

BYLAWS OF THE SECTION
(As Amended November 2, 2007)

ARTICLE I
Name and Purpose

Section 1. Name. This Section shall be known as the Intellectual Property Law Section of the New York State Bar Association.

Section 2. Purpose. This Section, alone or in cooperation with other sections and committees of the New York State Bar Association (hereinafter referred to as the "Association"), and such other bar associations or organizations as may be appropriate from time to time, shall, in the field of intellectual property law and practice, (1) plan and conduct continuing legal education programs with the goal to provide through its meetings and programs sufficient MCLE credits to meet applicable New York State Mandatory Continuing Legal Education requirements; (2) collect, publish and distribute educational and professional materials; (3) formulate professional opinion; (4) study and comment upon the impact of foreign, federal and state laws, regulations, and treaties; (5) develop and recommend policy and improvements in the law; (6) serve as a resource to business, civic and governmental organizations; (7) enhance the skills and competency of New York lawyers; and (8) undertake all such other activities as may be authorized from time to time by the Association and the Executive Committee of the Section for the purpose of accomplishing the foregoing.

ARTICLE II
Membership

Section 1. Any member of the New York State Bar Association shall be eligible for membership in this Section, and shall be enrolled as a member of the Section upon application and payment of the annual dues for appropriate classes of membership as shall be determined by the Executive Committee of this Section.

ARTICLE III
Officers, Section Delegate and Executive Committee

Section 1. The officers of the Section shall be a Chair, Vice-Chair, Treasurer and Secretary. The Vice-Chair, Treasurer and Secretary shall be elected at an Annual Meeting of the Section. Each officer shall hold office for a term of two years, or until June 1, of the second calendar year next following that in which the officer is elected to office. The Vice-Chair shall become Chair on June 1 of the second calendar year next following that in which the member is elected Vice-Chair.

Section 2. There shall be an Executive Committee of the Section consisting of the Officers of the Section, at least two but not more than ten members-at-large to be elected at each Annual Meeting of the Section, the chairs of the Standing and Special Committees provided for in Sections 1 and 2, respectively, of Article VI and the Chairs of the Section for the last preceding six years. All past Chairs of the Section shall be honorary members of the Executive Committee.

Section 3. All officers and members of the Executive Committee who are elected at an Annual Meeting shall hold office for a term beginning on June 1 of the calendar year of that Annual Meeting in which they were elected and serve until their respective successors have been elected and take office. The Vice-Chair upon succeeding to the office of Chair pursuant to Section 1 of this Article shall hold office as Chair for a term beginning on June 1 and continuing until succeeded by a new Chair.

Section 4. The immediate past Chair shall serve as a Section Delegate to the House of Delegates of the Association. As to all other Section Delegates and alternate Delegates permitted by the Association's bylaws, or if the immediate past Chair shall decline to serve, the Vice-Chair shall nominate candidates for those positions for a two-year term to coincide with the Vice-Chair's term as Chair of the Section. Such candidates shall be elected to said positions upon a two-thirds vote of the Executive Committee members present at a meeting for which there is a quorum. In the event any Section Delegate shall become unable to serve or such position otherwise becomes vacant, then such vacancy shall be filled by the Chair of the Section nominating candidates to fill such positions. Such candidates shall be elected to said positions upon a two-thirds vote of the Executive Committee members present at a meeting for which there is a quorum. The alternate Delegate shall serve as Section Delegate during any vacancy of a Section Delegate position, or in the event that a Section Delegate is unable to attend any meeting of the House of Delegates or unable to perform his or her duties as a Section Delegate. Any Section Delegate or alternate Delegate elected to fill a vacancy shall serve until the end of the term to which the predecessor Section Delegate or alternate Delegate (as the case may be) was to serve."

ARTICLE IV Nomination of Officers

Section 1. The Chair shall appoint a Nominating Committee of at least three members of the Section for a term of one year to coincide with the appointments of committee chairs, which Committee shall make and report nominations to the Section for the offices of members-at-large of the Executive Committee prior to each Annual Meeting of the Section. The Nominating Committee shall make and report nominations to the Section for the offices of Vice-Chair, Treasurer and Secretary prior to every other Annual Meeting of the Section. Other nominations for the same offices may be made from the Chair.

ARTICLE V Duties of the Officers and of the Executive Committee

Section 1. Chair: This officer shall preside at all meetings of the Section and of the Executive Committee, shall be an ex officio member of all its committees, and shall perform such other duties and acts as usually pertain to this office. In the event the Chair determines that such duties cannot be fulfilled for any reason and for a limited period of time not to exceed three (3) months, the Chair shall be permitted to appoint the Vice-Chair to carry out all of the duties of the Chair for such a period.

Section 2. Vice-Chair: The Vice-Chair shall assist the Chair in the performance of that officer's duties when requested to do so. On the death or resignation of the Chair's term, the Vice-Chair

shall be the Chair-elect of the Section. In the case of the Chair's disability, the Vice-Chair shall carry out the duties of the Chair but only for so much of the term as the disability continues.

Section 3. Treasurer: The Treasurer shall be the custodian of the fiscal books and records of the Section. It shall be the duty of the Treasurer to prepare the Section budget and to maintain liaison with appropriate fiscal officers of the New York State Bar Association and the Association's Treasurer, who has custody of the Section's funds. The Section Treasurer shall report upon the Section's finances at each meeting of the Executive Committee and at the Section Annual Meeting.

Section 4. Secretary: The Secretary shall be the custodian of all books, papers, documents and other property of the Section, except money and the fiscal books and records. The Secretary shall keep a true record of the proceedings of all meetings of the Section and of the Executive Committee, and shall mail notices of all meetings of the Executive Committee.

Section 5. Executive Committee: The Executive Committee shall have general supervision and control of the affairs and activities of the Section subject to the Bylaws of the New York State Bar Association and the Bylaws of the Section. It shall be responsible for the authorization of all commitments and contracts which shall entail the payment of money and for the expenditure of all monies collected by the Section or appropriated for the use and benefit of the Section. The Executive Committee shall meet at least once each year in conjunction with the Annual Meeting of the Section. The Executive Committee shall adopt its own rules of procedure, including rules as to the number of its members who shall constitute a quorum, the time and place of its meeting, and the form of notices of meeting to be given to its members; it may adopt rules declaring vacancies to exist in the Executive Committee upon failure of elected members to attend meetings.

Section 6. The Executive Committee, during the interim between the Annual Meetings of the Section, may fill vacancies in the offices of the Secretary, Treasurer and Vice-Chair. In the event that the offices of the Chair and Vice-Chair simultaneously become vacant, the Executive Committee may appoint a new Chair. The Executive Committee may also fill any vacancy arising in the Committee during the interim between Annual Meetings of the Section. Officers and Committee members so elected shall serve until the close of an Annual Meeting of the Section. The Executive Committee also may fill any vacancy in the position of Section delegate, including an elected Section delegate whose term of office has not yet commenced. A Section delegate so elected shall serve until the end of the term to which the delegate's predecessor was elected.

ARTICLE VI

Committees

Section 1. Standing Committees: There shall be such Standing Committees as may from time to time be authorized by the Executive Committee. The Executive Committee has the authority to require members to belong to at least one committee. The chair and members of each Standing Committee shall be appointed by the Vice-Chair prior to the date at which he becomes Chair of the Section, to serve from then until the close of the next following Annual Meeting of the Section, and thereafter until their successors are appointed. The Chair of the Section may fill any

vacancy in the chairing or membership of any Standing Committee and may make additional appointments to any Standing Committee during the term of office. It is strongly suggested that Standing Committees hold at least two committee meetings each year separate from the Section's fall and Annual Meeting.

Section 2. Special Committees: The Chair may from time to time create such Special Committees as are deemed necessary or desirable, and appoint the chairs and members thereof to serve during the Chair's term of office.

Section 3. Other Committees: The Chair may from time to time create such other committees as are deemed necessary or desirable, and appoint the chairs and members thereof to serve no longer than during the Chair's term of office.

Section 4. Administrative Committee: The officers of the Section shall constitute an Administrative Committee to counsel and advise the Chair with respect to the administration of the activities of the Section and its Committees.

Section 5. Task Forces: From time to time as the objectives of the Section may require, part or all of the operations and responsibilities of specified committees of the Section may be transferred pro tempore to a task force designated to such purpose. As many task forces as may be deemed desirable may be created by the Executive Committee. A task force shall consist of from five to fifteen members appointed by the Chair who shall appoint a chair and vice-chair of the task force from such membership. Each member shall serve until the task force's objective is achieved or for one year, if the objective has not yet been achieved. Members may be reappointed. Each task force shall establish its own procedures subject to the supervision and approval of the Executive Committee. Each task force shall be terminated by the Executive Committee when its objective has been achieved or for other good reason.

Section 6. Rotation and Renewal of Committee Chairs: It is the policy of this Section that except in special circumstances no person shall serve more than two full years in succession as Chair of any Committee. The Chair of any Committee may be removed at any time by a two-thirds vote of the entire Executive Committee but only after consultation with the members of such Committee.

ARTICLE VII

Meetings

Section 1. The Annual Meeting of the Section shall be held at a time and place designated by the Executive Committee. Other meetings may be held at such times and places as may be designated by the Executive Committee. Section members shall be given advance written notice of all Section meetings.

Section 2. The members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 3. All binding action of the Section shall be by a majority vote of the members present. Business to be transacted at the Annual Meeting of the Section shall conform to the Bylaws of

the New York State Bar Association, these Section Bylaws and, where not otherwise specified, in accordance with Roberts Rules of Order, Revised.

ARTICLE VIII

Miscellaneous Provisions

Section 1. These Bylaws shall become effective upon the approval by the House of Delegates of the New York State Bar Association.

Section 2. The Executive Committee shall, subject to the approval of the Finance Committee of the New York State Bar Association, fix the dues for membership in this Section, and such dues shall be payable to the Treasurer of the New York State Bar Association to be held by the Treasurer for the Section and to be expended only by approval of the Executive Committee of the Section, or by approval of the President of the Association, or by approval of the Chair of the Section.

Section 3. These Bylaws may be amended at any meeting of the Section by a majority vote of the members of the Section present, or, by a two-thirds vote of the Executive Committee members present at a meeting for which there is a quorum provided that no amendment shall be effective until approved by the Executive Committee of the New York State Bar Association.