

LOUISIANA STATE BAR ASSOCIATION
BYLAWS OF THE ALTERNATIVE DISPUTE RESOLUTION SECTION
OF THE LOUISIANA STATE BAR ASSOCIATION

ARTICLE I.
NAME AND PURPOSE

Section 1. This Section shall be known as the Alternative Dispute Resolution Section.

Section 2. The purposes of this Section are to develop and promote reasonable dispute resolution alternatives to litigation for use by the public, the judiciary and members of the Bar; to educate the public, the judiciary and members of the Bar regarding such alternatives; to assist the judiciary and the legislature with laws and rules implementing reasonable dispute resolution alternatives to litigation; and to take such related actions as may be desirable and consistent with the Articles of Incorporation and By-Laws of this Association.

ARTICLE II
MEMBERSHIP AND DUES

Section 1. Any member in good standing of the Louisiana State Bar Association shall, upon request to the Secretary of the Association, be enrolled as a member of the Section. Members so enrolled and whose dues are paid shall constitute the membership of this Section.

Section 2. Dues for membership in this Section shall be \$25.00 per year, payable upon enrollment and thereafter annually on the same fiscal year basis as Louisiana State Bar Association dues.

Section 3. Any member whose annual dues shall be more than three months delinquent shall immediately cease to be a member of this Section. Only Section members in good standing, with dues paid, shall be eligible to vote, hold any Section office, or receive Section publications.

ARTICLE III
OFFICERS

Section 1. The general officers of this Section shall be a Chairman, a Vice-Chairman, and a Secretary-Treasurer. The officers shall serve as members of the Council.

Section 2. Each officer shall hold office for a term of two years, to begin with the adjournment of the annual meeting of the Section at which the member was elected and to end at the close of the second succeeding annual meeting of the Section; or until such time as a successor shall have been elected.

Section 3. Upon ratification of the Section Bylaws and adoption of the Resolution creating this Section by the membership of the Association, the first Chairman, Vice-Chairman, and Secretary-Treasurer shall be appointed by the President of the Louisiana State Bar Association to serve for two years until the installation of officers duly elected in accordance with these Bylaws. Thereafter the officers shall be elected by the Section membership in the manner hereinafter set forth.

ARTICLE IV **DUTIES OF OFFICERS**

Section 1. Chairman. The Chairman, or the Vice-Chairman in the absence of the Chairman, shall preside at all meetings of the Section and the Council. On consultation with the Council, the Chairman shall establish such committees as are deemed necessary and appoint the chairman and members thereof who are to hold office during the Chairman's term. The Chairman shall plan and supervise the program of the Section and the performance of all activities of the Section. The Chairman shall keep the Council informed and carry out its decisions. The Chairman shall formulate and present a report of the work of the Section for the year at each annual meeting of the Louisiana State Bar Association, and shall perform such other acts as usually accompany the office.

Section 2. Vice-Chairman. The Vice-Chairman shall assist the Chairman, performing such tasks as shall be assigned by the Chairman. In the absence of the Chairman, or upon the death, resignation or disability of the Chairman, the Vice-Chairman shall perform the duties of the Chairman for the remainder of the term of office; provided that, in the case of disability, the Vice-Chairman shall act only during the pendency of the disability.

Section 3. Secretary-Treasurer. The Secretary-Treasurer shall be the custodian of all books, papers, documents and other property of the Section, and shall keep a true record of the proceedings of all meetings of the Section and of the Council, whether assembled or acting under submission. With the Chairman, the Secretary-Treasurer shall prepare a summary or digest of the proceedings of the Section at its annual meeting for publication in the Annual Report of the Louisiana State Bar Association. The Secretary-Treasurer, in conjunction with the Chairman as authorized by the Council, shall attend generally to the business of the Section.

Section 4. The Secretary-Treasurer shall sign any application for and execute any bond as may be requested by any officer of the Section and/or member of the Council pursuant to any resolution duly adopted for any bond for the purpose of protecting the monies of the Section. Any cost or premium for such bond, however, shall not be borne by the officer, but shall be an expense of the Section and paid from the funds of the Section.

ARTICLE V

THE COUNCIL

Section 1. The Council of the Section shall be composed of the officers, three members of the Section elected by Section membership, and the retiring Chairman, who shall be a member for two years following retirement.

Section 2. The Council shall have general duties and control as necessary for the administration of the affairs of the Section subject to the provisions of the Constitution and Bylaws of the Louisiana State Bar Association and the Bylaws of this Section.

Section 3. The Council of the Section is authorized to take action in the name of the Section during intervals between meetings of the Section. All binding action of the Council shall be by majority vote of the whole Council.

Section 4. The Council, during the interim between annual meetings of the Section may, with the concurrence of the Chairman, fill vacancies in its own membership or in the offices of the Vice-Chairman or Secretary-Treasurer and, in the event of vacancies in the offices of both Chairman and Vice-Chairman, then also in the office of Chairman. Members of the Council and officers so elected shall serve until the close of the next annual meeting of the Section.

Section 5. Members of the Council shall vote in person when present at a meeting of the Council, or by voice vote when the meeting of the Council is being held via telephone conference. When members contemplate absence, they may communicate their votes on any proposition to the Secretary-Treasurer and have them counted with the same effect as if cast personally at such meeting. In the event the Council is required to take action on a matter between Council meetings, the transmission of the proposal to the Council members via email or other electronic media, and their respective votes via email or other electronic media, will have the same force and effect as if the proposal and votes occurred during a regular Council meeting.

Section 6. The Chairman of the Section may submit or cause to be submitted in writing to each of the members of the Council any proposition upon which the Council may be authorized to act, and the members of the Council may vote such propositions as submitted, by communicating their vote thereon, in writing over their respective signatures, or by voice vote if participating via telephone, or via email or other electronic means to an officer of the Council, who shall record upon the minutes each proposition so submitted, when, how and at whose request same was submitted, and the vote of each member of the Council thereon, and keep a file, physical or electronic, of such written and signed votes. If the votes of a majority of the members of the Council so recorded shall be in favor of such a proposition, or if such majority shall be against such proposition, such majority vote shall constitute the binding action of the Council. The Council of the Section may take action in the name of the Section whenever proposals are brought before the Council for an expression of views and recommendations to the Board of Governors of the Association.

Section 7. The President of the Louisiana State Bar Association shall appoint three members of the Section to serve on the first Council. Such members shall be selected by the

President from a slate of six names furnished to the President by the officers of the Section. One member shall be appointed to serve on the Council for one year, one member to serve on the Council for two years and one member to serve on the Council for three years. At the expiration of each initial term, one member of the Council shall be elected in the manner hereafter set forth to serve a term of three years. Each term will begin with the adjournment of the annual meeting at which the member was elected and will end at the close of the third succeeding annual meeting of the Section.

(Sections 5 and 6 were Amended January 25, 2014 by ratification at LSBA House of Delegates Meeting)

ARTICLE VI

ELECTION OF OFFICERS AND COUNCIL

Section 1. Nominations – Annually, the Chairman shall appoint a Nominating Committee of three members of the Council. This Committee shall make and report one nomination for each office and council position which is to be filled by election in that year, identifying each nominee and including a brief statement of the activities undertaken by the nominee in the Section and in the legal profession. Upon receipt of the committee report, the Chairman of the Section shall have it published via email to Section members prior to the Annual Meeting. Added nominations may be made prior to the meeting by means of a petition signed by not less than ten members of the Section.

Section 2. Elections – If only one person be nominated for any office, and the nominations are closed, that person shall be declared elected to that office and there shall be no ballot confirming such. The Section members shall be notified of said election via email. If two or more persons are nominated for any office, the nominee receiving the plurality of votes cast pursuant to an email ballot shall be elected to that office. The ballot shall contain the names of all nominees and shall be accompanied by a brief biography of each nominee. The ballot shall include a deadline for returning the ballot by email to the Louisiana State Bar Association to the attention of the Section Coordinator, who will forward the results to the Secretary/Treasurer of the Section. The ballot shall further instruct the Section member to include an electronic signature on the email. Voting shall be under such scheduling as set by the Officers of the Section; provided that such scheduling shall allow completion of the election no less than thirty days prior to the commencement of the Annual Meeting of the Section.

(Amended January 22, 2005 by ratification at the LSBA House of Delegates Meeting; Amended January 21, 2012 by ratification at LSBA House of Delegates Meeting)

ARTICLE VII

MEETINGS

Section 1. The annual meeting of the Section shall be held in conjunction with the Section's annual seminar or at another time as determined by the Council.

Section 2. Special meetings of the Section may be called by the Chairman upon approval of the Council, at such time and place as the Council and Chairman may determine.

Section 3. The members of the Section present at any meetings shall constitute a quorum for the transaction of business, and the Section shall be bound by a majority vote of the members present at such meeting.

(Section 1. Amended June 30, 2011 by ratification at the LSBA House of Delegates Meeting)

ARTICLE VIII

MISCELLANEOUS PROVISIONS

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

Section 2. All bills incurred by the Section shall, before being paid, be approved by the Chairman or Vice-Chairman and the Secretary-Treasurer, or otherwise as the Council may direct, and checks for all disbursements shall be signed by the Secretary-Treasurer or such other officer as the Council may authorize, except as to funds appropriated by the Board of Governors which shall be disbursed only by the proper officers of the Louisiana State Bar Association on bills approved by the Council.

Section 3. No salary or compensation shall be paid to any officer, committee, or council.

Section 4. These Bylaws shall become effective immediately upon approval thereof, as required by the Articles and Bylaws of the Louisiana State Bar Association.

Section 5. All printing for the Section or for the Council or any committee of the Section shall be done under the supervision of the Executive Director of the Louisiana State Bar Association.

ARTICLE IX

AMENDMENTS

Section 1. These Bylaws may be amended at any annual meeting of the Section by a majority vote of the members of the Section present and voting, provided such proposed amendment shall first have been approved by a majority of the Council, and provided further that no amendment so adopted shall become effective until approved by the Board of Governors of the Louisiana State Bar Association.

Section 2. The Council may propose amendments by majority vote of the Council. Amendments also may be proposed by submission in writing to the Council in the form of a petition signed by at least ten members of the Section in time for it to be considered by the Council at its last regular meeting before the annual meeting of the Section at which it is to be voted upon. The Council shall consider the proposed amendment at said regular meeting and

shall prepare recommendations thereon. The recommendations, together with a complete and accurate text of said proposed amendment, shall be disseminated to the members of the Section by the Secretary-Treasurer prior to the annual meeting of the Section at which they will be voted upon.