BY-LAWS OF THE
INDIANA STATE BAR ASSOCIATION
UTILITY LAW SECTION

ARTICLE 1

NAME, PURPOSE AND DIVISIONS

Section 1.1 **NAME**: The Section shall be known as the "Utility Law Section" ("Section") of the Indiana State Bar Association ("Association").

Section 1.2 **PURPOSE**: The purpose of the Section shall be to bring together for furtherance of their mutual interests members of the Association interested in legal issues, rights and responsibilities relating to public utilities, and in this regard:

(a) To provide a forum for mutual help in the practice of law in such areas of interest and to discuss and formulate solutions to problems occurring in such practice;

(b) To uphold the dignity and standing of lawyers and the honor and reputation of the members of this Association engaging in these practices;

(c) To promote the administration of justice by simplifying and expediting related forms and procedures;

(d) To aid and encourage the holding of seminars, institutes, and legal panels connected with the Section's objectives;

(e) To encourage cordiality among the members;

(f) To protect the rights and interests of the members;

(g) To promote the members' general welfare; and

(h) To assemble and disseminate information for the better understanding of the public in matters relating to the legal areas of interest to the Section.

Section 1.3 **DIVISIONS:** The Section shall consist of five (5) Divisions to be designated respectively as follows:

(a) Electricity Division

(b) Gas Division

(c) Telecommunications Division

(d) Water and Sewer Division, and

(e) Consumer Affairs Division.

ARTICLE 2

MEMBERSHIP

Section 2.1 **MEMBER**: Any member in good standing of the Association shall be eligible for membership in the Section and any Division.

Section 2.2 **ADMISSION**: Admission to membership shall be:

(a) By application upon forms provided by the principal office of the Association, and

(b) Upon payment of annual dues as hereinafter provided by these By-Laws.

Section 2.3 **DIVISION MEMBERSHIP**: Any member of the Section may, by appropriate indication on the appropriate forms provided by the Section Secretary, become a member of a Division or Divisions, such status to continue for so long as such member remains a member in good standing of the Section.

ARTICLE 3

MEETINGS

Section 3.1 **ANNUAL MEETING**: The Section shall have an Annual Meeting, the exact time and place to be designated by the Section Chairman with the approval of the Association's Board of Managers. At each such Annual Meeting the Division Chairmen shall report to the Section on their Division's activities during the previous years.

Section 3.2 **OTHER MEETINGS**: The Section and each of its Divisions may have such other meetings as the Chairman thereof deems appropriate.

Section 3.3 **NOTICE**: Notice of the time and place of all annual and other meetings of the Section or its Divisions shall be given by the Secretary thereof, or under supervision of such Secretary, at least fifteen (15) days prior thereto, and the notice of a special meeting shall specify the purpose thereof.

Section 3.4 **QUORUM**: The members of the Section or Division present at any annual or other meeting thereof shall constitute a quorum for the. transaction of business.

Section 3.5 **VOTING**: All binding action of the Section or one of its Divisions shall be by a majority vote of the Section or Division members present and voting.

ARTICLE 4

OFFICERS AND COUNCIL

Section 4.1 **SECTION OFFICERS**: The Officers of the Section shall be the Chairman, Chairman-Elect and Secretary/Treasurer to be elected in accordance with Article 5 hereof.

Section 4.2 **COUNCIL**: There shall be a Council consisting of the officers of the Section, the immediate Past Chairman of the Section, and the Chairman of each of the Divisions of the Section. Past Chairmen of the Section who are not otherwise members of the Council, shall become honorary members of the Council. As such they shall be given notice of and shall have the right to attend any and all meetings of the Council and may participate in any discussion, but shall not have a voting right at any such meeting.

Section 4.3 **DIVISION OFFICERS**: Each Division shall have a Chairman, a Chairman-Elect and a Secretary/Treasurer.

ARTICLE 5

NOMINATION, SELECTION AND TERMS OF OFFICERS

Section 5.1 **SUCCESSION OF SECTION AND DIVISION OFFICERS**: Except for the first Section and Division Officers, which shall be appointed by the President of the Association and shall serve until their successors are duly elected or appointed and qualified, and in order to assure continuity in office and in the plans and programs of the Section,

(a) The Chairman shall serve in office from the close of the Annual meeting at which he assumes office until the close of the next Annual Meeting.

(b) The Chairman-Elect shall automatically succeed to the office of Chairman.

(c) The Secretary/Treasurer shall automatically succeed to the office of Chairman-Elect.

Section 5.2 **NOMINATION AND ELECTION OF SECTION OFFICERS**: The Chairman of the Section and each Division Chairman shall constitute the Section Nominating Committee. The Section Nominating Committee shall nominate one candidate for the office of Secretary/Treasurer, and shall submit a report of such nomination of the Section at its Annual Meeting. At the Annual Meeting any Section member may, with a second, nominate a Section member for such office. Whenever two (2) or more persons are nominated for a Section office, election shall be by a majority vote of the Section members present and voting, in a secret ballot, except that unopposed candidates may be elected by voice vote.

Section 5.3 **APPOINTMENT OF DIVISION OFFICERS:** The Chairman of the Section upon taking office after his election shall-appoint from the roster of Division members persons to hold the office of Secretary/Treasurer in each Division.

Section 5.4 **RESTRICTIONS ON OFFICE**: One person may simultaneously hold a Section and Division office provided, however, that no two (2) offices other than Secretary/Treasurer within the Section or any Division may be held by the same person, and no person may simultaneously be a Section Chairman and Division Chairman or a Chairman of two Divisions.

ARTICLE 6

VACANCIES

Section 6.1 **DEFINITION:** Resignation from, or delinquency in dues in the Association or Section, or death or incapacity, of an officer shall create a vacancy in the office.

Section 6.2 **FILLING OF VACANCIES**: In the event of a vacancy in the office of section or Division Chairman, the next officer in line of succession as set forth in Section 5.1 and eligible to serve as Chairman pursuant to Section 5.1 shall automatically become Chairman and shall serve for the remainder of the vacated term, plus the duration of his own term as Chairman. Vacancies in the office of Section or Division Secretary/Treasurer shall be filled by the Section Chairman for the unexpired term of such office.

ARTICLE 7

DUTIES OF SECTION OFFICERS

Section 7.1 **CHAIRMAN**: The Chairman shall preside at all meetings of the Section and of the Council, and shall have such other powers and shall perform such other duties as usually pertain to the office of the presiding officer. He shall prepare and present an annual written report of the work of the Section to the Board of Managers of the Association and the House of Delegates of the Association. He shall prepare and present such interim reports to the Board of Managers of the Association as may be determined by the Council.

Section 7.2 **CHAIRMAN-ELECT**: The Chairman-Elect shall preside at all meetings in the absence of the Chairman. He shall supervise all appointed committees, keeping in touch throughout the year with the Committee Chairmen to determine that the committees are functioning, to encourage the committees in their work, and to keep abreast of committee activities. He shall keep the Council informed of the plans and activities of the committees.

Section 7.3 **SECRETARY/TREASURER**: The Secretary/Treasurer shall be custodian of all books, documents, papers and other property of the Section. He shall keep a true record of the proceedings of all meetings of the Section and Council. He shall establish and maintain a roster of the names and addresses of all members of the Section. He shall supervise the handling of all Section funds in accordance with the procedure established by the Association. The dues of this Section shall be billed and collected by the Association, and all collected dues and other funds of the Section shall be deposited and maintained by the Association. No disbursement of the funds of the Section shall be made without authorization from either the Chairman or Chairman-Elect of the Section, or Executive Director of the Association or his designated assistant. The Association shall keep accurate and current records of all funds of the Section.

ARTICLE 8

DUTIES OF DIVISION OFFICERS

Section 8.1 **CHAIRMAN**: The Chairman shall preside at all meetings of the Division, shall be a member of the Council, shall have such other powers, and shall perform such other duties as usually pertain to the office of a Division presiding officer, and shall be responsible for the work, plans, and activities of the Division. Each Division Chairman is authorized to constitute such committees as he, with the concurrence of the Section Chairman and the Division Members, may deem appropriate. The Division Chairman may utilize the services of Division participants in implementing the program and committee work of his Division. He shall prepare and present such reports as may be determined by the Council.

Section 8.2 **CHAIRMAN-ELECT**: The Chairman-Elect shall preside at all Division meetings in the absence of the Chairman. He shall supervise all appointed committees, keeping

in touch throughout the year with the Committee Chairmen to determine that the committees are functioning, to encourage the committees in their work, and to keep abreast of committee activities.

Section 8.3 **SECRETARY/TREASURER**: The Secretary/Treasurer shall be the custodian of all books, documents, papers and other property of the Division. He shall keep a true record of the proceedings of all meetings of the Division. He shall establish and maintain a roster of the names and addresses of all members of the Division with the assistance of the Section Secretary. He shall supervise the handling of all Division funds in accordance with the procedure established by the Association and with the assistance of the Section Treasurer. No disbursement of the funds of the Division shall be made without authorization from either the Chairman or Chairman-Elect of the Division, or Executive Director of the Association or his designated assistant.

ARTICLE 9

DUTIES OF COUNCIL

Section 9.1 **SECTION POLICY**. The Council shall determine and control policy of the Section, except that any policy determination made, and any action voted to be taken, must be approved by the Association before the same is given publicity or becomes effective as the action of an organ of the Association. The Council shall have supervision and control of the affairs of the Section, including expenditure of Section funds, subject to the Articles and By-Laws of the Association. The Council shall have such other powers and duties as are enumerated elsewhere in these By-Laws.

Section 9.2 **COUNCIL ACTION**. The Council shall implement policies outlined in Section 9.1 after a vote among the Section Officers and Divisions Officers. Such policy shall be approved by a majority of the Officers voting on such matters. Each Section Officer and Division Officer shall have one vote and if one person holds more than one office, that person shall have only one vote. The Chairman may convene a meeting of the Section Officers and Divisions Officers to volte on such policy issues either orally or in written format. Meetings may be held in person, telephonically or in any combination thereof. The Chairman may also solicit written votes on such policy issues. Written votes may include electronic mail received from the email address of any Section or Division Officer affirmatively setting-forth the Officer's vote.

ARTICLE 10

DUES

Section 10.1 **MEMBERSHIP**: Payment of annual dues shall be a prerequisite for membership in this Section, and may be a prerequisite for membership in a Division.

Section 10.2 **DELINQUENCY**: Membership in the Section shall terminate in accordance with procedures established for termination of delinquent members of the Association.

Section 10.3 **AMOUNT**: The amount of annual dues shall be established by the Council.

Section 10.4 **PAYMENT**: Dues shall be paid to the principal office of the Association, to be maintained on behalf of the Section in accordance with Section 7.3.

ARTICLE 11

COMMITTEES

Section 11.1 **NOMINATING**: There shall he a Section Nominating Committee as provided in Section 5.2.

Section 11.2 **OTHER COMMITTEES**: Legislative and other committees of the Section or Division may be appointed by the Section Chairman or as provided by Section 8.1 as are deemed necessary to carry out the activities of the Section.

ARTICLE 12

AMENDMENT OF BY-LAWS

Section 12.1 **AMENDMENT**: These By-Laws may be amended at any Regular Meeting of the Section called with thirty (30) days advance written notice, which notice and the nature of the proposed amendment shall be mailed to all Section members. A two-thirds majority vote of the members of the Section present and voting at such meeting shall be required to amend these By-Laws and no such amendment shall be effective until reviewed and approved by the Board of Managers and House of Delegates of the Association.