MSBA Animal Law Section
Bylaws
As Approved by MSBA Assembly 12/03/04;
Amended by Assembly Vote 12/14/07

ARTICLE 1. Name and Purpose

Section 1. This Section of the Minnesota State Bar Association ("MSBA") shall be known as the Animal Law Section ("the Section.")

Section 2. The purpose of the Section shall be to provide a forum for discussion and education about legal issues pertaining to animals, to improve the practice of and elevate the ethical standards for legal services pertaining to animals, and to serve as a liaison with other parts of the MSBA, the public, and the Minnesota state legislature on issues and activities related to animal law.

ARTICLE II. Membership

Section 1. All members of the MSBA in good standing or any member of the public interested in serving and having paid the required annual dues of the Section shall be eligible for membership in the Section and shall be enrolled as a member upon request to the Secretary-Treasurer of the Section. Members so enrolled shall constitute the membership of the Section and are entitled to receive the benefits extended by the Section to its members.

Section 2. Dues of the Section shall be set by the membership of the Section at any official meeting of the Section and may be changed annually by appropriate action of the membership, subject to approval of the MSBA Assembly.

Section 3. Dues shall be paid in advance, beginning on the first day of July of each year, and may be prorated for members joining the Section at a time other than the beginning of the fiscal year. Any member of the Section whose annual dues are more than three (3) months past due shall cease to be a member of the Section. A member who has been removed for nonpayment of dues shall be reinstated when such arrearages are paid.

ARTICLE III. Officers and Duties of Officers

Section 1. The officers of the Section shall be a Chair, a Vice-Chair, and a Secretary-Treasurer, who shall be elected at the Annual Meeting of the Section in accordance with these Bylaws. The term of office of any officer shall be one (1) year from date of election and until a successor shall be elected and take office. Officers may not be elected to the same position for more than two consecutive terms.

Section 2. The Chair shall preside at all meetings of the Section and of the Section Council and shall prepare and present an annual report to the MSBA assembly. The

Chair shall be responsible for the execution of the annual program of work as laid out by the Council at its meetings and shall perform such other duties and acts as usually pertain to the office.

Section 3. The Vice-Chair shall perform the duties of the Chair upon the death or resignation of the Chair, or upon the Chair's refusal to act, for the remainder of the Chair's term. In the case of the disability of the Chair, the Vice Chair shall assume the Chair's duties only during the period of disability.

Section 4. The Secretary-Treasurer shall (1) manage and account for the monies of the Section, (2) keep accurate records of all financial transactions of the Section, (3) present a financial report at each regular Section meeting, (4) prepare an annual budget and present such budget for approval at a meeting of the Section, and (5) certify the annual financial report prepared by the MSBA. Further, the Secretary-Treasurer shall keep a true record of the proceedings of all meetings of the Section and of the Council and, with the Chair, shall prepare a summary or digest of the proceedings of the Section prior to its Annual Meeting for its report to the MSBA, as required by the Bylaws of the Association. The Secretary-Treasurer may serve without bond unless directed to provide the same by the Council or Assembly, at the expense of the Section.

ARTICLE IV. Section Council

Section 1. There shall also be a Section Council which shall consist of all of the Section Officers currently elected and serving, and not fewer than three (3) and not more than eighteen (18) additional Council members to be elected according to the terms of these Bylaws. The term of any Council member so elected shall be three (3) years, unless elected to fill a vacancy with a remaining term of less than three (3) years.

Section 2. Election of Council members shall be staggered so that the terms of one-third (1/3) of the Council members shall expire each year, excluding the Officers. ~~A Council member may by re-elected, but may not serve more that two consecutive three-year terms, excluding any term of less than three (3) years for which originally elected. Council members serving two consecutive three-year terms may be eligible for re-election one year after termination of the second consecutive term.~~ An Officer of the Section may be elected to serve on the Council following completion of the officer's term of duty.

Section 3. Officers and Council members who have three (3) consecutive unexcused absences from Section Council meetings shall be deemed to have resigned effective the day following the third missed meeting. An absence is excused if an Officer or Council member notifies the Chair prior to the meeting that the member will be absent. If impossible or impracticable to notify the Chair prior to the meeting, the member's absence may be considered excused at the discretion of the Chair. Any Council vacancy created by excessive absence shall be filled by the Council as soon as possible.

Section 4. The Section Council shall exercise general supervision and control of the affairs of the Section, subject to the provisions of the Bylaws of the MSBA and of the Section. The Council shall authorize all commitments or contracts which shall entail the payment of money, and may authorize the Chair to appoint Section committees to perform such duties as the Council may direct.

Section 5. The Section Council shall have full power and authority to act in the intervals between meetings of the Section to do all acts and perform all functions that the Section itself might perform, except that it shall have no authority to amend these Bylaws. The Section Council shall, in the intervals between meetings of the Section, have authority to fill Officer or Council vacancies and to replace committee chairs. Such action of the Council may be reviewed and approved or changed by the Section at its next annual meeting.

Section 6. One third (1/3) of the Council members currently elected and serving shall constitute a quorum at any meeting of the Section Council. All binding action of the Council shall be by a majority vote of those present.

Section 7. The Section Council shall hold an Annual Meeting prior to the end of each fiscal year and shall meet at least once between Annual Meetings. Special meetings of the Council may be held upon the order of the Chair, or - upon the Chair's absence - the Vice-Chair, or upon the written request of any three (3) members of the Council.

ARTICLE V. Committees

Section 1. The Section Council is authorized to establish, or to empower the Chair to establish, such committees as it may deem necessary and desirable to promote effectively the activities of the Section.

Section 2. The Council Chair shall appoint the chairperson of each committee of the Section and shall designate committee members other than the committee chairperson.

Section 3. Committees of the Section shall be directly responsible and report to the Council. Subcommittees of a committee shall be directly responsible and report to the parent committees.

ARTICLE VI. Election of Officers and Council Members

Section 1. Prior to each Annual Meeting of the Section, the Chair shall appoint a Nominating Committee of three members of the Section, at least one of which shall not be a member of the Council. The Nominating Committee shall make nominations for the offices of Chair, Vice-Chair, Secretary-Treasurer, and Council members of the Section, and shall report such nominations to the Section Council at the last Section Council meeting prior to the annual meeting.

Section 2. The Section Council, after consideration of the nominations, shall select a slate of candidates for presentation at the Annual Meeting to the Section members. The slate of nominations shall be presented to the Section membership at least ten (10) days prior to the Annual Meeting.

Section 3. At the Annual Meeting, the slate of candidates selected by the Section Council shall be presented to the Section members in attendance. Nominations properly made from the floor will be accepted. The candidate for each office receiving the most votes for the office is elected.

ARTICLE VII. Meetings

Section 1. Meetings of the Section shall be held at least annually at such places and at such times as shall be designated by the Section Council. Special meetings of the Section may be called by the Chair, at such time and place as the Chair may determine.

Section 2. Notice of Section or Council meetings must be provided at least ten (10) days in advance of the meeting.

Section 3. When a meeting notice is required by these Bylaws, such notice may be provided in written or electronic form, stating the date, time, and place of the meeting, and including any other information expressly required by these Bylaws.

Section 4. Meeting notices may be sent by mail, electronic facsimile (fax) or other electronic means consented to by the member to whom notice is given. If sent by mail, the notice shall be effective as of the second full calendar day after depositing in the United States mail with postage pre-paid and addressed to the intended recipient's address as shown in the Section's records. If sent by electronic mail, the notice shall be effective when directed to an electronic mail address which has been provided by the member. Attendance at a meeting shall constitute a waiver of notice unless the attendance is solely to object to the lack of proper notice. Presence at a meeting during which the time, date, and place of a later meeting is announced shall constitute a waiver of notice of the later meeting.

Section 5. Any meeting among the Section's members, Council, or a committee or subcommittee of the Council may be conducted solely by one or more means of remote communication, subject to restrictions set forth in these Bylaws. Notice of the meeting shall be given as required by these Bylaws. The number of members participating in the meeting must be sufficient to constitute a quorum. Prior to the beginning of the meeting, the chairperson of such meeting shall ask each member participating by means of remote communication that is entitled to vote to confirm that he or she is a member of the Section.

Section 6. A Section member, Council member, or committee member may participate in a meeting by means of conference telephone or by other means of remote communication, so long as all members present at the meeting may communicate with

each other simultaneously during the meeting. Participation in a meeting by means of remote communication constitutes presence at the meeting and entitles the participant to vote on matters submitted to the members at the meeting. As used in this Article, "remote communication" means communication via electronic means, conference telephone, video conference, the Internet, or such other means by which persons not physically present in the same location may communicate with each other on a substantially simultaneous basis.

Section 7. The members of the Section present at any Section meeting shall constitute a quorum for the transaction of business. All binding action of the Section shall be by a majority vote of the members present.

ARTICLE VIII. Bylaws

Section 1. These Bylaws may be amended at any meeting of the Section by a majority vote of the members present and voting, provided notice of the time, place, and purpose of the meeting shall be provided to the Section members by regular mail, facsimile, e-mail, or telephone at least ten (10) days prior to the meeting. Such amendments shall thereupon by submitted to the MSBA Assembly for approval.

ARTICLE IX. Fiscal Year

Section 1. The fiscal year of the Section shall be the same as that of the MSBA: July 1st to June 30th.