

PROPOSED AMENDMENT TO STATE BAR BYLAWS REGARDING  
ATTENDANCE AND VOTING AT ANNUAL BUSINESS MEETING

**Article IV, Section 4.4 of the Appendix to SDCL Chapter 16-17 -  
The State Bar of South Dakota Bylaws**

4.4. **Meetings.**

- a. **Annual Meeting.** The State Bar will hold an annual Member meeting ("Annual Meeting") at the time and place determined by the Bar Commission. Members may attend the meeting in-person or by electronic communications. The electronic communications medium Members may use to attend will be determined by the Bar Commission.
- b. **Notice.** The State Bar will give notice of the Annual Meeting to all Active and Inactive Members at least 30 days before the meeting date.
- c. **Resolutions.** Resolutions for Member consideration at the Annual Meeting must be submitted by an Active Member to the State Bar in writing at least 45 days before the business portion of the Annual Meeting ("Business Meeting"). The State Bar will publish properly submitted resolutions in the Annual Meeting Program, post them conspicuously at the Annual Meeting, and make copies available for Members in attendance. The State Bar will not accept any resolution or motion, complimentary to any Officer or Member, for any service performed, paper read, or address delivered.
- d. **Special Meetings.** Any five Bar Commissioners may call a special Member meeting by signing a written Call for Special Meeting and filing it with the Executive Director. The Call must state the Special Meeting's purpose. Upon receipt of the Call, the Executive Director must fix a date for the Special Meeting no more than 40 days after receipt of the Call and give notice of the Special Meeting to all Active and Inactive Members at least 30 days before the meeting date.

- e. **Waiver of Notice.** A Member's attendance at any meeting will constitute a waiver of notice by the Member, unless the Member announces at the meeting's beginning that the Member is attending solely to object to the meeting on the grounds of improper notice.
- f. **Quorum.** Twenty-Five Active Members at any Regular or Special Meeting will constitute a quorum. If a quorum is not present, those in attendance may adjourn the meeting until a quorum is present.
- g. **Proxy.** Members may not vote by proxy.
- h. **Voting.** Each Active Member has one vote for each matter upon which the Member is eligible and entitled to vote. A matter is approved when a majority of Members present vote in favor of the matter. A Member is considered present whether they attend a meeting in-person or through electronic communications. In the event of a tie vote, lots will be drawn to determine the matter.
- i. **Fixing of Membership.** The State Bar will determine Membership ten days before an Annual or Special Meeting for voting purposes at the upcoming meeting.
- j. **Official Record.** The Executive Director will maintain an official record of all State Bar meetings.