

BY-LAWS

of the

HOMER S. BROWN DIVISION (“HSBD”)

of the

ALLEGHENY COUNTY BAR ASSOCIATION

Revised November 2013

**HOMER S. BROWN DIVISION (“HSBD”)
of the
ALLEGHENY COUNTY BAR ASSOCIATION**

By-LAWS

Revised: September, 2013

TABLE OF CONTENTS

ARTICLE I Name and Purpose	Page 1
Section 1. Name	
Section 2 Purposes and Powers	
ARTICLE II Membership	Page 1
ARTICLE III Officers	Page 2
Section 1. Officers	
Section 2 Chair	
Section 3. Chair-Elect	
Section 4. Secretary	
Section 5. Treasurer	
Section 6. Records	
ARTICLE IV Council	Page 3
Section 1. Council Membership	
Section 2. Terms	
Section 3. Powers and Duties	
Section 4. Meetings	
Section 5. Quorum	
Section 6. Vacancy	
ARTICLE V Meetings	Page 4
Section 1. Annual Meeting	
Section 2. Regular Meetings	
Section 3. Special Meetings	

- Section 4. Notice
- Section 5. Quorum
- Section 6. Order of Business

ARTICLE VI

Elections

Page 4

- Section 1. Nominating Committee
- Section 2. Slate of Candidates
- Section 3. Elections
- Section 4. Plurality vote.
- Section 5. Resolving Tie Votes for any Officer or Council Position

ARTICLE VII

Committees

Page 4

ARTICLE VIII

Amendment

Page 4

BY-LAWS
of the
HOMER S. BROWN DIVISION (“HSBD”)
of the
ALLEGHENY COUNTY BAR ASSOCIATION

Revised: September 10, 2013

ARTICLE I

Name and Purpose

Section 1. This Division of the Allegheny County Bar Association shall be known as the Homer S. Brown Division of the Allegheny County Bar Association.

Section 2. The purpose of the Division is to provide its members with an effective means of participating in the activities of the Allegheny County Bar Association (hereinafter the “Bar Association”) and other activities directed toward improving the administration of justice and promoting the public welfare.

The Division will provide a forum to deal with problems and obligations that affect African-American members of the Bar Association and to inform the Bar Association of the needs and opinions of its African-American members. The Division shall develop education, networking, public service programs, and any other service that it deems will assist members of the Bar Association, the local African-American Community, protect the political and civil rights of people of African descent, assist local law students of African descent.

ARTICLE II

Membership

Any African-American member of the Bar Association in good standing shall be a member of the Division. Any other member of the Bar Association in good standing wishing to join the Division may do so by giving written notice to the Chair.

ARTICLE III

Officers

Section 1. The officers of the Division shall consist of a Chair, Chair-Elect, Secretary and Treasurer. The Chair-Elect, Secretary and Treasurer shall be elected by ballot taken after the annual meeting of the Division as provided by Article 6. The Chair-Elect shall become the Chair the year following his or her election as provided by Article 6. Each officer shall hold that office for a one (1) year term or until his or her successor is elected.

Section 2. The Chair shall be the chief executive officer of the Division, and shall preside at all meetings of the Council and meetings of the Division. The Chair shall supervise the management of the business and the affairs of the Division; appoint committees; report on the activities of the Division to the Board of Governors of the Bar Association; and perform such other duties as usually pertain to the office, or that may be assigned by the Board of Governors of the Bar Association or by the Council of the Division.

Section 3. The Chair-Elect shall perform the duties of the Chair in the event of the Chair's inability to act because of absence or other reason, and shall perform other delegated duties. The Chair-Elect shall succeed to the office of the Chair should that office be vacated for any reason and shall automatically succeed to the Office of the Chair on July 1st following the next election.

Section 4. The Secretary or designee shall keep minutes of all meetings of the Division and of the Council of the Division. The Secretary or designee shall keep track of attendance at all Division meetings.

Section 5. The Treasurer or designee shall maintain a record of and safely keep all funds belonging to the Division.

Section 6. Records acquired, created or maintained by officers or members of the Council in the performance of their Division duties are deemed to be records of the Division. Such records will be retained in perpetuity by the Secretary in coordination with the Bar Association for the Division.

ARTICLE IV

Council

Section 1. There shall be a Council composed of the following:

A. The Officers of the Division, the last Immediate Past Chair of the Division all of whom shall be voting members of the Council;

B. Six (6) at-large members who, in addition to the Officers shall be elected by ballot taken after the annual meeting of the Division; and

C. Such Council members who may be elected pursuant to Article IV, Section 7.

Section 2. Each Council member shall serve a three (3) year term, and may succeed herself or himself one (1) time. The terms shall be staggered. Any at-large member who has severed a maximum of two (2) consecutive terms may not serve as an at-large member of Council for at least one (1) year after the second such consecutive term.

Section 3. Council shall have full power and authority in the interval between meetings of the Division to do all acts and perform all functions that the Division itself might perform, except that it shall have no power to amend these By-Laws. The Council, during the interim between the annual meetings of the Division, may fill all on Council, except as provided on Article III, Section 3.

Section 4. The Council shall meet at least once a month, except in June, July and August. Special meetings may be called by the Chair or any three (3) members of the Council at any time. The Chair shall notify the members of the said meeting in such manner as the Chair deems appropriate.

Section 5. Five (5) members of the Council shall constitute a quorum.

Section 6. The Chair may remove any member of Council who misses four (4) or more of the nine (9) regularly scheduled meetings in any year. If a council member is removed, the vacancy shall be filled from those persons nominated but not elected at the last election, with the vacancy first offered to the highest vote-getter, and so on, until the vacancy is filled. If there are insufficient unelected candidates, the Council may fill the vacancy. The person so selected shall serve the duration of the term of the person removed.

ARTICLE V

Meetings

Section 1. Annual meetings of the Division shall be held on a date and at a place set by the Council with such program and order of business as may be arranged by the Council.

Section 2. Regular meetings may be called by the Chair at such time and place as may be determined.

Section 3. Special meetings of the Division may be called by the Council at such time and place as may be determined.

Section 4. Notice of date, time, place and purpose of any meeting of the Division shall be communicated to each member at least five (5) days before the date of the meeting via mail, e-mail, or other means of communications deemed reasonably likely to reach the intended recipient.

Section 5. Ten (10) members of the Division shall constitute a quorum at any annual or special meeting of the Division.

Section 6. The conduct of all meetings of the Division shall be such as the presiding officer thereof shall determine, provided that in the event there is any objection the Chair's ruling shall thereafter govern such procedure of the meeting.

ARTICLE VI

Elections

Section 1. The Council shall appoint a Nominating Committee in January of each year which shall nominate candidates for office and any vacancy on Council.

Section 2. The slate of candidates from the Nominating Committee shall be presented at the annual meeting of the Division.

Section 3. All elections shall be made by ballot taken after the annual meeting of the Division as conducted by the Bar Association.

Section 4. Election to all offices shall be by plurality vote.

Section 5. If a tie vote occurs regarding any officer or council position within the Division, the Division Council, in place at the time of the election in which the tie occurred, shall vote to break the tie and elect the new division officer or council member.

ARTICLE VII

Committees

The Council shall have the power to create standing committees as may be required. Chairs of these committees, except Council members, shall be additional non-voting members of Council.

ARTICLE VIII

Amendment

These By-laws may be amended by a majority of the members present at any annual meeting of the Division or at any special meeting called for such purpose. Notice of the meeting shall contain notice that an amendment to the By-laws will be voted upon, and a summary of the proposed amendment.