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After a strategic planning meeting of the juvenile law council, the section bylaws have been completely redrafted in a new proposed format. The new proposed bylaws will be voted on at the section's Annual Meeting in February at the 29th Annual Juvenile Law Conference. The substantive changes include:

- Changing the year for officer and council member service to coincide with the State Bar year (June 1 – May 31);
- Addition of a process to be followed to nominate section members as officers and council members;
- Clarification of how council vacancies are filled;
- Creation of a Social Committee;
- Providing free Section membership to law students and newly-licensed attorneys; and
- Add financial provisions required by the State Bar.

BYLAWS OF THE JUVENILE LAW SECTION

As Approved By the State Bar of Texas Board of Directors

Dated: _____ 2016

ARTICLE I. Name and Purpose

1.1 Name. This Section shall be known as the Juvenile Law Section.

1.2 Purpose. The purpose of this Section shall be to further the purposes and objectives of the State Bar of Texas within the field of juvenile law, subject to applicable federal and state laws, rules and regulations and the policies of the State Bar of Texas (the "State Bar").

ARTICLE II. Members and Dues

2.1 Members.

- a. *Voting Members.* Voting Members of the Section are those licensed Texas attorneys who are members in good standing of the State Bar, have joined the Section and are current in the payment of their Section dues. Only Voting Members may vote in Section elections and on matters coming before the Section members for action.
- b. *Public Members.* Public Members of the Section are those individuals who are not licensed to practice law in Texas but are interested in juvenile law, including out of state attorneys, paralegals, law students, employees of juvenile probation departments, employees of the Texas Juvenile Justice Department, employees of juvenile correctional facilities, academics, advocates, and non-attorney judges who have joined the Section and are current in the payment of Section dues. Public members are allowed the same benefits of membership as Voting Members, but Public Members may not hold themselves out as being members of the State Bar or make any representation that they are licensed by the State Bar. Public Members are not eligible to vote in Section matters and may not hold an elected position on the Council.

2.2 Section Dues.

- a. Each member of the Section shall pay annual Section dues in the amount established from time to time by the Section Council and approved by the State Bar Board of Directors. Section dues shall be due and payable on or before June 1 of each year.
- b. In accordance with State Bar rules, free membership is available to an individual enrolled in and attending law school.
- c. In accordance with State Bar rules, free membership is available to an attorney admitted to the State Bar who has been licensed two years or less.

2.3 Termination of Membership. On the occurrence of any of the following, a Section member shall immediately cease to be a member of the Section without any further action required:

- a. being six months or more delinquent on payment of Section dues;
- b. ceasing to be a member in good standing of the State Bar of Texas (Voting Members only);
- c. being found by a majority vote of the Council to have represented himself or herself as a member of the State Bar or as a member licensed by the State Bar (Public Members only).

ARTICLE III. Council and Officers

3.1 Council.

- a. The powers, business, and property of the Section shall be conducted, controlled, and managed by a Council, to the extent authorized by law and the policies of the State Bar.
- b. The Council is composed of the following members:
 - i. Nine (9) elected Council Members, all of whom must be Voting Members of the Section in good standing;
 - ii. the Section Officers;

- iii. the Immediate Past-Chair of the Section;
- iv. the State Bar of Texas President and President-Elect as non-voting *ex officio* members; and
- v. such other non-voting *ex officio* members appointed by the Council as it may from time to time determine by resolution.

3.2 Elected Council Members

- a. Three elected Council Members shall be elected each year in accordance with the election provisions below.
- b. Elected Council Members shall serve three-year terms, beginning June 1 of the year in which the Council Member was elected and ending on May 31 of the following year.
- c. No elected Council Member may serve more than two consecutive full three-year terms, except in the case of a person appointed to fill a vacancy with less than one year remaining as provided by Article IV, herein.

3.3 Officers.

- a. The Officers of the Section are:
 - i. the Chair;
 - ii. the Chair-Elect;
 - iii. the Treasurer; and
 - iv. the Secretary.
- b. Section Officers are elected in accordance with the election provisions below and serve one-year terms, commencing on June 1 following the adjournment of the Annual Section Meeting at which the officer is elected and ending on May 31 of the following year or, if later, when the successor has been elected and has assumed office. No person may serve more than one full term in each office, except that a person appointed to fill a vacancy as provided by these bylaws may later be elected to a full term in that office.

3.4 Ineligibility.

- a. No person shall be eligible for election or appointment as a Council Member or as an Officer if that person is at the time of the election or appointment a partner, associate, or an employee of another Officer or voting member of the Council or of such member's law firm. This exclusion does not apply to government agencies.
- b. No person shall be eligible for election or appointment as a Council Member or as an Officer if that person is at the time of the election or appointment a spouse of or otherwise within one degree of consanguinity or affinity related to another Officer or voting member of the Council.

ARTICLE IV. Nominations and Elections

4.1 Nominations.

- a. *Appointment.* The Chair will appoint a Nominating Committee consisting of the Chair, the Immediate Past Chair, and two elected Council Members.
- b. *Notice.* Within 30 days following the appointment of the Nominating Committee, the Chair will cause notice to be given to the Voting Members of the Section, identifying the members of the Nominating Committee and calling for nominations for Chair-Elect, Treasurer, and Secretary and the elected Council Members whose terms expire that year. Notice is sufficient if made by electronic mail, U.S. mail, prominent posting on the Section's website, or published in the Section's newsletter.
- c. *Nominations.*
 - i. Only current elected Council Members or Officers may be nominated for a position as an Officer of the Section. Only current Voting Members of the Section may be nominated for a position as an elected Council Member.
 - ii. Any Voting Member of the Section may submit nominations to any member of the Nominating Committee during the time beginning on the date of the notification and ending 90 days before the Section's next annual meeting.
 - iii. Upon receipt of a nomination, the Nominating Committee will confirm that the nominee wishes to be considered for election. From the candidates who have accepted nomination and any additional candidates chosen by the

Nominating Committee, the Nominating Committee will develop and report to the full Council its recommended nominations for the Officer and elected Council Member positions. In selecting nominees, the Nominating Committee shall adhere, insofar as possible, to the principle that the nominees as a group shall be representative of all constituent groups of the membership.

- iv. The Chair shall notify the Voting Members of the nominations. Notification of nominations will be delivered or published no later than 30 days prior to the Section's annual meeting. Such notification may be made by electronic mail, U.S. mail, prominent posting on the Section's website, or published in the Section's newsletter. Other nominations may be made from the floor at the Annual Meeting.

- d. *Documentation.* Documentation regarding all individuals considered for nomination shall be provided to the Secretary for preservation. The Secretary shall make such information available to the next year's Nominating Committee.

4.2 Elections. Elections will be by simple majority of the Voting Members present and voting at the Section's annual meeting at which the election is held. Voting may be by written ballot or show of hands, as the Council deems appropriate.

4.3 Chair Succession. Upon the expiration of the Chair's term, the Chair-Elect will succeed to the office of Chair.

4.4 Vacancies.

- a. If any elected Council Member or Officer shall fail to attend two consecutive meetings of the Council without reason acceptable to the voting members of the Council, the member is automatically removed from the Council and the position is considered vacant, to be filled as provided herein.
- b. *Chair.* In the event of the death, disability, resignation, removal, or termination of Section membership of the Chair, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term or disability, whichever is shorter.
- c. *Chair-Elect.* In the event of the death, disability, resignation, removal, or termination of Section membership of the Chair-Elect, the Treasurer shall perform the duties of the Chair-Elect for the remainder of the Chair-Elect's term or disability, whichever is shorter.
- d. *Secretary or Treasurer.* In the event of the death, disability, resignation, removal, or termination of Section membership of the Secretary or Treasurer, the Chair may perform the Officer's duties or the Council may fill the vacancy by the appointment of an elected Council Member. If the vacancy is filled by appointment, the person filling the vacancy shall perform the Officer's duties for the remainder of the Officer's term or disability, whichever is shorter.
- e. *Elected Council Member.* In the event of the death, resignation, removal, or termination of Section membership of any elected Council Member, the Council may fill the vacancy by appointment. The person appointed to fill the vacancy must be a Voting Member of the Section.
 - i. If the term has less than one year remaining, the person so filling the vacancy will serve the remainder of the unexpired term.
 - ii. If the term has more than one year remaining, the person so filling the vacancy will serve until the close of the next Section annual meeting. The remainder of any elected Council Member's vacated unexpired term will be filled by election at the next Section annual meeting in accordance with these Bylaws.

ARTICLE V. Duties and Powers of Officers

5.1 Chair. The Chair will preside at all meetings of the Section and of the Council, plan and supervise the activities of the Section, serve on the State Bar's Council of Chairs, and perform such other duties and acts as usually pertain to the office. The Chair is responsible for submitting a budget to the State Bar as required by Article 8, Section 8.2, herein.

5.2 Chair-Elect. The Chair-Elect will perform the duties of Chair during the disability or absence of the Chair and will perform such other duties as directed by the Chair or the Council. The Chair-Elect shall serve as parliamentarian.

5.3 Treasurer. The Treasurer will serve as the custodian of all financial reports of the Section, receive all dues and other funds paid to the Section, provide required financial information to the State Bar, invest the funds of the Section subject to the requirements and parameters established by the State Bar, and provide financial reports to the Council at each of its meetings. Subject to requirements of the State Bar and the approval of the Council, the Treasurer, along with the Chair, has full authority to appoint

depositories of the funds of the Section and to make deposits thereto and withdrawals therefrom. The Treasurer shall prepare the budget for the Chair to submit to the State Bar as required by Article 8, Section 8.2 herein.

5.4 Secretary. The Secretary will serve as the custodian of the books, reports, and records of the Section, with the exception of the financial records; keep a correct record of the proceedings of all meetings of the Section and the Council; and maintain the rosters of the Section members, the Section committees, and the Council. The Secretary shall ensure that these Bylaws are followed. At the end of each year, the Secretary shall ensure that the minutes, reports, records, and pictures of the Section generated during the year are archived with the State Bar of Texas as long as the State Bar of Texas provides such services.

ARTICLE VI. Duties and Powers of the Council

6.1 Authority. Subject to applicable law and the policies of the State Bar, the Council will have general supervision and control of the affairs of the Section to ensure that the purposes and objectives of the Section are carried out. The Council will supervise the expenditure of funds received by the Section from dues and all other Section activities.

6.2 Committees.

- a. *Establishment.* From time to time, the Council may establish such Council committees and Section committees as it deems advisable to perform such duties and exercise such powers as the Council directs, subject to the limitations of these Bylaws, the policies and procedures of the State Bar of Texas, and all applicable law.
- b. *Membership of Council Committees.* Membership of Council committees will consist of Officers, elected Council Members, and such non-voting *ex officio* members as the Council determines. The Chair, with the advice of the Chair-Elect, will appoint the membership of Council committees, subject to the approval of the Council.
- c. *Membership of Standing Committees.* The Council may establish the terms of membership on Section committees and may vest in the Chair or the Chair-Elect or both to appoint members to Section committees under the guidelines and restrictions the Council imposes. Membership of Section committees may consist of Voting Members and Public Members of the Section. Subcommittees of standing committees may be created by the Council.
- d. *Standing Committees.* Until otherwise determined by action of the Council, the standing committees of the Section will include, but are not limited to:
 - i. *Annual Conference Committee:* The Annual Conference Committee is responsible for planning the annual Juvenile Law Conference. The Chair-Elect is the Chair of the Annual Conference Committee, which shall also consist of at least two Council Members and two members of the Section.
 - ii. *Publications Committee:* The Publications Committee is responsible for overseeing the development, publication, and distribution and/or sale of all publications of the Section, including forms, manuals, newsletters, and brochures. The Publications Committee is also responsible for updating the Section website and maintaining any online or social media groups of the Section.
 - iii. *Social Committee:* The Social Committee is responsible for planning social and networking events of the Section in order to fulfill our mission of promoting fellowship in the practice of juvenile law.
- e. *Standing Committee Reports.* The Council will monitor the activities and functions of the Section committees and may require such committees to report to the Council with such frequency as the Council deems advisable.

ARTICLE VII. Meetings

7.1 Meetings of the Council.

- a. *Quorum.* A quorum of the Council consists of a simple majority of the voting Council Members. No action may be taken at any Council meeting without the presence of a quorum of the Council.
- b. *Voting.* Unless otherwise stated in these Bylaws or required by the policies of the State Bar, all binding actions of the Council must be by a majority vote of the voting Council Members present at the Council meeting. Voting may be by written ballot, hand count, or voice vote. Voting by proxy shall not be allowed. Except as may be otherwise provided in these Bylaws, Council meetings shall be governed by the then current edition of *Roberts Rules of Order*

- c. *Regular Meetings.* Regular meetings of the Council shall be held in the summer, fall, winter, and spring at such time and place as determined by the Chair. Notice of regular meetings will be delivered to Council Members by electronic mail or U.S. mail at least ten days prior to the date of the meeting.
- d. *Special Meetings.* Special meetings of the Council may be held at such time and place as determined by the Chair for the purpose of taking such necessary or emergency action as may be required before the next scheduled regular Council meeting. Notice of a special meeting will be delivered to the Council Members by electronic mail or U.S. mail at least three days prior to the date of the meeting. The notice must describe the general purpose or purposes of the meeting and the reason a special meeting is deemed necessary. A quorum of the Council Members may waive the notification requirement by affirmative vote at the special meeting.
- e. *Waiver of Notice by Attendance.* Attendance of a Council Member at a Council meeting constitutes waiver of notice unless the Council Member's attendance is expressly for the purpose of objecting to the transaction of business at the meeting without adequate notice.
- f. *Participation.* With the approval of the Chair, Council members may participate in Council meetings by teleconference or videoconference. A Council Member participating by teleconference or videoconference is counted toward a quorum and may vote on any matters coming before the Council at the meeting.
- g. *Actions in Lieu of Meeting.* The Council may take action on a matter concerning the Section through the use of electronic mail or U.S. mail. The Chair may, and upon the request of a member of the Council shall, send notice by electronic mail or U.S. mail to all Council Members with an explanation of the action and fiscal impact of the action, if any, and will request each voting member of the Council to submit to the Secretary by email or U.S. mail his or her vote regarding the action. The Chair will determine the length of time for discussion and comment and include the date by which a vote must be cast in each request for action. Upon receipt of all votes, the Chair will notify the Council Members of the result. The Secretary shall record upon the Minutes each matter so submitted, when, how, and at whose request each was submitted, and the vote of each member of the Council thereon.

7.2 Section Meetings.

- a. *Annual Meeting.* The Section will hold an annual meeting in conjunction with the Annual Conference. The meeting will be at such time and place as determined by the Chair and approved by the Council. Notice of the annual meeting will be provided to Section members at least 20 days prior to the meeting and may be delivered by electronic mail, U.S. mail, or prominent posting on the Section's website.
- b. *Special Meetings.* Special meetings of the Section may be held at such time and place as may be determined by the Chair and approved by the Council. Notice of a special meeting shall be provided to Section members at least 10 days prior to the meeting and may be delivered by electronic mail, U.S. mail, or prominent posting on the Section's website. The notice must describe the general purpose(s) of the special meeting and the reason a special meeting is deemed necessary.
- c. *Quorum and Voting.* At all Section meetings, a quorum consists of a simple majority of Voting Members present at the meeting. Voting may be by written ballot, hand count, or voice vote. Voting by proxy shall not be allowed.

ARTICLE VIII. Financial Provisions

8.1 Depositories and Investments. Section funds must be invested consistent with the State Bar's Investment Policy as set forth in the State Bar Board of Directors Policy Manual, as the same may be amended from time to time. Section funds must be deposited into either a branch of the State Bar banking depository or an alternative banking depository meeting the requirements of the of the State Bar's Investment Policy.

8.2 Financial Books, Records and Reports. The Section must maintain accurate financial books and records and have appropriate controls on the maintenance and disbursement of the Section's funds, all in a fashion that permits the inclusion of the Section's financial information in the State Bar's financial statements and audit. The Section must provide to the State Bar such financial information as may be required for compliance with the requirements for the independent financial and/or internal audits of the State Bar as required by applicable law, rules and regulations, and pursuant to the State Bar's procedures for reporting section financial reporting, as such procedures may be amended from time to time. The Section will submit to the Executive Director of the State Bar by July 15th of each year a budget for the then current fiscal year.

8.3 Sales Tax. To the extent required by law, the Section will collect sales tax on goods or services that it sells and will remit monthly to the State Bar all sales tax collected during the immediately preceding month, along with a report listing the price, quantity, and description of the goods or services so sold in such detail as the State Bar Accounting Department reasonably may require to ensure compliance with applicable law, rules, and regulations.

8.4 State Bar Assistance. The Section may request the State Bar Accounting Department to manage Section funds, including depositing dues, managing operating expenses, issuing checks, and preparing financial reports and budgets.

8.5 Authorized Expenditures. Expenditures out of the dues or other money, whether current or accumulated, shall be made only by the authority of the Chair or the Council.

8.6 Reimbursement. No salary or compensation may be paid to any Section Member, Council Member, Officer, or Committee Member. Such persons may be reimbursed for actual costs attributable to the business of the Section, as authorized by the Chair or the Treasurer.

ARTICLE IX. Miscellaneous

9.1 Fiscal Year. The fiscal year of the Section shall be the same as that of the State Bar of Texas.

9.2 Legislative Policy. Prior to the beginning of each regular legislative session, the Section may compile and submit to the Legislative Subcommittee of the State Bar suggestions regarding legislation the Section believes would be beneficial to the field of juvenile law. The section may also seek the authority to present its position before a public, judicial, executive, or legislative body. The Section's authority to take such a position may be authorized by the Council only after written notice to all Officers and elected Council Members of the proposed position to be adopted and the date on which the position will be considered by the Council. The Section will at all times comply with the requirements of the Legislative Policy as set forth in the State Bar Board of Directors Policy Manual.

9.3 Policy Recommendations. No action or policy recommendation of the Section shall be construed to represent an official action or policy of the State Bar of Texas unless the action or policy recommendation has been acted on and approved by the Board of Directors, the General Assembly, or the membership as required by State Bar rules.

9.4 Political or Social Policy Advocacy Position. No position may be taken by the Section or its members in the name of the Section or the State Bar that advocates or advances a political or social policy position in violation of State Bar policies, the State Bar Act, the State Bar Rules, or any other applicable state or federal law.

9.5 Section Name Change. The Section may not change its name without the approval of the State Bar Board of Directors in accordance with the then current State Bar policies and procedures.

9.6 Confidentiality of Section Member Information. All information concerning any Section member that is deemed confidential by state or federal law, including Tex. Govt. Code Ch. 552 and Tex. Occ. Code Ch. 59, including email addresses, may be used only for official section business and may not be disclosed to the public or any third party. The Section will take reasonable and necessary precautions to protect the confidentiality of all such information.

9.7 Amendment of Bylaws. These Bylaws may be amended at any meeting of the Section by a majority vote of the Voting Members present and voting, provided that any proposed amendment is first approved by a majority of the Council and notice of the proposed amendment in accordance with these Bylaws has been provided to all Voting Members at least 30 days prior to the meeting at which the amendment will be considered. No amendment will become effective until approved by the State Bar Board of Directors in accordance with the then current State Bar policies and procedures.