

# **DOWNRIVER BAR ASSOCIATION BYLAWS**

## **I. Name**

- a. The name of this organization shall be “The Downriver Bar Association” (“Association”).

## **II. Purpose of the Association**

- a. To provide a nonprofit organization through which individual members of the Bar of the State of Michigan, law students, or other legal professionals who reside, practice, or are associated with the region referred to as downriver, Michigan (“Downriver”), may associate and represent the interests of the Association and the legal profession.
- b. To promote improvements in the administration of justice and advancements in jurisprudence, to improve relations between the legal profession and the public, and to promote the interests of the legal profession in the Downriver region.
- c. To promote collegiality, civility, and professionalism among lawyers who practice before the courts Downriver.
- d. To provide programs of interest and value to the membership of the Association.

## **III. Nondiscrimination Policies**

- a. The Association shall not discriminate on the basis of gender, race, religion, disability, age, sexual orientation, national origin, or any other protected class.

## **IV. Membership**

- a. Classes of Membership: There shall be regular and associate.
- b. Requirements of Regular Membership
  - i. Active or inactive membership in the State Bar of Michigan or an Attorney holding an academic post at a law school or paralegal school located in the State of Michigan;
  - ii. Residing, practicing, appearing regularly before courts located Downriver or with an interest in the Downriver community; and
  - iii. Licensed and in good standing with the State Bar of Michigan.
  - iv. Payment of Association dues as required by Section V.
- c. Requirements of Associate Membership
  - i. Requirements include:
    1. Legal Assistant or Paralegal; or

2. Law Student enrolled in an accredited law school and maintains the standards set forth by such law school, or a graduate of any law school who has not yet been admitted to practice in any state or federal district, but who has applied for and has taken the Michigan Bar examination at the first opportunity; or
  3. Paralegal student; or
  4. An individual whose employment or career significantly contributes to the practice of law or which a lawyer relies upon.
  5. Additionally, Associate Membership requires that the member:
    - a. Resides, attends school, or is employed Downriver; and
    - b. Pays association dues as required by Section V.
- ii. Associate members shall not be eligible to vote, nor to serve on the Executive Board of the Association, but shall otherwise enjoy all privileges of membership except those restricted to regular members. Associate members may belong to any committee or section but cannot be a chair of a section or committee.
- d. Suspension. Members who fail to maintain the requirements set forth in these Bylaws shall be suspended upon written notification.

**V. Dues**

- a. Requirement to Pay Dues. The annual dues shall be paid by members in amounts and at times as may be determined by the Executive Board.
- b. Due Date for Dues. Annual dues shall be due on the day of the first meeting of the Session, to be held in September of each year.
- c. Notification for Nonpayment of Dues. The Treasurer shall forthwith notify members who have failed to pay dues within 60 days of the due date that they are automatically suspended from membership in the Association, and said members shall not be entitled thereafter to receive notices of meetings or other Association benefits until all unpaid dues shall be paid in full.

**VI. Meetings**

- a. Meetings Required to be Held. Each Session shall run from September to May. The annual meeting shall be held in September of each year, in addition to which there shall be at least four membership meetings each Session year to be held at such times and places as determined by the Executive Board.
- b. The Executive Board shall determine its own meeting schedule.

- c. Special Meetings. Special meetings of the membership may be called by the Executive Board and shall be called by the Secretary upon a request in writing or via electronic communication by any three members of the Executive Board.
- d. Notice of Meetings.
  - i. Notice of Membership Meetings. The Secretary, or the President in his or her absence, shall give notice of all membership meetings by stating, via electronic communication, written notice, or telephone, the time and place of the regular meetings.
  - ii. Notice of Meetings of the Executive Board. Notice of all meetings of the Executive Board shall be sent via direct mail or via electronic communication.
  - iii. Quorums. At all membership meetings, 10 members shall constitute a quorum. At all meetings of the Executive Board, a majority of the Executive Board shall constitute a quorum.
  - iv. Conduct of Meetings. If so required by the Executive Board, Robert's Rules of Order shall govern the proceedings of membership, committee and Executive Board meetings.
  - v. Meetings for the Purpose of Elections. The annual meeting of this Association for the election of officers shall be held in May of each year.

## **VII. Elections**

- a. Executive Board Members. The President, Vice President, Treasurer and Secretary shall constitute the Executive Board.
- b. An individual elected to the position of Treasurer at the May Meeting will serve a four year term, in which the member will succeed the office of their predecessor as follows:
  - i. Year One: Executive Treasurer
  - ii. Year Two: Executive Secretary
  - iii. Year Three: Executive Vice President
  - iv. Year Four: Executive President
- c. In the event a position becomes vacant, the Executive Board may:
  - i. fill by appointment; or
  - ii. allow another Executive Board member to fill the vacancy and hold a special election to fill the resulting vacancy; or
  - iii. hold a special election at any membership meeting to fill the vacancy.

- d. Installation. The newly elected Officers shall commence duties on September 1<sup>st</sup> of each year, and shall be publicly installed at the Annual Meeting.
- e. Nominations. All Regular Members may nominate candidates for any vacant position. A call for nominations shall be sent out by the Executive Secretary no later than 45 days prior to the election. All nominations must be accepted 30 days prior to the election. Nominees must accept and agree to the nomination prior to being placed on the election ballot. Regular Members are permitted to nominate oneself.

**VIII. Duties of the Officers.**

- a. President. The President, and in the President's absence, the Vice President, shall preside at all membership and Executive Board meetings. The President shall be the chief executive office of the Association and perform all duties assigned by the Executive Board. The President shall appoint chairpersons for any ad hoc committees as may be desired from time to time. All such ad hoc committee chairpersons shall serve at the pleasure of the Executive Board.
- b. Vice President. The Vice President shall be the person to assume the office of President at the conclusion of the President's term of office. The Vice President shall assist the President by coordinating the leadership transitions of and issues associated with the Associations committees. The Vice President shall perform all duties assigned by the Executive Board. The Vice President shall be responsible for programs at membership meetings.
- c. Treasurer. The Treasurer shall be responsible for the collection of all monies and dues and shall deposit the same in a financial institution or other depositories approved by the Executive Board. The Treasurer shall be authorized to make the usual disbursements in the ordinary course of business, but on any extraordinary expense, the Executive Board shall approve the same before payment. All disbursements shall be made by check. The Treasurer shall keep proper books and accounts and shall perform such other duties as the Executive Board may assign. The Treasurer shall keep a list of members and shall report to the Executive Board any changes therein periodically or upon request. The Treasurer shall be responsible for the accuracy of the membership list, shall provide the Executive Board with current membership lists, and shall perform all duties assigned by the Executive Board.
- d. Secretary. The Secretary shall attend all meetings of the Executive Board and of the membership, and shall keep written minutes and a correct record of their proceedings if so directed by the Executive Board. The Secretary shall conduct the correspondence, give all notices, and perform such other duties as shall be required

by the Executive Board. In the absence of the Secretary, the presiding officer shall appoint an acting Secretary.

**IX. Committees.** Committees such as the Judiciary Committee, PR/Community Committee, New Lawyers Committee, Membership Committee and Lawyer Referral Committee shall be created and directed, as needed, by the Executive Board.

**X. Amendments. These bylaws may be amended in one of the following ways:**

- a. At any meeting of the Association where a minimum of 50% of the membership are present, by a majority vote, provided that written notice of the proposed amendments shall be provided to all members in writing by mail, or via electronic communication 30 days prior to such meeting; or
- b. By online survey in which a minimum of 75% of the membership participate, by majority vote approving the proposed amendments.