

To: Mr. Smith
11-3-94

**STATE BAR OF GEORGIA
BY-LAWS OF THE
SECTION OF LABOR AND EMPLOYMENT LAW**

ARTICLE I

Name and Purpose

Section 1. The name of this Section shall be the "Section of Labor and Employment Law."

Section 2. The purpose of this Section shall be to promote the objects of the State Bar of Georgia within the field of labor and employment law; to sponsor actively the continuing education of the members of the State Bar of Georgia in this field; to study, review or initiate proposed legislation or policy for the improvement of the law and practice in this field and to Georgia; and to encourage the members of the Section interested in the problems of management, labor, and employment issues throughout the State of Georgia to meet and confer through the Section, upon various problems so that through such cooperation the members will promote justice; all pursuant to Article XIV of the By-Laws of the State Bar of Georgia as they presently exist, or as amended.

ARTICLE II

Membership and Dues

Section 1. Each member of this Section shall be a member in good standing of the State Bar of Georgia. Any member of the State Bar of Georgia, upon request and payment of annual Section dues, shall be enrolled as a member of this Section. Thereafter, such dues shall be paid in advance each year at the time of payment of dues to the State Bar of Georgia. Members so enrolled and whose dues are so paid shall constitute the membership of this Section. Any member whose annual dues shall be more than six (6) months past due thereupon shall cease to be a member and shall be dropped from the rolls of the Section, subject to reinstatement at any time upon the payment of dues for the current year.

Section 2. The annual dues of the Section Members shall be in an amount fixed by the Executive Committee, from time-to-time. Dues for regular members shall be payable in advance of each membership year, and shall not be pro-rated.

ARTICLE III

Officers

Section 1. The officers of the Section shall be a Chair, a Vice-Chair, a Secretary, a Treasurer, and an Immediate Past Chair, all of whom shall be members of the Section in good standing. In addition, there shall be an Executive Committee, whose composition, functions and qualifications are set forth in Article V hereof.

Section 2. Each officer shall hold office for a term beginning at the close of the Mid-Year(Winter) Meeting of the State Bar of Georgia immediately following his or her election and ending at the close of the next succeeding Mid-Year (Winter) Meeting and/or until his or her successor shall have been elected and qualified (whichever is later). The Vice-Chair shall be the Chair-Elect, and shall automatically become Chair for the term immediately following his or her term as Vice-Chair. The Secretary shall automatically become Vice-Chair for the term immediately following his or her term as Secretary. The Treasurer shall automatically become Secretary for the term immediately following his or her term as Treasurer.

Section 3. If a vacancy should arise in the office of Chair, the Vice-Chair shall become Chair for the unexpired portion of the term, and shall also hold the position of Chair for the next term. If a vacancy shall arise in the office of Vice-Chair, Secretary, or Treasurer, the Chair shall appoint a successor for the unexpired term. If a vacancy should arise in the office of Chair and there then also should exist a vacancy in the office of Vice-Chair, the Executive Committee shall appoint a successor Chair for the unexpired term. Any appointed successor shall advance to subsequent officer positions as described in Section 2 of this Article. In appointing any successor officers, the Chair or the Executive Committee, as the case may be, shall appoint individuals having the same practice concentrations (as described in Section 1 of Article VI) as their predecessors.

Section 4. The Chair shall preside at all meetings of the Section, shall appoint appropriate committees of the Section to serve during his or her term as Chair, shall plan and supervise the program of the Section at its annual meeting and perform all executive and administrative duties as necessary or proper to the organization and function of the Section, including any duty as from time to time may be prescribed by the Section or by the State Bar of Georgia.

Section 5. The Vice-Chair shall assist the Chair and, in the absence or disability of the Chair, shall perform the duties of the Chair.

Section 6. The Secretary shall keep minutes of all meetings of the Section, maintain the permanent records, give notices of meetings and perform such other duties as may be prescribed by the Chair.

Section 7. The Treasurer shall observe and assist the Treasurer of the State Bar of Georgia with the management of Section funds, render the annual financial report called for by Section 4 of Article VII, and perform such other duties as may be prescribed by the Chair.

ARTICLE IV

Meetings of the Section

Section 1. An annual meeting of the Section shall be held each year at or about the time of the Annual Midyear Meeting of the State Bar of Georgia and in the immediate vicinity of the same place; the date, time and meeting room are to be fixed by the Chair.

Section 2. A Special Meeting of the Section may be called by the Chair to be convened at such time and place and with such program and order of business as may be fixed by the Chair.

Section 3. Ten (10) members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 4. All actions of the Section shall be by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present.

Section 5. At least ten (10) days written notice of the time and place of each meeting of the Section shall be given by mailing same to each member of the Section on the rolls of the Section in the office of the State Bar of Georgia at the member's address as the same appears in said office. However, it shall not be required that any such notice be in a specifically separate mailing; the notice may be included in other written or printed material which is being distributed by mail to all of the members of the State Bar of Georgia or to any part thereof which is inclusive of all of the members of the Section.

ARTICLE V

Executive Committee

Section 1. The Executive Committee of the Section shall consist of the five officers of the Section, as set forth above in Article III, Section 1 hereof.

Section 2. The Executive Committee shall have full authority to act for the Section in any way in which the Section itself would be authorized to act and any such action taken by the Executive Committee pursuant to this provision shall be reported to the members of the Section at the next Annual Meeting of the Section.

Section 3. Three members of the Executive Committee present shall constitute a quorum for the transaction of business at every meeting; however, affirmative actions of the Executive Committee will require no fewer than three affirmative votes.

ARTICLE VI

Elections for Treasurer

Section 1. On an annual basis Members shall elect a Treasurer to serve a term of one year. Candidates eligible to be nominated for election as Treasurer shall be selected on a rotating basis from Section Members:

- (a) employed by governmental entities which enforce federal or state labor and employment laws; or,
- (b) the majority of whose labor and employment law clients are employers; or,
- (c) the majority of whose labor and employment law clients are labor organizations or their members; or,
- (d) the majority of whose labor and employment law clients are non-corporate individual charging parties, claimants, plaintiffs or defendants.

Section 2. Nominees for Treasurer whose term begins in 1995 (and in every fourth year thereafter) shall be selected from among those Section members referred to in Section 1 (d) of this Article (whose practice consists principally of representing non-corporate individual charging parties, claimants, plaintiffs or defendants). Nominees for Treasurer whose term begins in 1996 (and every fourth year thereafter) shall be selected from among those members referred to in Section 1 (b) of this Article (whose practice consist principally of representing employers). Nominees for Treasurer whose term begins in 1997 (and every fourth year thereafter) shall be selected from among those members referred to in Section 1(c) of this Article (whose practice consists principally of representing organized labor or their members). Nominees for the Treasurer position whose term begins in 1998 (and every fourth year thereafter) shall be selected from among those members referred to in Section 1(a) of this Article (who are employed in State or Federal government labor and employment law enforcement agencies).

Section 3. (a) The Treasurer shall be elected by the Section membership at large, without regard to the voter's employment or client constituency. All nominations for the position of Section Treasurer shall be made in writing, signed by at least two (2) Section members and delivered to the Chair not later than November 15 of each year, after which the nominations shall be closed. Ballots shall be mailed to all Section members not later than December 10, and must be returned for tabulating not later than December 30. The Candidate who receives the highest number of votes will be elected Treasurer (regardless of whether the vote is by a majority of the Section members voting). The name of the newly-elected Treasurer shall be announced at the Midyear (Winter) Meeting of the Section immediately following the vote, unless the vote is tied with the two leading candidates receiving the same number of votes. In the event of a tie vote, there shall be a run-off election between the two candidates with the highest number of votes. The run-off election shall be conducted at the luncheon of the Midyear (Winter) Meeting of the Section.

(b) If the deadlines prescribed in subsection (a) of this Section 3 as the timetable for nominating and electing the Treasurer become impossible or impracticable to meet for any reason judged sufficient by a vote of not less than four members of the Executive Committee, the Executive Committee may, by resolution, alter the timetable or prescribe an alternate procedure to conduct the election, so long as such procedure is consistent with these by-laws, the by-laws, rules and regulations of the State Bar of Georgia, and with principles of fairness and majority rule, in lieu of the procedures described in subsection (a) of this Section 3. Such alternate timetable or election procedure shall be utilized only in the immediately impending election.

Section 4. The names of duly nominated candidates for the position of Treasurer shall be placed on written ballots which shall be mailed to all Section Members, at their addresses as shown in the records of the State Bar of Georgia, not more than 30 days after the close of the State Bar winter meeting. The completed secret ballots shall be returned to the offices of the State Bar of Georgia not more than 30 days after their mailing to the membership. The ballots shall be opened and counted by (a) the Chair (or the Chair's designee) and (b) one other Executive Committee member designated by the Executive Committee.

ARTICLE VII

Finances

Section 1. Funds of the Section shall be deposited in the treasury of the State Bar of Georgia and shall be disbursed by the Treasurer of the State Bar

of Georgia to pay bills of the Section which have been approved for payment by the Executive Committee or the Chair.

Section 2. Funds of the Section shall be expended for such purposes as are related to the activities of the Section, or as from time to time shall be authorized by the Section's Executive Committee.

Section 3. Officers and members of the Section shall not be compensated for services thereto.

Section 4. A financial report of the funds of the Section shall be rendered at each annual meeting thereof. The Section shall have the same fiscal year as the State Bar of Georgia.

ARTICLE VIII

Miscellaneous

Section 1. The Section shall from time to time conduct programs for the continuing legal education of members of the Bar in the field of Labor and Employment law and related fields of law; it may coordinate such education efforts and co-sponsor such programs with other Sections of the State Bar of Georgia, or of other states, the American Bar Association, local bar associations, academic institutions, or the Georgia Institute for Continuing Legal Education (ICLE), or other entities competent to present accredited professional training or continuing legal education to Section members.

Section 2. This Section may from time to time sponsor, promote, study or review proposed legislation and report and make recommendations thereon to the State Bar of Georgia.

ARTICLE IX

Effective Date and Amendment

Section 1. These By-Laws shall become effective upon approval by the Board of Governors of the State Bar of Georgia.

Section 2. These By-Laws may be amended by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present and subsequent approval thereof by the Board of Governors of the State Bar of Georgia.

/\E:\mac\bar\laborbyl.stb