



WASHINGTON STATE BAR ASSOCIATION
Labor and Employment Law Section
BYLAWS

As last amended and approved by the WSBA Board of Governors on March 8, 2013.

ARTICLE I – IDENTIFICATION

1.1 *Creation.* The Section of the Labor and Employment Law Association (the “Section”) was established pursuant to Article IX, Section 1 of the By-Laws of the Washington State Bar Association (the “Bar”).

1.2 *Purpose.* The purpose of the Section shall be to seek the participation of all interested members of the Bar including plaintiff’s and defense counsel from both the public and private sectors and of state and local bar associations in order to benefit such members, their clients and the general public.

- a. By providing a forum for members to exchange ideas in all areas of Labor and Employment law.
- b. By establishing an annual mid-year CLE and business meeting
- c. By undertaking such other service as may be of benefit to the members, the legal profession and the public

1.3 *Limitations.* These By-Laws have been adopted subject to the applicable Washington Statutes and the By-Laws of the Bar.

1.4 *Principal Office.* The Principal Office of the Section shall be maintained in the offices of the Bar.

1.5 *Fiscal Year.* The fiscal year of the Section shall coincide with that of the Bar.

ARTICLE II – MEMBERSHIP

2.1 *Enrollment.* Any active member in good standing of the Bar of the State of Washington may be enrolled as a member of the Section upon request and payment of annual Section dues in the amount and for the purpose approved by the Board of Governors of the Washington State Bar Association. Inactive attorneys and currently enrolled law students may also be enrolled as non-

voting members of the Section upon request and payment of annual Section dues. Inactive attorneys and law student Section members shall not be eligible to serve on the Executive Committee.

2.2 *The Membership.* Members enrolled as provided in Section 2.1 shall constitute the Membership of the Section.

2.3 *Dues.* Dues in the amount approved by the Board of Governors of the Bar shall be paid annually in advance. Any person who shall have failed to pay the annual dues shall cease to be a member of the Section.

ARTICLE III – MEETINGS OF THE MEMBERSHIP

3.1 *Annual Meeting.* The annual meeting of the Section shall be scheduled each year by the Executive Committee in connection with a Labor and Employment Law CLE program, unless the Executive Committee otherwise designates.

3.2 *Quorum.* The members of the Section present at any regularly scheduled or specially called meeting shall constitute a quorum for the transaction of business.

3.3 *Controlling Vote.* Action of the Section shall be by majority vote of the members present.

3.4 *Agenda.* Among the business to be transacted at the annual meeting by the Membership shall be the nomination of candidates for the executive Committee.

3.5 *Special Meetings.* Special Meetings of the Membership of the Section may be called by the Executive Committee at such time and place as it may determine.

3.6 *Official Meetings.* Official meetings except the annual meeting shall be official only if notice thereof has been mailed to the membership at least two weeks prior thereto, or alternatively provided in a publication.

ARTICLE IV – EXECUTIVE COMMITTEE

4.1 *Powers and Duties.* The Executive Committee shall be vested with the powers and duties necessary for the administration of the affairs of the Section and perform duties assigned to it by the Board of Governors.

4.2 *Composition.* The Executive Committee shall be composed of the following positions:

- Four (4) positions held by individuals that primarily practice as defense counsel in the private sector;
- Two (2) positions held by individuals that primarily practice as defense counsel in the public sector;
- One (1) position held by an individual that primarily practices as a full-time neutral;

- Three (3) positions held by individuals that primarily practice as plaintiff's counsel; and
- Three (3) positions held by individuals that primarily practice as counsel for a labor union or labor unions

4.3 *Controlling vote.* Action of the Executive Committee will be by majority vote or consensus of the Executive Committee. A member of the Executive Committee may vote in absentia by instructing the Secretary (not member of Executive meeting) in writing of the manner in which such vote is to be cast.

4.4. *Meetings.* The annual meeting of the Executive Committee shall be held in conjunction with the annual meeting of the Section. Special meetings shall be held at such time and place as may be designated by the Chairperson or a majority of the Executive Committee. Section members shall be entitled to attend Executive Committee meetings and shall, upon request, receive notices of such meetings. A meeting is not essential to action by the Executive Committee, provided a response is elicited from all members of the Executive Committee. The Executive committee shall be expected to conduct a minimum of four meetings annually. No meeting shall be official unless prior notice thereof shall have been given to the executive Committee Members.

ARTICLE V – OFFICERS

5.1 *Officers.* The officers of the Section shall be the Chairperson, the Chairperson-elect, the Secretary, and Treasurer.

5.2 *Chairperson.* The Chairperson shall preside at all meeting of the Section and of the Executive Committee. The Chairperson shall formulate and present at each meeting of the Bar a report of the work of the Section for the then past year, and shall perform such other duties as usually pertain to this office or as may be delegated by the Executive Committee.

5.3 *Chairperson-Elect.*

- a. Upon the death, resignation, refusal to act, or during the disability of the Chairperson, the Chairperson-Elect shall perform the duties of the Chairperson for the remainder of the Chairperson's term, except in case of the Chairperson's disability and then only during so much of the term as the disability continues.
- b. The Chairperson-Elect shall automatically succeed to the office of the Chairperson. In the event the office of the Chairperson-Elect shall be vacant, then a Chairperson shall be elected in the same manner as set forth in Section 6.1 below.

5.4 *Secretary.* The Secretary shall be the custodian of all books, papers, documents and other property of the Section. A true record of all accounts and of the proceedings of all meetings of the Section and of the Executive Committee shall be kept.

5.5 *-Treasurer.* The Treasurer shall be responsible for maintaining financial records for the Section, communication with the Bar Association and other organizations on financial matters, reporting to the Executive Committee and the Section on its financial position, and shall draft a

proposed budget each year for Executive Committee consideration and adoption. In conjunction with the Chairperson and as authorized by the Executive Committee, the Treasurer shall attend generally to the business of the Section.

5.6 *Removal.* Any officer or other member of the Executive Committee may be removed by the Executive Committee whenever in its judgment the best interests of the section would be served thereby.

ARTICLE VI – ELECTIONS

6.1 Elective Offices.

- a. Officers. At the initial meeting of each newly elected Executive Committee, they shall elect a Chairperson-Elect, a Secretary, and a Treasurer, each to serve a one-year term.
- b. Executive Committee. Each of the thirteen elected positions on the Executive Committee shall be for a three-year term with three positions expiring each year. Any member of the Executive Committee having two successive absences from the Executive Committee meeting unexcused by the Executive committee shall be deemed to have resigned from the Executive Committee.

6.2 *Nomination.* The Chairperson shall annually appoint a Nominating Committee of not less than three members of the Section, which committee shall make and report nominations of the Section at the next Executive Committee meeting for the members of the Executive Committee to succeed those whose terms will expire at the close of the annual meeting, and to fill vacancies then existing for unexpired terms. Other nominations for the same positions may be made at the annual meeting from the floor by ballot which will contain names of members placed in nomination and seconded at the annual business meeting, who have consented to have their names placed on the ballot. It shall be the responsibility of the Nomination committee to contact each member nominated and verify their willingness to accept the nomination.

In selecting its nominees, it shall be the responsibility of the Nomination Committee to bear in mind the need for broad representation on the Executive Committee, based on geography, diversity of practice and special expertise. No person shall be nominated to succeed oneself to serve more than two full terms consecutively.

6.3 *Voting.* The Nominating Committee shall provide the names of the nominees to the Chairperson who shall cause to be mailed to the Section membership a written ballot containing the names of at least one Section member for each position on the Executive Committee to be voted on with space provided for write-in candidates, and with instructions for marking and returning ballots.

6.4 *Term of Office.* The term of office shall begin on the next regularly scheduled Executive Committee meeting following election at which a successor has been duly elected and qualified.

6.5 *Interim Appointments.* In the event of a vacancy during the interim between annual meeting, the Executive Committee shall appoint a successor to serve until the next annual meeting and until a successor in duly qualified.

ARTICLE VII – PUBLICATIONS

7.1 *Publication.* There shall be published and furnished to members of the section, and to such other persons or organizations as the Executive Committee may determine, a publication published at such intervals as the Executive Committee shall determine.

ARTICLE VIII – SUBSTANTIVE RESPONSIBILITIES

8.1 *Committees.* The Chairperson may appoint committees to perform such duties and exercise such powers as the Executive Committee may direct.

ARTICLE IX – AMENDMENTS

These By-Laws may be amended at any annual or mid-year meeting of the Section by a majority vote of the members of the Section present. Additionally, these By-Laws may be amended at any regular or special meeting of the Executive committee of the Section called for the purpose of amending the By-Laws and upon seven days written notice, by a majority vote of the members of the Executive Committee present. No amendment so adopted shall become effective until approved by the Board of Governors of the Washington State Bar Association.

Original bylaws adopted and approved by the WSBA Board of the Governors on February 18, 2000.

Bylaws first amended and adopted by the WSBA Labor and Employment Law Section Executive Committee on October 12, 2005, and subsequently approved by the WSBA Board of Governors on January 12, 2006.

Bylaws amended and adopted by the WSBA Labor and Employment Law Section Executive Committee and subsequently approved by the WSBA Board of Governors on July 25, 2008, and on September 22, 2011.

Bylaws amended and adopted by the WSBA Labor and Employment Law Section Executive Committee and subsequently approved by the WSBA Board of Governors on December 12, 2012, and on March 8, 2013.