

By-Laws of the
SECTION OF ADMINISTRATIVE LAW
of the Maryland State Bar Association, Inc.

*Approved by the Board of Governors
December, 1977*

*Amended
June 1984
June 1992
June 1994*

ARTICLE I

Name and Purpose; Divisions

SECTION 101. This Section shall be known as the Section of Labor & Employment Law of the Maryland State Bar Association (“MSBA”).

SECTION 102. The purpose of this Section shall be to bring together for the furtherance of their mutual interest members of the MSBA concerned with the law relating to the employer/employee relationship, an in improvements and reforms in such law through legislation or otherwise, and generally to promote the interest and welfare of the public and members of the Bar in the area of labor & employment law.

SECTION 103. In order to promote the most efficient utilization of the efforts of the section. The Section shall consist of such Committees as the Chair of the section, with the consent of the Council, shall designate.

ARTICLE II

Membership and Dues

SECTION 201. Any member of the MSBA shall be eligible for membership in the Section, and upon payment of dues as hereinafter provided, shall be enrolled as a member of the Section.

SECTION 202.

A. Each member of the Section shall pay to the Section such Section dues as may from time to time be established by the Council and approved by the Board of Governors.

B. All dues collected pursuant hereto shall be deposited in and credited to such accounts as may be established by the Section or the MSBA. Due accounting of all collections, deposits and withdrawals shall be made in accordance with the policies of the MSBA.

ARTICLE III
Officers and Council

SECTION 301. The Officers of the Section shall be a Chair; a Chair-Elect; and a Recording Secretary.

SECTION 302. There shall be a Council which shall consist of the officers and ten members-at-large.

ARTICLE IV
Selection of Officers and Council

SECTION 401. The Chair of the Section shall at least sixty (60) days prior to the Annual Meeting of the Section held in even numbered years, convene a Nominating Committee. The Nominating Committee shall consist of the Chair, the Chair-Elect, the preceding Chair, and two persons appointed by the Chair with the consent of the Council.

SECTION 402. The Nominating Committee shall consider nominations of members of the Section to serve as Officers and members of the Council. The Nominating Committee shall, in the consideration of nominees, take into account past service to the Section and, in the selection of nominees for the Council, shall, to the extent possible, select persons from varying geographic locations. The Chair-Elect who then is serving automatically shall succeed to the office of Chair for the next succeeding term without nomination or election.

SECTION 403. At least forty-five (45) days prior to the Annual Meeting of the Section held in even-numbered years, the Nominating Committee shall deliver to the Recording Secretary of the Section a list of proposed nominations. Within fifteen (15) days thereafter the Recording Secretary shall inform the members of the Section of the nominations of the Nominating Committee. Other nominations for Officers (except Chair) and members of the Council may be made by petition of at least fifteen (15) members of the Section, filed with the Recording Secretary no later than ten (10) days prior to such Annual Meeting.

SECTION 404. The Section at the Annual Meeting of the Section held in the even-numbered years shall elect Officers (except Chair), and members of the Council from persons duly nominated in accordance with Section 402. Election may be by voice vote or by written ballot in the discretion of the Chair, with the consent of the Council.

SECTION 405. Officers and members of the Council shall serve until the succeeding Annual Meeting of the Section **two years from the month their terms begin**, or until their successors are duly elected.

SECTION 406. After any officer or council member fails to attend three consecutive meetings of the Council, this fact shall be noted by the Recording Secretary to the Chair, who may, after inquiry, recommend to the Council the removal of that person from the

Council. Such removal will be effective upon the vote of a majority of the Council at any meeting of the Council as set forth in Section 605. Any vacancy created by this process or otherwise shall be promptly filled by recommendation of the Chair and approval by majority of the Council at any meeting of the Council as set forth in Section 605.

ARTICLE V
Duties of Officers

SECTION 501. The Chair shall preside at all meetings of the Section and the Council. The Chair shall formulate and present to each Annual Meeting of the MSBA a report of the work of the Section for the then past year. The Chair shall be responsible for all activities of the Section and shall, with the consent of the Council, create Committees the Chair shall deem desirable. The Chair shall, with the Consent of the Council, appoint the Chair and members of all committees of the Section to hold office during the committee's term. The Chair shall perform such other duties and acts as usually pertain to the office.

SECTION 502. The Chair shall submit a budget to the Council for its recommendations to the Association. Thereafter, in accordance with the budget established by the Council, the Chair, or person designated by the Chair, shall certify to the Treasurer of the MSBA all commitments or contracts which shall entail the payment of money by the Treasurer of the MSBA for the use or benefit of the Section. Such person shall not, however, authorize commitments, contracts, or expenditures by the Treasurer of the MSBA which would entail the payment of more money than funds currently available to the Section or in excess of the sum approved with respect thereto in the budget approved by the Council.

SECTION 503. During the disability of the Chair, the Chair-Elect shall perform the duties of the Chair and if the office of the Chair shall become vacant, the Chair-Elect shall thereupon become Chair of the Section for the unexpired term. The Chair-Elect shall perform such duties and acts as assigned by the Chair or the Council.

SECTION 504. The Recording Secretary shall keep the records and minutes of the Section and the Section Council. The Recording Secretary shall keep or provide for the keeping of a roll of the members of the Section. The Recording Secretary shall prepare and serve upon all members of the Council minutes of any meeting of the Council, within two weeks of such meetings.

ARTICLE VI
Duties and Powers of the Council

SECTION 601. The Council shall have general supervision and control of the affairs of the Section subject to the provisions of the Constitution and By-Laws of the MSBA and the By-Laws of the Section. During the interval between the meetings of the Section, the Council shall have full authority to act for the Section in any way in which the Section itself would be authorized to act, and any such action taken by the Council pursuant to this provision shall be reported to the members of the Section at the next Annual Meeting

of the Section. The Council shall consider and approve with or without amendment the proposed budget submitted by the Chair. The Council shall especially authorize all commitments or contracts which shall entail the payment of money, and shall authorize the expenditures of all monies, which shall exceed the budget. The Council shall not, however, authorize commitments, contracts, or expenditures which would entail the payment of more money during any fiscal year than the funds currently available to the Section except with the approval of the Board of Governors except as to the matters specifically stated in these By-Laws to require the comment of the Council.

SECTION 602. The Council shall meet at the time and at the place of each annual meeting of the MSBA and may meet in regular or special session at any other time or place as may be scheduled by the Council or by the Chair or by five (5) members of the Council.

SECTION 603. The Council may authorize the Chair to perform such duties and exercise such powers as the Council may direct, subject to the limitations of these By-Laws and the Constitution and By-Laws of the MSBA.

SECTION 604. The Council shall fill vacancies in its own membership and in Section offices other than Chair in the manner set forth in Section 406, above. Officers and members so selected shall serve until the adjournment of the next annual meeting of the Section or until their successors shall have been elected and qualified.

SECTION 605. Except where elsewhere specifically provided all binding action of the Council shall be by a majority vote of the members present and voting. At least eight (8) members of the Council present at any meeting shall constitute a quorum for the transaction of business requiring a vote of the Council.

SECTION 606. Proxy voting shall not be permitted.

ARTICLE VII *Committees*

SECTION 701. There shall be an Executive Committee of the Section consisting of the Chair, the Chair-Elect and the Recording Secretary of the Section. During the intervals between the meetings of the Council and the Section the Executive Committee shall be authorized to act for the Section.

SECTION 702. There may be constituted by the Chair, with the consent of the Council, annually, a Legislative Committee, the Chair of which shall be one of the Council members whose function shall be to serve, within the limitations laid down by the Council, as Legislative Counsel at the Maryland Legislature, and in similar capacity with respect to the Governor of the State, with respect to all legislative matters in which the Section has an interest; and any member of the Legislative Committee when expedient may serve likewise in these functions, within such limitations as may be laid down by the Council from time to time.

SECTION 703. The Chair may, with the consent of the Council, establish such other committees as appropriate.

ARTICLE VIII

Meetings of the Section

SECTION 801. The Annual Meeting of the Section shall be held in one or more sessions at the time of the Annual Meeting of the MSBA, in the same place that such Annual Meeting is held, with such program and order of business as may be arranged by Chair and Council.

SECTION 802. In addition to the Annual Meeting, there shall be three (3) other regular meetings of the Section each year. One such meeting shall be held at or about the time of the winter meeting of the MSBA. One of the remaining two meetings shall be held in the fall and the other in the spring of each year on a date determined by the Chair with the consent of the Council.

SECTION 803. Special meetings of the Section may be called by the Chair upon approval of the Council, at such time and place as the Council may determine.

SECTION 804. At least fifteen (15) members of the Section present at any meeting shall constitute a quorum for the transaction of business.

SECTION 805. All binding action of the Section shall be by a majority vote of the members present and voting.

ARTICLE IX

Miscellaneous Provisions

SECTION 901. The Fiscal Year of the Section shall be the same as that of the MSBA.

SECTION 902. No salary may be paid to any member of the Section.

ARTICLE X

Amendments

These By-Laws may be amended at any meeting of the Council, be a vote of at least eight (8) members of the Council, or at any Annual Meeting of the Section by a majority of the members of the section present and voting, provided as to an amendment by the Section that such proposed amendment shall first have been approved by a majority vote of the entire Council.