

**UTAH STATE BAR
LABOR & EMPLOYMENT SECTION
BYLAWS**

**ARTICLE I
ORGANIZATION**

1 Creation. The Labor & Employment Section (the "Section") is established pursuant to the Bylaws of the Utah State Bar (the "Bar") to accomplish the purposes set forth in those Bylaws.

2 Purpose. The purpose of the Section shall be to assist its members and all interested members of the Bar:

1. By providing high quality continuing legal education ("CLE") opportunities at reasonable cost for Section members and others who regularly provide legal advice to employers and employees;
2. By providing opportunities and forums for Section members and others to network and exchange ideas regarding the provision of legal advice to employers and employees;
3. By monitoring legal and political issues relevant to Section members and making recommendations to the Bar regarding those issues; and
4. By undertaking such other service as may be of benefit to the Section's members, the legal profession, and the public.

3 Limitations. These Bylaws are adopted subject to applicable Utah law and the Bylaws of the Utah State Bar.

4 Principal Office. The principal office of the Section shall be maintained in the offices of the Utah State Bar.

5 Fiscal Year. The fiscal year of the Section shall coincide with that of the Utah State Bar.

**ARTICLE II
MEMBERSHIP**

1 Enrollment. Any member of the Utah State Bar or member of the Paralegal Division of the Utah State Bar, in good standing may, upon

request submitted to the Executive Director of the Bar, be enrolled as a member of the Section by the payment of annual Section dues in an amount and for the purpose approved by the Board of Commissioners of the Utah State Bar. Any student enrolled in the University of Utah S.J. Quinney College of Law or in Brigham Young University's J. Reuben Clark Law School ("Student Member"), may upon request submitted to the Executive Director of the Bar, be enrolled as a member of the Section.

2 The Membership. Members enrolled as provided above shall constitute the membership of the Section.

3 Dues. The dues shall be \$25.00 for each member of the Utah State Bar per year. Dues shall be \$15.00 for each member of the Paralegal Division of the Utah State Bar. Student Members are not required to pay dues. The Section shall not impose an increase in dues without first amending these Bylaws in accordance with Article VII below.

ARTICLE III **MEETINGS**

1 Annual Meeting. The annual meeting of the Section shall be held at a place determined by the Section officers on the first Wednesday in the month of August in each year or such other date as designated by the Section officers unless that day is a legal holiday, and if a legal holiday, then on the next business day that is not a legal holiday.

2 Quorum. Eight (8) members of the Section who are members of the Utah State Bar, present in person at any meeting shall constitute a quorum for the transaction of Section business.

3 Controlling Vote. Action of the Section shall be by majority vote of the members present and voting at any meeting of the Section. However, a Student Member shall not be entitled to a vote on any Section business.

4 Agenda. At the annual meeting of the Section members, Officers of the Section shall be elected and other business may be discussed and voted upon as determined to be appropriate by the Section Officers.

5 Special Meetings. Special meetings of the membership of the Section may be called by the Section Chair at such time and place as the Chair may determine.

6 Notice of Meetings. Electronic notice shall be given to all Section members stating the date, hour, and place of all meetings of members, and in the case of all special meetings, the purpose or purposes for which the meeting is called. Notice shall be delivered by email at least five (5) days prior to the date of the meeting to each member of the Section. Members may, by written notice to the Section Chair, request that notice be sent by U.S. Mail. If mailed, notice shall be deemed delivered when deposited in the United States mail addressed to the member at their address as it appears on the records of the Utah State Bar, with postage prepaid.

ARTICLE IV.
ATTORNEY OF THE YEAR

1 Notice. At least ninety (90) days prior to the Section's annual meeting each year, the Section officers shall provide the Section members with notice of a request to submit nominations for that year's Section Lawyer of the Year.

2 Eligibility. Any member in good standing is eligible to be nominated to be the Section's Lawyer of the Year, provided, however, that no then current Section officer is eligible to be nominated to be the Section's Lawyer of the Year.

3 Nomination Procedure. At least sixty (60), but not more than ninety (90), days prior to the Section's annual meeting each year, Section members may submit nominations for that year's Section Lawyer of the Year. All nominations must be in writing and must include a brief summary of the reasons for such nomination in light of the following criteria, which should be considered in nominating a Section member, although the nominated Section member need not satisfy all criteria:

- CONTRIBUTION to the legal community in the area of labor and/or employment law, including participation in bar activities, handling significant labor or employment law cases, training young lawyers, conducting presentations and/or writing articles for lawyers regarding labor or employment law issues;
- PROMINENCE AND RECOGNITION in the labor and/or employment law field within the legal community and/or the public at large;

- COMPETENCE AND EFFECTIVENESS in handling employment labor and/or employment law matters;
- EFFORTS TO TRAIN AND MENTOR other lawyers about labor and/or employment law;
- EFFORTS TO EDUCATE AND INFORM THE PUBLIC about important labor and/or employment law issues; and
- EFFORTS TO PROMOTE AND FOSTER HIGH ETHICAL STANDARDS in the practice of law in the labor and employment law area.

4 Voting Procedure. At least ten (10), but not more than sixty (60), days prior to the Section's annual meeting each year, the Section officers shall determine by vote which one of the lawyers nominated for that year's Section Lawyer of the Year award shall receive the award.

5 Presentation of Award. The award for each year's Section Lawyer of the Year shall be presented at the Section's annual meeting.

ARTICLE V **OFFICERS**

1 Eligibility. Any member of the Section who is admitted to the Utah State Bar is eligible to be elected an officer of the Section.

2 Officers. The Officers of the Section shall be a Chair, a Vice Chair, a Treasurer, and a Secretary, chosen from the members of the Section who are admitted to the Utah State Bar.

3 Section Chair. The Section Chair shall preside at all meetings of the Section and of the Section Officers. The Chair shall formulate and present at each annual meeting of the Section a report of the work of the Section for the then past year. The Chair shall perform such other duties as usually pertain to this office.

4 Vice Chair. Upon the death, resignation, or during the disability or unavailability of the Chair, or upon the Chair's refusal to act, the Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term except in the case of the Chair's disability or unavailability, and then only during so much of the term as the disability or unavailability shall continue. In conjunction with the Chair, the Vice Chair of the Section shall attend generally to the business of the Section and otherwise assist the Section

Chair. The Vice Chair shall serve on the Utah State Bar Governmental Relations Committee.

5 Treasurer. The Treasurer shall be the custodian of all books, papers, records, and other documents of the Section. The Treasurer shall keep a record of all Section accounts. In conjunction with the Chair and Vice Chair, the Treasurer shall attend generally to the business of the Section.

6 Secretary. The Secretary shall keep a record of all proceedings of all meetings of the Section and of the Officers, whether assembled or pursuant to teleconference or other electronic communication. In conjunction with the Chair, Vice Chair, and Treasurer, the Secretary shall attend generally to the business of the Section.

ARTICLE VI **ELECTIONS**

1 Succession to Offices. The Secretary shall automatically succeed to the office of Treasurer. The Treasurer shall automatically succeed to the Office of Vice Chair. The Vice Chair shall automatically succeed to the Office of Section Chair.

2 Elections. A new Secretary shall be elected each year at the Section's annual meeting by majority vote of the members then in attendance. If for lack of nominations or any other reason no Secretary is elected, the position may be filled pursuant to Section 3, below.

3 Vacancies. If at any time the office of Secretary shall become vacant, the remaining Section Officers may appoint any qualified member of the Section to temporarily fill that office. At the next scheduled Section meeting, a quorum of the members shall either confirm the Officers' selection, or shall elect a new Secretary. If the office of Treasurer shall become vacant, the Secretary shall automatically succeed to the office of Treasurer and the Office of Secretary shall be filled as outlined above. If the Office of Vice Chair shall become vacant the Treasurer shall automatically succeed to the Office of Vice Chair, the Secretary shall automatically succeed to the Office of Treasurer and the Office of Secretary shall be filled as outlined above. If the Office of Section Chair shall become vacant, the Vice Chair shall automatically succeed to the Office of Section Chair, the Treasurer shall automatically succeed to the Office of Vice Chair, the

Secretary shall automatically succeed to the Office of Treasurer and the Office of Secretary shall be filled as outlined above.

4 Term of Office. The term of office shall begin with the adjournment of the annual meeting following election or succession to office, as the case may be, and shall end following the annual meeting at which a successor has been duly elected and qualified, appointed and qualified, or succeeded to the office, as the case may be.

ARTICLE VII **COMMITTEES**

1 Committees. The Section shall have such committees as may from time to time be appointed by the Section Officers to perform such duties and exercise such powers as the Section Officers may direct.

2 Committee Chairperson. Each Committee shall have a Chairperson to be appointed by the Section Officers. Committee Chairpersons shall then regularly report to the Section Officers.

3 Duties of Committees. Each Committee shall have the responsibilities that are delegated to it by the Section Officers, which may include the following:

1. Planning and implementing Section projects, including, but not limited to, Section meetings and continuing legal education seminars; and

2. Analyzing issues and making recommendations to the Section Officers on matters referred to the Committee or on its own initiation.

4 Membership of Committees. Upon request, any member of the Section may be a member of one or more Committees.

5 Duties of Members of Committee. A Section member shall become a member of a Committee with the understanding that he or she will devote sufficient time to assist the Chairperson of the Committee in performing the duties of the Committee.

6 Meetings. Section Committees may act by correspondence or at meetings separate from the Section. Section members may, but need not, be given notice of Committee meetings, and all Committee meetings may, but need not, be open to all Section members.

ARTICLE VIII
AMENDMENTS

1 These Bylaws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting. Only members of the Utah State Bar may vote to amend these Bylaws.

CERTIFICATION OF ADOPTION

I CERTIFY THAT THE FOREGOING BYLAWS WERE ADOPTED BY VOTE OF THE SECTION MEMBERSHIP OF THE LABOR & EMPLOYMENT SECTION OF THE UTAH STATE BAR AT A MEETING, DULY CALLED, ON THE 17th DAY OF APRIL, 2007.

BY _____

RALPH E. CHAMNESS, SECTION CHAIR