

COLORADO BAR ASSOCIATION
BYLAWS
OF THE
HEALTH LAW SECTION COMMITTEE

ARTICLE I

Name and Purpose

Section 1.1. This Section Committee shall be known as the Health Law Section Committee ("Health Law Section" or "Section") of the Colorado Bar Association ("Association").

Section 1.2. The purposes of the Health Law Section shall be to promote the objectives of the Association within the health law field; to endeavor to create a better understanding and cooperation among attorneys engaged in the practice of health law; and to foster and recommend legislation in the furtherance of this field.

ARTICLE II

Membership

Section 2.1. Dues of the Health Law Section shall be set by the Section's Council, and are collected by the Association on behalf of the Section. Any member of the Association, upon request to the Executive Secretary of the Association and upon payment of dues for the current year, shall be enrolled as a member of the Health Law Section. Association members so enrolled and whose dues are so paid shall constitute the membership of the Health Law Section of the Association.

ARTICLE III

Officers and Council Members

Section 3.1. The officers of the Health Law Section shall be a Chair, Chair-Elect, Vice-Chair, Secretary, and Treasurer. The Offices of Secretary and Treasurer may be held by the same person.

Section 3.2. Except for the office of Chair, which shall be automatically filled without vote by the Chair-Elect from the prior year, each officer of the Health Law Section shall be nominated and elected by July 1 of each year in accordance with the procedures set forth in Article IV. The term of each officer shall begin on July 1 or the date of his or her election, whichever is later, and shall continue until June 30 of the following year or until a successor is elected and takes office.

Section 3.3. There shall be a Council of the Health Law Section ("Council"), which shall consist of the Chair, Chair-Elect, Vice-Chair, Secretary, Treasurer, and the immediate past Chair of the Health Law Section, all of whom shall be members ex-officio with the right to vote, together with six additional Council members to be elected by the Health Law Section membership as provided in Section 3.4 and Article IV.

Section 3.4. The six additional members ("Additional Member(s)") of the Council shall be nominated and elected in accordance with the procedures set forth in Article IV. Three Additional Members shall be elected by July 1 of each year. The term of each Additional Member shall begin on July 1 or the date of his or her election, whichever is later, and shall continue until the end of his or her term or until a successor is elected and takes office. Each Additional Member shall serve no more than two consecutive two-year terms; however, an Additional Member shall be eligible for re-election (or appointment) after the lapse of one year from the expiration of such Member's most recent term.

Section 3.5. Failure by any elected member of the Council to attend two successive meetings of the Council shall be grounds for removal, and such member may be removed by majority vote of the Council. In such event, the Council shall fill the vacancy for the unexpired term of such member. Any Council member who is unable to attend a Council meeting in person may attend the meeting by telephone.

ARTICLE IV

Nomination and Elections

Section 4.1. Nominations. Nominations shall be conducted as follows:

a. The Chair, no later than April 1, shall appoint a Nominating Committee consisting of two members of the Health Law Section who are not members of the Council, and the Chair-Elect, who shall be the Chair of the Nominating Committee.

b. The Nominating Committee shall make nominations to the Health Law Section for the offices of Chair-Elect, Vice-Chair, Secretary, Treasurer, and Additional Members of the Council as necessary to succeed those whose terms will expire on June 30. The Nominating Committee shall choose nominees on the basis of their ability and willingness to serve the needs of the Association and the Health Law Section, rather than as a method of conferring honors. The Nominating Committee shall also consider and be sensitive to the need for diversity in terms of age, ethnicity, gender, and geographic and sub-specialty representation when making nominations, so that all members may recognize that their interests are being given serious attention both in the selection of officers and in the conduct of the Health Law Section's affairs. The Nominating Committee shall also solicit and consider nominations from the Health Law Section membership for any Council position. Any additional nominations from the membership shall be submitted by May 1.

c. No later than May 15, the Nominating Committee shall deliver to the Secretary and post on the Health Law Section's website its final slate of Council candidates (the "Nominating Committee Slate").

Section 4.2. Elections. Elections shall be conducted as follows:

a. If after posting of the Nominating Committee Slate any member of the Health Law Section wishes to nominate another member of the Health Law Section (an "Alternative Candidate") for any office or position, the nominating member shall make the nomination in writing to the Chair of the Nominating Committee, along with written evidence of support for the Alternative Candidate from at least two Health Law Section members. A request for an Alternative Candidate that meets the requirements of this Section 4.2.a. and is received by the Chair of the Nominating Committee no later than June 1 shall result in the addition of the Alternative Candidate's name to the Nominating Committee Slate. The Nominating Committee Chair shall promptly notify the Secretary of any request for an Alternative Candidate, and the action taken by the Nominating Committee on each such request. If no Alternative Candidate is added to the Nominating Committee Slate in accordance with this Section 4.2.a by June 1, the Nominating Committee Slate shall be declared elected. If one or more Alternative Candidates are added to the Nominating Committee Slate in accordance with this Section 4.2.a, the Secretary shall conduct an election in accordance with Section 4.2.b of these Bylaws.

b. In the event of an election, the Secretary shall cause the Association to distribute ballots to the Health Law

Section members by the method approved by the Council. Ballots shall be distributed by no later than June 10, and Health Law Section members shall be instructed to return all ballots to the Secretary no later than June 20. The Secretary shall count all ballots received by June 20 as soon thereafter as reasonably practicable and the candidates receiving the most votes shall be declared elected.

ARTICLE V

Duties of Officers

Section 5.1. Chair. The Chair shall preside at all meetings of the Section and of the Council. He or she shall formulate and present at each annual meeting of the Section or to the Association a report of the work of the Section for the then past year. He or she shall perform such other duties and acts as usually pertain to this office.

Section 5.2. Chair-Elect. Upon the death, resignation, or during the disability or absence of the Chair or upon the Chair's refusal to act, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term or, if applicable, during so much of the term as the Chair's disability, absence or refusal to act continues.

Section 5.3. Vice-Chair. Upon the death, resignation, or during the disability or absence of the Chair and Chair-Elect or upon the Chair and Chair-Elect's refusal to act, the Vice-Chair shall perform the duties of the Chair for the remainder of the Chair's term or, if applicable, during so much of the term as the Chair's and Chair-Elect's disability, absence or refusal to act continues.

Section 5.4. Secretary. The Secretary shall be the custodian of all books, papers, documents and other property of the Section, except money. He or she shall keep a true record of the proceedings of the annual and special meetings of the Section and of all meetings of the Council, whether assembled or acting under submission. He or she, in conjunction with the Chair, as authorized by the Council, shall attend generally to the business of the Section.

Section 5.5. Treasurer. The Treasurer shall keep an accurate record of all moneys appropriated to and expended for the use of the Section.

ARTICLE VI

Duties and Powers of the Council

Section 6.1. The Council shall have the general supervision and control of the affairs of the Section subject to the provisions of the Constitution and Bylaws of the Association and the Bylaws of this Section. It shall specifically authorize all commitments or contracts which shall entail the payment of money, and shall authorize the expenditure of all moneys appropriated for the use or benefit of the Section. It shall not, however, authorize commitments or contracts that commit the payment of more money during any fiscal year than the amount previously appropriated to the Section for such fiscal year.

Section 6.2. The Council may authorize the Chair to appoint committees from Section members to perform such duties and exercise such powers as the Council may direct, subject to the limitations of these Bylaws and the Bylaws of the Association.

Section 6.3. The Council may fill vacancies for the unexpired term of any Additional Member or of the Chair-Elect, the Vice-Chair, the Secretary or Treasurer, or, in the event of a vacancy in the offices of the Chair, the Chair-Elect and the Vice-Chair, then of the office of the Chair. An Additional Member or officer so selected shall serve until the end of the term of the person he or she replaced or until his or her successor is elected and takes office.

ARTICLE VII

Meetings

Section 7.1. The annual meeting of the Section may be held at any appropriate time during the year as determined by the Council, with such program and order of business as may be arranged by the Council.

Section 7.2. Special meetings of the Section may be called by the Chair upon approval of the Council, at such time and place and upon such reasonable notice as the Council may determine.

Section 7.3. All binding action of the members of Section shall be by a majority vote of the members present at a meeting of the Section.

Section 7.4. Meetings of the Council may be called by the Chair or by two members of the Council upon 14 days notice at such time and place as shall be specified in the notice.

Section 7.5. A quorum shall consist of a majority of the Council members. Except for amendments to these Bylaws, which shall require a two-thirds vote of all of the Council members present, all binding action of the Council at a meeting at which a quorum is present shall be by a majority vote of those present.

Section 7.6. The Council may act by written consent executed by all of the members thereof.

ARTICLE VIII

Miscellaneous Provisions

Section 8.1. The fiscal year of the Section shall be the same as that of the Association.

Section 8.2. All bills incurred by the Section, before being forwarded to the Treasurer of the Association for payment, shall be approved by the Chair or the Secretary, or, if the Council shall so direct, by both of them.

Section 8.3. No salary or compensation shall be paid to any officer, Council member or member of a committee.

Section 8.4. Any action by this Section must be approved by the Association before the same becomes effective as the action of the Association.

ARTICLE IX

Amendments

Section 9.1. These Bylaws may be amended at any meeting of the Council for which notice of such purpose was given, by a two-thirds vote of all of the members of the Council present; or may be amended at any meeting of the Section for which notice of such purpose was given, by a majority vote of the members of the Section present and voting.

CERTIFICATE

These Bylaws of the Section of the Association, were duly approved this 8th day of February, 2006, at the meeting of the Section held on that date in Denver, Colorado; and were approved by the Board of Governors of the Association on _____, 2006.

Attest:

By: _____
Jennifer Sullivan
Chair-Elect

By: _____
Catherine A. Traugott
Chair

By: _____

Board of Governors