

BYLAWS OF THE MINORITIES IN THE PROFESSION SECTION OF THE NEW JERSEY STATE BAR ASSOCIATION -

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OF THE

NEW JERSEY STATE BAR ASSOCIATION

Article I

Name and Purpose

Section 1. The Section shall be known as the Minorities in the Profession Section of the New Jersey State Bar Association.

Section 2. The purpose of this Section shall be to promote the objectives of the New Jersey State Bar Association and to voice the interests and concerns of minority attorneys. The Section will hold forums and institutes for discussion of problems and questions relating to such interests. This Section will provide for the publication and dissemination of information and knowledge regarding such interests and any related field of law. The Section will consider legislation and will promote remedial law and procedures pertaining thereto. The Section will also encourage minorities to join the legal profession and the New Jersey State Bar Association.

Article II

Membership

Section 1. The membership of this Section shall consist of all members of the New Jersey State Bar Association in good standing who shall signify their desire in writing to become members of the Section.

Section 2. Members shall pay annual dues in the amount and at such time as shall be determined by the Board of Trustees of the New Jersey State Bar Association, which dues shall be paid directly to the New Jersey State Bar Association.

Article III

Board of Directors

Section 1. The Section shall be governed by the Board of Directors which shall have full power to direct the activities and affairs of the Section, subject only to the direction of the Board of Trustees of the New Jersey State Bar Association.

Section 2. The Board of Directors shall consist of the Officers and six other members of the Section.

Section 3. The immediate past Chair of the Section shall serve as an additional voting member of the Board of Directors of the Section for a term of one year following the expiration of his or her term as Chair of the Section.

Section 4. The six elected members of the Board of Directors shall be elected for a term of three years, with two members being elected at each annual meeting of the Section.

Section 5. No member of the Board of Directors shall be elected to serve more than two consecutive terms. A Director who has been elected to fill a vacancy for a term of less than three years shall not be deemed to have served that term for purposes of this section of the bylaws. A person who has served two consecutive terms as a Director shall be eligible for election to the Board after one year out of office.

Section 6. The Board of Directors shall meet as necessary, but not less than once per year. Special meetings may be called by the Chair or upon the written request of three members of the Board. Written notice of such special meeting must be provided at least fifteen (15) days prior to the date of the special meeting. The written notice requirement may be relaxed or waived by majority vote of the Officers. Said vote may be conducted by mail or telephone.

Section 7. Five members of the Board of Directors, present at any regular or special meeting, shall constitute a quorum for the transaction of business. A majority vote of the members present shall bind the Board.

Section 8. A member of the Board of Directors who fails to attend three consecutive regular meetings of the Board shall automatically be removed as a Board member unless reinstated by a majority vote of the Board.

Section 9. Vacancies in the Board of Directors may be filled by a majority vote of the remaining Board members, and each Board member so elected shall hold office until the next election.

Article IV

Officers

Section 1. The officers of the Section shall be a Chair, a Chair-Elect, a First Vice- Chair, a Second Vice Chair, a Treasurer, and a Secretary.

Section 2. The Officers of this Section shall be nominated and elected in the manner hereinafter set forth in Article V at the annual meeting of the Section and shall hold office for a term of one year ending at the close of the following year's annual meeting at which their successors have been elected.

Article V

Nomination and Election of Officers and Directors

Section 1. The Nominating Committee shall be appointed by the Chair before October 1 of each year. The Nominating Committee shall consist of five members. At least two members of the Nominating Committee shall be Directors who are not Officers. The Chair of the Nominating Committee shall be appointed by the Chair of the Section.

Section 2. Additional nominations may be made by a petition signed by not less than five members of the Section in good standing which petition shall be submitted to the Secretary of the Section no later than ten years prior to the annual meeting at which the nominee shall be proposed for election.

Section 3. A slate of Officers and Directors shall be nominated by the Nominating Committee and reported to the Board of Directors and published to the members of the Section in the Section Newsletter and otherwise not less than thirty days prior to the annual meeting at which they are to be proposed for election.

Section 4. Election of the Officers and Directors shall be by a majority vote of the members of the Section present at the annual meeting.

Article VI

Duties of the Officers

Section 1. The Chair shall preside at all meeting of the Section, shall formulate and present the annual report of the Section at the annual meeting of the New Jersey State Bar Association, shall preside at all general membership and Board of Directors meetings and shall perform such other duties as usually pertain to such office.

Section 2. The Chair-Elect shall become Chair at the annual meeting of the Section. In the absence of the Chair, the Chair-Elect shall perform the duties of the Chair. In the event of the death, resignation or disability of the Chair, the Chair-Elect shall automatically succeed to the Office of the Chair and shall continue as Chair for the year the Chair-Elect is scheduled to serve as Chair.

Section 3. The First Vice-Chair shall perform such duties as the Chair or the Board of Directors may direct. In the event of the absence of the Chair and the Chair-Elect, the First Vice-Chair shall perform the duties of the Chair, but shall not automatically succeed to the Office of the Chair or Chair-Elect.

Section 4. The Second Vice-Chair shall perform such duties as the Chair or the Board of Directors may direct. In the event of the absence of the Chair, the Chair-Elect, and the First Vice-Chair, the Second Vice Chair shall perform the duties of the Chair, but shall not automatically succeed to the Office of the Chair, Chair-Elect or First Vice-Chair.

Section 5. The Treasurer shall report to the Board of Directors on the revenues and expenditures attributable to dues, activities, and other funding.

Section 6. The Secretary shall be the custodian of all books, record, papers and documents which are the property of the Section, including its finances, and shall keep a record of all proceedings and minutes of all meetings of the Section.

Article VII

Advisory Council

Section 1. Any member of the New Jersey State Bar Association may be appointed by the Chair of the Section, with the advice and consent of the Board of Directors, to serve a one-year term as a member of the Advisory Council with such rights and privileges as the Board may from time to time prescribe. A member of the Advisory Council may be reappointed by the current Chair of the Section, with the advice and consent of the Board of Directors, so long as the Advisory Council member is still a member in good standing of the New Jersey State Bar Association. There is no limit to the number of consecutive or non-consecutive terms that an Advisory Council member may serve.

Section 2. The members of the Advisory Council shall have the privilege of attending all meetings of the Board of Directors and serving on committees of the Board of Directors. Members of the Advisory Council shall not have the privilege to vote on any matter concerning the Section.

Article VIII

Delegates to General Council

Section 1. Any member of the New Jersey State Bar Association may be appointed by the Chair of the

Section, with the advice and consent of the Board of Directors, to serve a one-year term as a delegate to the General Council with such rights and privileges as the Board may from time to time prescribe. A delegate to the General Council may be reappointed by the current Chair of the Section, with the advice and consent of the Board of Directors, so long as the General Council delegate is still a member in good standing of the New Jersey State Bar Association. There is no limit to the number of consecutive or non-consecutive terms that an Advisory Council member may serve.

Section 2. The delegates to the General Council shall have the privilege of attending all meetings of the Board of Directors and serving on committees of the Board of Directors. Delegates shall not have the privilege to vote on any matter concerning the Section at the General Council Meetings of the New Jersey State Bar Association.

Article IX

Meetings of the Section

Section 1. The fiscal year of the Section shall begin on the first day of July in each year. The annual meeting of the membership of the Section shall be held in April.

Section 2. Special meetings of the membership of the Section may be called by the Chair at such time and place as the Chair may determine, and shall be called by the Chair upon the written request of 5 members of the Board of Directors or 10 members of the Section, as such time and place as shall be requested by them. Written notice of such special meeting must be provided at least fifteen (15) days prior to the date of the special meeting. The written notice requirement may be relaxed or waived by majority vote of the Officers. Said vote may be conducted by mail or telephone.

Section 3. Eight members of the Section, present at any regular or special meeting, shall constitute a quorum for the transaction of business. A majority vote of the members present shall bind the Section membership.

Article X

Committees

Section 1. Such committees as may be deemed necessary or desirable in connection with the activities of the Section may be appointed by the Chair from among the membership of the Section without approval of the Board. Members of each such Committee shall serve for a one-year term or such shorter period of time as the Chair may designate. The Committee Chair shall serve at the pleasure of the Chair of the Section.

Article XI

Amendments

Section 1. These bylaws may be amended at a special meeting of the Section for such purpose by a majority vote of the members of the Section present, provided that notice of such proposed amendment be contained in a notice of said meeting mailed to the members of the Section not less than 30 days prior to said meeting. Amendments may be proposed by the Trustees of the New Jersey State Bar Association.

Article XII

Section 1. This Section shall be organized and conducted in all respects subject to the bylaws of the New Jersey State Bar Association, and no action of this Section or its Board of Directors shall be construed to determine the Association's policy, nor shall any recommendations or resolutions of the Section, or any of its Divisions, be acted upon or publicized until after approval by the Association or the Board of Trustees of the Association.