

BYLAWS OF THE LABOR AND EMPLOYMENT LAW SECTION

ARTICLE I NAME AND PURPOSE

Section 1. Name. The section name is "Labor and Employment Law Section of The Florida Bar."

Section 2. Purpose. The purpose and mission of this section is to serve and support our members and others through opportunities for education, leadership, networking, professionalism, and public service and by providing quality programs, publications, scholarships and awards, information access, and social activities, related to the field of labor and employment law and related areas of law.

ARTICLE II MEMBERSHIP

Section 1. Eligibility. Any member in good standing of The Florida Bar interested in the purposes of this section is eligible for membership on application and payment of this section's annual dues. Except as provided in other sections of this Article II, any member who ceases to be a member of The Florida Bar in good standing will be removed from section membership automatically.

Section 2. Affiliate Membership. The executive council may enroll on request and payment of the prescribed dues as affiliate members of the section other persons who have shown the dual capacity of interest in and contribution to the section's activities. The categories of affiliate members, as defined below, are law college faculty members, full-time law students at any accredited law school located in the United States, legal assistants or paralegals, human resources professionals, law firm administrators, authorized house counsel, inactive bar members, or persons who hold positions directly related to the section's area of law. Affiliate membership is limited to no more than one-third of the section's membership at any time. Affiliate members have all the privileges of membership in the section except they may not hold office as an elected or appointed officer, become voting members of the executive council, vote or participate in the selection of officers or the nomination of the members of the executive council.

Section 3. Affiliate Membership Definitions

(a) Law College Faculty Membership. Any person who is either a full-time or part-time instructor of law at any accredited law school located in the United States may become an affiliate member of the section.

(b) Law Students. Any full-time student at any accredited law school located in the United States may become an affiliate member of the section.

(c) Legal Assistants or Paralegals. Any individual who works with an active member of the section and who has successfully completed the certified legal assistant

(CLA) exam of the National Association of Legal Assistants, Inc., or who has graduated from an ABA approved program of study for legal assistants, or who has graduated from a course of study for legal assistants which is institutionally accredited but not ABA-approved, and which requires no less than the equivalent of 60 hours of classroom study, or who has graduated from a course of study for legal assistants, other than as defined above, plus not less than 6 months of in-house training as a legal assistant; or a legal assistant or paralegal who has worked with active members of the section for 5 years or more; or any Florida Registered Paralegal.

(d) Human Resources Professional. Any individual who is a current member of the Society for Human Resource Management (SHRM) or a current member of one of Florida's SHRM-affiliated chapters, as recognized by the HR Florida State Council may be an affiliate member of the section.

(e) Law Firm Administrator. Individuals who are regular members of the Association of Legal Administrators.

(f) Authorized House Counsel. Any individual who is an authorized house counsel as defined in chapter 17 of the Rules Regulating The Florida Bar may become an affiliate member of the section.

(g) Inactive Bar Members. An individual who is an inactive member of The Florida Bar and that is in otherwise good standing may become an affiliate member of the section.

(h) Other persons. Any individual who does not meet the definition of affiliate members above but that holds a position directly related to labor and employment law as determined and approved by the section's executive council may become an affiliate member of the section.

Section 4. Administrative Year. The administrative year of the section shall run concurrently with the administrative year of The Florida Bar.

Section 5. Annual Dues. The annual dues for both members and affiliate members are in an amount fixed by the executive council and approved by The Florida Bar. Annual dues will not be prorated. Dues are payable in advance of each membership year after becoming a section member. Any member whose dues are in arrears for a period of 3 months will be removed from section membership automatically.

Section 6. Cost of Affiliate Memberships. The section must reimburse The Florida Bar for expenses incurred by The Florida Bar in administering this section's affiliate memberships.

ARTICLE III OFFICERS

Section 1. Officers. The officers of this section are a chair, chair-elect, secretary- treasurer, legal education director, and an immediate past chair, all of whom must be members in good standing.

Section 2. Duties of Officers. The duties of the officers are as follows:

(a) **Chair.** The chair presides at all meetings of the section, appoints appropriate committees of the section to serve during the chair's term of office, plans and supervises the section's program at its annual meeting, and performs all executive and administrative duties necessary or proper to the organization and functioning of the section, including any duty prescribed by the section or by The Florida Bar.

(b) **Chair-elect.** The chair-elect assists the chair, and performs the duties of the chair in the chair's unavailability. The chair-elect is responsible for other duties as the chair designates.

(c) **Secretary/Treasurer.** The secretary-treasurer keeps the section's minutes, maintains the permanent records of the section, and prepares and monitors annual budget and related reports under the supervision of the executive council. The secretary/treasurer performs such other duties as the chair designates.

(d) **Legal Education Director.** The legal education director is responsible for all Section-sponsored seminars throughout the year of the individual's tenure; is responsible for appointing all program chairs for the section's legal education seminars; and is responsible for such other duties as the chair designates. The legal education director chairs the Continuing Legal Education (CLE) Committee.

(e) **Immediate Past Chair.** The immediate past-chair assists the chair and is responsible for other duties as the chair designates.

Section 3. Term of Office. Each officer holds office for a term beginning at the close of the annual meeting of the section following election until a successor is elected and qualified. The chair appoints a successor for the unexpired term when a vacancy occurs in the office of secretary-treasurer or legal education director. The chair-elect fills the remainder of a vacancy in the office of chair and the executive council appoints a successor for the remainder of the chair-elect's term. The executive council appoints a successor to the unexpired term if a vacancy occurs in the office of chair and there is no chair-elect.

ARTICLE IV EXECUTIVE COUNCIL

Section 1. Governing Body. The section is governed by an executive council. The section chair is chair of the executive council and the section secretary/treasurer is the secretary/treasurer of the executive council. The executive council has general supervision and control of the section's affairs, subject to the Rules Regulating The Florida Bar, Standing Board Policies, and the section's bylaws. It must authorize all commitments or contracts which entail the payment of money and the expenditures of all section funds. It may not authorize commitments, contracts, or expenditures involving amounts of money in excess of the total amount budgeted as disbursements for that fiscal year. As the governing body of the section, it is vested with the power and authority to formulate, fix, determine and adopt matters of policy concerning the affairs and purposes of the section that are not

inconsistent with The Florida Bar's policies. All section recommendations to The Florida Bar or any branch of the judiciary or any other group or body to which section recommendations are authorized to be made, must first be approved by the executive council. Any section recommendation made other than to The Florida Bar must have the prior approval of The Florida Bar. The executive council must conduct its business at regular and special meetings as provided for in these bylaws; provided, however, the business of the executive council between regular meetings may be conducted by correspondence, email, electronic media, and telephone calls to the extent authorized by the chair.

Section 2. Executive Committee. The executive committee of the executive council is composed of the chair, chair-elect, secretary-treasurer, legal education director, and immediate past chair of the section. The executive committee meets as directed by the chair. Its functions are to serve as the long and short term planning entity for the executive council and to take emergency actions on behalf of the executive council between regular meetings of the executive council. All executive committee actions taken on behalf of the executive council are subject to ratification by the executive council at its next regular meeting. The executive committee may exercise its powers by majority and need not hold a formal meeting to take action. Meetings may be conducted by correspondence, telephone, electronic media, or any combination as authorized by the chair.

Section 3. Executive Council Membership. The executive council consists of the chair, chair-elect, immediate past chair, secretary-treasurer, legal education director, every past chair of the Labor Relations Committee of The Florida Bar or of the Labor and Employment Law Section of The Florida Bar who has attended (by phone or in person) 60% or more of the executive council meetings in the previous section year, and up to 22 elected members.

Section 4. Term of Office. All members of the executive council, excluding officers and former labor relations committee or section chairs and those initially appointed by the chair as provided below, serve a term of 2 years. The terms of the elected members of the executive council must be staggered so that one-half of the members take office at each annual meeting. All terms of office commence at the conclusion of the annual meeting of the executive council following their election and end at the conclusion of the annual meeting of the executive council 2 years later. Members of the executive council, excluding officers and former labor relations committee or section chairs, may serve up to 5 consecutive 2-year terms for a total of 10 years. A member may not be reappointed to the executive council for at least 2 years after serving 5 consecutive 2-year terms. This term limit provision will be applied prospectively, not retroactively, on the effective date of the amended bylaws.

Section 5. Vacancies. The executive council will fill the office of an executive council member which becomes permanently vacant by reason of death, resignation, ineligibility or other reason at the executive council's next meeting unless otherwise provided in these bylaws. The chair fills all appointed office vacancies.

ARTICLE V
TERMS OF OFFICERS AND EXECUTIVE COUNCIL MEMBERS:
NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL

Section 1. Election of Officers. The executive council at its annual meeting elects a chair-elect, secretary-treasurer and legal education director to take office for a term to commence immediately following the adjournment of the executive council's annual meeting and to conclude at the conclusion of the next annual meeting of the executive council. The chair-elect becomes the chair. In order to be considered for chair-elect, the individual must have served the preceding year as either secretary-treasurer or legal education director. Candidates for secretary-treasurer and legal education director must have served at least 2 term (4 years) on the section's executive council and have an attendance rate of 80% during that term and also completed 1 of following:

(a) chaired at least 1 section committee or subcommittee, or attended at least 1 long range planning retreat;

(b) participated as a speaker in at least 1 section-sponsored or co-sponsored CLE programs and chaired at least 1 such program (participation and chairing may not be concurrent); or

(c) published at least 1 article in the Checkoff, The Florida Bar Journal, or section-sponsored or co-sponsored CLE materials.

Section 2. Election of Executive Council. All elected members of the executive council are elected by the membership in attendance at the annual meeting of the section.

Section 3. Nominating Committee. The section's standing nominating committee submits to the executive council nominations for officers and the executive council for the subsequent year, for the purpose of presenting to the section at the annual meeting. The nominating committee consists of the chair, who presides, the chair-elect and the immediate past chair. The executive council must approve the nominations, and may make additional nominations for election of officers or to the executive council before submission to the section membership. Any section member may nominate a section member for these vacancies from the floor at the section's annual meeting.

Section 4. Balloting. The election of officers and executive council members at the section's annual meeting is by majority vote of those present pursuant to a balloting procedure determined by the chair.

Section 5. Management/Employer & Labor/Employee Representation. The nominating committee and the section membership will alternate their recommendations and elections, respectively between management/employer, labor/employee, and neutral representatives, as is practical. The section's intent is that the nominating committee and section membership make a bona fide effort to alternate the partisan identity of the chair between labor and management.

Section 6. Ex-Officio Executive Council Members. Every past chair of the Labor Relations Committee of The Florida Bar or of the Labor and Employment Law Section of The Florida Bar who has attended (by phone or in person) 60% or more of the executive council meetings in the previous section year is eligible to serve as a full member of the executive council during the subsequent year. Further, over the course of each 2-year

periods, these past chairs must attend, in-person, at least 1 section meeting for which in-person attendance is an option.

ARTICLE VI STANDING COMMITTEES

Section 1. Standing Committees. The following are the section's standing committees:

- (a) Outreach and Membership Committee. Through its various subcommittees, the Outreach and Membership Committee coordinates the section's activities with section members and the different entities with which the section interacts. The committee also encourages new members to join the section as well as retaining new members. The committee's objectives are carried out through its subcommittees.
- (b) Communications Committee. The Communications Committee is charged with developing, compiling and disseminating articles on recent developments in labor and employment law and providing useful information about the section's activities and initiatives through section publications, The Florida Bar Journal, email news, social media, and on its website.
- (c) Continuing Legal Education (CLE) Committee. The CLE Committee plans the section's annual and other conferences and seminars by identifying topics of interest, locations, and contacting potential speakers for CLE presentations and assists in gathering materials for the CLE. The CLE Committee plans additional CLEs seminars and webinars throughout the year or in conjunction with other substantive sections and committees of the Bar.
- (d) Nominating Committee. The Nominating Committee's membership and function are described in Article V, Section 3, of these bylaws.

Section 2. Appointment to Committees. The section chair appoints the chairs of the standing committees except for the nominating committee. The section chair must work with each appointed committee chair to select interested members of the respective committees. The nominating committee consists only of the chair, the chair-elect, and the immediate past chair.

Section 3. Ad Hoc Committees. The chair may create and appoint members of any ad hoc committees deemed necessary.

ARTICLE VII MEETINGS

Section 1. Annual Meeting. The annual meeting of the section must be held during The Florida Bar's annual convention, with the chair determining the section's programs and order of business. The active members of the section attending any meeting of the section constitute a quorum for the transaction of business and a majority vote of those present is binding.

Section 2. Regular Meetings. The section must hold at least 3 regular meetings each year, 1 of which must be in conjunction with The Florida Bar's annual convention. The other 2 regular meetings must be held in conjunction with scheduled seminars or CLE courses sponsored by the section if possible.

The section chair may call a meeting on 15 days' written notice. Those present at a meeting duly called constitute a quorum and a majority vote of those present is binding.

Section 3. Executive Council Meetings. The executive council must meet during the 3 regular meetings of the section. The executive council may also act or transmit business as authorized in these bylaws, without meeting, by written approval of the majority of the entire executive council. All members of the executive council must attend at least 60% of the regular section meetings. Any executive council member who misses any 2 consecutive section meetings, without prior approval of the chair, will lose executive council membership, and the secretary-treasurer will notify the individual in writing within 20 days of the second consecutive absence. An individual may appeal loss of executive council membership to the executive committee in writing within 10 days of notification, setting forth good cause for the 2 consecutive absences. After the executive committee's review of the appeal, the secretary-treasurer will notify the individual in writing of the outcome of the appeal.

Section 4. Special Meetings. The executive council may call meetings of the entire membership of this section only with 14-days' notice to each section member.

ARTICLE VIII LEGISLATIVE POSITIONS

Neither the section or any ad-hoc legislative committee may take a legislative position on behalf of the section due to the unique make-up of the section membership, which consists of labor and management representatives, and to maintain the neutrality necessary for cohesiveness of the section membership. Individual members of the section may adopt personal legislative positions but may not represent them as section positions.

ARTICLE IX MISCELLANEOUS

Section 1. Action of The Florida Bar. No action of the section may be represented or construed as the action of The Florida Bar until the same has been approved by The Florida Bar.

Section 2. Financial Obligations. All financial obligations must be approved in the manner specified by the executive council before payment.

Section 3. Compensation and Expenses. No salary or other compensation may be paid to any member of the section for performance of services to the section but the chair and secretary-treasurer may authorize the payment of reasonable out-of-pocket expenses consistent with the section's financial policies.

Section 4. Amendments. These bylaws may be amended only by the Board of Governors of The Florida Bar upon recommendation made by the executive council of the section.

Amended and effective May 10, 2024.