

**Bylaws**  
**MSBA Criminal Law Section**  
As Approved by the Board of Governors 10/31/74  
As Amended by the Board of Governors 01/28/94; 12/03/04  
As Amended by the Assembly 04/23/15

**ARTICLE I. Name and Purpose**

Section 1. This Section of the Minnesota State Bar Association Shall be known as the Criminal Law Section of the Minnesota State Bar Association.

Section 2. The purpose of the Section shall be to improve our system of justice and originate and promote criminal laws and regulations.

**ARTICLE II. Membership**

Section 1. All members of the Minnesota State Bar Association in good standing and having paid the required annual dues of the Section shall be eligible for membership in this Section and shall be enrolled as a member upon request to the Secretary of the Section. Members so enrolled shall constitute the membership of this Section and are entitled to receive the benefits extended by said Section to its members.

Section 2. Dues of the Section shall be set by the membership of the Section at any official meeting therefore, and such dues may be changed annually by appropriate action of the membership, subject to the approval of the MSBA Assembly.

Any member of this Section whose annual dues are more than three months past due shall cease to be a member of this Section. A member who has been removed from the Section for nonpayment of dues shall be reinstated when such arrearages are paid.

Section 3. The Section shall take affirmative action to broaden membership with respect to geographical, racial, gender, type of practice, and small firm/large firm balance and reduce barriers to participation for all MSBA members in Section activities.

**ARTICLE III. Officers**

Section 1. The officers of the Section shall consist of a Chairperson, Vice Chairperson Secretary, and Treasurer.

Section 2. There may also be an Executive Committee which shall consist of the Chairperson, Vice Chairperson, Secretary, and Treasurer, together with a minimum of ten (10) members of the Section. There shall be six (6) positions on the Section Council, one for each of the six established judicial regions, to be filled by a member of the Section from said region. In the

event no attorney member submits her/himself for inclusion on the Board, the seat may be filled at the next succeeding Council meeting by any interested member, regardless of region of origin. Such Executive Committee shall have full power and authority in the interval between meetings of the Section to do all acts and perform all functions which the Section itself might perform, except that it shall have no power to amend these Bylaws. Such Executive Committee shall also be responsible for the program of activity of the Section.

#### **ARTICLE IV. Elections**

Section 1. The Chairperson, Vice Chairperson, Secretary, and Treasurer, and members of the Executive Committee shall be elected each year and shall hold office until their successors are elected. The elections meeting shall be held within ninety (90) days of the annual election of the officers of the Minnesota State Bar Association. Prior to the election meeting, the Nominating Committee shall be appointed by the Executive Committee to designate candidates for the various offices of the Section. The Nominating Committee shall present its slate of candidates at the meeting prior to the election meeting.

#### **ARTICLE V. Duties of the Officers**

Section 1. The Chairperson's duties and responsibilities shall include, but are not limited to:

- a. Preparing agendas for all Section meetings;
- b. Presiding over all Section meetings;
- c. Planning, organizing, and coordinating the Section's CLE seminars;
- d. Formulating and presenting an annual report to the Minnesota State Bar Association;
- e. Filing, within thirty (30) days after the close of each fiscal year, a certified accounting of the Section's finances for the fiscal year; and
- f. Overseeing all Section committees.

In the year following the Chairperson's term, he/she shall hold the position of Immediate Past Chair with the following duties and responsibilities:

- a. Serving as the Criminal Law Section's Assembly Voting Representative; and
- b. Providing assistance to the Section Chairperson as needed.

Section 2. The Vice Chairperson's duties and responsibilities shall include, but are not limited to:

- a. Presiding at all meetings of the Section in the absence of the Chairperson;
- b. Chairing at least one Section committee;
- c. Serving as the Assembly Alternate Representative; and
- d. Providing assistance to the Section Chairperson as needed.

Section 3. The Secretary's – duties and responsibilities shall include but are not limited to:

- a. Keeping formal minutes of meetings and other records of the Section;
- b. Chairing at least one Section committee; and
- c. Providing assistance to the Section Chairperson as needed.

Section 4. The Treasurer's duties and responsibilities shall include, but are not limited to:

- a. Managing and accounting for the monies of the Section;
- b. Keeping accurate records of all financial transactions of the Section;
- c. Presenting a financial report at each regular Section meeting;
- d. Preparing an annual budget and presenting such budget for approval at a meeting of the Section;
- e. Certifying the annual financial report prepared by the MSBA;
- f. Chairing at least one Section committee; and
- g. Providing assistance to the Section Chairperson as needed.
- h. Approving the reimbursement of travel expenses, including potentially a hotel stay, so that members from Greater Minnesota will be encouraged to attend meetings in person without the burden of such costs.

Section 5. In addition to their other duties, the Chairperson, Vice Chairperson, Secretary, and Treasurer shall be ex-officio members of the Executive Committee.

## **ARTICLE VI. Duties of Executive Committee**

Section 1. The Executive Committee shall have full power and authority in the interval between meetings of the Section to do all acts and perform all functions which the Section itself might perform, except that it shall have no power to amend these Bylaws.

Section 2. The Executive Committee shall be responsible for the program of activity of the Section.

Section 3. All Section Council members shall be required to attend no less than 75% of Council meetings, and no more than two missed meetings in a row, to retain Section Council membership. Qualifying attendance of Council meetings includes video conferencing via the MSBA's existing technological platforms, or in the alternative via Skype, Google Hangouts, or some other cost-free mechanism.

## **ARTICLE VII. Meetings**

Section 1. Regular meetings of the Section shall be held periodically, but at least annually, at such places and on such days as shall be designated by the Executive Committee.

Section 2. All members of the Section present at any meeting shall constitute a quorum for the transaction of business. All binding action of the Section shall be by a majority vote of the members present.

Section 3. Notice of Meetings: Whenever a meeting notice is required by these Bylaws, it will be sufficient if in a written or electronic format described in the next paragraph, states the date, time, and place of the meeting, and includes any other information expressly required by these Bylaws.

Meeting notices may be sent by mail, electronic facsimile transmission (fax) or other electronic means consented to by the member to whom the notice is given. If sent by mail, the notice shall be effective as of the second full calendar day after depositing in the United States mail with postage pre-paid and addressed to the intended recipient's address as shown in the Section's records. If sent by fax, the notice shall be effective upon receipt at the receiving terminal having the intended recipient's fax number shown in the Section's records. If sent by electronic mail, the notice shall be effective when directed to an electronic mail address at which the member has consented to receive notice. If notice is given by a posting on an electronic network on which the member has consented to receive notice, together with separate notice to the member of the specific posting, the notice shall be effective upon the later of (i) the posting; and (ii) the giving of the separate notice. If sent by other electronic means, the notice shall be effective when directed to the member.

Attendance at a meeting shall constitute a waiver of notice unless the attendance is solely to object to the lack of proper notice.

Presence at a meeting during which the date, time, and place of a later meeting is announced shall constitute a waiver of notice of the later meeting.

Meeting notices may also be waived in writing or electronically in the manner described above.

Section 4. Electronic Meetings: Subject to the restrictions set forth in these Bylaws, any meeting among the Section's members, Council, or any meeting of a committee or subcommittee may be conducted solely by one or more means of remote communication.

Notice of the meeting shall be given as required by these Bylaws.

The number of members participating in the meeting must be sufficient to constitute a quorum. Prior to the beginning of the meeting, the Chairperson of such meeting shall ask each member participating by means of remote communication that is entitled to vote to confirm that they are a member of the Section.

A Section member, Council member or committee member may participate in a meeting by means of conference telephone, or, by other means of remote communication, in each case through which that member, other members so participating, and all members physically present

at the meeting may participate with each other during the meeting, and through which that member, if otherwise entitled, may vote on matters submitted to the members.

Participation in a meeting of remote communication constitutes presence at the meeting.

As used in this section 'remote communication' means communication via electronic means, conference telephone, video conference, the Internet, or such other means by which persons not physically present in the same location may communicate with each other on a substantially simultaneous basis.

## **ARTICLE VIII. Miscellaneous**

Section 1. These Bylaws shall become effective upon approval by the members of the Section present at any regular meeting and upon approval by the Assembly of the Minnesota State Bar Association.

Section 2. No action of this Section, or of any committee of the Section, shall be promulgated or publicized in any way as a Minnesota State Bar Association action without first obtaining the approval of the Assembly of the Minnesota State Bar Association.

Section 3. No Section shall represent the Association before the Legislature or in any court in a controversial procedure, or before any other governmental body unless authorized so to do by the Assembly, Convention, or, in the case of emergency, by the President of the Association.

Section 4. No Section shall publicly advocate any recommendations in the name of the Section or of the Association unless specifically authorized so to do by the Assembly, but it may make recommendations only to the Association.

Section 5. No Section shall have the power to incur indebtedness in its own behalf or on behalf of the Association unless sufficient cash is on hand in the Section or has been appropriated by the Association

## **ARTICLE IX. Amendment**

Section 1. These Bylaws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting, provided written notice of the time, place, and purpose of the meeting shall be sent to the Section members by regular mail, facsimile, e-mail or telephone at least ten (10) days before the meeting. Such amendments shall thereupon be submitted to the MSBA Assembly for approval.

Section 2. The Minnesota State Bar Association and its Assembly shall have the power to require these Bylaws to be amended, altered or changed from time to time to conform to the Articles of Incorporation and Bylaws and formal policies of the Association.