



Arkansas Association of Women Lawyers

PO Box 95
Little Rock, Arkansas
72203-0095

www.arwomenlawyers.org

AAWL BYLAWS

PART I MEMBERSHIP DUES

Section 1. DUES.

Membership Type:	Annual Dues:	Notes:
Active (1-3 years Licensed)	\$25	First year FREE**
Active (3+ years Licensed)	\$50	
Associate Members	\$25	
At-Large Members	\$25	
Retired Members	\$25	
Law Students	FREE	
Lifetime Membership	\$1000	One-time fee*

Annual dues of active members licensed to practice law 3 years or more as of January 1st of each year shall be \$50.00. Annual dues of active members licensed to practice law fewer than 3 years as of January 1st each year shall be \$25.00. Annual dues of associate members and at-large members shall be \$25.00. Associate members who are law students shall pay no dues. Annual dues of retired members shall be \$25.00.

*Lifetime membership dues are \$1,000.00, and once paid in full, shall exempt the lifetime member from the payment of annual dues, including any future increases, so long as the lifetime member is licensed to practice law.

**New admittees to the bar are exempt from the payment of dues for the remainder of the calendar year in which they are admitted to the bar.

PART II **EXECUTIVE BOARD**

Section 1. PRESIDENT.

The President shall preside at all regular meetings of the membership, the Executive Board and the Board of Directors.

Section 2. PRESIDENT-ELECT.

The President-Elect shall act in all matters as the President in the absence of the President. The President-Elect at the end of their term shall succeed to the office of President without further election. The President-Elect shall serve on at least one standing committee.

Section 3. SECRETARY.

The Secretary shall keep minutes of the meetings of the Executive Board, Board of Directors and the membership at large, and shall maintain a copy of same in the Association's chosen online drive application. Additionally, the Secretary shall furnish a summary of all minutes to members upon request, ensure the minutes are saved in the Association's online drive, and shall maintain records detailing activities of the Association.

Section 4. PARLIAMENTARIAN.

The Parliamentarian is in charge of governing all Executive Board, Board of Directors and regular membership meeting in accordance with Robert's Rules of Order, Revised . The Parliamentarian shall keep a record of attendance at all Board of Directors' meetings. The Parliamentarian shall notify any Board of Directors member of unexcused absences as outlined in the Bylaws (Part V). The Parliamentarian shall maintain a current copy of the Constitution and Bylaws of the Association. The Parliamentarian does not have a vote on any matters unless that vote is by secret ballot. The Parliamentarian shall serve on at least one standing committee.

Section 5. TREASURER.

The Treasurer shall receive all Association income, make special disbursements as approved by the Board of Directors, pay routine bills, ensure that the Association remains in good standing with the state of Arkansas and the Internal Revenue Service,

maintain an itemized account of all receipts and disbursements in conjunction with the Association's hired bookkeeper/accountant if one is contracted, submit an itemized written report at each Board of Directors' meeting to be filed with the minutes, maintain a current membership list, in conjunction with the Membership Committee, and submit an itemized budget for approval at the June Board of Directors' meeting. The Treasurer is responsible for keeping the PO Box in good standing and checking it as needed.

Section 6. PAST PRESIDENT.

The position of Past President is held by the person who has most recently vacated the office of President of the Association. The Past President's role is to advise and to guide the Executive Board and Board of Directors as needed, and shall serve on at least one Committee. The Past President shall automatically roll off the board at the end of their term as Past-President, unless they are elected or appointed to another position on the Executive Board or Board of Directors.

PART III

DUTIES OF THE EXECUTIVE BOARD AND BOARD OF DIRECTORS

Section 1. EXECUTIVE BOARD.

The Executive Board is composed of the Officers of the Association, and shall have the power to approve non-budgeted expenditures, nominate and present a slate of candidates for office at the April meeting, and perform other duties as delegated by the Board of Directors or membership at large. Executive Board action may be taken at any time by a majority vote of its members. The President shall vote only in the event of a tie.

Section 2. BOARD OF DIRECTORS.

The Board of Directors is composed of the Executive Board and the Chairpersons of the Standing Committees, and shall conduct the general business of the Association. Action may be taken by an affirmative vote of the majority of the directors present at a Board meeting that has obtained quorum. The President shall vote only in the event of a tie.

PART IV
DUTIES OF THE BOARD OF DIRECTORS AND STANDING COMMITTEES

Section 1. STANDING COMMITTEES.

The standing committees shall be Continuing Legal Education, Development, Meetings, Mentorship, Membership, Communications, Scholarship, Social, Education, Diversity, Equity & Inclusion, and Events. The Chairperson of each standing committee is an elected member of the Board of Directors subject to the election procedures outlined in Part 8, Section 1 of these Bylaws. Participation in each committee is open to all members of the Association.

Section 2. CONTINUING LEGAL EDUCATION COMMITTEE.

The Continuing Legal Education Committee shall plan and organize seminars sponsored by the Association. This Committee will have a stated goal of providing at least three (3) CLE hours to the membership each year.

Section 3. DEVELOPMENT COMMITTEE.

The Development Committee shall be responsible for coordinating all aspects of fundraising for the Association.. The Development Committee will work in conjunction with Officers, vendors, contractors, and other standing committees as needed to accomplish this purpose.

Section 4. MEETINGS COMMITTEE.

The Meetings Committee shall plan and coordinate the location and foodservice aspects of the regular meetings if they are held in-person, to include locating and reserving a meeting-room space, and, if food is to be served at the meeting, selecting the food vendor and menu, communicating the menu choices, if any, and cost to the membership, soliciting the membership's food order in advance of the meeting and communicating that information to the vendor, and overseeing the delivery, setup, service and cleanup of the meal, as well as the disposition of any leftover items. If the meeting is to be held virtually, the Meetings Committee shall ensure that a virtual platform such as Zoom is set up to host the meeting and shall help to facilitate the meeting. The Meetings Committee shall also plan and present the programs for the monthly meetings of the Association.

Section 5. MENTORSHIP COMMITTEE.

The Mentorship Committee shall create and coordinate the mentor programs between Association members and law students at the University of Arkansas law schools at Little Rock and Fayetteville. This Committee shall also be in charge of coordinating events and programs with the law student groups, in conjunction with other committees as needed.

Section 6. MEMBERSHIP COMMITTEE.

The Membership Committee will be responsible for coordinating and encouraging membership in the organization. The Committee's responsibilities will include, but not be limited to, working with other standing committees to increase membership through events, social media, and other avenues, direct marketing of the organization to past members, law firms, government agencies, and other organizations to increase the number of dues-paying memberships, and maintaining a list of current members, including their emails and other contact information, which should be provided to the Treasurer and Communications Committee upon each update to the list.

Section 7. COMMUNICATIONS COMMITTEE.

The Communications Committee shall make social media posts and maintain the Association's social media accounts, promote publicity of the Association, recognize accomplishments and outstanding service of individual members of the Association, and shall be responsible for the development and maintenance of the Association's website, to include posting notices of the Association's regular and special meetings, as well as the electronic membership listserv, in conjunction with any vendors or contractors that the Association has contracted.

Section 8. SCHOLARSHIP COMMITTEE.

The Scholarship Committee shall plan and coordinate scholarships awarded by the Association, and shall represent the Association in all respects concerning scholarships awarded by the Arkansas Bar Foundation from the "Arkansas Association of Women Lawyers Scholarship (in honor of Ruth Huskey Brunson)" scholarship fund. The Scholarship Chair may also work in conjunction with the Events Committee to plan the annual Scholarship Banquet/Luncheon honoring the recipients of such awards.

Section 9. SOCIAL COMMITTEE.

The Social Committee shall plan and organize social events of the Association, such as panels, happy hours, meet & greets, etc., and assist with other events as needed in conjunction with other standing committees.

Section 10. EDUCATION COMMITTEE.

The Education Committee shall be responsible for educating AAWL's membership as well as the public at large on the issues that affect women in the profession as well as issues in the law of import to women. To accomplish these duties, the Education Committee may coordinate educational activities, draft a newsletter, update the AAWL website, or otherwise inform the membership of issues of interest in an appropriate manner.

Section 11. DIVERSITY, EQUITY & INCLUSION COMMITTEE

The Diversity, Equity & Inclusion Committee shall ensure that the Association is committed to promoting diversity, equity, and inclusion in its day-to-day activities and in the legal profession as a whole. The Committee will work on its own and with other standing committees to accomplish this purpose.

Section 12. EVENTS COMMITTEE.

The Events Committee shall be responsible for planning major annual events; specifically, the Holiday Brunch & Silent Auction, and the Scholarship Luncheon, in conjunction with the Scholarship Committee.

PART V **REMOVAL**

Section 1. REMOVAL.

An Executive Board or Board of Directors member may be removed from office for cause, including but not limited to disbarment, excessive unexcused absences, or for failure to perform the duties of the designated office. Upon the recommendation of the Board of Directors and a majority vote of the members present at a regularly scheduled monthly meeting, the Board member shall be removed from office. Vacancies shall be handled as discussed in Article V, Section 2 of the Association's Constitution.

Section 2. REMOVAL PROCEDURE.

The Parliamentarian will notify the Board member in writing of the impending removal action at least ten (10) days prior to the Board of Directors meeting at which the recommendation for removal will be discussed. The notification will include the reason for the alleged non-performance of the Board of Directors member and the date of the hearing. If an action to recommend removal of the Board member is approved by the Board of Directors, it must be presented for a vote to the membership at the next regularly scheduled monthly meeting. The Board member must be notified in writing of the proposed vote at least five (5) days prior to the monthly meeting.

Section 3. UNEXCUSED ABSENCES.

Three unexcused absences from Board of Director meetings in a fiscal year may be grounds for removal. Unexcused absences occur when the Board member fails to notify the President or the Parliamentarian that the Board member will be absent from a Board of Directors meeting. The Parliamentarian shall notify the Board member in writing when the Board member receives two unexcused absences in a fiscal year. This notification shall occur within ten (10) days of the second unexcused absence. The Parliamentarian shall notify the Board member and the President when a Board member receives three (3) unexcused absences. Notification shall occur within ten (10) days of the third unexcused absence. The President shall schedule the discussion of the removal recommendation on the agenda of the next scheduled Board of Directors meeting.

PART VI **MEETINGS & VOTING**

Section 1. DATE AND PLACE OF REGULAR MEETINGS.

The regular monthly meeting of the membership of the Association shall be held on the first Friday of each month. The location of the monthly meeting shall be designated by the President or Executive Board. The date, location, or choice to be in-person or use a virtual platform for any regular monthly meeting may be altered by a majority vote of the Board of Directors or the Executive Board. The Executive Board and/or Board of Directors may choose to cancel meetings during certain times of the year when membership is less active, and may do so by a majority vote at a regular Board of Directors meeting.

Section 2. SPECIAL MEETINGS OF THE GENERAL MEMBERSHIP.

Special or emergency meetings of the Association's membership may be called by the Executive Board after giving written notice to all members at least twenty-four (24) hours prior to the meeting. Notice of the special or emergency meeting may be waived in writing before or after the meeting or by attendance at the called meeting.

Section 3. QUORUM AT SPECIAL MEETING OF GENERAL MEMBERSHIP.

Actions of the general membership may be taken at a special meeting if a quorum is present. One-fourth of the active membership of the Association shall be necessary for a quorum at a special meeting.

Section 4. BOARD OF DIRECTORS AND EXECUTIVE BOARD MEETINGS.

Board of Directors and Executive Board meetings may be called by the President or by two (2) or more Board of Directors members. Written or oral notification must be given at least three (3) days in advance of a special scheduled meeting. Regularly-scheduled Board of Directors meetings shall be held at a place and time designated by the President, or may be held virtually as designated by the President. A quorum for any Board of Directors or Executive Board meeting shall be a majority of the members of the Board of Directors or Executive Board.

Section 5. VOTING BY GENERAL MEMBERSHIP.

Actions of the general membership may be taken by a majority voice vote of the Active members present at a regular meeting, or by electronic secret ballot if the voice vote is inconclusive.

Section 6. VOTING BY EXECUTIVE BOARD AND BOARD OF DIRECTORS.

Actions of the Executive Board and Board of Directors may be taken by a voice vote, or by a secret ballot if requested by any member of the Board of Directors, either by motion or if the voice vote is inconclusive. The Executive Board and/or Board of Directors may also choose to vote via email or any other agreed-upon electronic means.

Section 7. INFORMAL ACTION.

Action taken by a majority of the Directors without a meeting in respect to any Association matter shall be valid if, within ten (10) days before or after such action, all

Board members sign and file with the Secretary for inclusion in the Association minute book a memorandum showing (a) the nature of the action taken, (b) the consent of each Board member, and (c) the names of Directors approving and Directors opposing such action.

PART VII
MEMBERSHIP YEAR AND TAX YEAR

Section 1. MEMBERSHIP YEAR.

The membership year of the Association shall follow a calendar year and begin on January 1 and end on December 31, annually.

Section 2. FISCAL YEAR.

The fiscal year of the Association shall be June 1st - May 31st.

Section 3. TAX YEAR.

The tax year of the Association, for all state and federal tax purposes, shall be a calendar year.

PART VIII
ELECTIONS

Section 1. ELECTION OF OFFICERS.

All members of the Executive Board and Board of Directors shall be elected in April of each year at a regular meeting of the general membership and shall assume office on June 1st, to correspond with the Association's fiscal year. Election of members of the Executive Board and Board of Directors shall be from a slate of candidates presented by the Executive Board or nominated by the membership at large at the April meeting.

Section 2. PRESIDENT-ELECT QUALIFICATIONS.

A candidate for the position of President-Elect of the Association shall have previously served on the Board of Directors within three (3) years of their nomination.

PART IX
PARLIAMENTARY AUTHORITY

Section 1. AUTHORITY.

All parliamentary procedural matters shall be governed by Robert's Rules of Order, Revised.

Approved by the general membership at the April 1st, 2022 general meeting.