

BYLAWS OF THE WORKERS' COMPENSATION SECTION

Article I NAME AND PURPOSE

Section 1. Name. The name shall be "Workers' Compensation Section, The Florida Bar."

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

- (a) To provide an organization within The Florida Bar open to all members in good standing of The Florida Bar who have a common interest in workers' compensation law.
- (b) To provide a forum for discussion and exchange of ideas leading to the improvement of individual trial and appellate abilities in workers' compensation cases.
- (c) To assist the judiciary in establishing methods for the more certain and expeditious administration of justice.
- (d) To instill in members of The Florida Bar a desire to increase their effectiveness in trial and appellate review of workers' compensation cases with a view toward better service to their clients and to the cause of justice.
- (e) To aid in the development of workers' compensation law and to serve the public generally and The Florida Bar specifically in interpreting and carrying out the public and professional needs and objectives in this field.

Article II MEMBERSHIP

Section 1. Eligibility. Subject to the restrictions applicable to affiliate members as set forth above, the word "member" wherever used in these bylaws shall include both full members and affiliate members.

(a) *Members of The Florida Bar.* Any member in good standing of The Florida Bar interested in the purposes of this section is eligible for membership upon application and payment of this section's annual dues. Any member who ceases to be a member of The Florida Bar in good standing shall no longer be a member of the Workers' Compensation Section.

(b) *Affiliate Membership.* The executive council of the section may, at its discretion, enroll as an affiliate member of the section, any person who has shown the dual capacity of interest in and contribution to the section's activities and who are law college faculty members, full-time law students at any accredited Florida law school, and legal assistants or paralegals. Affiliate members shall pay the annual dues prescribed by the executive council of the section and will be limited to no more than one-third of the section's membership at any one time. Affiliate members shall have all the privileges of membership in the section except they shall not

hold office as an elected or appointed officer, become voting members of the executive council, vote or participate in the selection of officers or the nomination of the members of the executive council.

Section 2. Administrative Year. The administrative year of the section shall run concurrently with the administrative year of The Florida Bar.

Section 3. Annual Dues. The annual dues shall be in an amount fixed by the executive council and approved by The Florida Bar. There shall be no proration of annual dues. Upon becoming a member, dues shall be payable thereafter in advance of each membership year. Any member whose dues are in arrears for a period of three months shall thereupon cease to be a member of the section.

Article III OFFICERS

Section 1. The officers of this section shall be a chair, a chair-elect, a secretary and a treasurer.

Section 2. Executive Council. The executive council shall be comprised of 30 voting members. There shall be 2 voting members elected within each of the Florida appellate districts by members of this section whose principal place of business is located within each such appellate district, and 20 additional voting members elected “at large” by all members of this section in a statewide election, including the chair, chair-elect, secretary, and treasurer. There shall be non-voting emeritus members who will be considered as members of the executive council but act in an advisory capacity only. Emeritus members will be comprised of former voting members who once chaired, or cumulatively served at least 12 years on, the executive council. Members of emeritus status shall be invited to all meetings of the executive council and their advice and recommendations will be coveted.

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

(a) *Chair.* The chair shall preside at all meetings of the section and at all meetings of the executive council. The chair shall: (1) appoint all committees and committee chair with the approval or concurrence of the executive council; (2) be responsible for all reports to be submitted to The Florida Bar; and (3) shall perform such other duties as customarily pertain to the office of chair. The chair shall be an ex-officio member of each committee of the section.

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

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

(d) *Treasurer*. The treasurer shall monitor all accounts, reports and other documents prepared as to section funds, revenues and expenditures to make certain that all accounts, reports and other documents are accurate, and shall confer with appropriate employees of The Florida Bar in the proper disbursements of section funds. The treasurer shall report on the section's present and projected financial condition upon request of the chair or other members of the executive council.

Section 4. Term of Office.

(a) *Chair*. The term of office of the chair shall begin July 1 of the year following his/her term as chair-elect and shall end on July 1 of the following year, at which time the chair-elect shall automatically succeed the chair.

(b) *Chair-elect*. The term of office of the chair-elect shall run concurrently with that of the chair, beginning July 1 following the election and ending the following July 1, when the chair-elect shall automatically become chair.

(c) *Secretary*. The term of office of the secretary shall begin July 1 following the election and end the following July 1.

(d) *Treasurer*. The term of office of the treasurer shall begin July 1 following the election and end the following July 1.

(e) *Executive Council*. All members of the executive council shall serve for a term of 3 years, the terms of the members of the council being staggered so that 10 members shall take office on July 1 following their election. Their term shall end July 1, 3 years thereafter. That at least 15 members of the executive council shall be attorneys whose practice is predominantly representing employers/carriers in workers' compensation law and at least 15 members of the executive council shall be attorneys whose practice is predominantly representing claimants in worker's compensation law.

(f) *Executive Committee*. The members of the executive committee shall consist of the chair, chair-elect, and secretary or treasurer. The council may elect 3 of its membership to also serve on the executive committee. The executive committee shall have the powers delegated to it by the council including managing the affairs of the section during the interim between meetings of the council. In so doing, the executive committee shall have the same powers as the council provided that any action that it may take shall not conflict with the policies and expressed wishes of the council. A majority of the executive committee shall be sufficient to exercise its powers and it shall not be necessary that a formal meeting be held for action, action by mail or telephone being permitted.

Section 5. Executive Council Members' Terms of Office

(a) Election of Members and Staggered Terms.

Commencing in 2007, 2 representative candidates in good standing [1 whose practice is predominantly representing employers in workers' compensation law and 1 whose practice is predominantly representing claimants in workers' compensation law, neither of whom is also a candidate for at-large membership on the executive council], whose principal place of business must lie within the district which they would represent if elected, shall be elected to membership on the executive council from each of the Florida appellate districts. "Principal place of business" shall be defined as the Florida appellate district containing the city or town which the candidate has reported to The Florida Bar as the candidate's official bar address for the prior calendar year.

(b) District-wide elections by plurality vote shall be held in 2007 for 3-year terms within the first and third Florida appellate districts.

District-wide elections by plurality vote shall be held in 2007 for 2-year terms within the following fourth and fifth Florida appellate districts.

District-wide elections by plurality vote shall be held in 2007 for 1-year terms within the following second Florida appellate district.

Sitting members of the executive council shall be considered as nominated for a seat in the district in which that person's principal place of business lies.

(c) District-wide elections by plurality vote shall be held in 2008 for 3-year terms within the second Workers' Compensation district.

(d) District-wide elections by plurality vote shall be held in 2009 for 3-year terms within the following fourth and fifth Florida appellate districts.

(e) District-wide elections by plurality vote shall be held in 2010 for 3-year terms within the following Florida Appellate Districts: First and Third.

(f) District-wide elections by plurality vote shall be held in years subsequent to 2010 for 3-year terms in procedural conformity with the sequence set forth in subsections (a) through (e) of this subdivision for all Florida appellate districts within the state of Florida.

(g) In no event shall there be less than 2 representative candidates elected by plurality vote to membership on the executive council for each Florida appellate district within the state of Florida.

(h) Also commencing in 2007, 20 at-large representative candidates in good standing [10 whose practice is predominantly representing employers in workers' compensation law, 10

whose practice is predominantly representing claimants in workers' compensation law, none of whom may be a candidate for membership on the executive council from 1 of the Florida appellate districts], shall be elected by plurality vote to at-large membership on the executive council from statewide votes cast in all Florida appellate districts.

(i) Elections of members shall take place by written mail-in and live balloting, 1 ballot per section member, all of which shall include instructions including, but not limited to, the time limit for returning the ballot. Mail-in and live ballots shall include space for the voting member to affix their bar number and signature below an affidavit attesting to their identity as noted.

Electronic balloting shall be introduced as an additional voting option upon being deemed technologically and economically feasible for section utilization by a sitting chair subsequent to adoption of these bylaws, and shall thereafter be employed for all elections. Electronic balloting shall require an acknowledgement by the voting member as to their identity and bar number before the ballot is electronically cast.

Live balloting shall take place at the general section membership meeting held at the annual Workers' Compensation Education Conference.

All mail-in and electronic ballots must be received by program administrator of The Florida Bar, or an alternate designee noted in all such balloting instructions disseminated to all voting general section members, no later than 5:00 p.m. the Tuesday 2 weeks in advance of the general section membership meeting held at the annual Workers' Compensation Educational Conference.

Article IV

DUTIES AND POWERS OF EXECUTIVE COUNCIL

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

Section 2. Meetings. There shall be no fewer than 3 regular meetings of the executive council each year. The executive council may act or transact business herein authorized, without meeting, by written approval of the majority of the entire executive council. The chair may call meetings of the executive council by giving no less than 7 days advance written notice to the members of the executive council. At the election of the chair, meetings may be held by telephone, correspondence, through electronic means, audio-visual, or other media. Those present at a meeting of the executive council duly called will constitute a quorum and a majority vote of those present will be binding. The executive council shall conduct its business at regular and special meetings as provided for in these bylaws; provided, however, that the business of the executive council between regular meetings may be conducted by correspondence, telephone, electronic media, or any combination thereof to the extent authorized by the chair.

Section 3. Voting. A minimum of a simple majority of the council shall constitute a quorum for the transaction of all business. A simple majority vote of the members of the council present and voting as duly recorded by the secretary shall constitute the binding action of the executive council.

Article V NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL

Section 1. Election of Officers. The executive council at its annual meeting shall elect a chair-elect, secretary and treasurer to take office at the conclusion of the next annual meeting of the executive council.

Section 2. Election of Executive Council. The Workers' Compensation Section of The Florida Bar shall maintain a balanced representation, both geographically and between employee representatives and employer/carrier representatives on both the executive council and in the selection of officers of the executive council; the total statewide number of representatives from any law firm shall be no more than 2; a term limit of 12 cumulative years shall be imposed on all representatives, after which such term-limited representative would be eligible for non-voting emeritus status; and that such term-limited representative would again become eligible for subsequent 12-year voting memberships on the executive council after completing 1 cumulative 3-year non-voting period. If the term of the outgoing chair on the executive council expires, or the outgoing chair is subject to the 12-cumulative-year term limit, upon leaving said office, then that individual shall automatically be deemed re-elected for an additional 3-year term.

A nominating committee is herein established for the purpose of submitting to the executive council at its meeting in conjunction with the annual Workers' Compensation Educational Conference: nominations for officers of the executive council for the subsequent year; nominations to fill vacancies on the executive council to be elected by the executive council; and nominations for the purpose of presenting to the general section membership the names of nominees for all vacancies on the executive council to be filled by the individual districts and at-large membership by plurality, subject however to approval of said nominations by the executive council prior to submission of said names to the section membership for their consideration in accordance with the procedure set forth herein. Additional nominations for

election of officers to be filled may be made by the executive council in connection with any elective office falling within their responsibility. The general membership may make additional nominations in connection with the election of executive council members by the general membership in accordance with the procedure set forth herein.

The nominating committee shall consist of the chair, chair-elect, and immediate past chair. In all of its recommendations the nominating committee shall maintain balanced representation between employee representatives and employer/carrier representatives within and among each of the Florida appellate districts and the at-large members on the executive council. The executive council, through the nominating committee, shall notify the members of the section of its intention to:

- (a) nominate section members to be elected by the executive council.
- (b) nominate members for vacancies to be elected by the general section members; and
- (c) accept nominations for the purpose of filling vacancies on the executive council to be filled by the general section membership.

The nominating committee shall meet at least 60 days prior to the annual election. Notice of the nominating committee nominees shall be given at least 45 days in advance of the annual election.

Section 3. Vacancies. If an officer or member of the executive council shall die, resign or a position become vacant by operation of article VII, section 3 or for any other reason, said vacancy shall be filled for the balance of such member's term by recommendation of the nominating committee and approval, by majority vote, of the executive council. Vacancies caused by death or resignation shall be filled and voted upon by the executive council at the meeting subsequent to the vacancy occurring. Vacancies caused by operation of article VII, section 3 shall be filled as aforementioned except the executive council member whose membership has been terminated by operation of article VII, section 3 may seek reinstatement to the executive council. It shall take a majority vote of the council to reverse an automatic termination caused by operation of article VII, section 3. The chair shall notify a member whose position has been vacated by operation of article VII, section 3 as well as promptly notifying all executive council members of any vacancy. The chair shall accept suggestions for nominations to fill any vacancy from any executive council member and shall promptly transmit said suggestions to the full nominating committee.

Article VI COMMITTEES

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

- (a) rules committee;
- (b) judiciary committee;

- (c) board certification committee;
- (d) membership committee;
- (e) education committee;
- (f) long range planning committee, whose chair shall be the chair-elect of the Workers' Compensation Section; and
- (g) legislative committee.

Section 2. Special Committees. Special committees may be designated by the executive council with such duties and powers as may be directed and designated by the executive council.

Article VII MEETINGS

Section 1. Annual Executive Council and Section Meeting. The executive council and the section shall hold their annual meeting in conjunction with the annual educational conference. Notice to all section members as to the time and place of such annual section meeting shall be given at least 30 days in advance thereof.

Section 2. Executive Council Meeting. There shall be a meeting of the executive council which may be held in Tallahassee or in conjunction with the midyear meeting of The Florida Bar.

Section 3. Other Meetings. There shall be such other regular or special meetings of the executive council and membership of the section as may be designated by the chair, provided that notice of such other meetings of the section shall be given to the membership at least 15 days in advance thereof. Upon failure of any member of the executive council to attend 2 meetings during any fiscal year of The Florida Bar, that person's membership on the executive council shall become terminated unless otherwise excused by the executive council at the time of the missed meeting. The executive council at the next meeting shall fill such vacancy as provided herein.

Article VIII AMENDMENTS

These bylaws may be amended at any annual meeting of the section by a majority vote of the members of the section present and voting, provided such proposed amendment shall first have been approved by a majority of the executive council and provided, further, that no amendment so adopted shall become effective until approved by The Florida Bar.

Article IX MISCELLANEOUS

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

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

Section 3. No action of this section shall be contrary to the policies of The Florida Bar.