BY-LAWS

LAW PRACTICE MANAGEMENT & TECHNOLOGY SECTION

NORTH CAROLINA BAR ASSOCIATION

Article I

Name and Purpose

Section 1. Name. This Section shall be known as the Law Practice Management & Technology 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 I.2 of its By-Laws by bringing together members of the North Carolina Bar Association with a special interest in Law Practice Management & Technology.

Article II

Membership

Section 1. Classes. There shall be two classes of membership in this Section: (1) Regular members, and (2) Affiliate Members.

Section 2. Regular Members. Any member in good standing with the North Carolina Bar Association, upon application and payment of Section dues for the current year, shall be enrolled as a regular member of this Section. Thereafter, dues shall be paid for each fiscal year beginning on July 1. Any person, however, who becomes a member after March 31 and before June 30 of any year shall be deemed to have paid dues through the second June 30 after he became a member. Members so enrolled shall constitute the regular membership of this Section. Any member of this Section whose annual dues are more than six months past due shall thereupon cease to be a member of this Section.

Section 3. Affiliate Members. Non-attorneys are eligible for section membership as
affiliate members if they actively provide support services primarily to lawyers or law firms in North Carolina in at least one of the following functional areas: administration, human resources, library/research, marketing, advertising, public relations, technology/information systems, and finance/accounting. Any person meeting the qualifications outlined above who desires affiliate membership in this Section shall submit to the North Carolina Bar Association an application upon a form prepared by the Executive Director of the North Carolina Bar Association. Along with an application, the applicant must submit a certification completed and signed by an attorney who is a member of the North Carolina Bar Association with personal knowledge of the applicant’s work, and such form shall certify that the applicant is significantly involved in the approved functional area. The dues for affiliate membership in the Section shall be equal to those charged to the regular members of the Section. Affiliate members of the Section shall be eligible to hold office in the Section and shall be eligible to vote as a member of the Section. Affiliate membership in the Section does not constitute and will not be considered as membership in the North Carolina Bar Association. Affiliate members shall be eligible to enjoy all other privileges of the Section membership.

Article III

Officers

Section 1. Officers. The officers of the Section shall be a Chair, a Vice-Chair, a Secretary and a Treasurer.

Section 2. Term of Office. Each officer shall hold office for a one year term. Any officer elected or appointed in the course of a term to fill a vacancy shall serve only until the close of the next annual meeting of the Association, unless elected as provided below.

Section 3. Election and Appointment of Officers. The membership shall elect officers of the Section as provided in Article VI of these By-Laws. Notwithstanding the foregoing and pursuant to the Bylaws of the North Carolina Bar Association and any statement of policy
promulgated there under, the Chair and the Vice-Chair of the Section will be appointed by the President of the North Carolina Bar Association; in such event the Nominating Committee shall nominate and present to the Chair of the Section its recommendations for the office(s) to be appointed by the President of the North Carolina Bar Association, and the Section Chair shall then forward the recommendations for such office(s) in writing to the then President-Elect of the North Carolina Bar Association before the date established by the then President-Elect for the receipt of such recommendations.

Section 4. **Chair.** The Chair shall perform the duties and have the responsibilities of the chief executive officer of the Section; shall preside at meetings of the Council and at meetings of the Section; shall supervise the performance of all activities of the Section; shall keep the Council duly informed and carry out its decisions; shall present at each annual meeting of the North Carolina Bar Association a report of the work of the Section for the year; and shall perform such further duties and have such further powers as pertain to the office or as may be designated by the Council.

Section 5. **Vice-Chair.** 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 Council, from time to time, may provide.

Section 6. **Secretary.** The Council may 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, shall prepare minutes of each meeting of the Council, and shall prepare and maintain such other records and reports of the Section as may be necessary. The Secretary shall have such other duties as the Chair or the Council, from time to time, may provide.

Section 7. **Treasurer.** The Council may 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 be necessary. The Treasurer shall have such other duties as the Chair or Council, from time to time, may provide.
Section 8. **Eligibility for Officer Positions.** Only members in good standing with the Law Practice Management & Technology 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 Law Practice Management & Technology 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 twelve members of the Section who shall be elected by the membership of the Section. Any officer except the Chair may also serve as one of the sixteen Council members. The immediate past Chair of the Section shall be, ex officio, a member of the Council.

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. **Term.** Each member of the Council shall hold office for a term beginning at the close of the annual meeting of the Association following his or her election and ending at the close of the third succeeding annual meeting of the Association.

Section 2.a. **Vacancy.** Members elected in the course of such a term to fill a vacancy shall, if elected by the Council, serve only until the close of the next annual meeting of the Association or, if elected at the annual meeting of the Section, serve only for the unexpired remainder of the term, unless later elected for a regular term as provided by these By-Laws.

Section 3. **Eligibility.** Only regular members of the Section shall be eligible to serve as officers or Council members, except affiliate members of the Section shall be eligible for election to the Council as provided above. No person shall be eligible for election as a member of the Council if such person is a member of the Council and has been continuously for three years or more. This provision, however, shall not bar the election, as an officer, of any such person who is a regular
member of the Section.

Section 4. **Attendance at Meetings.** If any elected member of the Council shall fail to attend three successive meetings of the Council without good cause, such member's office shall be automatically vacated.

Section 5. **Duties.** The Council shall, subject to the action of the members taken at annual meetings of the Section, have general supervision and control of the affairs of the Section but only in accordance with the provisions of the By-Laws of the North Carolina Bar Association and the By-Laws of this Section and subject to the control of the Board of Governors of the North Carolina Bar Association. The Council shall authorize expenditure of all monies of the Section or monies appropriated for its use, but it shall not authorize commitments or contracts involving the payment of money during any fiscal year in an amount exceeding the monies of the Section or monies appropriated for its use. Between annual meetings of the Section, the Council may fill vacancies in its own membership or in the office of any officer of the Section, exclusive of Chair or Vice-Chair. The term of office of any person so elected shall terminate at the close of the next annual meeting of the Section.

Section 6. **Committees.** The Council may create and terminate such standing committees as it may deem appropriate and shall establish the jurisdiction of such committees and resolve any disputes among them. The Chair or the Council may create special committees as either may deem appropriate. Special committees shall terminate at the next annual meeting unless expressly reappointed. The Chair shall appoint the Chair and members of all committees of the Section who are to hold office during the term of such Chair. The immediate past Chair of the Section shall chair the Nominations Committee.

Section 7. **Special Meetings of the Council.** Special sessions of the Council shall be held at any time and place on the call of the Chair, any four voting members of the Council, or the President or Board of Governors of the North Carolina Bar Association. Any such meeting shall be on not less
than five days notice.

Section 8. **Action.** All action of the Council shall be by affirmative vote of a majority of the membership of the Council present at its meetings (but not including the law office administrators). Members of the Council, if personally present at a meeting, shall vote in person but, if absent, may communicate their vote on any proposition, to the Secretary and such vote shall have the same effect as if cast in person at the meeting.

Section 9. **Informal Action.** The Chair may submit any matter to the Council for a vote without calling a meeting of the Council. In such event all available members of the Council must be advised of the matter. Voting may be by telephone, but all such votes shall be recorded in writing.

Section 10. **Eligibility for Council Positions.** Only members in good standing with the Law Practice Management & Technology 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 Law Practice Management & Technology Section during their tenure as an Officer or Council member hereunder.

**Article V**

**Meetings of the Section**

Section 1. **Annual Meeting.** The annual meeting of the Section shall be held at such time as the Council may determine for the purpose of carrying out its normal business and electing its officers.

Section 2. **Special Meetings.** Special meetings of the Section may be called by the Chair upon the approval of the Council at such time and place as the Council may determine and with
such program and order of business as may be arranged by the Chair subject the direction and
approval of the Council.

Section 3. Quorum. The members of the Section present at any meeting shall constitute a
quorum for the transaction of business.

Section 4. Action. All action by the Section shall be by a majority vote of the members
present.

Article VI

Elections

Section 1. Nominations. Annually, the Chair shall appoint a nominating committee of the
Section. The nominating committee shall solicit suggestions for nominations for the offices of, five
members of the Council, one of whom shall be a law office administrator who will be a member of
the Council, and its recommendations for Vice-Chair and Chair. In addition, in any year that
vacancies exist, the nominating committee shall submit such further nomination as may be
necessary to fill the vacancy. The Chair will also accept nominations from the floor.

Article VII

Fiscal Matters and Reports

Section 1. Budget. The Council shall annually determine and adopt a budget for the
operation of the Section for the fiscal year and shall, upon request, submit the budget to the Board of
Governors of the North Carolina Bar Association for its review and approval.

Section 2. Expenditure of Funds. The Council shall annually determine and approve all
expenditures of funds in furtherance of its activities consistent with these By-Laws and the By-Laws
of the North Carolina Bar Association, provided, however, that no expenditure of funds in excess of
those actually on hand may be made nor may any such expenditure obligate the North Carolina Bar
Association in any financial matter.

Section 3. Annual Report. An annual report of the activities of the Section will be
submitted to the Board of Governors and the President of the North Carolina Bar Association. In addition, such other reports as may be requested by the Board of Governors or the President of the North Carolina Bar Association will be submitted in a timely manner.

Section 4. **Dues.** The Council shall determine the dues of the Section. Any change in annual dues of the Section shall be made by the Council and submitted to the Board of Governors of the North Carolina Bar Association prior to its spring meeting for the approval of that body and, upon such approval, shall be effective for the next succeeding association year.

**Article VIII**

**Miscellaneous**

Section 1. **Publications.** The Council may determine and provide for the publication and distribution of a newsletter or other publication of the Section in the furtherance of its objectives. Any such publication or publications shall be produced in consultation with the President and Executive Director of the North Carolina Bar Association.

Section 2. **Continuing Legal Education.** To enable the North Carolina Bar Association 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 3. **Amendment.** These By-Laws may be amended at any annual meeting of the Section consistent with the By-Laws of the North Carolina Bar Association by a majority vote of the members of the Section present and voting, provided that such proposed amendment shall have been, or shall be, approved by a majority of the Council. Upon such approval by the Section, such amendments shall be presented for approval to the Board of Governors of the North Carolina Bar Association and no amendment so adopted shall become effective until so approved.

Section 4. **Authentication.** These By-Laws were approved by the North Carolina Bar
Association on June 21, 1984 and amended on July 2, 1989, April 10, 1992, October 9, 1998,
2006, January 24, 2008 and June 20, 2013.