

**BY-LAWS OF THE SOLO AND SMALL FIRMS SECTION  
OF THE LOUISIANA STATE BAR ASSOCIATION**

**ARTICLE I  
NAME AND PURPOSE**

Section 1. This Section shall be known as the Solo and Small Firms Section.

Section 2. The purpose of this Section is to provide a forum for the study and discussion of the problems and concerns involved in the practice of law by solo practitioners and members of small firms; to contribute to the continuing education of the attorneys so engaged in such practices; to disseminate information regarding potential legislation and/or litigation that might affect such attorneys; to encourage study, publication of legal writings and make recommendations regarding areas of interest to such attorneys; to establish liaison with the Louisiana State Bar Association, the American Bar Association, and the legal academic community, and the general community, to achieve these purposes; to promote and encourage dialogue and meetings between members of this Section and other members of the bar; and to take such actions in respect thereto as may be desirable, consistent with the Articles of Incorporation and By-Laws of this Association, to the end that excellence in legal services be encouraged and maintained.

**ARTICLE II  
MEMBERSHIP AND DUES**

Section 1. Any member in good standing of the Louisiana State Bar Association shall, upon request to the Secretary of the Association, be enrolled as a member of the Section. Members so enrolled and whose dues are paid shall constitute the membership of this Section.

Section 2. Annual dues for membership in this Section shall be no more than \$20.00 per year. Section officers will determine on an annual basis what amount will be collected for that year. Dues are payable upon enrollment and thereafter annually on the same fiscal year basis as Louisiana State Bar Association dues.

Section 3. Any member whose annual dues shall be more than three months delinquent shall immediately cease to be a member of this Section. Only Section members in good standing, with dues paid, shall be eligible to vote, hold any Section office, or receive Section publications.

**ARTICLE III  
OFFICERS**

Section 1. The general officers of this Section shall be a Chairman, a Vice-Chairman, and a Secretary-Treasurer. The officers shall be members of the Section Managers.

Section 2. Officers will be dues-paying members who volunteer for the positions. When necessary they will be chosen by election by the members.

Section 3. Each officer shall hold office for a term of two years, or until such time as a successor assumes office.

**ARTICLE IV  
DUTIES OF OFFICERS**

Section 1. Chairman. The Chairman, or the Vice-

Chairman in the absence of the Chairman, shall preside at all meetings of the Section and the Section Managers. On consultation with the Section Managers, the Chairman shall establish such committees as are deemed necessary and appoint the chairman and members thereof who are to hold office during the Chairman's term. The Chairman shall plan and supervise the program of the Section and the performance of all activities of the Section. The Chairman shall keep the Section Managers informed and carry out its decisions. The Chairman shall formulate and present a report of the work of the Section for the year at each annual meeting of the Louisiana State Bar Association, and shall perform such other acts as usually accompany the office.

Section 2. Vice-Chairman. The Vice-Chairman shall assist the Chairman, performing such tasks as shall be assigned by the Chairman. The Vice-Chairman shall have primary responsibility for organizing Section Lunch/CLE seminars and shall handle all logistics, including but not limited to, dates, location, speaker and coordinating with the MCLE committee regarding CLE credits. In the absence of the Chairman, or upon the death, resignation or disability of the Chairman, the Vice-Chairman shall perform the duties of the Chairman for the remainder of the term of office; provided that, in the case of disability, the Vice-Chairman shall act only during the pendency of the disability.

Section 3. Secretary-Treasurer. The Secretary-Treasurer shall be the custodian of all books, papers, documents and other property of the Section, and shall keep a true record of the proceedings of all meetings of the Section and of the Section Managers, whether assembled or acting under submission. With the Chairman, the Secretary-Treasurer shall prepare a summary or digest of the proceedings of the Section at its annual meeting for publication in the Annual Report of the Louisiana State Bar Association. The Secretary-Treasurer, in conjunction with the

Chairman as authorized by the Section Managers, shall attend generally to the business of the Section.

Section 4. The Secretary-Treasurer shall sign any application for and execute any bond as may be requested by any officer of the Section and/or member of the Section Managers pursuant to any resolution duly adopted for any bond for the purpose of protecting the monies of the Section. Any cost or premium for such bond, however, shall not be borne by the officer, but shall be an expense of the Section and paid from the funds of the Section.

## **ARTICLE V SECTION MANAGERS**

Section 1. The Section Managers shall be composed of the officers, past chairmen and interested members selected by the officers and past chairmen.

Section 2. The Section Managers shall have general duties and control as necessary for the administration of the affairs of the Section subject to the provisions of the Constitution and By-Laws of the Louisiana State Bar Association and the By-Laws of this Section.

Section 3. The Section Managers are authorized to take action in the name of the Section during intervals between meetings of the Section. All binding actions of the Section Managers shall be by majority vote of the Section Managers voting.

Section 4. The Section Managers, during the interim between annual meetings of the Section may, with the concurrence of the Chairman, fill vacancies in its own membership or in the offices of the Vice-Chairman or Secretary-Treasurer and, in the event of vacancies in the offices of both Chairman and Vice-Chairman, then also in the office of Chairman. Members of the Section

Managers and officers so elected shall serve until the close of the next annual meeting of the Section or until a successor assumes office.

## **ARTICLE VI MEETINGS**

Section 1. The annual meeting of the Section shall be held during the annual meeting of the Louisiana State Bar Association, or at such time, location, and manner as may be decided by the Section Managers, with such program and order of business as may be arranged by th Section Managers.

Section 2. The members of the Section present voting at any Section activity as described in Section 3, herein, shall constitute a quorum for the transaction of business, and the Section shall be bound by a majority vote of the such members present at such meeting voting.

Section 3. The business of this Section may be conducted in person, via electronic discussion group, email, telephone conference, or web conference, or such other reasonable method designated by the Section Managers.

Section 4. The Section may schedule meetings, activities, and events at which business can be discussed, subject to the previous section.

Section 5. Voting allowed or authorized by these By-Laws may occur through any of the methods authorized in Section 3.

## **ARTICLE VII MISCELLANEOUS PROVISIONS**

Section 1. The fiscal year of the Section shall be the same as that of the Louisiana State Bar Association.

Section 2. All bills incurred by the Section shall, before being paid, be approved by the Chairman or Vice-Chairman and the Secretary-Treasurer, or otherwise as the Section Managers may direct, and checks for all disbursements shall be signed by the Secretary-Treasurer or such other officer as the Section Managers may authorize, except as to funds appropriated by the Board of Governors which shall be disbursed only by the proper officers of the Louisiana State Bar Association on bills approved by the Section Managers.

Section 3. No salary or compensation shall be paid to any officer, committee or Section Managers member.

Section 4. These By-Laws shall become effective immediately upon approval thereof, as required by the Articles and By-Laws of the Louisiana State Bar Association.

Section 5. All printing for the Section or for the Section Managers or any committee of the Section shall be done under the supervision of the Executive Council of the Louisiana State Bar Association.

## **ARTICLE VIII AMENDMENTS**

Section 1. These By-Laws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting, provided such proposed amendment shall first have been approved by a majority of the Section Managers, and provided further that no amendment so adopted shall become effective until approved by the Board of Governors of the Louisiana State Bar Association.

Approved by resolution on the \_\_\_\_\_ day of \_\_\_\_\_, 2007.