

FEDERAL BAR ASSOCIATION

BY-LAWS FOR ENVIRONMENT, ENERGY AND NATURAL RESOURCES LAW SECTION

ARTICLE I. NAME AND ESTABLISHMENT.

The name of this organization is the Environment, Energy and Natural Resources Law Section (hereinafter, "Section") of the Federal Bar Association (hereinafter, "Association"). The Section is established under Article VIII of the Constitution of the Association and is governed by the Constitution and By-laws of the Association and these By-laws.

ARTICLE II. PURPOSES.

The purposes of this Section are to further the purposes of the Association as stated in its Constitution; to promote the interests of environmental, energy, natural resources, and public land lawyers; to plan, participate in, conduct, and publish, as appropriate, services, programs, publications, and activities of interest to persons in the legal profession with respect to Federal environmental, energy, natural resources, and public land law; to promote the integration of environmental, energy, natural resources, and public land lawyers as active members and participants in the variety of Association entities; to advance environmental, energy, natural resources, and public land jurisprudence; to promote and monitor the development of Federal environmental, energy, natural resource, and public land law; promote high standards of professional competence and ethical conduct; to adopt public positions on matters concerning Federal environmental, energy, natural resources, and public land law, and dispute resolution, in both the public and private sectors; and to assist Chapters, Divisions, and other Sections wishing to sponsor programs within the Section's specialization areas.

ARTICLE III. MEMBERSHIP AND DUES.

Section 1. Active. Any active member of the Association in good standing and any honorary member of the Association is eligible for active membership in the Section and is enrolled as a member upon the payment of annual Section dues.

Section 2. Associate. Any associate member of the Association in good standing is eligible for associate membership in the Section and is enrolled as an associate member of the Section upon the payment of annual Section dues. Associates of the Section are not eligible to hold office or vote.

Section 3. Honorary. Any active member or associate member of the Association in good standing may be made an honorary active member or honorary associate member, respectively, of the Section upon the approval of the Governing Board of the Section.

Approval is indicated by a majority vote of those present and voting at a regular meeting of the Governing Board. Honorary active members and honorary associate members are exempt from the payment of Section dues. Honorary active members are eligible to vote and to hold office. Honorary associate members are not eligible to vote or to hold office. Honorary active and honorary associate status, once conferred, renews automatically until membership or associate membership in the Association expires.

Section 4. Dues. Section dues for active members and associate members are collected annually at the same time Association dues are collected. The amount of dues is set annually, and is subject to the approval of the Board of Directors of the Association (hereinafter, "National Board of Directors") upon the recommendation of the Section Chair, acting after consultation with the Governing Board.

Section 5. Termination of Membership. The Section membership of any active member or associate member whose annual Section dues have not been received at the National Headquarters within ninety (90) days after dues have expired for the prior year, immediately lapses and membership immediately ceases. A lapsed membership may be reinstated upon payment of then current dues.

ARTICLE IV. GOVERNANCE

Section 1. Officers. Only active members and honorary active members of the Section may serve as Officers. The Officers of the Section are the Chair, Deputy Chair, Treasurer, and Immediate Past Section Chair. No person may simultaneously hold more than one of these positions.

- A. Chair. The Chair is the chief executive officer of the Section. The Chair presides at Section meetings, Governing Board meetings, and Section Executive Committee meetings. The Chair represents the Section at meetings of the Association and the National Board of Directors. The Chair appoints the Chairs of the Section's committees subject to approval by the Governing Board. The Chair informs the Association and the Section's membership of the Section's activities and changes in the Governing Board, and performs such other functions as usually pertain to the office or as may be designated by the Governing Board.
- B. Deputy Chair. The Deputy Chair assists the Chair in such manner and to such extent as the Chair may request. The Deputy Chair acts for the Chair in the latter's absence or inability to discharge the duties of office. The Deputy Chair assumes the position of Chair if the Chair resigns or is unable to complete the term of office. The Deputy Chair issues notice of Section meetings, Governing Board meetings, and Executive Committee meetings, and provides summary minutes of such meetings to the respective members. The Deputy Chair performs such other recordkeeping and correspondence functions as requested by the Chair and the Governing Board. The Deputy

Chair assumes the position of Chair upon the expiration of the chair's third consecutive term.

- C. Treasurer. With the assistance of the Association staff, the Treasurer maintains an accurate record of Section income and expenditures and periodically reports to the Governing Board or Executive Committee on the financial condition of the Section whenever requested and at the end of the fiscal year, issues a written report itemizing all receipts and disbursements for the year. The Treasurer makes all books, vouchers, and records available to the Governing Board of the Section and performs such other duties as properly pertain to the office or as may be required by the Chair, or the By-laws of the Section. The Treasurer participates in the planning and budgeting of any Section activity and of the Section. The Treasurer assumes the position of Deputy Chair upon the Deputy Chair's assumption of the office of the Chair, resignation, removal from office, or inability to discharge the duties of office.
- D. Immediate Past Section Chair. The Immediate Past Section Chair performs such services and functions as are designated by the Governing Board or delegated by the Chair.

Section 2. Terms of Office. All officers of the Section will serve a term in office coterminous with that of the President of the Association. No person shall serve as Section Chair more than three consecutive terms. The fiscal year of the Section is the same as that of the Association.

Section 3. Selection of Officers. At a regular meeting of the Governing Board each year during the month at the end of which terms of office expire, or when the Office of the Treasurer is vacant, the Governing Board shall elect a Treasurer from among the sitting members of the Governing Board by a majority of the Governing Board members present and voting. If the offices of the Deputy Chair and Treasurer are both vacant, the Governing Board shall also elect a Deputy Chair from the sitting members of the Governing Board by a majority of the Governing Board members present and voting.

Section 4. Governing Board.

- A. Governing Board Composition. The Governing Board is composed of the 4 Officers of the Section, the 3 Standing Committee Chairs, and up to 5 additional members appointed by the Chair. Each Governing Board member is entitled to exercise one vote, regardless of the number of Section positions the member holds.
- B. Governing Board Functions. The Governing Board of the Section is vested with the powers and duties necessary for the administration of the Section and its activities consistent with the Constitution and By-laws of the Association and these By-laws. Among these duties are the following:

1. Annually determining the amount of Section dues, subject to the approval of the National Board of Directors;
2. Recommending changes in the Section's Committee structure, organization, and By-laws;
3. Approving the Section's annual budget and Section expenditures;
4. Electing Section officers; and
5. Setting the time and place of membership or Governing Board meetings.

Section 5. Chapter and Division Representatives. To develop, maintain, and improve relationships and communications between the Sections and the Chapters and Divisions, no later than October 1 of each year, the Governing Board members appointed under section 4(A) should include Chapter and Division Representatives. The Chair should solicit nominations for such Representatives from the Vice Presidents for the Circuits and the Division Chairs.

Section 6. Executive Committee. The Section Officers constitute the Executive Committee of the Section. The Executive Committee may act for the Governing Board and the Section when action is required between regularly scheduled meetings of the Governing Board. A quorum of three (3) Executive Committee members is required for an Executive Committee meeting to convene and to take action. A majority vote of Executive Committee members present when a quorum is satisfied is required for passage of any business before the Committee. The proceedings of all Executive Committee meetings shall be kept in minutes by the committee member designated to record such minutes. The minutes of each Executive Committee meeting shall record at a minimum the date and time of commencement and adjournment, the identities of those members present, all substance of each motion presented, and the vote passing or defeating each motion.

Section 7. Leadership Diversity. The Section shall strive to include leaders from at least three Federal circuits in accordance with the Association's policy to achieve geographic diversity.

ARTICLE V. COMMITTEES.

Section 1. Standing Committees. The Section shall have the following standing committees:

- A. Environmental Law Committee. The Environmental Law Committee is responsible for developing and implementing the Section's annual activities, including CLE programming and sponsorship with other Sections or Chapters of activities that fall within the specialization of the Committee.
- B. Energy Law Committee. The Energy Law Committee is responsible for developing and implementing the Section's annual activities, including CLE programming and sponsorship with other Sections or Chapters of activities that fall within the specialization of the Committee.
- C. Natural Resources and Public Land Law Committee. The Natural Resources and Public Land Law Committee is responsible for developing and implementing the Section's annual activities, including CLE programming and sponsorship with other Sections or Chapters of activities that fall within the specialization of the Committee.

Section 2. Ad Hoc Committees. The Section Chair, with the consent of the Governing Board, may establish such ad hoc Committees as deemed necessary and appropriate. Each ad hoc committee shall expire and cease to exist annually on the date that is the end of the annual term of office unless, by majority vote of those present and voting, the Governing Board agrees to extend its term.

Section 3. Selection of Committee Leadership. Each Committee shall have at least one Chair and may have as many as three (3) Co-Chairs, as designated by these By-laws or appointed by the Section Chair with the approval of the Governing Board, if not designated by these By-laws.

Section 4. Committee Membership. The membership of each Committee includes the Committee Chair or Co-Chairs, the Section Chair ex officio, and such Section members as may volunteer for service with a Committee.

ARTICLE VI. MEETINGS

Section 1. Section Meetings. Section membership meetings shall be at the call of the Section Chair or of the Governing Board.

Section 2. Governing Board Meetings. The Governing Board shall meet at regularly scheduled dates determined before the end of each fiscal year for the following fiscal year, or at the call of the Section Chair as needed to carry out its administrative powers, functions, and responsibilities, but not less frequently than quarterly.

Section 3. Notice of Meetings. The Deputy Chair shall give notice, or ensure that notice is given, of all Section membership and Governing Board meetings. All notices shall be in writing transmitted by U.S. mail, overnight or courier delivery service, facsimile, or electronic mail. All notices are effective upon transmission.

- A. Notice of Section membership meetings shall be given to each member of the Section not less than thirty (30) calendar days before the date of such meeting. Notice shall state the mode or means of meeting, and the date, place, and time of the meeting.
- B. Notice of Governing Board meetings, other than those that regularly are scheduled, shall be given to each Governing Board member at least ten (10) calendar days before the date of the meeting. Notice of the means by which the meeting will be held shall be given no later than three (3) calendar days in advance of the meeting.
- C. Notice of an Executive Committee meeting shall include the purpose of the meeting, the means or mode of the meeting, and the date, place, and time of the meeting. Notice shall be given by the Executive Committee member calling the meeting and shall be given to each Executive Committee member at least two (2) business days before the date of the meeting.

Section 4. Means, Modes, and Methods of Meeting. Meetings may be held through any one or more of the following means, modes, and methods: face-to-face, electronic, telephonic, radio broadcast, video broadcast, or webcast.

Section 5. Rules of Order. Meetings are conducted in accordance with the following rules of order, in order of primacy:

- A. The Constitution and By-laws of the Association
- B. These By-laws
- C. Standing Resolutions passed by the Governing Board
- D. Limited Resolutions passed by the Governing Board
- E. The current edition of Robert's Rules of Order

ARTICLE VII. PUBLIC POSITIONS AND ENDORSEMENTS.

Section 1. Public Positions and Endorsements of Committees. A Committee or Subcommittee may not issue a public report, statement, or position, or publicly advocate positions either in its own name or on behalf of the Section, or endorse any organization, product or service not formally affiliated with the FBA or accept the endorsement of any such organization. All proposals for public reports, statements, positions, and endorsements must be submitted to the Section Chair for consideration by the Governing Board in accordance with this Article.

Section 2. Public Positions of the Section. The Section, in the name of the Association, may issue public reports, statements, or positions or publicly advocate positions on issues of concern to the Section only with the prior approval of the National Board of Directors and only if those public reports, statements, or positions generally reflect the views of the Section membership. Without prior approval of the National Board of Directors, the Section may take a public position, issue a public report or statement, or publicly advocate positions only if such position, report, statement, or advocacy generally reflects the views of the Section membership and includes a disclaimer that indicates that the position, report, statement, or advocacy is in the name of the Section only and not on behalf of the Association. If the Section takes such action in its own name and not in that of the Association, the Section shall report that action immediately to the Executive Committee of the National Board of Directors. In deliberations of the Section Governing Council regarding the advocacy of a Section position on a matter of concern to the Section, a member of the Governing Council may recuse himself or herself from such deliberations and such recusal shall be noted in appropriate records of the Section.

Section 3. Endorsements. The Section shall not endorse any organization, product, or service not formally affiliated with the Association, or accept the endorsement of any such organization without obtaining the prior written approval of the Association's Section Coordinator, in consultation with the Executive Director.

ARTICLE VIII. PROGRAMMING

Section 1. Programming. The Section must sponsor a minimum of one (1) educational program each fiscal year, and may sponsor other events and activities the year.

Section 2. Program Activity Plan. Each program activity must have a written plan that identifies the following:

- A. Purpose
- B. Intended Audience
- C. Format
- D. Date, Time, Location
- E. Co-sponsors, Other Sponsors
- F. Endorsements, if any

- G. Budget, including proposed contracts for goods and services
- H. Primary point of contact
- I. Strategy for announcing activity

Section 3. Format. Programs may be in any format designed to advance the General Objectives of the Association as described in the Constitution.

Section 4. Funding. For each proposed program activity, a revenue and expense budget must be developed in consultation with the Treasurer and approved by the Governing Board. Outside funding or endorsements of programs are subject to review and approval by the Section Coordinator and the Association. All monies received or to be received in connection with any such sponsorship or endorsement of a program must be delivered to the Association for allocation to the Section.

Section 5. Outreach. For each proposed program activity, a strategy for announcing the activity must be developed in consultation with the Committees on Membership and Chapter and Division Relations, Publications and Public Relations, Executive Agency Relations, and Legislation and Congressional Relations, and approved by the Governing Board.

Section 6. Primary Point of Contact. Each program activity must have a primary point of contact.

ARTICLE IX. FINANCIAL

Section 1. Annual Budget. The Section shall develop and maintain an annual budget. The annual budget must be submitted by the Section Chair to the Section Coordinator to be received no later than March 15 of each year.

Section 2. Accounting. The Section must use the Accounting Department of the Association for the receipt of all revenues and the payment of all expenses. The Treasurer must review the monthly accounting statement from the Accounting Department and coordinate with the Accounting Department to resolve discrepancies.

Section 3. Contracts. All contracts must be reviewed and signed by the Executive Director of the Association.

Section 4. Reimbursement of Expenses. The Section must establish and maintain an expense reimbursement policy.

ARTICLE X. BY-LAWS.

Section 1. Effective Date. These By-laws shall become the recommendation of the Governing Board upon an affirmative vote of three-fourths of the Governing Board

members present and voting and shall become effective immediately upon approval of the National Council.

Section 2. Amendment. These By-laws may be amended at any business meeting of the Governing Board by vote of three-fourths of the Governing Board members present and voting, PROVIDED THAT, the amendment shall not become effective until approved by the National Board of Directors.

Approved, February 11, 2005

Revised, September 17, 2008