

BY-LAWS
CONSTRUCTION LAW SECTION*
NORTH CAROLINA BAR ASSOCIATION

ARTICLE I

Name and Purpose

Section 1. **Name.** This Section shall be known as the Construction Law Section of the North Carolina Bar Association.

Section 2. **Purpose.** The purpose of the Section shall be to further the purposes of the North Carolina Bar Association as stated in Article 1.2 of its By-Laws and to bring together members of the North Carolina Bar Association with a special interest in construction law practice.

ARTICLE II

Membership

Section 1. **Eligibility.** Any member in good standing of the North Carolina Bar Association shall be eligible for membership in the Section.

Section 2. **Admission to Membership.** Admission to membership shall be by application and by payment of the Section dues.

Section 3. **Quorum for Meeting of Membership.** Those members of the Section present at meetings of the Section membership duly called as provided for in the By-laws shall constitute a quorum.

*Article 7.5 of the By-Laws of the N.C. Bar Association provides: "Ex-Officio Members. The President, President-Elect and Executive Director shall be ex-officio members of all sections and section councils."

ARTICLE III

Officers

Section 1. Chair and Vice-Chair. The Chair and Vice-Chair of the Section shall be appointed by the President-Elect of the North Carolina Bar Association. The Council may submit recommendations for each office in writing to the President-Elect by no later than March 1 of each year. The Chair shall perform the duties and have the responsibilities of the Chief Executive Officer of the Section. The Chair shall preside at meetings of the Council and at meetings of the Section. The Chair shall have such other and further duties as the Section, from time to time, may provide. The Vice-Chair shall assume the duties of the Chair in the absence of the Chair and shall have such other and further duties as the Chair or the Section, from time to time, may provide.

Section 2. Secretary. At the last Council meeting of the Bar year, the Council shall elect a Secretary who shall, in consultation with the Director of Section Activities of the North Carolina Bar Association, maintain the rolls and records of the Section and shall have the further responsibility of preparing and maintaining such other records and reports of the Section as may become necessary. The Secretary shall have such other duties as the Chair or the Section, from time to time, may provide.

Section 3. Treasurer. At the last Council meeting of the Bar year, the Council shall elect a Treasurer who shall, in consultation with the Director of Section Activities of the North Carolina Bar Association, maintain the financial records of the Section and shall provide such reports and records of the Section as may become necessary. The Treasurer shall have such other duties as the Chair or the Section, from time to time, may provide.

Section 4. Term. Officers of the Section shall serve a one-year term which shall coincide with the terms of office of the officers of the North Carolina Bar Association. No Section officer shall serve more than two consecutive terms in the same office except upon application to and approval by the Board of Governors of the North Carolina Bar Association.

Section 5. Eligibility for Officer Positions. Only members in good standing with the Construction Law Section shall be eligible for consideration as an Officer under Article III or as a Council member under Article IV, and such members shall remain in good standing with the Construction Law Section during their tenure as an Officer or Council member hereunder.

ARTICLE IV

Council

Section 1. Composition. The Section shall have a Council composed of the officers of the Section and 15 members-at-large elected by the membership of the Section.

Section 1.a. Young Lawyers. At least one voting member on the Council shall be 36 years of age or younger at the time of election.

Section 2. Nomination. The Section shall have a nominating committee comprised of the current Section Chair and the 4 most recent past Section Chairs. The immediate past Section Chair shall serve as chair of the nominating committee. The current Vice-Chair shall be an ex officio member of the nominating committee. The nominating committee shall prepare a report to be presented at the annual meeting of the Section. The report of the nominating committee shall contain nominations for the 15 members of the Council. The initial report of the nominating committee shall include nominations for 5 members of the Council who shall serve a one-year term, 5 members of the Council who shall serve two-year terms and 5 members of the Council who shall serve three-year terms. Thereafter, the nominating committee shall present a report at each annual meeting listing nominations for expired terms. All terms, except for the initial Council, shall be for three years and each council member's term shall begin in June just prior to the next Annual Meeting of the North Carolina Bar Association following the Annual Meeting of the Section at which the council member was elected. If any elected member of the Council shall fail to attend two successive meetings of the Council without good cause,

such member's office shall be automatically vacated.

Section 2.a. **Vacancy.** The nominating committee shall make nominations at the Annual Meeting of the Section to fill any vacancies which may occur on the Council. Additional nominations may be made from the floor in accordance with the election procedures to be specified by the Section.

Section 3. **Powers.** The Council shall be the governing body of the Section subject to the control of the Board of Governors of the North Carolina Bar Association.

Section 4. **Regular Meetings.** The Council shall hold an annual meeting and other meetings as needed.

Section 5. **Quorum.** A majority of the members of the Council shall constitute a quorum for the purpose of transacting business.

Section 6. **Special Meetings.** Special meetings of the Council shall be held at any time at the call of the Section Chair, any three members of the Council or of the President or the Board of Governors of the North Carolina Bar Association.

Section 7. **Notice of Meetings.** All meetings of the Council, except the annual organizational meeting, shall be upon not less than ten (10) days notice by mail to all Council members.

Section 8. **Executive Committee.** There shall be a standing committee denominated the Executive Committee. It shall be chaired by the Chair of the Section and shall have as its other members the Immediate Past Chair and Vice Chair of the Section, secretary, treasurer and two other members of the council, elected by the council. It shall have the power to act in the place and the stead of the Council in the intervals between meetings of the Council. Five of the seven members shall constitute a quorum, and all action shall be by a majority vote of those present. The Chair of the Section may call a meeting of the Executive Committee upon reasonable notice to all committee members. Any action of the Executive Committee shall be reported at the next meeting of the Council.

Section 9. **Eligibility for Council Positions.** Only members in good standing with the Construction Law Section shall be eligible for consideration as an Officer under Article III or as a Council member under Article IV, and such members shall remain in good standing with the Construction Law Section during their tenure as an Officer or Council member hereunder.

ARTICLE V

Committees

Section 1. **Committees.** The Council may designate such standing or special committees as it may deem appropriate.

Section 2. **Jurisdiction.** The Council shall establish the jurisdiction of the Section committees and shall resolve any dispute among its committees. The Board of Governors of the North Carolina Bar Association shall govern any disputes concerning the jurisdiction of the Section committees in relation to the jurisdiction of the various Sections, Standing and Special Committees of the North Carolina Bar Association.

ARTICLE VI

Miscellaneous Provisions

Section 1. **Annual Meeting of the Section.** The Section shall have at least one meeting for the entire membership of the Section. The Section may hold such other meetings of the entire Section as the Council or Chair may deem necessary. The annual meeting of the Section shall be held in the Fall of the year, the exact date to be selected by the Council. The nominating committee of the Section shall make its report and the Section shall hold elections for the members of the Council at its annual meeting.

Section 2. **Amendments.** Any amendments or additions to these By-Laws shall be approved by a majority of the members of the Section present and voting at the annual meeting. Upon such approval by

the Section, such amendments or changes shall be presented to the Board of Governors of the North Carolina Bar Association for approval. No changes or amendments shall be effective until approved by the Board of Governors of the North Carolina Bar Association.

Section 3. **Publications.** The Section may produce and distribute a newsletter or other publications in furtherance of its purposes. Any such publications shall be produced in consultation with the President and Executive Director of the North Carolina Bar Association.

Section 4. **Continuing Legal Education.** In order that the North Carolina Bar Association may continue to coordinate Continuing Legal Education programs so as to provide the greatest possible benefit to all members of the North Carolina Bar Association, all Continuing Legal Education programs, except such publications as the Section may be authorized to publish, shall be conducted in consultation with the Continuing Legal Education Committee of the North Carolina Bar Association Foundation.

Section 5. **Budget.** The Section shall, upon request, submit its budget to the Board of Governors of the North Carolina Bar Association for its review and approval.

Section 6. **Reports.** The Section will submit an annual report to the Board of Governors and the President of the North Carolina Bar Association. The Section shall submit such other reports as may be requested by the Board of Governors or the President of the North Carolina Bar Association.

Section 7. **Expenditure of Funds.** Except as otherwise provided herein or in the By-Laws of the North Carolina Bar Association, the Section may expend the funds it collects through the payment of dues in the manner that it sees fit. However, the Section is not empowered to spend funds in excess of those actually on hand, nor may it obligate the North Carolina Bar Association in any financial matter.

Section 8. **Authentication.** These By-Laws were approved by the Board of Governors of the North Carolina Bar Association on June 18, 1987, amended on October 4, 1991, October 3, 1992; on January 15, 1998, October 12, 2001, October 7, 2005, and January 19, 2006.