

# BYLAWS OF THE ENVIRONMENTAL LAW SECTION OF THE STATE BAR OF MICHIGAN

## ARTICLE I Name and Purposes

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

Section 2. The purposes of the Section shall be to review those laws and regulations dealing with the conservation and development of the natural resources of this State and its environment and to promote the fair and just administration of those laws and regulations which implement the mandate of Article IV, Section 52, of the 1963 Constitution of Michigan. The Section shall endeavor to accomplish these purposes by examining proposed legislation and regulations concerning natural resources and environmental law; promoting the education of members of the Bar and the general public in those areas pertaining to natural resources and environmental law; and by sponsoring institutes and conferences and the publication of legal writing devoted to those issues. [amended 9/17/87]

## ARTICLE II Membership

Section 1. Each member of the Section shall pay annual dues of Thirty Dollars (\$30). 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. [amended 9/17/87, 9/13/90]

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 non-voting members of the Section without payment any dues. [amended 11/17/2009]

Section 4. It is a desirable goal of the Section to increase efforts to recruit women and racial/ethnic minority members. [added 9/26/91]

## **ARTICLE III Officers and Council Members**

Section 1. The officers of this Section shall be a Chairperson, Chairperson-Elect and Secretary-Treasurer. Except as provided in Article V, Section 2, no person shall serve as Chairperson or Chairperson-Elect for two (2) consecutive terms. [amended 9/17/87]

Section 2. The Nomination Committee shall consider the need for representation on the Council of women and racial/ethnic minority members. It shall also consider the need for representation on the Council of members with differing responsible legal view points and who reside in various geographic areas of the State. [added 9/26/91]

Section 3. There shall be a Section Council consisting of twenty-one (21) voting members in the 2006-2007 term and nineteen (19) voting members in subsequent terms, including the Chairperson, Chairperson-Elect and Secretary-Treasurer, all of whom shall be members of the Section, together with eighteen (18) other members in the 2006-2007 term and sixteen (16) other members in subsequent terms, all but one of whom shall be elected by the Section as hereinafter provided. A retiring Chairperson shall remain a voting ex-officio member of the Council for one (1) year and a non-voting ex-officio member for the next four (4) years immediately following the expiration of his or her term as Chairperson. This additional five-year term shall not be considered a second consecutive term for the purposes of Section 4 of this Article. At the Council's request, two (2) additional members of the Council may be appointed (one each) from the Real Property Law Section and the Administrative Law Section of the State Bar of Michigan by the Chairperson of each of those respective entities. These two (2) appointed Council members shall serve no more than three (3) consecutive one-year terms unless otherwise approved by Council, and they shall be non-voting members and shall not be eligible to serve as officers of the Section or Council. [amended 9/17/87, 9/13/90; renumbered 9/26/91; amended 9/21/95; amended 11/17/06]

Section 4. The Chairperson-Elect and Secretary-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. [amended 9/17/87, 9/13/90; renumbered 9/26/91]

Section 5. With the exception of officers, no person shall be eligible for reelection to again serve as a member of the Council if that person is then serving a three (3) year term as a member of the Council and has immediately prior to that term served another such three (3) year term. [amended 9/17/87; amended and renumbered 9/13/90; renumbered 9/26/91]

Section 6. 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; and one (1) member of the Section shall be elected to serve a Secretary-Treasurer for a term of one (1) year. [amended 9/17/87; amended and renumbered 9/13/90; renumbered 9/26/91]

#### **ARTICLE IV Nomination and Election of Officers**

Section 1. Nomination No later than two (2) months prior to the Council meeting before the annual meeting of each year, the Chairperson, with the advice of the Chairperson-Elect, shall appoint a Nominating Committee consisting of at least 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 solicit suggestions from the members of the Section for nominations for officers and Council members in the Michigan Environmental Law Journal and/or the Section listserv or similar electronic message system. The Nominating Committee shall publish a written report of its proceedings, including without limitation the names, qualifications and addresses of all nominees selected by the Committee, in the issue of the Michigan Environmental Law Journal published immediately prior to the annual meeting and/or via the Section listserv or similar electronic message system at least four (4) weeks prior to the annual meeting. Other nominations for the same offices may be made from the floor at the annual meeting. A statement of the qualifications of the Nominating Committee's selections for nominees shall be presented at the annual meeting. With respect to nominations made from the floor at the annual meeting, nominees, or those making the nominations, shall present a statement of the nominee's qualifications. [amended 9/17/87, 9/13/90, 9/21/95]

Section 2. Qualifications 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. The Nominating Committee shall also consider the need for representation on the Council of women and racial/ethnic minority members. The Section has a tradition of recognizing the contributions of its members to the Section when nominating officers and Council members. The Nominating Committee shall also consider the prior contributions of a member to the work of the Section in areas such as publications, programs, committee activities and Council work. In addition to the above considerations, a nominee shall have the following qualifications:

- (a) To be eligible for election to the Section Council, the member shall have served for no less than two years as an active member of a Section committee.

(b) To be eligible for election as an officer of the Section, a member shall have served not less than four full years as a voting member of the Section Council. [added 9/26/91; amended 9/21/95; amended 9/18/97]

Section 3. Elections. All elections shall be by written ballot 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 or unless otherwise directed by the Council at the Council meeting prior to the annual meeting that another balloting method be used such as electronic ballots. [amended 9/13/90; renumbered 9/26/91]

## **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 act, 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 act. 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. [amended 9/17/87, 9/13/90]

### Section 3. Secretary-Treasurer.

(a) The Secretary-Treasurer 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, whether assembled or acting under submission. With the Chairperson, he or she shall prepare the Section's Annual Report. In the absence of both the Chairperson and Chairperson-Elect, the Secretary-Treasurer shall preside at meetings of the Council. The Secretary-Treasurer, in conjunction with the Chairperson, as authorized by the Council, shall attend generally to the business of the Section.

(b) The Secretary-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 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 Secretary-Treasurer shall present a current financial report at each meeting of the Council. [amended 9/17/87, 9/13/90]

## **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 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 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 (other than the members appointed by the Real Property Law Section and the Administrative Law Section) or in the office of Secretary-Treasurer, or--in the event of a vacancy in both the office of Chairperson and Chairperson-Elect--then in the office of Chairperson. Members of the Council and officers so appointed shall serve until the close of the next annual meeting of the Section; at that meeting the vacancies shall be filled for the remainder of their respective terms by a special election conducted concurrently with the regular elections as provided in Article IV herein. Vacancies in any of the three (3) appointed committee or Section seats on the Council shall be filled by the respective appointing entities. [amended 9/17/87; renumbered 9/13/90]

Section 3. Regular meetings of the Council shall be held at times and locations to be determined by the Chairperson, who shall submit the schedule of regular meetings for each fiscal year to be published in the first issue of the Michigan Environmental Law Journal following each annual meeting of the Section and/or by Section listserv or similar electronic message system. At least one regular meeting of the Council shall be held in each fiscal year. [amended and renumbered 9/13/90]

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. [renumbered 9/13/90]

Section 5. Eight (8) voting members of the Council present in person or via a real time electronic or video conferencing method shall constitute a quorum at both

regular and special meetings of the Council. [renumbered 9/13/90; amended 11/17/06]

Section 6. The Council shall act pursuant to a majority of those present in person or via a real time electronic or video conferencing method at regular and special meetings of the Council; or pursuant to the provisions of Section 7 of this Article. [amended and renumbered 9/13/90]

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 or by the Section Listserv or other similar electronic message system, 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-Treasurer or by the Section Listserv or other similar electronic message system, 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. [amended and renumbered 9/13/90]

## **ARTICLE VII Committees**

Section 1. Standing Committees. The standing committees of the Section shall be the Journal Committee, Program Committee, Technology Committee and Membership Committee. The Council may authorize the creation of additional standing committees. Each standing committee shall consist of a Committee Chairperson, Vice Chairperson and such Section members as are 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. When appointing the Standing Committees, the Chairperson shall consider the need to increase the number of women and racial/ethnic minorities serving on such committees and as chairpersons of such committees. At the time of appointment of the Standing Committees (Journal, Program, Technology, Membership), the Chairperson shall request that the Committee members review the Report of the Supreme Court Task Force on Racial/Ethnic and Gender Issues that is available on the State Bar web site and ask each committee to conduct its business consistent with the Task Force recommendations. [added 9/13/90; amended 9/21/95; amended 9/18/97]

Section 2. The Membership Committee's assignment shall include, but not be limited to, the following:

- (a) Reviewing the Section's long-term plan for implementation of the Supreme Court Task Force Report on Racial/Ethnic and Gender Issues referenced in Article VII, Section 1 above, monitoring the Section's compliance with the plan, and making recommendations for updating or revising the plan.
- (b) Gathering information concerning women and racial/ethnic minorities practicing environmental law from organizations such as the State Bar, Wolverine Bar Association, Women Lawyer's Association of Michigan and other appropriate sources.
- (c) Providing information identifying women and racial/ethnic minorities practicing environmental law to the Chairperson, the Council and the Nominating and Program Committees for consideration as candidates for Section officers, Council members, Committees and program speakers.
- (d) Investigating potential new approaches to increase women and racial/ethnic minority representation in the Section.
- (e) Compiling and presenting to the Council statistical information regarding the gender and racial/ethnic composition of the Section, and of the State Bar. [added 9/26/91; amended 9/18/97]

Section 3. Subject Matter Committees.

- (a) The Committee Chairperson shall have the authority to create subject matter committees, such as air, water, natural resources, etc., for such purposes as the Chairperson may determine appropriate, subject to the authority and control of the Council. The officers of a subject matter committee shall consist of a Committee Chairperson and a Vice Chairperson appointed by the Section Chairperson. Committee members shall be solicited and a list maintained by the Committee Chairperson. Committee Chairpersons and Vice Chairpersons shall serve a two year term and may serve a second consecutive two year term. At the end of his or her term, the Committee Vice Chairperson shall, provided he or she is still in office, automatically succeed to the position of Committee Chairperson. In appointing subject matter committee officers, the Chairperson shall consider only those Section members who have actively participated in Section Committee activities for at least one (1) year.
- (b) The Chairperson may remove, and upon direction from the Council shall remove, the Committee Chairperson or Vice Chairperson of any subject matter committee. In the event that a vacant Committee Chairperson position results from death, disability, resignation, refusal to act or removal, the Vice Chairperson shall become Committee Chairperson and shall serve

in that capacity for the term of both the vacancy and the period of time he or she otherwise would have served as Chairperson.

[added 9/21/95; amended and renumbered 9/18/97; amended 11/17/06]

Section 4. Ad Hoc Committees. The Chairperson shall have the authority to create ad hoc committees for such limited and temporary purposes as the Chairperson may determine appropriate, subject to the authority and control of the Council. The members and officers of an ad hoc committee shall consist of a Committee Chairperson, Vice Chairperson and such Section members as the Chairperson may designate and appoint. The Chairperson may remove, and upon direction from the Council shall remove, the Committee 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. [added 9/13/90; renumbered 9/26/91; amended 9/21/95; renumbered 9/18/97]

Section 5. Procedure. A standing, subject matter or ad hoc 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. On or before June 30 of each year, each standing or subject matter committee shall prepare and submit to the Council a report of the committee's activities during the preceding year and proposed budget for the ensuing year. After review and approval by the Chairperson, such report and proposed budget shall be published in the issue of the Michigan Environmental Law Journal and/or the Section Listserv or similar electronic message system published immediately prior to the annual meeting of the Section. [added 9/13/90; renumbered 9/26/91; amended 9/21/95; renumbered 9/18/97]

## **ARTICLE VIII Section Meetings**

Section 1. The annual meeting of the Section may be held during and at the same place as the annual meeting of the State Bar of Michigan or at another time selected as voted by the Council. The annual meeting may 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 the Chairperson or by a majority of the voting members of the Council at such times and places as either may determine.

Section 3. Fifteen (15) members of the Section present in person or via a real time electronic or video conferencing method 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 in person or via a real time electronic or video conferencing method. [Article renumbered 9/13/90]

## **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 Secretary-Treasurer or to the Executive Director of the State Bar of Michigan for payment, shall first be approved by the Chairperson or the Secretary-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 or committee member as such; provided, however, that the Council may compensate the editor of the Environmental Law Journal in such amount as the Council may determine. [amended 9/13/90]

Section 4. Any action by this Section must be approved by the Board of Commissioners or the Representative Assembly of the State Bar of Michigan before it becomes effective as an official act of the State Bar of Michigan. Any resolution adopted or action taken by the Section may, on request of the Section, be reported by the Chairperson of the Section to the Board of Commissioners or Representative Assembly of the State Bar of Michigan for action.

Section 5. 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 renumbered 9/13/90]

## **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 present in person or via a real time electronic or video conferencing method and voting, provided there is a quorum; and provided further that no amendment so adopted shall become effective until approved by the Board of Commissioners of the State Bar of Michigan. [amended 9/21/95]

Section 2. Any proposed amendment of these Bylaws shall first be submitted in writing to the Council in either of the following forms: (1) a petition signed by at least ten (10) members of the Section and considered by the Council at a regular or special meeting prior to the annual meeting of the Section at which it is to be addressed; or (2) an amendment proposed by a duly adopted resolution of the Council or considered by the Council at a regular or special meeting prior to the annual meeting of the Section at which it is to be addressed. The Council shall consider the proposed amendment at such a meeting and shall prepare recommendations thereon; and those recommendations, together with a complete and accurate text of said proposed amendments, shall be published in the Michigan Bar Journal or Michigan Environmental Law Journal published immediately prior to the annual meeting of the Section at which the amendment is to be considered or distributed by Section listserv or similar electronic message system at least four (4) weeks in advance of the annual meeting of the Section at which the amendment is to be considered. [Article renumbered 9/13/90; amended 9/21/95]

