

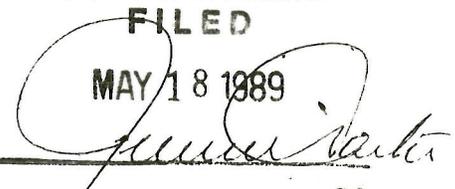
IN THE SUPREME COURT, STATE OF WYOMING

APRIL TERM, A.D. 1989

IN THE SUPREME COURT  
STATE OF WYOMING

FILED

MAY 18 1989



IN THE MATTER OF AMENDMENT OF )  
RULES AND BY-LAWS, RELATING TO )  
THE PRACTICE OF LAW AND THE )  
WYOMING STATE BAR )

ORDER APPROVING AMENDED AND REWRITTEN RULES PROVIDING  
FOR THE ORGANIZATION AND GOVERNMENT OF THE  
BAR ASSOCIATION OF THE ATTORNEYS AT LAW OF THE  
STATE OF WYOMING AND BY-LAWS OF  
THE WYOMING STATE BAR

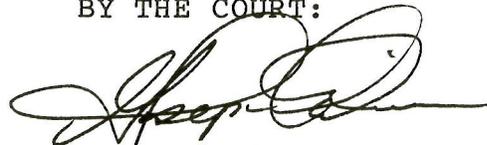
Pursuant to the Wyo. Const. art. 2 and art. 5, §§ 1 and 2 and W.S. 5-2-118, after consideration in conference and otherwise between the Officers and the Bar Commissioners of the Wyoming State Bar and this Court, it is

ORDERED that the Rules of the Supreme Court of Wyoming Providing for the Organization and Government of the Bar Association and Attorneys at Law of the State of Wyoming, are amended and re-enacted to be restated, effective June 1, 1989, as attached hereto and incorporated herein; it is

FURTHER ORDERED that the amended and re-enacted Rules of the Supreme Court of Wyoming Providing for the Organization and Government of the Bar Association and Attorneys at Law of the State of Wyoming, and By-Laws of the Wyoming State Bar, as attached hereto, be published in the Advance Sheets of the Pacific Reporter and thereafter in the Wyoming Reporter; and thereupon be spread at length on the journal of this court.

Dated this 18 day of May, 1989.

BY THE COURT:



G. Joseph Cardine  
Chief Justice

**AMENDED RULES**  
**ADOPTED BY THE**  
**SUPREME COURT OF WYOMING**  
**PROVIDING FOR THE ORGANIZATION AND GOVERNMENT OF**  
**THE**  
**BAR ASSOCIATION OF THE ATTORNEYS AT LAW**  
**OF THE STATE OF WYOMING**

As Authorized by Wyo. Const. art. 2 and  
art. 5 §§ 1 and 2 and W.S. 5-2-118 (1977)

(Adopted November 26, 1957, Effective December 1, 1957.)

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**PREAMBLE**

These amended Rules and By-Laws providing for the organization and government of the Wyoming State Bar Association are adopted by the Supreme Court of the State of Wyoming pursuant to the Wyoming Constitution and W.S. 5-2-118 (1977), as amended. As an administrative agency of the Wyoming Supreme Court, the Bar Association has the duty of carrying out those administrative functions which are delegated to it by the Supreme Court through these Rules and By-Laws. The Wyoming Supreme Court has the ultimate authority to insure that those powers and duties delegated to the Bar pursuant to these Rules are fully and faithfully executed.

## **RULE I**

### **NAME**

The name of the association is the Wyoming State Bar.

## **RULE II**

### **ORGANIZATION**

All persons admitted to the practice of law in the state of Wyoming are members of the Wyoming State Bar. All such persons except honorary and retired members are dues paying members. Membership in the Wyoming State Bar is a condition to practicing law in this state. Non-payment of membership dues shall result in suspension of membership and the right to practice law until payment of all dues and penalties in the manner provided by the by-laws.

## **RULE III**

### **PURPOSES**

The purposes of the Wyoming State Bar are: to aid the courts, in maintaining and improving the administration of justice; to foster, maintain and require on the part of those engaged in the practice of law, high standards of integrity, learning, competence, public service, and conduct; to safeguard proper professional interests of members of the bar; to encourage the formation, maintenance, and activities of local bar associations; to provide a forum for the discussion of and effective action concerning subjects pertaining to the practice of law, the science of jurisprudence and law reform, and relations of the bar to the public; to provide for the continuing legal education of members of the bar; to insure that the responsibilities of the legal profession to the public are more effectively discharged; and to provide procedures concerning disciplinary matters which come before it; and to do all things necessary to effectuate the purposes of this rule and the functions and purposes set forth in the by-laws.

## **RULE IV**

### **POWERS**

The Wyoming State Bar may enter into contracts and acquire, hold, encumber and dispose of real and personal property.

## **RULE V**

### **LOCATION OF OFFICES**

The principal office and place of business of the association shall be in Cheyenne, Wyoming, but the Board of Commissioners may

authorize offices to be located at other places within the state of Wyoming.

#### **RULE VI**

##### **OFFICERS**

Officers of the Wyoming State Bar shall include a president, president-elect, vice-president, and secretary-treasurer. The duties, powers, qualifications, nomination and election of officers shall be specified in the by-laws.

#### **RULE VII**

##### **BOARD OF COMMISSIONERS**

The Wyoming State Bar shall be governed by a Board of Commissioners, nine of whom shall be elected and four of whom shall be the President, the President-Elect, the Vice-President, and the Secretary-Treasurer. The immediate Past President shall be a nonvoting member of the Board. The method for exercise of the authority of the Board and the qualifications, nomination and election of the nine elected members shall be specified in the by-laws.

#### **RULE VIII**

##### **EXECUTIVE COMMITTEE**

There shall be an Executive Committee consisting of the President, the President-Elect, the Vice-President, and the Secretary-Treasurer. The powers and duties of the Executive Committee shall be specified in the by-laws.

#### **RULE IX**

##### **ANNUAL MEETING**

There shall be an annual meeting of the members of the Wyoming State Bar at such time and place as is designated by the President with the advice of the Board of Commissioners.

#### **RULE X**

##### **DISSOLUTION**

Upon the dissolution of the association, the Board of Commissioners shall pay or make provision for the payment of all its liabilities, and the Wyoming Supreme Court shall dispose of all of the assets of the association exclusively for the purposes of the association in such manner, or to such organization or organizations organized and operated exclusively for the charitable, educational, religious, or scientific purposes as shall at the time

qualify as exempt organization or organizations under the Internal Revenue Code of 1954 as the Wyoming Supreme Court shall determine. In the event of dissolution of the association, no member shall be entitled to any distribution or division of its remaining property or its proceeds.

## **RULE XI**

### **ATTORNEYS' RIGHT TO PRACTICE**

#### **(a) Definitions:**

(1) "Practice of law" means advising others and taking action for them in matters connected with law. It includes preparation of legal instruments and acting or proceeding for another before judges, courts, tribunals, commissioners, boards or other governmental agencies.

(b) Only active members of the Wyoming State Bar shall engage in the practice of law within this state, except that:

(1) Members of the bar of any other state, district or territory of the United States may be admitted to practice with reference to a specific case (see W.S. 33-5-111 (1977)), but they shall not be permitted to enter their appearance in, prosecute or defend, any action pending in any court or before any tribunal, commission, board or other governmental agency of the state, unless they shall have associated with them in such action or proceeding an active member of the Wyoming State Bar. The member of the Wyoming State Bar shall be present during the trial and all hearings in the case.

(2) Any person may act pro se in a matter in which that person is a party.

## **RULE XII**

### **LAW STUDENTS' RIGHT TO PRACTICE LAW**

#### **(a) Definitions:**

(1) "Eligible law student" means a person who:

(i) is duly enrolled in any law school accredited by the American Bar Association; is in the period between semesters and in good standing; or is a graduate thereof during the time prior to announcement of the results of the first bar examination given after such graduation;

(ii) has been certified to the Wyoming Supreme Court by the dean of such law school as having satisfactorily completed at least four (4) semesters of legal studies, and to be of good character and competent legal ability; and

(iii) has filed an affidavit with the Wyoming Supreme Court that the student will comply with the ethical standards set forth in the Rules of Professional Conduct for Attorneys at Law.

(2) "General supervision" means furnishing assistance and exercising direction and control of the legal activities of the student, accompanied by personal and professional responsibility for guidance and quality of work prepared by the supervised student.

(3) "Indigency committee" means a committee of eight (8) members of the Wyoming State Bar, four (4) to be appointed by the Supreme Court and four (4) to be appointed by the President of the Albany County Bar Association.

(4) "Practice of law" means advising others and taking action for them in matters connected with law. It includes preparation of legal instruments and acting or proceeding for another before judges, courts, tribunals, commissioners, boards or other governmental agencies.

(b) Right to practice law.

(1) An eligible law student may engage, as an intern, in the practice of law under the general supervision of an active member of the Wyoming State Bar, other than a professor of the law school, conditioned as follows:

(i) The person to be represented consents in writing to legal assistance to be provided by the student.

(ii) The supervising lawyer shall be present whenever the law student appears before any court, tribunal, commission, board or other governmental agency of the state unless such presence shall be waived in each instance by such court, tribunal, commission, board or other governmental agency.

(iii) A lawyer shall not supervise more than three (3) students at any one time.

(iv) If the student is an intern with the public defender (directly or indirectly), attorney general, legal services corporation or similar entity, the student shall be under the general supervision of a specific lawyer employed by such entity.

(2) An eligible law student may engage, as an intern, in the practice of law for indigent persons only under the general supervision of a professor of law designated for such by the Dean of the University of Wyoming Law School, conditioned as follows:

(i) The person to be represented consents in writing to legal assistance to be provided by the student.

(ii) The supervising professor shall be present in court in any criminal matter in which the indigent has the right to the assignment of counsel under any constitutional provision, statute, or rule of this court; but the designated supervisor need not be personally present in court in other matters, civil or criminal, when the indigent person consents thereto in writing and with approval of the court in which the matter is pending.

(iii) The person to be represented shall meet the income and asset criteria within the poverty guidelines of a legal services corporation in Wyoming; such person shall furnish information relative to such criteria under oath; and for matters arising in Albany County, the indigency committee shall certify in writing that the matter is not fee generating from a practical standpoint; and for matters arising in other counties, a member of the county bar of the other county shall make such certification. Each matter arising in Albany County shall be presented orally or in writing to two (2) members of the indigency committee who shall certify the matter to be, or not to be, fee generating. Each matter arising in any other county shall be presented to a member of that county bar in the same fashion, and that bar member shall make such certification. If an oral certification is obtained, it shall be confirmed as fee generating or not fee generating in writing. A single Albany County matter shall not be presented to more than two (2) members of the committee, and matters shall be presented in rotation among the members of the committee as they are available.

(iv) Neither the student nor the supervising professor shall ask for or receive any compensation or remuneration of any kind for the services rendered to the indigent, except that supervising professors may receive their regular pay from the University of Wyoming Law School.

(3) An eligible law student may engage, as an intern, in the practice of law under the Prosecution Assistance Program of the University of Wyoming Law School only under the general supervision of a member of the Wyoming State Bar who is also representing the state or a governmental agency or subdivision thereof, conditioned as follows:

(i) The matter involved is a criminal matter or a civil matter related to a criminal matter, e.g. licensing, etc.

(ii) The supervising attorney shall be present in court during the time such matter is being presented to the court, provided that the court may permit the student to act without the presence of the supervising attorney.

(4) A person studying law in the office of a member of the Wyoming State Bar pursuant to W.S. 33-5-105 (1977), may engage

as an intern in the practice of law under the general supervision of the lawyer under whom the person is studying, conditioned as follows:

(i) The student has

(A) satisfactorily completed one (1) year of office legal studies as prescribed by the Board of Law Examiners and satisfactorily completed two (2) semesters of legal studies or the equivalent thereof in a law school approved by the American Bar Association, or

(B) satisfactorily completed two (2) years of office legal studies as prescribed by the Board of Law Examiners and be enrolled in the University of Wyoming Law School.

(ii) The student has been certified to this court by the supervising lawyer to be in compliance with sub-section (b)(5)(i) above, and to be of good character and competent legal ability.

(iii) The student has filed an affidavit with this court as an agreement to comply with the ethical standards set forth in the Rules of Professional Conduct for Attorneys at Law.

(iv) The person to be represented consents in writing to legal assistance to be provided by the student.

(v) The supervising lawyer shall be present whenever the student appears before any court, tribunal, commission, board or other governmental agency of the state, and such appearance shall not be waived by such court, tribunal, commission, board or other governmental agency.

(vi) A lawyer shall not supervise more than one (1) student at any one (1) time.

(c) Certification by the dean of the law school or by a supervising lawyer under whom a student is studying pursuant to W.S. 33-5-105 (1977), may be withdrawn without cause upon notice of such to this court; and this court may terminate the practice of law by any student at any time without hearing or showing of cause.

### **RULE XIII**

#### **PROFESSIONAL CORPORATIONS**

Lawyers may form professional corporations for the practice of law as authorized by W.S. 17-3-101 and 17-3-102 (1977), providing that such corporations are organized and operated in accordance with the provisions of this rule. The articles of incorporation

of such corporations shall contain provisions complying with the following requirements:

A. The name of the corporation shall contain the words "professional corporation" or, shall state those words or an abbreviation thereof after or under the name of the corporation, or, an abbreviation thereof such as the following:

"Doe, Doe & Doe [with such designation as a firm desires to show that it is engaged in the practice of law], A Professional Corporation"

In addition, the name of the corporation shall always meet the ethical standards established for the names of law firms according to the Rules of Professional Conduct for Attorneys at Law as if all the shareholders of the corporation were partners;

B. The corporation shall be organized solely for the purpose of conducting the practice of law only through persons qualified to practice law in the state of Wyoming;

C. The corporation may exercise the powers and privileges conferred upon corporations by the laws of Wyoming only in furtherance of and subject to its corporate purpose;

D. All shareholders of the corporation shall be persons duly licensed by the Supreme Court of the state of Wyoming to practice law in the state of Wyoming, and who at all times own their shares in their own right. They shall be individuals who, except for illness, accident, time spent in the armed services, on vacations, and on leaves of absence not to exceed one (1) year, are actively engaged in the practice of law in the offices of the corporation;

E. Provisions shall be made requiring every shareholder who ceases to be eligible to be a shareholder to dispose of all their shares forthwith either to the corporation or to any person having the qualifications described in paragraph D above;

F. The president shall be a shareholder and a director, and to the extent possible all other directors and officers shall be persons having the qualifications described in paragraph D above. Lay directors and officers shall not exercise any authority whatsoever over professional matters;

G. No corporation may offer professional services or practice a profession except by and through the person or persons of its licensed stockholder or stockholders, or licensed employees, all of whom shall retain their professional license in good standing, and shall remain as fully liable and responsible for the professional activities, and subject to all rules, regulations, standards and requirements pertaining thereto, as though practicing individually rather than in a corporation;

H. Nothing in this rule shall be deemed to diminish or change the obligation of all attorneys employed by the corporation to conduct their legal practice in accordance with the standards of professional conduct promulgated by this court; any attorney who by act or omission causes the corporation to act or fail to act in a way which violates such standards of professional conduct, including any provision of this rule, shall be deemed personally responsible for such act or omission and shall be subject to discipline therefor;

I. Nothing in this rule shall be deemed to modify the attorney-client privilege specified in W.S. 1-12-101 (1977), and any comparable common-law privilege;

J. Except as provided by this rule, corporations shall not practice law. Professional corporations organized and operated in accordance with the provisions of this rule shall not be deemed lay agencies within the meaning of the Rules of Professional Conduct for Attorneys at Law;

K. The corporation shall do nothing which if done by an attorney employed by it would violate the standards of professional conduct established for every attorney by this court. The corporation shall at all times comply with the standards of professional conduct established by this court and the provisions of this rule. Any violation of this rule by the corporation shall be grounds for the Supreme Court to terminate or suspend its right to practice law, such action to be evidenced by an order of the court filed with the clerk of the Supreme Court and with the secretary of state of the state of Wyoming;

L. A professional corporation may adopt a pension, profit-sharing (whether cash or deferred), health and accident, insurance or welfare plan for all or part of its employees including lay employees provided that such plan does not require or result in the sharing of specific or identifiable fees with lay employees. Any payments made to lay employees or into any such plan on behalf of lay employees shall be based upon their compensation or length of service or both rather than the amount of fees or income received;

M. A certified copy of the Articles of Incorporation, together with all amendments thereto, shall be filed with the clerk of the Supreme Court of Wyoming. At the same time the corporation shall file with said clerk a written list of shareholders setting forth the names and addresses of each, and, within ten (10) days after any change in such shareholders, a written list setting forth the new list of shareholders and the effective date thereof.

## **RULE XIV**

### **DUTY OF BOARD TO SUBMIT LISTS TO SUPREME COURT**

Immediately after the first day of December of each year, the board of the Wyoming State Bar shall supply the clerk of the Supreme Court with the following:

(a) a complete list of members of the Wyoming State Bar who are in good standing as of December 1st of that year;

(b) a complete list of all attorneys who are not in good standing due to failure to pay annual dues;

(c) a complete list of all attorneys admitted to the practice of law in this state who are retired;

(d) a complete list of all attorneys admitted to the practice of law in this state who are known to be non-residents of this state.

Thereafter, the board of the Wyoming State Bar shall, from time to time, promptly advise the clerk of the Supreme Court of any change in the status of any attorney whose name appears upon either of the above lists and of those who become new members of the Wyoming State Bar and have paid their dues. The executive-director shall submit to the Supreme Court a list of all honorary members of the Wyoming State Bar.

## **RULE XV**

### **APPLICABILITY OF RULES**

The provisions of these rules shall be cumulative and not exclusive of the present provisions of the statutes regulating the practice of law in the state of Wyoming. Nothing contained in these rules shall be construed to prohibit the organization and maintenance of local or county bar associations.

## **RULE XVI**

### **AMENDMENT**

Proposals for amendment or abrogation of provisions of these rules may be presented to the Supreme Court by petition of the Board of Commissioners or by the Executive Committee. Amendment shall be accomplished by official order of the Supreme Court.

**Repealing Clause.** The amended rules adopted by the Supreme Court of Wyoming providing for the organization and government of the Bar Association and attorneys at law of the State of Wyoming as adopted November 26, 1957 as constituting a chapter in Volume 2(A), Wyoming Statutes 1977 as amended and By-Laws of the Wyoming

State Bar as dated June 3, 1983 as constituting a chapter in Volume 2(A), Wyoming Statutes 1977 as amended are hereby superceded and repealed in total as effective June 1, 1989.

**BY-LAWS OF THE  
WYOMING STATE BAR**

**ARTICLE I**

**MEMBERSHIP**

**Section 1. Persons included in membership.** The membership of the State Bar shall consist of all those persons who are licensed to practice law in this state, subject to due compliance with the conditions and requirements of membership.

**Section 2. Enrollment.** Every person who becomes licensed to practice law in this state shall enroll in the State Bar by signing and filing in the State Bar office within ten days after admission to practice, a registration card containing the registrant's:

- (a) Full name.
- (b) Resident address.
- (c) Office address. Location of principal office.
- (d) Date of admission to practice in Wyoming.
- (e) Date of admission to practice in any state or states other than Wyoming.
- (f) Date and place of birth.
- (g) Name of law school and year of graduation.
- (h) Social security number.

Every change after enrollment in respect of any of the matters above specified shall be promptly reported to the State Bar offices. Communications from the association to any member shall be sent to the latest office address furnished by the member.

**Section 3. Classes of membership.**

(a) The members of the State Bar shall be divided into four classes known respectively as active, inactive, honorary and retired. An inactive member is one not practicing law in Wyoming and electing to pay the reduced license fee pursuant to Article I, section 4 of these by-laws, and who has filed with the Executive Director of the State Bar written notice requesting enrollment in the class of inactive members. An honorary member is a Supreme Court justice, district court judge, county court judge, judge of the United States District Court for the District of Wyoming and any other federal judge resident of this state, and a justice or judge retired from such courts who has not resumed the practice of

law. A retired member is one not engaged in the practice of law who has made a written request to the Executive Director of the State Bar to be enrolled as a retired member. All other members are active members.

(b) Only active resident members in good standing may hold office; only active members in good standing may vote in any election conducted by the State Bar.

(c) Only active members may practice law. No individual other than an enrolled active member of the State Bar shall practice in this state or in any manner hold themselves out as authorized or qualified to practice law.

(d) Any inactive member in good standing and any honorary member who is no longer serving in a judicial office may change their classification to that of an active member by filing with the State Bar office a written request for transfer to the class of active members and by paying the dues required of active members and completing the Continuing Legal Education requirements as set forth in the CLE Rules. No inactive member who has not actively practiced law in this state or in another state during the last ten years shall be transferred to active membership until the transfer shall be approved by the State Board of Law Examiners, except an honorary member who is no longer serving in a judicial office shall be reclassified as an active member upon written request.

#### **Section 4. Membership dues.**

(a) Annual dues for each active member who has been admitted to practice in this state shall be \$225.00, except dues for a member who has not been admitted to the practice of law in any state for more than three (3) years shall be \$112.50. The annual dues for those persons qualifying as inactive members prior to the commencement of the fiscal year for which dues are payable shall be \$112.50. There shall be no annual dues for honorary or retired members.

(b) The date for payment of dues shall be October 1 of each year except when a person is first admitted to practice law in Wyoming; then the date for payment of dues shall be thirty (30) days after the date of the notice.

(c) As soon as practicable after the second week in September of each year, the Executive Director shall send a written statement for the annual fee to each member of the State Bar. If any member is in default for the payment of dues on the first day of December of any year, the Executive Director shall send a notice of delinquency to each such member. If any member remains in default on the fifteenth day of December of any year, the Executive Director shall forthwith certify to the judge of the district court of the judicial district wherein such delinquent member resides the name of such member, and the Executive Director shall certify to the

Supreme Court the names of delinquent non-resident members. The district judge for delinquent resident members and the chief justice of the Supreme Court for delinquent non-resident members shall forthwith issue against such member a citation returnable twenty (20) days thereafter to show cause why membership in the Wyoming State Bar should not be terminated. If good cause is not shown in response to such citation, an order of termination as appropriate shall issue forthwith and when issued by a district judge be certified to the Supreme Court; provided that if it is determined that the member in default is unable for good cause to pay the license fee, the payment of such license fee for that year may be remitted or suspended in whole or in part by order duly entered and when entered by a district judge certified to the Supreme Court.

(d) Whenever any member files with the State Bar office a written notice of surrender of their license to practice law accompanied by a withdrawal approval from the Supreme Court ordered pursuant to Rule 5(i) of the Rules of the Supreme Court, that person shall cease to be a member of the association by removal of their name from the membership register.

(e) Members who change their status from active to inactive during the course of a fiscal year may not receive a refund for the difference in dues between active and inactive.

## ARTICLE II

### OFFICERS

#### Section 1. Titles; terms; qualifications; elections.

(a) The officers of the State Bar shall be a president, a president-elect, a vice-president, and a secretary-treasurer. The president and the president-elect shall not be from the same state bar district. Only active members in good standing of the State Bar residing and practicing law in Wyoming shall be eligible to serve as officers of the association; only active members in good standing may vote in any election for officers, American Bar Association delegate, or Judicial Nominating Commission members. The term of office of the president, president-elect and vice-president shall be one year. The term of each office shall run until the qualification of his or her successor.

(b) The president-elect shall at the expiration of the term as president-elect succeed to the presidency of the State Bar.

(c) Any active member who is a resident of Wyoming and practices law in this state may be nominated as a candidate for president-elect, vice-president or secretary-treasurer by a nomination signed by at least two active resident members in good standing. Notice of election and procedure for nomination and voting under this rule will be published in advance of the close

of nominations in the Wyoming Lawyer. Nominations shall be filed with or mailed to the Wyoming State Bar at least thirty days before the election date, which shall be the date of the annual business meeting of the Wyoming State Bar. In the event that no member shall be nominated as president-elect, vice-president or secretary-treasurer, the Board of Commissioners shall nominate one or more qualified candidates for such office. If a person eligible to vote in an election for an officer is unable to attend the annual meeting and vote in the election, that person may request an absentee ballot from the Executive Director of the Wyoming State Bar at least fifteen days before the election date. Absentee ballots must be received by the Executive Director at least five days prior to the election. The candidate receiving the greatest number of votes cast shall be elected.

## **Section 2. Duties of officers.**

(a) President. The president shall be the chief executive officer of the association, a member of the executive committee and a member-at-large of the Board of Commissioners. The president shall preside at all meetings of the association and of the executive committee. Additionally, this officer shall make the appointments to, and designate the chairpersons of all standing boards and committees; create and appoint special committees; and be a member, ex-officio, of every committee.

(b) President-Elect. The president-elect shall be a member-at-large of the Board of Commissioners and a member of the executive committee; and perform all other duties assigned by the president or Board of Commissioners. The president-elect shall temporarily perform duties of the president in the event of temporary absence or disability of the president. In the event of the death or permanent disability of the president elected, this officer shall temporarily serve until replaced in that function as provided hereafter in these by-laws.

(c) Vice-President. The vice-president shall be a member-at-large of the Board of Commissioners and a member of the executive committee; and shall perform all other duties assigned by the president or Board of Commissioners.

(d) Secretary-Treasurer. The secretary-treasurer shall be a member-at-large of the Board of Commissioners and a member of the executive committee. In this office, the secretary-treasurer shall assist the executive committee in preparing the annual budget and in presenting it to the Board of Commissioners which shall be prepared by June 30, and circulated as soon thereafter as practicable among the Board of Commissioners. The secretary-treasurer shall advise the Executive Director and the administrative staff of the State Bar about procedures for:

(i) Maintenance of proper minutes and records;

- (ii) Maintenance of correct membership files and mailing lists;
- (iii) The methods and procedures used in the receipt, collection and safekeeping of all funds of the State Bar;
- (iv) The procedures for disbursement and audit of such funds; and
- (v) The general operation of the headquarters office.

**Section 3. Compensation.** The officers of the association shall receive no compensation for their services, but shall receive reimbursement of actual expenses as may be authorized and approved by the Board of Commissioners.

**Section 4. Commencement of term of office.** The terms of all outgoing officers of the association shall end and the terms of their successors shall commence at the conclusion of the annual meeting.

### ARTICLE III

#### BOARD OF COMMISSIONERS

**Section 1. Composition of Board.** The affairs of the association shall be managed and directed by the Board of Commissioners consisting of the four officers of the association and the immediate past president of the association, all of whom shall be members-at-large of the Board, and nine members from the State Bar districts hereinafter designated. The rights and powers of the members-at-large of the Board shall be the same as those of elected members, except the immediate past president is a nonvoting member.

**Section 2. State Bar districts.** For the purposes of conducting elections of the members of the Board of Commissioners, the state is divided into the following State Bar districts (which is the same as the judicial districts now established), with members of the Board to be elected from each district by the active resident members of the bar in such district. Each district shall elect one Commissioner:

State Bar District

First  
 Second  
 Third  
 Fourth  
 Fifth  
 Sixth  
 Seventh  
 Eighth  
 Ninth

Counties in District

Laramie  
 Albany, Carbon  
 Sweetwater, Uinta, Lincoln  
 Johnson, Sheridan  
 Bighorn, Hot Springs, Park, Washakie  
 Campbell, Crook, Weston  
 Natrona  
 Converse, Goshen, Niobrara, Platte  
 Fremont, Sublette, Teton

### **Section 3. Terms; qualifications; nominations; election.**

(a) The term of office of each elected member of the Board of Commissioners shall be three years, except that commissioners from the First, Fourth and Ninth State Bar Districts chosen in the first election under these by-laws shall serve only one year; and the commissioners from the Third, Seventh and Eighth State Bar Districts chosen in the first election under these by-laws shall serve only two years. No person shall be allowed to serve more than two consecutive three year terms. The terms of office of commissioners shall commence at the conclusion of the annual meeting of the association next following their election. No person shall be eligible to vote in a district for commissioner or to serve on the Board of Commissioners from a district unless the voter is an active member of the association and practices law and resides within the district. The eligibility of any person to serve as a member of the Board of Commissioners from any State Bar District shall be contingent upon both maintenance of an active practice of law and actual residence in that area. The first election held under this rule shall be held in 1989, and all state bar districts shall hold elections.

(b) Elections for the office of district bar commissioner, shall be held at the State Bar district meetings required to be held annually under Article III, section 4(b) of these by-laws. Nominations of each candidate to be elected to the Board of Commissioners shall be by nomination signed by at least two active members residing in the candidate's district. Nominations shall be filed with or mailed to the sitting Commissioner for that district at least thirty days before the election date. If a person eligible to vote in an election for Commissioner is unable to attend the State Bar district meeting and vote in the election, that person may request an absentee ballot from the sitting Commissioner at least fifteen days before the election date. Absentee ballots must be received by the sitting Commissioner prior to the election. Nominations for Commissioner shall also be accepted from the floor on the day of the election. Advance notice of the election call and procedure for voting will be published in the Wyoming Lawyer.

### **Section 4. Powers and Functions.**

(a) The Board of Commissioners shall have general charge of the affairs and activities of the association. It shall:

(i) Make appropriations and authorize disbursements from the funds of the State Bar in payment of the necessary expenses of the association, its officers and committees.

(ii) Cause proper books of accounts to be kept and to procure an annual audit thereof (a copy of the annual audit shall be filed with the Supreme Court).

(iii) Engage and define the duties of salaried employees and fix their compensation.

(iv) Arrange for publication of an official State Bar bulletin or journal.

(v) Receive, consider and take action on reports and recommendations submitted by committees and the assembly of members of the association at any annual or special meeting.

(vi) Fill vacancies however arising, in the membership of the Board of Commissioners, or in the American Bar Association delegate, or in any office which may be vacant, including the office of president filled temporarily by the president-elect, and in each case the persons appointed to fill such a vacancy shall hold said office until the next annual election.

(vii) Adopt regulations, not inconsistent with the association's rules and these by-laws, for the orderly administration of the association's affairs and activities.

(b) Each Commissioner shall annually hold a State Bar District meeting within sixty days prior to the date of the annual meeting.

#### **Section 5. Meetings of Board of Commissioners.**

(a) There shall be a regular meeting of the Board of Commissioners in each year at the time of the annual meeting of members of the State Bar.

(b) Special meetings of the Board may be called at any time by the president, and will be called by the president upon written request signed by five members of the Board. Notice of the time and place of regular and special meetings of the Board shall be given to each member by the Executive Director by mail or telephone at least five days before the meeting. At any regular or special meeting of the Board any business may be transacted which is within the power of the Board, whether or not specified in the call or notice of the meeting. Action of the Board may be taken without a meeting by mail or telephone vote.

(c) A majority of the Board of Commissioners shall constitute a quorum. Each officer or commissioner who fails to attend two successive meetings of the Board of Commissioners without good cause shall forfeit their office and the vacancy shall be filled by the remaining members of the Board. Good cause shall be determined by the Board.

(d) A summary of the minutes of each meeting or of any mail or telephone action of the Board of Commissioners shall be printed in the State Bar bulletin or journal with a notation that any

interested person may obtain a copy of the minutes on request to the Executive Director.

**Section 6. Compensation.** The members of the Board of Commissioners shall receive no compensation for services to the association, but they may authorize and approve for themselves, bar office employees and members of the boards and committees, reimbursement of reasonable and necessary expenses incurred in the performance of duties for the Wyoming bar association.

#### ARTICLE IV

##### EXECUTIVE COMMITTEE

**Section 1. Members; selection.** There shall be an Executive Committee consisting of the president, president-elect, vice-president and secretary-treasurer.

**Section 2. Powers and duties.** The Executive Committee may exercise all the powers and perform all the duties of the Board of Commissioners between the meetings of the Board subject to ratification by the Board. The Executive Committee shall prepare an annual budget for submission to the Board of Commissioners, and shall perform such other duties as the Board of Commissioners may prescribe.

**Section 3. Meeting; quorum.** The Executive Committee shall meet at the call of the president, or upon written demand of at least two of its members. All members shall be given at least forty-eight (48) hours notice by mail, or telephone, of a time and place of any meeting unless such notice is waived by all the members of the Executive Committee. Three members present at a meeting shall constitute a quorum. Action of the Executive Committee may be taken without a meeting by mail or telephone vote. Any meeting called by the president or Executive Committee shall include notice to all other members of the Executive Committee.

#### ARTICLE V

##### AMERICAN BAR ASSOCIATION DELEGATE

Any active member who is a resident of Wyoming and maintains an office for the practice of law in this state may be nominated as a candidate for delegate to the House of Delegates of the American Bar Association by nomination signed by at least two active resident members of the bar. Nominations shall be filed with or mailed to the Wyoming State Bar at least thirty days before the election date, which shall be the date of the annual business meeting of the Wyoming State Bar. In the event that no member shall be nominated as delegate, the Board of Commissioners shall nominate one or more qualified candidates for such office. Election of the delegate shall be conducted in the same manner as

provided for the election of officers. The candidate receiving the greatest number of votes cast shall be elected.

## ARTICLE VI

### JUDICIAL NOMINATING COMMISSION MEMBERS

A. Any active member who is a resident of Wyoming and maintains an office for the practice of law in this state and is otherwise qualified pursuant to Wyo. Const. art. 5, § 4(2) and W.S. 5-1-102 may be nominated as a candidate for the Judicial Nominating Commission by nomination signed by at least two active resident members. Nominations shall be filed with or mailed to the Wyoming State Bar at least thirty days before the election date which shall be the date of the annual business meeting of the Wyoming State Bar for the regular election and a date set by the Board of Commissioners for any special election. In the event that no member shall be nominated as commission member, the Board of Commissioners shall nominate one or more qualified candidates for such office. If a person eligible to vote in an election for commission member is unable to attend the annual meeting and vote in the election, that person may request an absentee ballot from the Executive Director of the Wyoming State Bar at least fifteen days before the election date. Absentee ballots must be received by the Executive Director at least five days prior to the election. The candidate receiving the greatest number of votes cast shall be elected. Notice of election and voting under this rule will be published prior thereto in the Wyoming Lawyer.

B. Vacancies in the Judicial Nominating Commission shall be filled by special election. Special elections may be conducted by written ballot mailed by first class United States mail at least fifteen days before the date of the election to every active resident member. The president shall appoint three resident members engaged in active practice to count the ballots on the day of the election. The person receiving the plurality of the votes cast shall be deemed elected. In the event an election is held to fill an incomplete term, the person elected shall serve the unexpired term of the person who created the vacancy.

C. No more than two members of the Judicial Nominating Commission who are residents of the same judicial district may qualify to serve any term or part of a term on the commission.

D. No member of the Judicial Nominating Commission excepting the chairman shall hold any federal, state or county public office or any political party office, and after serving a full term or part of a term shall not be eligible for re-election or reappointment to succeed themselves on the commission. No member shall be eligible for appointment to any judicial office while they are a member of the commission nor for a period of one year after the expiration of their term for which they are elected or appointed.

## ARTICLE VII

### EXECUTIVE DIRECTOR

There shall be an Executive Director of the State Bar who shall be the chief executive officer of the administrative staff and in direct charge of the State Bar office, its records, property and equipment. The Executive Director shall be hired by the Board of Commissioners under terms of employment and compensation fixed by the Board. The Executive Director upon entering upon duties of the office shall give a surety bond to the Wyoming State Bar for the faithful performance of his or her duties, which bond must be approved by the president. Subject to the general control of the officers, executive committee, and Board of Commissioners, and as appropriate and consistent with the requirements of these by-laws, the Executive Director shall:

(a) Attend meetings of the executive committee and Board of Commissioners, and keep and disseminate the minutes of such meetings.

(b) Collect, deposit and disburse the association's funds pursuant to the budget, and invest surplus funds at the direction of the executive committee.

(c) Maintain membership lists, and files.

(d) Advise and assist the officers, commissioners and committees.

(e) Make the arrangements for association meetings.

(f) Perform such other duties as may be directed by the Board of Commissioners or officers, or as prescribed by the State Bar's rules or by these by-laws.

## ARTICLE VIII

### MEETINGS OF THE ASSOCIATION

**Section 1. Annual meeting.** There shall be an annual meeting of the members of the State Bar at such time and place as is designated by the president with the advice of the Board of Commissioners.

**Section 2. Special meetings.** Special meetings of the members of the Wyoming State Bar may be held at such times and places as designated by the Board of Commissioners. A special meeting may also be called upon by a petition signed by not less than twenty percent of the active resident members of the Wyoming State Bar.

**Section 3. Notice of meetings.** At least fifteen days written notice shall be given for all special meetings of the Wyoming State

Bar and at least thirty days notice shall be given for the annual meeting of the Wyoming State Bar.

**Section 4. Conference for members.** At each annual meeting the officers and executive committee shall include in the printed program a time and place at which any member of the State Bar shall have an opportunity to confer with the officers and the executive committee and present any complaint or suggestions for the improvement of the State Bar. The time and place for such conference shall be at the Annual Business Meeting. Members wishing to have resolutions considered by the membership must file or mail any resolutions with the Executive Director of the Wyoming State Bar thirty days prior to the Annual Business Meeting.

## ARTICLE IX

### STANDING BOARDS AND COMMITTEES

#### Section 1. Appointment and removal.

(a) Term. The members of each standing board or standing committee shall be appointed as hereinafter set forth for a term of three years, so arranged that the term of office of only one-third of the members of such board or committee shall expire in any year; provided, however, that no person appointed after October 1, 1988 shall be permitted to serve on any of said boards or committees for not more than two consecutive terms. A vacancy in any board or committee shall be filled as hereinafter provided, and members of each committee or board shall serve until the appointment of their respective successors.

(b) Removal for Nonattendance. After two consecutive unexcused absences from meetings of any board or committee, the chairman of the board or committee shall report absences to the president. The president may give notice of removal from the board or committee to the delinquent member, and a replacement for the balance of the term of the office shall be elected or appointed as is otherwise provided.

**Section 2. Powers and Duties.** A majority of the members of any board and committee shall constitute a quorum for the transaction of business. Each board and committee shall keep a record of its meetings and proceedings and shall submit an annual report to the Board of Commissioners. The Board of Commissioners may assign powers or duties or propose rules and regulations to any standing or special committee. Each of the standing boards and committees shall propose rules and regulations governing its procedure, and thereafter modify or amend such rules as necessary. All rules and regulations shall be submitted to the Board of Commissioners, which may modify or amend and recommend the rules and regulations to the Supreme Court, which shall modify, amend or adopt said rules.

**Section 3. Standing Boards.**

(a) There shall be the following standing boards of the Wyoming State Bar:

- (i) State Board of Continuing Legal Education;
- (ii) Grievance Committee.

(b) Appointment. The Wyoming Supreme Court, with advice of the president of the State Bar, shall appoint all members of each of said boards.

(c) Vacancies. Any vacancy created on any standing board for whatever cause or reason shall be filled by appointment by the Supreme Court with advice of the president of the State Bar.

**Section 4. Standing Committees.**

(a) There shall be the following standing committees of the Wyoming State Bar:

- (i) Alcohol and Substance Abuse Committee;
- (ii) By-Laws Committee;
- (iii) Bar Survey Committee;
- (iv) Bench-Bar Relations Committee;
- (v) Clients' Security Fund Committee;
- (vi) Continuing Legal Education Committee;
- (vii) Law Reform Committee;
- (viii) Law School Liaison Committee;
- (ix) Legal Aid Services Committee;
- (x) Legislative Committee;
- (xi) Pattern Jury Instructions Committee;
- (xii) Public Information and Communications Committee;
- (xiii) Resolution of Fee Disputes Committee; and

(b) Appointment. The president of the State Bar, with the advice and consent of the Board of Commissioners, shall appoint the members of the committees and designate the chairman to serve for a term of one year.

(c) Vacancies. A vacancy on any standing committee shall be filled by appointment by the president of the State Bar for the unexpired term.

## ARTICLE X

### OTHER COMMITTEES

Other committees may be established annually as the president, with the advice of the Board of Commissioners, shall from time to time determine to be necessary to properly carry on the functions of the State Bar or to assist special committees of the American Bar Association. Appointments of the membership of these special committees shall be made by the president unless other provision is made in authenticating resolution or promulgating order.

## ARTICLE XI

### CLIENTS' SECURITY FUND

The Board of Commissioners shall establish a clients' security fund and provide rules of procedure for its administration. The Board may purchase a clients' security indemnity bond for additional client protection.

## ARTICLE XII

### OFFICIAL PUBLICATION: NOTICE TO MEMBERS

(a) The Wyoming Lawyer shall be the publication of the Wyoming State Bar. All official notices shall be published therein and such publication shall constitute notice to all members. The Wyoming Lawyer shall be mailed to all members at their address of record.

(b) A financial statement showing assets, liabilities, receipts and disbursements of the State Bar shall be published in The Wyoming Lawyer as soon as possible after the end of the fiscal year.

(c) The adopted budget of the State Bar shall be published in The Wyoming Lawyer as soon as practicable after the budget is adopted by the Board of Commissioners.

## ARTICLE XIII

### RULES OF PROFESSIONAL CONDUCT

The rules of professional conduct set forth from time to time in the court rules volume of the Wyoming Supreme Court Rules, as it may be supplemented or modified by the Court, shall be the standards governing the practice of law in the state.

**ARTICLE XIV**

**FISCAL YEAR**

The fiscal year of the State Bar shall be October 1 through September 30.

**ARTICLE XV**

**AMENDMENT**

(a) These by-laws may be amended or repealed by the Wyoming Supreme Court or by a majority vote of the Board of Commissioners with the advice and consent of the Wyoming Supreme Court.

(b) The Board of Commissioners shall review the by-laws every three years, solicit opinions of the members relative to proposed amendments and report to the members present at the annual meeting in that year.

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