SECTION BY-LAWS

ARTICLE 1: NAME AND PURPOSES

1.1. NAME. This Section shall be known as the Section of Labor and Employment Law and shall subsequently be referred to as the Section.

1.2. PURPOSES. This Section shall devote its activities to the area of labor and employment law in a manner consistent with the purposes of the American Bar Association (herein called the Association) as stated in the Association Constitution. To that end, the purposes of this Section shall be:

(a) To study and report upon continuing developments in the field of labor and employment law.

(b) To provide a forum for members of the Association interested in the field of labor and employment law to meet and confer.

(c) To assist the professional growth and development of practitioners in the field of labor and employment law.

(d) To establish and maintain working liaison with state, federal, and, where applicable, multi-national agencies having jurisdiction over matters affecting labor and employment law toward achieving procedural reform and administrative due process.

(e) To study and report upon proposed and necessary legislation and rule making within the field encompassed by the jurisdiction of this Section.

(f) To promote justice, human welfare, industrial peace, and the recognition of the supremacy of law in labor-management relations and the employment relationship.

(g) To establish, moderate, and sponsor seminars, workshops, forums, and other programs promoting the advancement of knowledge and practice in the field of labor and employment law.
ARTICLE 2: MEMBERSHIP

2.1. MEMBERS.

(a) Any member of the Association in good standing shall be enrolled as a member of the Section upon payment of the annual Section dues. The membership of the Section shall consist of those members whose dues have been paid as provided in this Article. The term “members of the Section” as used throughout these By-Laws shall include all members except Law Student Members and Associates.

(b) LAW STUDENT MEMBERS. Any member of the Law Student Division of the Association in good standing shall be enrolled as a Law Student Division member of the Section upon payment of the annual Section dues applicable to members of the Law Student Division. Law Student members shall be entitled to receive publications of the Section distributed to the other members of the Section at no greater charge than that made to other members, and shall be entitled to attend all meetings of the Section but shall not have the right to vote.

(c) ASSOCIATES. Any Associate of the Association in good standing shall be enrolled as an Associate of the Section upon payment of the annual Section dues as provided for Associates of the Section. The privileges of Associates shall be prescribed by the By-Laws of the Association and by guidelines adopted by the Board of Governors. Associates shall be entitled to receive publications of the Section distributed to the other members of the Section at no greater charge than that made to other members, and shall be entitled to attend all meetings of the Section but shall not have the right to vote.

2.2 DUES.

Section dues shall be paid in the manner and in the amount prescribed by the Section and as approved by the Board of Governors and are payable in accordance with ABA policy.

Annual Section dues shall not exceed $75 per year for any member, except that Annual Section Dues for members of the Law Student Division of the American Bar Association shall not exceed $15 per year.

2.3. TERMINATION OF MEMBERSHIP. Any member of the Section, Law Student Member, or Associate of the Section whose annual dues are more than six months past due shall lose membership in the Section. Any person who ceases to be a member or associate of the Association shall also lose membership in the Section.
ARTICLE 3: SECTION MEETINGS

3.1. ANNUAL MEETING. The Annual Meeting of the Section shall be held immediately before or during the Annual Meeting of the Association, in the same city or place as such Annual Meeting of the Association, with such program and order of business and prior notification to the membership as may be determined by the Council.

3.2. SPECIAL MEETINGS. The Section may hold other meetings of its membership during the year. The notice to the membership, the time and place of meeting, and the agenda, shall be as determined by the Chair.

3.3. QUORUM. The voting members of the Section present at a meeting of the membership shall constitute a quorum for the transaction of business.

3.4. ACTION BY THE SECTION. All binding action of the Section shall be by a majority vote of the voting members present.

3.5. AGENDA. The agenda of the Annual Meeting of the membership shall consist of the election of officers and members of the Council and such other matters as the Chair of the Section, after approval by the Council, deems appropriate. The agenda of a special meeting of the membership shall consist of those matters which the Chair of the Section deems appropriate and of which notice has been given as determined by the Chair.

3.6. PARLIAMENTARY AUTHORITY. The Chair shall preside at all meetings of the Section. Unless otherwise designated by the Chair, the parliamentary authority to govern meetings of the Section in parliamentary situations not covered by these By-Laws shall be Roberts Rules of Order.

ARTICLE 4: THE COUNCIL

4.1. POWERS AND FUNCTIONS.

(a) The Council shall have general supervision and control of the affairs of the Section and shall be vested with the powers and duties necessary for the administration of the Section.
(b) The Council shall adopt annually a budget. The expenditures of any money not authorized in such budget shall require the express approval of the Chair. The Council shall not authorize commitments, contracts or expenditures which entail the payment during a fiscal year of more money than the funds available from the revenues of the Section reasonably projected for such fiscal year without the approval of the Board of Governors, except that it may authorize the expenditure in addition to current revenues, of such amount or all of any surplus or previously accumulated reserve funds of the Section as it shall deem advisable.

(c) The Council is authorized to establish such standing, administrative, and ad hoc committees/task forces as it deems appropriate to carry out the purpose of the Section. No action of a Section committee shall be effective until approved by the Council or members of the Section. The authority to establish committees may be delegated by the Council to the Chair and Chair-Elect of the Section.

(d) The Council, during the interim between Annual Meetings of the Section, may fill vacancies in its own membership; or, in the event of a vacancy in both the office of Chair and Chair-Elect, then in the office of Chair; or, in the event of a vacancy in both the office of Secretary and the Secretary-Elect, then in the office of Secretary. Members of the Council and Officers so selected shall serve until the close of the next Annual Meeting of the Section. In addition, between meetings of the membership, the Council shall have authority to perform the functions that the membership of the Section might perform. The Council shall report to the membership of the Section at each meeting any actions taken since the last meeting of the membership of the Section.

(e) The Council may direct a referendum by mail ballot of the voting members of the Section. A majority of the votes cast in the referendum shall determine the policy of the Section with respect to the question submitted. Such referendum shall be conducted according to rules established by the Council and certified by the Secretary of the Association.

(f) All binding action of the Council shall be by a majority vote of the voting members of the Council at a duly called meeting of the Council, except as provided hereinafter in subsections (g) and (h).

(g) Voting Members of the Council when 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 meeting.
(h) The Chair of the Section may, and upon the request of any voting member of the Council shall, submit or cause to be submitted in writing, to each of the members of the Council, any proposition upon which the Council may be authorized to act, and the voting members of the Council may be authorized to act, and the voting members of the Council may vote upon such proposition or propositions so submitted, by communicating their vote thereon, in writing including by e-mail, to the Secretary, who shall record upon the minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each member of the Council thereon, and keep on file such written including e-mailed votes. If the votes of a majority of the voting members of the Council so recorded 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.

(i) At appropriate times, as determined by the Section Officers Conference, the Council is authorized to submit a nomination for a Section member-at-large of the Board of Governors. The selection of the nominee shall be made by the Council with due regard for the eligibility requirements for election to the Board of Governors.

4.2. COMPOSITION. The Council shall be comprised of the following individuals:

Voting Members of the Council

(a) The Chair

(b) The Chair-Elect

(c) Twelve (12) members representing unions and employees of whom eight (8) shall represent unions

(d) Twelve (12) members representing employers

(e) Three (3) Members-at-Large (Members not predominantly engaged in presently representing unions, employees or employers)

(f) The Secretary

(g) Two (2) Section Governance Liaisons

(h) Two (2) Section Delegates to the House of Delegates; one (1) Section Delegate shall be nominated by the management caucus and one (1) Section Delegate shall be nominated by the union & employee caucus.
(i) The Immediate, Past Chair

Ex-Officio Members of the Council (with voice but no vote)

(j) The Secretary-Elect

(k) The Immediate, Past Secretary

(l) The Section Member-at-Large, if any, of the ABA Board of Governors

(m) A Representative of the Young Lawyers Division

(n) A Representative of the Law Student Division

(o) The Vice Chairs

Honorary Members of the Council (with voice but no vote)

(p) The Section may designate a third Delegate to the House of Delegates, who shall be nominated by consensus of the management and union & employee caucuses. The third Delegate to the House of Delegates shall not be a voting member of the Council by virtue of his or her selection for that seat, but the third Delegate to the House of Delegates may be a voting member of the Council if otherwise elected to the Council (e.g., Members-at-Large, the Secretary, etc.)

(q) Former Chairs of the Section

(r) Former Members of the Council

4.3. TERMS OF OFFICE.

(a) The Chair-Elect, the Secretary-Elect and the Vice-Chair(s) shall be nominated and elected, in a manner hereinafter provided, at each Annual Meeting of this Section, to hold office for a term beginning at the close of the Annual Meeting at which they have been elected, and ending at the close of the next succeeding Annual Meeting of the Section. At the close of that next succeeding Annual Meeting of the Section, the Chair-Elect shall automatically become the Chair, and the Secretary-Elect shall automatically become the Secretary, to hold office for a term beginning at that time and ending at the close of the next succeeding Annual Meeting of the Section, and until their successors have qualified.

(b) The Section Delegates to the House of Delegates referenced in Section 4.2(h) shall be nominated and elected, in the manner hereinafter provided,
at the Annual Meeting. In 1985 and each succeeding third year and in 1987
and each succeeding third year, a Section Delegate shall be elected to
serve for a term of three years. In 2011, the Section Delegate to the House of
Delegates referenced in Section 4.2(p) shall be nominated by consensus and if
elected shall serve a two year term. In 2013 and each succeeding third year, the
Section Delegate to the House of Delegates referenced in Section 4.2(p) shall be
ominated by consensus and if elected shall serve a three year term. If a vacancy
occurs, the Council shall select a successor for the unexpired term.

(c) The Section Governance Liaisons shall be nominated and elected, in the
manner hereinafter provided, at the Annual Meeting. In 1987 and each
succeeding third year and in 1988 and each succeeding third year, a
Section Governance Liaison shall be elected to serve for a term of three
years. If a vacancy occurs, the Council shall select a successor for the
unexpired term.

(d) The members of the Council referred to in Paragraph 4.2(c), (d) and (e)
shall be elected at Annual Meetings of the Section for terms of four years
beginning at the close of the Annual Meeting at which they had been
elected, and ending at the close of the fourth succeeding Annual Meeting
of the Section. Beginning with the elections held at the 2011 Annual
Meeting, members of the Council referred to in Paragraph 4.2(d) and (e)
shall be elected at Annual Meetings of the Section for terms of three years
beginning at the close of the Annual Meeting at which they had been
elected, and ending at the close of the third succeeding Annual Meeting of
the Section.

(e) The term of the representative appointed by the Young Lawyers Division
is two Association years beginning with the adjournment of the Annual
Meeting during which he or she is appointed and ending at the close of
the second succeeding Annual Meeting of the Section.

(f) The term of the representative appointed by the Law Student Division is
one Association year beginning with the adjournment of the Annual
Meeting during which he or she is appointed and ending at the close of
the next succeeding Annual Meeting of the Council.

4.4. RE-ELECTION. No person shall be eligible for election to the Council for
more than two succeeding full terms other than the Vice-Chair(s), Chair-Elect,
Chair of the Section, Section Governance Liaison, or Section Delegate to the
House of Delegates. Members elected to fill vacancies between the Annual
Meetings of the Section shall be eligible for election to two succeeding terms in
addition to the partial year they served to fill the vacancy.
4.5. **VACATION.** If any elected member of the Council shall resign, die or fail to attend two consecutive meetings of the Council, except for reason of illness or other good cause shown, the office held by such member shall be automatically vacated, and the Council shall fill the vacancy until the next Annual Meeting of the Section. Between Annual Meetings of the Section the Council may fill vacancies in the seats of the members-at-large elected to the Council. In the case of a vacancy in the position of either a Law Student Division representative or a Young Lawyers Division representative, the Council will request the appropriate Division officers to appoint another representative to the Council.

4.6 **SECTION MEMBERSHIP.** No person shall be eligible for nomination or election as a member of the Council unless he or she is a member or associate in good standing of the Section.

**ARTICLE 5: OFFICERS**

5.1. **OFFICERS.** The officers of the Section shall be the Chair, the Chair-Elect, the Vice-Chairs, the Secretary, the Secretary-Elect, the Section Governance Liaisons, and the Section Delegates to the House of Delegates.

5.2. **CHAIR.** The Chair shall:

(a) Preside at all meetings of the Section and of the Council.

(b) Appoint, with the concurrence of the Chair-Elect, the Co-Chairs of all committees of the Section.

(c) Plan the program of the Section, subject to the directions and approval of the Council.

(d) Superintend the performance of all activities of the Section.

(e) Keep the Council informed of the activities of the Section and implement its decisions.

(f) Prepare the proposed annual budget for presentation to the Council and monitor adherence to the adopted annual budget and otherwise monitor and administer the financial affairs of the Section.

(g) Formulate and present at each Annual Meeting of the Association a report of the work of the Section for the then past year.

(h) Perform such other duties and acts as usually pertain to the office of Chair or as may be designated by the Council.
5.3. **CHAIR-ELECT.** The Chair-Elect shall:

(a) Aid the Chair in the performance of the Chair's responsibilities in such manner and to such extent as the Chair may request.

(b) Preside at meetings of the Section and the Council in the absence of the Chair.

(c) Perform such duties and have such powers as usually pertain to the office of Chair-Elect or as may be designated by the Council or the Chair.

(d) In the case of the death, resignation, refusal to act or disability of the Chair, perform the duties of the Chair for the remainder of the Chair's term or disability.

5.4. **SECRETARY.** The Secretary shall:

Perform such duties and have such powers as usually pertain to the office of Secretary or as may be designated by the Council or the Chair.

5.5. **SECRETARY-ELECT.** The Secretary-Elect shall:

(a) In the case of the death, resignation, refusal to act or disability of the Secretary, perform the duties of the Secretary for the remainder of the Secretary's term or disability.

(b) Become familiar with the duties and responsibilities of the Secretary and prepare to assume them upon becoming Secretary.

5.6. **SECTION DELEGATES.** The Section Delegates shall:

(a) The Section elects Delegates to represent its interests in the ABA House of Delegates.

(b) It is in the Section’s best interest for its Delegates to be actively involved in the business of the House and to co-sponsor resolutions that advance the practice of the law. The Section will endeavor to reach consensus on issues concerning the advancement of the practice of the law. These Bylaws are not intended to restrict the active involvement of the Section’s Delegates in the business of the House except as specifically set forth below:
(1) Delegates may not speak on behalf of the Section as to any resolution unless the Officers of the Section have reached consensus on the issue and provided authority for the Delegates to take a specific position.

(2) Delegates may not speak in the House in their individual capacity as to an issue relating to the substantive practice of labor and employment law unless there is consensus among the LEL Delegation as to the point to be made.

(3) Delegates may not vote for or against resolutions that deal with the substantive practice of labor and employment law unless the Officers of the Section have reached consensus as to that issue and approved the Section’s support of the same.

(4) Delegates may provide their individual views on any resolution, including issues dealing with the substantive or procedural practice of labor and employment law, when talking privately with other delegates, provided the Delegate makes clear that he or she is speaking in an individual capacity.

(5) Delegates may speak in the House in their individual capacity as to issues that do not relate to the substantive or procedural practice of labor and employment law, and they may vote their conscience as to such issues.

(c) At appropriate times, as determined by the Section Officers Conference, the Council shall designate which Section Delegate shall serve on the Nominating Committee of the House of Delegates.

5.7. SECTION GOVERNANCE LIAISONS. The Section Governance Liaisons shall:

(a) Subject to the direction of the Chair and of the Council, establish and coordinate relations and activities between the Section and the Board of Governors and other governing entities of the Association.

(b) Prepare Section reports as may be directed.

5.8. STRATEGIC PLANNING COMMITTEE. At the close of each Annual Meeting, there shall be constituted a Strategic Planning Committee composed of the Chair and Chair-Elect, the Immediate, Past Chair and the two Vice-Chairs. The Strategic Planning Committee shall consult with and advise the Chair and Chair-Elect on strategic issues.
5.9 SECTION MEMBERSHIP. No person shall be eligible for nomination or election as an officer of the Section unless he or she is a member in good standing of the Section.

ARTICLE 6: NOMINATION AND ELECTION OF OFFICERS AND COUNCIL MEMBERS

6.1 NOMINATING COMMITTEE. At, or following, the spring meeting of the Council, the Chair with the concurrence of the Chair-Elect shall appoint a Nominating Committee of three members of the Section who are not voting members of the Council and at least one of whom is neither a present or former officer nor a present or former Council member of the Section. If a vacancy should occur in the membership of the Nominating Committee, the Chair, with the concurrence of the Chair-Elect, may appoint a member to fill that vacancy. The members of the Section shall be notified of the name and address of each member of such Committee no less than 90 calendar days prior to the opening assembly of the Annual Meeting of the Association. Such Committee shall make and report nominations to the Section for the offices of Chair-Elect, Vice-Chairs, Secretary-Elect and members of the Council, to succeed those whose terms will expire at the close of such Annual Meeting, including those who were selected to fill a vacancy since the last Annual Meeting. At appropriate times as specified in Paragraph 4.3 the Committee shall make and report upon nominations for the office of Section Delegate to the House of Delegates and for the office of Section Governance Liaison. The report of the Nominating Committee shall be announced at a business meeting of the members of the Section not less than 24 hours prior to the time set for the election, and thereupon a copy of such report shall be posted at the Section information desk. Other nominations for the same offices may be made from the floor at the business meeting immediately after the report of the Nominating Committee is made and read.

6.2 ELECTIONS. The election of the Section officers and Council members shall be held at the time and place published for the Section meeting in the official program for the Annual Meeting of the Association.

ARTICLE 7: AMENDMENTS

These By-Laws may be amended at any Annual Meeting of the Section by a majority vote of the voting members of the Section present and voting, provided such proposed amendments shall first have been approved by a majority of the Council and provided, further, that no amendment so adopted shall become effective until approved by the Board of Governors of the Association.
ARTICLE 8: MISCELLANEOUS PROVISIONS

8.1. **FISCAL YEAR.** The fiscal year of the Section shall be the same as that of the Association.

8.2. **SECTION EXPENSES.** All bills incurred by the Section, before being forwarded to the Treasurer of the Association for payment, shall be approved by the Chair.

8.3. **SALARIES.** No salary or compensation shall be paid to any officer, Council member, or member of the committee, except that they may be reimbursed for reasonable expenses incurred and authorized by the Council or the Chair.

8.4. **REPRESENTATION OF ASSOCIATION POSITION.** Any action by this Section must be approved by the House of Delegates or by the Board of Governors of the Association before the action becomes effective as the action of the Association. Any resolution or recommendation adopted or action taken by this Section, on request of the Council or the Section shall be reported by the Chair or Section Delegate to the House of Delegates or to the House of Delegates or to the Board of Governors for action by the Association.

8.5 **COMMITTEE CO-CHAIR SECTION MEMBERSHIP.** No person shall be eligible for appointment as a standing committee, administrative committee or task force co-chair unless he or she is a member or associate in good standing of the Section.

8.6 **EFFECTIVE DATE OF BY-LAWS.** These By-Laws shall become effective on the date of approval by the Board of Governors of the Association following approval by majority vote of the Section at its Annual Meeting.

*As in effect August 11, 2014.*