

62 Proposed Section Bylaw Amendments

Bylaws of the Antitrust Franchising & Trade Regulation Section of the State Bar of Michigan

ARTICLE I NAME AND PURPOSES

SECTION 1. This Section shall be known as the Antitrust, Franchising & Trade Regulation Section of the State Bar of Michigan.

ARTICLE II MEMBERSHIP

SECTION 1. Each member of the Section shall pay to the State Bar of Michigan annual dues of Twenty-Five Dollars (\$25.00). Said dues shall be paid in advance each year, beginning on the first day of October 1984. Any member of the Section whose annual dues shall be more than six months past due shall thereupon cease to be a member of the Section. Members so enrolled and whose dues are so paid shall constitute the membership of the Section. Membership shall be limited to active members of the State Bar of Michigan, available in accordance with the Bylaws of the State Bar of Michigan. Upon written request at a meeting as set forth in Article VIII § 53, membership shall be available to any person who demonstrates an interest in the Section's purpose.

SECTION 2. Newly admitted members to 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 in the first year of membership in the State Bar of Michigan.

SECTION 3. Those not qualifying under Section 2 who makes application on or after the date of the annual meeting of the Section shall have their payment for the first year's dues credited to the end of the next full calendar year following such date of application.

ARTICLE III COUNCIL

SECTION 1. There shall be a Council of the Section consisting of twelve members at large to be elected by the Section as hereinafter provided, the officers of the Section, and ex officio members as provided in Section 6. The retiring Chair of the Section shall be eligible to serve as an honorary member of the Council for one year following his retirement for the purpose of advising and counseling with the Council, but without a right to vote.

SECTION 3. No person shall be eligible for election to the Council as a member at large who has served as a member of the Council during each of the six years immediately preceding the term for which the election is held.

SECTION 34. NOMINATIONS. At or before the last meeting of the Council prior to each annual meeting of the Section, the Chair shall appoint a nominating committee of three members of the Section;

which committee shall make and report nominations to the Section for Council members at large to succeed those whose terms will expire at the close of the next annual meeting and to fill vacancies then existing for unexpired terms. Other Nominations for Officers and Council members at large may be made from the floor, at any regular or annual meeting of the Section. Those eligible for nomination must be members in good standing of the State Bar of Michigan.

SECTION 45. ELECTIONS. All elections shall be by oral vote with results taken and disseminated by the Secretary or other presiding Officer, written ballot unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held.

SECTION 56. EX OFFICIO MEMBERS. The following persons, by their written request, shall be ex officio voting members of the Council:

ARTICLE IV ELECTION OF OFFICERS

SECTION 2. The election of Officers shall occur at the first meeting of the Council to be held immediately following the annual meeting of the Section. (Commencing with the meeting of the Council after the annual meeting, which follows the annual meeting at which these Bylaws are adopted.) The Vice-Chair shall automatically succeed to the office of Chair and only the Vice-Chair, secretary and Treasurer shall be elected by the Council, provided that if the Office of Vice-Chair is vacant, and the Chair then in office cannot succeed himself, all Officers shall be elected by the Council. The Officers shall serve a term of office commencing with their election at the annual first meeting of the Council and terminating at the following annual meeting or until their successors have been elected or appointed.

SECTION 3. No person shall serve more than one full term in the same office in any five-year period.

SECTION 43. ELECTIONS. All elections shall be by written ballot orally taken and disseminated by the Secretary or other presiding Officer, unless otherwise ordered by resolution duly adopted by the Council at the meeting at which the election is held.

ARTICLE VI DUTIES AND POWERS OF THE COUNCIL

SECTION 4. The Council shall act by a majority vote of a quorum. The members of the Council present at any meeting in person or by telephonic means, which permit each member participating in person, or by telephone to hear one another shall be a quorum for the transaction of business.

SECTION 5. Members of the Council when personally present at a meeting of the Council shall vote in person, but when absent may communicate their vote, in writing or by telephonic communication which permits all members participating in person or by telephone to hear one another, upon any proposition, to the Secretary

~~and have it counted, with the same effect as if cast personally at such meetings.~~

SECTION 46. The Chair of the Section at any time may, and upon the request of any member 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 his minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each member of the Council thereon, ~~and keep on file such written and signed votes.~~ If the votes of a majority of the members of Council so recorded shall be in favor of such proposition or if such majority shall be against such proposition, such majority vote shall constitute the binding action of the Council.

SECTION 57. Meetings of the Council may be called upon notice by the Chair or by the Secretary upon written request to the Secretary of any five members of the Council, which request shall be made at least seven (7) days before the requested meeting. At least two (2) days notice of meetings shall be given.

SECTION 68. Any elected Member of the Council who fails to attend four consecutive meetings of the Council shall be removed as Member of the Council. This provision may be waived for good cause shown by a majority vote of the non-interested Council Members. A non-interested Council Member shall be defined as any Council Member other than the Member being considered for removal.

ARTICLE VII SECTION MEETINGS

SECTION 3. The members of the Section present at any meeting ~~shall constitute a quorum for the transaction of business.~~means in

person, by telephone, or a functional equivalent. At least three members of the Council must be present to constitute a quorum. The Council shall act by a majority vote of a quorum present at any meeting in person, by telephonic means, or their functional equivalent.

ARTICLE IX AMENDMENTS

SECTION 1. These Bylaws may be amended at any annual meeting of the Section by majority vote of the members of the Section present and voting, and in accordance with the current State Bar of Michigan rules and regulations.~~provided such proposed amendments shall first have been submitted to the Council for its recommendation, further, and no amendment so adopted shall become effective until approved by the Commissioners of the State Bar of Michigan.~~

SECTION 2. ~~Any proposed amendment shall be submitted in writing to the Council in the form of a petition signed by at least ten (10) members of the Section in time for it to be considered by the Council at its last regular meeting before the annual meeting of the Section at which it is to be voted upon. The Council shall consider the proposed amendment at said regular meeting and shall prepare the recommendations thereof, which recommendations, together with a complete and accurate text of said proposed amendments, shall be published in the *Michigan Bar Journal* or by such written communication as the Council may direct at least fifteen (15) days prior to the annual meeting of the Section at which it is to be voted upon.~~

Created 1960

Revised 9/97

Current as of 12/9/99

Proposed Revisions 7/16/10