BYLAWS OF THE
INTERNATIONAL LAW SECTION

ARTICLE I
NAME AND PURPOSE

Section 1. Name. The name shall be “The Florida Bar International Law Section.”

Section 2. Purposes. The purposes of this section are:

(a) to study and keep informed of current developments in the field of international law including national law in its regulation of the trans-nation business enterprise, and conventions, compacts and treaties between one or more or several nations or agencies of the United Nations;

(b) to keep the members advised of significant developments in the field of international law and the manner in which these developments affect the transnational business enterprise;

(c) to maintain liaison with governmental agencies both domestic and foreign in the field of international law;

(d) to study and consider such legislation, treaties, conventions, compacts and other matters in the field of international law, or affecting transnational business, as may be developed by the section or assigned by the President or the Board of Governors; and

(e) to assist in developing continuing legal education courses for persons designated in international law.

ARTICLE II
MEMBERSHIP

Section 1. Eligibility. Any member in good standing of The Florida Bar, and any law faculty affiliate under Rule 1-3.9, interested in the purposes of this section, is eligible for membership in the section upon application and payment of the section's dues. Any regular member of the section who ceases to be a member of The Florida Bar, (or ceases law faculty affiliate status) shall no longer be a member of the International Law Section. Law faculty affiliates who are regular members of the section shall not be eligible to serve as officers of this section as defined in Article III, Section 1. below.

Section 2. Affiliate Membership. Affiliate membership provides a method by which persons who are not members of The Florida Bar can be involved in activities of the section and receive information and publications from the section.

(a) The executive council may, at its sole discretion, accept as an affiliate member of this section, upon application and payment of the prescribed dues, any of the following:

(1) persons admitted to practice law and in good standing in any jurisdiction outside Florida, including other states, territories and foreign nations;
(2) full-time law students at any ABA-accredited law school in the United States;

(3) full-time law faculty at any ABA-accredited law school in the United States;

or

(4) licensed professionals in good standing who customarily provide professional services to persons admitted to practice law in any jurisdiction.

(b) Any affiliate member who ceases to fall within one of the three aforementioned categories shall cease to be an affiliate member of the International Law Section.

(c) Affiliate members shall have all the privileges of membership in this section, except that they may not:

(1) hold any office in the section, including service on the executive council, whether elected or appointed;

(2) vote or participate in the election of any officers of the section; or

(3) vote on the adoption, change or revision of any provision of these bylaws.

Section 3. Administrative Year. The administrative year of the section shall run concurrently with the administrative year of The Florida Bar.

Section 4. Annual Dues. The annual dues for members of this section (other than affiliate members) shall be fixed by the executive council and approved by the Board of Governors of The Florida Bar. The annual dues for affiliate members shall likewise be fixed by the executive council, and approved by the Board of Governors of The Florida Bar, on an annual basis. There shall be no proration of annual dues. Upon becoming a member of the section, dues shall be payable thereafter in advance of each membership year. Any member whose dues are in arrears for a period of 3 months shall thereupon cease to be a member of this section.

ARTICLE III
OFFICERS

Section 1. Officers. The officers of this section shall be a chair, chair-elect, secretary, treasurer, and vice-treasurer, elected by the executive council.

Section 2. Executive Council. There shall be an executive council composed of not less than 15 or more than 24 members of this section, including the chair, chair-elect, secretary, treasurer, vice-treasurer, and immediate past chair. All other past chairs of the International Law Section are voting ex-officio members of the executive council.

Section 3. Duties of Officers. The duties of the officers shall be as follows:

(a) Chair. The chair shall preside at all meetings of the section and at all meetings of the executive council. The chair shall appoint all committees and committee chairs with the approval or concurrence of the executive council, be responsible for all reports to be submitted to The Florida Bar or to the Board of Governors of The Florida Bar, and shall perform such other
duties as customarily pertain to the office of chair. The chair shall be an ex-officio member of each committee of the section.

(b) Chair-elect. Chair-elect shall become chair in the event of death, resignation or failure of the chair to serve for whatever reason; provided, however, that in case of temporary disability or absence of the chair, the chair-elect shall serve as acting chair only for the duration of the chair's disability or absence. The chair-elect shall be responsible for such other duties as the chair may designate. The chair-elect shall be an ex-officio member of each committee of the section.

(c) Treasurer. The treasurer shall have the responsibility of accounting for all funds of the section, and shall prepare annual financial statements under the supervision of the executive council.

(d) Secretary. The secretary shall be responsible for all permanent files and records of the section, including minutes of the meetings of the section, the executive council and all committee reports. The secretary shall keep accurate minutes of the proceedings of all meetings of the section and the executive council and shall furnish copies of said minutes to the executive director of The Florida Bar.

(e) Vice-Treasurer. The vice-treasurer shall assist the treasurer with the treasurer’s responsibilities.

Section 4. Term of Office.

(a) Chair. The term of office of the chair shall begin at the conclusion of each annual meeting of the executive council during which he or she was elected chair and shall end at the conclusion of the next annual meeting of the executive council, at which time he or she shall be automatically succeeded by the chair-elect.

(b) Chair-elect. The term of office of the chair-elect shall run concurrently with that of the chair, beginning at the conclusion of the annual meeting of the executive council during which he or she was elected chair-elect, and ending at the conclusion of the next annual meeting of the executive council when he becomes chair.

(c) Treasurer. The term of office of the treasurer shall begin at the conclusion of the annual meeting of the executive council during which the treasurer was elected treasurer and shall end at the conclusion of the next annual meeting of the executive council.

(d) Secretary. The term of office of the secretary shall begin at the conclusion at the annual meeting of the executive council during which the secretary was elected and shall end at the conclusion of the next annual meeting of the executive council.

(e) Vice-Treasurer. The term of office of the vice-treasurer shall begin at the conclusion of the annual meeting of the executive council during which the vice-treasurer was elected and shall end at the conclusion of the next annual meeting of the executive council.

(f) Executive Council. All members of the executive council shall serve for a term of 3 years, the terms of the members of the council being staggered so that one-third of the members shall take office at each annual executive council meeting, said terms commencing with the
conclusion of the annual meeting of the executive council following their election and ending at the conclusion of the annual meeting of the executive council three years thereafter.

**ARTICLE IV**

**DUTIES AND POWERS OF EXECUTIVE COUNCIL**

**Section 1. Governing Body.** The executive council shall be the governing body of the section. It shall have general supervision and control of the affairs of the section, subject to the provisions of the Rules Regulating The Florida Bar, the Standing Board Policies of the Board of Governors and the bylaws of this section. It shall authorize all commitments or contracts which entail the payment of money and it shall authorize the expenditures of all section funds. It shall not, however, authorize commitments, contracts or expenditures involving amounts of money in excess of the total amount which is anticipated as receipts from dues during the fiscal year plus the amount which has been previously collected from dues and remains unexpended. The executive council shall authorize the chair to appoint such committees in addition to the standing committees hereinafter named to perform such duties and exercise such power as the council may direct. The council shall appoint such officers as is required by these bylaws. As the governing body of the section, it shall be vested with the power and authority to formulate, fix, determine and adopt matters of policy concerning the affairs and purposes of the section which are not inconsistent with the policies of The Florida Bar. All recommendations of the section to The Florida Bar, Board of Governors of The Florida Bar, any branch of the judiciary or to any other group or body to which the recommendations may be directed, must first be approved by the executive council and if made to other than the Board of Governors of The Florida Bar, it shall have the prior approval of the Board of Governors of The Florida Bar.

**Section 2. Executive Committee.** There shall be an executive committee composed of the chair, chair-elect, secretary, treasurer, and immediate past chair of the section. The executive committee shall be responsible for the daily operations of the section between the regular or special meetings of the executive council and shall conduct its business from time to time by written correspondence, meetings or telephone to the extent authorized by the chair of the section. All actions of the executive committee taken on behalf of the executive council shall be subject to ratification by the executive council.

**Section 3. Quorum.** A majority of the council shall constitute a quorum for the transaction of all business. All ex-officio members will be full voting members of the council. Ex-officio members would be counted for satisfaction of the quorum requirement, but not for the purpose of making up the number of members necessary for a quorum. A majority vote of the members of the council present and voting as duly recorded by the secretary shall constitute the binding action of the executive council.

**Section 4. Meetings.** The executive council shall conduct its business at regular and special meetings as provided for in these bylaws; provided, however, the business of the executive council between regular or special meetings may be conducted by correspondence to the extent authorized by the chair. Members of the council must be present at a meeting in order to vote. 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 at scheduled regular or special meetings.
Section 5. Attendance. Any member of the executive council who misses two consecutive meetings, without prior approval of the chair, will lose his or her executive council membership, and the secretary will notify the individual in writing within 30 days of the second consecutive absence. Should an individual, upon such notification, wish to appeal his or her loss of executive council membership, the individual may appeal such loss to the executive council in writing within 10 days of the notification, setting forth good cause for the 2 consecutive absences. After the executive council's review of any such appeal, at the next regularly scheduled meeting of the council, the secretary will notify the individual in writing of the outcome of the appeal. The attendance requirement does not include any meetings that may be called by the chair, unless at least 30 days’ advance notice of said meeting is given to all members of the executive council.

ARTICLE V
NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL

Section 1. Election of Officers. The chair-elect, secretary, treasurer, and vice-treasurer shall be elected by the executive council by majority vote at its annual meeting to be held at the annual meeting of The Florida Bar.

Section 2. Election of Executive Council. Nominations of the members of the executive council shall be submitted by the nominating committee. The nominating committee shall consist of the chair, chair-elect and the immediate past 2 chairs. Election will be by secret ballot and shall be elected by the majority of those in attendance at the annual section meeting.

Section 3. Vacancies. If at any time during a term of office an officer or a member of the executive council, such office shall become permanently vacant by reason of death, resignation, ineligibility or other reason, such office shall be filled for the balance of such term by vote of the executive council at the next meeting of the executive council unless otherwise provided herein.

ARTICLE VI
COMMITTEES

Section 1. Standing Committees. The standing committees of the section shall consist of the following:

(a) Administrative Law Committee. A committee responsible for identifying new developments in and promoting the understanding and activities related to international administrative law;

(b) Litigation and Arbitration Committee. A committee responsible for identifying new developments in and promoting the understanding and activities related to international litigation and arbitration;

(c) Transactional Committee. A committee responsible for identifying new developments in and promoting the understanding and activities related to international transactional law;
(d) **Operational Committee.** A committee responsible for all operational matters of the International Law Section, including, without limitation, matters relating to continuing legal education, and the policies, bylaws and rules of the International Law Section; and

(e) **Liaison Committee.** A committee responsible of acting on behalf of the International Law Section in its relations with judicial and legislative bodies and with The Florida Bar and other sections of The Florida Bar.

**Section 2. Ad Hoc Committees.** Ad hoc committees may be designated by the chair of the section as the chair deems appropriate for the year of the chair’s tenure.

**ARTICLE VII**  
**MEETINGS**

**Section 1. Annual Section Meeting.** The section shall hold its annual meeting in conjunction with the annual meeting of The Florida Bar. Notice to all members as to the time and place of such annual meeting shall be given at least 30 days in advance thereof.

**Section 2. Annual Executive Council Meeting.** There shall be an annual meeting of the executive council following as soon as practicable the annual meeting of the section.

**Section 3. Other Meetings.** There shall be such other regular or special meetings of the executive council and membership of the section as may be designated by the chair, provided that notice of such other meetings of the section shall be given to the membership at least 30 days in advance thereof.

**ARTICLE VIII**  
**AMENDMENTS**

These bylaws may be amended only by the Board of Governors of The Florida Bar upon recommendation made by the executive council of the International Law Section.

**ARTICLE IX**  
**LEGISLATIVE POLICY**

**Section 1. General Purpose.** The International Law Section may be involved in the legislative (or judicial or administrative) action that is significant to the judiciary, the administration of justice, the fundamental legal rights of the public or the interests of the section or its programs or functions, so long as that involvement is consistent with the policies outlined in this Article IX and consistent with the policies promulgated by The Florida Bar board of governors.

**Section 2. Legislative Position.** Any legislative, judicial or administrative position of the section (referred to as legislative position) is to be adopted in accordance with the provisions of this Article IX.

During the course of the section's activities, the chair or the chair's designee shall notify the executive director of The Florida Bar of the section's approved legislative positions then in
effect. These positions will be clearly identified as positions of the section only, at all times before legislative bodies and members, unless otherwise authorized by the Board of Governors of The Florida Bar.

Section 3. Legislation Committee. The section's legislation committee shall be composed of 5 members, consisting of the immediate past chair, chair, chair-elect, a fourth member appointed by the chair, and a fifth member to be appointed at the chair's pleasure and for a specific legislative issue in order that the committee may draw upon the expertise of particular members of the executive council when legislation is pending that may be in the purview of a particular executive council member's expertise. At any time that the executive council cannot meet to adopt a legislative position prior to the time when legislative (or judicial or administrative) action is expected, the legislation committee has the authority to adopt a position of the section with respect to pending legislation. Any position thus taken must be reported to the executive council at its next scheduled meeting and may be approved or rescinded in accordance with the provisions in Section 4 of this Article IX.

Section 4. Procedures.

(a) Legislation Initiated By a Committee of the Section. Any proposed legislation initiated by a committee of the section will be made agenda items and copies will be affixed to the agenda for distribution to all executive council members prior to or at the executive council Meeting. Legislation initiated by a committee of the section will be considered in the same manner as any other matter for which a decision is requested of the executive council by a member of the council.

(b) Other Legislation. The section's position on legislation not initiated by a committee of the section will be considered under the following procedure:

(1) The legislation committee will review all proposed legislation. The legislation committee has the discretion to remove any item of proposed legislation from consideration by the executive council if the legislation committee finds that such proposed legislation is not concerned with a matter within the discipline of the section.

(2) All proposed legislation which the legislation committee decides should be considered by the executive council will be forwarded by the Legislation Committee chair to the chair of the section for placement on the agenda and consideration by the executive council.

Section 5. Adoption of Legislative Position. The executive council, by a two-thirds vote of the members present must find that a proposed legislative position is within the scope of the policy outlined in Section 1 of this Article IX and must approve the substance of the position proposed. No legislative position may be adopted by the section which is contrary to the policies of the Board of Governors of The Florida Bar. Once adopted, the Secretary of the section shall promptly [within 7 days] notify the executive director of The Florida Bar, in writing, of the section's adoption of the legislative position and the section shall otherwise comply with The Florida Bar's policies. The legislative position of the section may be advanced thereafter, unless the Board of Governors disapproves the legislative position. When time constraints require prompt action, the executive committee of the section may act in lieu of a vote of the executive council. In an emergency, the president of The Florida Bar may act for the executive committee.
Once adopted by the section, a legislative position of the section shall remain in effect until otherwise disapproved by the board of governors, or reversed or rescinded by a two-thirds vote of the executive council of the section. In lieu of, or in addition to, giving approval to support or oppose a particular legislative proposal, the executive council may, after debate and consideration of the legislative proposal, adopt a concept of the position the section favors, and report this concept to the section lobbyist for distribution to the appropriate legislative, judicial or administrative body.

**Section 6. Expenses Incurred in Legislative Matters.** The expenses incurred by members of the section in connection with legislative positions of the section shall generally be borne by the individual members involved, provided, however, that the section's lobbyist may request the appearance of section members to attend legislative functions or to appear before various committees of the Florida Legislature to testify concerning proposed legislation, with the member's expenses to be paid by the section in accordance with its budgetary policies, with the prior approval of the section chair. The expenses of such member's appearance shall be approved in advance by either the section chair, the chair of the legislation committee, or the treasurer of the section, and the treasurer of the section shall be promptly notified of the amount of such expenditure. Each year, prior to the preparation and adoption of the next year's budget, the section's treasurer, with the advice of the chair, shall allocate a portion of the section's budget for legislative activities for consideration and approval by the executive council.

**Section 7. Section Lobbyists.** Pursuant to the requirements of and the approval of the Board of Governors of The Florida Bar, the section may retain a lobbyist to assist it in advancing its legislative positions. The section shall submit to the board of governors such information as it may, from time to time, require. Section lobbyists shall agree to communicate all proposed legislative developments to the executive director of The Florida Bar.

**ARTICLE X**

**MISCELLANEOUS**

**Section 1.** The fiscal year of the section shall be the same as that of The Florida Bar.

**Section 2.** No salary or compensation shall be paid to any member of the section for performance of services to the section, but the executive council may authorize the payment of reasonable out-of-pocket expenses resulting from performance of such services.

**Section 3.** No action of this section shall be contrary to the policies of The Florida Bar as established by its board of governors.