

**FEDERAL BAR ASSOCIATION
LGBT LAW SECTION**

ARTICLE I. NAME AND ESTABLISHMENT.

The name of this organization is the LGBT Law Section (hereinafter, “Section”) of the Federal Bar Association (hereinafter, “Association”). The Section is established under Article VIII of the Constitution of the Association (“Constitution”), and is governed by the Constitution and Bylaws of the Association, and these Bylaws (“Bylaws”).

ARTICLE II. PURPOSE.

The purpose of this Section shall be to further the purposes of the Association as stated in its Constitution; to promote and support the successful practice and professional development of all LGBT federal practitioners and their allies; to support and educate professionals with an interest in LGBT-related legal issues; and to serve and assist each chapter and circuit of the Association by developing and implementing programs, publications, and activities involving LGBT-related legal issues. These programs, publications and activities shall also serve to promote membership in the Association and 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 annual Section Dues. Any person enrolled in an American Bar Association-accredited law school who and is matriculating toward a law degree shall be eligible for membership in the Section. Where applicable, membership shall terminate upon disbarment or resignation and shall cease during the period of any suspension from the practice of law.

Section 2. Honorary Membership. Any member or associate of the Association may be made an honorary member or honorary associate of the Section upon the approval of the Governing Board (hereinafter, “Board”) of the Section (see Article V). Approval shall be indicated by a majority vote of those present and voting at a regular meeting of the Board. Honorary members and honorary associates shall be exempt from the payment of Section dues.

Section 3. 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 Section dues. Associate members of the Section shall not be eligible to hold Section office nor shall they be eligible to vote on Section business.

Section 4. 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

recommended by the Governing Board and approved by the Board of Directors of the Association (hereinafter, "Board of Directors").

ARTICLE IV. OFFICERS.

Section 1. Officers. The officers of the Section shall be the Chair, Vice-Chair, Treasurer, Secretary, Programs Chair, YLD Chair/Membership Chair, and Immediate Past-Chair. These officers shall constitute the Section's Governing Board pursuant to Article V of these Bylaws. To the extent practicable, officers shall represent a diversity of federal practice, and shall include both private sector and non-profit attorneys, as well as employees of the Federal Government.

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 Chair more than two consecutive terms or two separate terms; however, the Board of the Section may, upon majority vote, extend the term of office by one year. The fiscal year of the Section shall be the same as that of the Association.

Section 3. Duties of Officers.

- (a) Chair. The Chair 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 Chair may appoint an Officer of the Section to supervise the monitoring of legislation and the development of Section positions thereon. The Chair 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 is appropriate to the office or as may be designated by the Board.
- (b) Vice-Chair. Vice-Chair. The Vice-Chair shall assist the Chair in such manner and to such extent as the Chair may request. The Vice-Chair shall preside at meetings in the absence of the Chair. If the Chair is unable to perform the duties of the Chair, the Vice-Chair shall perform those duties.
- (c) 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 record keeping and correspondence functions as are requested by the Chair or the Board and perform such other functions as usually pertain to the office.
- (d) Treasurer. The Treasurer will account for all payments and income, and shall prepare the budget for the Section. The Treasurer shall

disburse monies as directed by the Chair in accordance with Association Policy 9-5 and these Bylaws.

- (e) Programs Chair. The Programs Chair shall be responsible for overseeing the coordination and implementation of all Section-sponsored programs and events including those that the Section co-sponsors. The Programs Chair shall also be responsible for ensuring compliance with Association policies.
- (f) YLD/Membership Chair. The YLD/Membership Chair shall prepare and disseminate materials for member recruitment and retention, manage mailing lists, develop list of potential members, develop recruitment plan, and produce or maintain an annual membership directory.
- (g) Immediate Past Chair. The Immediate Past Chair shall perform such duties as may be assigned by the Chair, including serving as a Committee chair.

Section 4. Progression. Progression of Officers of the Section shall be by election. The Chair shall appoint a Nominating Committee of no less than three members of the Section that shall nominate one or more candidates for each office sufficiently in advance of the expiration of Officers' terms to allow for nomination by the Committee, nomination in the alternative by membership petition consisting of signatures of at least 10 members of the Section, notice of nominations to the full Section membership and voting. It shall be the responsibility of each duly appointed Nominating Committee to establish and publish a schedule of each upcoming election so as to provide reasonable and adequate notice to the section membership. It is anticipated that officers shall progress upward at least every two years.

Section 5. Elections. Elections may be conducted in person, by mail, by e-mail, or any combination of those options. Unless otherwise stated on the ballot, all ballots are to be submitted to the Association staff person assigned to the Section for tabulation. Following each Election, the Secretary shall submit the Election results to the Association for certification by no later than August 1st of the following fiscal year.

ARTICLE V. GOVERNING BOARD.

Section 1. Composition. There shall be a Governing Board composed of the Officers of the Section and additional members appointed by the Chair.

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 Bylaws of the Association. Among its functions are:

- (a) Recommending changes in Section dues to the Board of Directors.

- (b) Recommending changes in the Section's committee structure to the Board of Directors.
- (c) Approving the annual budget.
- (d) Setting the time and place of an annual membership meeting.

ARTICLE VI. COMMITTEES.

Section 1. General. The Section shall have ad-hoc committees, as needed, appointed by the Chair or by a majority vote of the Board. These committees shall address areas of need, as they arise. There will be standing committees for Membership and Communications.

Section 2. Selection of Committee Leadership. Each Committee shall have a Committee Chair appointed by the Section Chair, with the approval of the Board, and such other officers as the Section Chair appoints, also with the approval of the Board, to assist the Committee Chair.

Section 3. Committee Meetings. Each Committee shall meet at least once a year, whether telephonically or in person.

Section 4. 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.

ARTICLE VII. MEETINGS.

Section 1. Section Meetings. Meetings of the membership shall be at the call of the Chair or the Board. There shall be at least one annual meeting of the membership of the Section.

Section 2. Board Meetings. The Board shall meet at the call of the Chair as needed to carry out its administrative powers and functions, but no less frequently than quarterly.

Section 3. Notice. The Secretary shall give at least five days' notice of all meetings of the Section and the Board.

Section 4. Minutes. Board and Section Meetings shall be recorded by the Secretary or other Executive Committee member so designated at the meeting. The minutes shall record at a minimum the date, the commencement and adjournment time of the meeting, the names of those members present, the substance of each motion presented, and the vote passing or defeating the motion.

Section 5. Rules of Order.

- (a) The Constitution and Bylaws and Policies of the Association;

- (b) These Bylaws; and
- (c) Standing Resolutions passed by this Section's Board; and
- (d) Robert's Rules of Order, Revised.

ARTICLE VIII. PUBLIC POSITIONS.

All proposals for public report or positions shall be submitted to the Section's Governing Board for consideration. A Section or duly constituted Committee of a Section—in the name of the Association—may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Section or Committee only with the prior approval of the Board of Directors. Without such prior approval, the Section or Committee may take a public position only if the position generally reflects the views of members of the Section and the position statement includes a disclaimer that indicates that the Section or Committee is taking the position in the name only of the Section or Committee. In any event, if a Section or Committee takes such action in its own name and not in that of the Association, the Section or Committee shall report that action immediately to the Board of Directors.

ARTICLE IX. ENDORSEMENTS AND CONTRACTS.

Section 1. Endorsements. This Section shall not endorse any organization or services not formally affiliated with the Association, or accept outside funding or endorsement of Section programs or activities except upon receiving prior written approval by the Association's Section Coordinator. All monies received or to be received in connection with any sponsorship or endorsement of an activity or program shall be delivered to the Association for allocation to the Section.

Section 2. Contracts. Per Policy 2-1 Authority to Sign Contracts, all contracts shall be approved by the Chair and signed by the Association Executive Director.

ARTICLE X. FISCAL MANAGEMENT.

Section 1. Annual Budget. The Section shall develop and maintain an annual budget. The budget for the current fiscal year shall be approved by the Governing Board in a timely manner so that it can be delivered to and received by the Sections and Divisions Manager by December 1 of the fiscal year, along with the completed Achievement Plan.

Section 2. Accounting. The Section shall use the Association's accounting department for the receipt of all revenue and the payment of all expenses.

Section 3. Reimbursement. The Section follows the Association's Policy No. 9-5: Section and Division Financial Management.

ARTICLE XI: BYLAWS.

Section 1. Effective Date. These Bylaws shall be effective immediately upon approval by the Board of Directors.

Section 2. Amendments. These Bylaws may be amended at any regularly meeting of the Board by vote of the three-fourths 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(s). The amendments shall not become effective until approved by the Association's Board of Directors.