

**BY – LAWS
OF
DADE COUNTY CHAPTER OF
THE FLORIDA ASSOCIATION FOR WOMEN
LAWYERS.**

ARTICLE I – NAME

The name of this organization shall be the Miami-Dade County Chapter (hereinafter, the “Chapter”) of the Florida Association for Women Lawyers.

(Amended April 13, 2000)

ARTICLE II – OFFICE

The principal office of this Chapter shall be designated by the president of the Chapter.

ARTICLE III – OFFICE

There shall be a monthly meeting of this Chapter to be held on a day to be scheduled by the Board of Directors no later than the day of the Board meeting which is held in the month prior to the monthly meeting. Such meeting shall be called by notice mailed, faxed or e-mailed to the members of the Chapter by the Secretary or such other officer-person as the President may designate.

(Amended April 13, 2000)

Special meetings of the Chapter may be called by the President or by any three officers or by ten members of the Chapter provided notice is communicated by mail, fax or e-mail to the members of the Chapter of the time and place of such meeting and the purpose of such meeting at least ten (10) days prior thereto.

ARTICLE IV – MEMBERSHIP

Membership in this chapter shall consist of the following categories:

SECTION 1: FULL MEMBERS: Members in good standing of the Bar in any State shall be eligible for full membership in this Chapter upon acceptance of application and payment of dues. Such member shall have all the privileges of this Chapter, including the right to vote and hold office.

(Amended April 13, 2000)

SECTION 2: HONORARY MEMBERS: Any lawyer, distinguished in the profession or any other person who demonstrates outstanding contributions and service to the Association, upon resolution duly adopted by the board of Directors, may be enrolled as an Honorary Members shall not be entitled to vote or hold office.

SECTION 3: STUDENT MEMBERS: Any law student shall be eligible for a student membership upon enrolling in an accredited law school, which membership shall be available until admittance to any State Bar is obtained. Student members shall be entitled to vote or hold office and shall pay membership dues as set by the Board of Directors.

SECTION 4: NON-LAWYER MEMBERS: Any non-lawyer who is interested in or desires membership in FAWL may upon completion and acceptance of application and payment of dues become a non-lawyer member. Non-lawyer members are no eligible or entitled to vote or hold any executive office or serve on the Board of Directors.

(Amended July __, 2004)

SECTION 5: SUSPENSION OR EXPULSION OF MEMBERS: A member disbarred from practicing law in any state shall be automatically dropped from membership in this Chapter and cannot be reinstated until having been readmitted to practice law in that State.

(Amended July 25, 1984)

ARTICLE V – FISCAL YEAR

This Fiscal year of this Chapter shall be from July 1 to June 30 of the following year.

ARTICLE VI – DUES

SECTION 1: Annual dues for full and non-lawyer members shall be eighty dollars, of which forty dollars is for State FAWL dues, but should State FAWL dues change, the Chapter dues will automatically change to at least thirty dollars more than State FAWL dues without need to amend this by-laws article. Annual dues for student members shall be thirty dollars, ten dollars of which is for State FAWL; and should State FAWL dues change; the student member dues shall be automatically increased to at least ten dollars more than the State FAWL dues without need to amend this by-laws article. Government and non-profit employee dues will be sixty dollars, of which forty dollars is for State FAWL

dues, but should State FAWL dues change, the Chapter dues will automatically change to at least thirty dollars more than State FAWL dues without need to amend this by-laws article. Lawyers experiencing financial hardship may petition the Board of Directors for special exception.

(Amended April 13, 2000)

(Amended July __, 2004)

SECTION 2: No member shall be in good standing or be qualified to exercise a vote after September 1 of any fiscal year whose dues for the current fiscal year are not paid.

SECTION 3: If any member is in default in payment of dues after September 1, the Treasurer of this Chapter or other person as the President may designate shall notify such member by mail, fax, or e-mail.

(Amended April 27, 1982)

(Amended April 13, 2000)

ARTICLE VII – OFFICERS

SECTION 1:

(A) The officers of this chapter shall be a President, President-Elect, Secretary, Treasurer, and a Newsletter Editor. Term of office shall be one year, or until their successors shall have taken office.

(Amended July 25, 1984)

(Amended April 13, 2000)

(B) Any officer or member of the Board of Directors who fails to attend three (3) meeting (Board Meetings or General Meetings) without a valid excuse presented to the President, with be dismissed from their his or her duties as Officer or Member of the Board of Directors. The President shall then appoint a new person to fill the vacated position.

(Amended March 23, 1983)

(Amended April 13, 2000)

SECTION 2: The president shall preside at all meeting as the Chapter, shall create all necessary committees not provided for elsewhere herein, and appoint the chairs thereof, and shall perform the usual duties incumbent upon a President. The President Shall serve as an ex-officio member of the Board of Directors for one year succeeding the term served as President, and shall have all privileges of board membership, including the right to make motions and vote.

(Amended July 25, 1984)

(Amended April 13, 2000)

SECTION 3: ELIGIBILITY: The President shall have been a Regular Member in good standing for not less than two years and shall have been elected and have served as an officer or director for not less than one year preceding his or her election. All other officers shall have been Regular Members in good standing for not less than one year preceding their election.

(Amended March 22, 1988)

(Amended April 13, 2000)

SECTION 4: The President-Elect shall perform duties of the President in the absence of the President. In the event the office of the President shall be come vacant, the President-Elect shall serve in the place of the President for the unexpired term. The President-Elect shall be responsible for membership development and together with the State FAWL Chapter representative shall be responsible for the State FAWL Chapter coordination and together with the designated mentor-mentee chairperson shall be a liaison with law student members.

SECTION 5: The Secretary shall keep a record of all meetings of the Chapter; shall send out notices at the request of the President or any three officers of the Chapter; shall attend to such correspondence as necessary for the Chapter and shall perform such other duties as requested by the President.

(Amended July 8, 2000)

SECTION 6: The Treasurer shall collect and disburse all funds of the Chapter, as directed by the officers, shall maintain accurate books of account for the Chapter, and shall maintain membership records. An updated membership roster shall be provided by the Treasurer to State FAWL on a regular basis.

(Amended April 13, 2000)

SECTION 7: The Newsletter Editor shall collect and edit articles consistent with the interests of the membership as determined by the Newsletter Editor; and shall coordinated and oversee publication of such newsletter to be distributed to the membership periodically.

(Amended April 13, 2000)

SECTION 8: All vacancies shall be filled by appointment by the President.

(Amended April 13, 2000)

ARTICLE VIII – DIRECTORS

The Board of Directors shall consist of the officers and the directors at large, the latter of which shall consist of not fewer than three (3) nor more than eleven (11) pursuant to the Articles of Incorporation. Such Directors shall be elected annually for

a term of one (1) year concurrent with the election and term of the Officers of this Association.

A majority of the Board of Directors shall constitute a quorum at any Board Meeting of the Association. Such quorum may be convened through telephone conference or other electronic communication. A majority vote of the quorum authorizes any action. Vacancies occurring during any Director's term shall be filled by an appointment by the President, such appointee to serve the remainder of the term only.

(Amended March 30, 1982)

(Amended April 13, 2000)

The Board of Directors shall discuss general policies of the organization and vote on such policies, and shall coordinate activities and perform such other functions as become necessary. Each member of the Board of Directors shall be entitled to make and second motions and vote on all motions made and seconded. E-mail, fax, teleconference, web-based communications or any other electronic communication method may be used for voting; physical presence is unnecessary for voting.

(Amended April 13, 2000)

(Amended July __, 2004)

ARTICLE IX – ELECTIONS

SECTION 1: CANDIDATES:

A. On or before May 1st of each year, or on a date designated by the President, qualified candidates interested in running either for an office or for the Board of Directors, shall submit their names in writing to the President or other person designated by the President. Each name submitted must be supported by the signature of six (6) Regular member of FAWL, Miami-Dade County Chapter.

(Amended April 13, 2000)

B. A person may submit his or her name as a candidate for only one office.

(Amended April 13, 2000)

SECTION 2: PROCEDURE FOR ELECTIONS:

A. An Election Committee consisting of the Secretary and three (3) Regular Members in good standing appointed by the President, shall canvas the nominations and cause to be mailed, faxed, e-mailed, or electronically disseminated to each Regular member in good standing a ballot containing the names of those

nominated and designating the time and place where the ballots are to be counted. Ballots will also be accepted if faxed, e-mailed, or electronically communicated, by Regular Members in good standing. All ballots shall be opened and counted at the designated time and place.

(Amended July 16, 2004)

B. Elections shall be by the highest number of votes cast. The nominee(s) for any office or director's position to be filled, receiving the largest number of votes, shall be elected.

C. The Elections Committee acting by a majority thereof shall conduct and supervise all elections hereunder and shall determine the results thereof and any controversies arising in connection therewith, subject to an appeal to the Board of Directors within ten (10) days. This Committee may delegate clerical duties required to be performed.

(Amended March 22, 1988)

(Amended April 13, 2000)

ARTICLE X – POLITICAL ENDORSEMENTS

Endorsement procedures shall be formulated consistent with the By-Laws of the Statewide Florida Association for Women Lawyers, as follows:

(Name Change Amended March 22, 1988)

SECTION 1: An Endorsement Committee may be established by the President which shall consist of at least three (3) members, one (1) of whom is a member of the Board of Directors, for the purpose of making statewide election endorsements and for approval of local statewide election Endorsement Committee's recommendations. The committee chair may appoint additional members. The committee shall interview and evaluate the candidate prior to endorsement to ensure that the candidate endorsed is supportive of the goals and objectives of this Association.

SECTION 2: In any election which is not statewide and the constituency of the candidate covers a geographic area where more than one chapter has been established and those chapters are participating in the endorsement process, those chapters shall establish a joint Endorsement Committee consisting of three (3) members from each chapter to represent that chapter on the joint committee. Co-endorsements or recommendations for no endorsement shall be permitted. In the event of a tie vote of the joint committee, a Florida Association For Women Lawyers state association Endorsement Committee shall break the tie.

SECTION 3: Local chapters may determine the manner in which their chapter shall conduct, if at all, the endorsement process.

SECTION 4: Local chapters which desire to endorse any candidate running in a statewide election must submit the statewide election endorsement recommendation to the Board of Directors of the Florida Association for Women Lawyers for formal endorsement by the Association.

SECTION 5: Upon its own authority a Florida Association for Women Lawyers state association endorsement committee may endorse in statewide elections. Upon receipt of a statewide election endorsement recommendation from a local chapter and approval of such recommendation by two-third (2/3) of the Board, the Board shall in the name of the Association and the local chapter formally issue an endorsement of the candidate.

SECTION 6: Candidates for public office so endorsed shall be eligible to receive contributions from a political action committee duly appointed by the President and for the purpose of making contributions, the members of the Board of Directors of the Association shall, *ex officio*, be members of the Board of Directors of the Political Action Committee.

SECTION 7: Law school chapters shall not endorse unless the candidate has already been endorsed by a local chapter or the state association. However, local chapters are encouraged to invite law student members' participation in the endorsement process.

ARTICLE XI – INDEMNIFICATION

Indemnification of officers/directors, employees and agents of the Chapter, shall be pursuant to Chapter 607 of the Florida Statutes (1999).

(Amended April 13, 2000)

ARTICLE XII – BOOKS AND RECORDS

The books and records of the Chapter shall be housed in the office of the President or such other board member as the President shall designate.

(Amended April 13, 2000)

ARTICLE XIII – PARLIAMENTARY PROCEDURE

Robert's Rules of Order, Revised, shall govern all meetings of this Chapter, where not inconsistent with the By-Laws of this Chapter and where such By-Laws are silent.

ARTICLE XIV – AMENDMENTS

To amend the By-Laws, a copy of proposed changes must be disseminated to all voting members in writing via mail, fax, e-mail, web-based communication, or any other electronic communication method allowing at least thirty (30) days advance notice of voting. Voting may occur at a monthly meeting, a special set meeting, or via mail, fax, e-mail, web-based communication, or any other electronic communication method as long as a vote submission period of thirty (30) days is provided. Votes received prior to the expiration of the thirty (30) day submission period will be counted by at least two Board of Directors members. A majority is required to amend the by – laws.

(Amended March 22, 1988)

(Amended April 13, 2000)

(Amended July 16, 2004)