

# BYLAWS

## CREDITOR'S RIGHTS AND COMMERCIAL LITIGATION SECTION

### STATE BAR OF GEORGIA

#### ARTICLE I

**Section 1:** The name of this Section of the State Bar of Georgia shall be the "Creditor's Rights and Commercial Litigation Section"

**Section 2:** The purpose of this Section shall be to serve as a forum to further the interests of quickly and efficiently resolving commercial disputes and issues relating to creditor's rights in order to better serve the business interests of the citizens of this state through both traditional and alternative means of resolving their disputes; to foster continuing education of the members of this Section; to monitor legislative issues relating to the practice of this sections members; and to monitor developments in the areas of commercial law and creditor's rights throughout Georgia and the United States in order to better serve the interests of commercial entities transacting business within this state.

#### ARTICLE II

##### Membership and Dues

**Section 1:** Each member of this Section shall be a member in good standing of the State Bar. Any member of the State Bar, upon request and payment of annual Section dues of \$15.00 for the current year, shall be enrolled as a member of this Section. Thereafter, such dues shall be paid in advance each year at the time of the payment of dues to the State Bar. Members so enrolled and whose dues are so paid shall constitute the membership of the Section. Any Member whose annual dues shall be more than six (6) months past due thereupon shall cease to be a member and shall be dropped from the rolls of the Section, subject to reinstatement at any time upon payment of the current year's dues.

#### ARTICLE III

##### Officers

**Section 1:** The Officers of the Section shall be a Chairperson, a Vice Chairperson, a Secretary and a Treasurer, all of whom shall be members in good standing of the Section.

**Section 2:** Each Officer shall hold office for a term beginning at the close of the annual meeting of the Section at which he is elected and ending at the close of the next annual meeting of the Section and until a successor shall has been elected and qualified to be an Officer. If a

vacancy shall arise in the office of Chairperson, the Vice Chairperson shall become Chairperson for the unexpired term. If a vacancy shall arise in the office of the Chairperson and there then also shall exist a vacancy in the office of Vice Chairperson, the President of the State Bar of Georgia shall appoint a successor Chairperson for the unexpired term.

**Section 3:** The Chairperson shall preside at all meetings of the Section, appoint appropriate committees of the Section to serve during his or her term as Chairperson, plan and supervise the program of the Section at its annual meeting, and perform all executive and administrative duties necessary or proper to the organization and functioning of the Section; including any duty as from time to time may be prescribed by the Section or by the State Bar

**Section 4:** The Vice Chairperson shall assist the Chairperson and in the absence or disability of the Chairperson, shall perform the duties of the Chairperson.

**Section 5:** The Secretary shall keep minutes of all meetings of the Section, maintain the permanent records, give notices of meetings and perform such other duties as may be prescribed by the Chairperson.

**Section 6:** Upon the organization of the Section, the President of the State Bar shall appoint a Chairperson, a Vice Chairperson and a Secretary to serve until the close of the next annual meeting of the State Bar.

## ARTICLE IV

### Meetings of the Section

**Section 1:** An annual meeting of the Section shall be held each year at or about the time and place of the Annual Meeting of the State Bar; the date, time and meeting room to be fixed by the Chairperson.

**Section 2:** A Special Meeting of the Section may be called by the Chairperson to be convened at such time and place and with such program and order of business as may be fixed by the Chairperson.

**Section 3:** Ten (10) members of the Section present at any meeting shall constitute a quorum for the transaction of business.

**Section 4:** All action of the Section shall be by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present.

**Section 5:** At least ten (10) days written notice of the time and place of each meeting of the Section shall be given by mailing same to each member of the Section on the rolls of the Section

in the Office of the State Bar at the member's address as the same appears in said office. However, it shall not be required that any such notice be by a specifically separate mailing; the same may be included in other written or printed material which is being distributed by mail to all members of the State Bar or to any part thereof which is inclusive of all of the members of the Section.

## ARTICLE V

### Executive Committee

**Section 1:** Between meetings of the Section the Executive Committee of the Section shall consist of the three Officers of the Section and two other members of the Section appointed by the Chairperson, whose term shall be co-existent with that of the Chairperson.

**Section 2:** The Executive Committee shall have full authority to act for the Section in any way in which the Section itself would be authorized to act and any such action taken by the Executive Committee pursuant to this provision shall be reported to the members of the Section at the next Annual Meeting of the Section.

## ARTICLE VI

### Elections

**Section 1:** Prior to each annual meeting of the Section, the Chairperson shall appoint not less than three (3) members of the Section to be a nominating committee which shall nominate one or more members of the Section as qualified to hold each of the offices of the Section for the ensuing terms of office. The report of the nominating committee shall be made to the annual meeting; thereafter, and prior to the election of Officers, any member of the Section present at the annual meeting may nominate any other member of the Section for election to any of the offices.

**Section 2:** The names of all members of the Section nominated for each office either by nominating committee or from the floor shall be submitted to the annual meeting and ballots shall be cast until there shall be a majority of the members of the Section present favoring the election of a designated member to an office. Voting shall be viva-voce and the nominee for an office with the lowest number of votes in any ballot shall be dropped from consideration on the next succeeding ballot, provided that any annual meeting, by majority vote of the members of the Section present, may require written secret ballots or otherwise modify the procedure governing any election.

## ARTICLE VII

### Finances

**Section 1:** Funds of the Section shall be deposited in the treasury of the State Bar of Georgia and shall be disbursed by the treasurer of the State Bar of Georgia to pay bills of the Section which have been approved for payment by any Officer of the Section.

**Section 2:** Funds of the Section shall be expended for such purposes related to the activities of the Section as from time to time shall be authorized by the Section's Executive Committee.

**Section 3:** Officers and members of the Section shall not be compensated for services thereto.

**Section 4:** A financial report of the funds of the Section shall be rendered at each annual meeting thereof. This Section shall have the same fiscal year as the State Bar .

## ARTICLE VIII

### Miscellaneous

**Section 1:** The Section shall from time to time conduct programs for the continuing education in the world and field of this Section, but shall coordinate its efforts in this regard with the other Sections of the State Bar of Georgia.

**Section 2:** The Section may from time to time, subject to the Rules, Bylaws and Standing Board Policies of the State Bar, sponsor, promote, study or review proposed legislation. The Section may from time to time report on its legislative activities to the State Bar.

## ARTICLE IX

### Effective Date and Amendment

**Section 1:** These Bylaws shall become effective upon approval by the Board of Governors of the State Bar.

**Section 2:** These Bylaws may be amended by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present and subsequent approval thereof by the Board of Governors of the State Bar.

Signed, sealed and subscribed before

the undersigned this the \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
**Witness**

Approved by the Board of Governors  
the \_\_\_\_ day of \_\_\_\_\_,  
19\_\_\_\_.

  
\_\_\_\_\_  
**CHAIRPERSON**  
B. EMORY POTTER

\_\_\_\_\_  
**PRESIDENT**

\_\_\_\_\_  
**SECRETARY**