

BYLAWS OF THE SECTION OF LITIGATION

(As amended through August 5, 2016)

ARTICLE I: BASIC STRUCTURE

1.1 NAME. The name of the Section is "The Section of Litigation," sometimes also referred to as the "Litigation Section" or, in the following Bylaws, the "Section."

1.2 PURPOSE. The general purpose of the Section shall be the promotion of the objects of the American Bar Association ("Association") within the particular fields designated by the name of this Section. To that end, it shall be the purposes of this Section:

- (a) To provide a forum addressed to the problems and interests of the practitioner who specializes in litigation, without limitation to a particular substantive area;
- (b) To establish and maintain a working liaison with the state and federal judiciary toward achieving procedural reform and an administration of trials and appeals that ensures the freedom of the adversary process, with due regard for effective resolution of civil and criminal conflicts;
- (c) To initiate study, research and training toward the development of improved methods, techniques and procedures in the field of litigation;
- (d) To support and inspire the art of trial and appellate advocacy among the bar and prospective bar;
- (e) To generally promote and further the interests of the profession within the field of litigation;
- (f) To promote diversity and inclusion in the Section's membership and leadership for lawyers of different races, gender, national origin and sexual identities and for lawyers who have disabilities; and
- (g) To support, encourage and perform good works projects that better the profession and the justice system, promote the rule of law and serve the disadvantaged and the underrepresented.

1.3 LIMITATIONS. These Bylaws are subject to and use terms as defined in the Constitution and Bylaws of the Association.

1.4 OFFICE. The Section's office will be located in the offices of the Association.

1.5 FISCAL YEAR. The Section's fiscal year will be the same as the Association's.

ARTICLE II: MEMBERSHIP

2.1 ENROLLMENT. Any member or law student member in good standing of the Association shall, upon written request to the Section and payment of the Section's annual dues, be enrolled as a member or law student member of the Section.

2.2 MEMBERSHIP. Members so enrolled will constitute the membership of the Section.

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- 2.3 DUES. Each category of membership shall pay to the Association annual dues in an amount to be determined by the Council, but not to exceed \$75.
- 2.4 DELINQUENCY. A person whose dues are delinquent by a period set by the Board of Governors shall cease to be a member of the Section.

ARTICLE III: COMMITTEES AND DIVISIONS

- 3.1 COMMITTEES AND DIVISIONS. The Section's Council may establish, or authorize the Section's Chair to establish, such Committees, Divisions (comprised of groups of Committees), Special Committees, Task Forces and Special Assignments (such as Liaisons to other ABA organizations) as it deems appropriate to carry on the Section's activities.
- 3.2 APPOINTMENTS. The Section's Chair will appoint the Chairs of the Section's Committees, Directors of each of the Section's Divisions, one or more Managing Directors, members of any Special Committees, Task Forces, and Special Assignments for his/her year in office.
- 3.3 RESPONSIBILITY AND REPORTING. The Managing Directors will be responsible to and will report to the Chair or, if the Chair so requests, the Council. Division Directors will be responsible to and will report to the Managing Directors. Committee, Special Committee, and Task Force Chairs will be responsible to and will report to their respective Division Directors or, if the Chair so requests, the Managing Directors. Special Assignments will be responsible to and will report to the Council. Committee Chairs may establish Subcommittees, which will be responsible to and report to their respective Committee Chairs

ARTICLE IV: MEMBERSHIP MEETINGS

- 4.1 SECTION ANNUAL BUSINESS MEETING. The Section will hold a Section Annual Business Meeting in conjunction with the Association's Annual Meeting.
- 4.2 QUORUM. The Section members present at any Section meeting will constitute a quorum to transact business.
- 4.3 CONTROLLING VOTE. Action of the Section will be by majority vote of the members present at any Section meeting.
- 4.4 AGENDA. The Section's officers and Council members will be elected at the Section's Annual Business Meeting. Other matters as the Council may designate may also be considered at the Section's Annual Business Meeting.
- 4.5 SEPARATE ANNUAL MEETING. The Section will hold an annual meeting ("Section Annual Conference") separate from the Association's Annual Meeting at a place and date designated by the Chair in consultation with the Council.
- 4.6 SPECIAL MEETINGS. Special meetings of the Section's membership at a time and place designated by the Council may be called by the Chair upon approval of the Council.

ARTICLE V: THE COUNCIL

5.1 **GOVERNING BODY.** The Council is the governing body of the Section vested with the powers and authority to carry on the Section's business and to establish its policies and positions, which will not be inconsistent with those of the Association.

5.2 **COMPOSITION.** The Council consists of:

- (a) The officers; as identified in paragraph 6.1 of these bylaws;
- (b) The past Chair for the preceding year, provided, however, that the Chair for 2013-14 may remain a past-chair member of Council through the conclusion of the 2017 Annual Meeting of the Association, the Chair for 2014-15 may remain a past-chair member of the Council through the conclusion of the 2018 Annual Meeting of the Association and the Chair for 2015-16 may remain a past-chair member of the Council through the conclusion of the 2019 Annual Meeting of the Association, if they so choose.
- (c) Eighteen members at large elected to the Council for three year terms; provided that: (1) one non-U.S. lawyer may serve as one of the eighteen Council members at large, but no law student member may serve as one of those Council members at large; and (2) no more than three Council members at large shall have their principal practices located within the same state.
- (d) No individual who has continuously served as an at large Council Member for a term of three years or more will be eligible for election to another consecutive term as a Council Member; provided, however, that nothing in this Section will preclude such individual from being elected as an Officer. An individual who has served a partial term of less than three years as an at-large Council Member shall be eligible to serve a consecutive full term of three years if so selected.
- (e) One member from a governmental entity who is actively engaged in the practice of general litigation, to be appointed by the Chair with the Council's consent for a term of one year;
- (f) A representative appointed by the Young Lawyers Division from among its members, and a non voting adjunct representative of the Young Lawyers Division, both of whom will have a term of one year;
- (g) A non voting representative appointed by the Law Student Division from among its members, who will have a term of one year;
- (h) A non voting member serving as ABA Section Member at Large on the ABA Board of Governors as a result of nomination by the Section, who will serve on the Council during the term he/she serves as ABA Section Member at Large; and
- (i) A non voting representative from the Association's Board of Governors, who will have a term of one year.

Therefore, if there are no vacancies in the voting positions, the number of voting Council members equals 28, plus the number of Section Delegates to which the Section is then entitled.

5.3 **CONTROLLING VOTE.** A quorum of a majority of the voting members of Council then in office will be required to conduct the Council's business. Where there is a quorum, Council action requires a majority vote of votes cast. Unless otherwise provided in these Bylaws, a Council member may vote in absentia by giving the Chief Diversity Officer and Secretary a written instruction on how his/her vote should be cast.

5.4 **MEETINGS.** The Council will hold at least three regular meetings each year. The Chair will call special Council meetings on reasonable notice upon written request of a Council majority and may call a special Council meeting with prior or concurrent Council approval.

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5.5 POLL OF COUNCIL AND COUNCIL MEETINGS

- (a) A formal meeting is not required for the Council to take action. The Chair may, and upon request of any Council member will, submit in writing to each Council member any matter on which the Council is authorized to act, together with any opposition to such action that is requested to be circulated; the Council members will then send their written vote on the matter to the Chief Diversity Officer and Secretary or the Chief Diversity Officer and Secretary's designee, who will record and report to the Council the voting on the matter. E-mail and facsimile shall each constitute a "writing" or qualify as a "written vote." The Council may also hold meetings by telephone conference call.
- (b) The Council meetings will be open, except when the Council declares an executive session.

5.6 EXECUTIVE COMMITTEE. The Executive Committee, consisting of the officers and the immediate past chair for the preceding year will have full authority to act for the Section between Council meetings. The Managing Directors are non voting members of the Executive Committee. Whenever practical, a poll of the Council should ordinarily be taken pursuant to paragraph 5.5 of these Bylaws on all matters of Section policy.

5.7 REFERENDUM. The Council may submit a matter to the members of the Section for vote by mail or email. On such a matter, binding action of the Section will be by a majority of the votes received in accordance with rules fixed by the Council and as conducted and certified by the Chief Diversity Officer and Secretary.

5.8 MEMBER AT LARGE OF THE BOARD OF GOVERNORS. At appropriate times, as determined by the Section Officers Conference, the Council may nominate a Section member at large of the Board of Governors who meets the eligibility requirements for serving on the Board of Governors.

5.9 COMMITTEES OF THE COUNCIL. Each year, the Chair will appoint members of the Council to serve on one or more of the Committees of the Council, including the Finance Committee and such other Committees as the Chair chooses to appoint.

ARTICLE VI: OFFICERS

6.1 OFFICERS. The officers of the Section are the Chair, Chair Elect, Vice Chair, Chief Diversity Officer and Secretary, Section Delegates, Budget Officer, Revenue Officer, and Publications and Content Officer.

6.2 CHAIR. The Chair or, in his/her absence, successively the Chair Elect or Vice Chair, will preside at Section and Council meetings. During his/her year in office, the Chair will oversee all activities of the Section, subject to the directions and approval of the Council.

6.3 CHAIR-ELECT. The Chair Elect will assist the Chair in such matters as the Chair or the Council may request. If the Chair, due to death, resignation or notice of temporary incapacity by the Chair, either upon written notice from the Chair, or by vote of at least three quarters of the members of Council, is determined to be unable to discharge his or her duties due to incapacity, the Chair Elect will assume the powers of the Chair for the remainder of the Chair's term or incapacity. This will not affect the Chair Elect's term of office as Chair in the succeeding years.

6.4 VICE CHAIR. The Vice Chair will assist the Chair in such matters as the Chair or the Council may request. If both the Chair and the Chair Elect are unable to serve, the Vice Chair will assume the powers of the Chair for the remainder of the Chair's term or incapacity. This will not affect the Vice Chair Elect's term of office as Chair Elect and Chair in the succeeding years.

- 6.5 **CHIEF DIVERSITY OFFICER AND SECRETARY.** The Chief Diversity Officer and Secretary will have responsibility for overseeing staff in maintaining all books, papers, documents, and other property of the Section, except money. He/she shall keep a true record of the proceedings of Section and Council meetings and actions. He/she shall maintain, monitor, supervise and report at least annually at the ABA Annual Meeting on compliance by the Section and its component parts with the Section Diversity Plan. In furtherance of that role, he/she shall also liaise and consult with Committees within the Section, such as Diversity & Inclusion, among others, whose missions are focused on diversity.
- 6.6 **SECTION DELEGATES.**
- (a) The Section Delegates will represent the Section in the Association's House of Delegates ("House"). At appropriate times, as determined by the Section Officers Conference, the Council shall designate a Section Delegate to serve on the Nominating Committee of the House.
 - (b) The Section Delegate who serves on the Nominating Committee shall be free to vote in the best interests of the Section for any candidate for Association office unless directed by the Council to vote for a particular candidate for an Association office. The Executive Committee may make a non binding recommendation to the Council for consideration for an Association office.
- 6.7 **BUDGET OFFICER.** The Budget Officer is responsible for monitoring and keeping an accurate record of the Section's funds, reserves, income and expenditures. He/she will advise the officers and the Council on whether any proposed action by the officers, Council or Section may, in his/her judgment, have a significant impact on the Section's financial condition. After consulting with the Section's leadership, he/she will submit a proposed budget to the Council in accordance with the Section Budget Policy. He/she will submit to Section members at the Section Annual Business Meeting a report on the Section's finances. He/she will prepare any other recommendations and reports on the Section's financial affairs requested by the Chair or the Council.
- 6.8 **REVENUE OFFICER.** The Revenue Officer is responsible for developing a structure, policies, and procedures to increase the Section's revenues and for monitoring revenue development. He/she will oversee all sponsor relations with the Section or any part of the Section.
- 6.9 **PUBLICATIONS AND CONTENT OFFICER.** The Publications and Content Officer ("PCO") is responsible for the long-range strategic planning for innovation, coordination and expansion of the delivery of written and electronic content to members and to the public through Section publications, committee-generated content and CLE-generated content. The PCO shall work with those division directors who are responsible for day to day supervision of Section publications and editorial boards, but the PCO shall not exercise editorial control over Section editorial boards that have operated historically under a policy of editorial independence.
- 6.10 **SECTION DIRECTOR.** Although not an officer, the Section Director is employed by the Association as the chief staff person responsible for the day to day administration of the Section. He/she reports to the Chair and is responsible to the Chair and the Council. He/she will assist the Section's leadership and members, as appropriate, will be responsible for overseeing other Section staff, and will maintain the books, records and other papers of the Section, including an archive of past Section activities.

ARTICLE VII: ELECTIONS

- 7.1 **ELECTED OFFICERS.** At each Section Annual Business Meeting the members and any non-U.S. lawyer associate serving on Council will elect the following:
- (a) A Chair Elect and a Vice-Chair for a term of one year;
 - (b) Up to six members at large of the Council for a term of three years;

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- (c) A Chief Diversity Officer and Secretary, Budget Officer, Revenue Officer, and a Publications and Content Officer, who will each serve a two year term. No election for such position will be held when the incumbent still has a remaining year to serve in his/her term. As set forth in paragraph 6.7 of these Bylaws, the terms of the Budget Officer and Chief Diversity Officer and Secretary, on the one hand, and the Revenue Officer and PCO, on the other hand, shall be staggered;
- (d) Section Delegate(s) for a term of three years, at the Section Annual Business Meeting immediately before each Section Delegate's term expires; and
- (e) Officers or Council members to fill vacancies in any office or on the Council as provided in paragraph 7.13 of these Bylaws.

7.2 CHAIR. The Chair Elect will automatically succeed to the office of Chair as provided in paragraph 8.1 of these Bylaws. If the office of Chair Elect is vacant, the Vice Chair will automatically succeed to the office of Chair. If the offices of Chair Elect and Vice Chair are both vacant, a Chair Elect and Vice Chair will be elected as provided in subparagraphs 7.3 through 7.15 of these Bylaws.

7.3 ELIGIBILITY. Any member of the Section, other than a law student member, whose good standing can be certified thirty days before the time of the election is eligible for office; provided, however, that one non-U.S. lawyer associate shall be eligible to serve as a Council member or as a Section officer; provided further, however, that the non-U.S. lawyer associate may not serve as Section Chair, Chair-Elect, Vice Chair of Delegate to the ABA House of Delegates.

7.4 NOMINATIONS. Before March 1 of each year the Council will select nominees for election by the Section's membership for each available position. The nominee selection process generally will take place at the Council's Winter meeting as set forth in paragraph 7.9 of these Bylaws.

7.5 ADVISORY COMMITTEE.

- (a) At the Council's Fall Meeting, the Council will elect by majority vote four members of a five-person Advisory Committee from those present for at least part of the Section Council/Committee Chair's Fall Meeting who are willing and eligible to serve. Only Council members with voting rights who are present in person at the meeting may vote for the Advisory Committee. The election will be by secret ballot as provided in paragraph 7.10 of these Bylaws.
- (b) The four elected members of the Advisory Committee will consist of two Council members and two individuals chosen from among the following: Committee Chairs, Managing Directors, Division Directors, Task Force Chairs or the Editors, Managing Editors or Chairs of any Section Publications Editorial Board. Only individuals who have served at least two full years in one or more of those positions are eligible to serve on the Advisory Committee, except that a member of a Task Force is also eligible to serve as a member of the Advisory Committee if he or she has also served in one of the other positions set forth above during the two years preceding the Advisory Committee nomination. The Chair Elect of the Section will be the Chair and the fifth member of the Advisory Committee.
- (c) An individual who meets the criteria set forth in this subparagraph 7.5 and chooses to run for a position on the Advisory Committee, shall complete an application to be provided by the Section that will contain at least the following: (i) brief biographical information; (ii) a description of the individual's Section experience; (iii) and a description of the individual's Association or other relevant experience. In addition, such application shall require such individual to certify that he/she has not committed to vote for a particular candidate for elected office of the Section. Such application shall be submitted to the Section Director no later than 6:00 p.m. (local time as determined by the location of the Fall Council Meeting) on the day before the election of the Advisory Committee. The applications shall be circulated to the Council at least two hours prior to the beginning of the second session of the Section's Fall Council meeting.
- (d) Service on the Advisory Committee disqualifies a Section member from running for Section office in the bar year in which the member serves on the Advisory Committee.
- (e) If, before the Advisory Committee begins deliberations or during the deliberations, a member of the Advisory Committee becomes unavailable to participate in the deliberations, the Chair of the Advisory Committee will appoint a replacement member, subject to approval by the Executive Committee, excluding any member of the Executive Committee who has submitted an application for any office pending before the Advisory Committee.

(As Amended through August 5, 2016)

7.6 ADVISORY COMMITTEE DELIBERATIONS.

- (a) The Advisory Committee may hold an open meeting during the Council's Fall Meeting, at which Section members may nominate themselves or others for elected office, and make any comments or suggestions they think appropriate. All applications for open positions must be submitted to the Advisory Committee by November 1, except that the Advisory Committee may extend the deadline at its discretion.
- (b) The Advisory Committee will decide what provisions for confidentiality, if any, to use in its meetings, except that certain information will be available upon request by the Section leadership as discussed in paragraph 7.7(a) of these Bylaws.
- (c) The Advisory Committee will obtain in a standard format biographical information from each person it considers for nomination, including his/her professional experience; education; experience in the Association and the Litigation Section; other bar and volunteer activities; trial and other litigation experience, including a description of several representative cases; professional references; and any disciplinary action taken against him/her. The standard format also shall require a candidate to certify that he/she has not solicited or received a commitment from any member of the Advisory Committee to vote for such a candidate. A candidate for Vice Chair will also submit a statement of his/her goals for the Section.
- (d) The scope of investigation of potential nominees will be determined by the Advisory Committee except that, for candidates for Vice Chair, the Advisory Committee prior to completion of deliberations will conduct a full inquiry, including contacting lawyers, judges and others who are personally acquainted with the candidate and with his or her professional activity, including if appropriate, people not named on the potential nominee's statement. If, during the course of this investigation, serious charges are made against a candidate, the candidate will be given an opportunity to respond to them.
- (e) All candidates for Vice Chair shall be interviewed by the Advisory Committee. It is preferred that these interviews be in person, however, if such is not possible, the Advisory Committee will make other appropriate arrangements. Reimbursement for Committee members and Vice Chair candidates will be available pursuant to standard Section policy, with variances as approved by the Chair and Budget Officer.
- (f) The Advisory Committee is encouraged to contact the Council and other leaders of the Section for informal input prior to completing its deliberations and making its recommendations.

7.7 DISTRIBUTION OF CANDIDATE INFORMATION AND ADVISORY COMMITTEE REPORT.

- (a) Council members shall receive by November 15 access to a copy of the entire application package submitted by each candidate for Vice Chair. Materials submitted by others on behalf of any Vice Chair candidate and the applications of all candidates for all other positions will be available for review by any member of the Section leadership through the Section Director.
- (b) No later than 7 days before the start of the Council's Winter Meeting, the Advisory Committee will submit a report to the Council listing the proposed nominee(s) for each position. The report will contain all dissenting views and the name of any person that a dissenter from the majority wishes to propose. The report will also contain a list of all persons who were considered by the Advisory Committee for nomination for each office. The Advisory Committee may recommend to the Council as many candidates for each open position as it desires.

7.8 RULES FOR POTENTIAL NOMINEES AND THE ADVISORY COMMITTEE. Potential nominees should not seek a commitment from any Advisory Committee or Council member until the Advisory Committee's report has been issued. Advisory Committee members and Council members should avoid committing their vote to any candidate until each group has voted. Potential nominees, Advisory Committee members, and Council members are, however, free to discuss the merits of a person's candidacy so long as commitments to support a candidate are not made.

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7.9 COUNCIL SELECTION PROCEDURES FOR NOMINEES.

- (a) The Advisory Committee's report will be considered during the Winter Council Meeting. The Advisory Committee will also deliver an oral report explaining its rationale for its report and will make itself available for questions from the Council.
- (b) The standards for recusal set forth in paragraph 7.14 of these Bylaws shall govern in all elections of Section officers and Council members.
- (c) Only Council members with voting rights who are present in person at the meeting may vote.

7.10 VOTING PROCEDURES FOR ALL ELECTIONS.

- (a) General:
 - (1) Nominees for officer and Council positions may be selected by oral or secret written ballot, except that (i) in the event of a contested election, contested positions will be selected by secret written ballot using the method described below, and (ii) if any Council member requests a written ballot before a hand vote is taken, the election for the position then before the session will be by written ballot. Each contested election will be voted on separately. The Council will sit in Executive Session during these elections if so requested by any Council or Advisory Committee member.
 - (2) The members of the Advisory Committee will be selected by secret written ballot using the method described below. The Council will sit in Executive Session during election of the Advisory Committee.
- (b) Ballot Counting. To be elected as a Section officer, Council member, or Advisory Committee member, a nominee must receive a majority of the ballots cast. On each ballot, each eligible Council member may vote for as many candidates as there are positions. If any position is not filled on the first ballot, on the second ballot for the unfilled position the names of candidates receiving two or fewer votes will be eliminated. If any position is not filled on the second ballot, on the third ballot (and any subsequent ballot that may be necessary) a candidate for the contested position will be eliminated if the number of his/her votes, when added to the number of votes received by all other candidates whose vote totals are either equal to or less than the number of votes received by that given candidate, do not constitute a majority. (For example, if 10 votes are required for a majority and the remaining four candidates receive 8, 5, 3 and 3 votes respectively, the last two candidates' names would be eliminated since the two together do not equal a majority. The candidate who received 5 votes would remain because 5 plus 3 plus 3 total more than the necessary majority.)

7.11 REPORT OF COUNCIL ACTION ON NOMINATIONS; UNEXPECTED VACANCIES.

- (a) As a result of the elections held at the Winter Council Meeting, the Council will make one nomination for each open officer and Council member position to be filled by election. The nominations will be published to the Section's members in *Litigation News* or otherwise, no later than June 15, or 45 days before the opening assembly of the Association's Annual Meeting, whichever occurs first.
- (b) If, before the Section Annual Business Meeting, there is an unanticipated vacancy or a nominee is unavailable or declines to stand for election, the Council may make a nomination for each such position by majority vote. The procedures set forth in paragraph 7.10(b) of these Bylaws shall apply. The Executive Committee shall solicit and consider applications to fill the vacancy in a procedure it determines, which shall be similar to the Advisory Committee process.

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7.12 ADDITIONAL NOMINATIONS BY MEMBER PETITION. Petitions for additional nominations for any officer or Council member position (“nominating petition”) may be submitted to the Section Chair in writing, signed by not less than 40 members of the Section, no more than eight of whom should be from any one state or the District of Columbia. The nominating petition will state that the nominee has agreed to be nominated and must include a completed application in the form required of candidates considered by the Advisory Committee as described in subparagraph 7.6(c) of these Bylaws. A nominating petition must be submitted to the Chair no later than August 1, or 10 days before the opening assembly of the Association’s Annual Meeting, whichever occurs first, and will be announced to the Section’s members at the Section Annual Business Meeting at the same time the report on the Council’s nominations is made and immediately preceding the elections.

7.13 VOTING PROCEDURES FOR ELECTIONS BY SECTION MEMBERS AT SECTION ANNUAL BUSINESS MEETING.

- (a) The election of officers and Council members at the Section Annual Business Meeting may be by oral or written ballot.
- (b) In the event of a contested election, each contested position to be filled by election will be voted on separately. Election will be by a majority of the votes cast by Section members present and voting at the meeting. A runoff election to choose between the two leading candidates will be held if a majority vote is not initially obtained.
- (c) If there are more than three candidates from a single state for a Council position, a vote to reduce the number to the three leading candidates will be held before the general vote for the open positions on the Council.
- (d) All elections will be by oral vote, or at the discretion of the Chair (or other presiding officer), by hand vote, except that if any Section member requests a written ballot before a hand vote is taken, the election for the position then before the session will be by written ballot.

7.14 RECUSAL OF MEMBERS OF ADVISORY COMMITTEE AND COUNCIL.

- (a) A Council member who is a candidate, spouse, domestic partner, or is affiliated with the same law firm or employer company of any candidate (an “interested party”), shall be excluded from the Council meeting during the discussion in relation to the election in which that candidate is seeking office or nomination, and neither the candidate nor the interested party shall vote in the election for the office or nomination sought by that candidate.
- (b) An Advisory Committee member who is an interested party shall be excluded from all activities of the Advisory Committee with respect to the office as to which the member is an interested party.
- (c) A Council or Advisory Committee member should also recuse himself or herself from any debate and contested vote whenever that member determines that participation in the election or recommendation process would constitute an actual or perceived conflict of interest.

7.15 TERM OF OFFICE. The term of office for new officers and Council members will begin with the adjournment of the Association’s Annual Meeting following the election, and end following the Association’s 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 will be extended until a successor is elected.

ARTICLE VIII: SUCCESSION OF OFFICERS AND VACANCIES

- 8.1 **CHAIR ELECT.** The Chair Elect will, unless he/she has been unwilling or unable to act as Chair Elect, automatically assume the office of Chair for a term of one year at the end of the Section Annual Business Meeting following his/her election. The Vice Chair will, unless he/she has been unwilling or unable to act as Vice Chair, stand unopposed for election to the office of Chair Elect for a term of one year at the next Section Annual Business Meeting following his/her election as Vice Chair.
- 8.2 **OFFICERS AND COUNCIL.**
- (a) During the interim between Section Annual Business Meetings, the Council may fill vacancies of Council members-at-large or in the offices of Chief Diversity Officer and Secretary, Budget Officer, Revenue Officer, PCO or Section Delegate.
 - (b) A member at large of the Council who is so selected will serve out the unexpired term of the member whose departure created the vacancy.
 - (c) A Section officer who is so selected will serve until the next Section Annual Business Meeting, at which time the membership of the Section will elect officers to fill any unexpired terms existing at the time.
- 8.3 **ABSENTEEISM.** If any officer or member of the Council fails to attend two successive meetings of the Council, his/her office will automatically be vacated, unless excused upon good cause accepted by the Executive Committee. If a Section Delegate is unable to serve for any meeting of the House, the Council will appoint an alternate Section Delegate for that meeting.
- 8.4 **RETIRING CHAIR.** At the end of his/her term of office as Chair, the retiring Chair will be a member of the Council for a term of one year.
- 8.5 **SUCCESSION.** No Chief Diversity Officer and Secretary, Budget Officer, or Revenue Officer may serve more than two successive terms of office.

ARTICLE IX: LITIGATION MAGAZINE

- 9.1 The Section shall publish a journal entitled *Litigation*. The Editor in Chief of *Litigation* shall be chosen by the then Chair Elect of the Section for a two year term. The Editor in Chief shall appoint such associate and senior editors as needed within the Editor in Chief's discretion and subject to the budgetary controls set by the Section in that fiscal year. The Editor in Chief may be removed at any time by a majority vote of the Council.
- 9.2 It is the policy of this Section that *Litigation* shall not contain any advertising, paid or unpaid, for either the Section or third parties. This policy shall not affect the content of the Section Chair's column in *Litigation*. This policy shall not prevent the Council from permitting a single logo of a substantial Section sponsor to appear on *Litigation* at any one time, as long as that logo is substantially similar in size and appearance to the other logo that appears on the back cover of *Litigation*, Volume 25, No. 1; however, from the date of adoption of this Bylaw forward, no logo of any Section sponsor will be placed on the magazine until the Editor in Chief of *Litigation* is fully consulted and is permitted, if he/she chooses, to address the Council on the subject.
- 9.3 Subject to the above, it is the policy of this Section that *Litigation* shall have editorial independence and the Editor in Chief shall be the final decision maker on the content, form and layout of *Litigation*.

ARTICLE X: MISCELLANEOUS

- 10.1 PROCEDURAL GUIDE. In addition to the Constitution and Bylaws of the Association, and these Bylaws, the Chair and Council may have recourse to the Rules of Procedure of the House.
- 10.2 FINANCING PROCEDURE. All invoices for expenditures incurred by the Section will be forwarded to the Treasurer of the Association for payment, and must be approved in writing by the Chair or the Budget Officer, or, if the Council directs, by both of them.
- 10.3 NO COMPENSATION. No salary or compensation for services will be paid to any officer, member of the Council, or member of any Committee, except as may be specifically authorized by the Association's Board of Governors.
- 10.4 EFFECTIVE DATE. These Bylaws and any amendments to them will become effective upon approval thereof by the House, or Board of Governors, as appropriate.
- 10.5 REPRESENTATION IN THE ASSOCIATION. Any action by the Section must be approved by the House or by the Board of Governors of the Association before it can be effective as the action of the Association. No officer or member of this Section may use the name of the Association or of the Section in public expression of any action of the Section unless such action of the Section has been approved by either the House or the Board of Governors. Any resolution adopted or action taken by the Section will on request of the Council or the Section be reported by the Chair or Section Delegate to the House or the Board of Governors of the Association for action by the Association.
- 10.6 CONSTRUCTION. The word "will" in these Bylaws means that the action is mandatory.

ARTICLE XI: AMENDMENTS

These Bylaws may be amended at any Section Annual Business Meeting by a majority vote of the members of the Section present and voting, provided that any proposed amendment is first approved by a majority of the Council and provided further that no amendment will become effective until approved by the Board of Governors of the American Bar Association.