THE YOUNG LAWYERS DIVISION OF THE
PIMA COUNTY BAR ASSOCIATION

BYLAWS

THESE PROVISIONAL BY-LAWS WERE PREPARED SUBJECT TO ADOPTION BY THE
DIVISION AND APPROVAL BY THE PIMA COUNTY BAR ASSOCIATION BOARD OF
DIRECTORS PURSUANT TO ARTICLE XIII OF THE BY-LAWS OF THE ASSOCIATION

ARTICLE 1 - NAME AND PURPOSE

Section 1. The name of the division shall be "THE YOUNG LAWYERS DIVISION OF THE
PIMA COUNTY BAR ASSOCIATION," a.k.a. "PCBA YOUNG LAWYERS DIVISION" or
"PCBA YLD" and shall be a division of the Pima County Bar Association.

Section 2. The purpose of the division shall be to stimulate the interest of young lawyers in
the objectives of the Pima County Bar Association, the PCBA Young Lawyers Division, the
State Bar of Arizona and American Bar Association. It is the further purpose of the division
to carry on activities that will be of assistance to young lawyers, and to make reports and
recommendations to the governing board of the Pima County Bar Association and the
Young Lawyers Section of the State Bar of Arizona.

Section 3. The policies of the Pima County Bar Association shall be the policies of the
PCBA YLD.

ARTICLE 2 - MEMBERSHIP

Section 1. All members in good standing of the Young Lawyers Section of the State Bar of
Arizona who shall have not attained the age of thirty six (36) years or who have been
engaged in the practice of law five years or less, shall be members of the PCBA YOUNG
LAWYERS DIVISION so long as they reside in Pima County, Arizona and are members of
the Pima County Bar Association.

Section 2. Membership in the Young Lawyers Division shall continue until automatically
terminated upon the earlier of: (1) the first election of Board of Directors after (i) such
member attaining 36 years of age, and (ii) such member being engaged in the practice
of law more than five (5) years; or (2) upon such persons ceasing either to be either a
resident of Pima County, Arizona, or to be a member of the Pima County Bar
Association.

ARTICLE 3 - BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of fourteen regular directors, four of
whom shall also be the officers of the PCBA YOUNG LAWYERS DIVISION, plus a fifteenth
director, who shall be the immediate President, who shall serve as an ex officio voting
director. The President may appoint two directors by the first business day of November following his/her assumption of the office of President. Such appointed directors shall be approved or disapproved by a simple majority of the thirteen previously designated directors within thirty days after appointment by the President. If either or both appointed directors are disapproved, the President shall thereafter within thirty days make any necessary substitute appointment and the nine originally designated directors shall within thirty days thereafter approve or disapprove of such substitute appointment by a simple majority vote. Such process may continue until the Board of Directors has an aggregate of fifteen directors.

Section 2. The President may appoint a Funds Director and a Public Relations Director, such appointments being approved by a simple majority of the Board of Directors. The Funds Director and Public Relations Director shall be appointed from the then serving Board of Directors, provided such individuals may not be a then serving officer. Appointment as Funds Director or Public Relations Director shall not affect such individual's voting rights in any manner.

Section 3. Duties of the Board of Directors. The Board of Directors shall have general supervision and control of the affairs of the PCBA YLD, subject to the provisions of the Bylaws of the PCBA.

Section 4. Election and Terms of Directors. At the annual meeting of the PCBA YOUNG LAWYERS DIVISION ten regular directors shall be elected by a majority of the members present. Any vacancy on the Board of Directors shall be filled by the current President of the Division and conferred by the Board of Directors. The term of directors shall be one year.

Section 5. Eligibility of Directors. In order to be eligible for election to the Board of Directors, a person must be a member in good standing of the PCBA YOUNG LAWYERS DIVISION and must be eligible for membership in the PCBA YOUNG LAWYERS DIVISION for the full term for which elected.

Section 6. Quorum and Voting. At all meetings of the Board of Directors, nine directors present, including proxies, shall constitute a quorum for the transaction of business. A majority vote shall govern actions of the Board, unless otherwise provided herein.

ARTICLE 4 - OFFICERS

Section 1. Officers. The officers of the PCBA YOUNG LAWYERS DIVISION shall be President, President-Elect, Secretary, and Treasurer.

Section 2. Duties of Officers.

A. President. The President shall serve as a liaison to the Board of Directors of
the PBCA, including service on the PCBA Board and Executive Committee and shall perform those duties and acts usually pertaining to this office. The President shall prepare a report of the activities of the PCBA YOUNG LAWYERS DIVISION for the past year for presentation at the annual meeting of the PCBA YOUNG LAWYERS DIVISION and for submission to the governing board of the Young Lawyers Section of the State Bar of Arizona. The President shall also serve in a temporary capacity should any officer position be vacated, and shall fill any vacancy on the Board at his/her discretion.

B. President-Elect. The President Elect shall preside at all meetings of the PCBA YOUNG LAWYERS DIVISION. The President-Elect shall perform the duties of the President at any time the President is unable to perform such duties. The President-Elect shall make arrangements for all meetings of the PCBA YOUNG LAWYERS DIVISION and Board of Directors and shall perform such other duties as may be assigned by the President. The President-Elect shall assume the office of the President upon the expiration of the term of the President.

C. Secretary. The Secretary shall keep a true record of the proceedings of all meetings, give notice of all meetings and shall be the custodian of all books, papers, documents, and other property of the PCBA Young Lawyers Division. The Secretary shall perform such other duties as may be assigned by the President.

D. Treasurer. The Treasurer shall manage the funds of the PCBA YOUNG LAWYERS DIVISION. The Treasurer shall perform such other duties as may be assigned by the President.

Section 3. Election and Terms of Office. The President-Elect, Secretary and Treasurer shall be elected by the members at the annual meeting from among the members of the Board of Directors immediately preceding the election of new directors to serve on the Board of Directors.

Section 4. Eligibility of Officers. In order to be eligible for election as an officer a person must be a member in good standing of the PCBA YOUNG LAWYERS DIVISION and must be eligible for membership in the PCBA YOUNG LAWYERS DIVISION for the full term for which elected or for the first full year of their term for any tiered officer position.

Section 5. Removal of Board Directors or Officers. A director or officer may be removed by the Board of Directors for good cause and his/her seat on the Board of Directors or office may be declared vacant. Good cause shall include, but not be limited to: 1) failure to respond to inquiries of the Board; 2) failure to provide active participation; 3) such other reasons as may be determined by the Board from time to time. "Active participation" is defined as attendance at Board meetings and scheduled events for which the individual has responsibility or to which the individual is a liaison, with collectively no more than three (3) un-excused absences; or failure to provide for a proxy for voting purposes.
A director or officer subject to removal for good cause shall be notified in writing by the secretary that he/she will be removed from his/her seat or office declared vacant at the next Board Meeting, unless good cause is shown why such action should not be taken. The vacancy of a director or officer shall then be filled by the President at his/her discretion.

ARTICLE 5 - MEETINGS

Section 1. Annual Meeting. The annual meeting of the PCBA YOUNG LAWYERS DIVISION shall be held at a place and on a date to be selected by the Board of Directors, no earlier than March, but no later than one month prior to the annual meeting of the Young Lawyers Section of the State Bar of Arizona. The time and place of the meeting shall be announced at least two weeks in advance. At that meeting, reports of officers and committees shall be delivered and directors to serve on the Board of Directors and officers of the PCBA YOUNG LAWYERS DIVISION shall be elected.

Section 2. Special Meetings. Special meetings may be called by the President or shall be called by the Secretary upon written request of three other members of the Board of Directors. The time and place of special meetings shall be announced at least one week in advance.

Section 3. Regular Meetings of the Board of Directors. The Board of Directors shall meet once every month at a time and place selected from time to time by the Board of Directors, unless the Board determines by consensus that no meeting is necessary.

Section 4. Quorum and Voting. At all meetings, the board members of the PCBA YOUNG LAWYERS DIVISION present shall constitute a quorum for the transaction of business. A majority vote of a quorum shall govern actions of the membership, unless otherwise provided herein.


ARTICLE 6 - COMMITTEES

Section 1. The Board of Directors may appoint special committees and define their duties.

ARTICLE 7 - AMENDMENTS

Section 1. These Bylaws may be adopted or amended at any meeting of the PCBA YOUNG LAWYERS DIVISION by a two-thirds vote of the members present and voting, provided that (1) notice of the substance of any proposed amendments shall be announced at least two weeks before the meeting; and (2) such adopted or amended Bylaws are
approved by the Pima County Bar Association’s Board of Directors pursuant to Article XIII of the Bylaws of the Association.

ARTICLE 8 - ANNUAL DIVISION BUDGET

Section 1. The President, President-Elect and Treasurer shall create a Proposed Annual Division Budget for the following fiscal year. The Budget shall be prepared and approved by the Division Board no later than the end of October of the current year. Once approved by the Division the Budget shall be submitted immediately to the Pima County Bar Association’s Board of Directors for their approval pursuant to ARTICLE XIII of the By-Laws of the Association.

Revised & Approved May 2007