

LOUISIANA STATE BAR ASSOCIATION

BY-LAWS OF THE SECTION OF LABOR RELATIONS AND EMPLOYMENT LAW

ARTICLE I.

NAME AND PURPOSE

Section 1. Name. This Section shall be known as the Section of Labor Relations and Employment Law.

Section 2. Purpose. The purpose of this Section shall be: (1) to encourage and foster discussions and studies and the dissemination of information pertaining to the statutes and jurisprudence relating to labor relations and employment law; (2) to provide opportunities for continuing education of the practicing attorney with regard to current developments in this field; (3) to study possible improvements in the statutes and jurisprudence in this field and make recommendations of changes to appropriate committees and sections within the Louisiana State Bar Association; and (4) to cooperate with the Section of Labor and Employment Law of the American Bar Association whenever possible and not otherwise inconsistent with these By-Laws.

ARTICLE II.

MEMBERSHIP AND DUES

Section 1. Membership. There shall be two classes of members of the Section, namely, Active and Associate, as follows:

A. Active Members. Any member of the Louisiana State Bar Association (the "Association") shall be enrolled as a member of this Section upon payment of Section dues to the Association. Persons so enrolled shall constitute the Active Members of this Section and shall have all privileges thereof.

B. Associate Members. Any person not a member of the Association, but who (1) has been admitted to the practice of law in any State of the United States, and is employed by a governmental agency, or (2) is employed as an instructor in any part of the field of labor relations (including, without limitation, employment practices, and occupational safety and health) by any institution of higher learning within the State of Louisiana, may become enrolled as an Associate Member of the Section upon payment of Section dues in the same amount required of Active Members of the Association. Subject to such restrictions as may be imposed by the Association, Associate Members shall have all of the privileges of membership in the Section that are accorded to Active Members, except that Associate Members may not serve as officers of the Section; Associate membership in the Section, however, shall not thereby confer any of the privileges of membership in the Association.

Section 2. Dues. Until changed by resolution of two-thirds of those present and voting at an Annual Meeting of the Section or by a majority of those voting at a special meeting of the general membership of the Section called for that purpose, dues shall be \$15.00 a year. Dues shall be payable upon the same fiscal year basis as Association dues. Any member whose annual dues shall be more than six months delinquent shall immediately cease to be a member. Only Section members in good standing, with dues paid currently, shall be eligible to vote, hold any Section

office, or receive Section publications. Members of the judiciary shall not be obligated to pay dues. The association shall advise the Officers of the Section of the names and addresses of all persons who become Active or Associate members of the Section; such advice shall constitute compliance with Article XI, Section 2 of the Articles of Incorporation of the Association.

ARTICLE III.

OFFICERS

Section 1. Officers and Successorship. The general officers of this Section shall be a Chairman, a Vice-Chairman and a Secretary-Treasurer. The Secretary-Treasurer shall be elected annually from the Active membership in the manner and subject to the limitations hereinbelow provided; subject to the exception provided below in Section 5 of this Article. The Secretary-Treasurer shall automatically succeed to the office of Vice-Chairman for the term following the one for which he was elected Secretary-Treasurer, and the Vice-Chairman for any particular term shall automatically succeed to the office of Chairman for the following year.

Section 2. Limitations upon Election. The Secretary-Treasurer elected for the term commencing in 1989 and every third term thereafter shall be a lawyer who usually represents unions or employees, the Secretary-Treasurer elected for the term commencing in 1990 shall be a lawyer employed by a governmental agency, and the Secretary-Treasurer elected for the term commencing in 1991 and every third term thereafter shall be a lawyer who usually represents employers, provided that any Active Member of the Section who does not practice law but instead is employed as an instructor in any part of the field of labor relations may, by written declaration filed with the Secretary-Treasurer of the Section, elect to affiliate himself with, and thereby make himself eligible for election to Section office as a representative of any of the aforesaid three segments of the labor relations bar.

Section 3. Term. The Chairman, Vice-Chairman and Secretary-Treasurer shall hold office for a term beginning at the close of one Annual Meeting of the Association and ending at the close of the next succeeding Annual Meeting of the Association, or until their successors shall have been elected and qualified.

Section 4. Council. In addition to the officers described in Section 1, three additional eligible members of the Section shall be elected to serve as at-large members of the governing Council. The at-large Council members shall hold office for a term beginning at the close of one Annual Meeting of the Association and ending at the close of the next succeeding Annual Meeting of the Association or until their successors shall have been elected and qualified. An at-large Council Member who has been elected to or served three consecutive terms or major portions thereof shall not be eligible for election to an additional consecutive term in such position but after not serving as an at-large Council member for a full term, such person shall again be eligible for election to such position.

Section 5. Vacancies. If a vacancy occurs in the office of Chairman, the Vice-Chairman shall continue to perform the duties of Vice-Chairman, but also shall automatically succeed to the office of Chairman for the unexpired term, and shall also serve as Chairman for the succeeding term. If a vacancy should occur in the office of Vice-Chairman, the Secretary-Treasurer shall continue to perform his duties as such, but also shall automatically succeed to the office of Vice-Chairman for the unexpired term, and shall also serve as Vice-Chairman for the succeeding term. If a vacancy should occur in the office of Secretary-Treasurer, the vacancy for

the unexpired term shall be filled by a person chosen by the remaining members of the Council from among persons who would have been eligible for election to the said office for that term; if the remaining members of the Council are unable to agree, then a special meeting of the Section will be held, upon at least ten days written notice to all members of the Section, on a Saturday morning in New Orleans; at said meeting, nominations shall be made from the floor; nominees must be Active Members from the same segment of the labor relations bar as the person whose vacancy is to be filled; the election shall be by a majority vote of those personally in attendance at the meeting (no proxies), and shall be by a raised hands ballot, unless otherwise ordered by a resolution duly adopted by the Section at the meeting at which the election is held. The Secretary-Treasurer selected to fill an unexpired term shall not automatically succeed to the office of Vice-Chairman; instead, an election must be held for a Vice-Chairman at the same time as the election for a Secretary-Treasurer, at the Annual Meeting, following the procedure set forth in Article IV hereinbelow. A vacancy in one of the at-large Council positions shall be filled for the unexpired term by a person chose by the remaining members of the Council. If said members are unable to agree, then a special meeting of the Section will be held, upon at least ten days' written notice to all members of the Section, on a Saturday morning in New Orleans; at said meeting, nominations shall be made from the floor; election shall be by a majority vote of those members personally in attendance at the meeting (no proxies) and shall be by raised hands ballot, unless otherwise ordered by a resolution duly adopted by the Section at the meeting.

ARTICLE IV.

QUALIFICATION AND ELECTION OF OFFICERS

Section 1. Notice of Intent to Run. Any member eligible to hold an office or Council position in the Section and who desires to be elected to said office or position at the election to be held at the Annual Meeting of the Section must notify the Chairman, in writing, no later than 30 days before the date on which the Annual Meeting is to be conducted of (1) his intention to run for election to office and/or Council position and (2) of the office or position for which he is interested in running. In order to ensure that this notification requirement is met, the Chairman shall, no later than 90 days before the Annual Meeting, in writing, remind all Section members of this requirement. The Chairman may also provide an appropriate form for use by members in meeting the notice requirement.

Section 2. Minimum Qualifications. To be eligible to hold any office for a position on the Council, a member must have participated in at least one annual or special business meeting of the Section or attended a Section sponsored seminar or program. To be eligible to hold an Officer position on the Council, a member must have participated in at least one annual or special business meeting of the Section. Challenges to the eligibility of any person seeking a position must be made in writing to the Chairman of the Section and must be received by the Chairman before the Annual Meeting at which the election is to be conducted. The Council will meet in executive session, and, after obtaining any necessary information from the interested parties, decide the nominee's eligibility before the regularly-scheduled annual business meeting. The decision of the Council shall be final.

Section 3. Multiple Representation From Same Firm. No member who practices in the same law firm as two Officers or Council members shall be eligible for election as either Officer or Council member while the two members serve in that capacity.

Section 4. Election. The election of all Officers and Council members shall be held during the Annual Meeting. The election shall be by a majority vote of those members of the

Section personally in attendance at the meeting (no proxies), and shall be by raised hands ballot, unless otherwise ordered by resolution duly adopted by the Section during the Annual Meeting at which the election is held.

ARTICLE V.

DUTIES OF OFFICERS

Section 1. Chairman. The Chairman shall preside at all meetings of the Section and of the Council. He shall formulate and present at each Annual Meeting of the Louisiana State Bar Association a report of the work of the Section for the Section year then ending. He shall act as ex-officio member of all Section committees. He shall direct the affairs of the Section between meetings of the Council. He shall act as Chairman of the Section's seminar committee and shall act as moderator of the annual seminar presented by the Section. He shall perform such other duties and acts as usually pertain to his office, and may delegate any duties to other officers, Council members, or members as he sees fit.

Section 2. Vice-Chairman. The Vice-Chair shall perform all duties as may be assigned to him by the Chairman. During the disability of the Chairman, or upon his refusal to act, the Vice-Chairman shall perform the duties of the Chairman for so much of the remainder of the Chairman's term as the disability or refusal to act may continue.

Section 3. Secretary-Treasurer. The Secretary-Treasurer shall be the custodian of all books, papers, documents and other property of the Section. He shall keep a true record of the proceedings of all meetings of the Section, of the Council, and of committees of the Section. Subject to the supervision of the Chairman, he 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 after approval by the Association's Committee on Publications. He, in conjunction with the Chairman as authorized by the Council, shall attend generally to the business of the Section, and shall perform such other duties as may be assigned to him by the Chairman. During the disability of the Vice-Chairman, or upon his refusal to act, the Secretary-Treasurer shall perform the duties of the Vice-Chairman for so much of the remainder of the Vice-Chairman's term as the disability or refusal to act may continue.

ARTICLE VI.

DUTIES AND POWERS OF THE COUNCIL

Section 1. Powers. The Council shall have general supervision and control of the affairs of the Section, subject to the provisions of the Constitution and By-Laws of the Louisiana State Bar Association, the By-Laws of this Section, and the instructions of a majority of the Section members present and voting at an annual or special meeting of the Section.

Section 2. Action. All binding action of the Council shall be by a majority vote of the whole Council, conducted in a meeting, called by the Chairman and held either in person or by conference telephone call. If by conference telephone call, all members of the Council will be given sufficient notice of the telephone conference call, (normally not less than 24 hours) to allow members to participate in the conference call.

ARTICLE VII.

MEETINGS

Section 1. Annual Meetings. The Annual Meeting of the Section shall be held during the Annual Meeting of the Louisiana State Bar Association, with such program 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 Chairman, upon approval of the Council. Special meetings of the Section shall also be called by the Chairman, or in his default by any officer, upon the written request of five members of the Section. All special meetings will be conducted on a Saturday morning, in New Orleans, Baton Rouge, or Lafayette; at least ten days' written notice must be given of any special meeting.

Section 3. Quorum. The members of the Section present at any meetings shall constitute a quorum for the transaction of business.

Section 4. Majority Vote. Except as herein otherwise expressly provided, all binding action of the Section at the meeting shall be by a majority vote of those members of the Section personally in attendance at the meeting (no proxies).

Section 5. Rules of Order. The Chairman shall have the authority to conduct any meeting on an informal basis. However, at the Chairman's discretion, or upon a majority vote of the members in attendance at the meeting, Robert's Rules of Order, Newly Revised, shall control the conduct of the meeting.

ARTICLE VIII.

MISCELLANEOUS PROVISIONS

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

Section 2. Bills and Checks. All bills incurred by the Section shall, before being paid, be approved by the Chairman and either the Vice-Chairman or the Secretary-Treasurer, and checks for all disbursements shall be signed by any two of the officers, except as to funds appropriated by the Board of Governors of the Association, which shall be disbursed only by the proper officers of the Association on bills approved by the Council.

Section 3. Compensation. No salary or compensation, other than reimbursement for expenses properly incurred, shall be paid to any officer, council member or member of the Section or of a committee thereof.

Section 4. Effective Date. These By-Laws shall become effective immediately upon such approval thereof as may be required by the Articles and By-Laws of the Association.

Section 5. Printing. 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.

Section 6. Term Limitation. Unless made necessary to fill a vacancy in the next higher office pursuant to Article III, Section 5 hereof, no officer shall serve in the same capacity for more than one Section year, that year to begin on the date of each annual Section meeting and end on the date of the next annual Section meeting.

Section 7. Non-Partisan Party. The Section and its officers as spokespersons for the Section shall not adopt, endorse, or otherwise advocate any partisan political or legislative position or policy and shall adhere to any similar by-law or policy statement adopted by the Association.

ARTICLE IX.

AMENDMENTS

Section 1. Adoption. These By-Laws may be amended during the Annual Meeting of the Section by a two-thirds majority vote of the members of the Section personally present and voting (no proxies), or may be amended at any special meeting of the Section, called for that specific purpose, by a majority of the members of the Section personally present and voting (no proxies), provided that no amendment so adopted shall become effective until approved by the Board of Governors of the Association. However, no amendment can be considered unless the members are provided at least ten days' notice of the meeting at which the amendment will be considered.

Adopted, June 6, 2017.

RESOLUTION

WHEREAS, the Louisiana State Bar Association, Section of Labor Relations and Employment Law, adopted revised By-Laws for the Section on June 6, 2017, by vote of more than two-thirds of the Section's members present at a meeting held that date for said purpose;

WHEREAS, Article VII, Section 4 of the By-Laws of the Louisiana State Bar Association provides that the By-Laws of each Section and amendments to same shall become effective only upon the approval of the House of Delegates;

WHEREAS, a copy of the newly revised By-Laws of the Louisiana State Bar Association, Section of Labor Relations and Employment Law is attached hereto for the review and approval of the House of Delegates;

BE IT RESOLVED that the attached revised By-Laws of the Louisiana State Bar Association, Section of Labor Relations and Employment Law, adopted by the Section on June 6, 2017, be hereby approved by the Louisiana State Bar Association, House of Delegates.

Respectfully submitted this 22nd day of September, 2017, by the Louisiana State Bar Association, Section of Labor Relations and Employment Law through its undersigned Chairman, Kathryn M. Knight.

(original signed by Kathryn M. Knight)

LSBA SECTION OF LABOR RELATIONS
AND EMPLOYMENT LAW
KATHRYN M. KNIGHT, CHAIRMAN