

The Bylaws of the Section on Computer Law are hereby amended and restated to read as follows:

AMENDED AND RESTATED BYLAWS
TECHNOLOGY LAW SECTION
STATE BAR OF GEORGIA

ARTICLE I

Name and Purposes

Section 1: The name of this Section shall be the “Technology Law Section”.

Section 2: The purpose of this Section shall be to provide members of the legal community and other interested persons concerned with information regarding the legal aspects and application of legal principles to technology, including without limitation computers, computer software, computer services, telecommunications, and related industries, a forum for the exchange of ideas and examination of problems and issues. The forum may include but not be limited to CLE programs, publication of articles and newsletters, and providing an information resource for members of the Georgia Bar.

ARTICLE II

Membership and Dues

Section 1: Each member of this Section shall be a member in good standing of the State Bar of Georgia. Any member of the State Bar of Georgia, upon request and payment of annual Section dues in the amount then-prescribed by the Section for the current year, shall be enrolled as a member of this Section. Thereafter, such dues shall be paid in advance each year at the time of the payment of dues to the State Bar of Georgia. Members so enrolled and whose dues are so paid shall constitute the membership of this Section. Any member whose annual dues shall be more than six (6) months past due thereupon shall cease to be a member and shall be dropped from the rolls of the Section, subject to reinstatement at any time upon payment of dues of the current year.

ARTICLE III

Officers

Section 1: The officers of the Section shall be a Chair, a Vice Chair and a Secretary, all of whom shall be members of the Section in good standing.

Section 2: The Secretary shall hold office for a term beginning at the close of the annual meeting of the Section at which he is elected and ending at the close of the next succeeding annual meeting of the Section and until his successor shall have been elected. The Secretary shall, at the end of his term, succeed to the office of Vice Chair, and shall hold office for a term beginning at the close of the annual meeting of the Section at which he succeeds to the office of Vice Chair and ending at the close of the next succeeding annual meeting of the Section. The Vice Chair shall, at the end of his term, succeed to the office of Chair, and shall hold office for a term beginning at the close of the annual meeting of the Section at which he succeeds to the office of Chair and ending at the close of the next succeeding annual meeting of the Section. If a vacancy shall arise in the office of Chair, the Vice Chair shall become Chair for the unexpired term, and the office of Vice Chair shall remain vacant for such unexpired term. If a vacancy shall arise in the office of Chair and there then also shall exist a vacancy in the office of Vice Chair, the President of the State Bar of Georgia shall appoint a successor Chair for the unexpired term.

Section 3: The Chair shall preside at all meetings of the Section, shall appoint appropriate committees of the Section to serve during his term as Chair, shall plan and supervise the program of the Section at its annual meeting, and perform all executive and administrative duties necessary or proper to the organization and functioning of the Section, including any duty as from time to time may be prescribed by the Section or by the State Bar of Georgia.

Section 4: The Vice Chair shall assist the Chair and, in the absence or disability of the Chair, shall perform the duties of the Chair.

Section 5: The Secretary shall keep minutes of all meetings of the Section, maintain the permanent records, give notices of meetings, and perform such other duties as may be prescribed by the Chair.

Section 6: Upon the organization of the Section, the President of the State Bar of Georgia shall appoint a Chair, a Vice Chair, and a Secretary to serve until the close of the next annual meeting of the Association.

ARTICLE IV

Meetings of the Section

Section 1: An annual meeting of the Section shall be held each year at or about the time of each Annual Meeting of the State Bar of Georgia, with the place, the date, time and meeting room to be fixed by the Chair.

Section 2: A special meeting of the Section may be called by the Chair to be convened at such time and place and with such program and order of business as may be fixed by the Chair.

Section 3: Ten (10) members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 4: All action of the Section shall be by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present.

Section 5: At least ten (10) days prior written notice of the time and place of each meeting of the Section shall be given by mailing the same (via postal mail or via electronic means) to each member of the Section on the rolls of the Section in the office of the State Bar of Georgia at the member's address as the same appears in said office. However, it shall not be required that any such notice be by a specifically separate mailing; the same may be included in other written or printed material which is being distributed to all members of the State Bar of Georgia or to any part thereof which is inclusive of all of the members of the Section.

ARTICLE V

Executive Committee

Section 1: The Executive Committee of the Section shall consist of three officers of the Section and such number of other members of the Section as may be designated from time to time by the Chair. The term of the Executive Committee shall be coextensive with that of the Chair; provided, however, that nothing herein shall be deemed to prohibit any member of the Section from serving on the Executive Committee for multiple consecutive or non-consecutive terms, subject to the approval of the then-current Chair.

Section 2: The Executive Committee shall have full authority to act for the Section in any way in which the Section itself would be authorized to act and any such action taken by the Executive Committee pursuant to this provision shall be reported to the members of the Section at the next annual meeting of the Section. Members of the Executive Committee may attend and otherwise participate in the business of the Executive Committee (including without limitation voting on matters before the Executive Committee) via teleconference, videoconference or other electronic means, provided that such means enable such member, to effectively interact with the members of the Executive Committee in real time, as determined by the Chair.

ARTICLE VI

Elections

Section 1: Prior to each annual meeting of the Section, the Chair shall appoint two (2) members of the Section who shall, along with the three (3) most recent former Chairs of the Section, constitute an elections committee ("Elections Committee"). In the event one or more former Chairs of the Section decline, or are otherwise unable, to serve on the Elections Committee, then the Chair shall appoint one (1) additional member of the Section to serve on the Elections Committee for each such former Chair so declining or otherwise unable to serve. In addition to any other specific duties of the Elections Committee set forth in this Article VI, the general duties of the Elections Committee shall be to; (i) publicize and encourage members' participation in the elections for Secretary of the Section (ii) accept nominations for the offices of Secretary and verify that such nominees are qualified to hold such office in accordance with these Bylaws, and (iii) administer the elections for the offices of Secretary.

Section 2: The Elections Committee shall, prior to the annual meeting, announce to the Section members in writing the names of all qualified nominees for the office of Secretary and ballots shall be cast . The candidate for the office of Secretary receiving the most votes at the close of such balloting shall be deemed elected to hold that office. Voting shall be by paper ballot, balloting by electronic means or any combination thereof approved by the Elections Committee.

Section 3: To be qualified to be a candidate to hold the office of Secretary, a member must first have been a member of, and actively participated (as determined in the reasonable discretion of the Elections Committee) in the activities of, the Executive Committee during the twelve-month period immediately preceding the elections in which such member is to be considered as a candidate.

ARTICLE VII

Finances

Section 1: Funds of the Section shall be deposited in the treasury of the State Bar of Georgia and shall be disbursed by the treasurer of the State Bar of Georgia to pay bills of the Section; provided, however, that any such bill which exceeds five hundred dollars (\$500.00) must be approved for payment by two (2) officers of the Section prior to such disbursement.

Section 2: Funds of the Section shall be expended for such purposes related to the activities of the Section as from time to time shall be authorized by the Section's Executive Committee.

Section 3: Officers and members of the Section shall not be compensated for services thereto.

Section 4: A financial report of the funds of the Section shall be rendered at each annual meeting thereof. This Section shall have the same fiscal year as the State Bar of Georgia.

ARTICLE VIII

Miscellaneous

Section 1: This Section shall from time to time conduct programs for the continuing education in the world and field of technology law but shall coordinate its efforts in this regard with the other Sections of the State Bar of Georgia.

Section 2: This Section may from time to time sponsor, promote, study or review proposed legislation and report thereon to the State Bar of Georgia.

ARTICLE IX

Effective Date and Amendment

Section 1: These Bylaws shall become effective upon approval by the Board of Governors of the State Bar of Georgia.

Section 2: These Bylaws may be amended by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present and subsequent approval thereof by the Board of Governors of the State Bar of Georgia.

Signed, sealed and subscribed
Before the undersigned this the ____
day of _____, 200__.

Witness

Chair

Witness

Vice Chair

Approved by the Board of Governors
this ____ day of _____, 200__.

Secretary

President