

OKLAHOMA BAR ASSOCIATION
YOUNG LAWYERS DIVISION
BYLAWS

ARTICLE I

NAME AND PURPOSE

1.1 Name. The name of the Division shall be the Young Lawyers Division of the Oklahoma Bar Association (the “Division”).

1.2 Purpose. The purpose of the Division shall be:

(a) To stimulate the interest of members of the Division in the activities, objectives and purposes of the Oklahoma Bar Association.

(b) To encourage study and the interchange of thought and material among members of the Division pertaining to the problems, duties and responsibilities of members of the legal profession.

(c) To provide members of the Division with a more effective means to participate in activities directed toward improving the administration of justice and promoting involvement in public service activities.

(d) To promote cooperation and fellowship among members of the Division, to coordinate the activities of members of the Division in the Oklahoma Bar Association, and to provide an organization to further the interests of members of the Division.

(e) To assist law students in preparing for the practice of law and to assist new members of the Bar in establishing themselves in the practice of law.

(f) To perform and carry on such activities as may be assigned to the Division by the Board of Governors of the Oklahoma Bar Association.

ARTICLE II

MEMBERSHIP

2.1 Eligibility. All members of the Oklahoma Bar Association in good standing who were first admitted to the practice of law in any jurisdiction 10 years ago or less shall be members of the Division. Notwithstanding the foregoing, a member who satisfies the eligibility requirements of this Section 2.1 at the time he or she is elected Chairperson-Elect shall remain eligible to serve, in succession, as Chairperson-Elect, Chairperson, and immediate

Past-Chairperson, and the requirement that a member have been first admitted to the practice of law 10 years ago or less shall not apply to that member's service as Chairperson or immediate Past-Chairperson.

2.2 Termination of Membership. Membership in the Division shall terminate automatically on the latter of: (1) the end of any term of office or position of which a member is elected or appointed to while the member meets the eligibility requirements of Section 2.1; or (2) the end of the calendar year within which a member has been admitted to practice for ten years. Membership in the Division shall also terminate upon a member's ceasing, before that date, to be an active member of the Oklahoma Bar Association.

ARTICLE III

BOARD OF DIRECTORS

3.1 Composition. The Board of Directors shall be composed of a Chairperson, Chairperson-Elect, immediate Past-Chairperson, Secretary, Treasurer, twenty (20) voting Directors, and three (3) ex-officio, non-voting members provided for in subparagraph (c). The Directors and ex-officio members are as follows:

(a) One (1) Representative from each Supreme Court Judicial District, with the districts containing Oklahoma and Tulsa Counties each having two (2) additional Representatives, and

(b) Seven (7) At-Large Representatives, five of whom are to be elected at large from the Division without regard to geographic residence and two of whom are to be elected from counties other than Oklahoma and Tulsa counties.

(c) Three (3) ex-officio, non-voting members of the Board, selected annually as follows: the dean of The University of Tulsa College of Law shall select one (1) ex-officio, non-voting member of the Board; the dean of the Oklahoma City University School of Law shall select one (1) ex-officio, non-voting member of the Board; and the dean of The University of Oklahoma College of Law shall select one (1) ex-officio, non-voting member of the Board. Each ex-officio, non-voting member shall be a student in good standing then enrolled at the law school that selects the member, and shall serve a term corresponding to one academic year at that law school, as measured by that law school's own academic calendar rather than the Division's calendar year. Each dean shall make the selection at or before the beginning of that law school's academic year. A student in his or her final year of law study is eligible and may be selected, so as to encourage the member's continued involvement with the Division following graduation. An ex-officio member's service shall terminate automatically upon the member's graduation from, or ceasing to be enrolled in good standing at, the selecting law school, and the dean of that law school may select a

replacement, who must likewise be an enrolled student, to serve the balance of the term. No person may serve more than one (1) term as an ex-officio, non-voting member. For the avoidance of doubt, prior service as an ex-officio, non-voting member shall not count against, or otherwise limit, a person's eligibility to be nominated for or elected to any Directorship or office of the Division.

For clarity, the Representatives described in subparagraph (a) represent the Supreme Court Judicial Districts, which are composed of the following counties:

District No. 1: Craig, Grant, Kay, Nowata, Osage, Ottawa, Pawnee, Rogers, and Washington Counties.

District No. 2: Atoka, Bryan, Choctaw, Haskell, Johnston, Latimer, LeFlore, McCurtain, McIntosh, Marshall, Pittsburg, Pushmataha, and Sequoyah Counties.

District No. 3: Oklahoma County.

District No. 4: Alfalfa, Beaver, Beckham, Blaine, Cimarron, Custer, Dewey, Ellis, Garfield, Harper, Kingfisher, Major, Roger Mills, Texas, Washita, Woods, and Woodward Counties.

District No. 5: Carter, Cleveland, Garvin, Grady, Jefferson, Love, McClain, Murray, and Stephens Counties.

District No. 6: Tulsa County.

District No. 7: Adair, Cherokee, Creek, Delaware, Mayes, Muskogee, Okmulgee, and Wagoner Counties.

District No. 8: Coal, Hughes, Lincoln, Logan, Noble, Okfuskee, Payne, Pontotoc, Pottawatomie, and Seminole Counties.

District No. 9: Caddo, Canadian, Comanche, Cotton, Greer, Harmon, Jackson, Kiowa, and Tillman Counties.

3.2 Duties of Board of Directors. The Board of Directors shall have general supervision and control of the affairs of the Division, subject to the provisions of the Constitution and Bylaws of the Oklahoma Bar Association. The Board of Directors may adopt policies, rules and/or procedures to govern the administration of the Division.

3.3 Election and Terms of Directors. Directors shall be elected by the membership of the Division for a term of two (2) years, pursuant to the election procedures set forth in these Bylaws. All Directors shall be elected at the same election. Beginning with the annual meeting in 2026, and at every second annual meeting thereafter (i.e., in even-numbered years), the membership shall elect all twenty (20) Directors as follows: one (1) Director

from each of Supreme Court Judicial District Nos. 1 through 9; two (2) additional Directors from District No. 3 (Oklahoma County); two (2) additional Directors from District No. 6 (Tulsa County); and seven (7) At-Large Directors, five (5) of whom are elected at large from the Division without regard to geographic residence and two (2) of whom are elected from counties other than Oklahoma and Tulsa Counties (one of the At-Large seats being designated the Rural seat). Any vacancy on the Board of Directors shall be filled by appointment by the Chairperson for the balance of the term vacated.

3.4 Transition to a Single Election Cycle. Notwithstanding the two (2) year term provided in Section 3.3, and in order to consolidate all Director elections into a single cycle, the term of each Director in office on the effective date of these amended Bylaws shall expire at the 2026 annual meeting of the Division. At that meeting, the membership shall elect all twenty (20) Directors in accordance with Section 3.3, and Directors then in office shall be eligible to stand for election.

3.5 Eligibility of Directors. In order to be eligible for election to the Board of Directors, a person must be a member of the Division in good standing and must be eligible for membership in the Division for the full term for which elected.

3.6 Meetings of Board of Directors. Meetings of the Board of Directors shall be at the call of the Chairperson, upon at least forty-eight (48) hours actual notice to the Directors. The Chairperson shall prepare an agenda for each meeting of the Board of Directors and shall circulate the agenda to the Directors together with the notice of the meeting. Any Director may request that an item be placed on the agenda by notifying the Chairperson in advance of the meeting. The agenda is intended to provide notice of anticipated business; the Board may consider and act upon matters not listed on the agenda.

3.7 Removal. The Board of Directors may, by a two-thirds (2/3) vote of its members, remove any Director from office if the Director so removed has failed to attend four meetings of the Board during any calendar year.

3.8 Term. The term of each Director shall be the two (2) calendar years following his or her election.

ARTICLE IV

OFFICERS

4.1 Officers. The Officers of the Division shall be the Chairperson, Chairperson-Elect, Secretary, Treasurer and Past-Chairperson. The Officers shall together constitute the Executive Board of the Division (the "Executive Board"). Except as otherwise provided in these Bylaws, each Officer shall be elected annually and shall serve a term of one (1) year.

4.2 Election, Qualifications and Duties of Officers.

4.2.1 Chairperson. The Chairperson-Elect of the previous year shall automatically become the Chairperson of the Division for the calendar year following his or her term as Chairperson-Elect and shall serve for a term of one (1) year. In the event that the Chairperson-Elect for the previous year shall be unable to serve as Chairperson, then an election for a new Chairperson shall be held pursuant to the election procedures set forth in these Bylaws. The Chairperson shall preside at all meetings of the Division and the Board of Directors and shall perform such other duties and acts usually pertaining to this office. He or she shall, in addition, act as the Division's Representative to the Governing Board of Oklahoma Bar Association and shall prepare a report of the activities of the Division for the past year for presentation at the annual meeting of the Division and for submission to said Governing Board.

4.2.2 Chairperson-Elect. The Chairperson-Elect shall be elected for a one (1) year term by the membership of the Division pursuant to the procedures set forth in these Bylaws from any member of the Division having previously served for at least one (1) year on the Board of Directors of the Division. In the event that no previous members of the Division's Board of Directors shall desire to or be eligible for election as Chairperson-Elect, then any member of the Division shall be eligible for election as Chairperson-Elect. The Chairperson-Elect shall perform the duties of the Chairperson at any time the Chairperson is unable to perform such duties and shall perform such other duties as may be assigned to him or her by the Chairperson. In addition, the Chairperson-Elect shall coordinate the activities of the committees of the Division with the committee Chairpersons, and Director liaisons and regularly report the activities of the committees to the Chair of the Division.

4.2.3 Secretary. The Secretary shall be elected for a one (1) year term by the membership of the Division pursuant to the election procedures set forth in these Bylaws from one of the Directors serving on, or elected to serve on, the Board of Directors. The Secretary shall keep a true record of the proceedings of all meetings, give notice of all meetings, make arrangements for all meetings of the Divisions and Board of Directors and shall be the custodian of all books, papers, documents and other property of the Division. The Secretary shall perform such other duties as may be assigned to him or her by the Chairperson.

4.2.4 Treasurer. The Treasurer shall be elected for a one (1) year term by the membership of the Division pursuant to the election procedures set forth in these Bylaws from one of the Directors serving on, or elected to serve on, the Board of Directors. The Treasurer shall maintain a record of and safely keep all funds belonging to the Division.

4.2.5 Past-Chairperson. The immediate Past-Chairperson of the Division shall be a member of the Board of Directors of the Division. The immediate Past-Chairperson shall

act as Chair of the nominating committee and shall perform such other duties as may be assigned to him or her by the Chairperson.

4.3 Vacancies. Any vacancy in office shall be filled by appointment by the Chairperson until the next annual election of the Division, at which time new Officers shall be elected as provided by these Bylaws.

4.4 Term. The term of each Officer shall be the calendar year following his or her election EXCEPT the Chairperson-Elect which shall be as above set forth in 4.2.1.

4.5 Removal. The Board of Directors may, by a two-thirds (2/3) vote of its members, remove any Officer from his or her office if the Officer so removed has failed to attend four meetings of the Board during any calendar year.

4.6 Effect of Election to the Executive Board on Underlying Seat. A Director who holds a seat representing a Supreme Court Judicial District or County (a "District Seat"), or who holds an At-Large Directorship, and who is elected or appointed to the Executive Board as Chairperson-Elect, Chairperson, Secretary, Treasurer, or immediate Past-Chairperson shall, upon assuming that office, automatically vacate and no longer hold the underlying District Seat or At-Large Directorship, and that seat shall thereupon become open. The resulting vacancy shall be filled by appointment by the Chairperson, as provided in Section 3.3, for the balance of the unexpired term of the vacated seat.

ARTICLE V

ELECTIONS

5.1 Time and Place of Elections. All elections of Officers and Directors of the Division shall be held pursuant to the election procedures set forth in Section 5.4. The Officers shall be elected each year at the annual meeting. All Directors shall be elected together every two (2) years, in even-numbered years, as provided in Section 3.3.

5.2 Nominating Committee. It shall be the duty of the Chairperson of the Division to select a Nominating Committee prior to the annual meeting of the Division, and in sufficient time to enable the Nominating Committee to perform its duties under Section 5.3. The Nominating Committee shall include the Past-Chairperson and at least two (2) other members of the Board of Directors. No member of the Nominating Committee shall be eligible for election to any office or position during the upcoming elections. The Past-Chairperson of the Division shall serve as the Chairperson of the Nominating Committee.

5.3 Duties of the Nominating Committee. It shall be the duty of the Nominating Committee to seek out qualified candidates for all positions that will become available during the annual meeting. The Nominating Committee shall publish a description of all

available positions in the Oklahoma Bar Journal during the months of September and October. Each person wishing to be nominated for any position shall submit to the Nominating Committee a Petition containing the signatures of at least ten (10) members of the Young Lawyers Division of the Oklahoma Bar Association. A Petition must be submitted for each position each person seeks to be nominated for, except that a Petition for the position of Director will be valid for both District Directorships and At-Large Directorships. All Nominating Petitions must be submitted to the Nominating Committee at least forty-five (45) days prior to the annual meeting of the Division. It shall be the duty of the Nominating Committee to publish in the Oklahoma Bar Journal a list of all persons submitting Nominating Petitions to the Committee. The Nominating Committee shall prepare a list of all qualified candidates who have submitted Nominating Petitions and submit this list to the Division pursuant to the election procedures in these Bylaws. It shall be the duty of the Nominating Committee to conduct the election of Officers and Directors of the Division.

5.4 Election Procedure. The election of all Officers and Directors of the Young Lawyers Division shall be conducted by ballot prior to the annual meeting. At least thirty (30) days prior to the annual meeting of the Oklahoma Bar Association the names of each candidate for any Directorship or Office shall be listed in the Oklahoma Bar Journal with the pictures and resumes of the candidates. The Nominating Committee shall have the authority to determine the space allotted for each candidate in the Oklahoma Bar Journal.

At least thirty (30) days prior to the annual meeting of the Oklahoma Bar Association, the Nominating Committee shall cause the official ballot to be distributed to each young lawyer electronically via the email address on file with the Oklahoma Bar Association and in the Oklahoma Bar Journal at the same address at which he or she receives his or her Oklahoma Bar Journal, or by other means as determined by the Nominating Committee. All voting young lawyers will email or mail the ballot to the place designated at least one (1) week prior to the annual meeting. All ballots must be cast pursuant to the official election rules and prescribed by the Nominating Committee.

All members of the Division shall be eligible to vote for those individuals nominated for the positions of Chairperson-Elect, Secretary, Treasurer and At-Large Director. With respect to the positions of Chairperson-Elect, Secretary and Treasurer, the person receiving the most votes will be declared the winner. For the At-Large Directorships, the candidates receiving the highest numbers of votes, equal to the number of At-Large seats to be filled at that election, shall be declared elected. All At-Large Directors elected at the same election shall serve the same two (2) year term.

Only those members of the Division who reside in the Supreme Court Judicial District or County to be represented by a Director(s) other than At-Large Directors shall be eligible

to vote for individuals nominated to fill a vacancy(ies) for Directors who will represent such Judicial Districts or Counties.

In the event an election for any Officer or Director shall result in a tie, the tie shall be broken by the members of the Nominating Committee casting their vote by secret ballot. In the event that the Nominating Committee's vote results in a tie, that tie shall be broken by the Chairperson of the Division casting his or her vote. The members of the Nominating Committee and the Chairperson of the Division shall not be entitled to vote unless there is a tie in the election for any Officer or Director.

Results of the elections of Officers and Directors as provided in this section shall be announced at the annual meeting of the Division.

5.5 Challenges. Challenges to nominations shall be presented by a person with standing to the Chairperson of the Nominating Committee in writing within three business days after the close of nominations. Challenges to elections shall be presented by a person with standing to the Chairperson of the Nominating Committee in writing within three business days after the results of the elections are announced at the annual meeting of the Division. A written response to a challenge shall be offered within three business days after a challenge is raised. Challenges shall be decided by the members of the Nominating Committee submitting their vote to the Chairperson of the Nominating Committee within three business days after the response is due. Decisions by the Nominating Committee are final.

ARTICLE VI

MEETINGS

6.1 Annual Meeting. The annual meeting of the Division shall be held in conjunction with the annual meeting of the Oklahoma Bar Association. At the meeting reports of Officers and committees shall be delivered. Notice of said meeting shall be published in the Oklahoma Bar Journal at least two (2) weeks prior thereto.

6.2 Special Meetings. Special meetings may be called by the Chairperson or by a majority of the Board of Directors and shall be called by the Secretary on request of five (5) members in writing. The time and place of special meetings shall be announced at least one (1) week in advance by publication in the Oklahoma Bar Journal.

6.3 Quorum. At all properly called meetings of the Division, the members of the Division present shall constitute a quorum for the transaction of business. All meetings will substantially adhere to generally accepted parliamentary procedures.

ARTICLE VII

COMMITTEES

7.1 The Chairperson shall have the sole authority to designate the committees of the Division, define their duties, and appoint the committee Chairperson and members. The Chairperson may modify or eliminate any committee at any time. The Chairperson may exercise the authority under this Article VII without the approval of the Board of Directors.

ARTICLE VIII

AMENDMENTS

8.1 These Bylaws may be amended at any meeting of the Division by a two-thirds vote of the members of the Board and the Division present and voting, provided that notice of the substance of the proposed amendments shall have been published in the Oklahoma Bar Journal at least two (2) weeks before the meeting.

APPROVAL HISTORY

APPROVED by majority vote of the Division on the 14th day of August, 1993.

APPROVED by the Board of Governors of the Oklahoma Bar Association on the 27th day of October, 1993.

2006 Amendments:

APPROVED by majority vote of the Division on November 16, 2006.

APPROVED by the Board of Governors of the Oklahoma Bar Association on the 8th day of December, 2006.

2010 Amendments:

APPROVED by a majority vote of the Division on August 28, 2010.

APPROVED by the Board of Governors of the Oklahoma Bar Association on October 15, 2010.

2026 Amendments:

APPROVED by a majority vote of the Division on _____, 2026.

APPROVED by the Board of Governors of the Oklahoma Bar Association on _____, 2026.