

**BYLAWS OF THE
YOUNG LAWYERS DIVISION OF THE COLORADO BAR ASSOCIATION**

(as of October, 2020)

ARTICLE I.

NAME AND PURPOSE

Section 1.01 Name. This organization shall be known as the Young Lawyers Division of the Colorado Bar Association.

Section 1.02 Purpose. The purpose of this Division shall be:

- (a) To further the ends of the Colorado Bar Association, particularly among younger and newer members thereof;
- (b) To promote membership in and involvement with the Colorado Bar Association by younger and newer members thereof;
- (c) To act as a liaison between the Colorado Bar Association (as well as the American Bar Association) and local bar young lawyers groups throughout Colorado;
- (d) To act as liaison with young lawyer groups of other states through the Young Lawyers Division of the American Bar Association;
- (e) To provide educational and professional information to younger and newer members of the Colorado Bar Association;
- (f) To promote and encourage participation by younger and newer members of the Colorado Bar Association in community and charitable activities which fulfill the lawyer's responsibility as a member of a learned profession to serve the public; and
- (g) To take such other actions and perform such other functions as may be deemed appropriate.

Section 1.03 Statement on Diversity, Equity, & Inclusivity. The Division is an organization where diversity, equity, and inclusivity (DEI) are core values. A broad understanding of diversity is employed that includes, but is not limited to, race, ethnicity, national origin, class, gender identity, gender expression, sexual orientation, disability, age, and religion. This statement also acknowledges that personal identity is complex and various. It is a goal of the Division to facilitate broad participation, particularly by historically underrepresented groups, throughout the Division. The Executive Council and others associated with the Division shall otherwise act in ways, to the extent it is reasonable and feasible to do so, consistent with these core values. Furthermore, when selecting members for the Executive Council and electing officers, members shall diligently recruit for qualified persons representing the full diversity of the membership of the Division. These values shall be codified in a DEI policy adopted by the Executive Council and reviewed at least annually for efficacy, accountability, and alignment with industry best practices.

ARTICLE II.

MEMBERSHIP

Section 2.01 Eligibility. All members of the Colorado Bar Association in good standing under the age of 37 or who have been admitted to their first Bar less than five years, and Student CBA Members, shall automatically be members of this Division. A Student CBA Member is defined by the Colorado Bar Association Bylaws as any current student of an accredited law school, or any graduate of an accredited law school within one year of graduation from law school who has not yet been sworn in to practice in Colorado.

Section 2.02 Termination of Membership. Membership in this Division continues through the fiscal year where the member is eligible as a member of this Division under Section 2.1 for any part of the fiscal year and shall automatically terminate at the end of the fiscal year.

Section 2.03 Voting. Each member of the Young Lawyers Division of the Colorado Bar Association in good standing, except for Student CBA Members, shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE III.

MEETINGS OF MEMBERS

Section 3.01 Special Meetings. Special meetings of the membership of the Division may be called by the Chair upon approval of the Executive Council at such time and place as the Executive Council may determine or upon the written petition of not less than seven members of the Division which meetings, when called, shall be held at such time and place as the Executive Council may determine.

Section 3.02 Quorum. Eight members of the Division shall constitute a quorum of any meeting of the Division and a majority of the Executive Council shall constitute a quorum at such a meeting. All binding action of the Division shall be by a majority vote of the members present at any such meeting where a quorum is in attendance. *Roberts Rules of Order shall govern the meeting.*

Section 3.03 Action of Members Without Meeting. Any action that may be taken at a meeting of the Division members may be taken without a meeting if a majority of the Division members entitled to vote consent to such action in writing. The procedures for such action shall be such as the Executive Council may establish from time to time, subject to applicable law.

Section 3.04 Proxy Voting. Proxy voting shall not be allowed at Division meetings.

ARTICLE IV.

YOUNG LAWYERS DIVISION EXECUTIVE COUNCIL

Section 4.01 Governance. The governing body of the Division shall be the Young Lawyers' Division Executive Council ("Executive Council"), which shall consist of between 16 and 22 members (the "Prescribed Range") chosen from among the membership of the Division, as provided herein. Student CBA members shall not be eligible to vote or hold office on the Executive Council.

Section 4.02 General Powers and Duties. The Executive Council shall have general supervision and control of the affairs of the Division, subject to the provisions of the Constitution and Bylaws of the Colorado Bar Association.

Section 4.03 Executive Council.

(a) The Executive Council shall consist of a number of members within the Prescribed Range, with such members serving staggered two-year terms, commencing July 1 of each year. Prior to the commencement of the election procedure specified in Section 4.03(b) below, the number of members of the Executive Council for the next fiscal year will be set within the Prescribed Range by a majority vote of the officers serving during said next fiscal year. Under extenuating circumstances, the number of members of the Executive Council for a fiscal year may be increased, during said fiscal year, within the Prescribed Range by a majority vote of the then-current members of the Executive Council. Any additional Executive Council positions created by such a vote will be treated as vacancies that may be filled as provided in Section 4.09 below. In no way may the officers decrease the number of Executive Council members within the Prescribed Range if doing so would mean removing a member of the Executive Council whose term has not yet expired (unless such member is removed from the Executive Council for cause as specified herein or in any policies adopted pursuant to these Bylaws). Any Executive Council member whose two-year term is expiring, but who is otherwise eligible to remain on the Executive Council, may, prior to the commencement of the election procedure specified in Section 4.03(b) below, renew their position on the Executive Council for a subsequent term of equal length by notifying the Chair-Elect and by complying with any reasonable renewal procedures required by the Chair-Elect. Any Executive Council member may repeat the foregoing renewal process for as many times as the member is otherwise eligible to remain on the Executive Council. "The Executive Council may also include, as non-voting members of the Council, one or more Student Liaisons from each of the University of Denver, University of Colorado, and the University of Wyoming.

(b) On or before May 15, members of the Young Lawyers Division shall be notified of vacancies on the Executive Council for the next fiscal year, if any, and given the opportunity to submit their name for election to fill such vacancy. The Executive Council shall vote to determine who will fill the vacancies on the Executive Council, for the term commencing July 1. When filling the vacancies, and realizing the Division represents all young lawyers of the Colorado Bar Association, the Executive Council shall consider and be sensitive to the diverse composition of the Division. Specifically, the Executive Council is committed to a nondiscriminatory approach to provide equal opportunity for selection and advancement within the organization regardless of race, ethnicity, national origin, gender identity, sexual orientation, disability, religious beliefs, or geographic location.

(c) **Qualification and Terms.** Each member of the CBA-YLD Council must be a member of the Young Lawyers Division at the time their term on the CBA-YLD Council commences, but their term on the CBA-YLD Council shall continue to its end of two years notwithstanding that they may cease to be a member of the Young Lawyers Division after commencement of such term. Student CBA members shall not be eligible to vote or hold office on the Executive Council.

Section 4.04 Regular Meetings. Regular meetings of the Executive Council shall be held at such time and place as set by the Chairperson.

Section 4.05 Special Meetings. Special meetings of the Executive Council may be called by or at the request of the Chairperson or any two Executive Council members, at such place as the Chairperson or Executive Council members may determine. Notice of such special meeting shall be given by mail or by such other means as the Executive Council may determine.

Section 4.06 Quorum. A majority of the Executive Council shall constitute a quorum for the transaction of business at any meeting of the Council; but if less than a majority of the Executive Council members is present at any meeting, a majority of the Executive Council members present may adjourn the meeting.

Section 4.07 Executive Council Decisions. The action of a majority of the Executive Council members present at a meeting at which a quorum is present shall be the action of the Executive Council.

Section 4.08 Action of Executive Council Without Meeting. Any action that may be taken at a meeting of the Executive Council may be taken without a meeting if a majority of the Executive Council members entitled to vote consent to such action in writing. The procedures for such action shall be such as the Executive Council may establish from time to time, subject to applicable law.

Section 4.09 Vacancies. If any member of the Executive Council shall fail to attend two successive meetings of the Executive Council or three meetings in a fiscal year, except for reasons acceptable to the officers of the Executive Council, the office held by such member may be vacated. Any member of the Executive Council may resign at any time by giving notice of such resignation to the Chairperson of the Division; such resignation shall take effect upon receipt thereof by the Chairperson. Any vacancy on the Executive Council shall be filled from among members of the Young Lawyers Division of the Colorado Bar Association by appointment by a majority vote of the Executive Council members to serve the unexpired term.

Section 4.10 Additional Executive Council Positions. The Executive Council may, by resolution, increase the number of seats on the Executive Council.

Section 4.11 Division Activities/Events. Every effort will be made to rotate the geographical locations of the Division's activities and events throughout Colorado to encourage participation by young lawyers in areas outside metro Denver.

ARTICLE V.

OFFICERS

Section 5.01 Officers. The officers of the Young Lawyers Division of the Colorado Bar Association shall be: Chairperson, Chairperson-Elect, Immediate Past Chairperson, Secretary, Treasurer, and Communications Officer.

Section 5.02 Duties of Officers.

(a) **Chairperson.** The Chairperson shall preside at all meetings of the Division and of the Executive Council and shall perform such duties and acts as usually pertain to their office. The Chairperson shall prepare a report of the activities of the Division for the past year for submission to the Governing Board of the Colorado Bar Association.

(b) **Immediate Past Chairperson.** The Immediate Past Chairperson shall serve as an ex officio voting member of the Executive Council for one year immediately following the expiration of their term as Chairperson, regardless of whether the Chairperson's membership on the Executive Council would otherwise terminate pursuant to the provisions herein.

(c) **Chairperson-Elect.** The Chairperson-Elect shall perform the duties of the Chairperson in the absence of the Chairperson at meetings of the Division or of the Executive Council. In the event of a vacancy in the position of Chairperson, the Chairperson-Elect shall take the position of Chairperson for the remainder of that term, as well as the next succeeding term as Chairperson. Upon the normal expiration of the term of the Chairperson, the immediately preceding Chairperson-Elect shall automatically assume the duties for the next full term as Chairperson of the Division. In the event of a vacancy in the position of Chairperson-Elect, the Executive Council will select a Council member to fill the Chairperson-Elect seat for the unexpired term.

(d) **Secretary.** The Secretary shall record the minutes, maintain contact information of the Executive Council and perform such other duties as directed by the Chairperson of the Council.

(e) **Treasurer.** The Treasurer shall be primarily responsible for obtaining and reviewing an updated, line-item budget report to present to the members at each meeting of the Council. The Treasurer shall advise the Council on the effectiveness, feasibility, and utility of each spending request proposed by the Council any time a member makes such a spending request before the Council. The Treasurer shall also perform such other duties as directed by the Chairperson of the Council.

(f) **Communications Officer.** The Communications Officer shall be primarily responsible for communicating with the members of the Division for the purposes of member engagement, assisting new members of the Division in orienting to the Division, and marketing of member events, in each case as directed by the Chairperson of the Council. The Chairperson of the Council and/or CBA staff liaison will instruct the Communications Officer as to the permitted methods of communicating with the members

of the Division, which may include telephone, SMS messaging, email, Facebook, Instagram, and Colorado Bar Association webpages.

Section 5.03 Election and Term of Office. The Chairperson and Chairperson-Elect shall be elected for one-year terms by and from the Executive Council at an appropriate time prior to July 1. The Chairperson-Elect shall automatically succeed to the position of Chairperson, without election of the Executive Council members at the July meeting of the Executive Council. The Secretary, the Treasurer, and the Communications Officer of the Division will be appointed by the Chairperson, with the advice and consent of the Chairperson-Elect and Immediate Past Chairperson, no later than August 1 and will serve for the remainder of the fiscal year. In the event that multiple members of the Executive Council desire to be appointed to be the Secretary, the Treasurer, or the Communications Officer, the Chairperson will use their discretion as to the method of selecting which candidate should fill each position, which may include election by the Executive Council. The Secretary, the Treasurer, and the Communications Officer do not automatically succeed to any other officer position. To be eligible for the position of Chairperson, Chairperson-Elect, Secretary, Treasurer, or Communications Officer, an Executive Council member must have sufficient years remaining on their term and sufficient years remaining as a qualified member of the Young Lawyers Division of the Colorado Bar Association at the time of election to the respective position, to fill all succeeding officer positions, as provided hereinabove. When electing officers, the Executive Council is committed to a nondiscriminatory approach to provide equal opportunity for selection and advancement within the organization regardless of race, ethnicity, national origin, gender identity, sexual orientation, disability, or geographic location.