

BY-LAWS
Amended June 27, 1996; Amended May 24, 2011

ARTICLE I
Name

The name of the corporation is: OMAHA BAR ASSOCIATION.

ARTICLE II
Membership

Any person who meets any one of the following qualifications shall be eligible for membership.

- (a) is currently an “active” member of any state bar association, who is admitted to practice law before the highest court of any state and in good standing; or
- (b) is currently an “inactive” member of any state bar association, who was previously admitted to practice law before the highest court of any state and was in good standing at the time “inactive” status was determined; or
- (c) is currently a “retired” or “resigned” member of any state bar association, who retired or resigned from the state bar association in good standing, but no longer maintains either “active” or “inactive” status with a state bar association; or
- (d) anyone else who is approved by the Omaha Bar Association’s Executive Council.

ARTICLE III
Officers and Executive Council

Section 1. Officers. The officers of the Association shall consist of a president, a president-elect, a secretary, a treasurer and a treasurer-elect who (except the president and treasurer), shall be elected annually as hereinafter provided and shall hold office for one year or until their successors are duly elected and qualified. The president-elect shall automatically become president upon the expiration of such term as president-elect and shall serve as president for one year. The treasurer-elect shall automatically become treasurer upon the expiration of his term as treasurer-elect and shall serve as treasurer for one year. In the event of the death, resignation or disability of the president or the treasurer, the president-elect or treasurer-elect, as the case may be, shall serve as president or treasurer for the remainder of the term of such predecessor.

Section 2. Executive Council. The Executive Council shall consist of the officers, the immediate past president, the immediate past treasurer, and six additional members.

The terms of office of the members of the Executive Council who are officers shall terminate upon the expiration of their terms as officers.

Two members of the Council shall be elected each year in the manner hereinafter provided to succeed the two members whose terms of office expire in each such year. Each member so elected shall serve for a term of three years and until a successor is elected and qualifies.

Section 3. Vacancies. The Executive Council shall fill any office that may become vacant until the next annual election except that of president and that of treasurer. The Executive Council shall also have the option to appoint a president-elect, and to appoint a treasurer-elect, to succeed the two members whose terms of office expire in such year or to conduct a special election to fill a vacancy in either such office, as provided in Article V hereof, but within such time periods and calendar dates as the Executive Council may establish.

ARTICLE IV

Duties of Officers

Section 1. President. The president shall be the chief executive officer of the Association and shall preside at meetings of the Executive Council and shall execute on behalf of the Association such contracts and other documents as may be authorized by the Executive Council.

Section 2. President-Elect. The president-elect shall perform such duties as requested by the Executive Council. In the event of the death, disability, absence or inability of the president to act, the president-elect shall perform the duties and exercise the powers of the president.

Section 3. Secretary. The secretary shall keep a record of all proceedings of the Association and perform such other duties as may be assigned from time to time by the Executive Council.

Section 4. Treasurer. The treasurer, under the supervision of the Executive Council, shall collect and disburse all funds of the Association, keep a correct account of the same and report annually or as often as required to the Executive Council. The treasurer shall also maintain an accurate roll of the membership of the Association. The treasurer shall annually propose a budget to the Executive Council for its approval.

Section 5. Treasurer-Elect. The treasurer-elect shall perform such duties as requested by the Executive Council. In the event of the death, disability, absence or inability of the treasurer to act, the treasurer-elect shall perform the duties of the treasurer.

Section 6. Other Duties. Each officer shall perform such other duties as may be prescribed by these By-Laws or which may be assigned to such officer by the Executive Council.

Section 7. Executive Director. The Executive Council shall have specific authority to retain the services of an executive director who shall perform such duties and have such authority as may be determined by the Executive Council. The Executive Council shall have the authority to determine and pay the necessary and reasonable salary and expenses of such executive director.

ARTICLE V Elections

Section 1. Nominating Committee. Preparatory to an annual election, the president shall appoint a nominating committee composed of three ex-presidents of the Association, no two of which members shall have previously served as a member of such nominating committee within two years next preceding such appointment. Such nominating committee shall make one nomination each for the respective offices of president-elect, secretary, and treasurer-elect and shall also nominate two candidates for the Executive Council.

Section 2. Notice. Not later than May 5th of each year, there shall be mailed to each member a list of the candidates nominated as aforesaid. Such list shall also include any candidates who may have been nominated prior to that time by the petition method hereinafter mentioned.

Section 3. Nomination by Petition. Any member in good standing of the Association whose nomination for any office has been requested in writing by a petition signed by at least ten other members in good standing of the Association shall be entitled to be placed upon the official printed ballot as a candidate, provided such petition is in the hands of the president not later than May 15th next preceding such election. The ballot shall not indicate whether candidates have been placed thereon by petition or by the nominating committee.

Section 4. Distribution and Counting of Ballots. As soon as practicable after June 1st of each year, a printed ballot shall be prepared containing the names of all persons nominated as aforesaid who shall have accepted such nomination. Said ballot shall be issued in such manner and form as approved by the Executive Council. The ballot shall be mailed to each member of the Association. The ballot shall state upon its face the last day, not less than two weeks after mailing by the Association, upon which such ballot will be accepted for inclusion in the official counting. Provisions shall be made for the casting of such ballot by mail, in such manner and form as shall conceal the identity of the voter. The voter shall return the sealed ballot to the Association and the same shall remain sealed until the balloting is closed, after which the ballot shall be opened and counted in the presence of the president and the Executive Council assembled for such purpose. The nominee

receiving the most votes for each office shall be declared the winner; provided, however, that in the event no member of the Association is nominated as provided in Section 3 of this Article, the Executive Council shall dispense with the requirements of this paragraph and declare the nominees nominated under Section 1 of this Article as the elected officers and members of the Executive Council of the Association for the next term.

Section 5. Commencement of Terms of Office. Such balloting shall be conducted annually during the month of June and the term of office of the officers and Executive Council so elected shall commence on the following July 1.

ARTICLE VI Meetings

The Association shall hold regular meetings at such times as the Executive Council shall fix and may designate any such meeting as an annual meeting. Except as otherwise provided in these By-Laws, any business may be transacted at any regular meeting.

ARTICLE VII Membership Dues

Section 1. Amount of Dues. The amount of annual dues shall be set by the Executive Council.

Section 2. When Payable. All regular dues for each calendar year shall be due and payable on or before February 1 of each year and shall become delinquent thirty days thereafter. Special dues shall be delinquent thirty days after notice of levy of the same. New members shall pay the membership dues set forth in Section 1 immediately upon joining the Association.

Section 3. Delinquency. Any member who is delinquent in the payment of the required dues for a period of six months from the date they become delinquent shall automatically terminate membership in this Association.

ARTICLE VIII Committees

Section 1. Establishment. The Executive Council may from time to time establish committees with such authority and duties as the Executive Council shall determine. Members of such committees shall be appointed by the president.

Section 2. Standing Committees. The following committees are established as standing committees of the association: Membership and Attendance; Newsletter; Memorial; Field Day; Historical; Corporate Counsel; Small Firm and Sole Practitioner; Courts; Law Library; Walk Through the Courts; Program; Medical/Legal; Law Day;

Lawyer Referral; Legislative; Media Relations; Public Service; Long Range Planning; and Budget.

Section 3. Term of Chairperson. The term of the chairperson for any standing committee shall be two years and no member shall serve consecutive terms as chairperson without prior approval of the Executive Council.

Section 4. Official Status of Chairpersons and Members. The chairperson and each other member of each committee established by the Executive Council and of each standing committee of the association shall be and shall, within the scope of authority, duty, and function of such committee, serve as a subordinate officer of the association without compensation.

ARTICLE IX Polls

The conducting of polls for the endorsement or nonendorsement of judges or judicial candidates in a manner to be determined by the Executive Council shall be deemed a proper function of the Association.

ARTICLE X Student Associates

Any law student having successfully completed the second year of study at any accredited law school may apply to be a student associate of the Association. All such applications shall be approved by the Executive Council. No dues shall be payable by a student associate. Student associates may attend any regular meeting or event of the Association by paying any required cost as determined by the Executive Director. Student associates may participate in committee activities as determined by the Executive Council. Student associates shall not be considered to be members of the Association nor shall they be entitled to any voting rights in the Association.

ARTICLE XI Amendment

These By-Laws may be amended at any meeting of the Association by a majority vote of the members present, but no amendment to the By-Laws shall be adopted without notice to the members of the Association at least forty-eight hours prior to the time of such meeting specifying the substance of the proposed amendment.

ARTICLE XII
Notice

Except as otherwise provided, all notices herein required shall be given by publication in *The Daily Record* or by the mailing of notices to the membership as the Executive Council shall determine.

ARTICLE XIII
Dissolution

In the event of the permanent dissolution of this Association, any property, including funds on hand, shall be transferred to an organization serving a similar purpose in the Omaha, Douglas County, area and qualifying for tax-exempt status under the Internal Revenue Code or to the Nebraska State Bar Association, as the Executive Council Shall determine.

The foregoing amended By-Laws reflect and include all amendments to the initial By-Laws of the Association which have from time to time been adopted by majority vote of the members present at various meetings of the Association.