



SACRAMENTO COUNTY BAR ASSOCIATION UNIFORM BYLAWS FOR SUBSTANTIVE LAW SECTIONS

PREAMBLE

These Uniform Bylaws (these “Bylaws”) shall govern each Sacramento County Bar Association (“SCBA”) section organized around a substantive area of law (“Section”). Each Section may adopt additional policies and procedures as permitted by these Bylaws, provided such policies and procedures are maintained in writing. Any proposed policy or procedure that is either inconsistent or prohibited by these Bylaws must be submitted to the SCBA Board of Directors (“SCBA Board”) for approval.

SECTION BYLAWS

I. Responsibilities of the Section

(a) Meetings

Unless officers are elected for the following calendar year by electronic ballot, one Section meeting per calendar year shall be specifically noticed for, among any other business, the purpose of electing Section officers for the following calendar year.

At least twice per calendar year, the Section shall organize, sponsor, or support such continuing legal educational programs as it deems advisable, focusing primarily on the Section’s area of substantive law.

If a price is charged to attend a Section event, it shall be meaningfully lower for Section members than for non-Section members. Sections may also consider early-reservation discounts for events, as well as discounts to individuals whose attendance will enhance

the mission of the Section. By way of example, but not limitation, discounted prices for students, educators, judges, or special guests may be appropriate at the Section officers' choosing.

(b) Conference of Delegates

As requested by the SCBA Delegation to the Conference of Delegates (the "Delegation"), the Section shall evaluate and provide timely feedback to the Delegation on proposed Conference resolutions in the substantive area(s) of law around which the Section has been organized. This shall include evaluation and feedback concerning not only resolutions submitted to the Delegation by SCBA members, but also those submitted to the Conference of Delegates upon which the Delegation may comment and/or vote. Any such request by the Delegation shall be sent to the attention of the Chair of the Section.

Sections are encouraged to elect one or more representatives to serve on the SCBA Delegation to the Conference of California Bar Associations. Any such representative(s) should coordinate directly with the Delegation Chair.

(c) Prohibitions

Sections may not, without the permission of the SCBA Board:

1. Purport to represent the SCBA, the SCBA Board, or any other section or committee of the SCBA;
2. Take or espouse any position which is in conflict with a resolution of the SCBA Board;
3. Support or oppose any pending state legislation or ballot measure;
4. Support or oppose any proposed local ordinance or ballot measure;
5. Support or oppose any regulatory proposal of any state or federal agency;
6. Support or oppose any candidate for public office;
7. File an amicus brief in pending litigation;
8. Maintain separate bank accounts; or
9. Maintain web sites or any social media presence.

This section is not intended to prohibit individual members of Sections from doing any of the above.

II. Membership in Section

Any member of the SCBA, or any judge of a court of record, may become a member of the Section upon payment of Section dues. Effective beginning with the 2016 membership year, Section dues are \$25 per year. Membership shall be on a calendar year basis, and membership dues shall not be prorated. Members of the Section shall be entitled to advance notice of all Section events. Only members of the Section who are licensed attorneys may vote on Section matters. Unless otherwise provided herein, a vote of the members of the Section conducted at a meeting of the Section members shall be by majority of those present.

III. Leadership of Section

The Section shall be managed by its own officers, including, at a minimum, a Chair, Vice-Chair, and Secretary-Treasurer, who will supervise and direct the affairs of the Section, subject to these Bylaws and any additional policies and procedures of the Section. Officers shall serve for a calendar year, or until their successor has been elected. The policies and procedures of the Section may provide for the automatic succession of officers.

The policies and procedures of the Section may provide for additional officer positions, or that the role of the Secretary-Treasurer be divided into two distinct officer positions. The officers of the Section may also approve committees of either the officers or the members, or both, for purposes they deem fitting, including but not limited to event planning and evaluating proposals forwarded by the Delegation.

The Section shall notify the Executive Director of the SCBA (“Executive Director”), on or before December 15th of each year, who will fill the officer roles for the following year, commencing January 1.

(a) Duties of Officers

The Chair (or Vice-Chair, in the Chair’s absence) shall have the powers and duties that are usually exercised by such an officer, including the following: preside at meetings of the Section; be a member of all subcommittees of the Section with the power of voting;

have the power to call special meetings of the Section, or of any committee; make appointments to subcommittees; and deal with such other matters as may be placed in his or her charge at any general meeting of the Section. The Chair shall notify the Executive Director of the SCBA of any change in officers. Unless the policies and procedures of the Section provides otherwise, the Chair shall be responsible for the continuing legal education reporting obligations of the Section.

The Secretary-Treasurer shall prepare an annual end-of-year report, due to the Executive Director on or before each December 15th. Each annual report shall list the Section's accomplishments for the year, the current meeting schedule, and any issues or challenges the Section currently faces. The Secretary-Treasurer shall also monitor the Section funds, in coordination with the Executive Director, and shall notify the other officers if the Section's fiscal reserve amount is exceeded.

(b) Removal of Officers

Any officer may be removed by a majority vote of members of the Section voting at a meeting duly called and noticed for that purpose. Any officer may also be removed by the SCBA Board for cause.

(c) Vacancies

If the Chair position becomes vacant, the Vice-Chair shall become Chair. Except as otherwise provided in the policies and procedures of the Section, if any other officer position becomes vacant, such position shall be filled by a vote of the members of the Section at a meeting called and noticed for that purpose.

(d) Elections

An election may be conducted electronically or at a meeting of the Section noticed for such purpose. If an election is conducted electronically, electronic ballots (or access thereto) shall be sent to all Section Member via email, and the period during which voting may occur must span at least five business days. If an election is conducted at a meeting of the Section, notice of such election must be given to the members of the

Section at least ten days before the election. Such notice may be in person, by phone, mail, or electronic means.

IV. Fiscal Matters

(a) Generally

The SCBA shall handle the accounting for the Section, including depositing of receipts, payment of expenses and annual dues notices. Section funds shall be held separate and apart from the general funds of the SCBA, and maintained in a ledger specific to the Section, though not necessarily in a bank account separate from other sections. The Section may not open its own bank account.

(b) Section Dues

Section dues shall be collected by the SCBA staff and not by the Section. Effective beginning with the 2018 membership year the SCBA shall allocate 50% of dues received by the Section to the SCBA's general fund for the purpose of covering accounting and limited administrative costs borne by the SCBA. The remaining 50% of dues received shall be credited to the Section's ledger.

(c) Other Receipts

It is the responsibility of the officers of the Section to deliver any funds collected by the officers of the Section, together with adequate records relating to the same, to the Executive Director at the principal office of the SCBA, within fifteen days of receipt.

(d) Reserves

The Section shall maintain cash reserves of no more than the lesser of: (1) \$10,000, or (2) such lower amount as provided in the policies and procedures adopted by the Section. If the reserve amount is exceeded, the Section shall inform the SCBA Board how it intends to spend down the excess amount, or for what purposes such excess funds are being retained. In no case shall the Section obligate the SCBA by incurring charges in excess of its anticipated account balance after considering all expected receipts and disbursements associated with the event being undertaken.

(e) Approval of Expenditures

Expenditures paid in connection with a Section event open to all members of the Section, and any expenditure less than or equal to \$500, may be approved by the officers of the Section. All other expenditures require the approval of the members of the Section, which may be obtained at a meeting of the members of the Section whether or not noticed for such purpose.

(f) Donations Not Prohibited

The Section must fill out the SCBA Charitable Giving Request Form to make donations to other organizations, programs or individuals as is consistent with the mission of the Section or the SCBA, and may also make donations to other SCBA projects or programs. Any donations are subject to the expenditure approval requirements of Section IV(e).

V. Records

All members of the Section, all members of the SCBA Board and the Executive Director shall have access to the records of the official business of the Section at any reasonable time. However, the members of the Section, other than its officers, shall not have access to the contact information of the members of the Section. The officers of the Section shall take care not to disclose the contact information of the members as a group, including emails.

VI. Formation of Section

Any group proposing to form a new substantive law section shall submit an application to the SCBA Board. The application, which may be obtained from the Executive Director of the SCBA, shall include the proposed Section's name, a description of the substantive area of law, and the signature of at least 20 SCBA members supporting the formation of the new Section. If the Section is approved by the SCBA Board, the Board shall appoint one or more organizers who shall manage the new Section until such time as officer elections can be held. Alternatively, the SCBA Board may appoint the initial officers of the new Section and designate a date by which new officer elections must be held.

VII. Dissolution of Section

A Section may be dissolved upon the vote of the members of the Section or the SCBA Board. Upon such a vote, all records and assets of the Section shall be delivered to the Executive Director and shall be considered the unrestricted property of the SCBA, including any remaining Section funds. If the dissolution occurs upon the vote of the SCBA Board, the effective date of such dissolution shall be delayed thirty days to permit the Section to consider uses of its remaining funds not inconsistent with the purposes for which it was formed.

VIII. Amendment

These Bylaws may be amended from time to time by the SCBA Board. Advance notice of any such proposed amendment must be delivered to the Chair of each Section at least five business days before action is taken by the SCBA Board.

These Bylaws were adopted by the SCBA Board of Directors at its regularly scheduled meeting on December 18, 2014.

Amended on March 15, 2017

Amended on September 20, 2017

Amended on October 17, 2018