

**AMENDED AND RESTATED BYLAWS FOR
THE MULTICULTURAL JUDGES AND LAWYERS SECTION OF THE
DELAWARE STATE BAR ASSOCIATION (the “Bylaws”)**

Amended as of August 2015

ARTICLE 1: IDENTIFICATION

1.1 Name. This Section shall be known as “The Multicultural Judges and Lawyers Section” (hereinafter the “Section” or “MJL Section”).

1.2 Purpose. The general purpose of the Section shall be the furtherance of the objectives of the Delaware State Bar Association (the “DSBA”) and the interests of attorneys, judges and members of the legal community of diverse ethnic backgrounds. To that end, the purpose of the Section shall be to foster communication and understanding among diverse groups within the legal and greater community at large, work towards increasing diversity within the Delaware legal community, encourage public service rendered by its members (the “Members”) and promote the professional development and interests of its Members.

1.3 Limitations. These bylaws of the MJL Section are subject to the bylaws of the DSBA.

ARTICLE 2: MEMBERSHIP

2.1 Enrollment. Any member, associate member, or student member in good standing with the DSBA shall, upon request to the Secretary of the DSBA and the payment of annual Section dues, be enrolled as a Member of the Section.

2.2 Membership. Members so enrolled and whose dues are paid pursuant to the provisions of this Article shall constitute the membership of the Section.

2.3 Dues. Dues for membership in the Section shall be in an amount set by the Executive Committee of the DSBA, payable upon enrollment and thereafter annually at the beginning of the DSBA’s fiscal year.

ARTICLE 3: OFFICERS/EXECUTIVE BOARD

3.1 Officers/Executive Board. The Officers/Executive Board of the Section shall be the: (1) Chair, (2) Executive Vice-Chair, (3) Vice-Chair of Legislative and Community Relations, (4) Vice-Chair of Public Relations, (5) Vice-Chair of Law School Outreach, and (6) Secretary.

The Officers/Executive Board shall: (i) manage and direct the business and affairs of the Section, (ii) schedule and coordinate the Section’s meetings, (iii) communicate with the DSBA’s Executive Committee, (iv) network with other sections of the DSBA, and (v) recommend any amendments to the Section’s Bylaws.

The Officers/Executive Board may establish committees as it deems necessary and desirable to promote the purpose of the Section. No action of any Section committee shall be effective until approved by the Officers/Executive Board.

3.2 Nominations And Elections. The Officers/Executive Board shall be elected for a one (1) year term commencing, July 1 and ending June 30, by the Members of the Section at an annual or special meeting of the Members of the Section called for that purpose. Only Members that declare their candidacy or are nominated by other Members of the Section shall be considered for election to such officer positions.

3.3 Chair. The Chair shall preside at all meetings of the Section and the Executive Board. The Chair shall develop an agenda for each meeting of the Section. The Chair shall assist all members of the Executive Board in the performance of their duties and shall be the representative of the Section at the meetings of the Executive Committee of the DSBA. Additionally, the Chair may work closely with members of a MJL Section Advisory Council, community leaders, and lawmakers to ensure the purpose of the Section is being fulfilled. In the absence of the Chair, the Executive Vice-Chair shall assume the Chair's responsibilities.

3.4 Executive Vice-Chair. The Executive Vice-Chair shall aid the Chair in the performance of his/her duties in the manner and to the extent the Chair may request. The Executive Vice-Chair shall also be responsible for maintaining the financial records of the Section, and communicating and organizing initiatives and activities with the Vice-Chairs of the Section.

3.5 Vice-Chair of Legislative and Community Relations. The Vice-Chair of Legislative and Community Relations shall organize the legislative agenda for the Section, represent the Section in meetings with national, state and local lawmakers, the Delaware legal community, and the Delaware community at-large. Additionally, the Vice-Chair of Legislative and Community Relations is tasked with coordinating Section outreach efforts with community organizations and recommending various community initiatives that the Section should sponsor and support.

3.6 Vice-Chair of Public Relations. The Vice-Chair of Public Relations shall organize the media and public relations outreach for the Section. The Vice-Chair of Public Relations, in consultation with the Chair and the Executive Vice-Chair, shall make public statements on behalf of the Section. The Vice-Chair of Public Relations shall coordinate communications efforts with the DSBA and provide communication mediums for the Section to publicly express concerns and initiatives. The Vice-Chair of Public Relations is further tasked with organizing and coordinating special events for the Section and co-sponsoring other activities and initiatives in which Section members participate.

3.7 Vice-Chair of Law School Outreach. The Vice-Chair of Law School Outreach shall develop, organize and coordinate the Section's law school outreach program. Additionally, the Vice-Chair of Law School Outreach shall assist the Section in developing relationships with multicultural student groups of various law schools located throughout the Country. The

Vice-Chair of Law School Outreach is further tasked with leading efforts to mentor and support prospective Delaware Attorneys and new Delaware Attorneys.

3.8 Secretary. The Secretary shall issue all notices for, and shall keep minutes of, all meetings of the Section. The Secretary shall have charge of the Section's records, maintain the Section's page on the DSBA website, and perform other duties as the Chair or Executive Vice-Chair may from time to time prescribe.

ARTICLE 4: THE ADVISORY COUNCIL

4.1 Appointment. The Chair may also appoint two or more Members of the Section to serve on an Advisory Council.

4.2 Powers. The Advisory Council shall be available to meet with and advise the Chair and Executive Vice-Chair of the Section. The Chair and Executive Vice-Chair of the Section may look to the Advisory Council for guidance regarding the business and affairs of the Section, on an as needed basis.

ARTICLE 5: MEETINGS OF THE MEMBERSHIP

5.1 Annual Meeting. The Section shall hold an annual meeting of its Members in the month of April for: (a) the election of officers who shall succeed the existing officers effective as of July 1 of such year, (b) an update on the activities of the Section, and (c) the transaction of such other business as may properly come before the meeting.

5.2 Regular Meetings. The Section shall hold at least four meetings of its Members between the months of September and May at such times and places as the Chair or Executive Vice-Chair shall determine.

5.3 Voting Eligibility. Any Member of the Section, who is also a member in good standing of the Delaware Bar shall be eligible to vote.

5.4 Quorum. The presence of ten Members of the Section who are eligible to vote shall be required to constitute a quorum for the transaction of business, except that fifteen Members who are eligible to vote shall be required to constitute a quorum at any annual or special meeting called for the purpose of electing Section officers.

5.5 Controlling Vote. The action of the Section shall be by majority vote of a quorum, as defined in Section 6.4 hereof.

5.6 Consent of Members in Lieu of Meeting. Any action that may be taken at a meeting of the Members of the Section, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action to be taken, shall be signed by the number of

Members that would be required to authorize or vote in favor of such action at a meeting at which all Active Members that would be eligible to vote thereon were present and voted. Alternatively, such action may be taken without a meeting, and without prior notice, if an e-mail setting forth the action to be taken, is approved by the number of Members that would be required to approve such action by written consent.

ARTICLE 6: PUBLIC STATEMENTS

6.1 Oral and/or Written Statements. Public statements, whether oral or written, provided on behalf of the Section shall be made only upon authorization of the Officers/Executive Board of the MJL Section, subject to the approval of the Executive Committee of the DSBA pursuant to Subsections 10.2(E) & (F) of the Bylaws of the DSBA. Statements voiced or submitted to the press, legislative bodies, courts or governmental agencies, or any other entity on matters which might be attributed to the Section which have not been approved by the Section and its officers may be made only as the comments of the individual Members of the Section who prepared them, and an appropriate statement should be included in such comments reflecting the fact that the comments do not represent the position of the Section or the DSBA.

ARTICLE 7: OVERRIDING AUTHORITY

7.1 DSBA Bylaws. The MJL Section shall be bound by these Bylaws and by the bylaws of the DSBA. The MJL Section shall not take any action which is inconsistent therewith.

7.2 Resolutions of the Executive Committee of the DSBA. Notwithstanding any authority of the Section contained in these Bylaws or the bylaws of the DSBA, such authority is subject to any resolution of the Executive Committee of the DSBA.

ARTICLE 8: AMENDMENT

8.1 Method. These Bylaws may be amended, repealed and/or new or additional bylaws may be adopted from time to time upon (a) recommendation of the Executive Committee of the Section, and (b) a majority vote of a quorum of the Section. However, no change in the Bylaws shall become effective until approved by the Executive Committee of the DSBA.