

STATE BAR OF NEW MEXICO ELDER LAW SECTION BYLAWS

LAST AMENDED JULY 23, 2020

ARTICLE I: IDENTIFICATION

1.1 NAME. This Section shall be known as the “Elder Law Section,” and shall be hereinafter designated simply as the “Section.”

1.2 PURPOSE. The general purpose of the Section shall be the promotion of the objectives of the State Bar of New Mexico within the field of elder law. To that end, the purposes of this Section shall be to promote a better understanding of legal issues affecting older people.

- a. To sponsor continuing legal education programs for the Bar in technical fields of substantive law and practice regarding legal issues affecting disabled, vulnerable, and older persons;
- b. To advance the quality of legal services provided by members of the State Bar of New Mexico in the subject areas of the Section;
- c. To establish links with the Commission on Law and Aging and other similar professional organizations;
- d. To promote and support the needs of all members, including the full and equal participation by minorities, women, the disabled, and older members;
- e. To improve the relationships between the legal profession and the public;
- f. To encourage and assist in the in the delivery of legal services to all in need of such services;
- g. To foster and maintain high ideals of integrity, learning, competence and public service when providing legal services to older and vulnerable persons; and
- h. To provide a forum for the discussion of subjects pertaining to the practice of law and law reform.

1.3 LIMITATIONS. These Bylaws have been adopted and are subject to the Bylaws of the State Bar of New Mexico. If there is a conflict between these Bylaws and the Bylaws of the State Bar of New Mexico, the Bylaws of the State Bar of New Mexico take precedence.

ARTICLE II: THE MEMBERSHIP

2.1 ENROLLMENT. Any member of the State Bar of New Mexico shall be enrolled as a member of the Section by the payment of annual Section dues. Enrollment is renewable on a calendar-year basis.

2.2 THE MEMBERSHIP. Members so enrolled and whose dues are paid pursuant to the provisions of this Article shall constitute the membership of the Section.

2.3 DUES. Dues for membership in the Section shall be in an amount set by the Board of the Section and approved by the Board of Bar Commissioners, payable upon enrollment and thereafter annually in advance each year, on January 1.

2.4 NON-ATTORNEY ASSOCIATE MEMBERS. Non-lawyers who are not otherwise eligible for membership but who share the concerns of the Section and are members of related disciplines, may be associate members by paying annual Section dues. Associate status entitles one to all the privileges of membership in the Section except the right to vote or be an officer or Board member unless otherwise specified in Section 6.2 Composition. Associate members are eligible to be appointed to Section committees, will receive Section publications, and may participate as Section members in Section programs, including but not limited to receiving member discounts at section seminars.

2.5 STUDENT MEMBERSHIP. Any student member of the State Bar may become a voting member of the Section, subject to the requirements of State Bar Bylaw 2.8.

ARTICLE III: COMMITTEES AND DIVISIONS

3.1 COMMITTEES AND DIVISIONS. The Board of this Section is authorized to establish, or to empower the Chair of the Section to establish, such committees and divisions as it may deem necessary and desirable to promote effectively the activities of the Section within the jurisdiction of the Section. In establishing a new committee or division, the Board shall state the area of its proposed activities. A division shall be a grouping of committees in such manner as the Board may from time to time designate.

3.2 CHAIN OF RESPONSIBILITY. A division chair shall be directly responsible and report to the Board. Committees of the Section shall be directly responsible and report to a division chair or to the Board if the Board so directs.

ARTICLE IV: MEETINGS OF THE MEMBERSHIP

4.1 ANNUAL MEETING. The Section shall hold an annual meeting of members at a time and place to be designated by the Board of Directors. The Section may hold other meetings of members throughout the year. Notice of the annual meeting shall state the time and place of the annual meeting and shall be published at least sixty (60) days prior to the meeting.

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

4.3 CONTROLLING VOTE. Action of the Section shall be by majority vote of the members present.

4.4 AGENDA. The agenda for the annual meeting, or for any other membership meeting, shall be decided by the Chair or Board.

- 4.5 ONLINE VOTING.** The Board may direct that a matter be submitted to the members of the Section for an online vote. In that event, binding action of the Section shall be by a majority of the votes received from members in accordance with rules fixed by the Board.

ARTICLE V: OFFICERS

- 5.1 OFFICERS.** The officers of the Section shall be the Chair, the Chair-Elect, the Secretary, and the Budget Officer. Officers shall be active Attorney Members of the State Bar. Terms of Section Officers shall be one (1) year. Any two or more office may be held by the same person, except the office of Chair and Budget Officer.

- 5.2 CHAIR.** The Chair-Elect shall automatically succeed to the office of Chair. He/she may serve multiple terms as Chair, but no more than two consecutive terms. In the event the office of Chair-Elect shall be vacant, then a Chair shall be elected in the manner set forth in Section 7.1. The Chair, or successively, the Chair-Elect and the Secretary, in the absence of the Chair, shall preside at all meetings of the Section and of the Board. The Chair shall appoint the chairs and members of all committees of the Section who are to hold office during the term of the Chair. The Chair shall plan and superintend the programs of the Section during the term of the Chair, subject to the directions and approval of the Board. The Chair shall superintend the performance of all activities of the Section. The Chair shall keep the Board duly informed and carry out its decisions. The Chair shall perform such other duties and acts as usually pertain to the office or as may be designated by the Board.

- 5.3 CHAIR-ELECT.** The Chair-Elect shall aid the Chair in the performance of the Chair's responsibilities in such manner and to such extent as the Chair may request. The Chair-Elect shall perform such further duties and have such further powers as usually pertain to the office or as may be designated by the Board or the Chair. In case of the death, resignation, or disability of the Chair, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term or disability, as the case may be. If the Chair is elected to a second term, the Chair-Elect may also serve a second term or may vacate the position in which case a new Chair-Elect shall be elected in the manner set forth in Section 7.1.

- 5.4 SECRETARY.** The Secretary shall consult with and assist all the officers of the Section in the work of the Section generally, in the manner and to the extent they may request. The Secretary shall be the liaison between the Section and the State Bar of New Mexico staff regarding the retention and maintenance of books, papers, documents, and other property pertaining to the work of the Section and in the custody of the State Bar of New Mexico. The Secretary shall keep a true record of the proceedings of all meetings of the Section and of the Board, whether assembled or acting under submission. The Secretary, in conjunction with the Chair, as authorized by the Board, shall attend generally to the business of the Section.

5.5 BUDGET OFFICER. The Budget Officer, in conjunction with the Chair, shall be responsible for communicating with the State Bar concerning the Section's financial requirements. The Budget Officer shall prepare a budget in compliance with Section 10.2 of the Bylaws. The Budget Officer shall monitor all accounts of Section funds, revenues, and expenditures kept by the State Bar and shall report upon the Section's financial condition at each meeting of the Board.

ARTICLE VI: THE BOARD OF DIRECTORS

6.1 POWERS. The Board shall be vested with the powers and duties necessary for the administration of the affairs of the Section. The Board shall also have the power to create or terminate special and standing committees of the Section, determine the functions and duties of those committees, and specify the number and qualifications of the committee members. No action of any Section committee shall be effective until approved by the Board.

6.2 COMPOSITION. The Board shall be composed of:

- a. 9 Attorney Members, elected for three (3) -year staggered terms, from whom the officers shall be elected;
- b. The last retiring Chair to serve for one (1) year. The last retiring Chair may serve for two (2) years if the sitting Chair is elected to a second consecutive term;
- c. A representative appointed by the Young Lawyers Division from among its members, who shall serve for a term of one (1) year; and
- d. The Board may, in its discretion, can appoint from the Non-Attorney Associate Members of the Section to serve as a voting members of the Board:
 - i. A representative of the University of New Mexico Law School faculty who shall serve for a term of one (1) year; and
 - ii. A law student representative of the University of New Mexico Law School (in their 2nd or 3rd year of law school) who shall serve for the particular academic year; and
 - iii. A non-attorney associate professional or graduate student who serves older adults and/or vulnerable populations.

6.3 QUORUM AND BOARD ACTION. A quorum at any meeting of the Board shall consist of a majority of the voting Board members, whether participating in person or by telephone. Action of the Board shall be by majority vote of the quorum participating in a Board meeting, provided a quorum exists.

6.4 MEETINGS. The Board shall hold an organizational meeting in January of each year to select officers and plan activities for the new year. In addition, the Board shall hold a regular meeting each year at the time and place of the Section annual membership meeting to dispatch any necessary business.

6.5 POLL OF BOARD. In urgent matters requiring immediate attention, the Chair may, and upon request of three (3) members of the Board shall, submit in writing to each of the members of the Board a proposition upon which the Board may be authorized to act, and

the members of the Board may vote upon the proposition either by written ballot, e-mail or by telephone vote, confirmed in writing, to the Secretary, who shall record the proposition and votes in the matter.

6.6 BOARD AUTHORITY. Between meetings of the Section, the Board shall have full power to do and perform all acts and functions that the Section itself might perform. Any such action taken by the Board shall be reported to the Section at its next meeting. All Board actions must comply with applicable State Bar Bylaws and Policies.

6.7 NO COMPENSATION. No salary or compensation for services shall be paid to or by any officer, member of the Board, or member of any committee, except as may be specifically authorized by the Board of Bar Commissioners. This shall not preclude the reimbursement of expenses.

6.8 REFERENDUM. The Board may direct that a matter be submitted to the members of the Section for vote online. In such event, binding action of the Section shall be a majority of the votes received in accordance with rules fixed by the Board and as conducted and certified by the Secretary.

6.9 RESIGNATION. A Director may resign at any time by filing a written resignation with the Chair of the Board.

6.10 REMOVAL OF A BOARD MEMBER. A Board member may be removed by a three-quarters (3/4) vote of the Board members present at a regular meeting of a quorum of the Board.

Any three (3) Board members may petition the Section Chair in writing for the removal of a Board member. The Petition for Removal shall set forth the reasons for the request for removal. Upon receipt of the Petition for Removal, the Chair shall send a written notice of the petition including a copy of the petition to the Board member being challenged. The challenged Board member shall have fifteen (15) days to respond in writing to the petition. After the fifteen (15) day response period has passed, the Section Chair shall send written notice to all Board members that removal of a Board member has been requested. The Notice shall include a copy of the Petition for Removal and any Response that was received. The Notice shall be sent no less than thirty (30) days prior to the meeting at which such motion will be made.

The Board member who files the Petition for Removal must make the Motion to Remove at the meeting and the motion must be seconded before any discussion can be held. The movant shall be the first to speak followed by the Board member being challenged. Other Board members may speak in favor of or against the motion. At the conclusion of the discussion, a vote shall be taken by written ballot. If the vote is to remove the Board member, removal shall be effective immediately.

A vacancy shall be filled pursuant to Section 8.2 of these bylaws.

- 6.11 ABSENTEEISM.** If any member of the Board shall fail to attend 3 successive meetings of the Board, his/her term of office is subject to termination by the Board upon 20 days' written notice to the member. Within the 20-day notice period, the member's absences may be excused upon good cause accepted by majority vote of the members of the Board.

ARTICLE VII: ELECTIONS

- 7.1 ELECTIVE OFFICERS.** Each year, one-third (1/3) of the elected Board positions shall be subject to election as set forth in Section 7.4. These members shall take office on January 1st of the following year and shall serve for three (3) years until their successors are elected. At the organizational meeting each January, the Board shall elect from its own members a Chair-Elect, a Budget Officer, and a Secretary.
- 7.2 ELIGIBILITY FOR OFFICE.** Any active status member of the State Bar who is a current member of the Section shall be eligible for office, in accordance with these, and the State Bar of New Mexico Bylaws.
- 7.3 NOMINATIONS AND VOTING.** At any time not later than the first Friday of October, timely notice of the annual election of the Section Board shall be provided to Section members. The Notice will include a list of positions to be filled and the process for candidates to submit applications. Applications must include a brief statement of the candidate's involvement in the Section and the practice of law and a professional biography. Candidate applications must be received on or before the date stated in the election notice and will be provided to the Section Board.

In the event that more candidates respond to the notice of the annual election than there are positions available, a formal Section election shall be conducted no later than the second week of November. Members enrolled in the Section after the date stated in the election notice are not eligible to vote. The election shall conclude no later than November 30th. Election shall be by a plurality of the votes cast.

In the event that fewer candidates respond to the notice of the annual election than there are positions available, then those who expressed interest are elected by acclamation and the Section Board shall conduct outreach to recruit nominees for any remaining positions. Recruited candidates will be elected by acclamation.

In the event that only one (1) candidate responds to the notice of the annual election for each position available, the candidates shall be elected by acclamation.

Election results shall be announced to Section members as soon as practical.

- 7.4 TERM OF OFFICE.** The term of office for a member of the Board is three (3) years, beginning on January 1 following the election, and ending on December 31.
- 7.5 EXTENSION OF THE BOARD MEMBER'S TERM.** All members of the Board of Directors shall be eligible for re-election pursuant to the terms of these Bylaws.

7.6 EXTENSION OF THE CHAIR-ELECT'S TERM AS A BOARD MEMBER. If a member of the Board shall be elected Chair-Elect during the last year of his/her elected term, then that member shall not stand for re-election to the Board at the usual time. His/her term shall automatically be extended for the period during which he/she is Chair or Past-Chair. During the extended term, there shall be elected one (1) less member to the Board than would otherwise be elected.

ARTICLE VIII: SUCCESSION OF OFFICERS AND BOARD VACANCIES

8.1 CHAIR-ELECT. Upon the termination of the term of the Chair, the Chair-Elect shall automatically assume the office of Chair on January 1.

8.2 OFFICERS AND BOARD. The Board may fill vacancies in its own membership on an interim basis. In the next annual election, the remaining term for any position filled by appointment shall be added to the election notice. Members of the Board and officers so appointed shall serve until the results of the annual election are announced at the organizational meeting of the Board in January.

8.3 RETIRING CHAIR. At the end of the term of office of the Chair, the Retiring Chair shall become a member of the Board to serve for a term consistent with Section 6.2(b) of these bylaws.

ARTICLE IX: REPRESENTATION OF ASSOCIATION POSITION

9.1 BOARD OF BAR COMMISSIONERS REVIEW. Any action by this Section must be approved by the Board of Bar Commissioners of the State Bar of New Mexico before action can be effective as the action of the State Bar of New Mexico. Any resolution adopted or action taken by the Section shall, on request of the Board or the Section, be reported by the Chair to the Board of Bar Commissioners for action by the State Bar and the same shall not be publicly disclosed or pursued further until it has been considered by the Board of Bar Commissioners.

9.2 PUBLIC STATEMENTS. The Section shall not make any public statements, including statements on social media platforms, without first obtaining a prior determination from the Executive Director of the State Bar that:

- b. The public statement is germane to the purpose of the section;
- c. The public statement is supported by a majority of the Board of Directors of the Section; and
- d. The public statement indicates it is the action of the Section and does not represent the view or action of the State Bar.

9.3 POSITIONS ON MATTERS PERTAINING TO GOVERNMENTAL AFFAIRS. The Section shall not represent to any member of the Legislature, Executive or Judiciary that the State Bar

has taken a position on a specific matter related to governmental affairs or conduct any lobbying activities regarding such matters without complying with Section 11.4 of the Bylaws of the State Bar of New Mexico.

- 9.4 LEGISLATIVE, EXECUTIVE AND JUDICIAL ADVOCACY.** Neither the Section nor any person acting on its behalf shall take any action to support or oppose legislation without complying with all applicable NMSC Rules and State Bar Bylaws and policies.

ARTICLE X: SECTION FINANCES AND BUDGETS

- 10.1 SECTION FINANCES.** All funds generated by the Section dues and activities are and shall be funds of the State Bar of New Mexico. Funds shall be expended by the Section only pursuant to a budget approved by the Executive Director or the State Bar.

The Section's fund balance on December 31st of each year, up to the equivalent of one (1) year's Section membership dues, shall be considered carryover funds and shall be included in the Section's budget for the coming fiscal year. All in excess of one year's worth of dues will be transferred to the State Bar General Account. Should the Section be saving funds for a future activity, the Section may request of the Finance Committee of the Board of Bar Commissioners that additional funds carryover. The request should be made no later than November 15th of the year in which the excess funds have been accrued and include a plan and a budget detailing the ways in which excess funds would be spent in the following year. All unbudgeted Section funds shall only be used for State Bar purposes.

- 10.2 BUDGETS.** Sections shall operate pursuant to an annual budget for the succeeding calendar year, which shall be submitted to the Executive Director of the State Bar of New Mexico. The Section may, with the approval of the Executive Director or his/her designee, amend its annual budget from time to time during the year to which the budget is applicable. Annual budget or budget amendment proposals shall be submitted by the Board of Directors of the Section to the Executive Director of the State Bar of New Mexico for approval. Any proposed expenditures shall be explained relative to the purpose and objectives of the Section.

ARTICLE XI: ANNUAL REVIEW OF SECTIONS

- 11.1 ANNUAL REVIEW.** All sections shall present to the Board of Bar Commissioners an annual report for the previous 12 months and such other reports as may be requested by the President of the Board of Bar Commissioners. Annual written reports of all sections, with their written recommendations, shall be submitted to the Executive Director of the State Bar by December 31. If a section does not submit an annual report by December 31, it will be placed on the sunset list of the following year pursuant to Section 9.4 of the Bylaws of the State Bar of New Mexico.

- 11.2 SUNSET REVIEW.** The Board of Bar Commissioners or its designee shall establish a sunset date for each section that shall be on December 31 of a selected year. On or before

September 1 of the sunset year, a member or members of the Bar may petition the Board of Bar Commissioners to continue the section or committee. If no member of the Bar petitions the Board of Bar Commissioners to continue the section, it will automatically cease to exist on its sunset date unless the Board of Bar Commissioners on its own motion votes to continue the section. If the Board of Bar Commissioners determines that the petition contains sufficient reason to continue the section, it will be continued. Otherwise, the section will be abolished. If a section is continued beyond its sunset date, it will be subject to sunset again in five years, at which time the petition process set forth in this section will be required to continue the section.

ARTICLE XII: REVISION OF BYLAWS

REVISION OF BYLAWS. These Bylaws may be amended by a majority vote of a quorum of the Board as defined in Section 6.3 of these Bylaws. Amendments shall be submitted no later than six (6) weeks prior to a regular Board of Bar Commissioners' meeting and shall become effective upon approval by the Board of Bar Commissioners.

Because the State Bar has twenty-one (21) individual sections, every effort should be made to keep these bylaws consistent with the global bylaw template.