

**BYLAWS OF THE HISPANIC ISSUES
SECTION OF THE STATE BAR OF TEXAS**

ARTICLE I. Name and Purpose

Section 1. This section shall be known as the Hispanic Issues Section of the State Bar of Texas (hereinafter referred to as the "Section").

Section 2. The purpose of this Section shall be to study and report on laws, judicial decisions and governmental regulations as they may affect the particular needs of the Hispanic community of Texas, to provide a common meeting ground and forum for members of the profession for consideration of special issues with respect to the recognition and enjoyment of constitutional rights of the Hispanic Community, both individually and collectively, and to take such action with respect thereto, all subject to these Bylaws and the laws, rules and regulations of the State Bar of Texas.

ARTICLE II. Membership

Section 1. Each member of the Section shall pay to the Treasurer of the Section annual dues in an amount as set from time to time by the Council and approved by the Board of Directors of the State Bar of Texas.

Section 2. Any member of the State Bar of Texas, upon request to the Treasurer of the Section and upon payment of dues for the current year, shall be enrolled as a member of the Section. Thereafter, dues shall be paid in advance each year beginning on July 1.

Section 3. Any member of this Section whose annual dues shall be more than six months past due shall cease to be a member of this Section. Members so enrolled and whose dues are so paid shall constitute the membership of this Section.

Section 4. Any law student who is in good standing as a student at any ABA-accredited law school or any law school for which ABA accreditation is pending shall be eligible to be enrolled as a law student member of the Section. Law student members shall have all the rights and privileges that the Council shall set from time to time; provided, however, that such members may not hold themselves out as members of or licensed by the State Bar and shall have no Section voting privileges. The Council shall by majority vote set, raise or lower dues for law student members of the Section.

Section 5. Any attorney that has been licensed in the state of Texas for two years (or less) shall be eligible to be enrolled as a young attorney member of the Section. Young attorney members shall have all the rights and privileges that the Council shall set from time to time. The Council shall by majority vote set, raise or lower dues for young attorney members of the Section.

ARTICLE III. Officers

Section 1. The officers of this Section shall be a Chair, a Chair-Elect and Vice-Chair, a Secretary and a Treasurer. The same person may hold the position of Secretary and Treasurer.

Section 2. There shall be a Council which shall consist of the Immediate Past Chair, Chair, Chair-Elect Vice-Chair, Secretary, Treasurer and nine other members to be elected by the Section as hereinafter provided, all of whom shall be members of the Council with full vote and voice.

Section 3. The Vice-Chair, Secretary and Treasurer shall be nominated and elected, in the manner hereinafter provided, at each annual meeting of the Section to hold office for a term beginning at the close of the annual meeting at which they shall have been elected, and ending at the close of the next succeeding annual meeting of the Section, and until their successors shall have been elected and qualified.

The Vice-Chair shall, at the end of his/her term of office, become Chair-Elect for a term of one year, and at the end of that year shall then become Chair for a term of one year. No Chair shall be eligible to succeed himself/herself for consecutive terms as Chair.

Section 4. At the organizational meeting of the Section, or if none is held, then at the first annual meeting of the Section, three members of the Council shall be nominated and elected to serve for one year, three for a term of two years, and three for a term of three years. Thereafter, upon the expiration of each of these initial terms, three members of the Council shall be elected at each annual meeting at which they shall have been elected and ending at the close of the third succeeding annual meeting of the Section.

Section 5. If any elected member of the Council shall fail to attend two successive meetings of the Council, the office held by such member shall be automatically vacated, and the Council shall fill the vacancy for the unexpired term. A Vice-Chair or Chair-Elect may be removed by the vote of a majority of the other members of the Council if, in the determination of the Council, the Vice-Chair or Chair-Elect has failed to perform the duties required under these Bylaws. Upon such removal, or in the event of a vacancy in a Vice-Chair or Chair-Elect position for any other reason, the Council shall by simple majority elect a replacement to serve for the remaining term.

ARTICLE IV. Nomination and Election of Officers and Council

Section 1. Nominations. Not less than ninety (90) days prior to each annual meeting of the Section, the Chair shall appoint a nominating committee consisting of at least four members of the Section and the Chair-Elect, which committee shall make and report nominations to the Section for the election of Officers and members of the Council at the next annual meeting. Other nominations for officer or Council members may be made from the floor during the Annual Meeting

Section 2. Elections. All elections shall be by written ballot unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held. All

elections shall be by majority vote of the members of the Section present and voting at the annual meeting of the Section at which the election is held.

ARTICLE V. Duties of the Officers

Section 1. Chair. The Chair shall preside at all meetings of the Section and of the Council, formulate and present at each annual meeting of the State Bar of Texas a report of the work of the Section for the past year and shall perform such other duties and acts as usually pertain to the office of Chair. In the event of disability of the Treasurer, the Chair may exercise the powers delegated to the Treasurer.

Section 2. Chair-Elect. During the disability of the Chair or upon the Chair's death, resignation, or refusal to act, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term, except in case of the Chair's disability and then only during so much of the term as the disability continues. The Chair-Elect shall be responsible for and perform those tasks and functions assigned by the Chair, and in conjunction with the other three officers, as authorized by the Council, shall attend generally to the business of the Section. The Chair-Elect also shall be responsible for organizing and coordinating the Section's participation in the State Bar of Texas Annual Meeting.

Section 3. Vice-Chair. The Vice-Chair shall serve as parliamentarian. The Vice-Chair shall be responsible for and perform those tasks and functions assigned by the Chair, and in conjunction with the other officers, as authorized by the Council, shall attend generally to the business of the Section.

Section 4. Secretary and Treasurer. The Secretary and Treasurer shall be the custodian of all books, papers, documents, funds and other property of the Section. The Secretary shall keep a true record of the proceedings of all meetings of the Section and of the Council, whether assembled or acting under submission. With the Chair and Chair-Elect, the Secretary shall prepare a summary or digest of the proceedings of the Section at its annual meeting. The Secretary shall ensure that the Section complies with the State Bar of Texas notice requirements for all meetings.

The Treasurer, in conjunction with the Chair and Chair-Elect, as authorized by the Council, shall keep an accurate record of all moneys appropriated to and expended for the use of the Section. The Treasurer shall prepare the annual budget for the year to be served as Treasurer and, in conjunction with the other officers as authorized by the Council, shall attend generally to the business of the Section.

The Treasurer shall report on a monthly basis all bank statements, along with all cancelled checks, deposit slips and check register to the accounting department of the State Bar of Texas.

ARTICLE VI. Duties and Powers of the Council

Section 1. The Council shall have general supervision and control of the affairs of the Section, subject to the Rules governing the State Bar of Texas and these bylaws. It shall especially

authorize the expenditure of moneys and all commitments or contracts which shall entail the payment of money.

Section 2. The Council may authorize the Chair, with the Chair-Elect, to appoint committees made up of Section members to perform such duties and exercise such powers as the Council may direct, subject to the limitations of these Bylaws and Rules governing the State Bar of Texas.

Section 3. The Council, during the interim between annual meetings of the Section, may fill vacancies in its own membership or in the office of Secretary and Treasurer; or in the event of a vacancy in both the office of Chair and Chair-Elect, then in the office of Chair. Members of the Council so appointed shall serve until the close of the next annual meeting of the Section or until their successors shall have been elected and qualified.

Section 4. Members of the Council, when personally present at a meeting of the Council, shall vote in person, but when absent may communicate their vote in writing upon any proposition to the Secretary and have it counted with the same effect as if cast personally at such meeting.

Section 5. The Chair of the Section may, and upon the request of any member of the Council shall, submit or cause to be submitted in writing, to each of the members of the Council, any proposition upon which the Council may be authorized to act, and members of the Council may vote upon such proposition or propositions so submitted by communicating their vote thereon in writing over their respective signatures to the Secretary, who shall record upon the Minutes each proposition so submitted, when, how, at whose request submitted, and the vote of each member of the Council thereon, and keep on file such written and signed vote; such vote shall constitute the vote of the Council as provided in Section 4 above.

ARTICLE VII. Meetings

Section 1. Annual Meeting of the Section. The annual meeting of the Section shall be held during the annual meeting of the State Bar of Texas, in the same city as such annual meeting of the State Bar of Texas, with such program and order of business as may be arranged by the Council of the Section.

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

Section 3. Quorum for Section Meetings. The members of the Section present at any meeting shall constitute a quorum for the transaction of business, and all binding action of the section shall be by a majority vote of the members present.

Section 4. Meetings of the Council. Regular meetings of the Council shall be held in the fall, winter, and spring at such place and time as the Chair, upon consultation with the Council, shall determine. The Council may hold meetings in person and by conference telephone and any electronic means through which all persons participating can hear each other simultaneously.

Participation in a meeting telephonically or electronically shall constitute the presence of the person at such meeting for all purposes.

Section 5. Special Meetings of the Council. Special meetings of the Council may be called by the Chair at such time and place, and in such manner, as the Chair, upon consultation with the Council, may designate.

Section 6. Quorum for Council Meetings. A majority of all members of the Council shall constitute a quorum for the transaction of business, and all binding action of the Council shall be by a majority vote of the Council members present.

ARTICLE VIII. Miscellaneous Provisions

Section 1. The fiscal year of the Section shall be the same as that of the State Bar of Texas.

Section 2. No salary or compensation shall be paid to any Section member. Officers, Council members and Section members may be reimbursed for actual expenses of the Section as approved by the Council.

Section 3. No position may be taken by the Section or its members in the name of the Section that advocates or advances a political or social position. No action, policy, determination, or recommendations of the Section shall be deemed to be, or be referred to as the action of the State Bar of Texas without prior submission of the same to, and approval by the Board of Directors of the State Bar of Texas, the General Assembly of the State Bar of Texas in annual convention, or duly authorized referendum of the State Bar of Texas, and, in order to constitute the action of the Section, shall first have been approved by two-thirds of the Council and then by a majority of the Section members present and voting at the Section meeting at which the matter is voted upon.

Section 4. The Section is authorized to collect membership dues and govern expenditures of dues income. The Section shall submit to the Executive Director by July 15 each year a complete financial report of Section dues for the preceding fiscal year ending May 31 and a section budget for the current fiscal year.

Section 5. Section funds can only be invested in any account, time or demand which is Federally insured or backed, and in any Corporate Securities (U.S. Corporation issued debt which has a minimum of an A rating or higher with the emphasis placed on AA and AAA).

Section 6. The Section shall deposit dues income into either a branch of the State Bar of Texas banking depository, or an alternative banking depository meeting the requirements of Section 5 above. In the event the Section elects the alternative depository, it shall instruct the depository to provide directly to the State Bar a duplicate of the bank statements, cancelled checks, and deposit slips and shall bear the expense incurred in providing these duplicates to the State Bar.

Section 7. Confidentiality of Section Member Information. All information concerning any Section member that is deemed confidential by state or federal law, including Tex. Govt. Code Ch. 552 and Tex. Occ. Code Ch. 59, including email addresses, may be used only for official

section business and may not be disclosed to the public or any third party. The Section will take reasonable and necessary precautions to protect the confidentiality of all such information

ARTICLE IX. Financial Provisions

Section 1. Depositories and Investments. Section funds must be invested consistent with the State Bar's Investment Policy as set forth in the State Bar Board of Directors Policy Manual, as the same may be amended from time to time. Section funds must be deposited into either a branch of the State Bar banking depository or an alternative banking depository meeting the requirements of the of the State Bar's Investment Policy.

Section 2. Financial Books, Records and Reports. The Section must maintain accurate financial books and records and have appropriate controls on the maintenance and disbursement of the Section's funds, all in a fashion that permits the inclusion of the Section's financial information in the State Bar's financial statements and audit. The Section must provide to the State Bar such financial information as may be required for compliance with the requirements for the independent financial and/or internal audits of the State Bar as required by applicable law, rules and regulations, and pursuant to the State Bar's procedures for reporting section financial reporting, as such procedures may be amended from time to time. The Section will submit to the Executive Director of the State Bar by July 15th of each year a budget for the then current fiscal year.

Section 3. Sales Tax. To the extent required by law, the Section will collect sales tax on goods or services that it sells, and will remit monthly to the State Bar all sales tax collected during the immediately preceding month, along with a report listing the price, quantity and description of the goods or services so sold in such detail as the State Bar Accounting Department reasonably may require to ensure compliance with applicable law, rules and regulations.

Section 4. State Bar Assistance. The Section may request the State Bar Accounting Department to manage Section funds, including depositing dues, managing operating expenses, issuing checks and preparing financial reports and budgets.

ARTICLE X. Amendments

These Bylaws may be amended at any meeting of the Section by a majority vote of the members of the Section present and voting, provided each proposed amendment shall first have been approved by two-thirds or more of the Council, and provided further, that no amendment so adopted shall become effective until approved by the Board of Directors of the State Bar of Texas.

CERTIFICATION

I hereby certify that the foregoing constitutes a true and correct copy of the Bylaws of the Hispanic Issues Section of the State Bar of Texas, as amended and approved by the Officers, Council and a majority vote of the Section members present and voting at the Section Meeting in Austin, Texas on April 25, 2014.

APPROVED by the Board of Directors of the State Bar of Texas on April 25, 2014.