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BYLAWS OF THE TAX SECTION
OF THE STATE BAR OF TEXAS

(Revised January 10, 2020)

ARTICLE I

Name and Purpose

Section 1.1 **Name.** This Section shall be known as the Tax Section of the State Bar of Texas.

Section 1.2 **Purpose.** The purpose of the Section shall be to promote the objectives of the State Bar of Texas within the field of taxation, provide leadership in the practice of tax law, create a better understanding and cooperation between attorneys engaged in the practice of tax law, improve the education of attorneys and related professionals in the laws of taxation, promote the economic and professional interests of the members of the Section and serve the public good.

ARTICLE II

Membership

Section 2.1 **Dues.** Any member of the State Bar of Texas, upon registering his or her name with the Secretary of the Section and payment for the then current year of dues as set from time to time by the Council, shall be enrolled as a member. For each succeeding year, said dues shall be payable by the member in advance. Any member whose annual dues shall be more than six months delinquent or who ceases to be a member in good standing of the State Bar of Texas shall thereupon cease to be a member of the Section. Persons so enrolled shall constitute the membership of the Section.

Section 2.2 **Newly Licensed Attorney.** A two-year free membership shall be provided to each attorney newly admitted to the State Bar of Texas. The first year allowed for the free membership shall begin the year during which such attorney is admitted to the State Bar of Texas.

Section 2.3 **Selected Free Memberships.** The Council may vote to provide a licensed attorney or a specifically identified group of licensed attorneys admitted to the State Bar of Texas or law students in an accredited Texas law school free membership to the Section for a specified time period as determined by the Council.

ARTICLE III

Officers and Council

Section 3.1 **Officers.** The Officers of the Section shall be a Chair, Chair-Elect, Secretary, and Treasurer.

Section 3.2 Council. There shall be a Council, which shall consist of the Officers of the Section, together with nine elected Council members (the “Elected Council”), Appointed Council members (as hereinafter provided), and ex officio Council members (as hereinafter provided). The nine Elected Council members shall be elected by the Section as hereinafter provided. In addition, appointed Council members (the “Appointed Council”) may be, but are not required to be, appointed by the Officers of the Section to serve as (i) Newsletter Editor or Co-Newsletter Editor(s); (ii) Chair or Co-Chair(s) of the Continuing Legal Education Committee; (iii) Chair or Co-Chair(s) of the Government Submissions Committee; (iv) Chair or Co-Chair(s) of the Pro Bono Committee; (v) Program Director or Co-Program Director for the Leadership Academy; and (vi) Chair or Co-Chair(s) of the Sponsorship Committee. One or more of these Appointed Council members also may be serving as an Elected Council member. In addition, ex-officio Council members (the “ex-officio Council members”) shall include the Chair of the Section for the immediately preceding year and may consist of such additional ex-officio members as may be appointed by the current Chair to serve during the Chair’s term. The additional ex-officio Council members who may be appointed by the Chair shall only consist of attorneys who are (i) professors of tax law at accredited law schools; (ii) employees of the Internal Revenue Service; (iii) employees of the State of Texas Comptroller’s Office; and (iv) employees of Appraisal Districts.

Section 3.3 Terms of Officers. All Officers except the incoming Chair shall be nominated and elected in the manner hereinafter provided, to hold office for a term beginning with the fiscal year of the Section (as determined from time to time) for which they shall have been elected, and ending at the close of such fiscal year or, if later, when their successors shall have been elected and qualify. The Chair-Elect shall, at the end of the Chair-Elect’s term of office, become the incoming Chair for the next succeeding year. The term of office typically shall be the term between the annual meetings of the Section.

Section 3.4 Terms of Elected Council Members. Three members of the Council shall be elected at each annual meeting of the Section, for terms of three years beginning at the close of the annual meeting of the Section at which they were elected and ending upon the earlier of such member’s election as an Officer or the close of the third succeeding annual meeting of the Section. No person shall be eligible for election as a member of the Elected Council if such person is then a member of the Elected Council and has been a member of the Elected Council continuously for a period of two years or more.

Section 3.5 Removal. If any Officer or Elected Council member shall fail to participate (in person or by telephone) in two consecutive meetings of the Council without reason acceptable to the Chair or Council, such member shall be automatically removed from the Council or, if applicable, as an Officer.

Section 3.6 Vacancies. If any Officer or Elected Council member at any time after election shall be removed as provided in Section 3.5 or shall die, resign or cease to be a member of the Section, the office of such member shall automatically be vacated without any action other than to note such fact in the minutes of the Council. During the time between annual elections of the Section, the Council may fill vacancies in its own membership or that of the Officers, other than the office of Chair, which shall be filled by the Chair-Elect. Persons so selected shall serve for the unexpired term of the office vacated.

ARTICLE IV

Nomination and Election of Officers and Council

Section 4.1 Nominations. Within 90 days following each annual meeting of the Section, the Chair shall appoint a nominating committee (the “Nominating Committee”) consisting of the Chair as an ex officio member and not less than three additional members of the Section who are not members of the Council (provided, however, that the Chair of the Section for the immediately preceding year may serve on the Nominating Committee). Notice by electronic mail, U.S. mail, overnight delivery service, posting on the Section’s website, or publication in the first issue of the Texas Tax Lawyer (if published) following the annual meeting of the Section shall identify the members of the Nominating Committee. If the Chair does not appoint such a Nominating Committee and provide such notice, then the Nominating Committee shall consist of the Chair as an ex officio member and the three most recent past Chairs of the Section who are able and willing to serve on the Nominating Committee. Any member of the Section may submit nominations for the offices of Chair-Elect, Secretary, Treasurer and the three Elected Council members for the succeeding year. Nominations may be submitted to any member of the Nominating Committee or to any Officer. The Nominating Committee shall confirm whether any person whose name is submitted as a candidate on or before March 1st of the year following the annual meeting wishes to be considered for election as an Officer or Elected Council member and is a qualified candidate (within the meaning of Section 4.4.2). The Nominating Committee may also require that nominees complete a candidate questionnaire (which shall be in such form as determined from time to time by the Nominating Committee). From the qualified candidates who are nominated and, if required, submit timely completed candidate questionnaires, and any additional qualified candidates deemed appropriate by the members of the Nominating Committee, the Nominating Committee shall make nominations for the offices of Chair-Elect, Secretary and Treasurer and the three Elected Council members to succeed those whose term will expire at the close of the Section’s fiscal year. The Nominating Committee shall prepare a written report of recommended nominations for Officers and the three Elected Council members. The written report shall also identify all other qualified candidates for such positions who were nominated, submitted timely candidate questionnaires if required, and wish to stand for election. The Nominating Committee’s written report shall be delivered to the Council by electronic mail, U.S. mail, or overnight delivery service, or a combination of the above, at least ten days before a regular or special meeting of the Council that precedes by at least 30 days the Section’s annual meeting for the year. The Council, at that meeting, shall elect the Chair-Elect, Secretary, and Treasurer to succeed those whose terms will expire at the close of the Section’s fiscal year. The Nominating Committee’s written report also shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section’s website (or combination thereof) at least 20 days before the Section’s annual meeting. No other nominations for the office of Officers or the Elected Council members can be made except through this process.

Section 4.2 Appointed Council Members. The Appointed Council members shall be appointed to serve in one of the six capacities identified in Section 3.2 of these Bylaws by the Chair and confirmed by an affirmative vote of the Officers. An Appointed Council member may be appointed from the ranks of the Elected Council members.

Section 4.3 Elections. At the annual meeting of the Section, the members of the Section present in person shall by plurality vote (which may be determined at the discretion of the Chair to be a voice vote, visible vote, or written ballot) elect the members of the Elected Council to succeed those whose terms will expire at the close of that annual meeting.

ARTICLE V

Duties of Officers

Section 5.1 Chair. The Chair shall preside at all meetings of the Section and of the Council and shall formulate and present at the annual meeting of the State Bar of Texas a report of the work of the Section for the immediately preceding year. The Chair shall plan and supervise the agenda of the Section during the current year and shall supervise all activities of the Section. The Chair shall select for approval by the Council all chairs and vice-chairs and any Council liaisons for each committee. The Chair shall perform such other duties and acts as usually pertain to the office. The Chair shall serve as liaison to the staff of the State Bar of Texas. The Chair shall communicate periodically with the Chair Advisory Board, which shall consist of the former chairs of the Section who have accepted the Chair's invitation to be members. Such communication may include requesting the input and advice of the Chair Advisory Board on select issues, keeping the Chair Advisory Board informed of upcoming events and projects, and responding to issues raised by the Chair Advisory Board.

Section 5.2 Chair-Elect. If no task force or other group is appointed for such purpose, the Chair-Elect shall plan the annual meeting of the Section for the conclusion of the Chair-Elect's term of office, including the arrangement of any presentations and speakers to the annual meeting, and shall submit all such plans and arrangements to the Chair for approval. The Chair-Elect also shall supervise the committees of the Section and report to the Council on the activities of each committee. During the disability of the Chair or upon the Chair's absence or inability to act, the Chair-Elect shall perform the duties of the Chair. If the Chair-Elect also is under a disability, is absent or refuses to act, the Council shall designate another person to perform the duties of the Chair. The Chair-Elect shall assist the Chair with the performance of such responsibilities as the Chair may request.

Section 5.3 Secretary. The Secretary shall be custodian of all the books, reports and records of the Section with the exception of the financial records. The Secretary shall keep a correct record of the proceedings of all meetings of the Section and the Council and shall maintain the roster of members of the Section and the committees within the Section. In conjunction with the Chair, as authorized by the Council, the Secretary shall attend generally to the business of the Section.

Section 5.4 Treasurer. The Treasurer shall be custodian of all financial reports of the Section and shall receive all dues and other funds paid to the Section. With the Chair, the Treasurer shall have full authority to appoint depositories of the funds of the Section, to make deposits thereto and to withdraw funds therefrom. The Treasurer shall have the responsibility to provide required financial information to the State Bar of Texas. The authority of the Treasurer to invest funds of the Section shall be limited by the requirements of section 6.02.06 of the Policy Manual of the

Board of Directors of the State Bar of Texas (the “Board Policy Manual”) which requires that Section funds must be invested in accordance with the parameters of Section 10.05 of the Board Policy Manual.

ARTICLE VI

Duties and Powers of the Council

Section 6.1 Authority. The Council shall have the power and authority to take such action as is necessary and proper to carry out the objectives of the Section, subject to the provisions of the Charter and Bylaws of the State Bar of Texas and other applicable provisions of these Bylaws. The Council shall have general supervision and control of the affairs of the Section to assure that the Purpose of the Section as expressed in Section 1.2 of these Bylaws is carried out, subject to the provisions of the Charter and Bylaws of the State Bar of Texas and other applicable provisions of these Bylaws. It shall supervise the expenditure of monies received as dues or from other Section activities such as continuing legal education by the Section and appropriated for the use or benefit of the Section. It shall not, however, authorize commitments to contracts which shall entail the payment of any money during any fiscal year beyond the current fiscal year unless the money shall have been previously appropriated to the Section for that fiscal year by the Board of Directors of the State Bar of Texas.

Section 6.2 Committees. The Council may, or may authorize the Chair to, appoint committees from Section members to perform such duties and exercise such power as the Council may direct, subject to the limitations of other provisions of these Bylaws and the Constitution and Bylaws of the State Bar of Texas. The chairs, vice chairs and any Council liaison of each committee designated by the Chair-Elect shall be approved by the Council. Until otherwise determined by action of the Council or pursuant to action of the Chair authorized by the Council, the standing committees of the Section shall be as follows:

- Annual Meeting;
- Communications;
- Continuing Legal Education;
- Corporate Tax;
- Employee Benefits;
- Energy and Natural Resources;
- Estate and Gift Tax;
- Government Submissions;
- General Tax Issues;
- International Tax;
- Law School Outreach
- Leadership Academy;
- Partnership and Real Estate Tax;
- Pro Bono;
- Property Tax;
- Solo and Small Firm;
- Sponsorship

- State and Local Tax;
- Tax Controversy;
- Tax-Exempt Finance; and
- Tax Exempt Organizations; and
- Tax Law in a Day

Section 6.3 Committee Oversight. The Council shall monitor the committees of the Section through the reports of the Chair-Elect. The Chair-Elect with the Council’s approval shall determine the type and number of publications and governmental submissions that shall be required of each committee and communicate that requirement to the chair and vice chairs of each committee. Publication and Submission requirements among committees may vary in the discretion of the Chair-Elect and the Council. The Chair-Elect along with the Council shall make an annual determination regarding the establishment of new committees and termination of existing committees.

Section 6.4 Quorum; Actions. A quorum of the Council for the conduct of business shall require that a majority of the Council members then serving be present either in person or through telephonic means. Except as otherwise provided herein, binding actions of the Council shall require a majority vote by the members of the Council then serving.

Section 6.5 Voting. All members of the Council, including all ex officio Council members, shall have a vote on matters considered by the Council. Members of the Council not participating in a quorum either in person or by telephonic means, may vote by written ballot to the Secretary and may have their vote counted with the same effect as if cast personally at such meeting.

Section 6.6 Outstanding Texas Tax Lawyer Award. The Council may award the designation to one or more qualified nominees as frequently as once each year. The award may be granted posthumously.

6.6.1 Definitions

- (a) A “qualified nominee” means:
- (i) A member in good standing of the State Bar of Texas; or
 - (ii) An inactive member thereof; or
 - (iii) A former full time professor of tax law who taught in an accredited Texas law school; or
 - (iv) A full time professor of tax law who is currently teaching at an accredited Texas Law School.

In addition, qualified nominees must have (1) devoted at least 75% of his or her law practice to taxation law, and (2) been licensed to practice law in Texas or another jurisdiction for at least ten years.

- (b) “Law practice” means work performed primarily for the purpose of rendering legal advice or providing legal representation including:
 - (i) Private client service;
 - (ii) Service as a judge of any court of record;
 - (iii) Corporate or government service if the work performed was legal in nature and primarily for the purpose of providing legal advice to, or legal representation of, the corporation or government agency or individuals connected therewith; and
 - (iv) The activity of teaching at an accredited law school.

- (c) “Taxation Law” includes, but is not limited to:
 - (i) “Tax Law” as defined by the standards for attorney certification in Tax Law as determined by the Texas Board of Legal Specialization;
 - (ii) Tax controversy;
 - (iii) Employee benefits and executive compensation practice;
 - (iv) Criminal defense or prosecution relating to taxation;
 - (v) Taxation practice in the public and private sectors, including nonprofit sector; and
 - (vi) Teaching taxation law or related subjects at an accredited law school.

6.6.2 Nomination Procedures. Current members of the Section may submit nominations to the Secretary. The Council may select one or more award recipients each year to receive the designation from among the qualified nominees. The number of award recipients, if any, to be selected in a particular year, the method of voting thereof, and the number of votes to be taken (including whether to use “run-off” votes and whether to use cumulative voting) shall be determined by the Council each year; provided, however, that all nominees who are awarded the designation must receive the affirmative vote of at least a majority of all members of the Council then serving. In selecting award recipients, the Council shall consider the following:

- (a) A nominee’s reputation for expertise and professionalism within the community of tax professionals specifically and the broader legal community;

- (b) Authorship of scholarly works relating to taxation law;
- (c) Significant participation in the State Bar of Texas, American Bar Association, local bar association, or other legal organizations;
- (d) Significant contributions to the general welfare of the community;
- (e) Significant pro bono activities;
- (f) Reputation for ethics;
- (g) Mentorship of other tax professionals;
- (h) Experience on the bench relating to taxation law;
- (i) Experience in academia relating to taxation law; and
- (j) Other significant contributions or experience in relation to taxation law.

6.6.3 Award. The Council may authorize the purchase of a suitable plaque, trophy, or similar symbol to acknowledge each award recipient. The Council may designate the time and place of any ceremony for the presentation of the award(s). The Council may reimburse the award recipient's expenses incurred in connection with attending such a ceremony. The Council may authorize the waiver of an award recipient's registration fees associated with minimum continuing legal education programs sponsored by the Section for a period of one year after and including the date of the award ceremony.

ARTICLE VII

Meetings

Section 7.1 Annual Meeting of Section. The annual meeting of the Section shall be held at such time and place as determined by the Chair and approved by the Council. The annual meeting of the Section may be held during the annual meeting of the State Bar of Texas, or at such other time and place as the Chair and the Council shall agree, with such program and order of business as may be determined by the Chair and approved by the Council. Notice of the annual meeting shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least 20 days prior to the date designated for such annual meeting.

Section 7.2 Special Meetings of Section. Special meetings of the Section may be held at such time and place as determined by the Chair and approved by the Council. Notice of a special meeting shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least ten days prior to the date designated for such special meeting. The notice of a special meeting should describe the general purpose or purposes for the meeting.

Section 7.3 Voting at Section Meetings. The voting members of the Section present at any meeting of the Section membership shall constitute a quorum for the transaction of business. Except as provided in Section 4.3, all binding action of the Section membership shall be by a majority vote of the Section members present at the meeting.

Section 7.4 Meetings of the Council. Regular meetings of the Council shall be had in the fall, winter and spring at such time and place as determined by the Chair. Notice of regular meetings shall be delivered to the Council members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least ten days prior to the date designated for such regular meeting. Special meetings of the Council may be held at such time and place as determined by the Chair. Notice of a special meeting shall be delivered to the Council members by electronic mail, U.S. mail, or overnight delivery service (or combination thereof) at least three days prior to the date designated for such special meeting if time permits. Otherwise the time notification requirement may be waived by an affirmative vote of the Council.

Section 7.5 Council Voting by Proposition or Electronic Mail. The Chair may submit or cause to be submitted in writing (including by fax or e-mail, to each of the Council members, any proposition upon which the Council may be authorized to act, and the Council may vote thereon, in writing (including by fax or e-mail) over their respective signature (however, in the case of e-mail, no signature is required as long as an e-mail is received from the recognized e-mail address of the member), to the Secretary or Chair, who shall record upon the minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each Council member thereon, and keep on file such votes. If the votes of a majority of the Council so recorded shall be in favor of such proposition, such majority vote shall constitute the binding action of the Council.

ARTICLE VIII

Miscellaneous

Section 8.1 Fiscal Year. The fiscal year of the Section shall begin upon the close of the annual meeting of the Section and end at the close of the next succeeding annual meeting.

Section 8.2 Prohibition on Compensation. No salary or compensation shall be paid to any Officer, Council member or member of a committee unless by approval of the Council such person is compensated for work done outside the meetings of the Council on a special study or project.

Section 8.3 Reimbursement of Expenses. Council members and other persons requested to attend a Council meeting or any other meeting on behalf of the Section shall be reimbursed for actual out-of-pocket costs incurred in attending any such meeting subject to the applicable requirements of the State Bar. Members of any committee may be reimbursed for actual out-of-pocket costs incurred in attending any meeting of the committee or any other meeting on behalf of the Section, provided the Chair has approved reimbursement before such meeting and subject to the applicable requirements of the State Bar.

Section 8.4 Amendment. These Bylaws may be amended by the Council at any meeting of the Council or through the procedure set out in Section 7.5 above, subject to approval by the Board of Directors of the State Bar of Texas.

Section 8.5 Notice by Electronic Mail. Any notice, report, or communication required or permitted to be given by e-mail under these Bylaws will be deemed to have been duly and properly given for all purposes if such notice, report, or communication is transmitted to the e-mail address then on file with the State Bar of Texas. Each Section member shall be solely responsible for ensuring that he or she has provided the State Bar of Texas with a correct and current e-mail address.

Section 8.6 Website Copyright Policy. Programs, seminars, and symposia (collectively, “Program” or “Programs”) shall be encouraged as a means to facilitate continuing legal education and to promote the purposes of the Section. The Section acknowledges the author’s right to copyright his or her work, articles, or other written materials used in or at Section-sponsored Programs. The Section encourages the Program director of all Section-sponsored Programs to obtain from each author permission to reproduce, distribute and display the author’s work either by itself or in a collection of works on computer disk or on the Section’s website, and use such other means of distribution and display in disseminating the author’s work to Section members and the public. Nothing contained in this Section 8.6 shall prohibit or prevent the reproduction, distribution and display of tax-related works from sources other than Section-sponsored Programs provided that permission is first obtained from the authors creating such work.

Section 8.7 State of Texas. No action, policy determination, or recommendation of the Section or any committee thereof shall be deemed to be, or be referred to as, the action of the State Bar of Texas prior to 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. Any resolution adopted or action taken by the Section may be reported by the Chair to the annual meeting of the State Bar of Texas for action thereon upon request for such action by the Council or a majority of the members of the Section present at any meeting of the Section.

Section 8.8 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 9.1. 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 9.2. 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 9.3. 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 9.4. 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.

BYLAWS OF THE TAX SECTION
OF THE STATE BAR OF TEXAS

(Revised January 10, 2020)

Deleted: April 5, 2019

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Section 3.5 Removal. If any Officer or Elected Council member shall fail to participate (in person or by telephone) in two consecutive meetings of the Council without reason acceptable to the Chair or Council, such member shall be automatically removed from the Council or, if applicable, as an Officer.

Section 3.6 Vacancies. If any Officer or Elected Council member at any time after election shall be removed as provided in Section 3.5 or shall die, resign or cease to be a member of the Section, the office of such member shall automatically be vacated without any action other than to note such fact in the minutes of the Council. During the time between annual elections of the Section, the Council may fill vacancies in its own membership or that of the Officers, other than the office of Chair, which shall be filled by the Chair-Elect. Persons so selected shall serve for the unexpired term of the office vacated.

ARTICLE IV

Nomination and Election of Officers and Council

Section 4.1 Nominations. Within 90 days following each annual meeting of the Section, the Chair shall appoint a nominating committee (the “Nominating Committee”) consisting of the Chair as an ex officio member and not less than three additional members of the Section who are not members of the Council (provided, however, that the Chair of the Section for the immediately preceding year may serve on the Nominating Committee). Notice by electronic mail, U.S. mail, overnight delivery service, posting on the Section’s website, or publication in the first issue of the Texas Tax Lawyer (if published) following the annual meeting of the Section shall identify the members of the Nominating Committee. If the Chair does not appoint such a Nominating Committee and provide such notice, then the Nominating Committee shall consist of the Chair as an ex officio member and the three most recent past Chairs of the Section who are able and willing to serve on the Nominating Committee. Any member of the Section may submit nominations for the offices of Chair-Elect, Secretary, Treasurer and the three Elected Council members for the succeeding year. Nominations may be submitted to any member of the Nominating Committee or to any Officer. The Nominating Committee shall confirm whether any person whose name is submitted as a candidate on or before March 1st of the year following the annual meeting wishes to be considered for election as an Officer or Elected Council member and is a qualified candidate (within the meaning of Section 4.4.2). The Nominating Committee may also require that nominees complete a candidate questionnaire (which shall be in such form as determined from time to time by the Nominating Committee). From the qualified candidates who are nominated and, if required, submit timely completed candidate questionnaires, and any additional qualified candidates deemed appropriate by the members of the Nominating Committee, the Nominating Committee shall make nominations for the offices of Chair-Elect, Secretary and Treasurer and the three Elected Council members to succeed those whose term will expire at the close of the Section’s fiscal year. The Nominating Committee shall prepare a written report of recommended nominations for Officers and the three Elected Council members. The written report shall also identify all other qualified candidates for such positions who were nominated, submitted timely candidate questionnaires if required, and wish to stand for election. The Nominating Committee’s written report shall be delivered to the Council by electronic mail, U.S. mail, or overnight delivery service, or a combination of the above, at least ten days before a regular or special meeting of the Council that precedes by at least 30 days the Section’s annual meeting for the year. The Council, at that meeting, shall elect the Chair-Elect, Secretary, and Treasurer to succeed those whose terms will expire at the close of the Section’s fiscal year. The Nominating Committee’s written report also shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section’s website (or combination thereof) at least 20 days before the Section’s annual meeting. No other nominations for the office of Officers or the Elected Council members can be made except through this process.

Section 4.2 Appointed Council Members. The Appointed Council members shall be appointed to serve in one of the six capacities identified in Section 3.2 of these Bylaws by the Chair and confirmed by an affirmative vote of the Officers. An Appointed Council member may be appointed from the ranks of the Elected Council members.

Section 4.3 Elections. At the annual meeting of the Section, the members of the Section present in person shall by plurality vote (which may be determined at the discretion of the Chair to be a voice vote, visible vote, or written ballot) elect the members of the Elected Council to succeed those whose terms will expire at the close of that annual meeting.

ARTICLE V

Duties of Officers

Section 5.1 Chair. The Chair shall preside at all meetings of the Section and of the Council and shall formulate and present at the annual meeting of the State Bar of Texas a report of the work of the Section for the immediately preceding year. The Chair shall plan and supervise the agenda of the Section during the current year and shall supervise all activities of the Section. The Chair shall select for approval by the Council all chairs and vice-chairs and any Council liaisons for each committee. The Chair shall perform such other duties and acts as usually pertain to the office. The Chair shall serve as liaison to the staff of the State Bar of Texas. The Chair shall communicate periodically with the Chair Advisory Board, which shall consist of the former chairs of the Section who have accepted the Chair's invitation to be members. Such communication may include requesting the input and advice of the Chair Advisory Board on select issues, keeping the Chair Advisory Board informed of upcoming events and projects, and responding to issues raised by the Chair Advisory Board.

Section 5.2 Chair-Elect. If no task force or other group is appointed for such purpose, the Chair-Elect shall plan the annual meeting of the Section for the conclusion of the Chair-Elect's term of office, including the arrangement of any presentations and speakers to the annual meeting, and shall submit all such plans and arrangements to the Chair for approval. The Chair-Elect also shall supervise the committees of the Section and report to the Council on the activities of each committee. During the disability of the Chair or upon the Chair's absence or inability to act, the Chair-Elect shall perform the duties of the Chair. If the Chair-Elect also is under a disability, is absent or refuses to act, the Council shall designate another person to perform the duties of the Chair. The Chair-Elect shall assist the Chair with the performance of such responsibilities as the Chair may request.

Section 5.3 Secretary. The Secretary shall be custodian of all the books, reports and records of the Section with the exception of the financial records. The Secretary shall keep a correct record of the proceedings of all meetings of the Section and the Council and shall maintain the roster of members of the Section and the committees within the Section. In conjunction with the Chair, as authorized by the Council, the Secretary shall attend generally to the business of the Section.

Section 5.4 Treasurer. The Treasurer shall be custodian of all financial reports of the Section and shall receive all dues and other funds paid to the Section. With the Chair, the Treasurer shall have full authority to appoint depositories of the funds of the Section, to make deposits thereto and to withdraw funds therefrom. The Treasurer shall have the responsibility to provide required financial information to the State Bar of Texas. The authority of the Treasurer to invest funds of the Section shall be limited by the requirements of section 6.02.06 of the Policy Manual of the

Board of Directors of the State Bar of Texas (the “Board Policy Manual”) which requires that Section funds must be invested in accordance with the parameters of Section 10.05 of the Board Policy Manual.

ARTICLE VI

Duties and Powers of the Council

Section 6.1 Authority. The Council shall have the power and authority to take such action as is necessary and proper to carry out the objectives of the Section, subject to the provisions of the Charter and Bylaws of the State Bar of Texas and other applicable provisions of these Bylaws. The Council shall have general supervision and control of the affairs of the Section to assure that the Purpose of the Section as expressed in Section 1.2 of these Bylaws is carried out, subject to the provisions of the Charter and Bylaws of the State Bar of Texas and other applicable provisions of these Bylaws. It shall supervise the expenditure of monies received as dues or from other Section activities such as continuing legal education by the Section and appropriated for the use or benefit of the Section. It shall not, however, authorize commitments to contracts which shall entail the payment of any money during any fiscal year beyond the current fiscal year unless the money shall have been previously appropriated to the Section for that fiscal year by the Board of Directors of the State Bar of Texas.

Section 6.2 Committees. The Council may, or may authorize the Chair to, appoint committees from Section members to perform such duties and exercise such power as the Council may direct, subject to the limitations of other provisions of these Bylaws and the Constitution and Bylaws of the State Bar of Texas. The chairs, vice chairs and any Council liaison of each committee designated by the Chair-Elect shall be approved by the Council. Until otherwise determined by action of the Council or pursuant to action of the Chair authorized by the Council, the standing committees of the Section shall be as follows:

- Annual Meeting;
- Communications;
- Continuing Legal Education;
- Corporate Tax;
- Employee Benefits;
- Energy and Natural Resources;
- Estate and Gift Tax;
- Government Submissions;
- General Tax Issues;
- International Tax;
- Law School Outreach
- Leadership Academy;
- Partnership and Real Estate Tax;
- Pro Bono;
- Property Tax;
- Solo and Small Firm;
- Sponsorship

- State and Local Tax;
- Tax Controversy;
- Tax-Exempt Finance; and
- Tax Exempt Organizations; and
- Tax Law in a Day

Section 6.3 Committee Oversight. The Council shall monitor the committees of the Section through the reports of the Chair-Elect. The Chair-Elect with the Council's approval shall determine the type and number of publications and governmental submissions that shall be required of each committee and communicate that requirement to the chair and vice chairs of each committee. Publication and Submission requirements among committees may vary in the discretion of the Chair-Elect and the Council. The Chair-Elect along with the Council shall make an annual determination regarding the establishment of new committees and termination of existing committees.

Section 6.4 Quorum; Actions. A quorum of the Council for the conduct of business shall require that a majority of the Council members then serving be present either in person or through telephonic means. Except as otherwise provided herein, binding actions of the Council shall require a majority vote by the members of the Council then serving.

Section 6.5 Voting. All members of the Council, including all ex officio Council members, shall have a vote on matters considered by the Council. Members of the Council not participating in a quorum either in person or by telephonic means, may vote by written ballot to the Secretary and may have their vote counted with the same effect as if cast personally at such meeting.

Section 6.6 Outstanding Texas Tax Lawyer Award. The Council may award the designation to one or more qualified nominees as frequently as once each year. The award may be granted posthumously.

6.6.1 Definitions

- (a) A "qualified nominee" means:
- (i) A member in good standing of the State Bar of Texas; or
 - (ii) An inactive member thereof; or
 - (iii) A former full time professor of tax law who taught in an accredited Texas law school; or
 - (iv) A full time professor of tax law who is currently teaching at an accredited Texas Law School.

In addition, qualified nominees must have (1) devoted at least 75% of his or her law practice to taxation law, and (2) been licensed to practice law in Texas or another jurisdiction for at least ten years.

- (b) “Law practice” means work performed primarily for the purpose of rendering legal advice or providing legal representation including:
 - (i) Private client service;
 - (ii) Service as a judge of any court of record;
 - (iii) Corporate or government service if the work performed was legal in nature and primarily for the purpose of providing legal advice to, or legal representation of, the corporation or government agency or individuals connected therewith; and
 - (iv) The activity of teaching at an accredited law school.

- (c) “Taxation Law” includes, but is not limited to:
 - (i) “Tax Law” as defined by the standards for attorney certification in Tax Law as determined by the Texas Board of Legal Specialization;
 - (ii) Tax controversy;
 - (iii) Employee benefits and executive compensation practice;
 - (iv) Criminal defense or prosecution relating to taxation;
 - (v) Taxation practice in the public and private sectors, including nonprofit sector; and
 - (vi) Teaching taxation law or related subjects at an accredited law school.

6.6.2 Nomination Procedures. Current members of the Section may submit nominations to the Secretary. The Council may select one or more award recipients each year to receive the designation from among the qualified nominees. The number of award recipients, if any, to be selected in a particular year, the method of voting thereof, and the number of votes to be taken (including whether to use “run-off” votes and whether to use cumulative voting) shall be determined by the Council each year; provided, however, that all nominees who are awarded the designation must receive the affirmative vote of at least a majority of all members of the Council then serving. In selecting award recipients, the Council shall consider the following:

- (a) A nominee’s reputation for expertise and professionalism within the community of tax professionals specifically and the broader legal community;

- (b) Authorship of scholarly works relating to taxation law;
- (c) Significant participation in the State Bar of Texas, American Bar Association, local bar association, or other legal organizations;
- (d) Significant contributions to the general welfare of the community;
- (e) Significant pro bono activities;
- (f) Reputation for ethics;
- (g) Mentorship of other tax professionals;
- (h) Experience on the bench relating to taxation law;
- (i) Experience in academia relating to taxation law; and
- (j) Other significant contributions or experience in relation to taxation law.

6.6.3 Award. The Council may authorize the purchase of a suitable plaque, trophy, or similar symbol to acknowledge each award recipient. The Council may designate the time and place of any ceremony for the presentation of the award(s). The Council may reimburse the award recipient's expenses incurred in connection with attending such a ceremony. The Council may authorize the waiver of an award recipient's registration fees associated with minimum continuing legal education programs sponsored by the Section for a period of one year after and including the date of the award ceremony.

ARTICLE VII

Meetings

Section 7.1 Annual Meeting of Section. The annual meeting of the Section shall be held at such time and place as determined by the Chair and approved by the Council. The annual meeting of the Section may be held during the annual meeting of the State Bar of Texas, or at such other time and place as the Chair and the Council shall agree, with such program and order of business as may be determined by the Chair and approved by the Council. Notice of the annual meeting shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least 20 days prior to the date designated for such annual meeting.

Section 7.2 Special Meetings of Section. Special meetings of the Section may be held at such time and place as determined by the Chair and approved by the Council. Notice of a special meeting shall be delivered to the Section members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least ten days prior to the date designated for such special meeting. The notice of a special meeting should describe the general purpose or purposes for the meeting.

Section 7.3 **Voting at Section Meetings.** The voting members of the Section present at any meeting of the Section membership shall constitute a quorum for the transaction of business. Except as provided in Section 4.3, all binding action of the Section membership shall be by a majority vote of the Section members present at the meeting.

Section 7.4 **Meetings of the Council.** Regular meetings of the Council shall be had in the fall, winter and spring at such time and place as determined by the Chair. Notice of regular meetings shall be delivered to the Council members by electronic mail, U.S. mail, overnight delivery service, or posting on the Section's website (or combination thereof) at least ten days prior to the date designated for such regular meeting. Special meetings of the Council may be held at such time and place as determined by the Chair. Notice of a special meeting shall be delivered to the Council members by electronic mail, U.S. mail, or overnight delivery service (or combination thereof) at least three days prior to the date designated for such special meeting if time permits. Otherwise the time notification requirement may be waived by an affirmative vote of the Council.

Section 7.5 **Council Voting by Proposition or Electronic Mail.** The Chair may submit or cause to be submitted in writing (including by fax or e-mail, to each of the Council members, any proposition upon which the Council may be authorized to act, and the Council may vote thereon, in writing (including by fax or e-mail) over their respective signature (however, in the case of e-mail, no signature is required as long as an e-mail is received from the recognized e-mail address of the member), to the Secretary or Chair, who shall record upon the minutes each proposition so submitted, when, how, at whose request same was submitted, and the vote of each Council member thereon, and keep on file such votes. If the votes of a majority of the Council so recorded shall be in favor of such proposition, such majority vote shall constitute the binding action of the Council.

ARTICLE VIII

Miscellaneous

Section 8.1 **Fiscal Year.** The fiscal year of the Section shall begin upon the close of the annual meeting of the Section and end at the close of the next succeeding annual meeting.

Section 8.2 **Prohibition on Compensation.** No salary or compensation shall be paid to any Officer, Council member or member of a committee unless by approval of the Council such person is compensated for work done outside the meetings of the Council on a special study or project.

Section 8.3 **Reimbursement of Expenses.** Council members and other persons requested to attend a Council meeting or any other meeting on behalf of the Section shall be reimbursed for actual out-of-pocket costs incurred in attending any such meeting subject to the applicable requirements of the State Bar. Members of any committee may be reimbursed for actual out-of-pocket costs incurred in attending any meeting of the committee or any other meeting on behalf of the Section, provided the Chair has approved reimbursement before such meeting and subject to the applicable requirements of the State Bar.

Section 8.4 Amendment. These Bylaws may be amended by the Council at any meeting of the Council or through the procedure set out in Section 7.5 above, subject to approval by the Board of Directors of the State Bar of Texas.

Section 8.5 Notice by Electronic Mail. Any notice, report, or communication required or permitted to be given by e-mail under these Bylaws will be deemed to have been duly and properly given for all purposes if such notice, report, or communication is transmitted to the e-mail address then on file with the State Bar of Texas. Each Section member shall be solely responsible for ensuring that he or she has provided the State Bar of Texas with a correct and current e-mail address.

Section 8.6 Website Copyright Policy. Programs, seminars, and symposia (collectively, "Program" or "Programs") shall be encouraged as a means to facilitate continuing legal education and to promote the purposes of the Section. The Section acknowledges the author's right to copyright his or her work, articles, or other written materials used in or at Section-sponsored Programs. The Section encourages the Program director of all Section-sponsored Programs to obtain from each author permission to reproduce, distribute and display the author's work either by itself or in a collection of works on computer disk or on the Section's website, and use such other means of distribution and display in disseminating the author's work to Section members and the public. Nothing contained in this Section 8.6 shall prohibit or prevent the reproduction, distribution and display of tax-related works from sources other than Section-sponsored Programs provided that permission is first obtained from the authors creating such work.

Section 8.7 State of Texas. No action, policy determination, or recommendation of the Section or any committee thereof shall be deemed to be, or be referred to as, the action of the State Bar of Texas prior to 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. Any resolution adopted or action taken by the Section may be reported by the Chair to the annual meeting of the State Bar of Texas for action thereon upon request for such action by the Council or a majority of the members of the Section present at any meeting of the Section.

Section 8.8 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 9.1. 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 9.2. 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 9.3. 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 9.4. 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.

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STATE BAR OF TEXAS

MEMORANDUM

TO: Board of Directors
FROM: Human Resources
DATE: December 6, 2019
Re: Holiday Schedule – FY20-21

The following is a list of holidays for FY 2020-2021, for which we are seeking approval.

Friday	July 3, 2020	Independence Day
Monday	September 7, 2020	Labor Day
Wednesday	November 11, 2020	Veterans Day
Thursday	November 26, 2020	Thanksgiving Day
Friday	November 27, 2020	Day after Thanksgiving
Thursday	December 24, 2020	Christmas Eve
Friday	December 25, 2020	Christmas Day
Friday	January 1, 2021	New Year's Day
Monday	January 18, 2021	Martin Luther King, Jr. Day
Monday	February 15, 2021	Presidents' Day
Monday	May 31, 2021	Memorial Day

**2020-2021
SBOT PRELIMINARY CALENDAR**

May 2020

11	New Lawyers Induction Ceremony	Austin / Frank Erwin Center
25	Holiday – Memorial Day	

June 2020

TBD	Executive Committee Meeting (<i>if needed</i>)	Austin
24	New Directors Orientation	Dallas / Hilton Anatole
24	Board Meeting (2019-20 & New Board)	Dallas / Hilton Anatole
25	Board Meeting (2020-21)	Dallas / Hilton Anatole
25-26	Annual Meeting	Dallas / Hilton Anatole

July 2020

3	Holiday – Independence Day	
23	Board Retreat	Houston / Westin Galleria
24-25	SBOT Local Bar Leaders Conference	Houston / Westin Galleria

August 2020

July 29 – Aug 4	ABA Annual Meeting (officers only)	Chicago, IL
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September 2020

7	Holiday – Labor Day	
10	Executive Committee Meeting	Austin / Texas Law Center
24-25	Board of Directors Meeting	Sugar Land / Marriott Town Square

October 2020

15-17	SCBP (officers only)	Austin/Omni Barton Creek
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November 2020

11	Holiday - Veterans Day	
16-pending	New Lawyers Induction Ceremony	Austin / Frank Erwin Center
26	Holiday – Thanksgiving Day	
27	Holiday – Day after Thanksgiving	

Yellow Tab C

**STATE BAR OF TEXAS
LEGISLATIVE TIMETABLE
2020-2021**

Pursuant to State Bar Board policy governing Legislative Actions (§8.01) the following timetable is submitted for approval by the Board of Directors. This timetable is offered to sections that plan to propose legislation in the 2021 session of the Texas Legislature.

2020

January 24:

Board of Directors vote on the legislative timetable.

February 3:

Copies of the legislative timetable and legislative policy are sent to all section chairs. 8.01.08(C)

March 6:

Notice is sent to all section chairs of the **June 29** deadline for submission of proposed legislation to the board of directors for the 2021 State Bar Legislative Program. *Proposals must be in final bill form and must include the information as set out in 8.01.06(C)(1-6) of the State Bar of Texas Legislative Policy as follows:*

- (1) A brief narrative explanation of the legislation.
- (2) Identification of, reference to, or copies of similar legislation, if any, proposed to or being considered by the same legislative or administrative body.
- (3) A verification that all sections and committees of the State Bar have been sent the legislation for comment and the comments received (copy of form letter and copy of return receipt from each committee and section).
- (4) A statement indicating whether the proposed legislation had been introduced in either the House or Senate during prior legislative sessions, as well as a statement of any amendments proposed to the proposed legislation during the prior legislative sessions and the status of the proposed legislation.
- (5) A statement of the known position on the legislative proposal taken by any section or committee of the State Bar that has considered the same proposal, including the principal reasons for support of or opposition to the proposal.
- (6) Such other information as the Executive Director may reasonably request from time to time.

April:

Legislative timetable is published in the *Texas Bar Journal*. 8.01.08(D)

June 29:

Deadline for submission of proposed legislation for inclusion in the Bar's legislative program. *All proposals must be in final bill form and must contain the information outlined in 8.01.06(C)(1-6) of the Legislative Policy* or the proposal will not be considered for inclusion in the State Bar's legislative program. **Proposals may only be submitted by Sections and not Committees of the State Bar.** Committees wishing to submit proposals must do so through a section of the State Bar having cognizance of the subject matter of the proposed legislation. Sections may submit proposals for inclusion in the State Bar's legislative program or to be sponsored in the Section's own name. **Proposals must have been distributed to all other sections and committees of the State Bar for comment.** Proposals should also be mailed to other parties and entities that have a direct interest in the subject matter of the proposal along with an invitation to comment. Comments received should be forwarded with proposals at this time. **8.01.06(A)(1) - at least forty-five days before the Legislative Policy Subcommittee meeting)**

July:

Notice of the Legislative Policy Subcommittee Meeting published in the *Texas Bar Journal*. 8.01.08(B)

July 30:

Executive Director prepares and forwards to each member of the Legislative Policy Subcommittee a copy of each item of proposed legislation together with the explanatory material required. (8.01.08(G) - not less than fourteen days before Legislative Policy Subcommittee meeting)

August 3:

Deadline for filing written objections to any legislative proposals to be considered by the Legislative Policy Subcommittee. Objections must be filed in order to appear in opposition before the committee. If no objection is timely filed, the Legislative Policy Subcommittee will enter a position of "no objection" on the proposals being considered. (8.01.06(D) – not less than ten days before Legislative Policy Subcommittee meeting)

August 13-14 (Tentative):

Meeting of the Legislative Policy Subcommittee to consider proposed legislation that has been properly submitted.

August 24 (Tentative):

Appeal deadline for any proponent whose legislative proposal is not recommended by the Legislative Policy Subcommittee for inclusion in the State Bar's legislative program and who wishes to appeal to the Board of Directors by giving written notice to the Executive Director. (8.01.06(I) – within ten days after the date of action.)

August 28 (Tentative):

Second meeting of Legislative Policy Subcommittee.

September 8 (Tentative):

Deadline for appeal from decision (if any) made at second Legislative Policy Subcommittee meeting. (8.01.06(I) – within ten days after the date of action.)

September 11:

Report of the Legislative Policy Subcommittee and copies of legislative proposals sent to the Board of Directors. (8.01.08(H) – not less than fourteen days before Board meeting)

September 25:

Board of Directors Meeting - consider recommendations of the Legislative Policy Subcommittee and adopt the 2021 State Bar Legislative Program.

November 9:

Pre-filing of bills for the 87th Legislative Session begins.

November 13:

Deadline for sections supporting legislative proposals to submit to the Executive Director or designee a suggested **list of legislative sponsors** for each proposal. (8.01.09(E) – not less than sixty days before the Texas Legislature convenes in regular session)

2021

January 12:

87th Legislative Session begins.

May 31:

87th Legislative Session ends.

Yellow Tab D

TIMETABLE - 2020 GENERAL & RUN-OFF ELECTIONS
For President-elect & District Directors

July 2019	Nominations & Elections Subcommittee co-chairs to notify Texas bar associations, committees, sections/divisions that President-elect Nominee selections process has begun.
July	Publication of ad soliciting President-elect Nominees in Texas Bar Journal.
August 28	Nominations and Elections Subcommittee conducts interviews of potential nominees.
September 1	Per State Bar Rules, first day petitions may be signed for potential candidates running for President-elect and District Director 2020 election.
September 20	At BOD meeting – nomination of two or more members to be candidates and to stand for election to the office of President-elect (upon recommendation by Nominations & Elections Subcommittee). Any other qualified member shall be privileged to stand for election when a written petition is signed by no less than five percent of the active members of the State Bar who are in good standing is filed with the Executive Director on or before March 1 and is certified by the Executive Director.
March 1	Filing deadline for accepting petitions of candidates for President-elect and district director.
March 5	10:30 <i>a.m.</i> : Drawing for position on ballots at State Bar office.
April 1	Date for distributing State Bar paper and electronic election ballots (with campaign brochures included).
April 30	5:00 <i>p.m.</i> : Deadline for receipt of all election ballots; begin tabulating ballots.
April 30	Results released after certification of results.
<u>Run-Off Elections</u>	
May 12	Run-off ballots distributed, if necessary.
May 26	5:00 <i>p.m.</i> : Deadline for receipt of all run-off ballots; run-off ballots tabulated. Run-off results released.

Yellow Tab E



A Resolution Honoring Keri D. Brown

Whereas *Keri D. Brown graduated from South Texas College of Law Houston and has been a licensed Texas attorney since November 2006,*

Whereas *Ms. Brown is a partner at Baker Botts, where she handles complex federal estate, gift, and income tax litigation and controversy matters,*

Whereas *Ms. Brown is board certified in estate planning and probate law by the Texas Board of Legal Specialization,*

Whereas *Ms. Brown chairs the pro bono committee of the Baker Botts Houston office, where she coordinates and helps manage the office's pro bono matters,*

Whereas *Ms. Brown's tireless efforts to ensure access to justice for Hurricane Harvey survivors were featured in the Wall Street Journal, ABA Journal, Texas Bar Journal, Texas Lawyer, Houston Business Journal, and the Houston Lawyer,*

Whereas *Ms. Brown is a member of the State Bar of Texas Legal Services to the Poor in Civil Matters Committee, is secretary of the Houston Volunteer Lawyers Board of Directors, and has served on several Houston Bar Association committees and sections,*

Whereas *Ms. Brown has received numerous awards for her service to the legal profession, including the Houston Bar Association President's Award in 2010 and 2013, the State Bar of Texas Pro Bono Coordinator Award in 2018, and the Texas Appleseed Pro Bono Leadership Award in 2019,*

Be It Therefore Resolved *that the State Bar of Texas honors Keri D. Brown with this resolution for her tireless service to the State Bar, the Houston Bar Association, the legal profession as a whole, and Texas residents to whom she has offered a helping hand in their times of greatest need.*

Resolution Adopted *this 24th day of January 2020 by the State Bar of Texas Board of Directors in Houston, Texas.*

*Randall O. Sorrels, President
State Bar of Texas*

*Larry P. McDougal, President-Elect
State Bar of Texas*

*Jerry C. Alexander, Chair of the Board
State Bar of Texas*

witnessed by

*Trey Appfel, Executive Director
State Bar of Texas*



A Resolution Honoring Tobias A. "Toby" Cole

Whereas Tobias A. "Toby" Cole has been a licensed Texas attorney since November 1998,

Whereas Mr. Cole overcame a catastrophic injury to pursue his dream of becoming a lawyer, graduate from the University of Houston Law Center, and start his law practice as a defense lawyer for multinational corporations,

Whereas Mr. Cole now represents personal injury victims as the founding attorney of Cole Law Firm, where he uses his firsthand knowledge and experience to serve clients with catastrophic injuries,

Whereas Mr. Cole has extensive litigation experience across Texas state and federal courts helping clients recover compensation for injuries sustained as a result of defective products, vehicle accidents, and other catastrophes,

Whereas Mr. Cole is board certified in personal injury trial law by the Texas Board of Legal Specialization and a member of the American Bar Association, the Houston Young Lawyers Association, the Houston Bar Association, and the Texas Trial Lawyers Association,

Whereas Mr. Cole's leadership positions in the legal profession include service as 2019-2020 president of the Houston Trial Lawyers Association and 2019-2020 vice chair of the State Bar of Texas Disability Issues Committee,

Whereas Mr. Cole has volunteered with a number of community groups including United Spinal Association of Houston, the Institute for Rehabilitation and Research Foundation, Memorial Hermann Health System, Houston Commission on Disabilities, Houston City Council Accessibility Task Force, and Living Hope Wheelchair Association,

Be It Therefore Resolved that the State Bar of Texas honors Tobias A. "Toby" Cole with this resolution for his service to the State Bar of Texas, his volunteerism to the greater Houston community, and his dedication to the legal profession.

Resolution Adopted this 24th day of January 2020 by the State Bar of Texas Board of Directors in Houston, Texas.

Randall O. Sorrels, President
State Bar of Texas

Larry P. McDougal, President-Elect
State Bar of Texas

Jerry C. Alexander, Chair of the Board
State Bar of Texas

witnessed by

Trey Appfel, Executive Director
State Bar of Texas



A Resolution Honoring Tara Shockley

Whereas *Tara Shockley has served the Houston Bar Association, its members, and the general public for a remarkable 40 years,*

Whereas *Ms. Shockley joined the bar association just a year after graduating in 1979 with a Bachelor of Science degree in mass communication from Lamar University in Beaumont,*

Whereas *After decades of faithful service, Ms. Shockley was promoted to associate executive director for the HBA in 2019,*

Whereas *During her years as Communications Director for the HBA, Ms. Shockley served as director for all internal and external communications for the 11,000-member HBA,*

Whereas *in addition to her expanded duties as associate executive director, Ms. Shockley continues to serve as managing editor for The Houston Lawyer, the bar's bi-monthly magazine, and to oversee all member communication including web and social media content for the association,*

Whereas *Ms. Shockley serves as staff liaison to the HBA's Law & the Media Committee, Judicial Polls Committee, Gender Fairness Committee, and Historical Committee,*

Whereas *Ms. Shockley serves as planner for many of the association's events, including assisting with the coordination of and securing funding for approximately 22 yearly clinics for the HBA's Veterans Legal Initiative that provide crucial assistance to veterans,*

Whereas *Those who know her best speak of Ms. Shockley's kind manner, helpful nature, complete dedication to the mission of the HBA, and her desire to make a difference in the community,*

Be It Therefore Resolved *that the State Bar of Texas honors Tara Shockley with this resolution for her decades of dedication to the Houston Bar Association, its members, the greater Houston community, and the legal profession as a whole.*

Resolution Adopted *this 24th day of January 2020 by the State Bar of Texas Board of Directors in Houston, Texas.*

*Randall O. Sorrels, President
State Bar of Texas*

*Larry P. McDougal, President-Elect
State Bar of Texas*

*Jerry C. Alexander, Chair of the Board
State Bar of Texas*

witnessed by

*Trey Appfel, Executive Director
State Bar of Texas*



A Resolution Honoring Christine E. McKeeman

Whereas *Christine E. McKeeman has been a licensed Texas attorney since November 1982 after earning her Doctor of Jurisprudence from the University of Texas School of Law,*

Whereas *Ms. McKeeman spent nine years in private practice in Austin, concentrating on residential and commercial real estate law, before joining the Board of Disciplinary Appeals shortly after it became fully operational in 1992 as its first executive director,*

Whereas *Ms. McKeeman is executive director and general counsel for the Board of Disciplinary Appeals and has served the board for nearly three decades,*

Whereas *Ms. McKeeman once served as a briefing attorney to Chief Justice Joe R. Greenhill of the Supreme Court of Texas,*

Whereas *Ms. McKeeman was appointed to the Supreme Court of Texas Task Force on the Texas Disciplinary Rules of Professional Conduct in 2003 and served from 2001 to 2005 on the State Bar's Texas Disciplinary Rules of Professional Conduct Committee,*

Whereas *Ms. McKeeman is a member of the National Council of Lawyer Disciplinary Boards and was instrumental in its creation and served as its president from 2011 to 2012,*

Whereas *Ms. McKeeman is a member of the American Bar Association, the ABA Center for Professional Responsibility, and the State Bar of Texas Appellate Practice Section,*

Be It Therefore Resolved *that the State Bar of Texas honors Christine E. McKeeman with this resolution for her decades of dedication to the Board of Disciplinary Appeals and her service to the Supreme Court of Texas, State Bar of Texas, and the legal profession as a whole.*

Resolution Adopted *this 24th day of January 2020 by the State Bar of Texas Board of Directors in Houston, Texas.*

*Randall O. Sorrels, President
State Bar of Texas*

*Larry P. McDougal, President-Elect
State Bar of Texas*

*Jerry C. Alexander, Chair of the Board
State Bar of Texas*

witnessed by

*Trey Appfel, Executive Director
State Bar of Texas*