

BY-LAWS
of
YOUNG LAWYERS DIVISION
of the
ALLEGHENY COUNTY BAR ASSOCIATION

ARTICLE I – Name and Purpose

Section 1. This Division of the Allegheny County Bar Association shall be known as the Young Lawyers Division of the Allegheny County Bar Association.

Section 2. The purpose of the Division shall be to provide its members with an effective means of participating in activities of the Allegheny County Bar Association and other activities directed toward improving the administration of justice and promoting the public welfare. This Division shall (i) advise the Allegheny County Bar Association of the needs and opinions of its newer members; (ii) provide its members with (a) networking and professional development opportunities; and (b) a forum to deal with problems and obligations particular to members of the Division.

ARTICLE II – Membership

Any member of the Allegheny County Bar Association in good standing, who has been admitted to practice law for less than 10 years shall be a member. The membership of any member shall automatically terminate at the close of the fiscal year within which the member has been admitted to practice law for more than 10 years or, prior to that time, ceases to be a member of the Allegheny County Bar Association.

ARTICLE III – Officers

Section 1. The Officers of the Division shall consist of a Chair, Chair-Elect, Immediate Past Chair, Secretary and Treasurer. The Chair-Elect, Secretary and Treasurer shall be elected by ballot taken after the annual meeting of the Division and will hold office for one year commencing on July 1st of the calendar year in which said election was held. The positions of Chair-Elect, Chair, and Immediate Past Chair shall constitute a single term of office lasting three years. No person may hold more than one Officer position simultaneously.

Section 2. The Chair shall preside at all meetings, appoint liaisons, and committee chairs, report respecting the activities of the Division to the Board of Governors of the Allegheny County Bar Association and to the Association when called for, and perform such other duties as usually pertain to the office or may be assigned by the Board of Governors of the Allegheny County Bar Association or by the Council of this Division.

Section 3. The Chair-Elect shall perform the duties of the Chair in the event of the latter's inability to act because of absence or other reason, and shall perform other delegated duties. The Chair-Elect shall succeed to the office of Chair should that office be vacated for any

reason and shall automatically succeed to the office of the Chair on July 1st following the next succeeding election. The Chair-Elect shall also oversee the Bar Leadership Initiative program.

Section 4. The Secretary or designee shall keep minutes of all meetings of the Division and of all meetings of the Council of the Division. The Secretary or designee shall keep track of attendance at all committee meetings and report that information to the Chair at each monthly meeting.

Section 5. The Treasurer or designee shall maintain a record of all funds, accounting, and budgeting related to the Division. The Treasurer shall serve as the Division liaison to the ACBA Accounting Department. The Treasurer shall report to the Council on the recent activity related to the budget.

Section 6. The Immediate Past Chair shall oversee the Bar Leadership Initiative program if the Chair-Elect is unable to do so due to absence or other reasons. The Immediate Past Chair shall assist and advise the Chair and Chair-Elect in the performance of their duties.

ARTICLE IV – Council

Section 1. Except as provided in Article VI, Sections 5 and 8, there shall be a Council composed of a Chair, a Chair-Elect, a Secretary, a Treasurer, an Immediate Past Chair and fourteen (14) members elected for a two-year term, and up to three (3) members to hold a one-year term pursuant to Article VI, Section 5. In the event the Chair-Elect, Secretary, and/or Treasurer positions are uncontested in an election, the one-year term seats on Council shall be filled with the next highest vote-earners in that year's election (the 8th, 9th, and/ 10th highest vote-earners, as applicable and in order). There shall be seven (7) two-year terms available for election each year.

Section 2. The Council shall have full power and authority in the interval between meetings of the Division to do all acts and perform all functions which the Division itself might perform, except that it shall have no power to amend these rules. The Council, during the interim between annual meetings of the Division, shall have discretion on whether to fill vacancies in its own membership or in any of the offices, except as provided in Article III, Section 3 regarding the Chair position, which vacancy would be filled by the Chair-Elect. If the Council decides to fill a vacancy, the candidate receiving the next highest number of votes in the most recent election for the position to be filled shall fill the vacancy, except that, if there were no other candidates for the position to be filled, the Council shall have the discretion to fill the vacancy with a candidate of its choosing.

Section 3. The Council shall meet at least once a month, and special meetings may be called by the Chair or any three members of the Council at any time. The Chair shall notify the members of the said meeting in such manner as the Chair deems appropriate. The Council may vote by a simple majority to cancel a meeting in any given month.

Section 4. Voting. A majority of the eligible voting members of the Council under Article IV, Section 1 shall constitute a quorum and a majority vote of the quorum is required to

pass a motion.

Section 5. Any act or recommendation of the Council may be subject to review at any regular or special meeting of the Division at which a quorum is present.

Section 6. Each member of Council shall be required to serve as a member of a Young Lawyers Division Committee as defined in Article VII.

Section 7. If absent from two (2) consecutive monthly Council meetings or three (3) consecutive monthly Committee meetings, absent notice to the Chair and absent good cause, which will be determined by the Chair, a council member shall forfeit their position on Council providing, however, that such Council member may have their position reinstated on approval by majority vote of the remaining Council members on application to the Chair prior to forfeiture. The Chair or their designee may provide a written reminder of this Section to Council members who, without good cause as determined above, have missed one (1) Council meeting or two (2) consecutive monthly Committee meetings.

Section 8. E-mail voting.

- A. If an issue requires the Council's action before the next regularly-scheduled Council meeting and is not of such substantial importance so as to require a special meeting under Article IV, Section 3, the Chair may call for a vote of the Council via e-mail.
- B. In presenting the issue for a vote, the Chair shall set a fixed deadline within which votes may be cast by all Council members with voting privileges, no shorter than a 24-hour period elapsed during the business week.
- C. For any such action to pass, a majority of those eligible to vote under Article IV, Section 1, must cast votes, and a majority of votes cast must be in favor of the proposed action for the action to pass.
- D. Once all votes have been received, the Chair shall immediately notify the Council of whether the proposed action has passed or failed. The Chair shall also report on the vote in the next regularly-scheduled meeting of the Council, so that it is properly recorded in the minutes.

Section 9. The authority to interpret and construe these By-Laws shall be vested in the Council, or other body, duly authorized by the Chair, so long as the interpretation does not run contrary to the By-Laws of the Allegheny County Bar Association.

ARTICLE V – Meetings

Section 1. The annual meeting of the Division shall be held on a date at a place set by the Chair with the input of Council with such program and order of business as may be arranged by the Council.

Section 2. Special meetings of the Division may be called by the Council or Chair at such time and place as may be determined.

Section 3. Notice of date, time, place and purpose of any meeting of the Division shall be mailed and/or electronically delivered to each member at least five days before the date of the meeting.

Section 4. Twenty-five members of the Division shall constitute a quorum at any annual or special meeting of the Division.

Section 5. At all meetings of the Division, the order of business shall be determined by the Chair. Robert's Rules of Order, as updated from time to time, shall govern the conduct of business at the annual or special meeting.

ARTICLE VI – Elections

Section 1. The Chair shall appoint a Nominating Committee which shall nominate candidates and shall use all reasonable efforts to nominate at least two (2) candidates who are members of a racial minority (as that term is defined in Section 8) for each election.

Nominations may be made from the floor at the annual meeting of the Division. No candidate may nominate himself or herself nor second his or her nomination. No member of the nominating committee may nominate a candidate from the floor. In order to qualify, all candidates for nominations from the floor must either be present or provide written confirmation of their desire to seek office and authorization to be nominated.

Section 2. No person shall be nominated who is unable to complete his/her term of office while still a member of the Division as defined in Article II.

Section 3. The report of the Nominating Committee shall be included in the notice of the annual meeting of the Division.

Section 4. All elections shall be made by ballot taken after the annual meeting of the Division.

Section 5. Those candidates for Chair-Elect, Secretary and Treasurer who receive the second-highest number of votes cast for the respective office shall automatically become members of the Council for a one-year term. All other voting positions on the Council shall be voted upon simultaneously. No member shall be permitted to cast more than one (1) vote for a single candidate.

Section 6. Election to all positions shall be by plurality vote of the Division. Tie votes shall be decided by a plurality vote of the Council.

Section 7. Each candidate for Chair-Elect must have been a member or Officer of

having completed one (1) year on Council prior to election. Each candidate for Chair-Elect must have completed at least one (1) year on Council within the prior three (3) years to the election and shall not have been elected Chair prior to becoming a candidate.

Section 8. Racial Minority Representation

- A. If during any calendar year, fewer than two minorities are Council members having been duly elected, Council shall, pursuant to the provisions of this Section, appoint a minority member or as many minority members as may be required to ensure that there are a minimum of two (2) minority members sitting on Council in any given year, the appointee(s) to be added to the usual number of Council members set forth in Article IV of these By-Laws. Such appointee(s) shall be appointed for a one-year term and shall have all the rights, powers and privileges of other Council members. Such appointee(s) shall be the unsuccessful minority candidates for Council in the immediately preceding annual election in descending order of the number of votes cast for such minority candidates in that election.
- B. If, after an election, Council has no minority members and none of the candidates were minority members, then Council shall have attained minority representation for that year, and neither the Chair nor Council may make additional appointments.
- C. The Young Lawyers Division hereby adopts and incorporates the Allegheny County Bar Association's definition of "minority."

Section 9. Only the officers and members of Council who have attended at least fifty per cent (50%) of the Council meetings during the year are eligible to run for re-election. Officers or council members who fail to meet the fifty per cent (50%) attendance requirement after being re-elected shall relinquish their office or Council seat for the following year. The resulting vacancy may be filled pursuant to Article IV, Section 2.

The officer or council member who must relinquish his or her position under the above paragraph may make application to the Chair for reinstatement. Council may, for good cause shown and by majority vote, reinstate the officer or council member. Upon review of such application for reinstatement, Council should consider the applicant's service to an YLD Committee as mandated in Article IV, Section 6.

ARTICLE VII – Committees

Section 1. The Committees of the Young Lawyers Division include Communications, Diversity, Education, Member Services, Membership Outreach, Nominating, and Public Service. The Chair or Council shall have the power to create such additional committees as may be required.

ARTICLE VIII – Amendment

These By-Laws may be amended by a vote of two-thirds (2/3) of the members of the YLD Council present and voting at any meeting in connection with which a quorum is present; provided that the results of such vote shall be published in the YLD E-Newsletter within ten (10) days of the aforesaid vote to amend, accompanied by a notice to YLD members that the By-Laws, as amended, shall become effective within twenty (20) days of the date of such publication unless a petition is filed with the YLD Council signed by fifty (50) Active YLD Members in good standing requesting a vote of the division membership on the subject amendment(s), or particular portion(s) thereof. Upon receipt of such petition, the matter shall be placed before the division membership for a vote at the next annual meeting of the division membership or at a meeting specially convened for that purpose.

Revised July 10, 2019

Christina Daub