

Bylaws

MSBA Bankruptcy Section

As Amended and Approved by the Assembly 4/23/94, 12/03/04

ARTICLE I. Name and Purpose

Section 1. This Section of the Minnesota State Bar Association shall be known as the Bankruptcy Section of the Minnesota State Bar Association.

Section 2. The Section shall be dedicated to bankruptcy law and related areas of the law. Its purpose shall be to enhance the skills of Minnesota lawyers practicing in the area and serve as a liaison with other parties of the Bar Association and the public on bankruptcy law related issues and activities.

ARTICLE II. Membership

Section 1. Any member of the Minnesota State Bar Association in good standing and having paid the required annual dues of the Section shall be eligible for membership in this Section and shall be enrolled as a member upon request to the Treasurer of the Section or designated agent.

Section 2. Dues of the Section shall be set by the membership of the Section at any meeting thereof, and such dues may be changed annually by appropriate action of the membership.

Section 3. It shall be a particular objective of the Section to encourage membership and active participation by members of the judiciary and by attorneys whose practices involve bankruptcy law. The Section shall take affirmative action to broaden its representation with respect to geographical, racial, gender, type of practice and small firm/large firm balance to encourage participation and reduce barriers to participation of all bankruptcy lawyers in Section activities.

ARTICLE III. Officers

Section 1. The officers of the Section shall be one Chairperson, one Vice Chairperson, the Immediate Past Chairperson, Secretary, Treasurer, and such other officers as may be determined and elected in accordance with these By-Laws.

Section 2. There shall be an Executive Committee consisting of all of the officers currently elected and serving. In the intervals between meetings of the Section, the Executive Committee shall propose candidates to fill vacancies among the officers of the Section, and to replace Chairpersons of the Committees of the Section. The Executive Committee shall have the full power and authority of the Section in the intervals between meetings of the Section except that the Executive Committee shall not have authority to amend, or take action contrary to, any express provision of these By-Laws or contrary to any prior express action or decision of the Section. A simple majority of the officers currently elected and serving in accordance with these By-Laws shall constitute a quorum of the Executive Committee.

Section 3. Officers, Council Delegates, and Committee Chairpersons must be current members of the Section at all times when in office. Diversity of gender, race, geography, type of practice, and small firm/large firm balance shall be considered in electing officers.

Section 4. Except as set forth in Article V below, the term of office of any officer shall be one year from the date of election and until a successor is elected and takes office.

Section 5. A member shall not hold more than one office at any time in this Section, except as expressly provided in these By-Laws. As set forth in Article V below, the Chairperson, Vice Chairperson, and Immediate Past Chairperson are not eligible to serve consecutive annual terms in the same office. No other officer shall be eligible to serve more than two consecutive annual terms in the same office, unless the Section, by affirmative vote of two-thirds of members present at the Annual Meeting, determines otherwise.

ARTICLE IV. Committees and Divisions

Section 1. The Chairperson of this Section is authorized to establish such committees and divisions as the chair may deem necessary and desirable to promote effectively the activities of the Section within the jurisdiction of the Section. In establishing a new committee, the chairperson shall state the area of its proposed activities. Diversity of gender, race, geography, type of practice, and small firm/large firm balance shall be considered in appointing committee members.

Section 2. The chairperson shall designate the chairperson and membership of each committee of the Section, for the following Section year, at the business meeting held during the Annual Meeting of the Section.

Section 3. Committees of the Section shall be directly responsible and report to the Executive Committee if the Chairperson so directs. Subcommittees of the Section shall be directly responsible and report to their parent committees.

ARTICLE V. Elections

Section 1. On or before March 15 of each year, the Chairperson, with the advice and consent of the Executive Committee, shall appoint a Nominating Committee of not less than five members of the Section. The Chairperson and Vice Chairperson shall not sit on the Nominating Committee. The Nominating Committee shall select one or more candidates for each office except for (a) the office of Chairperson to which the existing Vice Chairperson shall succeed, and (b) the office of Immediate Past Chairperson to which the existing Chairperson shall succeed. A slate of candidates shall be presented by the Nominating Committee for election by the Section membership at the election meeting. Nominations properly made from the floor at the election meeting will be accepted. Diversity of gender, race, geography, type of practice, and small firm/large firm balance shall be considered in selecting the Nominating Committee.

Section 2. Meetings of the members of the section shall be convened pursuant to written notice given by mail, postage prepaid, and addressed to the Section members or published in an official publication of the Minnesota State Bar Association to its members, or both, in either case, at least ten days in advance of the meeting.

ARTICLE VI. Duties of Officers

Section 1. The Chairperson shall preside at all meetings of the Section, shall prepare and present an annual report to the Minnesota State Bar Association, and shall designate committee members and chairpersons. The Chairperson or the Chairperson's representative shall be entitled to represent the Section upon invitation of the Assembly of the Minnesota State Bar Association and shall perform such other duties and acts as customarily pertain to the office.

The Chairperson shall file, within thirty days after the close of each fiscal year, an accounting of the Section's finances for the fiscal year.

Section 2. A Vice Chairperson shall preside at all meetings of the Section in the absence of the Chairperson and shall perform such other duties and acts as customarily pertain to the office.

Section 3. The Secretary shall keep all minutes of meetings and other records of the Section and its membership, maintain correspondence and give notice of meetings as requested by the Chairperson, and perform such other duties and acts as customarily pertain to the office.

Section 4. The Treasurer shall have charge and custody of the funds of the Section subject to the general supervision and control of the Executive Committee. The Treasurer shall render a financial report to the Section at the Annual Meeting. The Treasurer shall also make financial reports to the Section at such times as the Executive Committee shall require. The Treasurer shall perform such other duties as may be assigned by the Executive Committee from time to time.

ARTICLE VII. Meetings

Section 1. Meetings of the Section shall be held periodically, and at least annually, at such places and at such times as shall be designated by the Section Council.

Section 2. The Annual Meeting shall be held in May each year unless the Section, by affirmative vote of two-thirds of the members present at any regular meeting, determines otherwise.

Section 3. All members of the Section who are present at any duly noticed Section meeting shall constitute a quorum for the transaction of business. All binding actions of the Section shall be by a majority vote of the members present, except as otherwise provided herein.

ARTICLE VIII. Restrictions

Section 1. These By-Laws shall become effective upon approval by the members of the Section present at any regular meeting and after approval by or with authority of the Assembly of the Minnesota State Bar Association.

Section 2. No action of this Section, or of any Committee of the Section, shall be promulgated or publicized in any way as a Minnesota State Bar Association action without first obtaining the approval of the Assembly of the Minnesota State Bar Association or otherwise complying with the By-Laws of the Minnesota State Bar Association.

Section 3. The Section shall not represent the Association before the Legislature, in any Court in a controversial procedure, or before any other governmental body, unless authorized to do so by the Assembly, General Assembly, or House of Delegates.

Section 4. The Section shall not publicly advocate any recommendations in the name of the Section unless it is authorized to do so by the President of the Minnesota State Bar Association in accordance with the procedures prescribed from time to time by resolutions of the Assembly, House of Delegates, or Assembly.

ARTICLE IX. Fiscal Year

The membership and fiscal year of the Section shall begin on July 1 and conclude on June 30 of the following year.

ARTICLE X. Amendments

These By-Laws may be amended at any regular meeting of the Section by a majority of the members present, provided written notice of the proposed changes has been given to the membership, posted at the office of the Minnesota State Bar Association at least ten days in advance of the meeting, together with a notice of the meeting at which such amendment is to be considered. Such amendment shall not be effective until approved by the members and by or with the authority of the Assembly of the Minnesota State Bar Association.

ADOPTED this _____ day of _____.

(original By-Laws and petition filed January 24, 1973)