

BYLAWS OF THE LEGISLATIVE AND CAMPAIGN LAW SECTION STATE BAR OF TEXAS

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**ARTICLE I
Name and Purpose**

1.1 Name. This Section shall be known as the Legislative and Campaign Law Section of the State Bar of Texas.

1.2 – Purpose. The purpose of the Legislative and Campaign Law Section is to provide education and resources to Texas attorneys who practice in the areas of campaign finance, campaign law, election law, the laws surrounding legislative advocacy, and to those who represent businesses or individuals needing expertise in these areas.

**ARTICLE II.
Members and Dues**

1.1- 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.

2.2 Section Dues. The annual dues are twenty dollars (\$20). Except for the initial payment of dues upon joining the Section, dues are payable on the due date for the member’s membership fees. Section dues shall be due and payable on or before June 1 of each year.

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. any member who is delinquent on payment of Section dues;
- b. any Voting Member who ceases to be a member in good standing of the State Bar of Texas;

**ARTICLE III.
Council and Officers**

Section 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. Twelve (12) elected Council members, all of whom must be voting members of the Section in good standing;

ii. the State Bar of Texas President and President-Elect as non-voting *ex officio* members; and

iii. such other non-voting *ex officio* members appointed by the Council as it may from time to time determine by resolution.

c. *Terms.* Elected Council members shall serve three-year terms, commencing on the adjournment of the Section's annual meeting at which they are elected and ending on the adjournment of the Section's third annual meeting thereafter or, if later, when their successors have been elected and have assumed office. Four elected Council members shall be elected each year in accordance with the election provisions below.

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.~~

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~~b. The Council is composed of the following members:~~

~~i. Six (6) 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.~~

~~e. *Terms.* Elected Council members shall serve two-year terms, commencing on the adjournment of the Section's annual meeting at which they are elected and ending on the adjournment of the second Section's annual meeting thereafter or, if later, when their successors have been elected and have assumed office. Three elected Council members shall be elected each year in accordance with the election provisions below. No elected Council member may serve more than two consecutive two-year terms. The terms of the Section Officers on the Council shall be commensurate with their terms in office.~~

3.2 Officers.

The Officers of the Section are:

- (a) The Chair
- (b) The Chair-Elect
- (c) The Secretary
- (d) The Treasurer

3.3 Terms of Officers

Section Officers are elected in accordance with the election provisions below and serve one-year terms, commencing on the adjournment of the Section's annual meeting at which they are elected and ending on the adjournment of the next Section's annual meeting or, if later, when their successors have been elected and have assumed office.

3.4 Duties of Officers

- a. **Chair.** The Chair supervises and controls the Section's business and affairs and presides at all meetings of the members and of the Council. The Chair performs other duties prescribed by the Council and all duties incident to the office of Chair.
- b. **Chair-Elect.** The Chair-Elect performs other duties prescribed by the Council and all duties incident to the office of Chair-Elect. The Chair-Elect shall assume the duties of the Chair at any meeting at which the Chair is absent.
- c. **Secretary.** The Secretary is the administrative officer of the Section. The Secretary ensures that the Section's records are secure and complete, proper notices required by these Rules, State Bar policy, or statute are given, and a true record of the proceedings of all meetings of the members and of the Council is kept. The Secretary performs all other duties prescribed by the Council and all duties incident to the office of Secretary.
- d. **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.

ARTICLE IV

Meetings

4.1 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 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. *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.

f. *Actions in Lieu of Meeting.* With the written consent of two-thirds of the voting members of the Council, the Council may take action on a matter concerning the Section through the use of electronic mail or U.S. mail. In such event, the Chair will 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 member of the Council to cast their vote for or against the action by electronic mail or U.S. mail. Upon receipt of all votes, the Chair will notify the Council members of the result.

4.2 Section Meetings.

a. *Annual Meeting.* The Section will hold an annual meeting 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 posting on the homepage of the Section's website. The notice must describe the general purpose or purposes 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 V Vacancies

4.4 Vacancies.

a. *Chair.* In the event of the death, disability, resignation, 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.

b. *Chair-Elect.* In the event of the death, disability, resignation, 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.

c. *Council Members, Secretary and Chair.* In the event of the death, disability, resignation, or termination of Section membership of the Secretary, Treasurer, or any elected Council member, the Council may fill the vacancy by appointment. 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 VI

Nominations and Elections

6.1 Nominations.

a. *Appointment.* Within 90 days after assuming office, the Chair will appoint a Nominating Committee consisting of the Chair and Immediate Past Chair, one elected Council member, and not less than three Voting Members of the Section who are not then serving on the Council.

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, Secretary, Treasurer, 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.* Any 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. Upon receipt of a nomination, the Nominating Committee will confirm that the nominee wishes to be considered for election. From the candidates the Nominating Committee will nominate individuals for each position up for election and will 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.

6.2 Elections. The Council members present and voting at the Section's annual meeting will elect the Chair-Elect, Secretary and Treasurer from the Nominating Committee's nominees. The Voting Members present and voting at the Section's annual meeting will elect the three Council

members from the Nominating Committee's nominees. Elections will be by simple majority and voting may be by written ballot or show of hands as the Council deems appropriate.

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

**RULE 7. MISCELLANEOUS PROVISIONS ARTICLE
VII
Financial Provisions**

7.1 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.

7.2 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.

7.3 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.

7.4 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.

**ARTICLE VIII
Miscellaneous**

8.1 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.

8.2 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.

8.3 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.

8.4 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.

Approved by the State Bar Board of Directors on the ____ day of _____, ~~2014~~September, 2017.

