

**BYLAWS OF THE GOVERNMENT LAW SECTION
OF THE UTAH STATE BAR**

**ARTICLE I
ORGANIZATION**

1. Creation: The Government Law Section of the Utah State Bar (the “Section”) is established pursuant to the Bylaws of the Utah State Bar (the “Bar”) to accomplish the purposes set forth in those Bylaws.

2. Purpose: The purpose of the Section shall be to assist its members and all interested members of the Bar: (1) by providing high quality legal education (“CLE”) opportunities at reasonable cost for Section members and others who regularly provide legal advice to governmental entities; (2) by providing opportunities and forums for Section members and others to network and exchange ideas regarding the provision of legal advice to governmental entities; (3) by monitoring legal and political issues relevant to Section members and making recommendations to the Bar regarding those issues; and (4) by undertaking such other service as may be of benefit to the Section members, the legal profession, and the public.

3. Limitations: These Bylaws are adopted subject to applicable Utah law and the Bylaws of the Utah State Bar.

4. Principal Office: The principal office of the Section shall be maintained in the offices of the Utah State Bar.

5. Fiscal Year: The fiscal year of the Section shall coincide with that of the Utah State Bar.

**ARTICLE II
MEMBERSHIP**

1. Enrollment: Any member of the Utah State Bar in good standing may, upon request submitted to the Executive Director of the Bar, be enrolled as a member of the Section by the payment of annual Section dues in an amount and the purpose approved by the Board of Commissioners of the Utah State Bar.

2. Membership: Members enrolled as provided above shall constitute the membership of the Section.

3. Dues: The dues shall be \$20.00 for each member of the Utah State Bar per year. The Section shall not impose an increase in dues without first amending these Bylaws in accordance with Article VII below.

ARTICLE III OFFICERS

1. Eligibility: Any member of the Section who is admitted to the Utah State Bar is eligible to be elected an officer of the Section.
2. Officers: The officers of the Section shall be a Chair, a Vice Chair, a Secretary, and a Treasurer chosen from the members of the Section who are admitted to the Utah State Bar.
3. Duties of Officers: The Officers shall have the general supervision and control of the affairs of the Section, subject to the statutes and bylaws of the Utah State Bar, and shall establish and execute the general policy, programs, and activities of the Section.
4. Chair: The Chair shall preside at all meetings of the Section and of the Section Officers. The Chair shall formulate and present at each annual meeting of the Section a report of the work of the Section for the then past year. The Chair shall perform such other duties and acts usually pertain to this office.
5. Vice Chair: Upon the death, resignation, or during the disability or unavailability of the Chair, or upon the Chair's refusal to act, the Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term except in the case of the Chair's disability or unavailability, and then only during so much of the term as the disability or unavailability shall continue. In conjunction with the Chair, the Vice Chair of the Section shall attend generally to the business of the Section and otherwise assist the Chair.
6. Secretary: The Secretary shall send out notices, prepare agendas, and keep a record of all proceedings of all meetings of the Section and of the Officers, whether assembled or pursuant to teleconference or other electronic communication. In conjunction with the Chair, the Vice Chair, and the Treasurer, the Secretary shall attend generally to the business of the Section. Upon being succeeded in office, the Secretary shall turn over all Section records and correspondence to the successor Secretary.
7. Treasurer: The Treasurer shall be the custodian of all books, papers, records, and other documents of the Section. The Treasurer shall keep a record of all Section accounts. The Treasurer shall prepare an annual budget for submission to the Section Officers, and shall handle all financial matters of the Section under the direction of the Section Chair. Upon being succeeded in office, the Treasurer shall turn over all Section financial records to the successor Treasurer.
8. Removal: An Officer may be removed from the office for cause by the vote of two-thirds of the number of members of the Section voting in the immediately preceding election.

ARTICLE IV ELECTIONS

1. Elections: The Vice Chair, the Secretary, and the Treasurer shall be elected each year at the Section's annual meeting by a majority vote of the members, whether assembled or pursuant to

teleconference or other electronic communication. The Chair is selected in accordance with Article IV, Section 2 below. If for lack of nominations or any other reasons any officer is not elected, the position may be filled pursuant to Article IV, Section 3 below.

2. Terms of Office: The Chair, Vice Chair, Secretary, and Treasurer shall be elected at the annual meeting in the manner prescribed in Article IV herein. The Vice Chair shall automatically succeed to the office of the Chair for another term. Those officers elected during the March 2014 annual meeting shall serve for a two-year term. Thereafter, officers shall serve for a one-year term. The term of office shall begin with the adjournment of the annual meeting following election or succession to office, as the case may be, and shall end following the annual meeting at which a successor has been duly elected and qualified, appointed and qualified, or succeeded to the office, as the case may be.

3. Vacancies: If the office of the Chair should become vacant, the Vice Chair shall become Chair of the Section for the unexpired term. Such service shall not affect such person from becoming Chair of the Section. If any other office shall become vacant for any reason, then the remaining Section Officers may appoint any member of the Section to fill the vacancy for the balance of the unexpired term.

ARTICLE V **EXECUTIVE COUNCIL**

1. Composition: Each Section Officer is also a member of the Executive Council and others elected by Section or appointed by the Chair to handle the affairs and functions of the Section. The immediate past Chair of the Section shall be an ex-officio member of the Executive Council. In addition, the Executive Council shall include all committee chairpersons of the Section.

2. Duties of the Executive Council: The Executive Council shall coordinate and execute the programs and affairs of the Section under the direction of the Section Officers.

3. Selection and Terms of Executive Council Members: The members of the Executive Council shall be elected by the Section Officers. Except as provided in Sections 1 and 2 of Article V, the number of members selected for the Executive Council each year, shall be discretionary with the Section Officers. Those selected and accepting appointment to the Executive Council shall be members of the Executive Council until the next annual meeting. Any vacancy on the Executive Council, through resignation or otherwise, may be filled by the Section Officers. Executive Council members selected by the Officers may be removed by the unanimous vote of the Officers at any time without cause.

ARTICLE VI MEETINGS

1. Annual Meeting: The annual meeting of the Section shall be held at a place determined by the Section Officers on the third Wednesday in the month of March in each year or such other date as designated by the Section Officers unless that day is a legal holiday, and if a legal holiday, then on the next business day that is not a legal holiday.
2. Meetings: Meetings of the Section may be called by the Chair or by a majority of the Executive Council.
3. Quorum. At all meetings of the Section, the members of the Section present shall constitute a quorum for the transaction of Section business. The latest edition of Roberts Rules of Order shall govern the proceedings.
4. Controlling Vote. Action of the Section shall be by majority vote of the Executive Council members present and voting at any meeting of the Section.
5. Agenda. At the annual meeting of the Section members, Section Officers shall be elected and other business may be discussed and voted upon as determined to be appropriate by the Section Officers.
6. Notice of Meetings. Electronic notice shall be given to all Section members stating the date, hour, and place of all meetings of members, and the purpose or purposes for which the meeting is called. Notice shall be delivered by email at least five (5) days prior to the date of the meeting to each member of the Section. Members may, by written notice to the Section Chair, request that notice be sent by U.S. Mail. If mailed, notice shall be deemed delivered when deposited in the United States mail addressed to the member at their address as it appears on the records of the Utah State Bar, with postage prepaid.

ARTICLE VII COMMITTEES

1. Committees. The Section shall have such committees as may from time to time be appointed by the Section Officers to perform such duties and exercise such powers as the Section Officers may direct.
2. Committee Chairperson. Each Committee shall have a Chairperson to be appointed by the Section Officers. Committee Chairpersons shall then regularly report to the Section Officers.
3. Duties of Committees. Each Committee shall have the responsibilities that are delegated to it by the Section Officers, which may include the following:
 - (1) Planning and implementing Section projects, including, but not limited to, Section meetings and continuing legal education seminars; and

(2) Analyzing issues and making recommendations to the Section Officers on matters referred to the Committee or on its own initiation.

4. Membership of Committees. Upon request, any member of the Section may be a member of one or more Committees.

5. Duties of Members of Committee. A Section member shall become a member of a Committee with the understanding that he or she will devote sufficient time to assist the Chairperson of the Committee in performing the duties of the Committee.

6. Meetings. Section Committees may act by correspondence or at meetings separate from the Section. Section members may, but need not, be given notice of Committee meetings, and all Committee meetings may, but need not, be open to all Section members.

ARTICLE VIII **AMENDMENTS**

1. These Bylaws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting. Only members of the Utah State Bar may vote to amend these Bylaws.

CERTIFICATION OF ADOPTION

I CERTIFY THAT THE FOREGOING BYLAWS WERE ADOPTED BY VOTE OF THE SECTION MEMBERSHIP OF THE GOVERNMENT LAW SECTION OF THE UTAH STATE BAR ON THE 28th DAY OF MARCH, 2016.

By: 

JAMES L. AHLSTROM, SECTION CHAIR