
BY-LAWS
INTELLECTUAL PROPERTY & TECHNOLOGY SECTION
HAWAII STATE BAR ASSOCIATION

ARTICLE I

Name and Purpose

1.1 Name. The name of this Section is the Intellectual Property & Technology Section (the "Section") of the Hawaii State Bar Association (the "Association").

1.2 Purpose. The purpose of the Section is to serve and promote the interests of the general public, the judiciary, the Association and its members within the fields of science, technology and intellectual property, through activities to include: study; sharing of information, ideas and opinions; sponsoring conferences; publishing newsletters and proceedings; giving testimony before legislative bodies; coordinating with national and state bar sections and with intellectual property attorneys from other states and countries, and particularly those from Asia and the Pacific Basin; and working with government, private inventors groups, and representatives of the entertainment and hi-tech industries to establish and promote intellectual property research libraries and other relevant facilities within the State of Hawaii.

ARTICLE II

Membership

2.1 Regular Members. Any member of the Association shall be eligible to enroll as members in the Section. Enrollment in the Section shall constitute a member's declaration of commitment to work actively for the purposes of the Section. Those so enrolled shall constitute the members of the Section (the "membership").

2.2 Associate Members. Associate members may be admitted on such terms as the Section's Board of Directors may decide but may not vote or hold office.

2.3 Dues. Annual Section dues for members and Associate members of the Section shall be in such amounts as may be set from time to time by the membership at the annual meeting.

ARTICLE III

Meetings of the Membership

3.1 Annual Meeting. The annual meeting of the Section shall be held each year in conjunction with the Association's

annual convention with such program and order of business as may be arranged by the chairperson.

3.2 Special Meetings. Special meetings of the Section may be called by the Section's Board of Directors. Written notice of the date, place and program of any special meeting of the Section shall be mailed or delivered to each member of the Section or published in the Hawaii Bar News at least ten (10) days prior to such meeting.

3.3 Regular Meetings. Regular meetings shall be held the first Thursday of every even numbered month, or at such other intervals as called by the chairperson.

3.4 Quorum. Twenty percent (20%), or no less than three (3), whichever is greater, of the members of the Section present in person at any meeting of the Section shall constitute a quorum for the transaction of business.

3.5 Votes Required. All action of the Section shall be by a majority vote of the members present and voting thereon. A minority vote on any action shall be recorded and a minority report shall be prepared to accompany any report on a majority vote.

ARTICLE IV

Board of Directors

4.1 Composition. There shall be a Board of Directors ("Board"), which shall consist of the Officers of the Section ("Officers") and two members at large.

4.2 Terms. Except in the case of elections to fill vacancies for unexpired terms, each member of the Board shall be elected for a term of two years which will expire at the close of the calendar year following the annual meeting which occurs in even numbered years.

4.3 Duties and Powers of the Board of Directors. The Board shall have general supervision and control of the affairs of the Section, subject to the provisions of these by-laws.

4.4 Vacancies. The Board shall promptly select individuals from the membership to fill any vacancies on the Board that occur between annual meetings of the Section. Members so selected shall serve until the close of the unexpired term of the office vacated.

4.5 Committees. The Board may authorize the chairperson to appoint committee chairpersons from Section members to perform

such duties as the Board may direct. A majority of the Board may remove any committee chairperson.

4.6 Quorum; Voting. Three of the members of the Board shall constitute a quorum at any meeting. A valid action at any meeting shall be by a majority vote of the persons present at the meeting. Members of the Board, when personally present at the meeting, shall vote in person, but when absent may communicate their votes upon any proposition to the Secretary in writing or by telegraph, telefacsimile or telephone, and have it counted with the same effect as if cast personally at such meeting.

ARTICLE V

Officers

5.1 Officers; Terms. The officers of the Section shall be a chairperson, a vice-chairperson, a treasurer, and a secretary. They shall be nominated and elected, as provided in Article VI of these by-laws, at each annual meeting of the Section occurring in an even-numbered year to hold office for a two year term beginning with the calendar year following the annual meeting at which they shall have been elected and or until their successors shall have been elected and qualified.

5.2 Chairperson. The chairperson shall preside at all meetings of the Section and of the Board. The chairperson shall plan and superintend the program of the Section, subject to the directions and approval of the Board. The chairperson shall perform such other duties and acts as usually pertain to the office or as may be designated by the Board.

5.3 Vice-Chairperson. The vice-chairperson shall perform such duties and have such further powers as usually pertain to the office or as may be designated by the Board or the chairperson. In case of the death, resignation, absence, or disability of the chairperson, the vice-chairperson shall perform the duties of the chairperson for the remainder of the chairperson's term, absence or disability, as the case may be.

5.4 Treasurer. The treasurer shall (a) aid the chairperson in the manner and to the extent designated by the Board or the chairperson, (b) be responsible for the keeping and accounting for the financial records and the funds of the Section and disbursing them as directed by the Board, (c) be responsible for collection of dues, and (d) be responsible for preparing periodic financial statements of the Section.

5.5 Secretary. The secretary shall (a) consult with and assist all the Officers of the Section in the work of the Section generally in the manner and to the extent they may request, (b) keep a record of the proceedings of all meetings of

the Section and of the Board and (c) be responsible for the preservation of all books, documents and other papers of the Section, except money.

ARTICLE VI

Nomination and Election of Officers

6.1 Nominations. Not less than one month before each annual meeting occurring in an even numbered year the secretary shall solicit nominations for officers from the membership. Any member of the Section may nominate an officer or officers.

6.2 Report of Secretary. The secretary shall submit a report of the nominations to the chairperson, who shall cause such report to be published to Section members, prior to the annual meeting occurring in an even numbered year. The secretary shall present the report to the section at the annual meeting.

6.3 Other Nominations. Other nominations may be made by the Board.

6.4 Elections. All elections shall be held during that annual meeting occurring in an even numbered year. In case more than one person is nominated to a particular office (a) voting shall be by written ballot, unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held, and (b) the person receiving the highest number of ballots shall be deemed elected.

ARTICLE VII

Relations with Hawaii State Bar Association

7.1 Actions of the Section as Action of the Association. Any action by the Section on behalf of the Association must be approved by the Association before the same becomes effective as the action of the Association. Any resolution adopted for action taken by the Section may on request of the Section be reported by the chairperson to any meeting of the Association for the Association's action thereon.

7.2 Action by the Section. The Section may take such action as a Section not inconsistent with the activities of the Association.

ARTICLE VIII

Miscellaneous Provisions

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

8.2 Expenditures. All bills incurred by the Section, before being forwarded to the treasurer for payment, shall be approved by the chairperson or the chairperson's delegate.

8.3 Compensation. No salary or compensation shall be paid to any member of the Board.

8.4 Amendment. These by-laws may be amended by a majority vote of the members of the Section, if: (a) such a proposed amendment shall first have been approved by a majority of the Board or ten (10) members of the Section, and (b) notice of the proposed amendment shall be mailed to the members at least twenty (20) days prior to any vote thereon.

8.5 Communications. All written communications to members of the Section may be made by depositing the same in the member's court jacket.