

**BY-LAWS OF THE
CONSTRUCTION LAW SECTION
OF THE TRAVIS COUNTY BAR ASSOCIATION**

ARTICLE 1

Name and Purpose of the Section

Section 1.01 Name. The name of this Section shall be the Construction Law Section of the Travis County Bar Association.

Section 1.02 Purpose. The purpose of this Section shall be to work with the State Bar and with neighboring associations in the furtherance of the common projects related to the legal profession, with particular emphasis on Construction Law, to provide liaison and opportunity for professional development for Members of the bench and bar who are engaged in, or who have an interest in the construction law practice, and to provide continuing legal education in this field.

ARTICLE 2

Membership

Section 2.01 Members. The members of the Section shall consist of those members of the Travis County Bar Association who have paid the dues for membership established from time to time by these By-Laws.

Section 2.02 Services. The Section may, through its Council, establish fees and charges for such services or benefits that the Association may from time to time provide. The Council shall have authority to establish different levels of fees and charges for members and non-members. The services and benefits to be provided by or through the Section shall be determined by its Council.

Section 2.03 Dues. The annual dues for membership shall be \$15.00. Members who are duly qualified and have paid such dues shall be members of the Section until January 1 of the year following the date of such qualification and payment. Membership in the Section shall in no event continue if a member is not qualified to be member. Dues shall be pro-rated in the event a person is a member of less than a full year.

Section 2.04 Honorary Members. Members of other bars and other persons of distinction in the law or in other disciplines, may be elected by the Council to honorary membership in the Section.

Section 2.05 Voting Privileges. All regular members of the Section shall have equal rights and privileges.

Section 2.06 General Powers. This Section shall have power to assess dues and amend the By-Laws for its government. It shall have power to remove officers and suspend or expel members for good cause, upon written charges against them by a member and due notice of the charges and of the time they will be brought before the Section. Each regular member shall pay the annual dues fixed by the Council.

ARTICLE 3

Officers

Section 3.01 Officers. The officers of this Section shall be a Chair, a Chair-Elect, and a Secretary/Treasurer. The Chair-Elect and Secretary/Treasurer shall be nominated and elected, in the manner hereinafter provided, at each annual meeting of this Section, to hold office for a term beginning at the close of the annual meeting at which they shall have been elected and ending at the close of the next succeeding annual meeting of the Section, or until their successors shall have been elected and qualified. The Chair-Elect shall automatically become the Chair of the Section at the close of the next succeeding annual meeting of the Section following the meeting at which he or she shall have been elected Chair-Elect.

Section 3.02 Duties. The principal duties of the several officers are as follows:

(a) Chair. The Chair shall preside at all meetings of the Section and of the Council. Subject to the control of the Council, the Chair shall have general charge and supervision of the administration of the affairs and business of the Section. He or she shall sign and execute all legal documents and instruments in the name of the Section when authorized to do so by the Council. He or she shall also submit a report of the activities and business affairs of the Section at each annual meeting of the Council and at other times when called upon to do so by the Council. The Chair of this Section shall be its representative to the Board of Directors of the Travis County Bar Association.

(b) Chair-Elect. The Chair-Elect shall discharge the duties of the Chair in the event of his or her absence or disability for any cause whatever, and shall perform such additional duties as may be prescribed from time to time by the Chair and/or the Council.

(c) Secretary/Treasurer. The Secretary/Treasurer shall have charge of the records and correspondence of the Section under the direction of the Chair. The Secretary/Treasurer shall give notice of and attend all meetings of the Council and shall take and keep true minutes of all meetings of the Council and annual meeting of the membership. The Secretary/Treasurer shall discharge such other duties as shall be assigned by the Chair. Additionally, the Secretary/Treasurer shall keep account of all moneys, credits and property of the Section which shall come into the hands of the Secretary/Treasurer and keep an accurate count of all moneys received and discharged. Except as otherwise ordered by the Council, the Secretary/Treasurer shall have the custody of all the funds and securities of the Section and shall deposit the same in such banks or depositories as the Council shall designate. The Secretary/Treasurer shall keep proper books of account and other books showing at all times the amount of the funds and other property belonging to the Section. All of which books shall be open at all times to the inspection of the Council. The Secretary/Treasurer shall also submit a report of the accounts and financial condition of the Section at each annual or regular meeting of the Council. The Secretary/Treasurer shall, under the direction of the Council, disburse all monies and sign all checks and other instruments drawn on or payable out of the funds by the Section which checks, however, may also be required by the Council to be signed by the Chair or Chair-Elect. In general, the Secretary/Treasurer shall perform all the duties that are incident to the office of Secretary/Treasurer, subject to the direction of the Council, and shall perform such additional duties as may be prescribed from time to time by the Council. The Secretary/Treasurer shall give bond only if required by the Council.

Section 3.03 Term of Office. Officers shall hold their places for one year and until their successors shall be elected as provided by these By-Laws.

Council. There shall be a Council consisting of the officers, the immediate past Section Chair, and four other members elected by the Section. The non-officer Council members shall serve staggered two-year terms. Each year two new Council members will be elected, and the two Council members completing their two-year terms will either be promoted to officer or will leave the Council.

ARTICLE 4

Duties and Power of the Council

Section 4.01 The Council shall have general supervision and control of the affairs of the Section subject to the provisions of the Articles of Incorporation and By-Laws of the Travis County Bar Association and the By-Laws of this Section. During the interval between meetings of the Section, the Council shall have full authority to act for the Section in any way in which the Section itself would be authorized to act, and any such action taken by the Council pursuant to this provision shall be reported to the members of the Section at the next meeting of the Section. The Council shall specially authorize all commitments or contracts which shall entail the payment of money, and shall authorized expenditure of all monies appropriated for the use or benefit of the Section. It shall not, however, authorize commitments or contract which shall entail the payment of more money during any fiscal year than funds actually available to the Section.

Section 4.02 The Council, during the interim between annual meetings of the Section, may fill vacancies in its own membership, in the office of Secretary/Treasurer, or in the event of a vacancy in both the office of Chair and Chair-Elect, then in the office of Chair. Members of the Council and officers so selected shall serve until the close of the next annual meeting of the Section.

Section 4.03 A majority of the Council shall constitute a quorum and all binding action of the Council shall be by a majority vote of the members present and voting.

Section 4.04 The Chair of the Section may, and upon the request of any member of the Council, 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. If the votes of a majority of the members of the Council shall be in favor of such proposition such majority vote shall constitute the binding action of the Council.

Section 4.05 If any elected member of the Council shall fail to attend three successive meetings of the Council, the Council may, in it discretion, consider the office held by such member to be vacated, and Council shall fill the vacancy for the unexpired term.

ARTICLE 5

Nomination and Election of Officers and Members of the Council

Section 5.01 Nominations. Not less than twenty-one days before the annual meeting the Chair shall appoint a Nominating Committee of at least three members of the Section and

shall include the immediate past Section Chair. Other than the immediate past Section Chair, the Nominating Committee shall not include more than one other member of the Council. Two members of the Nominating Committee shall constitute a quorum. If less than a quorum is present, the Chair of the Section shall appoint new members sufficient to constitute a quorum. The Nominating Committee shall make and report to the Section at the annual meeting nominations for Chair-Elect, Secretary/Treasurer and for members of the Council for terms then expiring and to fill any existing Council vacancies. Other nominations may be made from the floor.

Section 5.02 Elections. All elections shall be held at the annual meeting. All elections shall be by secret ballot by a majority of those members present and voting unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held.

ARTICLE 6

Committees

Section 6.01 Special Committees. The Chair, with the advice and consent of the majority of those members in attendance at any regular meeting, or of two members of the Council of the Section, shall have authority to create and appoint special committees as needed to carry out the purposes of the Section, giving to them such specific authority as is consistent with the By-Laws.

ARTICLE 7

Meetings

Section 7.01 Annual Meetings. The annual meeting of the Section shall be held in May or June of each year at the same place and time at which at the regular May or June meeting is held.

Section 7.02 Special Meetings. Special meetings of the Section may be called by the Chair upon approval of a majority of the Council, at such time and place as the Council may determine.

Section 7.03 Regular Meetings. Regular meetings of the Section shall be held at the time and place designated by the Council.

Section 7.04 Notice of Meetings. Reasonable notice of the time and place of all regular and special meetings shall be given members by the Section or by notice from the Travis County Bar Association, including notice of the purpose of such meetings.

Section 7.05 Quorum. The members of the Section present at any regular or special meeting shall constitute a quorum for the transaction of business. A majority vote of those present and voting shall constitute the will of the Section, except where otherwise provided in the By-Laws.

ARTICLE 8
Miscellaneous Provisions

Section 8.01 The Fiscal Year of the Section shall be the same as that of the Travis County Bar Association.

Section 8.02 No salary or compensation shall be paid to any officer or member of the Council.

Section 8.03 Seminars and institutes may be held at such times and places as the council may determine.

Section 8.04 These By-Laws shall be effective upon approval by a majority of the members present at a regular meeting of this Section.

ARTICLE 9
Amendments

Section 9.01 Amendments. These By-Laws may be amended at any meeting of the Section by a majority of members present and voting, provided such proposed amendment shall first have been approved by a majority of the Council Notice of any proposed amendment to these By-Laws shall be included in the notice to the members of the Section of the meeting at which such amendment is to be considered.