

**BYLAWS  
OF THE  
SENIOR LAWYERS DIVISION  
OF THE  
LOUISIANA STATE BAR ASSOCIATION**

**ARTICLE I  
NAME AND PURPOSE**

**Section 1.** This Division shall be known as the Senior Lawyers Division of the Louisiana State Bar Association.

**Section 2.** The purpose of this Division is to encourage and maximize participation of senior lawyers in the operation and betterment of the Louisiana State Bar Association, while providing services and support to the senior members of the bar. The Division will provide a forum for study and discussion of senior lawyer questions arising under the laws of the State of Louisiana and the United States Constitution and offer assistance as appropriate for senior lawyers.

**ARTICLE II  
MEMBERSHIP**

**Section 1.** Any member of good standing of the Louisiana State Bar Association upon reaching the age of sixty-five (65) shall be enrolled as a member of the Division. Members so enrolled shall constitute the membership of this Division.

**ARTICLE III  
OFFICERS**

**Section 1.** The general officers of this Division shall be a Chair, Vice Chair, and a Secretary-Treasurer. The officers shall comprise the Executive Committee of the Division.

**Section 2.** Each officer shall be appointed by the President of the Association and shall hold office for a term of one year, to begin with the adjournment of the annual meeting of the Association and to end at the close of the next succeeding annual meeting of the Association, or until such time as a successor shall have been appointed.

**ARTICLE IV  
DUTIES OF OFFICERS**

**Section 1.** Chair. The Chair, or the Vice Chair in the absence of the Chair, shall preside at all meetings of the Division. The Chair shall establish such committees as are deemed necessary and appoint the committee chairs and members who are to hold office during the Chair's term. The Chair shall plan and supervise the program of the Division and the performance of all activities of the Division. The Chair shall formulate and present a report of

the work of the division for the year at each annual meeting of the Association, and shall perform such other acts as usually accompany the office.

**Section 2.** Vice Chair. The Vice Chair shall assist the Chair, performing such tasks as shall be assigned by the Chair. In the absence of the Chair, or upon the death, resignation or disability of the Chair, the Vice Chair shall perform the duties of the Chair for the remainder of the term of office; provided that, in the case of disability, the Vice Chair 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 Division, and shall keep a true record of the proceedings of all meetings of the Division and of the Executive Committee, whether assembled or acting under submission. With the Chair, the Secretary-Treasurer shall prepare a summary or digest of the proceedings of the Division at its annual meeting for publication in the Annual Report of the Louisiana State Bar Association. The Secretary-Treasurer, in conjunction with the Chair as authorized by the Executive Committee, shall attend generally to the business of the Division.

## **ARTICLE V THE EXECUTIVE COMMITTEE**

**Section 1.** The Executive Committee of the Division shall be composed of the officers and the retiring Chair, who shall be a voting member for one year following retirement.

**Section 2.** The Executive Committee shall have general duties and control as necessary for the administration of the affairs of the Division subject to the provisions of the Constitution and By-Laws of the Louisiana State Bar Association and the By-Laws of this Division.

**Section 3.** The Executive Committee of the Division is authorized to take action in the name of the Division during intervals between meetings of the Division. All binding action of the Executive Committee shall be by majority vote of the members of the Executive Committee present at such meeting.

**Section 4.** The Executive Committee, during the interim between annual meetings of the Division may, with the concurrence of the Chair, fill vacancies in its own membership or in the offices of the Vice Chair, Secretary-Treasurer, and, in the event of vacancies in the offices of both Chair and Vice Chair, then also in the office of Chair. Members of the Executive Committee and officers so elected shall serve until the appointment of a new member by the President of the Association.

**Section 5.** Members of the Executive Committee may vote in person when physically present at a meeting of the Executive Committee or when participating by telephone, video conferencing or other electronic means. When members contemplate absence, they may communicate their vote on any proposition to the Secretary-Treasurer and have it counted with the same effect as if cast personally at such meeting.

**Section 6.** The Chair of the Division may submit or cause to be submitted in writing to each of the members of the Executive Committee any proposition upon which the Executive Committee may be authorized to act, and the members of the Executive Committee may vote such propositions as submitted, by communicating their vote thereon, in writing over their respective signatures, to the Secretary-Treasurer, 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 Executive Committee thereon, and keep on file such written and signed votes. If the votes of a majority of the members of the Executive Committee 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 Executive Committee. The Executive Committee of the Division may take action in the name of the Division whenever proposals are brought before the Executive Committee for an expression of views and recommendations to the Board of Governors of the Association.

## **ARTICLE VI MEETINGS**

**Section 1.** Meetings of the Division may be called by the Chair upon approval of the Executive Committee, at such time and place as the Executive Committee and Chair may determine. The Division shall meet no less than twice a year, once at the annual meeting of the LSBA and once at the midyear meeting.

**Section 2.** The members of the Division present at any meetings shall constitute a quorum for the transaction of business, and the Division shall be bound by a majority vote of the members present at such meetings.

**Section 3.** Meetings of the Executive Committee will be designated by the Chair and may also be called at the request of any member of the Executive Committee.

**Section 4.** The Executive Committee shall meet no less than quarterly.

## **ARTICLE VII MISCELLANEOUS PROVISIONS**

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

**Section 2.** All bills incurred by the Division shall, before being paid, be approved by the Chair or Vice Chair and the Secretary-Treasurer, or otherwise as the Executive Committee may direct, and checks for all disbursements shall be paid by the Association in accordance with established procedures.

**Section 3.** No salary or compensation shall be paid to any officer or committee member.

**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 Division or for the Executive Committee or any committee of the Division shall be done under the supervision of the Executive Director of the Louisiana State Bar Association.

## **ARTICLE VIII AMENDMENTS**

**Section 1.** These Bylaws may be amended at any Annual Meeting of the Division by a majority vote of the members of the Division present and voting, provided such proposed amendment shall first have been approved by a majority of the Executive Committee, and provided further that no amendment so adopted shall become effective until approved by the House of Delegates of the Louisiana State Bar Association.

**Section 2.** The Executive Committee may propose amendments by majority vote of the Executive Committee. Amendments also may be proposed by submission in writing to the Executive Committee in the form of a petition signed by at least ten members of the Division in time for it to be considered by the Executive Committee at a meeting before the meeting of the Division at which it is to be voted upon. The Executive Committee 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 Division by the Secretary-Treasurer prior to the meeting of the Division at which they will be voted upon.

