

**BYLAWS OF THE
ADMINISTRATIVE & REGULATORY LAW SECTION
OF THE STATE BAR OF MICHIGAN**

**ARTICLE I
NAME AND PURPOSES**

SECTION 1. This Section, created in 1974, is known as the Administrative & Regulatory Law Section of the State Bar of Michigan.

SECTION 2. The purposes of this Section are:

(a) to provide a forum for the exchange of ideas among members with a view in mind of improving the practice of law and thus resulting in a better administration of justice, increased professional prestige, and the rendition of better service to the clients and the public who seek guidance from the practitioner.

(b) to serve as a forum for the dissemination of specialized knowledge to the private, public or other practitioner engaged in the practice of administrative and regulatory law and to practitioners in the smaller and larger communities alike, in addition to fulfilling their rudimentary needs for specialized knowledge, and also encouraging their participation in other Sections of the State Bar of Michigan.

(c) to provide a vehicle for the participation in activities of the State Bar of Michigan by members of the Bar who have an interest in administrative and regulatory law.

(d) to coordinate and organize the activity of other Sections of the State Bar in joint endeavors which may be of interest to Section members, thereby promoting and enhancing the objectives and general goals of the State Bar of Michigan.

(e) to encourage sound administrative, legislative and judicial action relating to administrative and regulatory law in order to secure and preserve justice and freedom for all persons and entities.

The Section proposes to accomplish the above purposes and objectives by promoting various projects, providing a periodic newsletter to members, sponsoring meetings, institutes, and conferences of educational value, and supporting the publication of articles that may be of interest to the practitioner in the field of administrative and regulatory law.

**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 this Section. Each applicant shall pay to the State Bar of Michigan current Section dues of Twenty (\$20.00) Dollars.

Thereafter, annual dues in the amount of Twenty (\$20.00) Dollars shall be paid by each member in advance each fiscal year. Members so enrolled and whose dues are so paid shall constitute the membership of this Section.

SECTION 2. Newly admitted members of the State Bar of Michigan, upon written request, shall become members of the Section, without payment of dues to the Section, for the first two fiscal years following his or her original admission to practice, as provided in the bylaws of the State Bar of Michigan, Article VII, Section 5.

SECTION 3. Persons other than State Bar of Michigan members, who are involved in regulatory affairs, teaching, or administrative agency operations, may become nonvoting Affiliates of the Section to advance their knowledge upon approval of the Council and payment of the annual dues as defined in Section 1. Affiliates will not be eligible for Council membership but may assist in the activities of the Section and may be appointed to Section committees as appropriate.

ARTICLE III ELECTION OF COUNCIL

SECTION 1. There shall be a leadership Council of the Section consisting of twelve (12) members to be elected by the members of the Section.

SECTION 2. The terms of office shall be staggered so that four (4) members of the Council shall be elected at each annual meeting of the Section for terms of three (3) years beginning at the close of the annual meeting at which they have been elected.

SECTION 3. No person shall be eligible for election to the Council who has served without interruption two (2) full consecutive three (3) year terms, immediately preceding the term for which the election is held. This term of office shall not include time served on the Council as a designated representative of another section.

SECTION 4. The immediate past Chair shall act as an ex-officio member of the Council with full voting privileges for the year immediately following his or her term of office.

SECTION 5. If any elected member of the Council shall fail to attend three (3) successive meetings of the Council without excuse, the office held by such member shall be declared vacant by the Council.

SECTION 6. Prior to each annual meeting of the Section, the Chair shall appoint a nominating committee of three (3) members of the Section; only one member of the Council may serve on the committee, which committee shall make and report nominations to the Section for such Council members as are scheduled to be elected at the annual meeting and to fill existing vacancies, if any. Other nominations for the Council may be made from the floor.

**ARTICLE IV
ELECTION OF OFFICERS**

SECTION 1. The officers of the Section shall be elected by the Council and shall consist of a Chair, a Chair-Elect, a Secretary, and a Treasurer, all of whom shall be members of the Council. Neither the Chair nor the Chair-Elect shall serve in the same office for more than one (1) year.

SECTION 2. The officers shall be elected at each annual meeting of the Section to serve until the following annual meeting or until their successors have been elected.

SECTION 3. At the end of the term of office, the Chair-Elect, if still in office, shall automatically succeed to the office of Chair for a term of one (1) year.

**ARTICLE V
DUTIES OF OFFICERS**

SECTION 1. CHAIR. The Chair shall:

- (a) preside at all meetings of the Section and of the Council
- (b) formulate and present at each annual meeting of the State Bar of Michigan a report of the work of the Section for the then past year
- (c) perform such other duties and acts as usually pertain to the office
- (d) appoint the Chair and members of all committees of the Section who are to hold office during the current term
- (e) plan and superintend the programming of the Section at the Annual Meeting of the State Bar of Michigan during the term subject to the directions and approval of the Council
- (f) perform such other duties and acts as may be designated by the Council

SECTION 2. CHAIR-ELECT. If the Chair shall refuse or be unable at any time to serve, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term except in the case of the Chair's disability and then only during such term as the disability continues. The Chair-Elect shall preside at all meetings in the absence of the Chair. In the event the Chair-Elect is required to fill a vacancy in the office of Chair, the Chair-Elect shall become Chair for the period of both the vacancy and the term he or she normally would have served as Chair. The Chair-Elect shall aid and assist the Chair in the performance of the Chair's responsibilities in such a manner and to such an extent as the Chair may request. The Chair-Elect also serves as Chair of the Section's Program Committee.

SECTION 3. SECRETARY. The Secretary shall be the custodian of all books, papers, documents and other property of the Section except money and financial records and shall keep a true record of the

proceedings of all meetings of the Section and of the Council. With the Chair, the Secretary shall prepare a summary or digest of the Section's annual meeting proceedings and shall preside at meetings of the Council in the absence of both the Chair and the Chair-Elect. At the conclusion of the Secretary's term, the Secretary shall forward the official books and records of the Section to the State Bar of Michigan.

SECTION 4. TREASURER. The Treasurer shall keep a true record of all monies received and disbursed and report thereon to the Council whenever requested. Annually, the Treasurer shall submit a financial report for presentation to the members of the Section. The Treasurer shall, with the assistance of the Chair, prepare the proposed budget of the Section for consideration by the Council of the Section.

ARTICLE VI DUTIES AND POWERS OF THE COUNCIL

SECTION 1. The Council shall have general supervision and control of the affairs of the Section subject to the Supreme Court Rules Concerning the State Bar of Michigan, the bylaws of the State Bar of Michigan and the bylaws of the Section. It shall especially authorize all commitments or contracts, which shall entail the payment of money, and shall authorize the expenditure of all monies appropriated by the Council for the use or benefit of the Section.

SECTION 2. The Council may authorize the Chair to refer matters to existing State Bar committees or sections. The Council may also authorize the Section Chair to appoint other committees to the Section and designate a Chair from Section members to perform such duties and exercise such powers as the Council may direct. The Section Chair, on direction from the Council, shall remove any chair or member from such appointed committees of the Section and fill vacancies on such committees.

SECTION 3. The Council, during the interim between annual meetings of the Section, may fill vacancies in its own membership or in the offices of Secretary or Treasurer, or, in the event of a vacancy in both the office of Chair and Chair-Elect, then in the office of Chair. Members of the Council so selected shall serve until the close of the next annual meeting of the Section, at which the vacancies shall be filled for the remainder of their respective terms by a special election conducted concurrently with the regular elections as provided in Article III herein. Vacancies in an appointed membership will be filled by the committee whose representation is affected.

SECTION 4. A majority of the members of the Council shall constitute a quorum for the transaction of business. In the event that less than a majority of the Council attends a meeting, those present shall have the right to adjourn the meeting to a later time, and if a majority is present at the adjourned time, the Council may proceed with action at such time without further call or notice.

SECTION 5. Council action may be only by majority vote of those present and voting.

SECTION 6. When an issue arises which must be determined and the Chair determines that the calling of a formal council meeting is not practical, the Chair of the Section may, and upon the request of any member of the Council, shall submit or cause to be submitted in writing via facsimile, e-mail or U.S.

Mail to each of the members of the Council, any proposition upon which the Council may be authorized to act. The members of the Council may vote upon such proposition or propositions so submitted, by communicating their vote thereon, by facsimile, e-mail, or in writing over their respective signatures, to the Secretary, who shall record upon the minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each member of council thereon, and keep on file such facsimiles, copies of e-mails, and written and signed votes. If a majority shall be against such proposition, such majority shall constitute the binding action of the Council.

SECTION 7. The Council, during the interim between meetings of the Section, shall have full power to do and perform all acts and functions, which the Section itself might do or perform, not inconsistent with any action taken by the Section. Any such action taken by the Council shall be reported to the Section at its next annual meeting.

SECTION 8. The Council shall designate the time and place of its regular meetings. Special meetings shall be called by the Chair or upon written request to the Secretary by any six (6) members of the Council. Seven (7) days' notice of special meetings shall be given.

SECTION 9. The Council shall formulate the policy of the Section and advise and aid the Chair in any matters, which may arise and perform other acts as provided in the bylaws.

ARTICLE VII COMMITTEES

SECTION 1. The Section shall have the following standing committees:

(a) Program. The program committee shall be responsible for arranging educational programs and for the annual meeting program. The Chair-Elect shall be Chair of the program committee.

(b) Newsletter. The newsletter committee shall be responsible for Section publications. The editor of the newsletter shall be the Chair of the newsletter committee and/or a section member appointed by the Chair of the committee.

(c) Membership. The membership committee shall work to increase both membership in the Section and participation in Section activities. The Chair shall be appointed by the Section chairperson after consultation with the Council.

(d) Energy. The energy committee shall work to highlight the emerging issues surrounding energy and utilities development and regulation by staying abreast of trends, proposed legislation and rules and changes in the industry and assist the program committee in organizing relevant educational and networking events.

(e) Alcoholic Beverage and Hospitality. The alcoholic beverage and hospitality committee shall monitor and inform the Section regarding proposed legislation and rules and trends affecting these industries and assist the program committee in organizing relevant educational and networking events.

SECTION 2. The chairperson shall have the authority to create ad hoc committees for such limited and temporary purposes as the chairperson may determine appropriate, subject to the control and authority of the Council.

ARTICLE VIII SECTION MEETINGS

SECTION 1. 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 as such annual meeting of the State Bar of Michigan, or at such other place and time as may be arranged by the council, with such program and order of business as may be arranged by the Council. Notice of the place and time of the meeting shall be posted on the Section's website and published in the Section newsletter in advance of the meeting date.

SECTION 2. 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 3. The Members present at any meeting of the Members shall constitute a quorum for the transaction of business, provided that the Members have been provided with proper notice of the meeting.

SECTION 4. All action of the Section shall be by majority vote of the members present and voting unless otherwise specifically provided herein.

ARTICLE IX MISCELLANEOUS PROVISIONS

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 State Bar of Michigan for payment, shall be approved by the Chair or Treasurer, or, if the Council shall direct, by both of them.

SECTION 3. No salary or compensation shall be paid to any Section officer, member of the Council, or member of any committee. This does not prevent the Council from authorizing reimbursement for approved expenses.

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 Council may otherwise be released, announced, or published as provided in the Bylaws of the State Bar of Michigan, Article VIII and Article IX.

ARTICLE X AMENDMENTS

SECTION 1. These bylaws may be amended at any annual meeting of the Section by two-thirds (2/3) vote of the members of the Section present and voting, provided such proposed amendment shall first have been submitted to the Council for its recommendation; further, that no amendment so adopted shall become effective until approved by the Board of Commissioners of the State Bar of Michigan.

SECTION 2. Any proposed amendment shall be submitted in writing to the Council at least sixty (60) days before the annual meeting of the Section at which it is to be voted upon. The Council shall consider the proposed amendment and shall prepare the recommendations thereon, which recommendations, together with a complete and accurate text of said proposed amendments, shall be published in the Michigan Bar Journal or by such written communication as the Council shall direct at least fifteen (15) days prior to the annual meeting of the Section at which it is to be voted upon.

Created 1974

Amended 9/1991

Amended 9/27/2002

Amended 6/13/2003

Amended 11/19/2010

Amended 09/20/12