

BYLAWS OF THE LABOR AND EMPLOYMENT LAW SECTION

Article I NAME AND PURPOSE

Section 1. Name. The name shall be "Labor and Employment Law Section of The Florida Bar."

Section 2. Purpose. The purposes of this section are to: work in cooperation with the board of governors, and under its supervision towards accomplishment of the aims and purposes of The Florida Bar within the field of labor law; actively sponsor the continuing education of the members of The Florida Bar in the field of labor law; study and report on proposed legislation or administrative policy for the improvement of the law and practice in this field and to make appropriate recommendations thereon to The Florida Bar; and encourage members of the section interested in the problems of management and labor throughout the state to meet and confer, through this section, upon their various problems and through such cooperation, to promote justice.

Article II MEMBERSHIP

Section 1. Eligibility. Any member in good standing of The Florida Bar interested in the purposes of this section is eligible for membership upon application and payment of this section's annual dues. Any member who ceases to be a member of The Florida Bar in good standing shall no longer be a member of the section.

Section 2. Affiliate Membership. The executive council may enroll upon request and upon payment of the prescribed dues as affiliate members of the section other persons who have shown the dual capacity of interest in and contribution to the section's activities and who are law college faculty members, law students, or authorized house counsel, as defined below. Affiliate membership will be limited to no more than one-third of the section's membership at any one time. Affiliate members shall have all the privileges of membership in the section except they shall not hold office as an elected or appointed officer, become voting members of the executive council, vote or participate in the selection of officers or the nomination of the members of the executive council.

Section 3.

(a) Law College Faculty Membership. Any person who is either a full-time or part-time instructor of law at any accredited law school located in the United States may become an affiliate member of the section.

(b) Law Students. Any full-time student at any accredited law school located in the United States may become an affiliate member of the section.

(c) Authorized House Counsel. Any individual who is an authorized house counsel as defined in chapter 17 of the Rules Regulating The Florida Bar may become an affiliate member of the section.

Section 4. Administrative Year. The administrative year of the section shall run concurrently with the administrative year of The Florida Bar.

Section 5. Annual Dues. The annual dues shall be in an amount fixed by the executive council and approved by The Florida Bar. Dues for regular members shall not exceed \$25 per year. There shall be no proration of annual dues. Upon becoming a member, dues shall be payable thereafter in advance of each membership year. Any member whose dues are in arrears for a period of 3 months shall cease to be a member of the section. The annual dues for affiliate members shall be no less than \$30 per year per member except that dues of law student affiliate members shall be no less than \$20 per year per member. The dues shall not exceed 50% of the annual Florida bar dues.

Section 6. Cost of Affiliate Memberships. The section shall reimburse The Florida Bar for expenses incurred by The Florida Bar in administering this section's affiliate memberships.

Article III OFFICERS

Section 1. The officers of this section shall be a chair, chair-elect, secretary-treasurer, and a chair of the continuing legal education committee, all of whom shall be members in good standing.

Section 2. Duties of Officers. The duties of the officers shall be as follows:

(a) Chair. The chair shall preside at all meetings of the section, shall appoint appropriate committees of the section to serve during the chair's term of office, shall plan and supervise the program of the section at its annual meeting, and perform all executive and administrative duties necessary or proper to the organization and functioning of the section, including any duty as from time to time may be prescribed by the section or by The Florida Bar.

(b) Chair-elect. The chair-elect shall assist the chair, and in the absence or disability of the chair shall perform the duties of that office. The chair-elect shall be responsible for such other duties as the chair may designate.

(c) Secretary/Treasurer. The secretary-treasurer shall keep minutes of the section, maintain the permanent records of the section, and prepare annual financial statements under the supervision of the executive council. The secretary/treasurer shall perform such other duties as may be prescribed by the chair.

(d) The chair of the continuing legal education committee shall be responsible for all Section-sponsored seminars throughout the year of the individual's tenure; shall be responsible for appointing all program chairs for such continuing legal education seminars; and, shall be responsible for such other duties as may be prescribed by the chair.

Section 3. Term of Office.

(a) Officers. Each officer shall hold office for a term beginning at the close of the annual meeting of the section following election and until a successor is elected and qualified. If a vacancy shall arise in the office of secretary/treasurer, the chair shall appoint a successor for the unexpired term. If a vacancy shall arise in the office of chair and there also shall exist a vacancy in the office of the chair-elect, the executive council shall appoint a successor to the unexpired term; otherwise the chair-elect shall fill the remainder to the term of office and the executive council shall appoint a chair-elect for the balance of the unexpired term.

Article IV EXECUTIVE COUNCIL

Section 1. Governing Body. The section shall be governed by an executive council. The chair of the section shall be the chair of the executive council and the secretary/treasurer of the section shall be the secretary/treasurer of the executive council. It shall have general supervision and control of the affairs of the section, subject to the provision of the Rules Regulating The Florida Bar and the bylaws of this section. It shall authorize all commitments or contracts which entail the payment of money and it shall authorize the expenditures of all section funds. It shall not, however, authorize commitments, contracts or expenditures involving amounts of money in excess of the total amount which is budgeted as disbursements for that fiscal year. As the governing body of the section, it shall be vested with the power and authority to formulate, fix, determine and adopt matters of policy concerning the affairs and purposes of the section which are not inconsistent with the policies of The Florida Bar. All recommendations of the section to The Florida Bar or to any branch of the judiciary or to any other group or body to which recommendations by the section are authorized to be made, must first be approved by the executive council. Any recommendation made other than to The Florida Bar shall have the prior approval of The Florida Bar. The executive council shall conduct its business at regular and special meetings as provided for in these bylaws; provided, however, the business of the executive council between regular meetings may be conducted by facsimile, correspondence and telephone calls to the extent authorized by the chair.

Section 2. Executive Committee. There shall be an executive committee of the council composed of the chair, chair-elect, secretary-treasurer, chair of the continuing legal education committee, and immediate past chair of the section. The executive committee will meet as directed by the chair. Its functions will be to serve as a planning agency for the executive council and to take emergency actions on behalf of the executive council between regular meetings of the executive council. All actions of the executive committee taken on behalf of the executive council shall be subject to ratification by the executive council at its next regular meeting. A majority of the executive committee shall be sufficient to exercise its powers and it shall not be necessary that a formal meeting be held for action, action by mail, telephone or facsimile being permitted.

Section 3. Executive Council Membership. The executive council shall consist of the chair, chair-elect, immediate past chair, secretary-treasurer, chair of the continuing legal education committee and 24 elected members.

Section 4. Term of Office. All members of the executive council, excluding those initially appointed by the president of The Florida Bar or by the chair as hereinafter provided, shall serve a term of 2 years. The terms of the elected members of the executive council shall be staggered so that one-half of the members shall take office at each annual meeting. All terms of office commence at the conclusion of the annual meeting of the executive council following their election and ending at the conclusion of the annual meeting of the executive council 2 years thereafter.

Section 5. Vacancies. If at any time during a term of office of an executive council member, such office shall become permanently vacant by reason of death, resignation, ineligibility or other reason, such office shall be filled for the balance of such term by vote of the executive council at the next meeting of the executive council unless otherwise provided herein. The chair shall fill all appointed office vacancies.

ARTICLE V
TERMS OF OFFICERS AND EXECUTIVE COUNCIL MEMBERS: NOMINATION
AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL

Section 1. Election of Officers. The executive council at its annual meeting shall elect a chair-elect and secretary-treasurer to take office at the conclusion of the next annual meeting of The Florida Bar.

Section 2. Election of Executive Council. All elected members of the executive council shall be elected by the membership in attendance at the annual meeting of the section.

Section 3. A nominating committee, as hereinafter provided, shall submit to the executive council nominations for officers and the executive council for the subsequent year, for the purpose of presenting to the section at the annual meeting. The nominating committee shall consist of the chair, who presides, the chair-elect and the immediate past chair. The executive council shall approve the nominations, and may make additional nominations for election of officers or to the executive council prior to submission to the section membership. Nominations for such vacancies may also be made from the floor at the annual meeting of the section.

Section 4. Balloting. The election of such officers and executive council members at the annual meeting of the section shall be by majority vote of those present pursuant to a balloting procedure to be determined by the chair.

Section 5. Insofar as is practical, the nominating committee and the section membership will alternate their recommendations and elections, respectively between management, labor and neutral representatives. It is the intent of this section that a bona fide effort be made to alternate the partisan identity of the chair between labor and management and to involve neutral representatives in the rotation of the office of secretary-treasurer.

Article VI
STANDING COMMITTEES

Section 1. Standing Committees. There shall be the following standing committees of the section:

- (1) federal labor standards committee;
- (2) EEO committee;
- (3) litigation/ADR committee;
- (4) labor relations committee;
- (5) individual rights committee;
- (6) publications committee;
- (7) legislative committee;
- (8) long range planning committee;
- (9) pro bono/special projects committee;
- (10) continuing legal education committee;
- (11) nominating committee; and
- (12) employee benefits committee.

Section 2. Appointment to Committees. The chair shall appoint the chairs of the standing committees. The chair appointed and the committee chairs shall select interested members. However, the nominating committee shall consist only of the chair, the chair-elect, and the immediate past chair.

Section 3. The chair may create and appoint members of such ad hoc committees as are deemed necessary.

Article VII
MEETINGS

Section 1. Annual Meeting. The annual meeting of the section shall be held during the annual meeting of The Florida Bar, with such programs and order of business as may be arranged by the chair. The active members of the section attending any meeting of the section shall constitute a quorum for the transaction of business and a majority vote of those present shall be binding.

Section 2. Regular Meetings. There shall be no fewer than 3 regular meetings of the section each year, 1 of which shall be in conjunction with the annual meeting of The Florida Bar. Insofar as is possible, the other 2 regular meetings shall be held in conjunction with scheduled seminars or CLE courses sponsored by the section.

Meetings of the section shall be subject to call by the chair of the section upon 15 days' written notice. Those present at a meeting duly called shall constitute a quorum and a majority vote of those present shall be binding.

Section 3. Executive Council Meetings. The executive council shall meet during the 3 regular meetings of the section. The executive council may also act or transmit business herein authorized, without meeting, by written approval of the majority of the entire executive council. All members of the executive council shall attend at least 2 of the 3 regular meetings of the section. Any individual who misses any 2 consecutive such meetings, without prior approval of the chair, will lose executive council membership, and the secretary-treasurer will notify the individual in writing within 20 days of the second consecutive absence. Should an individual, upon such notification, wish to appeal loss of executive council membership, the individual may appeal such loss to the executive committee in writing within 10 days of notification, setting forth good cause for the 2 consecutive absences. After the executive committee's review of any such appeal, the secretary-treasurer will notify the individual in writing of the outcome of the appeal.

Section 4. Special Meetings. Special meetings of the entire membership of this section may be called by the executive council provided 30 days' notice thereof shall be given to each member of the section.

Article VIII LEGISLATIVE POSITIONS

Due to the unique make-up of the section membership, which consists of labor and management representatives, and in order to maintain the neutrality necessary for cohesiveness of the section membership, neither the legislative committee nor the section shall take a legislative position on behalf of the section. This provision shall not prohibit individual members of the section from adopting personal legislative positions. However, individual legislative positions shall not be represented as positions of the section.

Article IX MISCELLANEOUS

Section 1. Action of The Florida Bar. No action of the section shall be represented or construed as the action of The Florida Bar until the same has been approved by the The Florida Bar.

Section 2. Financial Obligations. Before payment, all financial obligations must first be approved in the manner specified by the executive council.

Section 3. Compensation and Expenses. No salary or other compensation shall be paid to any member of the section for performance of services to the section but the chair and secretary/treasurer may authorize the payment of reasonable out-of-pocket expenses consistent with the section's financial policies.

Section 4. Amendments. These bylaws may be amended only by the Board of Governors of The Florida Bar upon recommendation made by the executive council of the section.