

BYLAWS OF THE IMMIGRATION & NATIONALITY LAW SECTION OF THE STATE BAR OF TEXAS

ARTICLE I NAME AND PURPOSE

- 1.1. **Name.** This Section shall be known as the Immigration & Nationality Law Section of the State Bar of Texas.
- 1.2. **Purpose.** The mission of the State Bar of Texas Immigration & Nationality Law Section is to promote the administration and development of Immigration & Nationality Law in the State of Texas; to assist members currently engaged in practicing this diverse and dynamic area of the law; to sponsor and promote advanced CLE programs covering various topics within this practice; and, to provide updates on legislation, community-outreach projects, and policy changes affecting this area of the law in a semi-annual newsletter to members.

ARTICLE II Members and Dues

- 2.1. **Members.**
 - a. **Voting Members.** Voting Members of the Section are those licensed Texas attorneys who are members in good standing of the State Bar, have joined the Section and are current in the payment of their Section dues. Only Voting Members may vote in Section elections and on matters coming before the Section members for action.
 - b. **Associate Members.** Associate members of the Section are those individuals who are not licensed to practice law in Texas, but limited to out of state attorneys, paralegals, law students, BIA accredited individuals, and non-attorney academics, who have joined the Section and are current in the payment of their Section dues. Associate Members may not hold themselves out as being members of the State Bar or make any representation that they are licensed by the State Bar. Associate Members shall have no Section member voting rights.
- 2.2. **Section Dues.** Each member of the Section shall pay annual Section dues in the amount established from time to time by Section Council and approved by the State Bar Board of Directors. Section dues shall be due and payable on or before June 1 of each year.
- 2.3. **Termination of Membership.** On the occurrence of any of the following, a Section member shall immediately cease to be a member of the Section without any further action required:
 - a. Any member who is delinquent on payment of Section dues;
 - b. Any Voting Member who ceases to be a member in good standing of the State Bar of Texas;
 - c. Any Associate Member who is found by a majority vote of the Council to have represented himself or herself as a member of the State Bar or as a member licensed by the State Bar.

ARTICLE III Council and Officers

- 3.1. **Council**
 - a. The powers, business and property of the Section shall be conducted, controlled and managed by a Council, to the extent authorized by law and the policies of the State Bar.

- b. The Council is comprised of the following members:
 - i. Nine (9) elected Council members, all of whom must be voting members of the Section in good standing;
 - ii. No more than three (3) appointed Council members who are either (a) employees of a federal, state, or local governmental entity or (b) professors or employees of an ABA-accredited law school. Such appointed Council members must be voting members of the Section in good standing. Such members will be considered voting members of the Council.
 - iii. The Section Officers;
 - iv. -The State Bar of Texas President and President-Elect as non-voting ex officio members; and
 - v. Such other non-voting ex officio members appointed by the Council as it may from time to time determine by resolution.
- c. Terms.
 - i. Elected Council members shall serve three-year terms, commencing on the adjournment of the Section's annual meeting at which they are elected and ending on the adjournment of the third Section's annual meeting thereafter or, if later, when their successors have been elected and have assumed office. Three elected Council members shall be elected each year in accordance with the election provisions below. No elected Council member may serve more than two consecutive three-year terms.
 - ii. The terms of the Section Officers on the Council shall be commensurate with their terms in office.
 - iii. The term of each appointed Council member shall be for a one-year period as determined by the Council and may be reappointed by the Council. When desired by the Council, the Chair shall present the names of one or more nominees to the Council. The Council shall appoint or refuse the nominee by a majority vote of those voting Council members in attendance at the meeting. The Council may choose to keep one or more seats vacant by majority vote.

3.2. Officers.

- a. The Officers of the Section are:
 - i. The Immediate Past Chair;
 - ii. The Chair;
 - iii. The Chair-Elect;
 - iv. The Treasurer;
 - v. The Secretary;
- b. Terms. Section Officers serve one-year terms, commencing on the adjournment of the Section's annual meeting and ending on the adjournment of the next Section's annual meeting.
- c. Succession. The Secretary is elected in accordance with the election provisions below, except from a slate limited to the Council members. At the completion of each one-year term, the Secretary succeeds to serve as Treasurer, the Treasurer succeeds to serve as Chair-Elect, the Chair-Elect succeeds to serve as Chair, and the Chair succeeds to serve as Immediate Past Chair. The election provisions do not apply to Treasurer, Chair-Elect, Chair, and Immediate Past Chair.

ARTICLE IV Nominations and Elections

4.1 Nomination.

- a. Appointment. Within 90 days after assuming office, the Chair will appoint a Nominating Committee consisting of the Chair and Immediate Past Chair, one elected Council member, and not less than two Voting Members of the Section who are not then serving on the Council.

- b. Notice. Within 90 days following the appointment of the Nominating Committee, the Chair will cause notice to be given to the Voting Members of the Section, identifying the members of the Nominating Committee and calling for nominations for the elected Council positions whose terms expire that year. Notice is sufficient if made by electronic mail, US mail, prominent posting on the Section's website, or published in the Section's newsletter.

- c. Nominations for Secretary position. The Nominating Committee will also call for nominations for the Secretary position apart from the elected Council member positions. Nominations for Secretary are limited to elected Council members who have served at least one year of their three-year terms. Upon nomination, the Nominating Committee will confirm that the nominee wishes to be considered for the election.
- d. Nominations. Any member of the Section may submit nominations to any member of the Nominating Committee during the time beginning on the date of the notification and ending 90 days before the Section's next annual meeting. Upon receipt of a nomination, the Nominating Committee will confirm that the nominee wishes to be considered for the election. From the candidates who have accepted nomination, and any additional candidates chosen by the Nominating Committee, the Nominating Committee will nominate at least two individuals for each position up for election and will notify the Voting Members of the nominations. Notification of nominations will be delivered or published no later than 30 days prior to the Section's annual meeting. Such notification may be made by electronic mail, US mail, prominent posting on the Section's website, or published in the Section's newsletter.

4.2 Election. The Council members present and voting at the Section's annual meeting will elect the Secretary from the Nominating Committee's nominees. The Voting Members present and voting at the Section's annual meeting will elect the three Council members from the Nominating Committee's nominees. Elections will be by simple majority and voting may be by written ballot or show of hands as the Council deems appropriate.

4.3 Uncontested Election. In the event that any candidate should be nominated without opposition, such candidate shall, upon a vote being cast for him or her at the time of such nomination be declared elected, without his or her name being placed on the ballot mentioned above.

4.4 Vacancies.

- a. Chair. In the event of death, disability, resignation, or termination of Section membership of the Chair, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term or disability.
- b. Chair-Elect. In the event of death, disability, resignation, or termination of Section membership of the Chair-Elect, the Treasurer shall perform the duties of the Chair-Elect for the remainder of the Chair-Elect's term or disability.
- c. Council Members, Secretary and Treasurer. In the event of the death, disability, resignation, or termination of Section membership of the Secretary, Treasurer, or any elected Council member, the Council may fill the vacancy by appointment. The person so filling the vacancy will serve until the close of the next Section annual meeting. The remainder of any elected Council member's vacated expired term will be filled by election at the next Section annual meeting in accordance with these Bylaws.

4.5 Standing Committees.

- a. Employment-Based Issues. An elected Council member will be designated to lead a committee focused on Employment-based immigration Issues and shall preside at all meetings of the Employment-Based Issues Committee and shall otherwise perform such duties as delegated by the Chair.
- b. Family-Based Issues. An elected Council member will be designated to lead a committee focused on Family-based immigration issues and shall preside at all meetings of the Family-Based Issues Committee and shall otherwise perform such duties as delegated by the Chair.
- c. Removal & Deportation Issues. An elected Council member will be designated to lead a committee focused on Removal & Deportation immigration issues and shall preside at all meetings of the Removal & Deportation Issues Committee and shall otherwise perform such duties as delegated by the Chair.
- d. Asylum & Refugee Issues. An elected Council member will be designated to lead a committee focused on Asylum & Refugee Immigration issues and shall preside at all meetings of the Asylum & Refugee Issues Committee and shall otherwise perform such duties as delegated by the Chair.

- e. Non-Profit Immigration Services. An elected Council member will be designated to lead a committee focused on Non-Profit Immigration Services and shall coordinate pro bono opportunities for Section members shall supervise the Section's non-profit activities and shall otherwise perform such duties as delegated by the Chair.
- f. Conference Planning & Publications. An elected Council member will be designated to lead a committee focused on Conference Planning & Publications and shall organize and oversee the annual conference for the Section and any other conferences, shall coordinate all Section publications, and shall otherwise perform such duties as delegated by the Chair.

ARTICLE V
Duties and Powers of Officers

5.1. Section Officers:

- a. Chair. The Chair will preside at all meetings of this Section and of the Council, plan and supervise the activities of the Section, serve on the State Bar's Council of Chairs and perform such other duties and acts as usually pertain to the office
- b. Chair-Elect. The Chair-Elect will perform the duties of Chair during the disability or absence of the Chair and will perform other such duties as directed by the Chair or the Council.
- c. Secretary. The Secretary will serve as the custodian of the books, reports and records of the Section, with the exception of the financial records, keep a correct record of the proceedings in all meetings of the Section and the Council, and maintain the rosters of the Section members, the Section committees and the Council.
- d. Treasurer. The Treasurer will serve as the custodian of all financial reports of the Section, receive all dues and other funds paid to the Section, provide required financial information to the State Bar, invest the funds of the Section subject to the requirements and parameters established by the State Bar and provide financial reports to the Council at each of its meetings. Subject to requirements of the State Bar and the approval of the Council, the Treasurer, along with the Chair, has full authority to appoint depositories of the funds of the Section and to make deposits thereto and withdrawals therefrom.

ARTICLE VI
Duties and Powers of the Council

6.1. Authority. Subject to applicable law and the policies of the State Bar, the Council will have general supervision and control of the affairs of this Section to ensure that the purposes and objectives of the Section are carried out. The Council will supervise the expenditure of funds received by the Section from dues and all other Section activities.

6.2. Committees

- a. Establishment. From time to time, the Council may establish additional committees and task forces as it deems advisable to perform such duties and exercise such powers as the Council directs, subject to the limitations of these Bylaws, the policies and procedures of the State Bar of Texas and all applicable law.
- b. Membership of Council Committees. Members of Council committees will consist of Council members and such non-voting ex officio section members as the Council determines. The Chair, with the advice of the Chair-Elect, will appoint the membership of Council committees, subject to the approval of the Council.
- c. Membership of Standing Committees. The Council may establish the terms of membership on Section committees and may vest in the Chair or the Chair-Elect or both, to appoint members to Section committees under the guidelines and restrictions the Council imposes. Membership of Section committees may consist of Voting Members of the Section.

- d. Standing Committees: Until otherwise determined by action of the Council, the standing committees of the Section will be led by their respective Council Member and will include, but are not limited to:
 - a. Employment-based Issues Committee;
 - b. Family-based Issues Committee;
 - c. Deport & Removal Issues Committee;
 - d. Asylee & Refugee Issues Committee;
 - e. Non-Profit Immigration Services Committee;
 - f. Conference Planning & Publications Committee.
- e. Committee Reports. The Council will monitor the activities and functions of the Section committees and may require such committees to report to the Council with such frequency as the Council deems advisable.

ARTICLE VII MEETINGS

7.1 Meetings of the Council

- a. Quorum. A quorum of the Council consists of a simple majority of the voting Council members. No action may be taken at any Council meeting without the presence of a quorum of the Council.
- b. Voting. Unless otherwise stated in these Bylaws or required by the policies of the State Bar, all binding actions of the Council must be by a majority vote of the voting Council members present at the Council meeting. Voting may be by written ballot, hand count, or voice vote. Voting by proxy shall not be allowed. Except as may be otherwise provided by these Bylaws, Council meetings shall be governed by the then current edition of Roberts Rules of Order.
- c. Regular Meetings. Regular meetings of the Council shall be held in the fall, winter, and spring and summer, at such time and place as determined by the Chair. Notice of regular meetings will be delivered to Council members by electronic mail or US mail at least ten days prior to the date of the meeting.
- d. Special meetings. Special meetings of the Council may be held at such time and place as determined by the Chair for the purpose of taking such necessary or emergency action as may be required before the next scheduled regular Council meeting. Notice of a special meeting will be delivered to Council members by electronic mail or US mail at least three days prior to the date of the meeting. The notice must describe the general purpose or purposes of the meeting and the reason a special meeting is deemed necessary. A quorum of the Council members may waive the notification requirement by affirmative vote at the special meeting.
- e. Waiver of Notice by Attendance. Attendance of a Council member at a Council meeting constitutes waiver of notice unless the Council member's attendance is expressly for the purpose of objecting to the transaction of business at the meeting without adequate notice.
- f. Participation. With the approval of the Chair, Council members may participate in Council meetings by teleconference or videoconference. A Council member participating by teleconference or videoconference is counted toward a quorum and may vote on any matters coming before the Council meeting.

7.2 Section Meetings

- a. Annual Meeting. The Section will hold an annual meeting at such time and place as determined by the Chair and approved by the Council. Notice of the annual meeting will be provided to Section members at least 20 days prior to the meeting and may be delivered by electronic mail, US mail, or prominent posting on the Section's website

- b. **Special Meetings.** Special meetings of the Section may be held at such time and place as may be determined by the Chair and approved by the Council. Notice of a special meeting shall be provided to Section members at least 3 days prior to the meeting and may be delivered by electronic mail, US mail, or posting on the homepage of the Section's website. The notice must describe the general purpose or purposes of the special meeting and the reason the special meeting is deemed necessary.
- c. **Quorum and Voting.** At all Section meetings, a quorum consists of a simple majority of the Voting Members present at the meeting. Voting may be by written ballot (subject to the terms for email voting described above) hand count, or voice vote. Voting by proxy shall not be allowed.
- d. **Meeting Attendance.** A member who attends a meeting by teleconference or video conference shall be counted as present at such meeting. Two consecutive unexcused absences will result in termination from Council member position.
- e. **Committee Meetings.** The Employment-Based Issues, Family-Based Issues, Removal & Deportation Issues, Asylum & Refugee Issues, Non-Profit Immigration Services, and Conference Planning & Publications Committees shall each meet as often as necessary by telephone conference or in-person, subject to budgetary restrictions placed upon each committee, by the Council, and report yearly objectives and progress at the Annual Meeting of this Section or at such other time and place as the Council Member of the respective Committee, in consultation with the Chair, shall deem appropriate.

ARTICLE VIII

Financial Provisions

- 8.1 Depositories and Investments.** Section funds must be invested consistent with the State Bar's Investment Policy as set forth in the State Bar Board of Directors Policy Manual, as the same may be amended from time to time. Section funds must be deposited into either a branch of the State Bar banking depository or an alternative banking depository meeting the requirements of the State Bar's Investment Policy.
- 8.2 Financial Books, Records, and Reports.** The Section must maintain accurate financial books and records and have appropriate controls on the maintenance and disbursement of the Section's funds, all in a fashion that permits the inclusion of the Section's financial information in the State Bar's financial statements and audit. The Section must provide to the State Bar such financial information as may be required for compliance with the requirements for the independent financial and/or internal audits of the State Bar as required by applicable law, rules and regulations, and pursuant to the State Bar's procedures for reporting section financial reporting, as such procedures may be amended from time to time. The Section will submit to the Executive Director of the State Bar by July 15th of each year a budget for the then current fiscal year.
- 8.3 Sales Tax.** To the extent required by law, the Section will collect sales tax on goods or services that it sells, and will remit monthly to the State Bar all sales tax collected during the immediately preceding month, along with a report listing the price, quantity and description of the goods or services so sold in such detail as the State Bar Accounting Department reasonably may require to ensure compliance with applicable law, rules, and regulations.
- 8.4 State Bar Assistance.** The Section may request the State Bar Accounting Department to manage Section funds, including depositing dues, managing operating expenses, issuing checks and preparing financial reports and budgets.

ARTICLE IX

Governmental Authority

- 9.1 Section Action not Action of the State Bar of Texas.** No action, policy, determination, or recommendation of this Section or any committee thereof shall be deemed to be, or be referred to as, the action of the State Bar of Texas

prior to submission of the same to, and approval by, the Board of Directors of the State Bar of Texas, the General assembly of the State Bar of Texas in annual convention, or duly-authorized referendum of the State Bar of Texas. Any resolution adopted or action taken by this Section may on request of this Section be reported by the Chair to the State Bar of Texas for action thereon.

- 9.2. **Governmental Authority Process.** This Section, through the process called "Governmental Authority," may seek the authority to present a position of the State Bar of Texas before a public, judicial, executive or legislative body.
- 9.3. **Required Council Action.** A position of this Section with respect to which the Governmental Authority process is desired shall be authorized by the Council only after written notice to all members of the Council of the proposed position to be adopted and the date at which the position will be considered by the Council. The proposed position must be adopted by a quorum vote of the Council.
- 9.4. **Compliance with Governmental Authority Handbook.** If a proposed position is adopted by the Council as provided in Section 3 immediately preceding, thereafter all requirements and procedures set forth in the Governmental Authority Handbook dated January 30, 1981, as amended from time to time, with respect to application, notice, circulation, clearance, objections, disclaimer, presentation, filing and all other matters shall be strictly followed.

ARTICLE X Miscellaneous

- 10.1. **Political or Social Policy Advocacy Position.** No position may be taken by the Section or its members in the name of the Section or the State Bar that advocates or advances a political or social policy position in violation of State Bar policies, the State Bar Act, the State Bar Rules, or any other applicable state or federal law.
- 10.2. **Section Name Change.** The Section may not change its name without the approval of the State Bar Board of Directors in accordance with the then current State Bar policies and procedures.
- 10.3. **Confidentiality of Section Member Information.** All information concerning any Section member that is deemed confidential by state or federal law, including Tex. Govt. Code Ch. 552 and Tex. Occ. Code Ch. 59, including email addresses, may be used only for official section business and may not be disclosed to the public or any third party. The Section will take reasonable and necessary precautions to protect the confidentiality of all such information.
- 10.4. **Amendment of Bylaws.** These Bylaws may be amended at any meeting of the Section by a majority vote of the Voting Members present and voting, provided that any proposed amendment is first approved by a majority of the Council and notice of the proposed amendment in accordance with these Bylaws has been provided to all Voting Members at least 30 days prior to the meeting at which the amendment will be considered. No amendment will become effective until approved by the State Board of Directors in accordance with the then current State Bar policies and procedures.
- 10.5. **Approval by the State Bar of Texas.** Any action by this Section must be approved by the State Bar of Texas before it becomes effective as action of the State Bar. Any resolution adopted or action taken by this Section may, on request of the Section, be reported by the Chair of this Section to the Annual Meeting of the State Bar of Texas for action thereon by the State Bar of Texas.
- 10.6. **Effectiveness.** These Bylaws shall become effective upon approval thereof by the Board of Directors of the State Bar of Texas, and upon adoption by this Section.
- 10.7. **Printing.** Unless the Council determines it is prudent to proceed otherwise, all printing for this Section or for any committee of this Section shall be done under the supervision of the headquarters office of the State Bar of Texas.

- 10.8. Electronically Communicated Notices.** Email, facsimile and other electronic communication shall constitute notice for all purposes of these Bylaws.
- 10.9. Cooperation with Other Sections.** In order to facilitate cooperation and communications with other Sections of the State Bar of Texas, the Council may appoint an *ex officio* member to or a liaison with any Section of the State Bar of Texas.