

**BYLAWS OF THE
AMERICAN INDIAN LAW SECTION
OF THE STATE BAR OF MICHIGAN
APRIL 2023**

**ARTICLE I
NAME AND PURPOSE**

SECTION 1. NAME. The name of this Section shall be "American Indian Law Section of the State Bar of Michigan" (the Section).

SECTION 2. PURPOSE. The Purposes of this Section are to create a credible and diverse membership of Michigan Lawyers who have an interest in American Indian law; to encourage communication and exchange of ideas on issues of American Indian law and the practice of American Indian law; to present and participate in educational seminars on American Indian law; to disseminate information concerning American Indian law developments through meetings, programs and publications; to further the development and improvement of American Indian law by advocating on proposed state and federal legislation, judicial rules Public Policy; to provide support and assistance to attorneys in their relationships with any individual, group or other lawful entity involved with issues of concern to American Indians.

**ARTICLE II
MEMBERSHIP AND DUES**

SECTION 1. DUES AND ENROLLMENT. Each member of the Section shall pay annual dues in such amounts, as the membership shall determine, the initial amount of which shall be **TWENTY DOLLARS (\$20.00)** per annum (subject to the Bar Association Commissioners' approval). Any member of the State Bar of Michigan, upon request to the Executive Director of the State Bar of Michigan and upon payment of dues for the current fiscal year (October 1 - September 30), shall be enrolled as a member of the Section. Thereafter, the annual Section dues shall be paid in advance each year, beginning on the first day of October next succeeding such enrollment. Members so enrolled and whose dues are so paid shall constitute the membership of the Section. Any member of the Section whose annual dues shall be more than six (6) months past due shall thereupon automatically cease to be a member of the Section.

SECTION 2. NEW MEMBERS. Newly admitted members of the State Bar of Michigan, upon written request, shall become members of the Section for the balance of the fiscal year in which application is made, without payment of dues to the Section, if such written request is made during the first year of membership in the State Bar of Michigan. Newly admitted Members may also be admitted to free section membership for two years under Article VII Section 5 of the State Bar of Michigan Bylaws.

SECTION 3. LAW STUDENTS. Law student members of the State Bar of Michigan may become non-voting members of the Section while in law school without payment of dues to the Section.

SECTION 4. ASSOCIATES. Persons other than Michigan State Bar members, including non-attorneys, engaged in the use or advancement of American Indian Law may become, after making application to the Secretary and approval by the Council, non-voting Associates of the Section upon payment of annual dues as defined in Article II, Section 1. Associates will not be eligible for Council Membership. Any Associate who is not a licensed attorney shall not, through participation in the Section, convey to the public that they are a licensed attorney or qualified to render legal advice or services.

ARTICLE III COUNCIL AND OFFICERS

SECTION 1. SECTION COUNCIL. There shall be a Section Council consisting of twelve (12) members who shall be elected by the membership of the Section as provided in Article II, Section 3 below. Past Chairs shall remain *ex officio* (non-voting) members of the Council for as long as they choose to serve in that capacity and shall not be subject to removal for failure to attend meetings. Each year the Membership shall elect from the newly constituted Council the following Officers: Chair, Vice-Chair, Secretary and Treasurer. Each year the Council shall also appoint a minimum of one (1) law student, with the maximum number of three (3) law students, to the Section Council. Law students shall serve as non-voting members of the Section Council.

SECTION 2. NOMINATION. Prior to the Annual Meeting of the Section, the Council shall make and report nominations to the Section for the terms of Officers and Council Members that are to expire, and fill vacancies that exist for unexpired terms. Additional nominations for the same positions may be made from the floor by any voting member.

SECTION 3. ELECTIONS. All elections shall be done at the Annual Meeting by show of hands unless there is more than one (1) candidate for a position and a secret ballot is requested. Ballots shall be certified by the Secretary of the Council. The regular term of office for an Officer or Council Member shall begin on the first day of October in the year of their election.

SECTION 4. TERMS OF OFFICERS. The terms of the Officers of the Section shall be for a period of one (1) year. Officers shall be eligible to serve three (3) consecutive terms so if elected by the Membership at the Annual Meeting.

SECTION 5. TERMS OF COUNCIL MEMBERS. The terms of the Council Members shall be for a period of three (3) years. A Council Member may not serve for more than three (3) consecutive terms. An Officer limited in the article above whose term ends in their first year or first term as a Council Member may continue to serve in any capacity.

SECTION 6. TERMS OF COUNCIL MEMBERS. At the 2012 Annual Meeting, the Membership shall elect twelve (12) Council Members: four (4) Council Members for a term of three (3) years, four (4) Council Members for a term of two (2) years, and four (4) Council Members for a term of one (1) year. Thereafter, four (4) Council Members shall expire each year, providing for four (4) new Council Members each year with the Membership selecting the Chair, Vice-Chair, Secretary, and Treasurer.

ARTICLE IV OFFICERS

SECTION 1. CHAIR.

- A. The Chair shall preside at all meetings of the Section and of the Council.
- B. The Chair shall communicate with the State Bar of Michigan as required by the Association regulations including, but not limited to, submission of information for the Annual Meeting and the annual summary of the section activities.
- C. The Chair shall perform such other duties and acts as usually pertain to the office and pursuant to the Chair Roles and Responsibilities to be reviewed by the Council each year.

SECTION 2. VICE-CHAIR.

- A. Upon the death, resignation or during the disability of the chair, or upon his or her refusal to act, the Vice-Chair shall perform the duties of the Chair for the remainder of the Chair's term or during the period of such disability. Upon expiration of the Chair's term the Vice-Chair may succeed in office as Chair for the next one-year term upon election by the Section members.
- B. The Vice-Chair shall perform such other duties and acts as usually pertain to the office and pursuant to the Vice-Chair Roles and Responsibilities, drafted by the Officers and approved by the Council on an annual basis.

SECTION 3. SECRETARY.

- A. The Secretary shall be the custodian of all the books, records, papers, documents and other property of the Section. He or she shall keep a true record of the proceedings of all Section meetings. All meeting minutes shall be forwarded to the State Bar of Michigan for posting on the website once approved by the Council.
- B. The Secretary shall perform such other duties and acts as usually pertain to the office and pursuant to the Secretary Roles and Responsibilities to be drafted by the Officers and reviewed by the Council on an annual basis.

SECTION 4. TREASURER.

- A. The Treasurer shall keep a true record of all monies received and disbursed and shall provide a report to the Council whenever requested. Annually, he or she shall submit a financial report for presentation to the membership of the Section. Consistent with the Bylaws of the State Bar of Michigan, he or she shall be responsible for forwarding all monies of the Section which come into his or her hands to the bookkeeping department at the State Bar headquarters in Lansing, Michigan for deposit and credit to the account of the Section. Further, unless waived on a meeting-by-meeting basis by vote of the Council, the Treasurer shall present a current financial report at each meeting of the Council.
- B. The Treasurer shall perform such other duties and acts as usually pertain to the office and pursuant to the Treasurer Roles and Responsibilities to be drafted by the Officers and reviewed by the Council on an annual basis.

ARTICLE V DUTIES AND POWERS OF THE COUNCIL

SECTION 1. PRIMARY DUTIES AND POWERS. The Council shall have general supervision and control of the affairs of the Section, subject to the provisions of the Bylaws of the Section. The Council shall specifically authorize or ratify all commitments or contracts, which shall entail the payment of money, and shall authorize the expenditure of all monies appropriated for the use or benefit of the Section. The Council shall not, however, without prior approval of the State Bar Board of Commissioners, authorize commitments or contracts which shall entail the payment of more money during any fiscal year than the total of: (a) the amount received in Section dues for such fiscal year, and (b) any unexpended funds remaining in the Section treasury from prior years.

SECTION 2. VACANCIES. If any vacancy in the Council occurs during the time between the Annual Section Meetings, the Council shall have the authority to fill vacancies in its own membership or in the offices of Secretary, Treasurer, and (in the event of a vacancy in both the office of Chair and Vice-Chair) in the office of Chair. Members of the Council and Officers so appointed shall serve until the close of the next Annual Membership Meeting of the Section; at that meeting, the vacancies shall be filled in accordance with the normal election practices set forth in Article III.

SECTION 3. REGULAR MEETINGS. Regular meetings of the Council shall be held at times and locations to be determined by the Council, and the schedule of regular meetings for each fiscal year shall be published in advance, as far as possible, provided that at least one regular meeting of the Council shall be held in each fiscal year in addition to the Annual Meeting.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Council may be called by the Chair or a majority of the voting members of the Council at such times and places as either may determine.

SECTION 5. QUORUM. Seven (7) voting members of the Council present shall constitute a quorum for both regular and special meetings of the Council.

SECTION 6. VOTING. The Council shall act pursuant to a majority of those present at regular and special meetings of the Council at which business may be transacted.

SECTION 7. FAILURE TO ATTEND MEETINGS. Any Council member's failure to attend two (2) consecutive Council meetings without excuse, or failure to attend three (3) consecutive Council meetings for any reason, shall constitute an automatic and irrevocable notice of resignation, which shall be voted on for acceptance at the next Council meeting, and the Council may then fill the vacancy in accordance with Section 2 of this Article.

SECTION 8. PARTICIPATION. For all purposes under these bylaws, a person shall be "present" at any meeting (including any Section or Council meeting) if such person participates in the meeting either: (a) in person, or (b) with the permission of the Chair or the Chair's designee by any means of telephonic, electronic, video conference or other interactive communication as shall be convenient.

SECTION 9. VOTING BY PROXY. Council Members may grant their vote by proxy to another Council Member present at the meeting. The proxy shall be communicated to the chair or Secretary by mail, e-mail, facsimile, or other written communication prior to the meeting and shall include the name of the person granting the proxy, the Council Member to whom the proxy is being granted and the date of the meeting for which the proxy is granted.

SECTION 10. E-MAIL VOTING. Voting on any matter or issue presented to the Council may be conducted by e-mail. Full disclosure of the matter or issue posed must be e-mailed to Council Members at least five (5) days prior to the voting deadline except in cases where time is of the essence as determined by the Chair. A quorum of Council Members must respond by e-mail or other communication on or before the voting deadline for the Council to affirmatively act on the matter or issue to be decided. E-mail voting options shall be limited to the following (1) Approve; (2) Disapprove; or (3) Abstain.

ARTICLE VI MEMBERSHIP MEETINGS

SECTION 1. ANNUAL MEETING. The Annual Meeting of the Section shall be held during the Annual Meeting of the State Bar of Michigan, in the same city or place, with such programs and order of business as may be arranged by the Council.

SECTION 2. SPECIAL MEETINGS. Special meetings of the Section may be called by the Chair, by a majority of the voting members of the Council, or by **twenty-five percent (25%) of the members**, at such times and places as shall be determined by the Secretary. Notice of the special meeting shall be communicated at least seven (7) days prior to such special meetings and shall state the purpose(s) of the meeting.

SECTION 3. QUORUM. Eleven (11) members of the Section present at any Section meeting shall constitute a quorum for the transaction of business.

SECTION 4. VOTING. All actions of the Section, other than the amendment of the Bylaws, shall be taken pursuant to a majority vote of the members present at a membership meeting at which business may be transacted.

ARTICLE VII COMMITTEES

SECTION 1. The Section shall consist of such committees as are from time to time established for such purposes as shall be stated in the resolution creating the same.

SECTION 2. The establishment of initial committees of the Section shall be voted upon by the members of the Section at the organizational meeting, taking into account the proposed committees contained in the petition submitted and approved by the Board of Commissioners of the State Bar of Michigan.

SECTION 3. A new committee may be established on the written petition of more than five (5) members and the vote of a majority of the members of the Section or of Section Council at the next meeting of the Section members or of the Section Council at which business may be transacted. Nominees for the Committee shall be accepted at that meeting or appointed by a majority of those present.

SECTION 4. Committees shall be reviewed on an annual basis. Any committee which fails to have more than three (3) members for two (2) consecutive years may be dissolved upon majority vote of the Council or the Section.

SECTION 5. The members of each committee shall elect a Chair or Co-Chairs.

SECTION 6. At every meeting of the membership of the Section, the Chair or Co-Chairs of every committee or his or her delegate shall deliver a written or oral report on the activities of the committee.

SECTION 7. COMMITTEES. The committees may consist of an Advocacy Committee, Communication and Membership Engagement Committee, and an Education Committee.

ARTICLE VIII LAW STUDENT ADVISOR

SECTION 1. RESPONSIBILITIES. The law students appointed by the Council shall be provided the opportunity to advise the AILS Council on law student perspectives relevant for meeting discussion and are encouraged to engage with students, administration, and faculty at their respective law schools by promoting and disseminating available Section resources or learning opportunities; promote Section membership; participate in researching and/or writing of Section Amicus Curie briefs; and planning in and/or assisting with Section meeting or events.

ARTICLE IX
MISCELLANEOUS PROVISIONS

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

SECTION 2. DEBTS. All debts incurred by the Section, before being forwarded to the Treasurer or to the Executive Director of the State Bar of Michigan for payment, shall first be approved by the Chairperson or the Secretary-Treasurer in accordance with State Bar rules or procedures.

SECTION 3. NO COMPENSATION. No salary or compensation of any kind shall be paid to any officer or Council Member except for reimbursement for Section expenses generally approved by the Section or approved in advance by the Council.

SECTION 4. STATE BAR APPROVAL. Any action by this Section must be approved by the Board of Commissioners or the Representative Assembly of the State Bar of Michigan before it becomes effective as an official act of the State Bar of Michigan. No public statement of a Section or council position may be made unless in full compliance with the provisions of Article IX of the Bylaws of the State Bar of Michigan. Any resolution adopted or action taken by the Section may, on request of the Section, be reported by the Chairperson of the Section to the Board of Commissioners or Representative Assembly of the State Bar of Michigan for action.

SECTION 5. EFFECTIVE DATE. These Bylaws shall become effective immediately upon their approval by the Board of Commissioners of the State Bar of Michigan and by the Section membership at its organizational meeting.

ARTICLE X AMENDMENTS

SECTION 1. AMENDMENTS. These Bylaws shall be amended only by a two-thirds (2/3) vote of the members of the Section present and voting at a meeting (including Annual Meeting) called for that purpose at which business may be transacted, provided that no amendment so adopted shall become effective until ratified by the Board of Commissioners of the State Bar of Michigan.

SECTION 2. PROCEDURE. Any proposed amendment of these Bylaws shall first either be prepared pursuant to a majority vote by the Council at a regular or special meeting, or submitted in writing to the Council in the form of a petition signed by at least ten (10) voting members of the Section, and shall be considered by the Council at a regular or special meeting prior to the membership meeting of the Section at which it shall be addressed. The Council shall consider the proposed amendment(s) and prepare a final version by majority vote for consideration at the next membership meeting. The Council shall communicate the recommended amendment(s), together with complete and accurate text of the proposed amendment(s), at least thirty (30) days prior to the membership meeting of the section at which the amendment(s) is to be considered. The Council shall determine by majority vote whether the recommended amendment(s) with complete and accurate text shall be communicated via the website, listserv, e-mail, in the Section newsletter, in the *Michigan Bar Journal* or any combination thereof.

Created 1995

Revised as of 2/98

Revised as of 11/18/05

Revised as of 11/16/12

Revised as of 4/28/23