

**BY-LAWS OF THE  
ADMINISTRATIVE LAW SECTION  
OF THE PENNSYLVANIA BAR ASSOCIATION**

**ARTICLE I  
NAME AND PURPOSE**

Section 1. Name. This Section shall be known as the Administrative Law Section (Section).

Section 2. Purpose. The purpose of the Section shall be to bring together for better acquaintance and mutual advantage, those members of the Pennsylvania Bar Association (PBA) who are interested in the development and practical working of administrative law, both substantive and procedural, with particular reference to problems involving the administrative process in Pennsylvania.

In furtherance of the purpose, the Section shall endeavor to bring together and provide a common meeting ground and impartial forum for those members of the bar who are engaged in dealing with problems of administrative law, whether as members of, or attorneys for, administrative agencies, or as attorneys practicing before such agencies, or otherwise. In addition, the Section shall, when appropriate work cooperatively with other sections in areas of mutual interest.

**ARTICLE II  
MEMBERSHIP**

Section 1. Membership; dues. Any member of the PBA, upon request to the Secretary of this Section, and upon payment of annual Section dues for the current year as determined by the council, shall be enrolled as a member. Thereafter, dues shall be paid in advance each year beginning on the January 1<sup>st</sup> next succeeding such enrollment. Any member whose annual dues shall become past due shall be subject to removal by the PBA pursuant to its established procedures and shall cease to be a member of this Section. Members so enrolled and whose dues are so paid, shall constitute the membership of this Section.

**ARTICLE III  
OFFICERS**

Section 1. Positions created. The Officers of this Section shall be a Chair, Vice Chair, Secretary, and Treasurer. The Offices of Secretary and Treasurer may be held by the same person.

Section 2. Terms of Office. The Officers of the Section shall hold office for a term beginning at the close of the annual meeting at which they shall have been elected, and ending at the close of the next succeeding annual meeting of the Section, or until their successors shall have been elected and qualified.

Section 3. Chair. The Chair shall preside at all meetings of the Section and of the Council. The Chair shall formulate and submit a report of the work of the Section to the PBA at the time of its annual meeting and at such other times as may be requested by the Association. The Chair shall perform such other duties and acts as usually pertain to this office.

Section 4. Vice Chair. The Vice Chair shall undertake such functions as the Chair shall designate and otherwise aid the Chair in the administration of the Section. Upon the death, resignation, or during the disability of the Chair, or upon the Chair's absence or refusal to act, the Vice Chair shall perform the duties of the Chair and in cases of death or resignation shall perform the duties of the Chair for the remainder of the Chair's term.

Section 5. Secretary. The Secretary shall be the custodian of all books, papers, documents, and other property of the Section. The Secretary shall keep a true record of the proceedings of all meetings of the Section and of the Council. The Secretary, in conjunction with the Chair, as authorized by the Council shall attend generally to the business of the Section.

Section 6. Treasurer. The PBA shall collect all dues of the Section and receive all moneys appropriated to the Section. The Treasurer shall keep an accurate record of all moneys received and expended for the use of the Section.

Section 7. Past Chair. The immediate Past Chair of the Section shall serve as the Section's delegate to the House of Delegates of the PBA and as Chair of the Section's Nominations and Membership Committee.

## **ARTICLE IV**

### **COUNCIL**

Section 1. Membership. There shall be a Council, which shall consist of the Chair, Vice Chair, Secretary and Treasurer together with nine other members to be elected by the Section as hereinafter provided. Past Chairs of the Section shall be ex-officio members of the Council for a period of four consecutive years commencing on the date that their successors take office and shall be entitled to notice of and the right to attend all meetings and participate in the business of Council, and have the right to vote on business of the Council. After the four years as ex-officio status, past chairs shall continue to have the right to attend all meetings and participate in the business of Council without the right to vote on business of the Council.

Section 2. Powers and duties. The Council shall have general supervision and control of the affairs of the Section subject to the provisions of the Constitution and by-laws of the PBA and by-laws of this Section. It may do all things necessary to operate as the legislative and governing body of the Section including but not limited to: authorizing and supervising the activities of the various Committees of the Section. The Council shall authorize or approve all commitments or contracts which shall entail the payment of money, and shall authorize or approve the expenditure of all moneys appropriated for the use or benefit of the Section, and shall audit the accounts of the Treasurer of the Section,

Section 3. Terms. Members of the Council shall be elected to fill vacancies on the Council at each annual meeting of the Section, for terms of three years beginning at the close of the annual meeting at which they shall have been elected and ending at the close of the third succeeding annual meeting of the Section. The eastern and western regions of the Commonwealth shall be represented by at least one seat on the Council.

Section 4. Meetings. The Council shall meet at least annually on a date and at time and place designated by the Council. The Council may schedule such additional meetings during the year as Council determines necessary. Except for the annual meeting, a meeting of Council may be held by telephone or video conference call.

Section 5. Resignations. If a member of Council, including an ex-officio member, fails to attend 3 successive meetings of the Council, and such failure has not been excused for cause by the Chair or the majority vote of the Council, the Chair shall by letter to all Council members declare such member to have automatically resigned and the member shall be replaced for his or her unexpired term as provided in Section 6 of this Article or in Article V, depending on the date of the resignation.

Section 6. Vacancies. The Council, between annual meetings of the Section, may fill vacancies in its own membership and in the office of Secretary, Treasurer or Vice Chair. In the event of a vacancy in the office of Chair, the Vice Chair shall succeed to the office of Chair and the Council shall fill the vacancy in the Vice Chair. In the event of a simultaneous vacancy in the Chair and Vice Chair, the Council shall fill both vacant offices. Vacancies occurring within 60 days of the annual meeting shall not be filled by the Council but shall be filled pursuant to Article V.

Section 7. Quorum. A quorum of Council shall consist of a majority of the members of Council who are qualified to vote.

Section 8. Voting. Voting members of the Council shall vote in person or by telephone at a scheduled meeting. All action of the Council shall be by vote of at least a majority of a quorum. If, however, it is essential to obtain a vote before a quorum can be assembled, the Chair may ask Council members to communicate their vote on a particular issue, in writing (in email), to the Secretary by a specified time, and such vote shall have the same effect as if cast at the meeting. Voting by email is recognized by the PBA and may be used as well by the Section when appropriate.

## **ARTICLE V**

### NOMINATION AND ELECTION OF OFFICERS AND COUNCIL

Section 1. Annual Nomination Notice. On or before the third Friday of January of each year, the Chair of the Nominations and Membership Committee shall provide email notification (annual notice) to the Section membership which will also be published on the Section's website. The annual notice shall include the following::

- a. The number of vacancies that will occur at the end of the current Council term;
- b. The names of the individual council members whose terms will expire at the end of the current council term;
- c. A description of the nomination process; and
- d. A deadline for submitting an application or nomination.

Individual notification shall be sent to those current council members whose terms are expiring to inform them that they must notify the Nominations and Membership Committee if they wish to seek a new term on the Council.

Section 2. Nominations Report. On or before the first Friday of March of each year, the Nominations and Membership Committee shall make and submit a report of all nominations to the Section for the offices of Chair, Vice Chair, Secretary and Treasurer and members of the Council, to succeed those whose terms will expire at the close of the then annual meeting, and to fill vacancies existing for unexpired terms not otherwise filled by Council pursuant to Section 6 of Article IV. The report should detail the individual's participation in Section events, Council meetings (if applicable), geographic location of the candidate, and any other information the Nominations and Membership Committee deems important for the Council to consider. No member who has expressed an interest in Council or a leadership position should be excluded from the report.

Section 3. Special Nomination Meeting. A special nominations meeting shall be called by the Chair of the Section in April of each year to review the nominations report. Council shall vote to determine which nominations will be presented to full Section membership for a vote.

Section 4. Elections. All elections shall be at a time and place to be fixed by resolution of the Section at the opening of the annual meeting of the Section unless otherwise ordered by resolution duly adopted by the Section.

## **ARTICLE VI**

### COMMITTEES

Section 1. Standing Committees. The following shall constitute the Standing Committees of the Section which shall continue from year to year:

- a. Nominations & Membership Committee.

The Nominations and Membership Committee shall consist of at least three members of the Section appointed by the Chair. The Nominations and Membership Committee shall be chaired by the immediate Past Chair of the Section. The Nominations and Membership Committee shall be responsible for providing the notifications and submitting the Nomination Report as described in Article V. The Nominations and Membership Committee shall be responsible for preparing a marketing plan for seeking nominations. The Nominations and Membership Committee shall seek to identify persons who have demonstrated their commitment to the mission of the Section and shall give appropriate consideration to seeking

new membership on Council and all forms of diversity, location, practice area, and participation within the membership of the Section and the PBA. The Committee will also meet and review membership issues at least annually.

b. Conference & Symposium Committee.

The Conference & Symposium Committee shall be responsible for planning an annual conference &/or symposium. The conference may combine continuing legal education with non-CLE programs and activities that are consistent with and in furtherance of the mission of the Section. All program proposals shall be submitted to the Council for prior approval. The Council may appoint special members of the Conference and Symposium Committee after a topic has been selected. These special members will be selected on the basis of expertise to aid in planning and will serve until the particular symposium for which they have been selected is completed. Upon approval by the Council, the Committee shall manage all affairs related to the conference and symposium, including the selection of featured speakers for both CLE and non-CLE programs and selected activities for those attending and participating in the conference.

c. Communications Committee.

The Communications Committee shall be responsible for planning, implementing and overseeing the public relations activities of the Section, including but not limited to, publication of an Administrative Law Journal &/or Newsletters, and placing articles and information about the Section, its members and activities in publications of the PBA.

d. Bylaws & Governance Committee.

The Bylaws & Governance Committee shall be responsible for reviewing annually the existing Bylaws of the Section and for making recommendations and suggestions to the Council on proposed amendments, if necessary, and on policies and operating procedures of the Section, the Council and the various Committees of the Section.

e. Awards Committee.

The Awards Committee shall be responsible to seek nominations and select a recipient for an award, the criteria of which shall be set by the council, but recognizes a dedication to administrative law.

Section 2: Special Committees. In addition to the Standing Committees, the Council or the Chair may from time to time appoint other committees from Section members to perform such duties and exercise such powers as the Council may direct, subject to the limitations of these by-laws and the Constitution and by-laws of the PBA.

Section 3. Committee members chairs; reports. The members and chairs of each Standing and Special Committee shall be appointed by the Chair of the Section, with the approval of Council. Each Committee shall prepare and submit a written report of its work to the Council at least once a year, and at such other times as requested by Council.

## **ARTICLE VII**

### MEETINGS OF THE SECTION

Section 1. The annual meeting of the Section shall be held, as designated by the Council, at either the Annual or Mid-Year meetings of the PBA or a PBA Committee Section Day, with such program and order of business as may be arranged by the Council.

Section 2. Special or additional meetings of the Section may be called by the Chair upon approval of the Council, at such time and place as the Council may determine.

Section 3. The members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 4. All binding action of the Section shall be by a majority vote of the Section members present.

**ARTICLE VIII**  
MISCELLANEOUS PROVISIONS

Section 1. The fiscal year of the Section shall be the same as that of the PBA.

Section 2. Any action by this Section must be approved by the PBA before the same becomes effective as the action of the PBA. Any resolution adopted or action taken by this Section may, on request of the Section, be reported by the Chair of the Section to the annual meeting or any other meeting of the PBA for the Association's action thereon.

Section 3. These by-laws shall become effective upon the approval thereof by the Executive Committee of the PBA and by this Section.

**ARTICLE IX**  
AMENDMENTS

These by-laws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting, provided such proposed amendment shall first have been approved by a majority of the Council and provided, further, that no amendment so adopted shall become effective until approved by the Executive Committee of the PBA.

*\*Unanimously approved by the Board of Governors June 20, 2019*