

BYLAWS

Article I. Members

Section 1. Any member of the bar or the judiciary who has been admitted to practice law by the Court of Appeals of Maryland, who is not required to hold another form of membership in the Association, and who is not currently under suspension from the practice of law, is eligible to be an active member of the Association.

Section 2. Any active member who has retired from the practice of law or from the judiciary, any member of the bar or the judiciary of another state or the District of Columbia, and any teacher in an American Bar Association approved law school is eligible to be an affiliate member of the Association.

Section 3. Applications for active or affiliate membership shall be submitted to the Executive Director who shall report all applications to the Board of Governors. Unless the Board of Governors by a majority vote directs that an investigation of an applicant be made, an applicant shall be deemed elected to membership and shall be so notified by the Secretary.

Section 4. Persons who are ineligible to be members of the Association may qualify as associates if they are in one of the following classifications, have never been disbarred or suspended from the practice of law in any jurisdiction, are of good moral character, and satisfy such further eligibility requirements as may be approved by the Board:

(a) Law Students: A law student currently enrolled in an ABA-approved school may apply for associate membership under rules prescribed by the Board of Governors. Dues for law students must be paid as prescribed by the Board of Governors.

(b) Paralegal/Legal Assistants: A paralegal/legal assistant is a person qualified through education, training or work experience to perform work that requires knowledge of legal concepts and is customarily, but not exclusively, performed by a lawyer. This person shall be retained or employed by a lawyer, law office, governmental agency or other entity or be authorized by administrative, statutory or court authority to perform this work. A paralegal/legal assistant may apply for associate membership under rules prescribed by the Board of Governors if sponsored and employed by an active lawyer member of the Association. Dues for paralegal/legal assistants must be paid as prescribed by the Board of Governors.

(c) Law Firm Administrators: A law firm administrator is a non-lawyer who is qualified through education, training or work experience. This person shall be retained or is employed as a law office manager or administrator by a lawyer, law office, governmental agency or other entity. A law office administrator may apply for associate membership under rules prescribed by the Board of Governors if sponsored and employed by an active lawyer member of the Association. Dues for law firm administrators must be paid as prescribed by the Board of Governors.

(d) Law students, paralegal/legal assistants, and law firm administrators may participate in activities of the Association as authorized by the Board of Governors, except that they;

1. may not participate in electing members of the Board of Governors;
2. may not participate in nominating a member of the Board or an officer of the Association, and may not serve in any of those capacities;
3. may not vote in Association elections or referendums; and
4. may not sign a petition for Association elections or referendums;

Section 5. A member shall be responsible for designating a home or office address as his or her primary address, which shall be conclusively presumed to be the member's address for all purposes until the member notifies the Association of a change. A member whose dues are paid in full may resign from the Association by submitting a resignation in writing to the Executive Director who shall submit it to the Board of Governors.

Section 6. Upon the recommendation of the Board of Governors, and by a three-fourths vote at an Annual or Mid-Year Meeting of the association, honorary life membership may be conferred upon any person who shall have rendered notable service to the profession. A member of the Association shall also be eligible if that person has been a member for at least thirty years, has retired from the practice of law and, if a judge, from the judiciary, and has reached the age of seventy. An honorary member shall have none of the obligations of membership in the Association, but shall be entitled to all of the privileges, except that an honorary member who is not admitted to practice law by the Court of Appeals of Maryland shall not be entitled to vote.

Article II. Dues and Finance

Section 1. The annual dues for both active and affiliate members, payable in advance on July 1 each year, shall be one hundred twenty-five dollars, except that:

(a) Annual dues shall be reduced by fifty dollars for the fiscal year during which a member has, for the first time, been admitted to the bar of the State of Maryland, and for each of the four next succeeding fiscal years;

(b) If a new member is elected to membership within six months from the date on which that member has, for the first time, been admitted to the bar of the State of Maryland, dues attributable to the eight calendar months beginning on the first day of the month in which that member is admitted to membership shall be waived;

(c) The provisions of (a) and (b) above shall not apply to any member who, prior to being admitted to the Maryland bar, was admitted to the bar of any other state, territory or possession of the United States, or the District of Columbia, except to the extent that such provisions would apply if such member had been admitted to the Maryland bar on the date of such member's initial admission to the bar of any other jurisdiction;

(d) If not waived under (b) above, dues for the remainder of the fiscal year in which a new member is elected to membership shall be one-half of the applicable dues if such new member was elected to membership after January 1; and

(e) The Board of Governors may waive dues in special cases.

Section 2. The Treasurer shall send statements for dues to all members on or before July 1 each year. The Treasurer shall notify members three months in arrears and assess a five dollar (\$5.00) late payment for the second notice. Any notice sent by the Treasurer subsequent to the second notice shall contain an additional five dollar (\$5.00) late fee and those whose dues are not paid on or before January 1 of the same fiscal year shall be dropped from membership in the Association unless the Board of Governors grants an extension. Services and benefits, including publications and participation in Association activities, are subject to suspension if dues are more than three months in arrears.

Section 3. A budget for the following fiscal year shall be presented by the Treasurer for approval of the Board of Governors at its May meeting. The adopted budget, and any amendments thereto adopted by the Board of Governors by majority vote, shall constitute the Treasurer's authority to expend sums not in excess of the amounts listed in each category if supported by a proper voucher.

Section 4. The membership, by a two-thirds vote at any meeting, may impose an assessment on all members other than honorary life members and members whose dues have been waived by the Board of Governors, provided that notice of the proposed assessment has been sent to all members with the notice of the meeting. Notice of a proposed assessment shall specify the amount thereof and the date on which the same is to become due. Upon imposition of an assessment, the Treasurer shall send statements there for to all members on or before the due date specified by the membership. The Treasurer shall notify members three months in arrears, and those who have not paid the assessment within nine months of the due date shall be dropped from membership in the Association unless the Board of Governors grants an extension.

Section 5. The fiscal year shall be from July 1 to June 30, inclusive.

Article III. Officers

Section 1. The elective officers of the association shall be a President, a President-Elect, a Secretary, a Treasurer, one or more District Governors elected from each District, and three Young Lawyer Governors.

Section 2. The appointive officers of the Association shall be an Executive Director, and such other directors as deemed necessary and employed by the Board of Governors. The Board of Governors may appoint from the membership of the Association an Assistant Secretary and an Assistant Treasurer as it deems necessary.

Section 3. The Board of Governors, acting in executive session, shall constitute a Nominating Committee. It shall be the duty of this committee to nominate candidates for elective offices, except President and Governor. These nominations shall be mailed to all members not later than March 1 each year. Additional nominations may be made by petition filed with the Executive Director on or before April 1, signed by at least 30 members.

Section 4. The elective officers, except the President and Governors, shall be elected at the Annual Meeting for a term of one year or until their successors are elected, and their term of office shall begin at the close of the Annual Meeting at which they are elected. Governors shall be divided as equally as may be into two classes, Class I being elected in odd numbered years and Class II being elected in even numbered years, the members of each class to serve for a term of two years or until their successors are elected, said term beginning at the close of the Annual Meeting held immediately following their election.

Section 5. For the purposes of this Association, the term "District" shall mean any of the following districts: District 1 - Baltimore City; District 2 - Dorchester, Somerset, Wicomico, and Worcester Counties; District 3 - Caroline, Kent, Queen Anne's, and Talbot Counties; District 4 - Calvert, Charles and St. Mary's Counties; District 5 - Prince George's County; District 6 - Montgomery County; District 7 - Anne Arundel County; District 8 - Baltimore County; District 9 - Harford and Cecil Counties; District 10 - Howard County; District 11 - Frederick and Carroll Counties; and District 12 - Washington, Allegany and Garrett Counties.

Section 6. Any member of the Association having that member's primary address within a District may be nominated for District Governor by a petition filed with the Executive Director in accordance with Regulations promulgated by the Board of Governors and not inconsistent with these Bylaws. The petition shall be (a) signed by an appropriate officer of the nominee's county Bar Association, or in the First District, the Bar Association of Baltimore City, certifying that the candidate was selected by the governing body of such Bar Association, or (b) signed by not less than ten members of the Association, each of whom has a primary address within such District.

Section 7. The District Governors shall be elected by plurality vote by mailed secret ballot as provided in the parliamentary authority adopted by the Association, except in cases where the number of nominees does not exceed the number of District Governors to be elected, in which case nomination shall constitute election at the close of nominations. The election shall be conducted in accordance with Regulations promulgated by the Board of Governors and not inconsistent with these Bylaws. The District Governors shall be elected on a district-wide basis.

Section 8. Representation of Districts by Governors shall be determined according to the following procedure.

a. The maximum number of District Governors of the Association shall be thirty-two (32). Each district shall be entitled to at least one (1) Governor.

b. On the first day of September of each calendar year, the Secretary of the Association shall determine the number of lawyers who are both in the State of Maryland and members of the Association. The Secretary shall divide this number of members by thirty-two (32) in order to establish the Base Number used to determine the minimum number of District Governors who shall represent each District. The Secretary shall certify to the Board of Governors the number of members whose primary addresses are in each District, and the number of additional District Governors who shall represent each District in accordance with the following formula:

1) The Secretary shall subtract the Base number from the total number of members whose primary addresses are in each District to establish a Secondary Total in each District, and rank each District in order from the largest to the smallest.

The Secondary Total from each District shall be added together to establish a Grand Secondary Total, which when divided by twenty (20), (the remaining number of Board Seats to be allocated) will provide the Secondary Divider.

2) After identifying the District with the largest Secondary Total, the Secretary shall divide the number of members in that District by the Secondary Divider. The whole number of the quotient shall equal the number of additional Governors for that District. The Secretary shall follow this procedure for the other Districts which have a Secondary Total greater than the Base Number, in descending order from largest to smallest, until the allocation of thirty-two (32) Governors has been completed.

3) A District with a zero (0) or a negative remainder shall not be entitled to an additional Governor.

4) If after the allocation pursuant to Paragraph two (2) above, the total number of Governors does not equal thirty-two (32), the Secretary shall then rank each District beginning with the District having the largest fraction in its quotient to the District having the smallest fraction in its quotient. The District having the highest fraction in its quotient shall be entitled to one additional District Governor. The Secretary shall follow this same procedure for succeeding Districts in descending rank according to the fraction value of the quotients until there are a total of thirty-two (32) Governors.

c. The Secretary shall certify the total number of District Governors for each District. In those Districts with an even number of District Governors, one half will be Class I Governors, and the remainder will be Class II Governors. In those Districts with an odd number of Governors, one half of the Governors plus one (1) will be Class II Governors.

Section 9. Young Lawyer Governors shall be elected by the Section of Young Lawyers as provided in its bylaws, two in Class I and one in Class II, provided, however, that all such Governors shall qualify as, and be, members of the Section of Young Lawyers at the beginning of their terms as Governors.

Section 10. No District comprising two or more counties shall be represented by a Governor from the same county for more than four consecutive years, unless there are no candidates from the other county or counties in the District who run for election. No Governor shall be elected to a successive term as a governor until at least one intervening two-year term has expired.

Section 11. The officers shall perform the duties prescribed by these Bylaws, the parliamentary authority adopted by the Association, and as ordered from time to time by the Association or the Board of Governors. In the temporary absence of the President, the President-Elect shall perform the duties of that office.

Section 12. Vacancies in elective offices shall be filled as follows:

(a) Should the office of President become vacant, the President-Elect shall immediately become President and, for the remainder of the term, shall hold both the office of President and the office of President-Elect. Should the office of President become vacant again during the same term, the Board of Governors, at its next meeting, shall elect a President who shall serve as President during the remainder of the term and the vacancy in the office of President-Elect shall be treated in accordance with Subsection (b) of this Section.

(b) Should the office of President-Elect become vacant, the vacancy shall not be filled. However, if such vacancy occurs prior to February 1, the Board of Governors shall, under Section 3 of this Article, nominate a candidate for President as well as candidates for the other elective offices to be filled and a President shall be elected with the other officers at the Annual Meeting. If such vacancy occurs after February 1, the Board of Governors shall nominate a candidate for President at the Annual Meeting and nominations from the floor shall be permitted.

(c) A vacancy in any other elective office shall be filled within the District by the Board of Governors at its next meeting. In the case of District Governors, any vacancy shall be filled by election of a member from the District or County within the District in which the vacancy occurs. In the case of Young Lawyer Governors, any vacancy shall be filled by the Section of Young Lawyers.

Article IV. Meetings

Section 1. The Annual Meeting of the membership shall be held during June each year unless otherwise ordered by the Board of Governors, the dates and place to be fixed by the Board of Governors. It shall be for the purpose of electing the elective officers, except the President and Governors, receiving annual reports of the officers and committees and for any other business that may arise. A notice of the annual Meeting shall be sent to all members at least 30 days before the meeting.

Section 2. The Mid-Year Meeting of the membership shall be held during January each year unless otherwise ordered by the Board of Governors, the dates and place to be fixed by the Board of Governors. It shall be for the purpose of receiving reports of officers and committees and for any other business that may arise. A notice of the Mid-Year Meeting shall be sent to all members at least 30 days before the meeting.

Section 3. Special meetings of the membership may be called by the Board of Governors and shall be called upon the written request of 75 members. The date and place of special meetings shall be fixed by the Board of Governors. The purpose of the meeting shall be stated in the notice which shall be sent to all members at least 10 days before the meeting.

Section 4. The agenda for all meetings of the membership shall be prepared by the Secretary and submitted to the Board of Governors for its approval. Upon approval by the Board, the agenda for business meetings, including any general or special orders set forth therein, may be altered by the membership meeting by a two-thirds vote.

Section 5. No action recommending a change in the law or the administration of justice shall be taken by the Association until the subject matter thereof shall have been reported upon by an appropriate section or committee, unless, by a two-thirds vote, this requirement is suspended. No resolution complimentary to any living member shall be permitted at any meeting of the Association.

Section 6. Fifty members of the Association shall constitute a quorum at all meetings of the membership.

Article V. Board of Governors

Section 1. The elective officers of the Association, the Immediate Past President, the State Delegate to the House of Delegates of the American Bar Association, and the Chair of the Section of Young Lawyers shall constitute the Board of Governors. The Executive Director may be invited to all meetings of the Board.

Section 2. The Board of Governors shall have full power and authority over the affairs of the Association between its membership meetings and shall perform such other duties as are specified in these Bylaws. None of the acts of the Board shall conflict with action taken by the membership.

Section 3. Unless otherwise ordered by the Board, regular meetings of the Board of Governors shall be held monthly on a date and at a time set by it from time to time. Special meetings of the Board may be called by the President and shall be called upon the written request of ten members of the Board. Seventeen members of the Board shall constitute a quorum.

Section 4. Upon a vote of two-thirds of the members of the Board of Governors, the Board may submit to a referendum any question which could be decided by the membership at a membership meeting. Such referendum shall be carried out within sixty days by submitting the question to the entire membership for decision by a mailed secret ballot as provided in the parliamentary authority adopted by the Association. A majority of the votes cast or such greater proportion as is specified in these Bylaws for the action to be taken shall decide the question and be binding upon the Association, and can be amended or rescinded by subsequent referendum or by vote at an annual or mid-year meeting.

Article VI. Executive Committee

Section 1. The President, President-Elect, Secretary, Treasurer, Chair of the Section of Young Lawyers, and three members of the Board of Governors elected by it shall constitute the

Executive Committee. The Executive Director may be invited to all meetings of the Executive Committee.

Section 2. The Executive Committee shall supervise the work of the Executive Director, act in an advisory capacity to the Executive Director and other members of the staff, have general supervision of the affairs of the Association between meetings of the Board of Governors and perform such other duties as the Board of Governors may from time to time assign it. It shall make a report on any action taken by it at each meeting of the Board of Governors.

Section 3. The Executive Committee shall meet at the call of the President or upon the request of three of its members. It may take action by conference telephone, provided that any such action is agreed to by a majority of all members of the Executive Committee and the result of the vote is recorded in the minutes of the next meeting of the Executive Committee.

Article VII. Committees

Section 1. A Committee on Budget-Finance shall consist of at least nine members, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until a successor is appointed. The Treasurer and the Executive Director shall serve as ex-officio members of the Committee. It shall be the duty of this Committee to conduct a continuing study of the finances of the Association; to prepare a budget for each fiscal year to be presented by the Treasurer for the approval of the Board of Governors at its May meeting as provided in these Bylaws; to present amendments to the adopted budget to the Board of Governors as provided in these Bylaws from time to time as required; and to make recommendations with respect to the financial affairs of the Association including, but not limited to, its accounting procedures, controls, and related matters.

Section 2. A Committee on Continuing Legal Education shall consist of at least six members. No less than one member shall be from each of the Appellate Circuits. Approximately one-third of the members shall be appointed annually by the President. Each member shall serve for a term of three years (or such lesser term as may be set by the President). It shall be the duty of this Committee to study and promote continuing legal education for Maryland lawyers, to study, develop and make recommendations to the Board of Governors concerning plans for improving the professional competence of Maryland lawyers, to make recommendations with regard to actions of the Maryland Institute for Continuing Professional Education of Lawyers, Inc. and other organizations which conduct programs of continuing legal education for Maryland lawyers and to perform such other functions relating to the continuing legal education and professional competence of lawyers as may be assigned by the Board of Governors.

Section 3. A Committee on Ethics shall consist of at least fourteen (14) members, not less than one (1) from each Appellate Circuit, approximately one-third (1/3) of whom shall be appointed annually by the President, with the approval of the Board of Governors, to serve for a term of three (3) years or until a successor is appointed. It shall be the duty of this Committee to render and publish opinions on the proper interpretation of the Maryland Rules of Professional Conduct and the Code of Judicial Conduct in its discretion, either on its own initiative or upon the request of any person, judge, court, corporation, or association.

Section 4. A Committee on Judicial Appointments shall consist of members-at-large and local members. The members-at-large should consist of at least fourteen members, not less than two from each of the Appellate Circuits, approximately one-third of whom shall be appointed annually by the President with the approval of the Board of Governors to serve for a term of three

years or until a successor is appointed. The local members shall consist of six members from Baltimore City, and six members from each County, except for the aggregated counties where nine members shall be appointed for each aggregate group. There shall be five groups of aggregated counties: (1) Wicomico, Worcester and Somerset; (2) Calvert, St. Mary's and Charles; (3) Talbot, Caroline and Dorchester; (4) Cecil, Kent and Queen Anne's; and (5) Garrett, Allegany and Washington. Approximately one-third of the local members shall be appointed annually by the President, in consultation with the presidents of the local and specialty bar associations which are involved in that selection process, with the approval of the Board of Governors, to serve for a term of three years or until a successor is appointed. A member of the Committee shall be restricted to serving two consecutive terms, or five years, whichever is longer, thereafter said person can be reappointed, but not until at least one intervening three-year term has expired. No member of the Committee shall serve as both a member-at-large and a local member. It shall be the duty of the Committee to make recommendations as respects the qualifications of the members of the Bar of this State to fill judicial vacancies in the United States District Court for the District of Maryland, the United States Court of Appeals for the Fourth Circuit, and the Courts of the State. When considering the qualifications of members of the Bar to fill a vacancy in the Courts of the State, other than a state-wide vacancy, the members-at-large and the local members from the Appellate Circuit where the vacancy exists shall meet as the Committee to make recommendations. When considering a state-wide vacancy, a vacancy in the United States District Court for the District of Maryland or in the United States Court of Appeals for the Fourth Circuit, the members-at-large, together with all local members, shall meet as the Committee to make recommendations. The Committee is authorized to advise the Judicial Nominating Commission and the Governor that, in its opinion, a known applicant for judicial appointment is "highly recommended," "recommended," "not recommended," or "not recommended at this time." To the extent possible the committee or its designee shall endeavor to explain, verbally or in writing the basis of the Committee's opinion to the commission. Further, the Committee shall promptly respond to any inquiry initiated by the commission as to the rationale for any vote. The Committee may advise the public of the names of those persons recommended for appointment. The Committee may solicit members of the Bar to make application for appointment to fill vacancies in the Courts of the State, and in cooperation with the local bar associations, shall strive to persuade highly qualified persons to make application for appointment to fill a vacancy in the Courts. In the event of a public election to one or more judicial offices, the Committee may, if it deems desirable, recommend to the Board of Governors, that the public be advised of the person or persons deemed by the Association to be so qualified.

Section 5. A Committee on Laws shall consist of at least fourteen members, not less than two from each Appellate Circuit, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until a successor is appointed. It shall be the duty of this Committee to review proposed legislation before the General Assembly of Maryland in which the Association or its sections may be interested, and it shall refer such legislation to appropriate sections or committees of the Association. Any such legislation which in the opinion of the Committee is not pertinent to the jurisdiction of any section or committee or which should be considered and acted upon by the Association as a whole shall be submitted to the Board of Governors with the Committee's recommendation. In any areas of concern to the Association in which it may wish to express an opinion, take a position or present proposed legislation, the Committee shall confer with other committees, with sections and with legislators, and provide the Board of Governors with recommendations for affirmative legislative activity by the Association.

Section 6. A Committee on Lawyer Assistance shall consist of at least seven members, not less than one from each Appellate Circuit, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until their successors are appointed. It shall be the duty of this Committee to assist those attorneys who are experiencing difficulty in

the practice of law, in accordance with guidelines and procedures established by the Board of Governors. The Director of this Committee shall be hired by the Association and shall be a permanent member of this Committee whether or not the Director is a member of the bar.

Section 7. A Committee on Membership shall consist of at least fourteen members, not less than two from each Appellate Circuit, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until a successor is appointed. It shall be the duty of this Committee to recommend to the Board of Governors programs for increasing and sustaining the membership of the Association and to execute all such programs approved by the Board of Governors.

Section 8. A Committee on Pattern Jury Instructions shall consist of five persons: a Presidential designee, the Chairpersons of the Budget and Finance and Planning Committees, and the Chairpersons of the Committee's Civil and Criminal Subcommittees. It shall be the duty of the Committee to oversee the production and publishing of both Civil and Criminal Pattern Jury Instructions by the respective subcommittees in a format with a publisher deemed appropriate. The subcommittees are to enable the Committee to comply with its contractual responsibilities. Each of the subcommittees shall consist of at least seven members, not less than one from each of the first five Appellate Circuits and two from the Sixth Appellate Circuit, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until a successor is appointed.

Section 9. A Committee on Planning shall consist of at least ten members, appointed annually by the President, and the Chair of the Section of Young Lawyers or the designee of the Young Lawyers' Chair. Not less than one member shall be appointed from each of the Appellate Judicial Circuits. One member shall be either the Treasurer or the Chairman of the Budget-Finance Committee, and at least three members shall be members of the Board of Governors. It shall be the duty of this Committee to evaluate the responsiveness of the Association to the needs of the profession and the public; to make recommendations to the Board for organizational revision, additional programs and modification of existing programs; to develop a generalized plan for modifications of existing programs and for new programs to be undertaken by the Association in future years; and generally to aid the President and Board in anticipating problems and in developing resolutions for the problems challenging the Association and the legal profession in the future.

Section 10. A Committee on Program shall consist of at least seven members, not less than one from each of the Appellate Circuits, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until their successors are appointed. It shall be the duty of this Committee to recommend to the Board of Governors the location for Annual and Mid-Year Meetings of the Association and to recommend plans and arrangements for educational, social, and other aspects of such meetings, including any attendance fees or charges.

Section 11. A Committee on Resolution of Fee Disputes shall consist of at least thirty members, not less than five from each Appellate Circuit, approximately one-third of whom shall be appointed annually by the President to serve for a term of three years or until their successors are appointed. It shall be the duty of this Committee to take jurisdiction (except as hereinafter provided) over any disagreement concerning any fee paid, charged, or claimed for legal services rendered by any attorney admitted to practice in this State which is submitted to the Committee by the person, firm, or organization allegedly liable for the payment of the fee in dispute. It shall be the duty of the Committee to encourage the amicable resolution of fee disputes failing within its jurisdiction, and, in the event such resolution is not achieved to arbitrate and determine such

disputes. The Committee shall discharge its duties in accordance with Regulations promulgated by the Board of Governors which:

(a) are not inconsistent with these Bylaws;

(b) include a provision that in the event an attorney fails or refuses to consent to arbitration, the arbitration panel to which the matter is assigned shall proceed to conduct an ex parte hearing, and, if it finds that the complainant's allegations are justified, shall direct an assigned member of the Committee to represent the complainant either to institute suit for the refund of any portion of the fee paid and determined to be excessive or to resist any suit by the attorney seeking to collect any portion of the fee not yet paid and determined to be excessive; and

(c) provide that all records relative to the arbitration of any fee dispute, including the award itself, shall be kept confidential except as otherwise provided by law. The Committee shall decline to exercise jurisdiction of any fee dispute which is within the jurisdiction of any local bar association (as defined in Maryland Rule BV1.b) that annually files with the Executive Director a certification that it has established a procedure for the arbitration of fee disputes involving attorneys who practice within its jurisdictional boundaries pursuant to written rules that (i) conform to the requirements of subsection (b) above, except that such conformity shall not be required for the plans of the Baltimore City, Baltimore County, Montgomery County and Prince George's County Bar Associations, (ii) define the scope of their jurisdiction, and (iii) provide the name and address of the representatives of the local bar association to whom any complaint is to be forwarded.

Section 12. Such other committees, standing or special, shall be appointed by the President as the Association or the President shall from time to time deem necessary to carry on the work of the Association. The motion or order of the President establishing a standing or special committee not named in these Bylaws shall identify the committee by name, state the charge to the committee, the number of its members and the terms and jurisdiction, if applicable, of their appointment by the President. This motion or order and the names of those initially appointed to serve on the committee shall be announced at a business meeting or a meeting of the Board of Governors and entered in the Minutes of that meeting. The President and the President-Elect shall be ex-officio members of all committees.

Section 13. Any committee may, within its area of responsibility, express its opinion on any legislative matter before the General Assembly of Maryland, and may appear, provided it is clearly stated as the opinion of the committee only and is not in conflict with a stated position of the Association. A committee shall advise the Board of Governors, in writing, of its intention to express an opinion and of its position prior to the expression of such opinion, unless time constraints make this impracticable.

Article VIII. Sections

Section 1. On the recommendation of the Board of Governors, sections of the Association may be established or dissolved from time to time as deemed necessary or desirable by majority vote at any meeting of the membership.

Section 2. A section shall be semi-autonomous but shall always be under the authority of the membership and the Board of Governors. It is authorized to adopt bylaws provided they do not conflict with the Bylaws of the Association. A current copy of the bylaws of each section and any amendments thereto shall be filed with the Executive Director. Upon the establishment of a

new section, the President with the approval of the Board of Governors shall appoint a Chair and Council thereof. Thereafter the Council and officers of the section shall be selected as provided in its bylaws.

Section 3. Each substantive law section, after it has been in existence for two fiscal years, shall provide in its bylaws for dues of not less than five dollars per year to be paid by its members to the Treasurer of the Association, except to the extent that a waiver of such dues is approved by the Board of Governors. The budget of the Association for each fiscal year shall make an appropriation for each section, and all financial affairs of sections shall be transacted through the Treasurer of the Association.

Section 4. Any section may within its area of responsibility express its opinion on any legislative matter before the United States Congress or the General Assembly of Maryland, provided that it is clearly stated as the opinion of the section only, and is not in conflict with the position of the Association. Such expression of opinion may be superseded at any time by action of the membership or the Board of Governors. A section shall advise the Board of Governors, in writing, of its intention to express an opinion and of its position prior to the expression of such opinion, unless time constraints make this impracticable.

Article IX.
Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order adopted by the Association.

Article X.
Amendment of Bylaws

These Bylaws may be amended at any meeting of the membership by a two-thirds vote, provided the amendment has been reviewed by the Board of Governors and sent to all members with the notice of the meeting.