

EASL: SUMMARY OF BYLAWS** AND RELEVANT ROBERTS RULES OF ORDER

Fiscal and Administrative Year: The fiscal and administrative year of the Section begins on July 1st and ends on June 30th of the following year. **Current Officers and Non-Officer Members of the Executive Council stay in office until the start of the next section administrative year.**

Roberts Rules of Order: Unless otherwise stated in the Bylaws, the most current edition of Roberts Rules of Order (“RR”) governs the conduct of Section meetings.

Members: Any Florida Bar Member in good standing is eligible for membership as a **General Member** and any person who is working or involved in the arts, sports, or entertainment industries, including law students, is eligible to become a **non-voting Affiliate Member**.

The Executive Council (“EC”): The EC collectively consists of **5 Officers**, namely, the Chair, Chair-Elect, Secretary, Treasurer, and Immediate Past Chair (“IPC”) each serving a 1 year term, and **10 Non-Officer EC Members**, each serving a 2-year term, staggered so that one-half takes office each section year.

- **The IPC does not count toward a quorum at any EC meeting, is not entitled to vote** on any EC business **except** as a mandatory member of the **Nominating Committee** and is unable to serve as an EC member for at **least 2 years after expiration** of his or her term. **A Committee Chair is not entitled to vote or count toward a quorum** unless also a **duly elected or appointed EC member**.
- **Any EC Member** who has not attended **at least 1/3 of properly noticed meetings** in any administrative year is **deemed resigned**. Any unscheduled vacancy is filled for the balance of the term by the EC at the next EC meeting.

Eligibility/Duties of Officers and Non-Officer EC Members: Prior to nomination, a **Non-Officer EC Member** must have been a **Section Member** in good standing for **at least 2 years** and demonstrated a commitment to Section Service. **The Secretary or Treasurer** must have been a **Non-Officer EC Member for at least 2 out of the last 3 years prior to nomination** and demonstrated a Section leadership role. **The Chair or Chair-Elect** must have served **in at least one office for a minimum period of 8 continuous months before nomination**. The specific duties of each Officer and Non-Officer EC Member are found in Section 4.2 and 5.3, respectively, including the EC’s specific duty to approve an Annual Budget at a duly called EC meeting.

Committees: The Chair assigns Committees and Committee Chairs in his or her discretion **except that the Section is required to have a Legislative Committee** consisting of **at least 3 members**, including the Chair, and a **Nominating Committee** consisting of the **IPC, the Chair, and the Chair-Elect**.

EC Meetings: An EC Meeting may be called by either the Chair or a majority of the EC Members. **The Section Administrator must give notice** of any EC meeting by email **at least 10 days** before an **EC Meeting**. If Amendments to the Bylaws are to be considered, **the Section Administrator** must provide the exact language of any **proposed Amendments at least 15 days** before an EC meeting noticed for the vote;

- The Chair may permit attendance by telephone conference calls, video conference or any other electronic means (collectively, “Electronic Means”). Those persons participating by Electronic Means **count towards meeting a quorum and are permitted to vote**.
- Voting by proxy is not permitted; Voting by e-mail is extremely limited (See Section 5.5).

**** A COMPLETE SET OF THE BYLAWS IS POSTED AT WWW.EASL.INFO UNDER MENU ITEM “ABOUT”.**

Annual Meeting of Members: An Annual Meeting will be held each year either in conjunction with the Florida Bar's Annual Meeting or off-site in May or June. **The Section Administrator** must give notice of the **Annual Meeting** on the Section Website at least **30 days before the meeting**. The Chair may permit participation at the Annual Meeting by Electronic Means; if permitted, the Section Administrator must **post call-in information** on the Section Website **at least 3-business days** before the meeting. **Only Members physically present, however, can vote at the Annual Meeting.**

- The primary purpose of the Annual Meeting is for Members to vote **first** on any vacant or contested offices **and next to vote for vacant or term limited Non-Officer EC Members. The Nominating Committee must release its proposed slate of candidates 1 week before the Annual Meeting. Nominations** also may be taken **from the floor. In all cases, the proposed candidate must be verified as eligible prior to taking a vote.**
- Members also vote on **any proposed amendments to the Bylaws previously approved by the EC.** The Section Administrator must post the exact language of any such amendments **at least 30 days prior** to the Annual Meeting on both the Section Website and List Serve. **Other matters not requiring** specific prior notice also may be discussed at the Chair's discretion.

Quorum: There is **no quorum requirement for Membership Meetings, including the Annual Meeting. An EC meeting may not be convened until a majority of voting EC Members** are either physically present at the meeting or present by duly authorized Electronic Means.

- **Once a quorum at a meeting has been established, the continued presence of a quorum is presumed to exist only until the Chair or any other Member alerts the assembly through a Point of Order that a quorum is no longer present. (RR)**
- **Once a Point of Order has been made and a quorum is no longer present, there may be no substantive action taken except that the meeting may be declared adjourned. All action taken prior to such Point of Order is deemed binding. (RR)**

Voting: **At a Member Meeting, substantive action is binding upon a majority vote of those physically present and eligible to vote. At an EC Meeting, if a quorum has been met and duly maintained prior to voting, substantive action is binding upon a majority vote of EC Members present at the meeting.**

Motions Generally: For a motion to be heard, **it must first be made by a Member recognized by the Chair and then seconded by a different Member.** Once a motion is seconded, discussion may follow. Only one motion may be discussed at any one time.

- Minor changes may be made during discussion upon a Motion to Amend and seconded. Major changes may be made during discussion upon a Motion to Substitute and seconded.
- If there are no changes or substitutions, then the motion must be called for a vote and either passed, defeated, tabled, referred to committee or postponed indefinitely.

Miscellaneous: Amendments to the Bylaws may be made first by vote of the EC, then by vote of the Members at the Annual Meeting and then submitted for approval by the Board of Governors. Violation of the **List Serve rules** results in removal from listserv participation. No Section Member is entitled to compensation for services rendered to the Section but the EC may authorize reasonable out-of-pocket expenses if notified before they are incurred. In the case of an emergency related to Section Business the Chair may authorize the disbursement of up to \$250.00 without EC approval prior to disbursement.