

**STATE BAR OF ARIZONA  
SENIOR LAWYERS DIVISION - BYLAWS**

**ARTICLE I: IDENTIFICATION**

**1.1 NAME.** This Division of the State Bar of Arizona shall be known as the "Senior Lawyer Division of the State Bar of Arizona".

**ARTICLE II: PURPOSES**

**2.1 PURPOSES.** The purpose of the Division shall be, but are not limited to:

- (a) To serve the particular interests of senior lawyers and promote the welfare of seniors generally, study issues of concern to seniors, prepare and present programs and publications designed to explore and develop such issues, advocate appropriately and in compliance with State Bar policy and applicable law on behalf of such issues, promote cooperation and fellowship among senior members, and coordinate and cooperate with other entities interested in such matters.
- (b) To assist all lawyers in preparing for winding down of, or retirement from, the practice of law and to assist in planning for the next phase of their professional and personal lives.
- (c) To engage and reinvigorate the interest of experienced members of the State Bar of Arizona, even if retired, in the activities, objectives and purpose of the State Bar of Arizona and the legal profession.
- (d) To provide such members of the Bar with more effective means to participate in activities directed toward improving the administration of justice and promoting the public welfare.
- (e) To promote cooperation between members of the State Bar of Arizona, the members of other professions and community organizations in activities that promote the public welfare.
- (f) To maintain interest in the practice of law by lawyers as they prepare to wind down or retire from the active practice of law.
- (g) To perform and carry on such activities as may be assigned to the Division by the Board of Governors of the State Bar of Arizona, or as proposed by the Division and approved by the Board of Governors of the State Bar of Arizona.

**2.2 LIMITATIONS:** In addition to these bylaws, the Division must adhere to the Rules of the Arizona Supreme Court and the State Bar Board of Governors' bylaws and policies. If these bylaws conflict with the Rules of the Arizona Supreme Court or the State Bar Board of Governors' bylaws and policies, the Rules of the Arizona Supreme Court and the State Bar Board of Governors bylaws and policies shall govern.

**ARTICLE III: MEMBERSHIP**

**3.1 MEMBERS.** All members of the State Bar of Arizona who are sixty-five (65) years of age shall be members of the Senior Lawyer Division of the State Bar of Arizona.

**ARTICLE IV: OFFICERS**

**4.1 OFFICERS.** The officers of the Senior Lawyers Division of the State Bar of Arizona shall be the President, the President-Elect, a Secretary and a Treasurer.

**4.2 PRESIDENT.** The President shall perform such duties as are required by the Board of Governors, not inconsistent with the bylaws or the policies established by the Executive Council and shall report on the actions of the Board of Governors to the Executive Council at its regular meetings. The President, or his or her designee, shall preside at all meetings and have general charge of the affairs and oversight over the management of the Division. The President, or his or her designee, may appoint members to various working groups as may be established.

**4.3 PRESIDENT-ELECT.** The President-Elect shall consult with and assist the officers of the Division as directed by the President and shall assist the President as requested, as well as perform other duties and responsibilities as may be delegated to him or her.

**4.4 SECRETARY.** The secretary shall consult with and assist the officers of the Division as to the work of the Division generally in the manner and to the extent they may request. The Secretary shall keep a true record of the proceedings of all meetings of the Division and of the council, whether assembled or acting under submission. The secretary shall provide the State Bar staff with a copy of the minutes of all meetings. The Secretary, in conjunction with the President, as authorized by the council, shall attend generally to the business of the Division.

**4.5 TREASURER.** The Treasurer shall maintain a record of and safely account for any funds belonging to, or entrusted to, the Division and act as Budget Officer. The Accounting Office of the State Bar shall keep an accurate record of all monies appropriated to the Division and expended by the State Bar for the purposes of the Division. The Treasurer receives reports, and other documents prepared by the Accounting Department of the State Bar as to the Division funds, revenues, and expenditures, and works with State Bar staff and the accounting department to ensure the accuracy of the reports. The Treasurer reports on the Division's present and projected financial condition at each meeting of the Executive Council. State Bar staff and the Budget Officer advise the officers and council as to the financial impact of any proposed action by the officers, executive council or Division.

**ARTICLE V: EXECUTIVE COUNCIL**

**5.1 EXECUTIVE COUNCIL.** The Executive Council shall have full power and authority in the interval between meetings of the Senior Lawyers Division to do all acts and perform all functions that the entire Division itself might perform, not inconsistent with these bylaws or policies established at the last Annual Meeting. Voting members of the Executive Council shall be the four (4) division officers, the immediate Past President of the Division, the ten (10) district representatives, and the two (2) at-large Council members. The Executive Council during the interim between annual elections, may fill all vacancies in its own membership or in any of the offices for the remainder of the unexpired term, at which time the Council seat or office may be filled for the next term of office by majority vote of the Executive Council.

**ARTICLE VI: COMPOSITION OF THE EXECUTIVE COUNCIL**

**6.1 COMPOSITION.** Composition of the Executive Council:

A. For purposes of the election of the district representatives to the Executive Council of the Senior Lawyers Division of the State Bar of Arizona, the State of Arizona shall be divided into four (4) districts:

- (i) District One: District One shall include Cochise, Gila, Graham, Greenlee, La Paz, Pinal, Santa Cruz and Yuma counties;
- (ii) District Two: District Two shall include Apache, Coconino, Mohave, Navajo and Yavapai counties;
- (iii) District Three: District Three shall include Pima County;
- (iv) District Four: District Four shall include Maricopa County.

B. The Executive Council shall include ten (10) members elected by the Division Membership for two-year terms as follows:

- (i) From District One, one (1) member;
- (ii) From District Two, one (1) member;
- (iii) From District Three, three (3) members;
- (iv) From District Four, five (5) members.

Only the division membership residing within each District shall vote for the Executive Council member(s) for that District.

C. Up to two (2) additional members at large may be appointed from year to year by the President of the Senior Lawyer Division with approval of the Executive Council.

D. The President of County or in-state Regional Bar Senior Lawyers Division, or their designee, shall sit as Ex-Officio non-voting members of the Council.

**6.2 ABSENTEEISM.** If any officer or member of the council shall fail to attend two consecutive meetings of the council, the officer or council member's office shall be automatically vacated, unless excused upon good cause accepted by the members of the council.

**6.3 VACANCIES.** Where a voting Council member is elected to an officer position, that Council member's seat shall be deemed vacated. **EACH DISTRICT REPRESENTATIVE MUST RESIDE OR BE EMPLOYED IN THAT PERSON'S DISTRICT OTHERWISE THE OFFICE SHALL BE DEEMED VACATED.** The vacant seat will be filled as provided in paragraph 5.1 above.

## **ARTICLE VII: MEETINGS**

**7.1 ANNUAL MEETING.** The Annual Meeting of the Division shall be held in conjunction with the Annual Meeting of the State Bar of Arizona. The Executive Council shall allocate a suitable time and place for such Annual Meeting. All members of the Division shall be notified of the time and place of such Annual Meeting and invited to participate.

**7.2 QUORUM.** The members of the Senior Lawyer Division present at the Annual Meeting shall constitute a quorum. Any members of the Senior Lawyers Division present at the Annual Meeting shall be entitled to vote on matters that arise at that meeting, except as specifically provided for in these Bylaws.

## **ARTICLE VIII: ELECTIONS**

**8.1** Except as provided below, the election of officers and members-at-large shall be completed within twenty (20) days of the Annual Meeting. Officers and members-at-large shall be elected by an electronic ballot to all members of the Division. All officers must be members in good standing of the State Bar of Arizona, but may have opted for inactive or retired status.

**8.2** In each Election held, the membership of the Division shall elect:

- (a) a President-Elect who shall serve a one-year term after which he or she will automatically succeed to the office of the President for a one-year term;
- (b) members to two-year terms to fill expiring terms of district representatives to the Council pursuant to Section 6.1. This provision does not apply to the Officers of the Division;

Revised – April 2020

(i) Upon formation of the Division, the initial terms of district representatives from Districts Three and Four shall be staggered to provide continuity for the division. One District Three member shall initially be appointed by the President of the Board of Governors for a one-year term; the remaining two shall each be appointed for a two-year term. Two District Four members shall initially each be appointed by the President of the Board of Governors for a one-year term; the remaining three shall each be appointed for two-year terms. Thereafter, all district representatives will be required to participate in elections to gain or retain their seats.

(c) a Secretary and Treasurer each to serve a one-year term.

**8.3** In order to be elected President-Elect, a member must have served on the Senior Lawyer Division Executive Council as an officer, committee chair, or member of the Executive Council for at least one full year.

**8.4 IMMEDIATE PAST PRESIDENT:** At the end of the president's term of office, the immediate past president shall become a voting member of the council as Immediate Past President for a term of one year.

**8.5 TERMS OF OFFICE:** The term of office shall begin with the adjournment of the Annual Meeting following the election and shall end following the Annual Meeting at which a successor has been duly elected. If at the close of any term of office a successor has not been elected, then the term shall be extended until a successor shall have been elected pursuant to the provisions of this Article and shall thereafter serve the terms set forth in Section 8.2, above.

**8.6 FORMATION OF THE DIVISION:** To enable the prompt and complete formation of the Senior Lawyer Division, all positions will be appointed by the President of the Board of Governors of the State Bar of Arizona. Thereafter, all positions shall be filled by election, except as provided by these bylaws, or should a position be vacated prior to the expiration of the term of office.

## **ARTICLE IX: WORKING GROUPS**

**9.1** The President may establish working groups and define their activities.

## **ARTICLE X: AFFILIATION**

**10.1** The Senior Lawyers Division of the State Bar of Arizona shall be affiliated with the Senior Lawyers Division of the American Bar Association. The President of the Senior Lawyers Division of the State Bar of Arizona shall from among candidates identified by a nominating working group appoint representatives to the Senior Lawyer Division of the American Bar Association and its

committee to represent Arizona at all functions, meetings and conferences of the Senior Lawyers Division of the American Bar Association or its committees.

**ARTICLE XI: AMENDMENTS**

**11.1** Amendments to these bylaws may be proposed at any meetings of the Executive Council, and the proposed amendments may be adopted by a majority vote of the members present. Amendments shall become effective upon approval of the Board of Governors.