

# WASHINGTON STATE BAR ASSOCIATION

## CANNABIS LAW SECTION

### Bylaws

Approved by the WSBA Board of Governors November 16, 2017

#### ARTICLE I. IDENTIFICATION

**1.1 NAME and CREATION.**

The name of this Section shall be The Cannabis Law Section (the "Section"). The Section is established pursuant to the Bylaws of the Washington State Bar Association (the "Bar").

**1.2 PURPOSES.**

The purposes of the Section shall be to:

- A. provide continuing legal and other education for its members in areas of common interest to legal professionals interested in cannabis law;
- B. provide opportunities for Section members to become better acquainted with other legal professionals with similar interests;
- C. provide services including education and networking for students interested in one of the fastest growing new practices of law;
- D. provide a forum for the exchange of ideas and discussion about issues of common interest to Section members;
- E. provide advice to the Bar, as requested, on proposed legislation, court rules, and other matters ;
- F. provide resources and education to legislators and regulators; and
- G. undertake such other services that may be of benefit to the public and the Bar.

**1.3 LIMITATIONS.**

These bylaws are adopted subject to the applicable Washington statutes and the Bylaws 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. MEMBERS AND SUBSCRIBERS

**2.1 MEMBERS.**

Any Active member of the Bar, Emeritus Pro Bono member (APR 8(e)), Judicial member, House Counsel (APR 8(f)), professor at any Washington law school (whether licensed in Washington or not), or any lawyer who is a full time lawyer in a branch of the military who is stationed in Washington but not licensed in

Cannabis Law Section

Washington, may be a voting member of the Section and eligible for election to office in the Section upon payment of annual Section dues.

**2.2 SUBSCRIBERS.**

Any student enrolled in a law school in the State of Washington may enroll as a subscriber upon request and payment of the applicable annual dues charged to law students. Other permitted subscribers include: WSBA members on inactive status, lawyers and other legal professionals not licensed or admitted in Washington, and members of the public. Subscribers have no right to vote as a member. Subscribers shall be entitled to receive publications, such as the newsletter, made available to all Section members and to attend continuing legal education seminars and other events sponsored by the Section upon payment of the applicable fees.

**2.3 SECTION DUES.**

Dues shall be paid annually in an amount to be established by the 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 III. MEETINGS OF THE MEMBERSHIP**

**3.1 EDUCATION.**

The Section shall annually sponsor at least one Continuing Legal Education program, and periodically shall publish a Section Newsletter, for the benefit of Section Members, Subscribers, and other members of the Bar and the public, covering topics relevant to the Section's purposes.

**3.2 ANNUAL MEETING.**

The annual meeting of the Section shall be held in conjunction with the continuing legal education program sponsored by the Section, or at another time as determined by the Executive Committee of the Section. The Chair of the Section shall cause notice of the annual meeting to be posted on the WSBA website, published in the Section newsletter, or e-mailed to each member of the Section at least thirty (30) days in advance of the annual meeting.

**3.3 QUORUM; CONTROLLING VOTE.**

The members of the Section present at any annual or special meeting shall constitute a quorum for the transaction of business. A majority vote of the members present shall be required to approve any business brought before such meeting.

**ARTICLE IV. THE 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 shall perform duties assigned to it by the Board of Governors of the Bar. The Executive Committee shall have the responsibility to establish other committees of the Section.

**4.2 COMPOSITION.**

The Executive Committee shall be composed of the following persons:

A. Officers

1. Chair. The Chair presides at all meetings of the Section and executive committee, and shall have such other executive powers and perform such other duties as are consistent with the Bar and Section bylaws.
2. Secretary. The Secretary shall take minutes at each meeting of the Section and executive committee, and provide approved minutes to the Bar for publication and record retention. In

addition, the Secretary shall perform such other duties as may be assigned to him or her by the Chair or the Executive Committee.

3. Treasurer. The Treasurer shall work with the Bar to ensure that the Section complies with Bar fiscal policies and procedures, work with the Bar to prepare the Section's annual budget, and review the Section's monthly financial statements for accuracy and comparison to budget. In addition, the Treasurer shall perform such other duties as may be assigned to him or her by the Chair or the Executive Committee.
4. Immediate Past Chair.

B. At-Large Members. At-Large members of the Executive Committee will be voting members.

C. Executive Committee Members may hold more than one office at a time.

#### 4.3 **TERM.**

The term of each member of the Executive Committee shall be two (2) years, beginning on October 1. No person may serve as an At-Large member of the Executive Committee for more than two (2) sequential terms; provided that a person who is appointed to fill the incomplete term of a predecessor may serve two full additional terms and a person who is elected as Chair may continue to serve until the conclusion of the term in which he or she becomes the immediate past Chair.

#### 4.4 **REMOVAL.**

Any member of the executive committee may be removed by a two-thirds majority vote of the executive committee. Grounds for removal include, but are not limited to, regular absence from executive committee meetings and events, failure to perform duties, unprofessional or discourteous conduct or whenever, in the executive committee's judgment, the executive committee member is not acting in the best interest of the Section membership.

#### 4.5 **CONTROLLING VOTE.**

Action of the Executive Committee shall be determined by majority vote of the Executive Committee, once a quorum has been established.

#### 4.6 **MEETINGS OF THE EXECUTIVE COMMITTEE.**

The annual meeting of the Executive Committee shall be held following the annual meeting of Members. Other meetings shall be held at the time and place as may be designated by the Chair or a majority of the Executive Committee. The Executive Committee is expected to conduct a minimum of three meetings annually.

#### 4.7 **COMPENSATION .**

No salary or compensation for services shall be paid to any member of the Section Executive Committee or member of any committee. 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 Bar expense reimbursement policy.

### **ARTICLE V. ELECTIONS**

#### 5.1 **NOMINATIONS.**

Nominations and elections for open Executive Committee positions will be held between March and May. The Chair shall appoint a Nominating Committee to nominate one or more persons for each open Executive Committee position. The Nominating Committee shall report its nominees to the Executive Committee for approval prior to the annual meeting. Other nominations for the same positions may be made from the floor at the annual meeting. Individuals may nominate themselves.

#### 5.2 **ELECTIONS.**

The Bar will administer the elections by electronic means and certify results, unless the Section develops

its own equivalent electronic election process. In the event of a tie, the winner will be determined by a random tie breaker chosen by the Executive Committee.

**5.3 APPOINTMENTS TO FILL VACANCIES.**

The Executive Committee shall appoint, by a majority vote, members to fill vacancies on the Executive Committee. When a member is appointed to fill a vacancy in an unexpired term, the member shall do so until the next election when an individual shall be elected to serve the remainder of the vacated term.

**ARTICLE VI. COMMITTEES**

**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 and subject to the control of the Executive Committee.

**6.2 CONTINUING LEGAL EDUCATION COMMITTEE.**

The Section shall have a permanent Continuing Legal Education Committee which shall be charged with the duty of organizing and conducting the Section's annual Continuing Legal Education program.

**6.3 NOMINATING COMMITTEE.**

The Section shall have a nominating committee consisting of no less than three (3) Section members appointed annually by the Chair or executive committee. At least one member of the nominating committee should not be a current member of the Section executive committee

**6.4 ADDITIONAL COMMITTEES.**

The Executive Committee may form committees to perform such duties as may be determined by the Executive Committee. Such committees may be permanent committees or formed to perform specific tasks. All committees shall report to the Chair and shall provide regular reports of their activities to the Executive Committee.

**6.5 COMPOSITION AND GOVERNANCE OF COMMITTEES.**

The composition of each committee shall be determined by the Executive Committee who shall appoint a Chair to manage the work of the committee. Committee members may include members of the Section who are not members of the Executive Committee. All committee members shall serve at the pleasure of the Executive Committee.

**ARTICLE VII. AMENDMENTS**

These bylaws may be amended at any annual meeting of the Section. These bylaws may also be amended at any regular or special meeting of the Executive Committee; provided that written notice describing the proposed amendments is provided to each Executive Committee member at least seven (7) days in advance of the meeting. No amendment of these bylaws will be effective until approved by the Board of Governors of the Bar.

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Original bylaws first adopted on the 16<sup>th</sup> day of November, 2017.