

OSB CONSTRUCTION LAW EXECUTIVE COMMITTEE  
RESOLUTION 2020 - 01

WHEREAS, the OSB Construction Law Executive Committee desires to establish guidelines for the purpose of maintaining an active executive committee;

WHEREAS, the OSB Construction Law Executive Committee desires to communicate nomination guidelines for membership to the executive committee to section members;

WHEREAS, the OSB Construction Law Executive Committee desires to maintain an advisory committee for the purpose of developing new members;

WHEREAS, the OSB Construction Law Executive Committee desires to maintain an advisory committee for the purpose of facilitating the transition of duties among officers;

WHEREAS, the OSB Construction Law Executive Committee desires to retain the institutional knowledge of former executive committee members;

WHEREAS, the OSB Construction Law Executive Committee desires to create opportunities for former executive committee members to continue making meaningful contributions to the executive committee;

THEREFORE, it is hereby resolved that the OSB Construction Law Executive Committee adopts nominating committee guidelines as follows:

**NOMINATING COMMITTEE GUIDELINES**

**CITATIONS AND NOTATIONS:**

- Standard Section Bylaw, Article IV, Section 1: Sections may establish eligibility requirements or other procedures to ensure rotation of the Chair among specific groups or specialty areas of the membership, such as plaintiff or defense counsel.
- Standard Section Bylaw, Article V, Section I: The Section Executive Committee shall be composed of the Chair, the Chair--Elect, the Immediate Past Chair, the Secretary, the Treasurer, and not fewer than two (2) nor more than twelve (12) Members--at--Large. The terms of the Members--at--Large shall be staggered as evenly as possible. Suspended members may not serve on the Section Executive Committee.
- Officer positions—Chairperson, Chair-Elect, Past Chair, Treasurer and Secretary—have 1 year terms (see Standard Section Bylaw Article VI, Section 6). Members-at-large have two year terms (see Standard Section Bylaw Article VI, Section 6). All terms begin on January 1 of the year of service and end December 31 (see Standard Section Bylaw Article VI, Section 4). Additionally, the Treasurer is the only officer that can serve a consecutive year in an officer role (see Standard Section Bylaw Article VI, Section 4).
- Standard Section Bylaw Article VI Section 1: “No member may serve on the Section Executive Committee for more than nine consecutive years.”
- Officers cannot be inactive members. The only acceptable OSB membership status are Active and Active Pro Bono (see Standard Section Bylaw Article IV, Section 1), however all Members-At-

Large can be active or inactive members of the OSB (see Standard Section Bylaw Article II, Section 1).

- Standard Section Bylaw, Article IV, Section 3: "A position on the executive committee, including an officer position, may be, at the option of the Executive Committee, deemed vacant if that member: A. Fails to attend two consecutive meetings, in the absence of an excuse approved by the chair prior to the meeting; or B. Fails to attend four consecutive meetings, even if excused."
- Past Chair is a voting position on section executive committees, whereas advisory members are not.
- Standard Section Bylaw Article II, Section 1: "Section 1. Any active or inactive member of the Oregon State Bar may be a regular member upon payment of the membership dues. Any active member of another state bar may be an out--of--state member. Sections are encouraged to offer complimentary membership to 50--year members and to judges and their lawyer staff. Nonlawyers may be associate members as provided in Section 2 of this Article. Only regular members may vote and hold office except as otherwise specifically approved by the Section membership and the Board of Governors."
- Standard Section Bylaw Article VI, Section 1: "Section 1. The Section Executive Committee may establish as many standing committees as deemed necessary and may set the names, functions, and duration of such committees. The Chair, with the approval of the Section Executive Committee, shall appoint the Chair and members of all standing committees."

#### **GUIDELINES FOR NOMINATING MEMBERS:**

- Goal: Keep at least the current number of at large members (9) and officers.
- Expectation that each member will use their experience to ultimately hold each officer position. A member will generally hold the officer positions in the following order: secretary, treasurer, chair elect and chair.
- Goal: Add one executive committee member per year to stagger term limits to allow members to serve in each officer position without hitting term limit.
- Members are expected to attend all meeting unless excused by the Secretary (and excused absences should be routinely granted so long as member sends the appropriate RSVP response when the meeting notice is circulated).
- Members are expected to write an article every year.
- Members are expected to take on one substantive task each year, e.g., coordinate/present CLE, newsletter editor, website editor, CCB reporter, legislative reporter.
- The immediate past chair is expected to become chair of the nominating committee.

#### **GUIDELINES FOR NOMINATING ADVISORY MEMBERS:**

- Goal: Only four advisory members at any given time.
- Goal - Out with the Old: After serving as immediate past chair, the last two "past chairs" will be advisory members for the purpose of maintaining institutional knowledge. Accordingly, the past chair advisory members serve almost an ad hoc role and are not expected to write articles, assist with CLEs, etc. Advisory members are anticipated to roll off when their terms expire. If possible, one old advisory member should drop every year.
- Goal - In with the New: Two new members will be in their first term. It is anticipated that these new members will have demonstrated an interest in serving on the Executive Committee by participating in miscellaneous activity supporting the Executive Committee. The new members

are being acclimated to the quarterly meetings and learning the expected duties of a member/officer. Being on the advisory committee is not a guarantee of becoming a member. The expectation is that only one new advisory member will be added to the executive added every year.

**GUIDELINES FOR ESTABLISHING AN EMERITUS COMMITTEE: A STANDING COMMITTEE TO SUPPORT THE EXECUTIVE COMMITTEE & MISCELLANEOUS ACTIVITY SUPPORTING THE EXECUTIVE COMMITTEE:**

- Goal: Create a standing committee Article VII Committees, Section 1.
- Goal: Retain institutional knowledge of termed out executive committee members.
- Goal: Give termed out executive committee members the opportunity to remain involved in the executive committee with minimal activity obligations.
- Goal: To include any termed out executive committee member that desires to remain active in supporting the Executive Committee as demonstrated by miscellaneous activity.
- The Chairperson of the Executive Committee will select the members of Emeritus Committee and its Chairperson, which will be submitted to the Executive Committee for approval at the first meeting of the calendar year.
- The duration of the Emeritus Committee is one year coinciding with the term of the Chairperson of the Executive Committee.
- No limit on the number of members.
- Emeritus Committee members are to demonstrate an interest in supporting the Executive Committee by participating in at least one miscellaneous activity per year.
- Emeritus Committee Chairperson to report to the Executive Committee Chairperson annually with respect to the miscellaneous activity of each Emeritus Committee member.

**MISCELLANEOUS ACTIVITY SUPPORTING THE EXECUTIVE COMMITTEE:**

- Attend quarterly meetings.
- Write a newsletter article.
- Attend section CLEs.
- Help coordinate and present section CLEs.
- Attend annual meeting.
- Other section activities
- Assist member with tasks.
- Serve on a section committee.