

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

ARTICLE I: IDENTIFICATION

1.1 NAME. This Section shall be known as “The Section of Antitrust” and shall be hereinafter designated simply as the “Section”.

1.2 PURPOSE. The general purposes of the Section shall be the promotion of the objects of the State Bar of Arizona within the particular fields designated by the name of the Section. To the end, it shall be the purpose of the Section:

(Either numerical list of compound sentence containing statement of purpose.)

COMMENTS: Although the purposes of the section should be broadly stated, they should be sufficiently limiting so that the Section and standing committee jurisdictions overlap as little as possible. From time to time, a Section may wish to consider whether there has been a shift in its activities and objectives that would warrant a jurisdictional restatement.

1.3 LIMITATIONS: *These bylaws have been adopted subject to the Rules of the Supreme Court and bylaws of the State Bar.*

ARTICLE II: MEMBERSHIP

2.1 ENROLLMENT:

SECTION MEMBER: Any member of the State Bar of Arizona in good standing [shall be eligible for membership upon application] *shall, upon request and payment of such annual Section dues, if any, be enrolled as a member of the Section as the Council may fix with the approval of the Board of Governors of the State Bar of Arizona.*

COMMENTS: The State Bar’s bylaws require that Section members be members of the State Bar. This provision in Section bylaws makes it clear that there is no other requirement for enrolling as a Section member.

2.2 THE MEMBERSHIP: *Members so enrolled and whose dues are paid pursuant to the provisions of the articles shall constitute the membership of the Section.*

2.3 NON-VOTING CONSTITUENT MEMBERS: *Non-State Bar of Arizona members may be eligible to join any section as a non-voting constituent member upon application to the State Bar and payment of the dues. Such individuals will be entitled to the same section benefits as SBA members except that such non-SBA members may not vote, hold elected office, or be counted in determining the presence of a quorum. Non-voting constituent members shall not advertise or hold themselves out as members of the State Bar of Arizona or any of its sections, nor shall they use or knowingly permit the use of their non-voting constituent membership status in any directory or law list for the purpose of soliciting or obtaining business or financial advantage.*

COMMENTS: The State Bar's bylaws require that Section members be members of the State Bar. This provision in Section bylaws makes it clear that you can allow non-voting constituent members where appropriate without causing any confusion about "Non-voting constituent membership in the Bar". This provision also ensures that AZ attorneys are the officers of the sections with non-voting members. This is important for many reasons among which is that they are voting about issues that may go to the Board of Governors.

2.4 *DUES: Dues for membership in the Section shall be in an amount set by the Section and approved by the Board of Governors, payable upon enrollment and thereafter annually in advance each year, at the beginning of the State Bar's fiscal year succeeding such enrollment.*

COMMENTS: If the Sections' bylaws provide for the dollar amount of dues, the Section must return to their membership to raise dues and this can only be done at an Annual Meeting. The Section must then await approval of the Board of Governors. If the terminology suggested here is used, the council, which is in the best position to assess the Section's financial status, may increase dues if it believes an increase is desirable. The reason for requiring Board approval of a Section dues change is to ensure that the State Bar's records reflect the correct dues amount and to permit the Board to counsel against a change that experience of other Sections has shown to be ill-advised. All dues shall be handled by the State Bar accounting department.

2.5 *DELINQUENCY: Any member of the Section whose annual dues shall be more than six months past due shall cease to be a member of the Section.*

ARTICLE III: COUNCIL AND OFFICERS

3.1 There shall be a Council of as many as eleven voting members, nine of which shall be elected as hereafter provided. Each of the remaining two members, if they elect to serve, shall be a Professor of Law in Antitrust at the University of Arizona College of Law or Arizona State University College of Law. These professors may serve on the Council notwithstanding whether they are present members of the State Bar of Arizona. Before each Annual Meeting of the Section, the Chair shall consult with the respective deans of each of these Colleges of Law and ask that he or she designate the Professor of Law in Antitrust who shall be invited to sit on the Council for the following year. The retiring Chair shall be a non-voting member of the Council for one year following his retirement.

3.2 At the first meeting of this Section, to be held at Scottsdale, Arizona, on May 5, 1977, three members of the Council shall be nominated and elected to serve for one year; three, for two years; and three, for three years. ("Year" as herein used, meaning a term beginning at the close of the Annual Meeting at which they shall have been elected, and ending at the close of the first, second, or third succeeding Annual Meeting of the Section respectively.) Thereafter, upon the expiration of each of these initial terms, three members of the Council shall be elected at each Annual Meeting of the Section for terms of three years, beginning at the close of the Annual Meeting of the Section.

ARTICLE IV: NOMINATIONS AND EJECTION OF COUNCIL AND OFFICERS

4.1 NOMINATIONS. At or prior to the first session of each Annual Meeting of the Section, the Chair with the Vice Chair shall appoint a nominating committee of three members of the Section, one of whom shall be a member of the Council, which committee shall make and report nominations to the Section for members of the Council, to succeed those whose terms will expire at the close of the then Annual Meeting, or to fill vacancies then existing for unexpired terms. Other nominations to the Council may be made from the floor. Upon their election at the Annual Meeting, the Council shall meet and elect from its members a Chair, a Vice Chair, a Secretary and a Treasurer to serve for the following year. The offices of Secretary and Treasurer may be filled by the same person.

4.2 ELECTIONS. All elections of Council shall be by written ballot unless otherwise ordered by resolution duly adopted by the Section at the Annual Meeting at which the election is held.

ARTICLE V: COMMITTEES

5.1 COMMITTEES: *The council of the Section is authorized to establish, or to empower the chairperson of the Section to establish, such committees as it may deem necessary and desirable to promote effectively 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 shall state the area of its proposed activities.*

COMMENTS: The bylaws of some Sections list the standing and special committees of the Section. Since the inclusion of these committees in the Section bylaws necessitates a bylaw amendment each time a committee is created, terminated or in some way changed, it is suggested that Section bylaws not list the special and standing committees of the Section. In this way, the Section can alter the number and structure of its committees without involving the Board. It should be the goal of the Section to avoid overlapping between other Sections and the State Bar.

5.2 CHAIRPERSONS. *The Chair shall announce the membership and the chair of each committee of the Section for the following Section year, no later than the business meeting held during the Annual Meeting of the Section.*

COMMENTS: This provisions may not be necessary. However some provision is necessary to emphasize the need to start the State Bar year with committee appointments completed and publicized.

ARTICLE VI: MEETINGS OF THE MEMBERSHIP

6.1 ANNUAL MEETING: *The Section shall hold an Annual Meeting of members in conjunction with the Annual Meeting of the State Bar. The Section should hold other meetings of members throughout the year.*

6.2 QUORUM: *The members of the Section present at any meeting shall constitute a quorum for the transaction of business.*

COMMENTS: This provision permits a handful of members to transact a Section's business. If, on the other hand, there were a specific quorum requirement, it is possible that the quorum would seldom be present and that no business would be transacted. In some Sections, the business is of a routine sort and very few members attend the business session. Provided that proper notice is given of the meeting and the business expected to be transacted, there appears to be no reason to require a numerical quorum.

6.3 *CONTROLLING VOTE: Action of the Section shall be by majority vote of members present.*

COMMENTS: Parliamentarians generally agree that a majority vote is the appropriate requirement for approval of an action of a deliberative assembly.

6.4 *VOTING ELIGIBILITY: 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 voting shall be eligible to vote.*

6.5 *AGENDA: Among the matters of business to be transacted at the Annual Meeting of the membership shall be the election of officers and council members. The agenda shall consist of other matters as decided by the chair or council.*

COMMENTS: All Section officers are elected by the members of the Section at the Section's Annual Meeting. The procedures for Section elections are set forth in Article VII. Language could be included that clarifies that all members can submit items for the agenda to the chair at least 15 days prior to the publication of the agenda to the membership.

The provision assigning the responsibility to determine the agenda to the chair or council may seem restrictive since it does not permit a Section member to include a matter of legitimate concern on the agenda. It is necessary to organize a meeting and expedite its business. If a Section member wishes to have a matter included on the agenda, the request may be channeled through the chair. The council may overrule the chair if the chair is not in harmony with the desires of the members.

6.6 *VOTING: The council may direct that a matter be submitted to the membership of the Section for vote by mail, e-mail, facsimile transmission or telephonically. In that event, binding action of the Section shall be by a majority of the votes received from members in accordance with rules fixed by the council.*

ARTICLE VII: DUTIES OF OFFICERS

7.1 *OFFICERS: The officers of the Section shall be the chair, the vice chair, the secretary, and the budget officer.*

7.2 **CHAIR.** *The Chair, or successively, the vice chair, in the absence of the chair, shall preside at all meetings of the Section and of the Council. The Chair shall formulate and present at each Annual Meeting of the State Bar of Arizona, a report of the work of the Section for the*

then past year. The Chair shall *appoint the chair and members of all committees of the Section who are to hold office during his/her term as chair. During the chair's term, the chair shall plan and superintend the program of the Section, subject to the directions and approval of the council. The chair shall superintend the performance of all activates of the Section. The chair shall keep the council duly informed and carry out its decisions. The chair shall perform such other duties and acts as usually pertain to the chair office or as may be designated by the council.*

COMMENTS: These are the duties which are usually delegated to the chair of a Section.

7.3 VICE CHAIR. Upon the death, resignation or during the disability of the Chair, or upon their refusal to serve, 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 and then only during so much of the term as the disability continues.

7.4 VICE-CHAIR or CHAIR-ELECT: *The vice-chair shall, on consultation with the chair, arrange for the appointment of the chair and members of all committees who are to hold office during his/her coming term as vice-chair.*

The vice-chair shall aid the chair in the performance of the vice-chair's responsibilities in such manner and to such extent as the chair may request. The vice-chair shall perform such further duties and have such further powers as usually pertain to the vice-chair's office of as may be designated by the council or the chair. In case of the death, resignation, or disability of the chair, the vice-chair shall perform the duties of the chair for the remainder of the chair's term or disability, as the case may be.

7.5 SECRETARY. The Secretary shall be the custodian of all books, papers, documents, and other property of the Section except money. *The secretary shall consult with and assist all the officers of the Section as to the work of the Section 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 Section and of the Council, whether assembled or acting under submission. With the Chair, the Secretary shall prepare an annual summary or digest of the proceedings of the Section for submissions to the Board of Governors of the State Bar of Arizona. *The secretary shall provide the State Bar staff with a copy of the minutes of all meetings.* The Secretary, in conjunction with the Chair, as authorized by the Council, shall attend generally to the business of the Section.

~~**7.6 TREASURER.** The Treasurer, except as may be provided otherwise by the Board of Governors of the State Bar of Arizona, shall be custodian of all funds. The Treasurer shall keep a true record of all monies received and disbursed and report thereon to the Council whenever requested. The Treasurer shall submit a financial report for presentation to the membership of the Section and the Board of Governors of the State Bar of Arizona annually.~~

~~**7.7**— The Treasurer shall sign any application for, and execute any bond as may be requested by, any officer of the Section and/or member of the Council pursuant to any resolution duly adopted for any bond for the purpose of protecting the monies of the Section. Any cost or premium for such bond, however, shall not be borne by the Treasurer, but shall be an expense of the Section and paid from the funds of the Section.~~

7.8 *BUDGET OFFICER: The Accounting Office of the State Bar shall keep an accurate record of all monies appropriated to the Section and expended by the State Bar for the purposes of the Section. The Budget Officer receives reports, and other documents prepared by the Accounting Department of the State Bar as to the Section funds, revenues, and expenditures, and works with State Bar staff and the accounting department to ensure the accuracy of the reports. The Budget Officer reports on the Section's present and projected financial condition at each meeting of the Section 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, council or Section.*

ARTICLE VIII: DUTIES AND POWERS OF THE COUNCIL

8.1 *POWERS: The Council shall have general supervision and control shall be vested with the powers and duties necessary for the administration of the affairs of the Section subject to the Supreme Court rules concerning the State Bar of Arizona and the bylaws of the State Bar of Arizona and the bylaws of the Section. The policy of the council shall be consistent with the policies set by the Board of Governors. It shall especially authorize all commitments or contracts which shall entail the payment of money, and shall authorize the expenditure of all monies appropriated by the State Bar for the use or benefit of the Section. It shall not, however, authorize commitments or contracts which shall entail the payment of more money during any fiscal year than the amount which shall have been previously appropriated to the Section for such the fiscal year. No action of any Section committee shall be effective until approved by the council or by the Section.*

8.2 The Council may authorize the Chair, with the Vice Chair, to appoint committees and their Chairs from the Council or Section members to perform such duties and exercise such powers as the Council may direct. The Chair on direction from the Council shall remove any Chair or member from such committees and fill vacancies on such committees created by removal or resignation.

8.3 The Council, during the interim between Annual Meetings of the Section, may fill vacancies in its own membership or in the offices of Secretary or Treasurer, or, in the event of a vacancy in both the office of Chair and Vice Chair, then in the office of Chair. Members of the Council and officers, so selected shall serve until the close of the next Annual Meeting of the Section, at which the vacancies in the Council shall be filled for the remainder of their respective terms by a special election conducted concurrently with the regular elections as provided in Article IV herein.

8.4 The Council shall act by a majority vote of the whole Council entitled to vote, as at any time constituted.

8.5 Members of the Council when personally present at a meeting of the Council shall vote in person, but when absent may communicate their vote, in writing, upon any proposition, to the Secretary and have it counted, with the same effect as if cast personally at such meetings.

8.6 *COMPOSITION: The council shall be composed of the following persons:*

(i) the officers;

(ii) a Legislative Liaison (any member may hold this position)

(iii) the last retiring chairperson;

(iv) ___members-at-large elected to that Council by the Section membership for three-year terms (at any one time, one third of these members shall be serving the first year of their terms, one third shall be serving the second year, and one third shall be serving the third year);

(v) (option A) a representative appointed by the Young Lawyers Division from among its member, who shall serve for a term of one year;

(option B) a member elected to the Council by the Section membership who shall represent the Young Lawyers Section membership.

8.7 *CONTROLLING VOTE: Action of the Council shall be by majority vote of those members present. A quorum consisting of a majority of the council members shall be required to conduct its business.*

8.8 *MEETINGS: The council shall hold at least one regular meeting each year at the time and place of the Annual Meeting of the State Bar to dispatch any necessary business. The chair shall call regular meetings of the council between Annual Meetings.*

8.9 *POLL OF COUNCIL: In urgent matters requiring immediate attention, the chair may submit* The Chair of the Section at any time may, and upon the request of any three members of the Council shall, submit or cause to be submitted to writing, to each of the members of the Council, any [a] proposition upon which the Council may be authorized to act; and the members of the Council may vote upon such proposition or propositions so submitted, by communicating their vote thereon, in writing over their respective signatures *the proposition either by written ballot, electronic mail ballot, facsimile transmission or by telephone vote, confirmed in writing,* to the secretary, who shall record *the proposition and votes in the matter* upon his/her minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each member of the Council thereon, and shall keep on file such written and signed votes. If the recorded votes of a majority of the members of the Council shall be in favor of such proposition, or if such majority shall be against such proposition, such majority vote shall constitute the binding action of the Council.

8.10 The Council shall designate the time and place of its regular meetings which shall be held without notice. Special meetings may be called upon notice by the Chair or upon written request to the Secretary of any five members of the Council.

8.11 Notice of any special meeting shall be given to each Council member stating the time, place, and purpose of the meeting in one of the following ways: either (a) by communicating actual notice thereof to such Council member at least three days before the time of such meeting, or (b) by written notice thereof left at or telegraphed to a usual place of business of such Council

member or his/her residence for the time being, in either case at least three days before the time of such meeting, or (c) by placing a written notice thereof in the mail, postage prepaid, addressed to a usual place of business of such Council member or to his legal residence or to his residence for the time being, in any such case at least five days before the time of such meeting.

8.12 WAIVER OF NOTICE. Notice of any meeting of the Council and of the business to be transacted there at may be waived in writing before or after such meeting by any member of the Council, and the presence of any member of the Council at any meeting of the Council shall be deemed a waiver of notice by him/her of the meeting and of the business to be transacted thereat unless objection is made by him/her at the time and noted on the records of the meeting of the Council. Any person authorized hereunder to give notice of any such meeting may make affidavit relative thereto, which, as to the facts therein stated, shall be conclusive.

8.13 COUNCIL AUTHORITY: *Between meeting of the Section, the council shall have full power to do and perform all acts and functions which the Section itself might perform. Any such action take by the council shall be reported to the Section at its next meeting.*

8.14 NO COMPENSATION: *No salary or compensation for services shall be paid to or by any officer, member of the council, or member of any committee, except as may be specifically authorized by the Board of Governors.*

8.15 REFERENDUM: *The council may direct that a matter be submitted to the members of the Section for vote. In such event, binding action of the Section shall be a majority of the votes received in accordance with rules fixed by the council and as conducted and certified by the secretary.*

ARTICLE IX: SECTION MEETINGS

9.1 The Annual Meeting of the Section shall be held during the Annual Meeting of the State Bar of Arizona, in the same city or place as such Annual Meeting of the State Bar of Arizona, with such program and order of business as may be arranged by the Council.

9.2 Special meetings of the Section may be called by the Chair upon approval of the Council, at such time and place as the Council may determine, and upon such notice as is hereinafter provided.

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

9.4 A written or printed notice of all Section meetings, stating the place, day and hour and purpose of said meeting shall be given by the Secretary at least ten days before such meeting to each member of the Section entitled to vote thereat, by leaving such notice with him/her or at his/her residence or usual place of business or by mailing it, postage prepaid, and addressed to such member at his/her address as it appears upon the records of the State Bar of Arizona. The presence in person of any person entitled to notice of such meeting shall be deemed a waiver of such notice as to such person. Any person authorized hereunder to give notice of any such

meeting may make affidavit relative thereto, which, as to the facts therein stated, shall be conclusive.

ARTICLE X: SECTION FINANCES

10.1 The fiscal year of the Section shall be the same as that of the State Bar of Arizona.

10.2 All bills incurred by the Section before being paid shall be approved by the Chair or Vice Chair and the Treasurer, or such other person or persons as the Council shall direct. All disbursements of the Council shall be signed by the Treasurer or such other officer as the Council may authorize, and shall be made in such manner and form as may be approved or required by the Board of Governors of the State Bar of Arizona.

10.3 No salary or compensation shall be paid to any officer, Council member, or member of a committee.

10.4 All printing for the Section or for the Council or any committee of the Section shall be done under the supervision of the Executive Director of the State Bar of Arizona.

ARTICLE XI: ADOPTION OF BYLAWS

11.1 These bylaws have been promulgated by the members of this Section, and they have been adopted as the bylaws of the Section and they are and shall remain in force and effect unless or until revoked or annulled in whole or in part by the Board of Governors; but said bylaws shall be subject to amendment by members of the Section as hereinafter provided.

ARTICLE XII: ELECTIONS

12.1 *ELECTIVE OFFICERS: At each Annual Meeting of the Section, the membership shall elect:*

(i) a vice-chair or chair-elect to serve a term of one (1) year; (ii) a third of the total number of members-at-large of the council and representative from the Young Lawyers Division (optional) to serve a term of three (3) years; (iii) a secretary and a budget officer for a one-year term; and (iv) officers or council members to fill vacancies in any office of upon the council as provided in Article VIII.*

12.2 *CHAIR: The vice-chair or chair-elect shall automatically succeed to the office of chair.*

The vice-chair or chair-elect shall serve a term of one year and may not again accede to that office. In the event the office of chair-elect shall be vacant, then a chair shall be elected in the manner set forth in Section 7.4.

12.3 *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 shall be eligible for office.*

12.4 NOMINATIONS AND VOTING:

(option A) (voting at business session) By March 1 of each year, the chair, after consultation with the council, shall appoint a Nominating Committee of not less than 3 members of the Section who are not candidates for office, at least 2 of whom shall not be either a present or former officer nor council member of the Section.

The chair shall announce the names and addresses of the members of the Nominating Committee in a publication of the State Bar to the Section members. The chair may appoint a member to fill any vacancy which may arise thereafter in the Nominating Committee.

The Nominating Committee shall make and report one nomination for each position which is to be filled by elections as provided elsewhere in these bylaws. The report shall identify each nominee and shall include a brief statement of the nominee's activities in the Section and in the law profession generally. The Nominating Committee shall submit its report to the chair of the Section within enough time to allow the chair to have it published in a publication by the State Bar to the Section members not later than sixty (60) days prior to the opening assembly of the Annual Meeting. State Bar Staff with the assistance of the Secretary shall publish a notice of all contested Section elections to all members of the section.

The chair of the Nominating Committee announces the committee's nominees at a business meeting of the Section. The Chair of the Section shall then announce the time and place when the election shall be held which shall be as stated in the Official Program of the Annual Meeting of the State Bar. All elections shall be held at a business session of the Section during the Annual Meeting. Elections for contested petitions shall be by written ballot, unless otherwise ordered by unanimous consent of the Section members present.

Each contested position shall be voted upon separately. Election shall be by a majority of the votes cast, and a run-off election to choose between the two leading candidates shall be held if a majority vote is not initially obtained.

(option b) (voting by mail or e-mail) By March 1 of the each year, the chair, after consultation with the council, shall appoint a Nominating Committee of not less than three members of the Section who are not candidate for office, at least 2 of whom shall not be either a present or former officer nor council member of the Section, and the chair shall promptly thereafter announce the names and addresses of the members of the Nominating Committee in a publication of the State Bar to the Section members.

The chair may appoint a member to fill any vacancy which may arise thereafter in the Nominating Committee.

The Nominating Committee shall make and report one nomination for each position which is to be filled by elections as provided elsewhere in these bylaws. The report shall identify each nominee and shall include a brief statement of the nominee's activities in the Section and in the law profession generally. The Committee shall submit its report to the Chair of the Section within enough time to allow him to have it published in a publication by the State Bar to Section

member or by other publication to the Section members not later than 60 days prior to the opening Assembly of the Annual Meeting.

The State Bar staff shall publish a notice of all contested Section elections to the section membership.

In the event of the nomination of more than one person for any of the positions to be filled by election at the Annual Meeting, ballots in such form as may be approved by the Section Council shall be placed in the united States mail at least 30 days prior to the opening Assemble of the Annual Meeting, addressed to all members of the Section as shown on the latest roster of Section membership. Members enrolled in the Section after the ballots have been mailed are not eligible to vote. Such mail ballot shall 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, together with an envelope addressed to the Secretary of the Section, duly identified on the outside to show that it contains a member's ballot.

Ballots shall be returned to the State Bar staff. State Bar staff shall inform the Secretary of the Section of the ballot results no later than 12:00 noon on the day of the opening Assembly of Annual Meeting. Election shall be by a plurality of the votes cast by mail and e-mail.

In the event that only one person is nominated for each position to be filled, ballots need not be mailed. Instead, election shall be by voice vote at a business session of the Section at the Annual Meeting.

12.5 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.*

ARTICLE XIII: SUCCESSION OF OFFICERS AND VACANCIES

13.1 CHAIR-ELECT/VICE-CHAIR: *The chair-elect/vice-chair, unless he/she refuses or is disqualified, automatically assumes the office of the chair for a term of one year at the end of the Annual Meeting following the election.*

13.2 OFFICERS AND COUNCIL: *Between Annual Meetings of the Section, the council may fill vacancies in its own membership, or in the offices of vice-chair, secretary, or budget office. Members of the council and officers so elected shall serve until the next Annual Meeting of the Section, at which time the membership of the Section shall elect officers or council members to fill any unexpired terms existing at the time.*

13.3 ABSENTEEISM: *If any officer or member of the council shall fail to attend two successive 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.*

13.4 *RETIRING CHAIR: At the end of the chair's term of office, the retiring chair shall become a member of the council for a term of one year.*

13.5 *SUCCESSION: No council member-at-large may serve more than two successive terms as a member-at-large; however, the member-at-large may serve additional terms on the council as an ex-officio member.*

ARTICLE XIV: REPRESENTATION OF STATE BAR'S POSITION

14.1 *The Section must seek BOG approval before taking any official action or making official comments on behalf of the State Bar or the Section. 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 shall be reported by the chair or the chair's representative to the Board of Governors for action by the State Bar.*

ARTICLE XV: AMENDMENTS

15.1 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, provided such proposed amendment shall first have been *approved by a majority of the council*. They submitted, as hereinafter provided, to the Council for its recommendation; and provided further, that no amendment so adopted shall become effective until approved *upon approval* by the Board of Governors of the State Bar of Arizona.

15.2 Any proposed amendment must be submitted in writing to the council in the form of a petition signed by at least ten members of the Section at least sixty (60) days before the Annual Meeting of the Section at which it is to be voted upon. The council shall consider the proposed amendment and shall prepare recommendations thereon for submission to the meeting of the Section.

Amended and Approved August 16, 1991.

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