

AMENDMENT TO THE BY-LAWS OF THE HISPANIC LAW STUDENT ASSOCIATION

ARTICLE I.

Pursuant to Article Eight of its By-Laws, the Hispanic Law Student Association (“HLSA”), is a student organization at Nova Southeastern University, Shepard Broad College of Law, in Fort Lauderdale, Florida, hereby duly adopts the organizations amended name as Hispanic Student Bar Association (“HSBA”) and duly adopts the following Amendments to its By-Laws:

Section 1. Composition:

The HSBA Board shall be comprised of a President, a Vice President, and a Board of Directors. The Board of Directors shall be composed of: President-Elect, a Director of Finance, a Director of Official Records, a Director of Legal Affairs, a Director of Community Affairs, a Director of 3L Involvement, a Director of 2L Involvement, a Director of 1L Involvement, and a Director of Evening Student Involvement. The aforementioned positions shall collectively be referred to as the “HSBA Executive Board,” the “Board,” the “HSBA Officers,” or the “Officers.” The creation of additional positions to the Board of Directors can be made by Amendment to these By-Laws pursuant to Article VIII.

Section 2. Power of Appointment:

The HSBA President and Vice President shall have the power to create committees to handle specific events and appoint chair persons to oversee such committees. The chair person for these ad hoc committees may be selected from the HSBA Board, from HSBA’s General Membership, or from the faculty and staff of Nova Southeastern University, Shepard Broad College of Law. The HSBA Board can create as many of the aforesaid committees as it may deem necessary. Such committees will be accountable to the HSBA Board and the General.

ARTICLE II. Meetings

SECTION A: Regular meetings will be held at times to be determined by the Board, and when so fixed, and made known to the membership, no special notice of the purpose of such meeting shall be required. All meetings shall be held at such place and at such hours as the Board shall designate. Special meetings may be called at any time by the Board, or by the President, and shall be called upon the written request of the members of the Association.

SECTION B: At each meeting of the HSBA, the order of business shall be as follows, unless otherwise discussed by the presiding officer:

1. Call to order.
2. Introduction of guests, if any.
3. Guest speakers of program, if any.
4. Each Officer's report.
5. Committee reports and/or updates.
6. Unfinished business.
7. New business.
8. Adjournment.

SECTION C: The President, the Vice-President and/or the President-Elect, shall preside at all meetings. In the absence of both the President Vice-President, the President-Elect, then the Corresponding Secretary, or in his/her absence, the Treasurer shall preside, at all meetings.

ARTICLE III. Dues

1. Regular members shall be members who have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership unless he or she is a member of The Florida Bar in good standing.
2. The Board of Directors ("the Board") may from time to time choose persons as honorary members of the Association. Honorary members shall be entitled to all privileges of the Association, except those voting and holding office, and shall be exempt from the payment of dues.

Section IV. Vacancies

The HSBA Board shall also have the power to fill vacancies on the Board of Directors by appointment pursuant to Section F, Filling Unexpired Terms, of Article V, Officers, of the HSBA By-Laws as amended herein. Vacancies shall be finalized by a vote of the board with a majority vote.

Section 2. Duties of the Executive Board

Duties and responsibilities of HSBA executive officers are but not limited to the following:

A. President:

1. Must be a member in good standing of HSBA;
2. The President shall be the chief executive officer of the Association and shall preside over meetings of the Board and of the Association, and shall perform the duties delegated by the By-Laws, the Association, and/or the Board.
3. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership, or a board position unless he or she is a member of HSBA in good standing.
4. Must be duly elected by prior year President and shall assume office at the end of winter semester;
5. Shall be the head administrator and presiding officer of HSBA and shall serve as chairperson of the board of directors;
6. Shall be the official representative and spokesperson of HSBA;
7. Shall serve as the presiding officer at general and officer meetings and set the Agenda for such meetings (unless otherwise delegated);
8. Shall oversee elections;
9. Shall be responsible for enforcing and upholding the HSBA By-Laws;
10. Shall maintain communications with the administration, the HSBA members, the HSBA Alumni, and other friends of the law school;
11. Shall have the final authority to represent HSBA in a manner consistent with these By-Laws;
12. Shall serve as HSBA's Historian with the duties of recording, photographing, and otherwise memorializing HSBA events and shall work with the Director of Official Records to execute this duty;
13. Shall propose social functions and activities, with advice and assistance from other officers and members. The President's authority shall be final in these matters, with

any objections stated on the record by the Director of Official Records.

A. Vice President:

1. Must be a member in good standing of HSBA;
2. The Vice-President shall perform the duties in the absence of the President or inability to act therein, and shall perform the duties delegated by the By-Laws, the Association, and/or the Board.
3. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership, or for a board position unless he or she is a member of HSBA in good standing.
4. Must be duly elected or appointed and shall assume office at the end of the winter semester;
5. Shall assume the duties of President of HSBA in the absence or incapacity of the President;
6. Shall assist the President in the daily functions of HSBA;
7. Shall assist the Director of Finance with the Budget, and represent HSBA at all Budget meetings with the Director of Finance, when necessary.

A. Director of Official Records

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership, or a board position, unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall maintain records and minutes of general and officer meetings;
5. Shall be the principal liaison between the General Membership and the HSBA Board;
6. Shall conduct necessary correspondence via U.S. Mail or E-mail on behalf of the President or Vice President as necessary to facilitate the needs of HSBA and shall maintain appropriate records thereof;

7. Shall review all in-coming mail as often as necessary and keep officers and members informed of all events of interest to its members, including but not limited to conferences, job fairs, guest speaker events, clerkship notices. Upon review of such information, provide information to Officer of Community Affairs to be posted accordingly on the HSBA's media outlets;
8. Shall keep a copy of these By-Laws and any amendments adopted by HSBA;
9. Shall maintain an up-to-date list of all members of HSBA;
10. Shall monitor and enforce the membership attendance requirement as provided in Article I, Section 2.

B. Director of Finance

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership, or a board position, unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall manage and maintain the finances of HSBA by creating a log, file, or folder of HSBA's account, accessible for review by its officers;
5. Shall prepare, in conjunction with the other HSBA officers, expenditure reports and review budget requests;
6. Shall approve budget requests in conformity with law school use-of-funds policy and shall advise the Vice President and President before the transfer of funds to any party;
7. Shall collect all dues and assessments duly authorized by HSBA;
8. Shall represent HSBA in matters relating to University Student Fee allocation;
9. Shall be primarily responsible for fundraising events, for working with local bar associations in their fundraising efforts, and for contacting attorneys, judges, and local bar associations for contributions of time or funds. The Director of Finance shall coordinate the Director of Legal Affairs to execute this duty.

C. Director of Community Affairs

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership, or a board position unless he or she is a member of The Florida Bar in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall be primarily responsible for the development and execution of events including, but not limited to, community service and outreach events, scholastic or academic events, and social events. The Director of Community Affairs shall coordinate with the Director of Legal Affairs to facilitate the attendance of HSBA members at similar events held by local bar associations and/or to facilitate the creation of an event hosted jointly by HSBA and a local bar association;
5. Shall be responsible to coordinate with the School Faculty and Chairperson of Events on any activities, events, and fundraisers for the year semester;
6. Shall contact speakers or presenters for such events;
7. Shall organize, order, and deliver food for meetings, and events
8. Shall reserve place for events to take place;
9. Shall maintain and update the HSBA bulletin board and website with relevant information regarding HSBA's events, officers, and status.

D. Director of Legal Affairs

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership or a board position, unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall be primarily responsible for the development and execution networking events involving the legal community;

5. Shall be the principal liaison between local attorneys, judges, and bar associations and shall notify the Officers and the General Membership of any events, scholarships, or opportunities derived from attorneys, judges, and local bar associations;
6. Shall coordinate with the School Faculty, Director of Community Affairs and the Chairperson of Events on any activities, events, and fundraisers for semester;
7. Shall coordinate with the Director of Community Affairs and Chairperson of Events to find, invite, and secure, attorneys and judges to serve as guest speakers at HSBA meetings, academic events, or other functions.

E. Director of Evening Involvement

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership or a board position unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall be the primary liaison between the evening law students and HSBA, eliciting from evening students their wants, likes and dislikes, complaints, and suggestions and notifying the Officers and the General Membership of same;
5. Shall actively recruit new members to HSBA;
6. Shall promote HSBA events around the NSU Law community, and encourage participation and involvement in HSBA-sponsored and co-sponsored events.

F. Director of 3L Involvement

1. Must be a member in good standing of HSBA.
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership or a board position, unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall be the primary liaison between the second year (2L) law students and HSBA, eliciting from second year (2L) students their wants, likes and dislikes, complaints, and

suggestions and notifying the Officers and the General Membership of same;

5. Shall actively recruit new members to HSBA;
6. Shall promote HSBA events around the NSU Law community, and encourage participation and involvement in HSBA-sponsored and co-sponsored events.

G. Director of 2L Involvement

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership or a board position, unless he or she is a member of HSBA in good standing.
3. Must be duly elected and shall assume office at the end of the winter semester;
4. Shall be the primary liaison between the second year (2L) law students and HSBA, eliciting from second year (2L) students their wants, likes and dislikes, complaints, and suggestions and notifying the Officers and the General Membership of same;
5. Shall actively recruit new members to HSBA;
6. Shall promote HSBA events around the NSU Law community, and encourage participation and involvement in HSBA-sponsored and co-sponsored events.

H. President-Elect.

1. Must be a member in good standing of HSBA;
2. Must have been approved for such membership, pay their membership dues in a timely manner, up to date, and whose memberships are still in good standing. No persons shall be eligible for regular membership or a board position, unless he or she is a member of HSBA in good standing.
3. The President-Elect shall perform the duties in the absence of the President and/or Vice-President in the event of their inability to act therein, and shall perform the duties delegated by the By-Laws, the Association, and/or the Board.
4. Must be duly appointed by the President and shall assume office at the end of the Winter semester following the current President's exit;
5. Shall assist both President and Vice President where needed;

6. Shall actively recruit new members to HSBA;
7. Shall assist the Director of Legal Affairs, Community affairs and Chairperson of Events with communicating and organizing events.

ARTICLE V. Election of Officers

Section 1. Nominations for Officer Positions:

The Director of Official Records shall oversee, collect, and confirm nominations.

Section 2. Filling Unexpired Terms

a. In the event an office is vacated by resignation, impeachment, or disability or left vacant after a general election, the HSBA Board shall convene as soon as possible, shall discuss and consider replacements, and shall vote to appoint a HSBA member into that vacant position. The filling of a vacancy must be approved by majority of the HSBA Board. The aforementioned procedure does not apply to the office of the President. Upon the vacancy of the Presidency, the Vice President will become President. After the Vice President assumes the Presidency, the HSBA Board shall convene as soon as possible, shall discuss and consider replacements, and shall vote to appoint a member of the Board of Directors of HSBA into the vacant Vice President position. Should a member of the Board of Directors assume the Vice Presidency, the procedure specified in Subsection A of this Section shall be used to fill vacancy in the Board of Directors. Should the Vice President not accept the President position, a special election must be held as soon as possible to elect a new President. This election must comply with Article IV Section 1, 2 and 3 in addition to Article III. Election of Officers. Any member of the Board of the Directors may run for the Presidency should aforementioned occur. If a member of the Board of Directors is elected to the Presidency, the vacancy left on the Board of Directors will be filled pursuant to Article IV. Section 1 unless the board member elected chooses to vote on vacancy with the executive board, then the vote must conform to Article IV. Section 2, Section 3, Article VI Section 1, 2 and 3 and Article VIII if necessary as to create a quorum. Although a year's commitment is required when a candidate runs for an officer position, a candidate who is appointed or elected mid-year to occupy an otherwise vacant position, for example, is allowed to serve on the HSBA Board from the time he or she assumes such position until the next regularly scheduled round of elections.

ARTICLE VI

Section 1. Committees and Representatives

The HSBA Board shall have the power to appoint by a majority vote on individual members of HSBA to represent HSBA and its interests when and where necessary. Such HSBA representatives shall be accountable to the HSBA Board and the General Membership.

Section 2. Voting definitions

- a. **A quorum of the Board:** shall consist of a simple majority of the elected officers present at the meeting.
- b. **General Body:** General Body is a simple majority of the Active Membership, in which are entitled to submit suggestions on how the board should vote in regards to activities or programs in wish the board wishes to implement.
- c. **A simple majority** vote shall be defined as one more than half the votes cast by persons constitutionally entitled to vote, excluding refusals and abstentions, at a regularly or properly called meeting at which a quorum is present;
- d. **A two-thirds (2/3)** vote shall be defined as at least two-thirds of the votes cast by persons legally entitled to vote, excluding refusals and abstentions, at a regular or properly called meeting at which a quorum is present;

Section 3. Terms of Voting Rights

1. Each voting executive board member should be in good standing and must be confirmed by the Director of Finances;
2. Active Membership are eligible cast suggestions in which the board is to vote upon, or properly proxies active membership in good standing, in which voting would occur.
3. Each general member is allowed to be voted on to be a part of a committee and must in return be confirmed by 2/3 of the executive board.

ARTICLE VII: PROXY

1. The member must be in good standing to appear by proxy as status of the member must be certified by the Director of Finances;
2. The member must present a written or electronic proxy to be certified by the President or Vice President at least twenty-four (24) hours prior to voting and/or elections;
3. A member failing to meet the criteria in 1 and 2, above, is bound to the results of all voting results the day it occurs.

ARTICLE VIII: BOARD MISCONDUCT:

If grounds for disciplinary action exist such as probation, removal, and/or impeachment of an officer in question shall be appropriate. Probation shall be appropriate for a General Body member(s), committee member(s) are subject to votes only by the E-board:

1. **Probation:** Probation shall be in order upon two-thirds (2/3) vote of the Board or the General Body. The Executive Board shall set the terms of the probation (excluding the

- officer/member to be disciplined) by a simple majority vote.
2. **Removal:** Removal of an Executive Officer may be done by the President and Vice President of HSBA upon a showing that the Executive Officer(s) are not or has not performed their duties. Removal shall be in the interest of HSBA.
 3. **Impeachment:** All other forms of Removal, such as but not limited to: conflicts between board, members and/ or Academic discipline, ethical violations or dismissal from school can be grounds upon a vote of two-thirds (2/3) of Active Membership and advisement of the board (excluding the officer/member who is subject to such actions);
 4. **Probation:** Probation shall be in order upon two-thirds (2/3) vote of the Board or the General Body. The Executive Board shall set the terms of the probation (excluding the officer/member to be disciplined) by a simple majority vote.

ARTICLE IX: MISCELLANEOUS

The books, accounts and records of the Association shall be open to inspection by any voting member of the Association upon reasonable written notice to the custodian of the records sought to be inspected and at the place where such records are maintained, provided the the Board and the voting member seeking to inspect said records may mutually agree to the time and place of inspection.

The foregoing Amendments to the By-Laws of the Hispanic Student Bar Association were duly adopted and are effective immediately after approval by the President and Vice President of the Hispanic Student Bar Association.

/s/Erica K. Ramos

President of HSBA

1/4/2017

/s/Suzane Kalytovskyy

Vice President of HSBA

1/4/2017