

**YLD
BYLAWS**

SECTION I

BYLAWS OF THE YOUNG LAWYERS DIVISION OF THE IOWA STATE BAR ASSOCIATION

ARTICLE I GENERAL ORGANIZATION

Section 1.01. The Young Lawyers Division (“YLD”) of The Iowa State Bar Association is fundamentally a double organization. (1) It is an integral part of The Iowa State Bar Association and (2) it is autonomous and self-governing. It is an association of members in good standing of The Iowa State Bar Association who are not over 35 years of age or have not been admitted to practice in any state for more than ten (10) years. The membership of a member of the YLD shall terminate at the end of the bar association year within which the member attains the age of 36 years or has been admitted to practice for more than ten (10) years, whichever occurs last, or prior to that time, upon ceasing to be a member of The Iowa State Bar Association.

ARTICLE II PURPOSE AND OBJECTIVE

Section 2.01 The purposes of the organization may be summarized as follows:

- (a) To assist The Iowa State Bar Association in its objectives;
- (b) To stimulate the interest of law students of Iowa and newer members of the Bar of Iowa in the objects of The Iowa State Bar Association and of the American Bar Association;
- (c) To provide a program of activity designed to be of interest and helpful to such law students and newer members of the Bar and, in addition, to engage in activities that further the best interests of the legal profession;
- (d) To provide a means for cooperation between the newer members of the Bar of Iowa and The Iowa State Bar Association as a whole, to coordinate the activities of the newer members of the Bar;
- (e) To serve as a medium for the free interchange of ideas between newer members of the Bar;
- (f) To function as a unit of the Young Lawyers Division of the American Bar Association.

ARTICLE III
NOMINATION AND ELECTION OF OFFICERS

Section 3.01 Offices. The offices of the Young Lawyers Division shall include: President, President-Elect, and Secretary.

Section 3.02 Nomination. Nomination of candidates for the office of Secretary by the Executive Council shall close no later than forty-five (45) days prior to the annual meeting of the YLD. There shall be no election for President-Elect and President. The Secretary shall be sworn in as President-Elect at the annual meeting occurring at the end of the Secretary's term. The President-Elect shall be sworn in as President at the annual meeting occurring at the end of the President-Elect's term.

Section 3.03. Office Qualifications. Officers shall be members of the Young Lawyers Division; however, members of the Judiciary (including Administrative Law and Magistrate Judges) shall not be eligible for office, and upon elevation of an officer to the bench, such office shall be declared vacant.

Section 3.04. Additional Nominations. Additional nominations for the office of Secretary may be made by petitions signed by not less than twenty (20) members of the YLD and filed with the Secretary not less than forty-five (45) days prior to the annual meeting of the YLD. In the event any nominee withdraws or is for any reason unable to qualify for the office, the Executive Council may make further nominations at any time before the ballots are made.

Section 3.05. Election. The Secretary shall prepare ballots containing the names of the nominees, and shall afford appropriate space for the insertion of an additional name for each office. The ballot so prepared shall be electronically transmitted to each member of the YLD in good standing at the member's last known address not less than thirty-five (35) days prior to the annual meeting of the YLD. The ballot shall be returned not less than twenty-five (25) days prior to the YLD's annual meeting. Ballots so returned shall be counted by the Executive Director of The Iowa State Bar Association or the Executive Director's designee at least seven (7) days prior to the YLD's annual meeting and the results shall be announced as soon as practicable thereafter. The person receiving the largest number of votes for each office shall be declared the winner. The officers so elected shall serve from adjournment of such annual meeting until the adjournment of the next annual meeting.

ARTICLE IV
DUTIES OF OFFICERS

Section 4.01. Duties of the President. The President shall preside at all meetings of the YLD and of the Executive Council. The President shall represent the YLD at meetings of the Board of Governors of The Iowa State Bar Association and the American Bar Association's Young

Lawyers Division. The President shall assist in the transaction of all business of the YLD and shall perform the duties usually performed by such officers, together with such duties as may be prescribed by the Executive Council and such other duties as may be prescribed by these Articles. The President may prepare and deliver to the YLD an annual address.

Section 4.02. Duties of the President-Elect. The President-Elect shall represent the YLD at all meetings of the Board of Governors of The Iowa State Bar Association, and shall assist the President in the transaction of all business of the YLD. The President-Elect shall serve as chair of the YLD's Mentoring Committee. The President-Elect shall review the existing YLD committees to determine which should remain active and whether any new committees should be added. It shall be the duty of the President-Elect to perform such other duties as pertain to the office of a President-Elect and as may be required of the President-Elect from time to time by the President or the Executive Council. If the President is absent or unable to serve, or whenever the President may request, the President-Elect shall assume and discharge the duties of the president. If the President-Elect is unable to do so, the Secretary shall assume and discharge the duties of President in the absence of the President and President-Elect. Should none of the officers be present, the Executive Council shall select some member(s) of the Council to act as such officer(s).

Section 4.03. Duties of the Secretary. The Secretary shall represent the YLD at all meetings of the Board of Governors of The Iowa State Bar Association, and shall assist the President in the transaction of all business of the YLD. It shall be the duty of the Secretary to keep a full record of the proceedings of the YLD and of the Executive Council and to perform such other duties as pertain to the office of a Secretary and as may be required of the Secretary from time to time by the President, President-Elect, or the Executive Council.

ARTICLE V EXECUTIVE COUNCIL

Section 5.01. The Business of the YLD shall be conducted by the Executive Council of which the President, President-Elect, Secretary, and the immediate Past President shall be members with the full right to vote and participate in all proceedings thereof.

Section 5.02. Membership. The official membership of the Executive Council shall consist of one representative from each Judicial Election District in Iowa, except that each Judicial Election District having more than 100 YLD members in good standing shall have one additional representative to the Executive Council for each 100 additional YLD members in good standing, with such representative to be chosen from the YLD members in each Judicial election District, and no more than five (5) at-large representatives appointed pursuant to Section 6.03.

For purposes of this Article, the number of YLD members in good standing shall be determined on January 1 preceding each annual meeting of the YLD. In the event that the members of the YLD in any district fail to choose a representative within ten (10) days prior to the annual meeting, the President-Elect of the YLD shall then appoint a representative from such district. The

representatives so chosen shall serve for two years, or until their successors have been duly chosen and qualified. The terms of those chosen from even numbered Judicial Election Districts shall commence at the end of the YLD's annual meeting held in even numbered years, and the terms of those chosen from odd numbered Judicial Election Districts shall commence at the end of the YLD's annual meetings held in odd numbered years, except, insofar as practicable, representatives chosen from Judicial Election Districts having more than one representative shall have staggered terms.

Section 5.03. Meetings. The annual meeting of the YLD shall be held each year during the annual meeting of The Iowa State Bar Association or at any other time and place upon resolution of the Executive Council with thirty (30) days' notice to members of the YLD. A notice in a communication of The Iowa State Bar Association sent to all members of the YLD shall be considered a valid notice to all members of the YLD. The Executive Council shall meet quarterly upon timely notice to the members by the President or any Person designated by the President. Regular meetings of the Executive Council shall be held quarterly. Special meetings of the Executive Council may be held on the timely call of the President or upon written request of eight representatives filed with the Secretary.

Section 5.04. Quorum. Eleven members of the Executive Council shall constitute a quorum to conduct business.

Section 5.05. Monetary Requests. Requests for expenditure of YLD funds over \$500 require approval by vote of a majority of Executive Council members. Requests for expenditure of YLD funds under \$500 can be approved by a vote of a majority of YLD Officers.

Section 5.06. Duties.

(a) Attendance at Executive Council Meetings. Executive Council representatives shall attend all meetings of the Council called by the President. If unable to attend any quarterly meeting of the Executive Council, a representative shall provide written notice to the Secretary of the expected absence, including the reason therefore. Absent written notice to the Secretary and good cause, the Officers shall not excuse the absence of such representative. Two unexcused absences by any representative of the Executive Council shall constitute a vacancy of the representative's seat on the Executive Council.

(b) Organization of Judicial District Events. Each Judicial District shall host a social event for members and prospective members within each fiscal year of the YLD. Judicial District representatives shall plan and/or organize such events. Executive Council representatives shall report on their activities at each Council meeting.

(c) Attendance at Judicial District Events or Other YLD Events. Each Executive Council representative shall attend at least such one Judicial District social event or other YLD-Sponsored event each year.

ARTICLE VI
NOMINATION AND ELECTION OF
THE EXECUTIVE COUNCIL MEMBERS

Section 6.01. Nomination. Any member in good standing of the YLD may be nominated to represent his or her judicial district by petition. Such petition must be signed by not less than ten (10) members of the YLD from the Judicial District of the nominee and filed with the Secretary no later than forty-five (45) days prior to the annual meeting of the YLD. The Executive Council may make further nominations at any time before the close of the quarterly meeting immediately preceding the YLD's annual meeting.

Section 6.02. Election. For each Judicial District, the Secretary shall prepare the ballots containing the names of the nominees from that Judicial District and shall afford appropriate space for the insertion of an additional name. Ballots prepared shall be mailed, electronically or by U.S. mail, to each member of the YLD in good standing in the Judicial District at the member's last known address no later than thirty-five (35) days prior to the YLD's annual meeting. Ballots shall be returned to the Secretary no later than twenty-five (25) days prior to the YLD's annual meeting. Ballots so returned shall be counted by the Executive Director of The Iowa State Bar Association or the Executive Director's designee at least seven (7) days prior to the YLD's annual meeting and persons receiving the largest number of votes for each vacant seat shall be declared to be elected. The results of each election shall be announced as soon as practicable thereafter. Representatives of the Executive Council so elected shall serve from the adjournment of such annual meeting to the adjournment of the annual meeting two years hence.

Section 6.03. At-Large Representatives. To insure fair representation on the Executive Council, the President and President-Elect may appoint up to five (5) at-large representatives annually for one-year terms. Such at-large representatives may subsequently be reappointed for only one additional one-year term.

ARTICLE VII
COMMITTEES AND COMMITTEE CHAIRS

Section 7.01. In General. The Officers of the YLD shall appoint all committee members and the respective chairs thereof. In the event that a committee or committee chair appointment does not prove satisfactory to the Executive Council, the Officers may review the appointment.

Section 7.02. Committee Action. No recommendations of any committee for action by the YLD shall be considered until the recommendations are first presented to the Executive Council for approval or authorization.

Section 7.03. Meetings. Meetings of each committee shall be held upon the call of its chair.

Section 7.04. Reports. The annual report of each committee shall be submitted by the committee's chair in writing to the Secretary at least seven (7) days prior to the YLD's annual meeting. Each annual report shall contain recommendations concerning (a) any suggested changes to the membership of such committee and suggested future leadership; and (b) what, in the opinion of the committee chair, shall be the activity of that committee in the ensuing year. Additional reports of committee activity can be made on an as-needed basis prior to each quarterly meeting of the Executive Council.

Section 7.05. Committees. The YLD shall have such committees as the Executive Council deems appropriate and necessary.

ARTICLE VIII VACANCIES

Section 8.01. Elective Offices. Vacancies in all elective offices existing between the YLD's annual meetings may be filled by the Executive Council upon recommendation of the President.

Section 8.02. Committee chairs. Vacancies in committee chair positions shall be filled by the President.

ARTICLE IX HONORARY MEMBERS

Section 9.01. Anyone who has performed a service for the YLD, regardless of residence or standing in the YLD, may be elected to honorary membership in the YLD at any meeting upon a resolution recommended by any representative and duly approved by the members of the Executive Council present and voting at such meeting. Honorary members shall not serve on committees, vote, or hold office in the YLD.

ARTICLE X AMENDMENT

Section 10.01. These Bylaws may be amended by (1) a three-fourths (3/4) supermajority vote of the representatives of the Executive Council present and voting at any meeting held pursuant to Section 5.03 or (2) by a majority vote of the YLD voting in response to any proposed amendment submitted to the membership by written ballot transmitted electronically or by U.S. Mail provided that a minimum of forty-five (45) days' notice of any proposed amendment is given prior to the close of voting on the same.

ARTICLE XI
RULES OF ORDER

Section 11.01. “Robert’s Rules of Order” shall be the guide and authority in all parliamentary matters arising in the meetings of the YLD and not provided for by these Bylaws.

Approved:

Executive Council – November 13, 2018