

**BYLAWS OF THE
AVIATION LAW SECTION
OF THE STATE BAR OF MICHIGAN**

**ARTICLE I
NAME AND PURPOSES**

SECTION 1. This Section shall be known as the Aviation Law Section of the State Bar of Michigan.

SECTION 2. The purposes of this section shall be to research, educate, share, and disseminate information about legal matters concerning aviation in all its aspects.

**ARTICLE II
MEMBERSHIP**

SECTION 1. Each member of the Section shall pay annual dues of Twenty-five Dollars (\$25). Any member of the State Bar of Michigan, upon request to the Executive Director of the State Bar of Michigan and upon payment of dues for the current fiscal year, shall be enrolled as a member of the Section. Thereafter, the annual Section dues shall be paid in advance each year beginning on the first day of the fiscal year next succeeding such enrollment. Members so enrolled and whose dues are so paid shall constitute the membership of the Section. Any member of the Section whose annual dues shall be more than six (6) months past due shall thereupon automatically cease to be a member of the Section.

SECTION 2. Newly admitted members of the State Bar of Michigan, upon written request, shall become members of the Section for the balance of the fiscal year in which application is made, without payment of dues to the Section, if such written request is made during the first year of membership in the State Bar of Michigan.

SECTION 3. Law student members of the State Bar of Michigan may become nonvoting members of the Section upon payment of annual dues equal to one-half that paid by active members. Law student members shall be entitled to receive Section publications as provided other members and attend meetings of the Section.

**ARTICLE III
OFFICERS AND COUNCIL MEMBERS**

SECTION 1. The officers of this Section shall be Chairperson, Chairperson-Elect, Secretary, and Treasurer. Except as provided in Article V, Section 2, no person shall serve as Chairperson for two (2) consecutive terms.

SECTION 2. There shall be a Section Council consisting of nine (9) voting members, including the immediate past Chairperson ("Chairperson Emeritus"), current Chairperson, Chairperson-Elect, Secretary, and Treasurer, all of whom shall be members of the Section, together with four (4) other council members who shall be elected by the Section as hereinafter provided. The Chairperson Emeritus shall remain a voting member of the Council for one (1) year immediately following the expiration of his or her term as Chairperson.

SECTION 3. Except as provided in Article XI, Section 5, the Chairperson-Elect, Secretary, and Treasurer shall be elected at each annual meeting of the Section to hold office for a term beginning at the close of the annual meeting at which they shall have been elected and ending at the close of the next succeeding annual meeting of the Section (and until their successors shall have been elected and qualified). At the end of his or her term in office, the Chairperson-Elect, provided he or she is still in office and still a member of the Council, shall automatically succeed to the position of Chairperson for a term of one (1) year.

SECTION 4. Except as provided in Article XI, Section 5, at each annual meeting of the Section, prior to election of Council members, one (1) member of the Section shall be elected to serve as Chairperson-Elect for a term of one (1) year, one (1) member of the Section shall be elected to serve as Secretary for a term of one (1) year, and one (1) member of the Section shall be elected to serve as Treasurer for a term of one (1) year.

SECTION 5. The terms of the four (4) Council members shall be staggered so that at each annual meeting of the Section, two (2) members of the Council shall be elected to succeed the two (2) members whose terms have expired. Except as provided in Article III, Section 6, no person shall be eligible for re-election to again serve as an officer or a member of the Council if that person has served seven (7) consecutive years as a member of the Council immediately preceding the term for which the election is held.

SECTION 6. Except as provided in Article V, Section 2, the Council may appoint any member of the Section as an officer or a council member to act until the next election in the event of death, disability, removal, or resignation of any officer or council member.

ARTICLE IV

NOMINATION AND ELECTION OF OFFICERS AND COUNCIL MEMBERS

SECTION 1. NOMINATION. At least four (4) months prior to the annual meeting, the Chairperson, with the advice of the Chairperson-Elect, shall appoint a Nominating Committee consisting of three (3) members of the Section. The Nominating Committee shall make and report nominations to the Section for the offices of Chairperson-Elect, Secretary, Treasurer, and members of the Council, to succeed those whose terms will expire at the close of the next annual meeting and to fill vacancies then existing for unexpired terms. The Nominating Committee shall provide a

written report of its proceedings, including without limitation the names, qualifications, and addresses of all nominees selected by the Committee, not less than thirty (30) days prior to the annual meeting. Other nominations for the same offices may be made from the floor at the annual meeting. The qualifications of all nominees shall be presented to the members of the Section at the annual meeting. In selecting nominees, the Nominating Committee shall consider the need for representation on the Council of members with differing responsible legal viewpoints and who reside in various geographic areas of the state.

SECTION 2. ELECTIONS. All elections shall be by voice vote or a show of hands at the annual meeting of the Section unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held.

ARTICLE V DUTIES OF OFFICERS

SECTION 1. CHAIRPERSON. The Chairperson shall preside at all meetings of the Section and of the Council. The Chairperson shall formulate and present at each Annual Meeting of the State Bar of Michigan a report of the work of the Section for the then past year. The Chairperson shall perform such other duties and acts as usually pertain to the office.

SECTION 2. CHAIRPERSON-ELECT. The Chairperson-Elect shall assist the Chairperson in the performance of his or her duties as the Chairperson may request. Upon the death, resignation, or disability of the Chairperson, or upon his or her refusal to serve, the Chairperson-Elect shall perform the duties of the Chairperson for the remainder of the Chairperson's term or, in the case of the Chairperson's disability or refusal to act, for the duration of such disability or refusal to serve. The Chairperson-Elect shall preside at all meetings of the Section and of the Council in the absence of the Chairperson. In the event of a vacancy in the office of Chairperson, the Chairperson-Elect shall become the Chairperson and shall serve in that capacity for the term of both the vacancy and the period of time he or she normally would have served as Chairperson.

SECTION 3. SECRETARY. The Secretary shall be the custodian of all books, records, papers, documents, and other property of the Section. He or she shall keep a true record of the proceedings of all meetings of the Section and of the Council. The Secretary shall provide each Council member with a copy of the minutes of the most recent meetings of the Section or of the Council. Together with the Chairperson, the Secretary shall prepare the Section's Annual Report. In the absence of both the Chairperson and Chairperson-Elect, the Secretary shall preside at meetings of the Council. The Secretary, in conjunction with the Chairperson, as authorized by the Council shall attend generally to the business of the Section.

SECTION 4. TREASURER. The Treasurer shall keep a true record of all monies received and disbursed and shall report thereon to the Council whenever requested. Annually he or she shall submit a financial report for presentation to the membership of the Section. Consistent with the Bylaws of the State Bar of Michigan, he or she shall be responsible for forwarding all monies of the

Section which come into his or her hands to the bookkeeping department at the State Bar Headquarters in Lansing for deposit and credit to the account of the Section. Further, unless waived on a meeting-by-meeting basis by vote of the Council, the Treasurer shall present a current financial report at each meeting of the Council.

ARTICLE VI DUTIES AND POWERS OF THE COUNCIL

SECTION 1. The Council shall have general supervision and control of the affairs of the Section, subject to the provisions of the Bylaws of the Section and the Bylaws of the State Bar of Michigan. It shall specifically authorize all commitments or contracts, which shall entail the payment of money, and shall authorize the expenditure of all monies appropriated for the use or benefit of the Section. It shall not, however, without prior approval of the State Bar Board of Commissioners, authorize commitments or contracts which shall entail the payment of more money during any fiscal year than the total of: (a) the amount received in Section dues for such fiscal year; and (b) any unexpended and uncommitted funds remaining in the Section treasury from prior years.

SECTION 2. The Council, during the interim between annual meetings of the Section, may fill vacancies in its own membership or in the offices of Chairperson Emeritus, Chairperson-Elect, Secretary, Treasurer, or--in the event of a vacancy in both the office of Chairperson and Chairperson-Elect--then in the offices of Chairperson and Chairperson-Elect. Members of the Council and officers so appointed shall serve until the close of the next annual meeting of the Section at which meeting the vacancies shall be filled by the regular elections as provided in Article IV herein.

SECTION 3. Regular meetings of the Council shall be held at times and locations to be determined by the Chairperson. At least four (4) regular meetings of the Council shall be held in each fiscal year.

SECTION 4. Special meetings of the Council may be called by the Chairperson or a majority of the voting members of the Council at such times and places as either may determine.

SECTION 5. Five (5) voting members of the Council physically present shall constitute a quorum at both regular and special meetings of the Council.

SECTION 6. The Council shall act pursuant to a majority of those present at regular and special meetings of the Council or pursuant to the provisions of Section 7 of this Article.

SECTION 7. The Chairperson of the Section at any time may, and upon the request of any three (3) voting members of the Council shall, submit or cause to be submitted in writing, to each of the members of the Council, any proposition upon which the Council may be authorized to act; and the members of the Council may vote upon such proposition or propositions so submitted by

communicating their vote thereon in writing over their respective signatures to the Secretary, who shall record upon the minutes each proposition so submitted; when, how, and at whose request it was submitted; and the vote of each member of Council thereon; and he or she shall retain on file such written and signed votes. Action supported by a majority of the entire Council with respect to a proposition submitted in that manner shall constitute binding action of the Council.

ARTICLE VII COMMITTEES

SECTION 1. The Council may authorize the creation of standing committees. Each standing committee shall consist of Section members appointed in accordance with this Section and shall perform such duties and exercise such powers as the Council may direct, subject to the limitations of these Bylaws and the Bylaws of the State Bar of Michigan. The Chairperson shall appoint the members of each standing committee and shall appoint a Chairperson and Vice-Chairperson of each standing committee. The Chairperson may remove, and upon direction from the Council shall remove, the Chairperson or Vice-Chairperson of any standing committee. The Chairperson shall have the authority to appoint a Section member to fill any vacancy occurring on a standing committee.

SECTION 2. The Chairperson shall have the authority to create ad hoc committees for such purposes as the Chairperson may determine, subject to the authority and control of the Council. The members and officers of an ad hoc committee shall consist of such Section members as the Chairperson may designate and appoint. The Chairperson may remove, and upon direction from the Council shall remove, the Chairperson or Vice-Chairperson of any ad hoc committee. The Chairperson shall have the authority, subject to the authority and control of the Council, to abolish any such committee.

SECTION 3. A standing or ad hoc Section committee created pursuant to this Article shall have the authority, subject to the provisions of these Bylaws, to establish meeting schedules and rules of procedure to govern its operations.

ARTICLE VIII SECTION MEETINGS

SECTION 1. The annual meeting of the Section shall be held during and at the same place as the Annual Meeting of the State Bar of Michigan and shall include such programs and order of business as may be arranged by the Council.

SECTION 2. Special meetings of the Section may be called by a majority of voting members of the Council at such times and places as the Council may determine.

SECTION 3. Ten (10) members of the Section physically present at any Section meeting shall constitute a quorum for the transaction of business.

SECTION 4. All actions of the Section other than the amendment of the Bylaws shall be taken pursuant to a majority vote of the members present.

ARTICLE IX MISCELLANEOUS PROVISIONS

SECTION 1. The fiscal year of the Section shall be the same as that of the State Bar of Michigan.

SECTION 2. All debts incurred by the Section, before being forwarded to the Treasurer or to the Executive Director of the State Bar of Michigan for payment, shall first be approved by the Chairperson or the Treasurer; or, if the Council shall so direct, by both of them.

SECTION 3. No salary or compensation of any kind shall be paid to any Officer, Council member, or Committee member. This provision does not prevent the Council from authorizing reimbursement for approved expenses.

SECTION 4. These Bylaws shall become effective upon their adoption by the Section and the approval thereof by the Board of Commissioners of the State Bar of Michigan.

ARTICLE X AMENDMENTS

SECTION 1. These Bylaws may be amended at any annual meeting of the Section by a two-thirds (2/3) vote of the members of the Section physically present and voting, provided there is a quorum; and provided further that any such proposed amendment shall first have been submitted to the Council for its recommendation; and provided further that no amendment so adopted shall become effective until approved by the Board of Commissioners of the State Bar of Michigan.

SECTION 2. Amendments of these Bylaws may be proposed by the Council or may be proposed by nine (9) or more members of the Section in the form of a signed petition which must be submitted to the Council for its review and recommendation at least one hundred twenty (120) days prior to the annual meeting of the Section at which the amendment is to be considered. Any proposed amendment of these Bylaws must be published in the Michigan Bar Journal or Section newsletter at least thirty (30) days prior to the annual meeting of the Section at which the amendment is to be considered.

ARTICLE XI ORGANIZATIONAL MEETING

SECTION 1. The organizational meeting of this Section will be held on May 19, 1992, at the State Bar headquarters in Lansing, Michigan.

SECTION 2. All active members of the State Bar of Michigan who have submitted a written commitment to join the Section shall receive a written notice of the time and place of the organizational meeting. All active members who have paid their Section dues at or before the organizational meeting shall be designated Founding Members and shall be eligible to vote at the meeting.

SECTION 3. The purpose of the organizational meeting is to adopt a set of Bylaws for the Section and to elect officers and Council members to serve until the annual meeting in 1993, at which time new elections will be held.

SECTION 4. Donald C. Frank is designated to serve as the Organizing Chairperson upon the conclusion of the organizational meeting at which time a Chairperson will be elected. Donald C. Frank is authorized to appoint an Aviation Section Formation Committee, which shall prepare a list of nominations for the Officers and members of the Section Council to be elected at the organizational meeting. Other nominations for the same offices may be made from the floor at the organizational meeting.

SECTION 5. At the organizational meeting of the Section, one (1) member shall be elected to serve in each of the following offices: Chairperson Emeritus, Chairperson, Chairperson-Elect, Secretary, and Treasurer. The officers elected at the organizational meeting will serve in office until the close of the 1993 annual meeting at which time new elections will be held pursuant to the relevant provisions of the Bylaws.

SECTION 6. At the organizational meeting, four (4) Council members shall be elected. The terms of office shall be staggered so that two (2) Council members shall be elected at each annual meeting commencing in 1993. At the organizational meeting, two (2) of the four (4) Council members shall be elected to serve in office until the close of the 1993 annual meeting. The other two (2) of the four (4) Council members shall be elected to serve in office until the close of the 1994 annual meeting.

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