Option 5:  
Suggested Amendments to WSBA Bylaws to Add Out-Of-State Governor

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IV. GOVERNANCE

A. BOARD OF GOVERNORS

1. Composition of the Board of Governors

The BOG will consist of (a) the President; (b) one Governor elected from each Congressional District, except in the Seventh Congressional District where members will be elected from separate geographic regions designated as North and South, and identified by postal zip codes as established by the Bar in accordance with these Bylaws and BOG policy; (c) one Governor elected from an out-of-state district comprising all regions outside Washington state; and (d) three Governors elected at-large pursuant to these Bylaws.

2. Duties

a. – c. [Unchanged]

d. Each Governor is expected to engage with members about BOG actions and issues, and to convey member viewpoints to the Board. In representing a Congressional District, a Governor will at a minimum: (1) bring to the BOG the perspective, values and circumstances of her or his district to be applied in the best interests of all members, the public, and the Bar; and (2) bring information to the members in the district that promotes appreciation of actions and issues affecting the membership as a whole, the public, and the organization.

e. – f. [Unchanged]

3. Term [Unchanged]

4. Vacancy

a. [Unchanged]

b. Response to a Vacancy
Option 5:
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1) – 2) [Unchanged]

3) If a Governor is removed due to recall and more than 12 months remain in that Governor’s term, a special election will be conducted using the general procedures set forth in the “Election of Governors from Congressional Districts” provisionsArticle VI.C.2 of these Bylaws. The application period for any special election held pursuant to this paragraph must be no less than 30 days and must, at a minimum, be prominently posted on the Bar’s website and e-mailed to all members eligible to vote in the election.

VI. ELECTIONS

A. ELIGIBILITY FOR MEMBERSHIP ON BOARD OF GOVERNORS

1. Governors from Congressional and Out-of-State Districts: Any Active member of the Bar, except a person who has previously served as a Governor for more than 48 consecutive months, may be nominated or apply for election as Governor from the Congressional District, or geographic regions within the Seventh Congressional District, or the out-of-state district, in which such person resides.

Members that have served as Governors for more than 48 consecutive months at time of filing an application, are not eligible to be nominated or apply for election or appointment as Governor from the Congressional District, At-Large Governor position, or geographic regions within the Seventh Congressional District, or out-of-state district in which such person resides, for a period of 36 months after the conclusion of that term of service. Any disputes regarding the eligibility of a member to serve on the Board of Governors shall be addressed by the Board of Governors.

2. At-Large Governors: There will be a total of three At-Large Governor positions.
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a. Two At-Large ("Member At-Large Governor") Positions: Any Active member of the Bar, except a person who has previously served as a Governor for more than 48 consecutive months, may be nominated or apply.

b. One Young Lawyer ("Young Lawyer At-Large Governor") Position: Any Active lawyer member of the Bar who qualifies as a Young Lawyer as set forth in these Bylaws, except for a person who has previously served as a Governor for more than 48 consecutive months, may be nominated or apply.

3. Filing of nominations and applications must be in accordance with this Article.

B. NOMINATIONS AND APPLICATIONS

1. Applications for the Board of Governors elected from Congressional Districts and the out-of-state district must be filed in the office of the Bar not later than 5:00 p.m., on the 15th day of February of the year in which the election is to be held. If this deadline falls on a day in which the office of the Bar is closed, the deadline will be 5:00 p.m. of the following business day.

2. – 4. [Unchanged]

C. ELECTION OF GOVERNORS

1. Election of one Governor from each Congressional District and the out-of-state district and for the At-Large positions will be held every three years as follow:

   a. Third, Sixth, Eighth Congressional Districts and the North region of the Seventh Congressional District and one At-Large Member Governor – 2014 and every three years thereafter.

   b. First, Fourth, Fifth Congressional Districts and the South region of the Seventh Congressional District and one Young Lawyer At-Large Young Lawyer Governor – 2015 and every three years thereafter.

   c. Second, Ninth, and Tenth Congressional Districts, and the out-of-state district, and one At Large Member Governor – 2013 and every three years thereafter.
Option 5: Suggested Amendments to WSBA Bylaws to Add Out-Of-State Governor

2. Voting in the Election of Governors from Congressional Districts and out-of-state district will be conducted in the following manner:

   a. Eligibility to Vote. All Active members, as of March 1st of each year, are eligible to vote in the BOG election for their district, subject to the election schedule shown above. Active members residing in the State of Washington may only vote in the district in which they reside. Active members residing outside the State of Washington may only vote in the out-of-state district of the address of the agent they have designated within the State of Washington for the purpose of receiving service of process as required by APR 13, or, if specifically designated to the Executive Director, within the district of their primary Washington practice.

   b. – i. [Unchanged]

3. Eligibility Requirements: Election of At-Large Governors

   At-Large Governors shall be elected by the Members as follows:

   a. Member At-Large Governors: After notice of the position has been adequately provided to all members, the Diversity, Equity and Inclusion (DEI) Council shall forward at least three candidates who have a lived experience and knowledge of the needs of those members whose membership is or may be historically underrepresented in governance to the end that the BOG will be a more diverse and representative body than the results of the election of Governors based solely on Congressional Districts may allow. Diversity refers to meaningful representation of, and equal opportunities for, individuals who have a lived experience as a member from one or more historically underrepresented communities in the legal profession. Underrepresentation encompasses and is not limited to, race, disability, age, ethnicity, religion, sexual orientation, gender identity, and gender expression. The Executive Director shall then place all candidates forwarded by the DEI Council on the ballot to be elected by all
Option 5:  
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eligible voting members. If the DEI Council forwards less than three candidates by May 1, the Executive Director shall notify the BOG, which may, at its option, select additional qualifying candidates on its own or place only those candidates forwarded by the DEI Council on the ballot to be elected by all eligible voting members.

D. – E. [Unchanged]

F. MEMBER RECALL OF GOVERNORS

Any Governor may be removed from office by member recall. A recall vote is initiated by an Active member filing a petition for recall with the Executive Director. A petition for recall must identify the Governor, the Governor’s congressional district or at-large status, and the Governor’s term of office; set forth the basis for the recall; and contain the names and signatures of the Active members supporting the petition.

1. For congressional district Governors, the petition must be signed by five percent of the Active members of the Governor’s congressional district at the time of filing. Only members of the Governor’s district who are on Active status at the time of the vote are eligible to vote.

2. For the Young Lawyers At-Large Governor, the petition must be signed by five percent of the Young Lawyers as defined in Article XII of these Bylaws at the time of filing. Only Young Lawyers who are on Active status at the time of the vote are eligible to vote. For all other At-Large Governors, the petition must be signed by five percent of the Active members of the Bar at the time of filing, and only members on Active status at the time of the vote are eligible to vote.

3. The voting procedures set forth in Article VI.C.2 of these Bylaws will be used as a procedural guideline for conducting a recall vote, and a majority vote is sufficient to pass a recall petition.

G. 2020 ELECTIONS [Unchanged]
Option 5:

Suggested Amendments to WSBA Bylaws to Add Out-Of-State Governor

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IV. GOVERNANCE

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