

## **DRAFT**

# **BY-LAWS OF THE AUSTIN ENVIRONMENTAL, NATURAL RESOURCES AND WATER LAW SECTION OF THE AUSTIN BAR ASSOCIATION**

## **ARTICLE 1**

### **Name and Purpose**

Section 1.1 Name. The name of this organization shall be the Environmental, Natural Resources, and Water Law Section of the Austin Bar Association (hereinafter referred to as the “Section”).

Section 1.2 Purpose. The purpose of the Section shall be to:

- Promote the objectives of the Austin Bar Association within the fields of environmental, natural resources, and water law.
- Provide a forum for the exchange of information and ideas relating to environmental, natural resources, and water law among attorneys in the Austin legal community.

## **ARTICLE 2**

### **Membership**

Section 2.1 Members. The regular members of the Section shall consist of those members in good standing of the Austin Bar Association who have paid dues for membership established from time to time by these Bylaws.

Section 2.2 Dues. The annual dues for membership shall be proposed by the Membership Committee in consultation with the Treasurer and approved by a majority of the officers. Members who are duly qualified and have paid such dues shall be members of the Section until January 1 of the year following the date of such qualification and payment. Dues shall not be refunded or pro-rated in the event a person is a member for less than a full year.

Section 2.3 Honorary Members. Members of other bars and other persons of distinction in the law or in other disciplines may be granted honorary membership in the Section by election of the Chair.

Section 2.4 Student Members. Law students in good standing may become student members of the Section by paying dues for membership established under these Bylaws.

Section 2.5 Voting. All regular members of the section in good standing shall be eligible to vote. Voting at all duly called meetings shall be by show of hands, unless otherwise provided herein, with the Chair determining the vote.

### **ARTICLE 3**

#### **Officers**

Section 3.1 Officers. The officers of the Section shall be a Chair, Chair-Elect, Secretary, Treasurer, and Immediate Past Chair. The officers shall be members of the Section. There will be no Immediate Past Chair for the first term of the Section, however the position of Committee Coordinator shall be established for the first term of the Section only with full officer privileges.

Section 3.2 Election of Officers. Officers shall be nominated and elected in the manner hereinafter provided at each annual election meeting of the Section. The term of the officers shall be one year, beginning on July 1 and ending on June 30, coincident with the ABA year. The first term of the Section will extend through June 30, 2007. There will be no election for the first term of the Section as the founding members will serve as officers. The first election of officers for the section will occur in May of 2007. No officer may serve in the same position for two consecutive terms. The Chair-Elect for the preceding year shall be Chair for the following year, without election. The Chair for the preceding year shall be the Immediate Past-Chair.

### **ARTICLE 4**

#### **Nomination and Election of Officers**

Section 4.1 Nominations. Not less than 60 days before the end of the each term, the Chair shall appoint a Nominating Committee of five (5) members of the Section. In nominating officers, the Nominating Committee shall endeavor to insure representation of the various interests within the membership of the Section. The Nominating Committee shall make a report to the Section at a meeting called for the purpose of election within this sixty-day period, the names of the members nominated for Chair-Elect, Secretary, and Treasurer. In the event that the Chair-Elect from the previous year is unable or unwilling to serve as Chair, the Nominating Committee shall also report names of nominees for Chair, in the manner described above. Other nominations may be made from the floor.

Three (3) members of the Nominating Committee shall constitute a quorum. If less than a quorum is present, the Chair shall appoint new members sufficient to constitute a quorum.

Section 4.2 Elections. All elections shall be by show of hands, unless otherwise by resolution duly adopted by the Section at the meeting at which the election is held.

### **ARTICLE 5**

#### **Duties of Officers**

Section 5.1 Chair. The Chair shall preside at all meetings of the Section and shall perform such other duties and acts as usually pertain to this office.

Section 5.2 Chair-Elect. Upon, the death, resignation, or during the absence or disability of the Chair, or upon the Chair's refusal to act, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term except in cases of the Chair's disability and then only so much of the term as the disability continues. The Chair-Elect shall perform such duties as may be assigned by the Chair.

Section 5.3 Secretary. The Secretary shall be the custodian of all books, papers, documents, and other property of the Section. The Secretary shall keep a true copy of the proceedings of all meetings of the Section.

Section 5.4 Treasurer. The Treasurer, in conjunction with the Chair, shall attend generally to the business of the Section. The Treasurer shall keep an accurate record of all moneys appropriated to and expended for the use of the Section.

## **ARTICLE 6 Committees**

Section 6.1 Committees. The following standing committees shall be established by the officers:

Events Committee  
Membership Committee  
Publications Committee  
Section Liaison Committee

The Chair, in consultation with other officers, may establish additional standing committees or special committees, dissolve committees, and appoint members of the Section to such committees to perform such duties and exercise such powers as the Chair may direct, subject to the limitations of the By-Laws.

Section 6.2 Appointment of Committee Chairs. The Chair, in consultation with the other officers, shall appoint a chairperson or replacement chairperson (“Committee Chair”) to serve on each committee. When appointing a Committee Chair, the Chair shall to the extent possible choose a person that served as a member on that committee for the preceding year.

Section 6.3 Committee Members. Any officer may appoint members to serve on a committee. The Committee Chair may also appoint members to serve on the Committee Chair’s committee, subject to approval by the Chair.

## **ARTICLE 7 Advisory Board**

Section 7.1 Charge. The purpose of the Advisory Board shall be to:

- Provide non-binding recommendations to the officers and committee chairs regarding Section scope, focus, activities, etc.
- To assist in raising the Section’s profile in the local legal community and toward the public generally.
- To assist the officers and committee chairs in raising funds through events, contacts, etc.

Section 7.2 Advisory Board Members. The Advisory Board will have 10 members, representing a diverse cross-section of the local environmental law community.

Section 7.3 Initial Advisory Board and Term. Initial advisory board members selected by the Chair, in consultation with other officers. Members of the Initial Advisory Board shall serve a 2-year term, beginning May 1, 2006 and ending on April 30, 2008.

Section 7.4 Evaluation of Initial Advisory Board. During the 2007-2008 Officer term, Officers shall evaluate the function of the Advisory Board and determine whether to have an Advisory Board in the future.

Section 7.5 Dissolution of Advisory Board. At any time, by unanimous vote, the Officers may dissolve the Advisory Board.

Section 7.6 Appointment of Advisory Boards. Except as provided in Section 7.2, members of the Advisory Board shall be appointed by majority vote of the Officers. Members of the Advisory Board shall serve 2-year terms.

## **ARTICLE 8 Meetings**

Section 8.1 Election Meeting. The election meeting of the Section shall be held on such date and time as may be established by the Chair, before the expiration of the Chair's term. Such meeting shall be held in Austin, Texas, with such program and order of business as may be arranged by the Chair.

Section 8.2 Regular Meetings. The regular meetings of the Section shall be held at least four (4) times per year on such dates and at such time and place as the Chair may designate.

Section 8.3 Special Meetings. Special meetings of the Section may be called by the Chair at such time and place as the Chair may designate.

Section 8.4 Quorum. The regular members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 8.5 Voting. All binding action of the Section shall be by a majority vote of the regular members present.

Section 8.6 Meeting Notice. The Secretary of the Section shall issue written notice of all meetings of the Section. Such notice shall include an agenda of matters to be discussed and the business to be conducted during the course of the meeting.

## **ARTICLE 9 Miscellaneous Provisions**

Section 9.1 Fiscal Year. The Fiscal Year of the Section shall be from July 1 through June 30.

Section 9.2 Bills. All bills incurred by the Section, before payment by the Treasurer, shall be approved by the Chair.

Section 9.3 Compensation. No salary or compensation shall be paid to any officer or Advisory Board member.

Section 9.4 Effective date. These By-Laws and any amendments thereto shall become effective upon approval thereof by those in attendance at the next meeting of the Section.

## **ARTICLE 10**

### **Amendments**

Section 10.1 Amendments. These By-Laws may be amended at any meeting of the Section, provided such proposed amendment shall first have been presented in writing to the Chair and approved by a majority of the regular members of the Section present and voting at a meeting at which such amendment is considered.

Section 10.2 Notice of Proposed Amendments. Notice that an amendment to the By-Laws is to be considered shall be contained in the notice to members and of the Section of the meeting at which such amendment is to be considered.

Section 10.3 Effective Date of Amendments. Amendments to the By-Laws shall become effective upon approval.