

**BYLAWS OF THE
ENTERTAINMENT, ARTS AND SPORTS LAW SECTION
OF THE NEW YORK STATE BAR ASSOCIATION**
(Effective: January 4, 2023)

ARTICLE I
Name and Purpose

Section 1. Name. This Section, which was founded in 1988, is and shall be known as the Entertainment, Arts and Sports Law Section of the New York State Bar Association (“NYSBA”). This Section may also be referred to from time to time by its acronym “EASL.”

Section 2. Purpose. The purpose of EASL shall be to bring together, for furtherance of their mutual interests, such members of NYSBA as are interested in entertainment, arts and sports law.

ARTICLE II
Membership

Section 1. Members. Any member of NYSBA shall be eligible for membership in this Section and shall be enrolled as a member of this Section upon application through NYSBA and payment of such annual dues as shall be determined by the Executive Committee of this Section (subject to Section 2 in Article XI of these Bylaws below).

ARTICLE III
Officers and Executive Committee

Section 1. Officers. EASL's Officers shall consist of: a Section Chair, a First Vice-Chair, a Second Vice-Chair, a Secretary, an Assistant Secretary, a Treasurer, and an Assistant Treasurer.

Section 2. Executive Committee. The Section's Executive Committee shall consist of:

- (a) the Officers of this Section,
- (b) at least one District Representative from each NYS Judicial District,
- (c) Delegate(s) and Alternate Delegate(s) to the NYSBA House of Delegates,
- (d) Chair(s) of each Standing and Special Committee,
- (e) up to six (6) At-Large Members, and
- (f) all past Section Chairs.

ARTICLE IV
Elections, Appointments and Terms

Section 1. Election of Officers and District Representatives. Each Officer and District Representative will have a two-year term in that position beginning February 1 after their election by a majority of EASL members present at the Section’s Annual Meeting. To the extent practicable, no Officer or District Representative shall hold the same position for more than two full consecutive terms, and each shall be elected with a view to rotating persons holding those positions.

Section 2. Election of Delegate(s) and Alternate Delegate(s). Each Delegate(s) and Alternate Delegate(s) elected to the House of Delegates will have a one-year term in that position beginning June 1 after their election by a majority of EASL members present at the Section's Annual Meeting. To the extent practicable, no Delegate(s) or Alternate Delegate(s) shall hold the same position for more than two full successive terms, and each shall be elected with a view to rotating persons holding those positions.

Section 3. Appointment of Standing and Special Committee Chairs. Each Standing and Special Committee Chair will have a two-year term in that position beginning February 1 after being appointed by the Section Chair in consultation with EASL's other Officers. To the extent practicable, no Standing or Special Committee Chair shall hold the same position for more than two full successive terms, and each shall be appointed with a view to rotating persons holding those positions.

Section 4. Appointment of Executive Committee At-Large Members. Each At-Large Member of EASL's Executive Committee will have a two-year term in that position beginning February 1 after being appointed by the Section Chair in consultation with EASL's other Officers. To the extent practicable, no At-Large Member shall hold the same position for more than two full successive terms, and each shall be appointed with a view to rotating persons holding those positions.

Section 5. Removal of Committee Chairs and At-Large Members, Notwithstanding any reference in this Article IV to a "one-year term" or a "two-year term," any Chair of a Standing or Special Committee, and any At-Large Member of the EASL's Executive Committee, may be removed from such position at any time by the Section Chair in consultation with EASL's other Officers.

Section 6. Removal of District Representatives, Delegate(s), and Alternate Delegate(s). Notwithstanding any reference in this Article IV to a "one-year term" or a "two-year term," any District Representative, Delegate and Alternate Delegate may be removed from such position at any time by a majority vote of the Executive Committee members present at an Executive Committee meeting.

ARTICLE V Nominating Committee

Section 1. Nominating Committee. Prior to the election of Officers, District Representatives, Delegate(s) and Alternate Delegate(s) at an Annual Meeting of the Section's members, a Nominating Committee (consisting of all past Section Chairs desiring to so serve, and chaired by the Section's Immediate Past Chair) shall make recommendations and report a proposed slate of such candidates to the EASL Executive Committee. After review of same by the Executive Committee, the Nominating Committee shall present a slate of Officers, District Representatives, Delegate(s) and Alternate Delegate(s) for vote by those EASL members present at the Section's Annual Meeting.

Section 2. Self-Recommendation. Any EASL member with an interest in being considered by the Nominating Committee for its possible recommendation to the Executive Committee that such member be elected to serve as an EASL Officer, District Representative, Delegate or Alternate Delegate, shall communicate such interest to the Chair of the Nominating Committee in writing (email sufficing) on or before each September 30.

ARTICLE VI
Duties of EASL Officers

Section 1. Section Chair. The Section Chair shall preside at all meetings of the Section and shall perform such other duties and acts as usually pertain to the office of Section Chair.

Section 2. First Vice-Chair. The First Vice-Chair shall assist the Section Chair in the performance of their duties as and when requested to do so by the Section Chair. On the death or resignation of the Section Chair, the First Vice-Chair shall perform the duties of the Section Chair for the remainder of the Section Chair's term. In the case of the Section Chair's disability, the First Vice-Chair shall perform such duties only for so much of the term as the disability continues.

Section 3. Second Vice-Chair. The Second Vice-Chair shall assist the First Vice-Chair in the performance of their duties as and when requested to do so by the Section Chair or First Vice-Chair. On the death or resignation of the First Vice-Chair, the Second Vice-Chair shall perform the duties of the First Vice-Chair for the remainder of the First Vice-Chair's term. In the case of the First Vice-Chair's disability, the Second Vice-Chair shall perform such duties only for so much of the term as the disability continues.

Section 4. Secretary. The Secretary shall be the custodian of all books, papers, documents and other property of the Section, except money. The Secretary shall keep a true record of the proceedings of the Section's Annual Meeting and all of EASL's Executive Committee meetings. The Secretary shall perform such other duties as and when requested to do so by the EASL Chair.

Section 5. Assistant Secretary. The Assistant Secretary shall assist the Secretary in the performance of their duties as and when requested to do so by the Section Chair or Secretary. On the death or resignation of the Secretary, the Assistant Secretary shall perform the duties of the Secretary for the remainder of the Secretary's term. In the case of the Secretary's disability, the Assistant Secretary shall perform such duties only for so much of the term as the disability continues.

Section 6. Treasurer. The Treasurer shall be responsible for the financial affairs of EASL; and, they shall perform such other duties as and when requested to do so by the Section Chair. The Treasurer shall also act as EASL's representative in dealing with NYSBA on all financial matters affecting the Section, including the annual budgeting process. The Treasurer shall recommend to the Section Chair and the Executive Committee any changes in any financial policy of the Section.

Section 7. Assistant Treasurer. The Assistant Treasurer shall assist the Treasurer in the performance of their duties as and when requested to do so by the EASL Chair or Treasurer. On the death or resignation of the Treasurer, the Assistant Treasurer shall perform the duties of the Treasurer for the remainder of the Treasurer's term. In the case of the Treasurer's disability, the

Assistant Treasurer shall perform such duties only for so much of the term as the disability continues.

ARTICLE VII
Duties of the EASL Executive Committee

Section 1. General. The EASL Executive Committee shall have general supervision and control of the affairs of the Section, subject to these Bylaws and the Bylaws of NYSBA as each may be amended from time to time.

Section 2. Financial. Consistent with financial policies issued by the NYSBA Finance Committee, the EASL Executive Committee shall be responsible for the authorization of all commitments and contracts that entail the payment of money by the Section, including the expenditure of all monies collected by the Section or appropriated for the use and benefit of the Section.

Section 3. Vacancy in Elected Positions. During the interim between Annual Meetings of the Section, any vacancy in any elected position on the Executive Committee shall be filled by a majority vote of the Executive Committee members present at an Executive Committee meeting.

Section 4. Vacancy in Appointed Positions. During the interim between Annual Meetings of the Section, any vacancy in any appointed position on the Executive Committee shall be filled by the Section Chair in consultation with EASL's other Officers.

ARTICLE VIII
Committees

Section 1. Standing Committees. The Executive Committee of the Section may create, modify or terminate such Standing Committees as from time-to-time may be deemed necessary or desirable, and may appoint the Chairs thereof. The Chair(s) of any Standing Committee may appoint and remove members of such Standing Committee.

Section 2. Special Committees. The Executive Committee of the Section may create, modify or terminate Special Committees as from time-to-time may be deemed necessary or desirable, and may appoint the Chairs thereof. The Chair(s) of any Special Committee may appoint and remove members of such Special Committee.

Section 3. Recommendations. The Standing Committees and any Special Committees shall make recommendations to the Section Chair and to the Executive Committee for action as they may deem appropriate. No Standing or Special Committee shall transmit their views as those of the Section unless approved by the Executive Committee of the Section.

Section 4. Engagement Guidelines. Chairs of Standing Committees shall endeavor to comply with the Section's non-mandatory but strongly suggested Engagement Guidelines, as previously adopted (and as may be amended from time to time) by EASL's Executive Committee. EASL strongly discourages inactive participation or other lack of active engagement by Standing Committee Chairs.

ARTICLE IX
Diversity

Section 1. Diversity. EASL is committed to fostering, cultivating and preserving a culture of diversity, equity and inclusion in its leadership, membership and practices. We embrace and encourage the differences in age, color, disability, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status, and other characteristics that make each of our members unique. We believe that the collective sum of our members' individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities and talent is our section's most valuable asset. We encourage active engagement and participation in EASL and its leadership by a diverse and inter-generational mix of law students, young lawyers and more experienced practitioners, to help EASL members achieve their shared personal and professional goals, and to secure the continued successful growth and future of both EASL and its members.

ARTICLE X
Meetings

Section 1. Meetings. The Annual Meeting of the Section shall be held during the week in which the NYSBA Annual Meeting is held. All other meetings may be held from time-to-time during the interim between Annual Meetings at such times and places as may be designated by the Executive Committee.

Section 2. Quorum. The members present at any Annual Meeting of the Section, EASL Executive Committee meeting or any other committee meeting shall constitute a quorum for the transaction of business at such meetings, provided however that forty percent (40%) of all EASL Executive Committee members shall constitute a quorum for any EASL Executive Committee meetings at which binding action is taken pursuant to Article X, Section 3.

Section 3. Voting. All binding action at any Annual Meeting of the Section, any EASL Executive Committee meeting or any other committee meeting, shall be by a majority vote of the members present at such meeting provided that a quorum has been constituted for EASL Executive Committee meetings in accordance with Article X, Section 2.

Section 4. Meeting Presence. Whenever these Bylaws refer to members "present" at any Annual Meeting of the Section, any EASL Executive Committee meeting or any other meeting, the word "present" shall be deemed to mean presence in-person, by telephone, video conference or other electronic means.

ARTICLE XI
Miscellaneous Provisions

Section 1. NYSBA Public Action. Any action taken by this Section must be approved by NYSBA before the same becomes effective as public action of NYSBA itself.

Section 2. NYSBA Finance Committee. The EASL Executive Committee shall fix dues for membership in the Section with the approval of the NYSBA Finance Committee, and may make payment of such amount as is fixed for dues a condition precedent for membership in the Section.

Section 3. Amendment. These Bylaws may be amended at any Annual Meeting of the Section, upon notice to the Section's members and by a majority vote of the members of the Section present, subject to subsequent approval by the NYSBA Executive Committee.

[Rev. 1/4/23]