

**AMENDED AND RE-STATED**  
**BY-LAWS OF THE**  
**COOK COUNTY BAR ASSOCIATION**

**Article I.**

**Name**

Section 1.1. **Name.** The Name of this Association shall be the COOK COUNTY BAR ASSOCIATION (the “Association”).

**Article II.**

**Mission**

Section 2.1. **Objectives.** The objectives of this Association are as follows: to take an advisory and active interest in legal matters and questions of public policy; to inculcate and foster a spirit of fellowship among the members of the Association; to maintain dignity and promote the constitutional rights of all persons; to promote equal justice under the law; to improve access to justice; and to promote increased diversity within the legal community and the bench.

**Article III.**

**Location of Principal Office**

Section 3.1. **Principal Office.** The principal office of this Association shall be located in the City of Chicago, County of Cook and the State of Illinois.

**Article IV.**

**Membership**

Section 4.1. **Full Members.** Any person admitted to the practice of law in Illinois and in good standing with the Illinois Attorney Registration and Disciplinary Commission may be admitted to full membership in this Association, subject to the provisions of Section 4.7 below. Full Members in good standing shall have the right to vote on Association matters and shall be eligible to hold any elective or appointed office of the Association.

Section 4.2. **Associate Members.** Any person admitted to practice law in any other State or Territory of the United States or the District of Columbia may be admitted to associate membership in this Association subject to the provisions of Section 4.7 below. Associate Members shall have the right to vote on Association matters but may not be elected as an officer or director of the Association.

Section 4.3. **Student Members.** Any student in good standing who is enrolled in an accredited law school may be admitted as a Student Member of this Association, subject to the provisions of Section 4.7 below. A Student Member shall have the right to participate in discussions at Association meetings, but shall not have the right to hold an office in the Association or vote on Association matters.

Section 4.4. **Non-Lawyer Members.** Any person who has obtained a Juris Doctorate Degree from a law school accredited by the American Bar Association but has not been admitted to practice law in any State or Territory of the United States or the District of Columbia may be admitted as a Non-Lawyer Member of this Association, subject to the provisions of Section 4.7 below. A Non-Lawyer Member shall have the right to participate in discussions at Association meetings, but shall not have the right to hold an office in the Association or vote on Association matters.

Section 4.5. **Paralegal Members.** Any person who has obtained a paralegal certificate may be admitted as a Paralegal Member of this Association, subject to the provisions of Section 4.7 below. A Paralegal Member shall have the right to participate in discussions at Association meetings, but shall not have the right to hold office in the Association or vote on Association matters.

Section 4.6. **Honorary Members.** Distinguished members of the profession, without regard to residency may, by vote of a majority of voting members at a regular meeting of the Association, be granted the status of Honorary Member. An Honorary Member shall not have the right to be an Officer of the Association or vote on Association matters.

Section 4.7. **Applications for Membership.** All Applications for membership shall be in writing, signed by the applicant and accompanied by current dues in the appropriate amount.

Section 4.8. **Expulsion.** When it shall appear of record that a member of the Association has been disbarred from the practice of the law by any State or Territory of the United States or the District of Columbia, that member shall, upon verification, be expelled from membership and the General Secretary shall drop that member's name from the roll.

## Article V.

### Dues

Section 5.1. **Dues.** The annual membership dues of the Association shall be determined by majority vote of the Board of Directors and categorized as follows:

Full and Associate Members admitted to practice for five (5) years or more

Full and Associate Members admitted to practice for three (3) years but less than five (5) years

Full and Associate Members admitted to practice for less than three (3) years

Student Members

Non-Lawyer Members

Paralegal Members

Honorary Members (excused from payment of dues to the Association)

Section 5.2. **Waiver.** Dues shall be waived for the first year following admission to the practice of law in the State of Illinois or any other State or Territory of the United States or the District of Columbia. Annual dues of the Association shall be due and payable as of July 1 of each year and shall not be prorated.

Section 5.3. **Arrearages.** In the event that a full or associate member of the Association is two (2) or more months in arrears in the payment of dues to the Association, the Financial Secretary may notify such member of the delinquency and, upon such member's failure to pay the amount due within the next succeeding month, the Financial Secretary shall drop the name of such member from the roll and he or she shall cease to be a Full Member or Associate Member of this Association. A former member may be returned to the membership roll upon payment of current dues.

Section 5.4. **Good Standing.** A member in good standing is one whose annual dues, if any, for the current bar year have been paid and is entitled to full participation in Association matters within their membership status (i.e., Full, Associate, Student, Non-Lawyer, Paralegal or Honorary, as the case may be). A member not in good standing shall have no rights or privileges of membership whatsoever in the Association.

## **Article VI.**

### **Officers**

Section 6.1. **General.** The officers of this Association shall be as follows: President; President Elect; Vice-President of Committee on Committees; Vice-President of Education and Information; General Secretary; Financial Secretary; and Treasurer. All of the officers shall be on the board of directors of the Association.

Section 6.2. **Term.** The officers shall take office upon their election at the close of the Annual Meeting and shall continue in office until the next Annual Meeting or until they are succeeded or removed.

Section 6.3. **President.** The President shall preside at all meetings of the Association and the Board of Directors. The President shall announce, at the first meeting following the Annual Meeting, all appointments to the Standing Committees of the Board and all Chairs for the Standing Committees of the Association for the ensuing year, unless the appointments have been otherwise provided for. The President shall submit a written report at the Annual Meeting which briefly describes the activities, growth and general progress made by the Association during the preceding year. In addition to the duties specifically described herein, the President shall perform any and all other duties prescribed by the Board of Directors to further the mission of the Association.

Section 6.4. **General Secretary.** The General Secretary shall keep an accurate record of the proceedings of the Association, maintain the records, seal and archives of the Association, issue written notices to the members of all meetings at least three (3) days before such meetings, and perform such other duties as may be directed by the Association or the Board of Directors to further the mission of the Association. The General Secretary shall submit for approval a written report for the office of General Secretary at the Annual Meeting.

Section 6.5. **Financial Secretary.** The Financial Secretary shall collect and record all funds received by the Association and, as soon as practicable after receipt, deliver such funds to the Treasurer upon obtaining the Treasurer's receipt for such funds. The Financial Secretary shall also issue membership cards. The Financial Secretary shall submit to the President, not less than two (2) weeks before the Annual Meeting, a list of all voting members in good standing of the Association.

Section 6.6. **Treasurer.** The Treasurer shall receive from the Financial Secretary all funds of the Association, which shall be safely retained for the use and benefit of the Association. The Treasurer shall make no disbursements except as provided in Article XV of the By-Laws. The Treasurer shall give such bond at the expense of the Association as may be required by the Board of Directors. The Treasurer shall draw all checks on behalf of the Association, enter on the stub the amount and purpose for which such check is drawn, sign the check, and submit the same for the signature of the President or Financial Secretary. The Treasurer shall submit a written report of the income and expenses of the Association for the previous year, at the first meeting following the commencement of the term of office of the Treasurer.

Section 6.7. **President Elect.** The President Elect shall have held an office of Vice-President within the three (3) year period prior to being nominated and elected to the office of President Elect. The President Elect shall chair the Finance Committee of the Board of Directors, oversee the operation of the Budget Committee of the Association and monitor all financial matters of the Association. In the event of the death or inability to serve as President, the President-Elect shall discharge the duties of President until the next Annual Meeting. In the event the President-Elect is unable or unwilling to serve, then the duties of the President shall be

discharged by one of the other Vice-Presidents duly appointed by the Board of Directors. When so acting, the President Elect or the Vice-President shall have all powers of and be subject to all restrictions upon the President. The President Elect or the Vice-President shall perform such other duties as may be assigned by the President and Board of Directors to further the mission of the Association. In the absence of the President, if no President Elect or Vice-President is able to serve, the Board of Directors may appoint an Acting President from the Board of Directors to serve at the will of the Board.

Section 6.8. **Vice President of Committee on Committees.** The Vice President of the Committee on Committees shall Chair the Committee on Committees of the Board of Directors and oversee the operation of all Sections and Committees of the Association.

Section 6.9. **Vice President of Education and Information.** The Vice-President of Education and Information shall chair the Continuing Legal Education Committee of the Association, oversee the activities of all Special Committees as well as the Publicity Committee and be responsible for the coordination of public relations for the Association.

## **Article VII.**

### **Elections**

Section 7.1. **Annual Elections.** The annual election of all officers and directors of the Association shall be held on the first Friday in June of each year (the “Annual Meeting”), which shall be called the Election Night.

Section 7.2. **Nomination Committee.** The President shall appoint a Nomination Committee consisting of seven (7) members of the Association. This Committee shall nominate a candidate for each office of the Association, except President, for the term commencing at the end of such Annual Meeting. The President Elect shall automatically succeed to the office of President at the close of such Annual Meeting. The Nomination Committee shall also nominate members of the Board of Directors to fill vacancies and expiring terms. The report of the Nomination Committee shall be presented to the membership at the May meeting of the Association. At the May meeting of the Association, members may be nominated from the floor as candidates for the offices to be elected. Only Full Members in good standing may be nominated as a candidate for Board of Directors or officer of the Association.

Section 7.3. **Election Committee.** The President shall appoint an Election Committee, which shall consist of five (5) members excluding any members of the Nominating Committee or any Association members who are candidates for election at the Annual Meeting. The Election Committee shall conduct the election on Election Night in accordance with these By-Laws and have the authority to make rules and institute procedures as necessary and appropriate in order to effectively administer the election. If there are any vacancies on the Election Committee, the President shall appoint a replacement.

Section 7.4. **Election Procedures.** Following adjournment of the May meeting, the General Secretary shall certify the names of all candidates nominated for office to the Election Committee. The Election Committee shall cause the names of the nominated persons to be written on one ballot, indicating thereon the positions for which they were severally nominated. A sample of the ballot along with a copy of the rules and relevant provisions of the By-Laws shall be distributed to each of the Association's voting members at least fifteen days before the Election Night. The candidate receiving the highest number of votes cast by members of the Association present and voting for that office at the Annual Meeting shall be declared elected by the Election Committee. In case of a tie vote for any office, there shall be a run-off the following Friday night. Notice of run-off shall be given by the Election Committee on the day after Election Night.

Section 7.5. **Ballots.** Elections shall be conducted by ballot, and no form of ballot other than the official sample ballot issued by the Election Committee shall be counted at any election. Balloting on Election Night shall commence at a time to be determined by the Board of Directors and end at a time not later than 10:00 p.m., provided, however, that the time may be extended beyond 10:00 p.m. by vote of the majority of voting members present and such motion for extension of time is made before 10:00 p.m.

Section 7.6. **Good Standing.** Only voting members in good standing shall be permitted to vote in any election of the Association.

## **Article VIII.**

### **Membership Meetings**

Section 8.1. **Annual Meeting.** The Annual Meeting of the Association shall be held on the first Friday in June of each year (or such other date as shall be determined by the President with the concurrence of the Board of Directors and upon notice to the membership). The order of business of the Annual Meeting shall include, but not be limited to, the following:

1. Meeting called to order and collection of dues.
2. Adoption of agenda.
3. Reading of minutes of previous meeting.
4. Annual Reports of Officers.
5. Annual Reports of Committees
6. Memorials.
7. Miscellaneous business.
8. Elections.
9. Adjournment.

Section 8.2. **Regular Meetings.** Regular Meetings of the Association shall be held on the first Thursday of each month (or such other date as shall be determined by the President with the concurrence of the Board of Directors and upon notice to the membership) for the transaction

of such business as may come before the members for their action. The order of business at each Regular Meeting shall include, but not be limited to, the following:

1. Meeting called to order.
2. Adoption of Agenda.
3. Reading of minutes of previous meeting.
4. Treasurer's Report.
5. Committee Reports.
6. Old Business
7. New Business.
8. Collection of Dues.
9. Adjournment.

Section 8.3. **Special Meetings**. Special Meetings shall be called by the President, Board of Directors or upon the written request of twenty-five (25) members of the Association. The Association shall meet at the time and place indicated in the Notice thereof which must be mailed, faxed, e-mailed or sent by other electronic means to all members of the Association in good standing along with a specific agenda of the matters to be considered at such Special Meeting, not less than three (3) business days before the meeting.

Section 8.4. **Time and Place of Meetings**. The Association shall meet at the time and place indicated in the Notice thereof which must be mailed, faxed, e-mailed or sent by other electronic means not less than three (3) business days before the meeting. Fifteen (15) members in good standing and present at a meeting shall constitute a quorum. In the absence of a quorum, the members present may adjourn the meeting.

## **Article IX.**

### **Board of Directors**

Section 9.1. **General**. There shall be a Board of Directors of the Association consisting of twenty-one persons including the following: President; President Elect; Vice-President of Committee on Committees; Vice President of Education and Information; General Secretary; Financial Secretary; Treasurer; the immediate past President of the Association; and thirteen (13) members of the Association elected at large. The Chair of the Illinois Judicial Council and chair of each Section of the Association shall be ex-officio members of the Board of Directors. Ex-Officio members shall not have a vote on the Board of Directors.

Section 9.2. **Term of Office**. The members of the Board of Directors shall take office upon their election and shall continue in office until the expiration of their term of office or until they are succeeded or removed. Directors shall serve staggered two (2) year terms, provided, however, six (6) Directors shall be elected in even numbered years and seven (7) Directors shall be elected in odd numbered years. There shall be no limit on the number of terms that a Director may serve. Directors shall not serve more than three (3) consecutive terms.

Section 9.3. **Duties.** The affairs and property of the Association shall be managed and controlled by the Board of Directors. The Board of Directors shall authorize the Treasurer to pay for any property or rights acquired by the Association, and to do every act necessary to effectuate payment for such property or rights therein. The Board of Directors shall have the power to make such regulations (not inconsistent with the By-Laws) as shall be necessary for the protection of the property and rights of the Association and for the preservation of good order in the conduct of its affairs.

Section 9.4. **Quorum.** Five (5) members of the Board of Directors shall constitute a quorum for doing business, and the action of a majority of members of the Board of Directors at which such quorum is present shall be the act of the Board of Directors.

Section 9.5. **Meetings.** The Board of Directors shall meet once a month at a time and place designated by the members of the Board of Directors unless otherwise agreed by a majority vote. The President-Elect shall schedule a Board Retreat within sixty (60) days following the Annual Meeting. At the Board Retreat the new Board of Directors will conduct planning for the next Board year which shall include: announcement of appointments for each Board Committee by the President; initial meetings of all Board Committees; preparation of the Budget for the new year; announcement of appointments by the President of Chairs for all Standing Committees of the Association; the signing of any documents necessary to transfer control over accounts to the new officers responsible for the Association's accounts for the current year; the transfer of all books and accounts to the new officers; the schedule for all regular meetings of the Board of Directors and Committees of the Board of Directors for the year; and review of the current state of affairs of the Association and all of its programs and activities.

Section 9.6. **Standing Committees of the Board of Directors.** The Board of Directors shall have four (4) Standing Committees which shall meet on a regular basis: a Committee on Committees; Education Committee; Finance Committee; and Executive Committee. Each Board member shall serve on at least one (1) Standing Committee and shall be appointed thereto by the President. The duties of each Standing Committee shall include the following:

- a. **Committee on Committees:** The Committee on Committees shall monitor the activities of each of the Standing Committees of the Association (with the exception of the Publicity, Budget, and Legal Education Committees) to ensure their proper functioning.
- b. **Finance Committee:** The Finance Committee shall monitor the financial condition of the Association, make policy recommendations to the full Board concerning finances and shall be responsible for an annual audit of the Association's finances for approval by the Board of Directors.
- c. **Education Committee:** The Education Committee shall oversee all Association continuing legal education programs, seminars and activities.
- d. **Executive Committee:** The Executive Committee shall monitor and conduct the day to day operations, including administrative and personnel matters, of the



Association. The Executive Committee shall be comprised of the Officers of the Association.

Section 9.7. **Special Meetings.** The President or five (5) members of the Board of Directors may call a special board meeting. Notice shall be given at least forty-eight (48) hours in advance via mail, facsimile, email or other electronic means, and shall include the date, time, place and reason for the special board meeting. The notice shall also include the names of the five (5) members of the Board of Directors calling the meeting, if applicable.

## **Article X.**

### **Standing Committees of the Association**

Section 10.1. **General.** The Standing Committees of the Association shall be as follows:

1. Annual Awards Banquet Committee.
2. Budget Committee.
3. Holiday Party Committee.
4. Continuing Legal Education Committee.
5. History Committee.
6. Combined Minority In Court Bar Program Committee.
7. Job Fair Committee.
8. Judiciary Committee.
9. Lawyer Referral Committee.
10. Membership Committee.
11. Mentor-Mentee Committee.
12. Newsletter and Publicity Committee.
13. Rapid Response Committee
14. Scholarship Committee.
15. Website Committee.
16. Civil Rights Committee

Section 10.2 **Annual Awards Banquet Committee.** The Annual Awards Banquet Committee shall plan and coordinate the Annual Awards Banquet.

Section 10.3 **Budget Committee.** The Budget Committee shall consist of the immediate past President, President, President-Elect, Financial Secretary, Treasurer and such other members as may be appointed by the President. After submission of the Treasurer's report for the prior fiscal year and upon receipt of the Budget for each Committee and/or Section, the Budget Committee shall prepare a budget for the new Association year as soon as practicable.

Section 10.4. **Holiday Party Committee.** The Holiday Party Committee shall plan and coordinate the Annual Holiday Party of the Association.

Section 10.5. **Continuing Legal Education Committee.** The Continuing Legal Education Committee shall obtain speakers on law and law-related subjects for presentation to the membership, obtain and distribute educational materials to the membership, and examine and report on proposed changes in the system of legal education including admission to the practice of law in the State of Illinois.

Section 10.6. **History Committee.** The History Committee shall maintain an archive of the historical and current documents of the Association which shall include, without limitation, all information and publicity concerning the Association and its members, historical data on each President of the Association as well as copies of each report of the General Secretary, Treasurer and newsletters of the Association. The History Committee shall also memorialize deceased members of the Association.

Section 10.7. **Combined Minority In-Court Bar Program Committee.** The Combined Minority In-Court Bar Program Committee shall work with the President and the Executive Director to plan and conduct the Combined Minority In-Court Bar Program (the “Program”). The Committee shall maintain a current list of financial members of the Association and the Program and make referrals to each member of the Program as appropriate. At the inception of each bar year, the Committee shall immediately remove from its roles any member of the Program who has not paid both Association dues and the Program fees for such bar year.

Section 10.8. **Job Fair Committee.** The Job Fair Committee shall plan and conduct the annual Job Fair.

Section 10.9. **Judiciary Committee.** The Judiciary Committee shall investigate all complaints involving the conduct of judicial officers, collect information on subjects relating to the improvement of the administration of the law, evaluate judicial candidates, publish and distribute results of judicial evaluations to members and voters, confer with members of the Judiciary regarding proposed or needed changes in the rules and procedures of the courts, consider candidates for judicial office, and recommend to the Board of Directors such further action as may seem proper or expedient to the Committee.

Section 10.10. **Lawyer Referral Committee.** The Lawyer Referral Committee shall plan and conduct the Lawyer Referral Program. The Committee shall maintain a current list of financial members and referrals received by each member. At the inception each bar year, the Committee shall immediately remove from its roles any member of the program who has not paid both their bar association dues and the Program’s fees for that bar year.

Section 10.11. **Membership Committee.** The Membership Committee shall seek to increase the membership in the Association through various membership campaigns, receive membership applications and make recommendations with regard to membership to the Association.

Section 10.12. **Mentor-Mentee Committee.** The Mentor-Mentee Committee shall plan and conduct the mentor-mentee programs of the Association. Upon direction of the Board of Directors, the Committee may coordinate with the Illinois Judicial Council, Illinois Supreme

Court Commission on Professionalism or any other entity to jointly operate the Mentor-Mentee Program.

Section 10.13. **Newsletter and Publicity Committee.** The Newsletter and Publicity Committee shall publish the Association's periodic newsletters and maintain the Association's calendar for publication. Upon receipt of various news items concerning the Association and its membership, the Committee shall ensure that the items are distributed to newspapers and electronic media for release and publication. The Committee shall also publicize news items and events at Association meetings, to other associations and generally disseminate information pertaining to the Association's legal and community affairs to the public.

Section 10.14. **Rapid Response Committee.** The Rapid Response Committee shall be responsible for preparing draft responses and/or press releases on behalf of the Association.

Section 10.15. **Scholarship Committee.** The Scholarship Committee shall prepare and distribute to interested persons legal scholarship application forms, process and verify such scholarship applications and make recommendations, to the Cook County Bar Foundation or other scholarship support groups regarding persons to receive legal scholarships.

Section 10.16. **Website Committee.** The Website Committee shall maintain and update the Association's website and implement changes as required in order to keep the membership and the public informed of Association activities.

Section 10.17. **Civil Rights Committee.** The Civil Rights Committee shall monitor, make recommendations for addressing and address civil rights issues and developments in the law. The Committee shall also conduct community forums, legal training and seminars related to such issues and developments and, where appropriate, seek authority to pursue legal actions on behalf of the Association.

Section 10.18. **Procedures of Standing Committees.**

- a. All matters properly coming before the Association shall be referred to the appropriate Standing Committee for action, according to its designation and scope of duties. Matters referred to a Standing Committee shall be acted upon promptly and reported at the next regular meeting, unless exigencies require that action be made sooner.
- b. In case of a vacancy in the Chair or a member of a Standing Committee, such vacancy shall be filled by appointment of the President. The President shall be an ex-officio member of all Standing Committees.
- c. Any Standing Committee may, by rule, provide that if a committee member is absent from three (3) successive meetings of such committee and has not been excused, it shall be deemed a resignation from such Committee.

- d. Each Standing Committee shall report in writing to the Board of Directors or the Association not less frequently than once every three (3) months upon all matters pertaining to and pending before such Committee.
- e. No Standing Committee shall incur any non-budgeted expense without the consent of the Board of Directors of the Association.

## **Article XI.**

### **Special Committees**

Section 11.1. **General.** The President may appoint Special Committees whenever it is in the best interests of the Association to do so. The work of such committees shall be limited to that for which they are appointed. Such committees shall continue in existence until formally discharged by the President, and conform to the procedures for Standing Committees.

## **Article XII.**

### **Sections**

Section 12.1. **General.** The Association shall establish as many Sections as may be appropriate for the support and continued development of its members. A new Section shall be established by authorization of the Board of Directors by resolution upon approval by the Board of a "Petition for Section" submitted and signed by not less than seven (7) voting members in good standing of the Association. The Petition shall set forth the Mission, Purpose and membership requirements of such Section.

Section 12.2. **Officers.** Each Section may have as its officers a chair, and other such officers as may be deemed necessary and expedient by the Board of Directors for the efficient and effective functioning of the Section. Unless otherwise authorized by the Board, the President shall appoint a chair of each Section at the beginning of each bar year, such appointment to remain in effect until the end of that bar year, or until the chair is succeeded or removed for good cause.

Section 12.3. **Membership.** Each Section shall minimally require as a prerequisite to membership that a person be a member in good standing of the Association and that Section dues be paid in an amount which shall be approved by the Board of Directors.

Section 12.4. **Collection and Use of Funds.** If authorized by the Board of Directors to collect money, any account opened by a Section with a financial institution must contain the signature of the Treasurer of the Association unless otherwise authorized by the Treasurer. Unless otherwise authorized by the Board of Directors, no Section shall use, establish or maintain any funds or accounts containing any money or other evidence of debt, obligation, equity or credit except as may be established or maintained by the Treasurer of the Association

in a separate account for the Section. The Section chair may draw against the Section account by submitting a voucher in a form satisfactory to the Treasurer.

Section 12.5. **Budget.** Each Section shall submit a projected yearly budget for its activities and programs to the Budget Committee which, upon approval by the Board of Directors, shall be included in the operating budget of the Association.

Section 12.6. **Membership List.** Each Section shall be required to maintain a current and accurate list of members which shall be available to the membership and the Board of Directors upon request.

Section 12.7. **Ex-Officio Members.** The Chair of the Young Lawyers' Section and any additional section that may be established under these By-Laws shall be an ex-officio member of the Board of Directors and shall be required to submit written reports of Section activities at each Board meeting.

Section 12.8. **Compliance.** Any Section in existence and currently functioning as of the date of this Amendment to the By-Laws shall be deemed to be in compliance with foregoing requirements, unless otherwise stated by Resolution of the Board of Directors. A Section may be suspended or abolished for good cause or failure of such Section to comply with its responsibilities as set forth in the By-Laws of the Association.

### **Article XIII.**

#### **General Counsel**

Section 13.1. **General Counsel.** Any member of the Association may be appointed as General Counsel of the Association by the President with the advice and consent of the Board of Directors. The General Counsel shall have such duties as may be assigned by the President and the Board of Directors from time to time, and shall hold office until removed by the President or until a successor has been duly appointed.

### **Article XIV.**

#### **Removals and Vacancies**

Section 14.1. **Vacancies.** Any vacancy that may exist in an Office or on the Board of Directors shall be filled by appointment of the Board of Directors unless otherwise provided herein. Officers or Directors appointed to fill a vacancy shall hold such position until the next Annual Meeting or until a successor has been duly appointed.

Section 14.2. **Removal.** An Officer or Director may be removed for cause by vote at a regular meeting of the Association. By written petition of five (5) members of the Board of Directors, the question of such removal shall be placed on the agenda of the next regularly

scheduled board meeting to approve placement on the agenda of the next regularly scheduled membership meeting. If so approved by the Board of Directors, notice shall be given to the affected Officer or Director not less than twenty-one (21) days prior to the next regular membership meeting. Two-thirds of those Directors present and voting must approve placing the removal of an Officer or Director on the agenda of the next regular membership meeting. Two-thirds of those members present and voting at a general membership meeting are required in order to approve the removal of an Officer or Director.

## **Article XV.**

### **Funds and Disbursements**

Section 15.1. **Expenditures.** The expenditures of the Association shall be paid by check issued upon approval by the Treasurer or an additional officer as designated by the Board, counter-signed by the President or Financial Secretary, upon submission of a voucher for payment of such bill or invoice submitted by the Financial Secretary. Non-budgeted funds of the Association shall not be drawn, disbursed or expended from the Treasury in an amount in excess of \$500.00, unless duly approved by a majority of the Board of Directors.

Section 15.2. **Vouchers.** Vouchers shall be submitted for any and all expenditures of Association funds. Vouchers shall include the budgeted amount and/or the date of approval of said expenditure by the Board. Each voucher shall include a copy of the invoice or other documentation for the expense.

## **Article XVI.**

### **Seal**

Section 16.1. **Seal.** The Association's seal shall be an impression on paper, bearing the Association's name, COOK COUNTY BAR ASSOCIATION, and the words, CORPORATE SEAL, the word, ILLINOIS, and the year, "1920".

## **Article XVII**

### **Amendments**

Section 17.1. **Amendments.** These Amended and Re-stated By-Laws may be amended at any regular meeting of the Association by a vote of two-thirds of the members present and voting, provided that notice in writing has been given by mail, facsimile, e-mail or sent by other electronic means, and a copy of the proposed amendment has been provided to each member of the Association not less than fifteen (15) days before the date of the meeting of the Association where action is to be taken thereon. Amendments to these By-Laws may be proposed by any member. Such proposed amendments shall be submitted, in writing, signed by the member

proposing the amendment together with a written request for a meeting to consider the same in accordance with Section 17.1.

## **Article XVIII.**

### **Parliamentary Authority**

Section 18.1. **Roberts Rules of Order.** The rules contained in the current edition of “Roberts Rules of Order Newly Revised” shall govern the Association in the conduct of its proceedings in all cases to which they apply and in which they are not inconsistent with these Amended and Re-stated By-Laws and any special rules of order the Association may adopt.

## **Article XIX.**

### **Effective Date(s)**

Section 19.1. **Passage.** These Amended and Re-stated By-Laws shall become effective immediately upon passage.

By-Laws Revised:	1975-1975
By-Laws Amended:	1984-1985
By-Laws Amended:	1987-1988
By-Laws Amended:	1989
By-Laws Amended:	June 3, 1994
By-Laws Added:	June 3, 1994
Amended and Re-stated By-Laws:	April 2, 2015.