

**RESTATED BYLAWS OF  
THE YOUNG LAWYERS SECTION OF THE  
STATE BAR OF SOUTH DAKOTA  
As Amended on June 24, 2000**

**PREAMBLE**

These Restated Bylaws have been adopted subordinate and subject to the bylaws of The State Bar of South Dakota and exist pursuant to the authority granted therein as well as written statements of policy or procedure issued from time to time by the Board of Bar Commissioners of The State of South Dakota. To the extent any provision herein is inconsistent with the bylaws of The State Bar of South Dakota, or such written statements of policy or procedure, the latter shall take precedence over the Restated Bylaws of this Section.

**ARTICLE I.  
NAME**

The name of this Section of The State Bar of South Dakota shall be THE YOUNG LAWYERS SECTION OF THE STATE BAR OF SOUTH DAKOTA (the "Section").

**ARTICLE II.  
MEMBERSHIP**

- A. LICENSED ATTORNEYS: Members of this Section shall consist of all members of The State Bar of South Dakota in good standing, who have not yet reached the age of 36 years by the close of the annual meeting commencing the Bar year in question, or been admitted to practice in this state or any other state in combination thereof, more than 10 years. Membership in the Section shall terminate automatically at the close of the annual meeting of The State Bar of South Dakota following the last to occur of either the member attaining the age of 36 years or having been licensed to practice law for 10 years.
- B. LAW STUDENTS: Members of this Section shall also consist of all law students at the University of South Dakota School of Law (or other accredited School of Law) who are currently enrolled in a regular course of study and in good standing.

These members shall be termed affiliate members of the Section for the reason that such individuals are not eligible to vote at the annual Section meeting. Upon graduation and/or licensure in this state, affiliate members are fully eligible to become regular voting Members of this Section as set forth immediately above.

**ARTICLE III.  
PURPOSE**

The general purpose of the Section shall be to foster the identification, discussion, and interchange of ideas relative to the rights, duties, responsibilities, and concerns unique to young lawyers of the State of South Dakota as defined herein and members of the Section; to aid and

promote the advancement of young lawyers and encourage their interest and participation in the activities of The State Bar of South Dakota; to serve as the public service arm of The State Bar of South Dakota and therein, to promote the activities of The State Bar of South Dakota and further the purpose and objects of The State Bar of South Dakota. Some of the identified specific purposes are as follows:

- A. To engage in and conduct education and related programs of interest and value to young lawyers (member service) and the general public (public service);
- B. To improve the image of the legal profession and advance the role of the legal profession in serving the public;
- C. To sponsor, encourage, and promote scholarship in the legal profession among young lawyers;
- D. To attempt to inform, educate, and assist young lawyers of The South Dakota State Bar in all matters pertaining to the practice of law;
- E. To communicate through The State Bar Newsletter, the Annual Meeting Program, and otherwise with members of the Section and The State Bar of South Dakota;
- F. To serve as liaison between the American Bar Association/Young Lawyers Division and young lawyers of the Section;
- G. To collect, analyze, and disseminate information as to legislation, judicial decisions, practice patterns, and/or concerns of the general public regarding the legal profession;
- H. To initiate, sponsor, and promote within The State Bar of South Dakota, legislation, uniform laws, ethical and professional standards of conduct and conflicts when necessary and/or deemed appropriate in the public interest; and
- I. To serve as a communication conduit for The State Bar of South Dakota, subject to appropriate authorization.

#### **ARTICLE IV. OFFICERS**

- A. **NAMES**: The officers of the Section shall be a President, Vice-President, a Secretary-Treasurer, and a Board of Directors as provided in Article V. below.
- B. **TERMS**: The terms of each officer shall be for one year commencing at the conclusion of the Annual Meeting of The State Bar of South Dakota at which they are elected. Duly elected qualified and acting officers shall, in any event, hold office until their successors are elected. Members in good standing of the Section are eligible for one term in each of the offices of President, Vice-President, and Secretary-Treasurer.

- C. ELECTION OF OFFICERS: A member in good standing of the Section may place his or her name in nomination for one of the officers of the Section set forth herein by providing to the President at least thirty days prior to the annual meeting at which such election will take place, written evidence of the member's intent to seek such office. Candidates for officers may also be nominated at large from the floor at the annual meeting. Officers shall be elected by simple majority vote of the members present at the annual election which shall be held at the Section's annual meeting in conjunction with the annual meeting of The State Bar of South Dakota. Vacancies in any office shall be filled by appointment of the Board of Directors until the next annual election.
- D. OFFICE OF PRESIDENT: The President shall plan and supervise the agenda/program of the Section during his/her term, subject to the direction and approval of the Board of Directors. He/she shall keep the Board of Directors and the membership of the Section duly informed of all decisions and activities. The President shall schedule and preside at all regular meetings of the Section and shall serve in the capacity of Chairman of the Board of Directors, being an ex-officio member and voting only as necessary to break a tie vote of the Board. The President shall serve as one of the principal liaisons between this Section and the office of The State Bar of South Dakota as well as the Board of Bar Commissioners of The State Bar. The President shall also serve as a leading liaison between the Section of The American Bar Association Young Lawyers Division. The President shall perform such other duties and acts which usually pertain to his/her office or as The State Bar of South Dakota Bar Commissioners, Secretary, and/or Board of Directors of the Section may from time to time prescribe.
- E. VICE-PRESIDENT: The Vice-President shall aid the President in the performance of his/her duties and responsibilities in such manner and to such extent as the President may from time to time request, and/or the Board of Directors may from time to time prescribe. The Vice-President shall perform such further duties and have such further powers as usually pertain to his/her office or as may be designated by the President and/or the Board of Directors. In case of the death, resignation, temporary or permanent incapacity or disability of the President, the Vice-President shall perform the duties of the President for the duration of such President's term or length of incapacity or disability as the case may be.
- F. SECRETARY-TREASURER: The Secretary-Treasurer of the Section shall keep the minutes and record of all proceedings of the Section and the Board of Directors. The Secretary-Treasurer shall keep a role of the members, shall attend to correspondence, shall issue all required notices of Section meetings, and generally consult with and assist all officers of the Section as to the work of the Section generally in the manner and to the extent they may request. The Secretary-Treasurer shall be the liaison between the Section and the Office of The State Bar of South Dakota regarding the retention and maintenance of books, papers, documents and other property pertaining to the work of the Section. The Secretary-Treasurer shall collect and disburse any and all funds subject to the control of the Board of Directors for the Section, shall review and approve all requests for reimbursement from Section officers, members of the Board of Directors and

of the Section, and generally, as authorized or directed by the Board of Directors, attend to the business of the Section.

The Secretary-Treasurer shall keep an accurate record of all monies appropriated to the Section by the Board of Bar Commissioners of The State Bar and expended by the Section. The Secretary-Treasurer shall seek to make certain that all accounts, reports, and other documents and records of monies appropriated to the Section and expended by the Section are accurate and correct. The Secretary-Treasurer shall report on the Section's present and projected financial condition at each meeting of the Board of Directors and shall advise the Board of Directors as to the estimated financial impact of any proposed action by the officers, Board, or Section, which in the Secretary-Treasurer's judgment, would have a significant impact on the financial condition of the Section. The Secretary-Treasurer shall submit to the Section, at the Annual Meeting, a report on the Section's financial affairs and financial condition, including monies appropriated and expended by the Section. The Secretary-Treasurer shall prepare a proposed budget to be submitted to the Board of Bar Commissioners of The State Bar of South Dakota for the year following the Secretary-Treasurer's term in office.

**ARTICLE V.**  
**BOARD OF DIRECTORS**

- A. **COMPOSITION**: The composition of the Board of Directors of the Section shall consist of eight Directors, one director at-large and one from each of the seven South Dakota Judicial Circuits, the boundaries of which were established by the South Dakota Supreme Court by Order dated August 10, 1999 and are effective July 1, 2000. The Board of Directors shall also consist of a law student member from the University of South Dakota School of Law chosen by the Student Bar Association. The Board of Directors shall also include members of the Section filling the offices of Vice-President and Secretary-Treasurer, as well as President. All members of the Board of Directors shall be voting except for the President who serves as Chair at all meetings of the Board of Directors and shall vote in only those situations when necessary to break a tie vote.
- B. **FUNCTIONS**: The Board of Directors shall have the general management and control of the affairs of the Section, subject to the statutes of the State of South Dakota, bylaws, rules, regulations, policies and procedures of The State Bar of South Dakota and this Section, and The State Bar of South Dakota Board of Bar Commissioners. The Board of Directors shall assist and cooperate with the officers and committees of The State Bar of South Dakota and may recommend to the President thereof members of the Section to serve upon the various committees of The State Bar of South Dakota.
- C. **ELECTIONS**: Election of the Board of Directors shall take place at the Annual Meeting of the Section as set forth herein. Any member of the Section in good standing is eligible for the position of Board of Director for the specific Judicial Circuit in which such member resides at the time of election. The at-large director may reside in any Judicial Circuit in the State of South Dakota. Any interested member of the Section in good standing may place his or her name in nomination for a specific Judicial Circuit director

or at-large director on the Board by submitting to the President of the Section at least thirty days in advance of the election for that position his or her written intent or declaration of interest in pursuing such position. Nominations for the Board of Director position may also be received from the floor of the annual Section meeting held in conjunction with the annual meeting of The State Bar of South Dakota. A simple majority of all votes cast by the members of the Section present at the annual election shall be necessary for election to the Board of Directors. Members of the Board of Directors from even-numbered Circuits shall be elected in even-numbered years and members of the Board of Directors from odd-numbered Circuits shall be elected in odd-numbered years on a bi-annual or every other year basis.

- D. TERMS: The term of any member of the Board of Directors of the Section shall be for a period not to exceed two years (except for the Law Student Director which shall be one year), and may be for a period of time less than two years if such individual is elected or appointed to fill out the vacancy or remaining portion of a previous member of the Board of Directors who has either resigned, become incapacitated, or been elected to one of the offices of the Section before completing their term as Board of Director. Each member of the Board of Directors' term shall commence at the conclusion of the annual meeting at which they are elected and shall conclude at the close of the annual meeting two years subsequent thereto. No Judicial Circuit or at-large member of the Board of Directors of the Section may serve more than two consecutive terms as a Judicial Circuit or at-large member of the Board of Directors. In any event, the members of the Board of Directors shall hold office until their successors are duly elected and qualified. Vacancies in any Judicial Circuit or at-large Board of Director position shall be filled by election at the annual meeting or appointment of the Board of Directors until the next annual election.

## **ARTICLE VI.** **MEETINGS**

- A. SECTION AS A WHOLE: The regular annual meeting of the Section shall be held each year at the same time and place as the annual meeting of The State Bar of South Dakota. Annual elections shall take place at the annual meeting of the Section as provided in these Restated Bylaws. Written notice of the time, date, and location of the annual meeting of the Section, as well as positions on the Board of Directors and Section offices which will become vacant or be subject to re-election, and/or the possibility of nominating candidates from the floor shall also be provided in the two consecutive monthly newsletters of The State Bar of South Dakota prior to the month in which such annual meeting occurs. The voting members of the Section present at any annual meeting shall constitute a quorum for the transaction of business and action of the Section shall be by simply majority vote of the voting members present. Each member of the Section (excluding affiliate members) in good standing in attendance at the annual meeting shall be eligible to vote.
- B. ANNUAL MEETING ORDER OF BUSINESS: The order of business at annual meetings of the Section shall be as follows: outgoing President's report; Vice-President's state of the state address; report of the Board of Directors; report of any Section

Committees; miscellaneous business; nomination and election of officers and Board members.

- C. BOARD OF DIRECTORS' MEETINGS: Between annual meetings of the Section, the Board of Directors shall have the full power to do and perform all acts and functions which the Section itself could perform, provided, the Board of Directors shall not rescind any action taken by the Section as a whole. Any and all action taken by the Board of Directors shall be reported to the Section in the Minutes of the Board of Directors' meetings as well as at the next annual Section meeting. A simple majority of the members of the Board of Directors (i.e. six) present at any meeting of the Board of Directors shall constitute a quorum for the transaction of business and action by the Board of Directors shall be by majority vote of the members present. Each member of the Board of Directors in attendance at a meeting shall be eligible to vote, except for the President who acts as the Chair of the meeting and votes only as necessary to break tie votes.
- D. RULES OF ORDER: Except as otherwise provided, annual meetings of the Section and meetings of the Board of Directors shall be conducted in accordance with commonly accepted rules of parliamentary procedure, with Roberts Rules of Order serving as reference for such rules.

#### **ARTICLE VII.**

#### **AMERICAN BAR ASSOCIATION/YOUNG LAWYERS DIVISION OFFICES**

- A. PURPOSE: It is the stated purpose of the Section to encourage members of the Board of Directors as well as active members of the Section in good standing to pursue appointed and/or elected positions of the American Bar Association Young Lawyers Division. The increased recognition, referenced to the Section, and favorable reflection on the Section as well as The State Bar of South Dakota are all benefits which are advantageous to the members concerned, the Section and State Bar as a whole. The President and/or Board of Directors shall make every effort to avail members of the Section of opportunities to pursue such appointed and/or elected positions.
- B. REIMBURSEMENT: In recognition of the benefits and favorable reflection upon the Section and The State Bar of South Dakota achieved by members of the Board of Directors and active members of the Section in good standing attaining appointed and/or elected positions in the American Bar Association/Young Lawyers Division, the Section will assist with reimbursement of ABA/YLD related travel and/or activities, such reimbursement to be provided in accordance with written policies and procedures as may be from time to time adopted by the Section.

#### **ARTICLE VIII.**

#### **FINANCIAL MATTERS**

- A. AUTHORITY TO EXPEND FUNDS: No officer, member of the Board of Directors, ABA/YLD District Representative, or member of the Section other than the President, or

one or more persons expressly designated by the President, shall have the authority to incur any liability, cost, or expense in the name of The State Bar of South Dakota or the Section. The Secretary-Treasurer of The State Bar of South Dakota shall be the custodian of all funds of the Section.

- B. ABA/YLD TRAVEL AND RELATED ACTIVITIES: The Board of Directors will reimburse those individuals designated by the Board of Directors to attend any ABA/YLD function, such reimbursement to be in accordance with written policies and procedures as may be, from time to time, approved and adopted by the Board of Directors and/or the Section. It shall be the duty and obligation of any officer or member of the Section to seek any and all available reimbursement from the ABA/YLD for all ABA travel and related ABA/YLD activities, and any such reimbursement received therefrom must be applied to and reduce the amount requested for reimbursement from the Section. Any reimbursement of expenses shall be done through the review and approval of the Secretary-Treasurer of the Section.
- C. MEMBERSHIP FEES: For any member of the Section in good standing who is also a licensed member of the State Bar of South Dakota, there shall be no Section dues (above dues of The State Bar) and Section expenses shall be handled pursuant to any written policies and procedures for reimbursement as may be from time to time approved and adopted by the Board of Directors of the Section. For law student members of the Section, an annual fee not to exceed \$10.00 shall be due and payable at the beginning of each school year for which such individual is seeking membership in the Section. These fees shall be used only to offset the actual expenses/costs incurred in providing a copy of The State Bar of South Dakota Directory to each law student member as well as the costs of printing and mailing on a regular basis minutes of the meetings of the Board of Directors, educational and related articles or publications of interest, and any and all newsletters or other communications which may, from time to time, be approved by the Board of Directors.

## **ARTICLE IX.** **COMMUNICATIONS**

It shall be the duty and responsibility of the officers and/or Board of Directors of the Section to regularly communicate Section activities through The State Bar of South Dakota Newsletter, the annual meeting program, and through other means when desired or required with members of the Section. Minutes of each meeting of the Board of Directors shall be promptly delivered to the Secretary-Treasurer of The State Bar and to each member of the Board of Directors of the Section.

Whenever the Section desires to request action by the Board of Bar Commissioners of The State Bar of South Dakota, the requested action shall be reflected in the minutes and shall in addition be set forth in a letter accompanying the minutes and directed to the Board of Bar Commissioners in care of the Secretary-Treasurer of The State Bar of South Dakota. If the vote on the requested action is not unanimous by the Section's Board of Directors, the

number of votes for and against shall be set forth in the minutes with an opportunity for dissenting members of the Board of Directors to set forth their position.

Not later than May 1 of each year, the President of the Section shall file with the Secretary-Treasurer of The State Bar of South Dakota a concise, written report summarizing the activities of the current year and anticipated activities for the ensuing year together with the full text of any proposed action as well as any necessary documentation.

**ARTICLE X.**  
**AMENDMENTS**

These bylaws may be amended at any annual meeting of the Section by a majority vote of the members of the Section in good standing then present and voting, provided, however, that such proposed amendment(s) shall first have been approved by a majority vote of the Board of Directors at a previous meeting, and reviewed and approved by the Board of Bar Commissioners of The State Bar of South Dakota. Advance publication of such proposed amendment(s) shall be provided to each member of the Section at least thirty days prior to the annual meeting. Any amendment(s) to the bylaws shall not become effective until finally approved by the Board of Bar Commissioners of The State Bar of South Dakota and the members of the State Bar of South Dakota at the annual meeting.