

ByLaws

MSBA General Practice, Solo, and Small Firm Section

As Approved by Assembly 9/17/77, as amended 9/9/98, 9/5/97, / /2001 and 6/10/04

ARTICLE I. Name and Purpose

Section 1. The name of this Section shall be the General Practice Section of the Minnesota State Bar Association (MSBA).

Section 2. The purpose of this Section shall be to enhance the skills of lawyers engaged in the general practice of law and to provide means whereby general practitioners may share their wide breadth of experience to improve their own practice, educate themselves and their fellow practitioners, improve the legal profession, and thus benefit the general public.

ARTICLE II. Membership and Dues

Section 1. Membership shall be open to any lawyer who is a member of good standing of the Minnesota State Bar Association, is engaged primarily in the general practice of law, and practices law in a firm consisting of nine (9) or fewer lawyers. (The Section Council shall have the right to waive the latter requirement on a case by case basis by a majority vote of all Section Council members.)

Section 2.

(A) Unless exempt, members shall be assessed dues for each fiscal year in such amount as established by the Section Council. Dues shall be paid through the Minnesota State Bar Association office. At the time required by the MSBA, the Executive Director of the MSBA shall be notified, by the Section Secretary, of the amount of dues established by the Section Council for the next fiscal year so that Section dues may be billed along with MSBA dues. Members of MSBA who are not billed by MSBA may pay Section dues to the MSBA office. The MSBA office will remit to this Section the amount of Section dues collected and the names and addresses of members paying. The MSBA office will maintain a list of members of MSBA who have paid dues to this Section and the particular class of membership to which they belong.

(B) In the event a member of MSBA who is a retired member or a service associate (both classes of which are exempt from the payment of MSBA dues) desires to join the Section, he shall also be exempt from Section dues. S/he need merely notify the MSBA office of his/her interest in the Section and his/her desire to be a member. Thereupon s/he will be enrolled as a Section member of the same class as s/he is carried on the rolls of the MSBA.

(C) Although MSBA dues may vary depending upon the class of membership, or the years a member has been admitted to the bar, dues for membership in this Section shall be the same for all classes except for those classes exempt from the payment of dues.

(D) Students currently enrolled at approved law schools may join the section as associate members at the dues provided in (A).

ARTICLE III. Officers and Council

Section 1. There shall be elected a nine-member Section Council. The initial council members shall draw lots to determine the length of the term of office. Three members shall serve a three-year term, three members shall serve a two-year term, and three members shall serve a one-year term. Thereafter, council members shall be elected for three-year terms. The terms of the council members and the officers provided for hereafter shall run from July 1 even though the Annual Section Meeting that elected them took place earlier in the calendar year.

Section 2.

(A) Each year the Section Council shall elect from its membership a Section Chairperson, Vice Chairperson, Secretary, and Treasurer. No person may hold the same office for more than three successive one-year terms.

(B) **Duties of Chairperson.** The Chairperson shall preside over all meetings of the Section Council. He or she shall supervise the work of the standing committees and any special committees appointed from time to time. The Chairperson shall also perform such other duties as may be assigned to him or her by the Section Council. In matters of procedural dispute, Roberts Rules of Order as Revised shall be the final procedural resources.

(C) **Duties of the Vice Chairperson.** The Vice Chairperson shall preside over all meetings of the Section Council in the absence of the Chairperson. He or she shall supervise the work of the standing committees and any special committees appointed from time to time in the absence of the Chairperson. The Vice Chairperson shall also perform such other duties as may be assigned to him or her by the Section Council.

(D) **Duties of Secretary.** The Secretary shall keep proper and adequate minutes of all meetings of the Section Council. The Secretary shall be custodian of all correspondence of and to the organization. The Secretary, together with the Chairperson, shall sign all legal contracts and all other documents on behalf of the Section Council. The Secretary shall perform all other duties prescribed for the Secretary by the Section Council from time to time.

(E) **Duties of Treasurer.** The Treasurer shall have charge and custody of the funds of the Section subject to the general supervision and control of the Section Council. The treasurer shall retain all vouchers, bills, and canceled checks, shall render a financial report to the Section Council at the Annual Meeting. The Treasurer shall also make financial reports to the Section Council at such times as the Council shall require. The Treasurer shall perform such other duties as may be assigned to him or her by the Section Council from time to time.

Section 3. The Section Council shall make provisions for the annual audit of the books of the facility. The Treasurer shall have the authority to sign all checks on the bank accounts of the Council. All funds of the Council shall be deposited in a bank or banks or other financial institutions selected by the Section Council from time to time.

Section 4. The Section Council shall meet at least twice a year. The Section Council shall have broad authority to do all things necessary and reasonable to promote the purposes of the Section. All matters considered by the Section Council shall be determined by a simple majority of the Council members present. A quorum shall be five council members.

Section 5. Prior to the election of new Council members, the Chairperson shall appoint three present or former Council members to serve as a nominating committee for new Council members. Nominations shall also be taken from the floor at the Annual Meeting.

ARTICLE IV. Meetings

Section 1. The annual meeting of the Section shall be held during the annual MSBA convention, prior to the general business meeting, or at a date, time and place designated by the Section Council.

Section 2. Special meetings of the Section may be called by the Chairperson of the Section or a majority of the Section Council members.

Section 3. At least ten days notice of meetings shall be given by electronic mail (e-mail), regular mail, or facsimile transmission.

Section 4. The members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 5. All binding action of the Section shall be by a majority vote of the members present. However, the Section Council shall have authority to poll members by mail and said poll results (being a majority of all members or a two-thirds vote of those responding) shall govern.

ARTICLE V. Amendments

Section 1. These Bylaws may be amended at any special or annual meeting of the membership by a majority vote of those members present and voting, provided that at least ten days notice of the proposed amendment be given prior to the meeting either by electronic mail (e-mail), regular mail, or facsimile transmission.

Section 2. An amendment to the Bylaws adopted by the membership must be submitted to the Assembly of the MSBA for approval and shall take effect from the date of such approval.

ADOPTED this 17th day of September 1977.