

WASHINGTON STATE BAR ASSOCIATION

HEALTH LAW SECTION

BYLAWS

ARTICLE I. INTRODUCTION

1.1 Name

This organization shall be known as the “Health Law Section of the Washington State Bar Association” (“Section”).

1.2 Purpose

The purpose of this Section shall be:

- 1.2.1 To further the knowledge of the members of this Section and the Washington State Bar Association (“Association”) in the areas of law involving both federal and local health care;
- 1.2.2 To form an available working unit to assist in the activities of the Association; and
- 1.2.3 To otherwise further the interests of the Association and the legal profession as a whole.

1.3 Fiscal Year

The fiscal year of the Section is the same as the Association’s fiscal year.

1.4 Office

The business address of the Section shall be the Association business address.

ARTICLE II. MEMBERSHIP; MEETINGS

2.1 Members

2.1.1 Voting Members

Any active member in good standing of the Association may be enrolled as a member of this Section upon request and payment of annual Section dues in the amount and for the purpose approved by the Board of Governors of the Association.

2.1.2 Nonvoting Members

Any law student as defined in the Association’s Bylaws may be enrolled as a nonvoting member of this Section upon request and payment of annual dues in the amount determined by the Association. Nonvoting members shall have the same

rights and privileges as voting members except nonvoting members may not vote on any Section business matters or serve as an officer.

2.2 Meetings of Members

2.2.1 Meetings

This Section may hold an annual meeting of its members. The annual meeting and other meetings of the Section may be called by the Chair or a majority of the members of the Executive Committee.

2.3.2 Notices

Notice of the time and place of all meetings shall be given to all members of this Section at least five days prior thereto. Notice may be given electronically.

2.3.3 Quorum

A majority of the Section officers shall constitute a quorum to transact Section business.

2.3.4 Rules of Order

All business meetings of this Section may be conducted in accordance with the most recent edition of Robert's "Rules of Order."

ARTICLE III. OFFICERS; DUTIES OF OFFICERS

3.1 Positions.

The officers of this Section shall be Chair, a 1st Vice Chair, 2nd Vice Chair, Secretary, and Treasurer.

3.2 Duties of Officers

3.2.1. Chair

The Chair, as chief executive officer, shall preside at all meetings of the Section Executive Committee, and have such other executive powers and perform such other duties as are not inconsistent with these Bylaws or the Bylaws of the Association.

3.2.2 1st Vice Chair

The 1st Vice Chair shall perform all duties of the Chair during the Chair's absence or inability to act and, when so acting, shall have all the powers of, and be subject to all the restrictions upon, the Chair. The 1st Vice Chair shall have such other powers and perform such other duties not inconsistent with these Bylaws as, from time to time, may be prescribed by the Chair or the Executive Committee.

3.2.3 2nd Vice Chair

The 2nd Vice Chair shall perform all duties of the 1st Vice Chair during the 1st Vice Chair's absence or inability to act and, when so acting, shall have all the powers of, and be subject to all the restrictions upon, the 1st Vice Chair. The 2nd Vice Chair shall have such other powers and perform such other duties not inconsistent with these Bylaws as, from time to time, may be prescribed by the Chair or the Executive Committee.

3.2.4 Secretary

The Secretary shall be responsible for the taking of minutes at each meeting of the Section and the Executive Committee, and for the transcription and distribution of such minutes to the members of the Section.

3.2.5 Treasurer

The Treasurer shall be responsible for maintaining accurate records of the finances of this Section, recording the dues and other receipts of the Section, and approving the necessary disbursements thereof, subject to such procedures as shall be prescribed by the Executive Committee or the Association.

3.3 Term

The term of office of each officer shall be for one year, to commence and end in conjunction with the Association's fiscal year, or until the officer's successor is selected, whichever is longer. In order to promote continuity in the operation of the Section, the previous year's 1st Vice Chair shall become the Chair for the next year of the Section, the 2nd Vice Chair shall become the 1st Vice Chair, and the Secretary shall become the 2nd Vice Chair.

3.4 Appointments to Fill Vacancies

If any position on the Executive Committee becomes vacant for any reason before the expiration of a term, the Chair shall, with the consent of the Executive Committee, appoint a successor to serve the unexpired portion of such term.

ARTICLE IV. EXECUTIVE COMMITTEE

4.3.1 Membership

There shall be a Section Executive Committee composed of all the officers of this Section, and the immediate past Chair of this Section. All other past Chairs of this Section shall be ex-officio members of the Executive Committee. The Chair shall be entitled to invite at large members to serve on the Executive Committee, subject to confirmation by the Executive Committee. Such invitees shall be limited to a maximum of three.

4.3.2 Term

The term of each member of the Executive Committee, other than the officers, shall begin upon being appointed at, or just prior to the end of the fiscal year, and be for one year, or until the member's successor is selected, whichever is longer.

4.3.3 Duties

The Executive Committee shall supervise and direct the affairs and determine the policies of this Section, subject to and in accordance with these Bylaws and the Bylaws of the Association. The Executive Committee also has the discretion to submit any items of business to the voting members of the Section for consideration and approval.

4.4.4 Meetings

The Executive Committee may act at a meeting duly called or by a poll of each member of the Executive Committee. A majority of the Section officers shall constitute a quorum to transact business. Meetings shall be called by the Chair or by a majority of the members of the Executive Committee, and written or electronic notice of such meetings shall be given to members of the Executive Committee not less than three days prior to such meeting. A poll of the members of the Executive Committee shall be conducted by the Chair by telephone, by mail, and/or electronically.

4.4.5. Dues

The Executive Committee shall have the right to require payment of annual Section membership dues by each member of this Section.

ARTICLE V. OTHER COMMITTEES

5.1 Creation of Committees

The Executive Committee shall have the power to create any committee pursuant to this Section as necessary for the purposes of furthering the objectives of this Section. Committees, committee chairs, and committee members serve at the discretion of the Executive Committee.

ARTICLE VI. ELECTIONS

6.1 Time

This Section shall hold a regular annual election. Elections should take place in the month prior to the end of the fiscal term. Voting can be done either in writing or electronically, at the discretion of the current Chair. Prior to the annual election, the Chair shall give notice to the membership of the candidates for the Executive Committee. Candidates for uncontested positions shall be considered elected by acclamation.

6.2 Nominating Committee

The Nominating Committee shall consist of the immediate past Chair, the current Chair, and the 1st Vice Chair. The Nominating Committee shall nominate one or more members of this Section for each of the offices of Secretary and Treasurer. The written report of the Nominating Committee stating the names of the persons so nominated shall be forwarded to the Chair of the Section at least ten days prior to the end of the fiscal year.

ARTICLE VII. AMENDMENTS TO BYLAWS

7.1 Amendment.

These Bylaws may be amended by either of the following means: (1) at any meeting of the Section by a majority vote of the members of the Section voting; (2) at any regular or special meeting of the Executive Committee; or (3) by action of the Association. All amendments by the Section or the Executive Committee shall be submitted to and approved by the Association.

7.2 Notice

At least ten (10) days written notice of the proposed changes to the Bylaws shall be given to all members before the meeting, and may be by mail, newsletter, or electronic means.

Approved by the Washington State Bar Association Board of Governors March 18, 2011.