

Bylaws of the Section on Administration and Finance

Article I: Name

This Section shall be known as the Section on Administration and Finance.

Article II: Purposes

The purpose of this section shall be:

- a To foster professionalism among NABE members who are responsible and/or directly involved in the administration and finance of their respective bar associations.
- b To establish a forum in NABE for the exchange of information related to the administrative and financial functions of bar associations.
- c To provide educational programming to bar staff to enhance and improve the quality of the work product in the areas of administration and finance.
- d To recognize the importance of sound administrative and financial procedures and practices as an integral part of bar association strength.
- e To foster relations of collegiality among administrative and financial professionals and create the flow of pertinent professional information between members.

Article III: Membership

Membership in the Section shall be open to any member of the National Association of Bar Executives, and whose responsibility or interest includes administrative or financial functions. Membership shall be for a period of one year, June 1 - May 31.

Article IV: Officers

- A. **Elected Officers**
The officers of the Section shall consist of a chairperson, a vice-chairperson, a secretary and a treasurer.
- B. **Qualifications and Terms of Office**
All officers must be members of the Section. The term of office shall be one year for the chairperson, the vice-chairperson, the secretary and the treasurer. Officers are not restricted to serving a single term but may not serve more than two (2) consecutive terms in any one office. The term of each officer shall begin at the close of the Section's Annual Meeting held during the NABE Annual Meeting following his or her election, and continuing until a successor is elected or qualified.
- C. **Vacancies During Term of Office**
If the offices of the Section chairperson becomes vacant, the vice-chairperson shall immediately succeed to the office of chairperson for the remaining term. If any other Section offices or Council seats become vacant, the Council may, at its discretion, appoint another Section member to that office for the remaining term.

Article V: Duties of Officers

- A. Chairperson
The Chairperson shall preside at all meetings of the Section and shall perform all duties pertaining to that office.
- B. Vice-Chairperson
The vice-chairperson shall assist the chairperson in performing the functions of that office when requested to do so.
- C. Secretary
The secretary shall keep minutes of the Section, record all other pertinent matters and perform such other duties as the chairperson of the Council shall direct.
- D. Treasurer
The treasurer shall keep a record of the financial standing of the Section, collect and disburse funds, make a financial report at each meeting of the Section to the chairperson and/or the membership and to the NABE Executive Committee and perform such other duties as the chairperson or the Council shall direct.

Article VI: Council

The Council of the Section shall consist of the chairperson, the vice-chairperson, the secretary and the treasurer, together with five (5) at-large Council members elected by the Section. The at-large Council shall act as representatives of the membership and perform such duties as the chairperson of the Council shall direct. Council members shall serve terms of two years and the terms shall be staggered so that the terms of not more than three (3) members expire in a year. The Council shall have general supervision and control of the affairs of the Section subject to the bylaws of the NABE and the Section.

Article VII: Committees

- A. Committee on Special Projects
A Committee on Special Projects shall consist of at least six (6) members one-third of whom shall be appointed annually by the Chair to serve for a term of three years (3) or until a successor is appointed. It shall be the duty of this committee to consider and develop special projects for improving professional competence to benefit the Administrative and Finance Section members with financial and administrative responsibility and any NABE member with a need or interest.
- B. Committee on Technology
A Committee on Technology shall consist of at least six (6) members one-half of whom shall be appointed annually by the Chair to serve for a term of three years (3) or until a successor is appointed. It shall be the duty of this committee to develop, maintain and monitor the Sections' web site and listserv in order to promote communication between Section members. In addition, the committee will provide information and assist in the development of special projects relating to technology that would benefit Section members in their administrative duties and any NABE member with a need or interest.

Article VIII: Nomination and Election of Officers

- A. Nominating Committee
Prior to the Annual Meeting of the Section, the chairperson shall appoint a Nominating Committee of five (5) members. The immediate past chairperson of the Section shall chair this committee. At least 120 days before the Annual Meeting, the Nominating Committee shall issue a general "call for nominations" to all members of the Section soliciting names of proposed nominees. Members of the Nominating Committee shall not be eligible for nomination as officers or Council members. The Nominating

Committee shall prepare a report containing its nominations for one candidate for each of the offices of chairperson, vice-chairperson, secretary, treasurer, and members of the Council whose term(s) will expire. This report shall be mailed to each member of the Section, or published in the NABE Newsletter no later than ninety (90) days prior to the Annual Meeting.

B. Additional Nominations

Additional nominations for any office to be filled by election at the Annual Meeting may be made by submitting to the chairperson of the Nominating Committee, no later than sixty (60) days prior to the Annual Meeting, or by an alternate deadline selected by the Section Council, a written line petition signed by at least five (5) members of the Section representing five (5) or more employers. Such petition shall state the name of the candidate and the position for which he or she is to be nominated. Nomination of candidates from the floor at the Annual Meeting shall not be permitted.

C. Elections Committee

In the event of a contested election, the Section chairperson shall appoint an Elections Committee consisting of three (3) members of the Section, designating one of these members as chairperson of the committee.

D. Ballots and Voting in Contested Elections

In the event of a contested election, the Elections Committee shall, not later than thirty (30) days prior to the Annual Meeting, or by an alternate deadline selected by the Section Council, prepare written ballots, as determined by the Section Election Procedures, and mail them to all Section members determined to be in good standing on the date of the mailing. Completed ballots shall be returned by mail to the chairperson of the Elections Committee by a date selected by the Section Council. Ballots not returned by the designated date shall not be counted. In the event that a candidate files a petition to run for one of the Council seats, the names of all candidates slated by the Nominating Committee, as well as the name(s) of any petition candidate(s) and such other information shall be directed by the Section election procedures or the Section Council, shall be placed on the ballot. The appropriate number of candidates receiving the highest number of votes shall be declared elected to the Council for a two-year term commencing at the close of the Annual Meeting.

E. Elections

(1) Contested Elections. The Elections Committee shall count and tabulate all ballots delivered by the designated date; determine all challenges and questions arising in connection with the right to vote; and perform other acts to assure a fair election. No ballots shall be opened before the end of the balloting period. The result of the voting shall be announced as soon as possible at the Annual Meeting. The candidate receiving the plurality of the votes cast for each position shall be declared elected to such position to serve a one-year term, or until the next Annual Meeting except that at-large Council members shall be declared elected to such position to serve a two-year term. The newly-elected officers shall take office at the close of the last business session of the Annual Meeting. In the event of a tie vote, those present at the Annual Meeting shall vote to break the tie.

(2) Uncontested Elections. Unopposed candidates shall be elected by motion at the Annual Meeting to serve a one-year term, or until the next Annual Meeting. Unopposed at-large Council members shall be elected by motion at the Annual Meeting to serve a two-year term.

Article IX: Meetings

The Sections Annual and Midyear Meetings shall be held concurrent with the Annual and Midyear Meetings of the National Association of Bar Executives. Regional meetings, seminars and Council meetings may be held during the interim at such times and places designated by the chairperson.

Article X: Quorum

At regular meetings of the Sections, the presence of ten (10) members shall constitute a quorum for the transaction of any business in this Section.

Article XI: Dues and Voting Privileges

The dues of this section shall be set by the Section Council, and approved by the NABE Executive Committee. Dues shall be payable on or before June 1. Each paid up member present at a general membership meeting of the Section is entitled to one vote.

Article XII: Amendments

A. Vote.

These Bylaws shall be amended if two-thirds (2/3) of the members qualified to vote who are present at any regular or special meeting, approve such amendment(s), provided a quorum is present.

B. Notice.

Copies of the proposed amendment(s) shall be forwarded to every eligible voting member of the Section no later than twenty (20) days prior to such a meeting.

C. Approval.

No amendment shall be effective until subsequently approved by the Executive Committee of the National Association of Bar Executives. The Section shall present its proposed amendments to the Executive Committee of the National Association of Bar Executives no later than twenty (20) days prior to the next scheduled meeting of the committee.

Article XIII: Effective Date of Bylaws

These Bylaws shall become effective upon their approval by the Executive Committee of the National Association of Bar Executives.

Article XIV: State of Policy

All actions of the Section on Administration and Finance are subject to the review and approval of the Executive Committee of the National Association of Bar Executives.

Article XV: Dissolution

If there shall be a dissolution of any Section, any funds in the treasury of the Section shall be transferred to the general funds of the National Association of Bar Executives.