and correspondence functions as are requested by the President or the Board. The Secretary/Treasurer consults with the Association regarding the statement of income and expenditures of the Section, and periodically reports the financial condition of the Section to the Board and Association. The Secretary/Treasurer performs other functions that usually pertain to the office.

Section 4. SELECTION OF OFFICERS.

4.1 SELECTION BY ELECTION; CHAIR-ELECT SUCCESSION. Selection of officers of the Section shall be by election except for the office of Chair. The Chair-Elect automatically assumes the position of Chair on the expiration of the previous Chair's term. All officers other than the Chair are elected at the Annual Meeting of the Section from a slate of nominees created by the processes in Section 4.2.

4.2. NOMINATIONS. Nominations for Section officers are made through a Nominating Committee, with additional nominations accepted from the membership.

4.2.1. NOMINATIONS COMMITTEE. At least two months before the

Annual Meeting, the Chair must appoint a Nominating Committee of three (3) persons from among the members of the Board and previous Section Chairs who are active members. The Nominating Committee must nominate at least one person for each open office. The nominations of the Nominating Committee must be circulated in writing to the membership of the Section with the notice of the Annual Meeting, which must be delivered not later than three (3) weeks before the Annual Meeting.

4.2.2. QUALIFIED MEMBER NOMINATIONS Section members may nominate Section officers by submitting a qualifying nomination to the Secretary. A nomination is qualifying if it is (a) submitted in writing at least two (2) days before the Annual Meeting, (b) is endorsed by five (5) or more active members, and (c) includes a statement that the nominated person consents to serve if elected. At the Annual Meeting, the Chair will notify the membership of any qualified nominations made under this section and present the nominations for consideration.

4.3 QUALIFICATIONS OF NOMINEES. A person nominated for Chair-Elect must have been a member of the Board of the Section for two years preceding the year in which the person will serve as Chair-Elect. No member may hold two or more elective offices at the same time. In addition, nominees must meet all qualification standards set by the Association or the BOD.

4.4 ELECTION. Election of officers may be by acclamation or, in the event the matter is contested, by ballot. The Secretary/Treasurer must prepare a ballot for the Annual Meeting in the event there are two or more nominees for any office. A candidate wins the election when the candidate receives a majority of the votes from active members present and voting. Each active member in good standing may cast one vote for each position subject to election. Ballots of members attending the annual meeting in person will be secret. Mail-in, fax-back, or e-mail ballots are prohibited. However, an active member attending the annual meeting via telephone or videoconference may communicate a vote to the Chair in a manner deemed appropriate by the Chair and will be recorded by the Chair. In the event no candidate receives a majority of the votes cast, additional votes will be held in which the candidate with the fewest number of votes on the ballot will be eliminated, until a candidate receives a majority.

## **ARTICLE V: GOVERNING BOARD**

Section 1. COMPOSITION. The Section's Governing Board comprises (a) the officers of the Section, (b) the Immediate Past Chair, (c) the Section Committee Chairs, (d) the Designated Board Members listed in Section 3, below, and (d) up to four (4) additional active members or honorary members.

Section 2. SELECTION OF GOVERNING BOARD MEMBERS. The Officers of the Section are selected through the election process contained in Article IV, Section 4 of the By-laws. The Immediate Past Chair automatically assumes the role after serving a term as Chair. The Committee Chairs are selected through the process

contained in Article VI, Section 3 of the By-laws. The Designated Board Members are appointed by the Chair.

Section 3. DESIGNATED BOARD MEMBERS. Designated Board Members may be selected from active and associate members of the Section. The Designated Board Members are:

3.1 NEWSLETTER EDITOR. The Newsletter Editor edits and publishes the Section newsletter in consultation with the Association and other members of the Governing Board, subject to the direction of the Chair.

3.2 MEMBERSHIP COORDINATOR. The Membership Coordinator consults with the Association regarding the current status of the Section's membership, reports to the Board about the status of its members, communicates with new members to encourage participation in the Section, and engages in other programs to expand its membership.

3.3 DIVERSITY, EQUITY, AND INCLUSION COORDINATOR. The Diversity, Equity, and Inclusion Coordinator ensures that the Section's meetings, nominations, elections, events, and other activities are conducted in an equitable and inclusive manner that promotes diversity of background and perspectives.

3.4 SOCIAL MEDIA COORDINATOR. The Social Media Coordinator develops and implements strategies to engage the Section's membership and the broader legal community on social media and similar platforms, reports to the Board about the Section's social media presence and performs related duties.

3.5 LAW STUDENT LIAISON. The Law Student Liaison acts as a link between the Section and the Association's law student membership.

3.6 PROGRAMMING COORDINATOR. The Programming Coordinator coordinates the Section's CLE and other professional development programs that the Section sponsors, supports, or produces.

Section 4. POWERS AND FUNCTIONS. The Board is 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) Setting goals and objectives of the Section to further its mission;
- (b) Authorizing the expenditure of Section funds for projects;
- (c) Requesting authorization from the BOD to take a public position on an issue in the name of the Association under Article VIII and the By-laws of the Association;
- (d) Taking a public position on an issue in the name of the Section only under Article VIII of these By-laws;
- (e) Recommending changes in Section By-laws and/or dues to the BOD;
- (f) Recommending changes in the Section's committee structure to the BOD;
- (g) Approving the annual budget of the Section;
- (h) Setting the time and place of the Annual Meeting of the membership of the

- Section;
- (i) Approving programs and awards recommended by the Section's officers or committees; and
  - (j) Other functions advancing the Section's mission, not inconsistent with these By-laws or the constitution, By-laws, mission, or policies of the Association.

## **ARTICLE VI: COMMITTEES**

Section 1. COMMITTEES. Standing committees are determined by the Section and may be created or dissolved by majority vote of active members at the Annual Meeting.

Section 2. AD HOC COMMITTEES. The Chair may create, designate, and disband all ad hoc committees necessary to further the Section's mission.

Section 3. SELECTION OF COMMITTEE LEADERSHIP AND MEMBERS. The Chair of the Section appoints, and the Board approves, a chair for each committee and other leadership positions necessary to assist the committee chair. Members of the committee may be selected from the active members and associates of the Section by the Section Chair, the Board, or by the member's assent.

Section 4. COMMITTEE MEETINGS. Each committee must 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 must be submitted to the Section's Board for consideration and issuance.

Section 6. TERMS. All committee chairs, other committee leaders, and committee members will serve a one-year term. Committee chairs and committee leaders may be reappointed by the Board. A committee member's term will automatically be renewed unless the committee member resigns the position or no longer maintains active status with the Section.

## **ARTICLE VII: VACANCIES**

Section 1. VACANCIES. In case of the death, resignation, or disability of an officer (other than the Chair of the Section), a committee chair, or a member of the Board (except for the Immediate Past Chair), the Chair will recommend, and the Board will appoint, a replacement to serve out the remainder of the term.

## **ARTICLE VIII: MEETINGS**

Section 1. SECTION MEETINGS. The Section must hold one Annual Meeting of the membership. The Annual Meeting will be held at a time provided by the Association at the Association's Annual Meeting, unless the Board selects a different the date, time, and place of the meeting. The Chair, or a vote of the majority of the Board, may call other meetings of the membership. Section membership meetings have no

quorum requirement, all decisions of the membership may be made by majority vote of the active members present and voting at any such meeting.

Section 2. BOARD MEETINGS. The Board must meet at least quarterly, at times, dates, and places selected by the Chair. The Chair may call the Board to meet more often as needed to carry out its administrative powers and functions, A quorum for the Board to transact business exists when at least five (5) members of the Board are present. All decisions of the Board other than the amendment of the By-laws are made by majority vote of the Board members present and voting at the Board meeting.

Section 3. NOTICE. The Secretary/Treasurer must 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 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 (the Secretary/Treasurer of the Section retains copies of any resolutions); and
- (d) The current issue of Robert's Rules of Order's Procedure in Small Boards, except that all motions must be seconded.

## **ARTICLE IX: 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 must report that action immediately to the BOD.

## **ARTICLE X: BY-LAWS**

Section 1. EFFECTIVE DATE. These By-laws are effective immediately after they have been approved by 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. The amendment becomes effective when approved by the BOD.