

WASHINGTON STATE BAR ASSOCIATION

CIVIL RIGHTS LAW SECTION

BYLAWS

ARTICLE 1

MISSION

The mission of the Civil Rights Law Section of the Washington State Bar Association (hereinafter referred to as “Section”) shall be to educate and advocate for civil liberties and equal rights in the context of civil rights law and the legal issues of Washington State residents, with particular focus on those who have traditionally been denied such rights and equal treatment under the law including, but not limited to, racial, ethnic, or religious minorities; elderly; gay, lesbian, bisexual or transgendered; immigrants; mentally or physically disabled; impoverished; and homeless.

ARTICLE 2

GENERAL PROVISIONS

- 2.1 **Establishment** The Section is hereby established pursuant to Article IX, Section 1 of the Bylaws of the Washington State Bar Association (hereinafter referred to as “Bar”).
- 2.2 **Purpose.** The Section will be concerned with all aspects of law and policy related to the improvement of the legal practice in the substantive area of civil rights law, which includes, but is not limited to violations of rights provided under the constitutions of United States and Washington state, under federal and state statutes, local laws and regulations; criminal harassment, hate crimes; and immigration matters. The Section will provide continuing legal education on civil rights law to its voting and non-voting members and all interested persons. The Section will provide a network for communications with the civil rights organizations throughout the State. The Section will submit, to the Board of Governors or other appropriate Bar entity, recommendations concerning proposed legislation or court rules that impact legal practice in the area of civil rights.
- 2.3 **Principal Office.** The principal office of the Section shall be maintained in the office of the Bar.
- 2.4 **Fiscal Year.** The fiscal year of the Section shall coincide with the fiscal year of the Bar.

ARTICLE 3
MEMBERSHIP

- 3.1 **Voting Members.** Any active member in good standing of the Washington State Bar Association, or any lawyer specially admitted to the Bar for educational purposes (APR 8(d)); as an Emeritus member (APR 8(e)); as a Foreign House Counsel (APR 8(f)), as a Military Lawyer (APR 8(g); or authorized to practice as House Counsel pursuant to RPC 5.5(d); may be enrolled as a voting member of the Section upon request and payment of annual Section dues.
- 3.2 **Nonvoting Members.** Any other interested person may become a non-voting, associate member of the Section and serve as a non-voting, associate member of Section committees and sub-committees upon payment of annual Section dues. The Section will welcome advocates from all interested disciplines. Law Students may be nonvoting Section members at a standard annual dues fee set by the Board of Governors of the Bar.
- 3.3 **Dues.** Dues shall be paid annually in an amount to be established by the Executive Committee, which is described in these Bylaws at ARTICLE 5 EXECUTIVE COMMITTEE, and approved by the Board of Governors of the Bar. Any person who fails to pay the annual dues shall cease to be a member of the Section. Changes in dues shall be effective for the fiscal year immediately following such determination.

ARTICLE 4
MEETINGS OF THE MEMBERSHIP

- 4.1 **Annual Meetings of the Membership.** The Annual Meeting of the Section shall be held at a time and location determined by the Executive Committee.
- 4.2 **Special meetings** may be held at a time and place designated by the Chairperson or a majority of the Executive Committee. The membership shall be notified of the date and location of a special meeting no less than 30 days prior to the meeting.
- 4.3 Notice of the Annual Meeting and any Special Meetings shall be published in the Section newsletter and/or transmitted by mail or electronic mail to all members of the Section at least 30 days prior to the meeting.
- 4.4 Approval of any business brought before the membership at any annual or special meeting of the Section shall be made by a majority vote of the members present in person, present telephonically, present by proxy, or who have submitted ballots by mail or electronic mail prior to the meeting date.

- 4.5 Members may cast their vote by proxy, by mail, or by electronic mail, or may appear telephonically with written notice to the Secretary of the Section. Members may request a written ballot from the Secretary of the Section no less than 5 days prior to the meeting at which a vote is to be taken. To vote by proxy, a member must send written notice to the Secretary of the Section designating another specific voting member of the Section to cast the proxy vote. The written notice may be transmitted via electronic messaging, including email. Notice must be sent to the Secretary at least 5 days prior to the meeting at which a vote is to be taken.

ARTICLE 5

EXECUTIVE COMMITTEE

- 5.1 **Scope.** The Section Executive Committee shall supervise and control the affairs of the Section subject to these Bylaws and the Bar's bylaws. The Executive Committee shall be vested with the powers and duties necessary for the administration of the affairs of the Section including, without limitation, the power and duty to act on behalf of the Section in connection with the activities listed in §2.2.. The Section Executive Committee shall have sole authority to approve the content and publishing of the Section newsletter and/or website, and the adoption of the budget and approval of expenditures, and shall perform duties assigned to it by the Board of Governors of the WSBA.
- 5.2 **Initial Election.** Upon approval of the Civil Rights Law Section by the Board of Governors and the Washington State Bar Association, an election of the initial (first year) officers of the Section shall take place by mail. A list of all current members of the Section shall be provided to all members. The members shall be invited to nominate the initial officers of the Section. (These shall include the Chairperson, Chairperson-Election, Secretary and Treasurer.) The list of nominees will be provided to all members, and the members shall then be provided an opportunity to vote for the initial officers by mail. Those persons receiving the most votes for each position shall be elected as the initial officers of the Section.
- 5.3 The members of the Section Executive Committee will be elected from the voting Section membership to fill the following positions:
- Chair
 - Chair-Elect
 - Immediate Past Chair
 - Secretary
 - Treasurer
 - Up to five (5) Trustees
- 5.4 **Term for Officers.** The term of each position of Chair, Chair-Elect, Immediate Past Chair, Secretary, and Treasurer of the Section Executive Committee shall

- begin with the adjournment of the annual meeting following the election or appointment and shall end following the next succeeding annual meeting at which the position's term expires and upon the election or appointment of a successor.
- 5.5 **Term for Trustees.** The terms of the Trustees will be for three years and shall be staggered as evenly as possible. Only voting members may serve on the Section Executive Committee.
- 5.6 **Regular Meetings.** The Section Executive Committee shall meet at least every two months, a minimum of six times per year.
- 5.7 **Special Meetings.** The Chair may, and upon the request of three members of the Executive Committee shall, call meetings of the Executive Committee. Special meetings of the Executive Committee may be called to amend these Bylaws upon ten (10) days written notice of such meeting mailed to the members thereof, said notice to specify the purpose of such special meeting and the proposed amendment, as set forth in Article 10 hereof. Written notice of such meeting may be waived by 100% of those entitled to notice, by written waiver thereof. All other meetings shall be as set by the Chairperson of the Section.
- 5.8 **Quorum.** A majority of the Section Executive Committee shall constitute a quorum, and may be present in person, by telephone or by written proxy. Action of the Executive Committee shall be determined by majority vote of the members of the Executive Committee presenting their votes in person, by telephone, by internet conferencing, or by written proxy. All action must be approved by a majority of the Section Executive Committee.
- 5.9 **General Section Member Voting.** The Section Executive Committee may direct that a matter be submitted to the members of the Section by a mail or electronic vote or by a vote at the Section Annual Business Meeting; in any such event, binding action of the Section shall be by majority of those voting.
- 5.10 **Committees and Sub-Committees.** The Section Executive Committee shall have the authority to determine the number and type of Section committees and Section sub-committees and shall appoint Chairpersons for all committees and sub-committees. All members of the Section may serve on any committee or subcommittee at the discretion of the Section Executive Committee.
- 5.11 **Compensation.** No salary or compensation for services shall be paid to any member of the Section Executive Committee or member of any committee with the exception of the Editor and other staff of the Section newsletter (if applicable). Reimbursement may be allowed for travel and other out-of-pocket expenses for members of the Section Executive Committee and members of all Section standing and special committees, pursuant to the WSBA expense reimbursement policy.

- 5.12 **Absences.** Three consecutive unexcused absences will subject a member or officer to removal from the Executive Committee by a majority vote of the Section Executive Committee.
- 5.13 **Section Annual Meeting.** The annual meeting of the Section Executive Committee shall be held in conjunction with the annual meeting of the Section. Special meetings may be held at the time and place designated by the Chairperson or a majority of the Section Executive Committee.
- 5.14 **Rights of Section Members.** The membership of the Section shall have the right to rescind or modify any action or decision by the Section Executive Committee, except for filling a vacancy in the position of Officer or Executive Committee member, and also may instruct the Section Executive Committee as to future action. The Section Executive Committee shall be bound by any such action of the membership. The right of the membership to direct, modify, or rescind an act of the Section Executive Committee shall not include the power to invalidate contracts or payments previously made under direction of the Section Executive Committee. Any vote to direct, modify, or rescind an action of the Section Executive Committee must be taken at a meeting at which two-thirds of members voting approve the Motion.

ARTICLE 6

COMMITTEES AND SUBCOMMITTEES

- 6.1 **Purpose.** The purpose of the Committees shall be to further the interests of the Section within their particular areas of expertise, in coordination with the Section Chair and subject to control of the Executive Committee.
- 6.2 **Standing Committees.** The Section Executive Committee may establish as many standing committees as deemed necessary and may set the names, functions, and duration of such committees. The Section Chair, with the approval of the Section Executive Committee, shall appoint the Committee Director and members of all standing committees.
- 6.8 **Special Committees.** In addition to the standing committees provided above, the Executive Committee may appoint as many special committees for particular purposes as deemed appropriate; and may set the names, functions, and duration of such committees, including membership. The Section Chair, with the approval of the Section Executive Committee, shall approve the appointment of the Committee Director and members of all special committees.
- 6.9 **Subcommittees and Task Forces.** Subcommittees and task forces, as constituted from time-to-time by the Executive Committee, shall be filled by appointment of the Section Chair with the consent of the Executive Committee.

ARTICLE 7
ELECTION OF OFFICERS

- 7.1 No member may serve as an Officer on the Section Executive Committee for more than four (4) consecutive years.
- 7.2 To the extent possible, no more than one person from the same law firm, company or department of a public agency may serve on the Executive Committee at the same time.
- 7.3 No officer shall serve more than two successive terms in the same office.
- 7.4 The Chairperson-elect, Secretary, and Treasurer, shall be elected every year at the Annual Meeting by majority vote of the membership present in person, or by written proxy, or who have submitted a write-in ballot prior to the meeting.
- 7.5 The term of office for all officers of the Executive Committee shall commence with their election at the Annual meeting and shall continue until a new election of Executive Committee members at the Annual Meeting.
- 7.6 **Nominating Committee.** At least ninety (90) days prior to an Annual Business Meeting during an election year, the Immediate Past Chairperson shall appoint a nominating committee for a specific purpose and specific time. The Nominating Committee shall consist of not less than three members of the Section and no more than two-thirds of whom may be on the Executive Committee. The nominating committee shall make and issue a report (the report) to the Chair at least sixty (60) days prior to the Section Annual Business Meeting at which an election shall be held. The report shall contain at least one nomination for each position to be filled by election.
- 7.7 The nominating committee shall use reasonable efforts to ensure that the members nominated reflect the diversity of the Section membership taking into account all relevant factors including without limitation practice area, office location, age, gender and ethnic origin.
- 7.8 The nominating committee may nominate more than one candidate for each position. Written notice containing the names of nominees selected by the nominating committee shall be mailed to voting members of the Section or published in the Section newsletter no later than thirty (30) days prior to the Annual Meeting.
- 7.9 The notice shall include the names of persons nominated, the positions to which they have been nominated, and a statement that members of the Section may nominate persons to serve in any of these elected officer positions by written

- nomination to the nominating committee received no later than 15 days prior to the Annual Meeting during which the election is to be held.
- 7.10 To be accepted, nominations from members must include the name of the person nominated, the position for which he or she is nominated, and shall contain the written endorsement of two members of the Section, along with written acknowledgement by the nominee of his or her willingness to serve.
- 7.11 If the nominating committee has nominated only one candidate for a particular position, and if the nominating committee receives no additional nominations for that position by as provided above, the person nominated by the nominating committee shall be deemed elected.
- 7.12 In a contested election, the candidate receiving the highest number of votes shall be elected. Results of the Section Elections shall be certified to the WSBA no later than 10 days following the election.
- 7.13 An Officer position on the Executive Committee may be, at the option of a majority of the Executive Committee, deemed vacant and the Officer relieved of all officer responsibilities if that member:
- A. Fails to attend three consecutive meetings, in the absence of an excuse approved by the chair prior to the meeting; or
 - B. Fails to attend four consecutive meetings, even if excused.
- 7.14 Except for the office of Chair-Elect, a majority of the Section Executive Committee shall fill by appointment, for the unexpired portion of any term, any position that becomes vacant for any reason.
- 7.15 Any Officer appointed to fill an unexpired term shall serve the unexpired period. Such members shall then be eligible at the next annual election for election for a full term, unless the member's election to the new term will result in a violation of Sections 7.1, 7.2 and/or 7.3 of this Article.

ARTICLE 8

ELECTION OF TRUSTEES

- 8.1 Except as provided in §8.6, Trustees shall be elected at the Annual Meeting for terms of three years. Terms of all Trustees will begin at the close of the Annual Meeting at which they are elected and will end at the close of the Annual Meeting three years hence when their successor has been elected and qualified.
- 8.2 The Chairperson of the Section shall solicit nominations for Trustees from the membership prior to or during the Annual Meeting. All nominees for Trustees

must be current, voting members of the Section. Nominations may be made or seconded by any voting member of the Section, in person, by proxy, or by written or electronic communication.

- 8.3 Nominees for Trustee shall be given the opportunity to address the membership during the Annual Meeting, prior to the election of the Trustees.
- 8.4 Trustees shall be elected by a majority vote of the membership present at the Annual Meeting in person, by telephone, or by written proxy.
- 8.5 The Trustees who shall be elected by a vote of the Section at the first Annual Meeting shall be elected in groups designated as A and B. The A group (two Trustees) will hold office for three years, the B group (three Trustees) will hold office for two years. Elections for the Trustees' successors shall subsequently all be for three-year terms.
- 8.6 Vacancy of any Trustee position shall be filled by a majority vote of all members of the Executive Committee for the unexpired portion of the term.

ARTICLE 9

PUBLICATIONS, A/V MATERIALS and WEBSITE

- 9.1 **Newsletter.** There shall be published and furnished to members of the Section, and to such other persons or organizations as the Executive Committee may determine, an electronic newsletter published at such intervals as the Executive Committee shall determine.
- 9.2 **Other Publications.** The Section may publish a series of programs and/or other written or A/V material to further the objectives of the Section.
- 9.3 **Publication Editor.** The Chairperson shall appoint annually an editor of the newsletter and web site who shall be an ex-officio member of the Executive Committee during his or her tenure as editor.
- 9.4 **Web Site.** The Executive Committee may create, maintain and furnish one or more web sites to the members of the Section.

ARTICLE 10

AMENDMENTS

10.1 Amendments

These bylaws may be amended by either of the following means: (1) at any Annual Meeting of the Section by a majority vote of the members of the Section

present in person, by telephone, or by written proxy; (2) at any regular or special meeting of the Executive Committee of the Section called for the purpose of amending the bylaws upon at least twenty (20) days written notice to the members thereof, by a majority vote of all members of the Executive Committee. Written proxy may occur electronically, via email. No amendment of these bylaws will be effective until approved by the Board of Governors of the Washington State Bar Association.

Founding Bylaws - Approved by the WSBA Board of Governors on December 5, 2008.