

**BYLAWS OF THE
INSURANCE AND INDEMNITY LAW SECTION
OF THE STATE BAR OF MICHIGAN**

January 2020

**ARTICLE I
NAME AND PURPOSES**

Section 1. The Section shall be known as the Insurance and Indemnity Law Section of the State Bar of Michigan.

Section 2. The purposes of the Section shall be:

- (a) to provide a forum for the exchange of ideas among members engaged in the practice of law in the areas of insurance and indemnity law, with a view to:
 - (i) improving the practice of law in the area,
 - (ii) promoting, through the practice of law, the orderly development of the principles of law that govern this area of practice, and
 - (iii) improving the quality of services provided to clients who seek services from members of the section.
- (b) to serve as a forum and vehicle for the dissemination of specialized knowledge to practitioners engaged in the practice of law in this area.
- (c) to coordinate its activities with those of other sections of the State Bar of Michigan whose activities and practice areas are complementary to those of this Section.

To accomplish these goals, the Insurance and Indemnity Law Section of the State Bar of Michigan will sponsor meetings and conferences of educational value and support the publication of articles that relate to the purposes of the Section.

**ARTICLE II
MEMBERSHIP**

Section 1. Any active member of the State Bar of Michigan, upon request to the State Bar of Michigan and upon payment of dues for the current year, shall be enrolled as a member of the Section. Each applicant shall pay to the State Bar of Michigan the then current section dues as shall be determined by the Council, and shall thereafter pay annual dues in the amount currently then due on or before October 1 of each year.

Section 2. As provided in Article VII Section 5 of the Bylaws of the State Bar of Michigan, any newly admitted member of the State Bar of Michigan shall become a member without payment of dues for the first two years of his or her admission to the State Bar of Michigan, upon submission of a written request to the State Bar of Michigan.

Section 3. To the extent permitted by Article VII Section 6 of the Bylaws of the State Bar of Michigan, the Council may create categories of non-voting membership for persons other than members of the State Bar of Michigan.

Section 4. As provided in the Bylaws of the State Bar of Michigan, any currently registered law student attending a law school located in the State of Michigan, accredited by the State Bar of Michigan, shall become a member without payment of dues so long as registered and actively taking courses through that law school, upon submission of a written request to the State Bar of Michigan.

ARTICLE III COUNCIL

Section 1. Members. The Council of the Section shall consist of

- (a) the officers elected to one-year terms pursuant to Article IV,
- (b) not more than ten members elected to two year terms by the membership of the Section at the annual meeting to fill the vacant and expiring Council memberships, and
- (c) the immediate past Chair of the Section, who will serve for a period of one year after the end of his or her term.

Section 2. Attendance. If any elected or ex officio member of the Council shall fail to attend three successive meetings of the Council, the Council shall declare the position vacant. If a position of the Council becomes vacant for any reason during the term of a member, including resignation or the inability to perform the duties of the position, the remaining members of the Council shall select a replacement, who shall succeed to the position.

Section 3. Nominations. Prior to the annual meeting, the Chairperson may appoint a nominating committee to propose nominations for the positions of officers and members of the Council for election at the annual meeting. Other nominations may be made by members present at the meeting.

**ARTICLE IV
ELECTION OF OFFICERS**

Section 1. The officers of the section shall consist of the following, elected to one-year terms by the members at the annual meeting:

- (a) a Chairperson,
- (b) a Chairperson-Elect,
- (c) a Secretary, and
- (d) a Treasurer.

Section 2. If any office becomes vacant during the period between the annual meetings, the Council may select a replacement, who shall succeed to the full duties and responsibilities of the office.

Section 3. Subject to the approval of the members at the annual meeting, it is anticipated that the Treasurer shall succeed to the office of Secretary, the Secretary shall succeed to the office of Chairperson-Elect, and the Chairperson-Elect shall succeed to the office of Chairperson.

**ARTICLE V
DUTIES OF OFFICERS**

Section 1. CHAIRPERSON. The Chairperson shall

- (a) Preside at all meetings of the Council,
- (b) Prepare and present at each annual meeting of the Section a report of the activities of the Section for the preceding year,
- (c) Appoint the chairpersons and members of the committees of the Section, and
- (d) Perform such other duties as are customarily associated with the office of chairperson, or as are assigned by the Council.

Section 2. CHAIRPERSON-ELECT. The Chairperson-Elect shall

- (a) Preside at all meetings in the absence of the Chairperson,
- (b) Assume and perform the duties of the Chairperson during the disability of or after the death or resignation of the Chairperson, and
- (c) Be responsible for the development and presentation of an educational program at the annual meeting.

Section 3. SECRETARY. The Secretary shall

- (a) Be the custodian of the books and records of the Section, apart from the financial documents,
- (b) Keep a record of the annual meeting of the Section, and the meetings of the Council, which shall include information as to Council members then present and absent,
- (c) Preside at the meetings of the Council in the absence of the Chairperson and Chairperson-Elect, and
- (d) Act as Commissioner of Elections by keeping a written record of Council members' terms to be disseminated to all Council members in preparation for the annual Section meeting.

Section 4. TREASURER. The Treasurer shall:

- (a) Keep a record of the money received and disbursed, and present a report at each meeting of the council,
- (b) Present a financial report to the members at the annual meeting,
- (c) Prepare and present a proposed budget for the consideration of the Council at the annual meeting, and
- (d) Preside at meetings of the Council in the absence of the Chairperson, the Chairperson-Elect, and the Secretary.

**ARTICLE VI
DUTIES AND POWERS OF THE COUNCIL**

Section 1. The Council shall

- (a) Have general supervision and control of the affairs of the Section subject to the Supreme Court Rules Concerning the State Bar of Michigan and the Bylaws of the State Bar of Michigan and the Bylaws of the Section,
- (b) During the interim between meetings of the Section, have full power to do and perform all acts and functions, which the Section itself might do or perform,
- (c) Authorize all commitments or contracts, and shall authorize or approve the expenditure of all monies, and
- (d) Formulate and state the position of the Section on any matters relating to the Section's purposes.

Section 2. A majority of the members of the Council shall constitute a quorum for the transaction of business. A vote of the majority of those Council members present and voting shall be required for action by the Council.

Section 3. Each member of the Council shall each year:

- (a) Provide an article for publication in the quarterly publication; or
- (b) Actively participate in a Section committee.

Section 4. Between scheduled meetings of Council, the Chairperson of the Section may, and on the request of any member of the Council shall,

- (a) Schedule and convene a special meeting of the Council, or
- (b) When the calling of a formal Council meeting is not practical, submit in writing to each member of the Council any proposition on which the Council may be authorized to act. Members of the Council may vote on such proposition by communicating their vote to the Secretary by any prompt or convenient means. The Secretary shall retain a record of the proposition submitted, when, how, at whose request submitted, and the vote of each member thereon, which shall be reported to Council at its next meeting and recorded in the minutes for that meeting.

ARTICLE VII COMMITTEES

Section 1. Membership of committees is open to any member of the Section. Officers and Council members may also serve on and act as chairpersons of committees. The Council may limit the number of members of each committee. Each committee shall meet no less than once per year, and submit a report to Council of its meeting at the next Council meeting.

Section 2. In addition to the committees described below, the Council may from time to time create any ad hoc, including a Strategic Planning Committee the year prior to the expiration of the then current Strategic Plan, or permanent committees that it considers necessary to further the purposes of the Section.

Section 3. PROGRAM COMMITTEE. The Program Committee shall be responsible for the planning and presentation of at least one educational program per calendar year, not including the annual meeting.

Section 4. PUBLICATION COMMITTEE. The Publication Committee shall be responsible the preparation and publishing of a quarterly publication to be distributed to the members.

Section 5. MEMBERSHIP COMMITTEE. The Membership Committee shall be responsible for promoting membership in the Section among members of the State Bar of Michigan, through communications and liaisons with other Sections.

**ARTICLE VIII
MEETINGS**

Section 1. The Council shall meet not less than four times per calendar year, the dates of which shall be tentatively scheduled at the annual meeting. A majority of the members of the council shall constitute a quorum. A majority of those present and voting shall be sufficient to take action on any matter before the Council. Members may attend in person or by telephone.

Section 2. The annual meeting of the Section shall take place during the month of October. A quorum shall consist of 18 members of the Section. A majority of those present and voting shall be sufficient to take action on any matter before the Section.

Section 3. Special meetings of the Council or the Section may be called by the Chairperson.

**ARTICLE IX
MISCELLANEOUS**

Section 1. The fiscal year of the Section shall be the same as that of the State Bar of Michigan.

Section 2. All bills incurred by the Section, before being forwarded to the Treasurer or to the Executive Secretary of the State Bar of Michigan for payment, shall be approved by the Chairperson or by the Treasurer, or, if the Council shall direct, by both of them.

Section 3. No salary or compensation shall be paid for serving as a Section officer, member of the Council, or member of any committee.

Section 4. Any action of this Section must be approved by the Representative Assembly or the Board of Commissioners of the State Bar of Michigan before the same becomes effective as the action of the State Bar of Michigan. Reports or recommendations of this Section or its committees may be released, announced, or published only as provided in the Bylaws of the State Bar of Michigan, Article VIII and Article IX.

Section 5. The Council may, as allowed by the Bylaws of the State Bar of Michigan, through creation of an ad hoc or permanent committee, implement, fund and promote a Student Scholarship Program to be overseen by the Treasurer.

**ARTICLE X
AMENDMENTS**

Section 1. Amendments to these Bylaws may be proposed by a majority vote of the Council, or by a petition signed by not less than 18 members of the Section. The Council shall cause a complete and accurate text of the proposed amendments to be published in the *Michigan Bar Journal* or otherwise communicated to the members of the Section not less than 30 days before the annual meeting.

Section 2. Proposed amendments shall be submitted to the membership at the annual meeting and shall be adopted upon a majority vote of those members present and voting.

Section 3. No amendment so adopted shall become effective until approved by the Board of Commissioners of the State Bar of Michigan.

Certification

Nicole Wilinski, Secretary, certifies that these bylaws were amended as re-stated above by a majority vote of the members, a quorum being present, at the annual meeting of the membership of the Insurance and Indemnity Law Section held on October 17, 2019.

Established 11/19/2009

Amended 11/18/2011

Amended 11/18/2016

Amended 01/24/2020