

**STATE BAR OF ARIZONA
INDIAN LAW SECTION
BYLAWS**

ARTICLE I. IDENTIFICATION

- 1.0 NAME.** This Section will be known as the Indian Law Section and is hereinafter designated as “the Section.”
- 1.1 PURPOSE.** The general purpose of the Section is to promote the objectives of the State Bar of Arizona (State Bar) among practitioners working in the field of tribal, state, and federal Indian Law. To that end, the purpose of the Section is:
- (a)** to advance the understanding, study, adoption, application, interpretation, and improvement of the federal laws, tribal laws and, to the extent applicable, state laws, rules, and regulations which pertain to Indians, to Indian tribes, or to Indian country, and to their administration and enforcement;
 - (b)** to understand and improve the relationships of these bodies of law and judicial and administrative systems, and to encourage and support mutual respect for, and understanding of, the cultures, values, customs, and heritages which underlie them; and
 - (c)** to encourage the education of the general public, both Indian and non-Indian, with respect to the application of laws and legal procedures of particular relevance to the Indian communities and their governments.
- 1.2 LIMITATIONS.** These bylaws are subject to the Rules of the Arizona Supreme Court and bylaws of the State Bar.

ARTICLE II. MEMBERSHIP

- 2.0 ENROLLMENT.** The Section is authorized to enroll both members and nonmembers of the State Bar.
- (a) State Bar Members.** Any member in good standing of the State Bar will, upon request to the Executive Director of the State Bar, be enrolled as a member of the Section by the payment of annual section dues. Such members may vote in all matters requiring a vote. Such members will include Attorneys and Legal Paraprofessionals.
 - (b) Non-State Bar Members.** Non-members of the State Bar with a professional interest in this Section’s purpose may be admitted to membership in this Section upon payment of dues as the Section’s Executive Council (Council) from time to time adopts and the Board of Governors of the State Bar approves. Such members may vote on all matters except the election of officers pursuant to Article VII; and such members may not serve as officers. Examples of non-State Bar members include, without limitation, members of the Federal Bar; other State Bars; tribal judges, advocates, and representatives; State and Federal elected officials; representatives of governmental and private agencies and organizations dealing with Indian matters; and law students.

- 2.1 **THE MEMBERSHIP.** Members enrolled and whose dues are paid per this Article constitute the membership of the Section.
- 2.2 **DUES.** The amount of dues set by the Section and approved by the Board of Governors are payable upon enrollment. Subsequent dues are payable annually at the beginning of the State Bar's fiscal year.
- 2.3 **DELINQUENCY.** Any member of the Section whose annual dues are more than six months past due will cease to be a member of this Section.

ARTICLE III. THE COUNCIL

- 3.0 **POLICY.** The policy of the Council will be consistent with the policies set by the Board of Governors.
- 3.1 **POWERS.**
 - (a) **Affirmative Powers.** The Council is vested with the powers and duties necessary for the administration of the affairs of the Section. The Council will authorize all commitments which entail the payment of money, and will authorize the expenditure of all monies appropriated by the State Bar for the use or benefit of the Section. The Council may direct that a matter be submitted to the members of the Section for vote by mail; electronic mail; facsimile; or telephone, confirmed in writing. In such event, binding action of the Section is a majority of the votes received in accordance with rules fixed by the Council and as conducted and certified by the Secretary.
 - (b) **Restriction on Powers.** The Council will not authorize commitments which entail the payment of more money during any fiscal year than a sum equal to the Section's current account balance and any carry-over account balance, less \$1000.00.
 - (c) **Catchall.** Between meetings of the Section, the Council will have full power to do and perform all acts and functions which the Section itself might perform. The Council will report any action it takes to the Section at its next meeting. The Council may direct that a matter be submitted to the members of the Section for vote by mail; electronic mail; facsimile; or telephone, confirmed in writing. In such event, binding action of the Section is a majority of the votes received in accordance with rules fixed by the Council and as conducted and certified by the Secretary.
- 3.2 **COMPOSITION.** The Council should be composed of the following persons, who hereinafter will be referred to as "Council Members":
 - (a) the officers;
 - (b) the last Immediate Past Chairperson;
 - (c) no fewer than three (3) members-at-large, and no more than five, elected to the Council by the Section membership for a two-year term; and
 - (d) one member elected from the Young Lawyers Division to the Council by the Section membership to serve a one-year term.

- (e) if due to resignation, death, removal, prolonged illness, or other similar permanent or long-term circumstances the Executive Council lacks sufficient Council Members to establish a quorum for regular business, the Executive Council may continue to operate with a quorum of the available Council Members.

3.3 CONTROLLING VOTE. Action of the Council is by a majority vote of those members present. A quorum consisting of a majority of the Council members is required to conduct its business.

3.4 MEETINGS. The Council will hold meetings at such time, date, and location as the Chairperson announces, provided that the Council should be given at least five (5) business days' notice before any meeting (Meeting Announcement). If there is no Chairperson on the Council to make the Meeting Announcement, then any Officer on the Council may make the Meeting Announcement. If there is no Officer on the Council to make the Meeting Announcement, then any other Council Member may make the Meeting Announcement. **The Chairperson may call special meetings of the Section membership between annual meetings (Special Meeting). However, the Chairperson must call a Special Meeting of the Section membership between annual meetings upon the request of three (3) Council Members. The Section membership may attend by electronic communication.**

3.5 ABSENTEEISM. If any Council Member fails to attend three (3) consecutive Council meetings without good cause, the Council will vote at the fourth meeting as to whether the Council Member should be removed from the Council.

3.6 EMERGENCY VOTE. In urgent matters requiring immediate attention:

- (a) The Chairperson may, and upon request of three (3) Council Members must, submit in writing to each of the Council Members a proposition upon which the Council may be authorized to act.
- (b) The Council Members may vote upon the proposition by written ballot; facsimile; electronic mail; or telephone vote, confirmed in writing.
- (c) The Secretary will record the proposition and votes in the matter.

3.7 COUNCIL AUTHORITY. Between meetings of the Section, the Council will have full power to do and perform all acts and functions which the Section itself might perform. The Council will report any action it takes to the Section at its next meeting.

3.8 NO COMPENSATION. No salary or compensation for services will be paid to or by any Council Members, except as may be specifically authorized by the Board of Governors. This provision is not intended to include reimbursement for authorized expenses or end of term gifts of appreciation for participation.

ARTICLE IV. OFFICERS

4.0 OFFICERS.

- (a) **Composition.** The officers of the Section are the Chairperson, the Chairperson- Elect, the Secretary, and the Budget Officer. One officer may simultaneously hold both the office of Secretary and Budget Officer. Persons elected to members-at-large of the Council cannot substitute for, nor simultaneously serve, as elected officers.
- (b) **Meetings.** The Chairperson, or successively, in the absence of the Chairperson, the Chairperson-Elect and the Secretary, will preside at all meetings of the Section and of the Council. Any Council Member presiding over a meeting, including the Chairperson, the Chairperson-Elect, and/or the Secretary, will be responsible for drafting and disseminating the meeting's agenda to the Council.
- (c) **Appointment Authority.** The Chairperson will appoint Council Members to all committees of the Section and will designate the committee chairperson for each committee (Committee Members). The Committee Members hold office during the term of the Chairperson and/or upon their resignation or removal by the Chairperson.
- (d) **Responsibilities.**
 - (1) The Chairperson plans and oversees the objectives of the Section subject to the directions and approval of the Council.
 - (2) The Chairperson oversees the performance of all activities of the Section.
 - (3) The Chairperson will keep the Council informed and carry out its decisions.
 - (4) The Chairperson will perform such other duties and acts related to the office of the Chairperson or as may be designated by the Council.

4.1 CHAIRPERSON-ELECT.

- (e) **Appointment Authority.** The Chairperson-Elect will, in consultation with the Chairperson, arrange for the appointment of Committee Members and designation of committee chairpersons of all committees who will hold office during the Chairperson-Elect's coming term as Chairperson.
- (f) **Responsibilities.** The Chairperson-Elect will, in consultation with the Chairperson, plan the objectives of the Section at the annual meeting of the State Bar, subject to the direction and approval of the Council.
 - (1) The Chairperson-Elect **will** aid the Chairperson in the performance of Chairperson's responsibilities as the Chairperson may request.
 - (2) The Chairperson-Elect will preside at any Section or committee meeting at which the Chairperson is not present.
 - (3) The Chairperson-Elect will perform further duties and have further powers as usually pertain to the office as may be designated by the Council or the Chairperson.
 - (4) In case of the Chairperson's unavailability (e.g., the death, resignation, removal, or disability of the Chairperson) the Chairperson-Elect will perform the duties of the Chairperson for the remainder of the Chairperson's unavailability.

4.2 SECRETARY.

(a) Responsibilities.

- (1) The Secretary will consult with and assist all officers of the Section as to the work of the Section generally in the manner and to the extent they may request.
- (2) The Secretary is the liaison between the Section and the State Bar staff regarding the retention and maintenance of books, papers, documents, and other property pertaining to the work of the Section in the custody of the State Bar.
- (3) The Secretary will take minutes of all meetings of the Section and of the Council, whether assembled or acting under submission. The Secretary will distribute the minutes according to the direction of the Chairperson.
- (4) The Secretary, in conjunction with the Chairperson and as authorized by the Council, will attend generally to the business of the Section.

4.3 BUDGET OFFICER.

- (a) Role.** The Budget Officer will keep an accurate record of all monies appropriated to the Section by the Board of Governors and expended by the State Bar for the purposes of the Section.

(b) Responsibilities.

- (1) The Budget Officer will monitor all accounts, reports, and other documents prepared as to the Section funds, revenues, and expenditures. The Budget Officer will make certain that all such accounts, reports, and other documents are accurate and correct.
- (2) The Budget Officer will report on the Section's present and projected financial condition at each Council meeting.
- (3) The Budget Officer will advise the officers and Council as to the financial impact of any proposed action by the officers, Council, or Section which, in the Budget Officer's judgement, would have a significant impact on the financial condition of the Section.
- (4) The Budget Officer will, at least once each year, prepare a projected budget to the Council for approval or modification at the time of the annual meeting, or such other time as may be expressly fixed by the Council.
- (5) The Budget Officer will submit to the Section, at the annual meeting, a report on the Section's financial affairs and financial condition.
- (6) The Budget Officer will prepare such other recommendations and special reports on the financial affairs of the Section as may be requested by the Chairperson of the Section.
- (7) The Budget Officer, in conjunction with the Chairperson and as authorized by the Council, will attend generally to the business of the Section.

ARTICLE V. COMMITTEES

5.0 COMMITTEES. The Council is authorized to establish, or to empower the Chairperson to establish, such committees as it may deem necessary and desirable. The purpose of a committee is to effectively promote the activities of the Section within the jurisdiction of the Section and with the approval of the Board of Governors. In establishing a new committee, the Council will/must state the area of its proposed activities. No action of any Section committee is effective until approved by the Council or by the Section.

5.1 COMMITTEE CHAIRPERSONS. The Chairperson will appoint and designate the membership and chair of each committee.

ARTICLE VI. MEETINGS OF THE MEMBERSHIP

6.0 ANNUAL MEETING. The Section will hold an annual meeting of members in conjunction with the annual meeting of the State Bar for the purpose of electing officers and Council Members and for the purpose of doing other business that properly comes before the Section on the Annual Meeting agenda. The Section may hold other meetings of members throughout the year.

6.1 QUORUM. The members of the Section present at any meeting will constitute a quorum for the transaction of business. Members may attend, where feasible, by electronic communication.

6.2 CONTROLLING VOTE. Action of the Section will be by majority vote of members present.

6.3 VOTING ELIGIBILITY. Any eligible member of the Section whose good standing can be certified by official State Bar records for thirty (30) days prior to the time of voting is eligible to vote consistent with Article II.

6.4 AGENDA. Among the agenda matters of business to be transacted at the annual meeting of the membership will include, but is not limited to, the election of officers and Council Members. The agenda will consist of other matters as decided by the Chairperson or Council. Section members may submit topics for the agenda fifteen (15) days in advance of a meeting of the general membership.

6.5 ABSENTEE VOTING. The Council may direct that a matter be submitted to the members of the Section for vote by mail; electronic mail; facsimile; telephone; or other reasonable absentee voting method. Binding action of the Section is by a majority of the votes received from members in accordance with rules fixed by the Council.

ARTICLE VII. ELECTIONS

7.0 ELECTIVE OFFICERS. At each annual meeting of the Section, the membership will install:

- (a) a Chairperson-Elect to serve a term of one (1) year;
- (b) as may be needed, consistent with Article III, members-at-large to serve a term of two (2) years;
- (c) a representative from the Young Lawyers Division to serve a term of one (1) year;

- (d) a Secretary and a Budget officer for a one-year term (1); and
- (e) officers or Council Members to fill vacancies in any office or upon the Council as provided in Article VIII.

7.1 CHAIRPERSON. The Chairperson-Elect automatically succeeds to the office of Chairperson. The Chairperson will serve a term of one year. In the event the office of the Chairperson-Elect will be vacant, then a Chairperson will be selected in the manner set forth in Section 7.4.

7.2 ELIGIBILITY FOR OFFICE. Any member of the State Bar and the Section whose good standing can be certified by official State Bar records for thirty (30) days prior to the time of election is eligible for office.

7.3 NOMINATIONS. The Section's procedures for selection of officers and Council Members are as follows:

- (a) At any time on or before January 31 of each year, the Chairperson, after consultation with the Council, will appoint a Nominating Committee of three (3) members of the Section. The preferred composition of the committee will consist of members who are not candidates for office, and at least one (1) of whom will not be a present officer or Council Member of the Section.
- (b) The Nominating Committee will make and report one nomination for each position which is to be filled by elections. The report will identify each nominee and include a brief statement of the nominee's activities in the Section and in the law profession generally. The Committee will submit its report to the Chairperson within enough time to allow publication by the State Bar to the Section members or by other publication to the Section members not later than thirty (30) days prior to the opening Assembly of the Annual Meeting.
- (c) One or more additional nominations may be made for any office only by petition signed by not less than three (3) members of the Section. The petition must state that the member nominated has agreed to the nomination. The completed petition must be received by the Chairperson no later than fifteen (15) days prior to the opening Assembly of the Annual Meeting. Nominees by petition must be eligible for office pursuant to section 7.2 above.
- (d) Nominations for officers or members-at-large of the Council made from the floor during the Annual Meeting is not allowed, except where no nominee exists for a vacant position. Where more than one person is nominated for the same vacant position under this provision, election will be by a plurality of the votes cast.

7.4 VOTING. The Section's procedures for voting in the election of its officers and Council Members is as follows:

- (a) If more than one person is nominated for any of the positions to be filled by election at the Annual Meeting, ballots approved by the Council will be distributed to all members of the Section as shown on the latest roster of Section membership no later than thirty (30) days prior to the opening Assembly of the Annual Meeting. Members enrolled in the Section after the ballots have been distributed are not eligible to vote. The ballot will be accompanied by a brief biographical statement of each person nominated to an office for

which more than one name had been placed in nomination.

- (b) The Council will prescribe the method of return and safekeeping of the ballots to insure the receipt of all valid votes by the Secretary no later than seven (7) days prior to the opening Assembly of the Annual Meeting.
- (c) If only one person is nominated for each position to be filled, ballots need not be distributed pursuant to subsection 7.4(a). Instead, election shall be by voice vote and held at the Annual Meeting.

7.5 TERMS OF OFFICE. The term of office begins with the adjournment of the Annual Meeting following the election and ends 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 may be extended until a successor is elected.

ARTICLE VIII. SUCCESSION OF OFFICERS AND VACANCIES

8.0 CHAIRPERSON-ELECT. The Chairperson-Elect automatically assumes the office of the Chairperson for a term of one year at the end of the annual meeting following the election.

8.1 OFFICERS AND COUNCIL. Between annual meetings of the Section, the Council may fill vacancies in the Council Membership, or in the offices of Secretary, or Budget Officer. Council Members and officers so elected will serve until the next annual meeting of the Section, at which time the membership of the Section will elect officers or Council Members to fill any unexpired terms existing at the time.

8.2 ABSENTEEISM. If any officer or Council Member fails to attend three successive meetings of the Council, that officer or Council Member's office may be vacated by a majority vote of the remaining voting Council Members.

8.3 RESIGNATION. An officer or Council Member may resign by submitting a written letter of resignation to the Chairperson (Resignation Notice), or in the absence of the Chairperson, any Council Member. Upon receipt of any Resignation Notice, the recipient must immediately send the Resignation Notice to all remaining Council Members. If the resigning officer or Council Member provides a date of resignation, the resignation is effective that date. If no date is given, the resignation is effective the date of receipt.

8.4 RETIRING CHAIRPERSON. At the end of the Chairperson's term of office the retiring Chairperson will serve as a Council Member for a term of one year.

8.5 SUCCESSION. No Council member-at-large may serve more than two successive terms as a member-at-large.

ARTICLE IX. REPRESENTATION OF STATE BAR'S POSITION

Any action by the Section must be approved by the Board of Governors of the State Bar before action can be effective as the action of the State Bar. Any resolution adopted or action taken by the Section must be reported by the Chairperson or the Chairperson's representative to the Board of Governors for action by the State Bar.

ARTICLE X. AMENDMENTS

These bylaws may be amended at any annual meeting of the Section by a majority vote of the members of the Section present and voting, providing such proposed amendment will first have been approved by a majority of the Council. The bylaws become effective upon approval by the Board of Governors.