

Adopted May 24, 2011
Amended April 25, 2013
Amended August 26, 2021

**FEDERAL BAR ASSOCIATION
WESTERN DISTRICT OF VIRGINIA CHAPTER BYLAWS**

ARTICLE I. Name and Nature of Organization.

The name of this organization is the Western District of Virginia Chapter of the Federal Bar Association (hereinafter, "Chapter"). The Chapter is chartered by the Federal Bar Association (hereinafter, "Association") as approved by the National Council; as such the Chapter shall at all times comply with the requirements of the Association Constitution and Bylaws. The Chapter's geographic area is the region encompassed by the United States District Court for the Western District of Virginia.

ARTICLE II. Mission Statement and General Objectives.

Section 1. Mission Statement. The mission of the Chapter is to strengthen the federal legal system and the administration of justice by serving the interests and the needs of the federal practitioners (both public and private), the federal judiciary, and the public that we serve.

The Chapter supports the full and equal access to, and participation by all individuals in, the FBA, the legal profession, and the justice system regardless of race, gender, ethnicity, national origin, religion, age, sexual orientation, gender identity, disability, or any other unique attribute. The Chapter recognizes that achieving diversity in the legal profession requires continued effort and commitment.

Section 2. General Objectives. The general objectives of the Chapter, consistent with those of the Association, not listed in any particular order of priority, include:

- (a) To serve as the representative of the Federal legal profession in the Western District of Virginia.
- (b) To promote the sound administration of justice.
- (c) To enhance the professional growth and development of members of the Federal legal profession.
- (d) To promote high standards of professional competence and ethical conduct in the Federal legal profession.
- (e) To promote the welfare of the local bar membership, federal attorneys, and judges employed by the Government of the United States.
- (f) To provide meaningful services for the well-being and benefit of the members of the Chapter.
- (g) To provide quality educational programs to the Federal legal profession and the public.
- (h) To keep members informed of developments in their respective fields of interest.

(i) To keep members informed of the affairs of the Association and Chapter, to encourage their involvement in their activities, and to provide members opportunities to assume leadership roles.

(j) To promote professional and social interaction among members of the Chapter and the Federal legal profession.

ARTICLE III. Membership and Dues.

Section 1. Membership. Any person who is eligible for and maintains active membership in the Association and who is employed, resides in, or practices in any division of the United States District Court for the Western District of Virginia, or who designates membership in this Chapter to the Association, shall be a member of the Western District of Virginia Chapter, provided the person pays applicable Chapter dues.

Section 2. Honorary Membership. Any judge of the Federal courts established under Article III of the Constitution of the United States, any United States Bankruptcy Judge, and any United States Magistrate Judge who lives or serves in the Chapter's geographic area may be elected to honorary membership by a majority vote of the Chapter's Board. Such membership shall continue so long as the Judge serves in active, senior, or retired status. The United States Attorney and Federal Defender for the Western District of Virginia, as well as the Clerks of the U.S. Court of Appeals for the Fourth Circuit, United States District Court for the Western District of Virginia, and the United States Bankruptcy Court for the Western District of Virginia may be elected to honorary membership by a majority vote of the Chapter's Board. Any other person eligible for honorary membership as provided for in the Constitution of the Association who is employed, resides in or practices in any division of the United States District Court for the Western District of Virginia may be elected to honorary membership in the Association by a two-thirds' vote of the Chapter members present at any regularly called meeting and, when applicable under Article IV of the Association's Constitution, by vote of the National Council. Honorary members shall be exempt from payment of the admission fees and annual Association and Chapter dues, and shall be eligible to hold any Chapter Office.

Section 3. Application for Membership. Application for membership in this Chapter shall be made on a form approved by the National Council of the Association. Each application must be accompanied by the dues and admission fees required by the Constitution and Bylaws of the Association and the Bylaws of the Chapter.

Section 4. Associates. Any person eligible for and maintaining an active Associate status in the Association, and who is employed, resides in, or practices in any division of the United States District Court for the Western District of Virginia, or who designates Associate status in this Chapter to the Association, shall be an Associate of this Chapter, provided the person pays applicable Chapter dues.

Section 5. Dues. Annual dues owing to the Association will be paid individually to the Association headquarters by each member upon receipt of a statement.

Section 6. Expulsion. Any member or Associate shall be expelled from the Chapter when such member or Associate is expelled from the Association.

ARTICLE IV. Fiscal Year.

The fiscal year of the Chapter shall commence on October 1 and end on September 30 of the following year.

ARTICLE V. Officers.

Section 1. Elected Officers. The officers shall be elected from the membership of this Chapter and shall be as follows and in the order named:

1. President
2. President-Elect
3. Vice President
4. Secretary
5. Treasurer

Each officer elected shall assume the duties of office on October 1 and shall hold office for a one-year term, or until a successor shall be duly elected. Upon expiration of the President's one-year term, the President-Elect shall automatically succeed to the office of the President. The Immediate Past President shall remain a member of the Board for a period of one year following the expiration of their term as President.

Section 2. Board of Directors. The Board shall have full power and authority to function as the governing body of the Chapter and to undertake and conduct any and all activities which it considers necessary or expedient in accomplishing the objectives of the Chapter. The Board shall consist of the Elected Officers, the Immediate Past President of the Chapter, Chairs of all Chapter Committees, the Chapter's honorary judicial members, and any other representatives or officers appointed by the President of the Chapter and approved by a majority vote of the Board. The Board shall meet on the call of the President or any two of its members. A quorum shall consist of any seven Board members, so long as at least two of them are Elected Officers. In the President's discretion, proxy votes and electronic votes may also be accepted. The Board or members thereof may perform such Chapter business, not requiring a vote of the membership, as shall be in the best interests of the Association and the Chapter.

Section 3. Duties of Officers.

(a) President. The President shall be the chief executive officer of the Chapter and shall perform such duties as may be required by the Constitution and Bylaws of the Association and these Bylaws, and shall appoint standing or special committees and committee chairs as necessary and appropriate to the Chapter business and the Association committee structure, including, but not necessarily limited to, a Budget and Finance Committee, Program Committee, Continuing Legal Education Committee, Nominations, and Elections Committee, Membership Committee, and Publicity and Public Relations

Committee. The President shall serve as an *ex officio* member of all committees. Any member of the Chapter is eligible to join a committee, but only Board members may chair a committee. The President shall be a member of the National Council of the Association and shall attend its meetings.

(b) President-Elect. The President-Elect shall perform such duties as are delegated by the President. In the event of the absence or inability to act of the President, the President-Elect shall perform the duties of the President. The President-Elect shall automatically succeed to the office of the President upon the expiration of the incumbent's term.

(c) Vice President. The Vice President shall perform the duties of the President in the event of the absence or inability of the President and President-Elect to discharge the duties pertaining to that office, and shall perform such duties as may be required by the President or President-Elect.

(d) Secretary. The Secretary shall furnish notice of election results to the Association and to the Chapter officers, conduct the general correspondence of this Chapter and keep officers informed, keep a record of the proceedings of the meeting of this Chapter, act as parliamentarian, and perform such other duties as properly pertain to this office.

(e) Treasurer. The Treasurer shall collect and receive all monies due to the Chapter, maintain Chapter deposits in such bank or banks as may be designated by it, make disbursements therefrom only as authorized by two officers of the Chapter or a majority vote of the Board, and notify all members on or before the first day of October of each year of the status of their Chapter dues for the ensuing year. The Treasurer shall keep an itemized record of all monies received and disbursed by or to whom paid and for what purpose, and shall submit to the Chapter membership, when requested and at the end of the fiscal year, a report in writing itemizing the receipts and disbursements for the year. The Treasurer shall keep all books, vouchers and records available for audit and he shall perform such other duties as properly pertain to the office.

Section 4. Nominations. Nomination of candidates for the elective offices of this Chapter may be made by any member at the meeting at which the election will be held.

Section 5. Elections. The election of officers for all elective offices shall be by secret ballot or by voice vote if there is no objection. The election shall be held during the last regular meeting of the Chapter's fiscal year.

Section 6. Removal From Office. An officer may be removed from office for delinquency in attendance, inefficiency, neglect of duty, or for other causes, only upon a three-fourth's vote of members voting at a meeting called for such purpose by the Board.

Section 7. Vacancies of Office. In the case of death, resignation, or removal of the President, the President-Elect shall succeed to office of President. In cases of the death, resignation or removal of any other officer, the vacancy will be filled by election by the general membership.

Until such time that the vacancy is filled by election, the President may appoint an interim substitute for any vacancies.

Section 8. Division Representatives. Each division of the United States District Court for the Western District of Virginia shall be entitled to have a representative on the Board, who shall also be eligible to hold any other office or position in the Chapter. Each Division Representative shall be responsible for recruiting members for the Chapter from their division, and for encouraging attorneys in their division to participate in the events and affairs of the Chapter and the Association.

ARTICLE VI. Meetings.

Section 1. Meetings. There shall be at least two meetings of the Chapter membership each year at such day, hour, and place as the President may designate within any division of the United States District Court for the Western District of Virginia. Additional general membership meetings and Board meetings shall be held as called by the President or a number of members equal to a quorum, at a time and place designated by the calling party.

Section 2. Notice of Meetings. Notice of the time, date and place of all business meetings shall be mailed or otherwise given by the President or other calling party to each member in good standing at least five days prior to such meeting, unless the nature of the meeting is such that shorter notice cannot be avoided. If a special meeting, the notice shall specify the nature of the business to be presented and no other business shall be conducted.

Section 3. Quorum. Twenty-five percent (25%) of the members in good standing shall constitute a quorum for the transaction of the business of this Chapter.

Section 4. Rules of Order. The rules of order shall consist of (in the order stated):

- (a) the Constitution and Bylaws of the Association and this Chapter;
- (b) Standing Resolutions passed by this Chapter's membership; and
- (c) The most current available edition of Robert's Rules of Order, Revised.

Section 5. Method of Holding Meetings. Board meetings and general membership meetings may be held in person, virtually, or through a combination of both methods. Members participating in person and virtually shall both be calculated for the purposes of determining a quorum.

Section 6. Emergencies. When the Board by majority vote determines that extraordinary circumstances exist which prohibit a general membership meeting from being held, the Board shall have the power to take all actions and make all decisions that would otherwise require a vote of the Chapter membership until a regular meeting can be called, such actions to be subject to ratification by the membership at the next regularly called general membership meeting.

ARTICLE VII. Public Position Taken by the Chapter.

The Chapter, in the name of the Association, may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Chapter only with prior approval of the Association's National Council. Without such prior approval, the Chapter may make such a public position, but the position statement must include a disclaimer that indicates that the position is that of the Chapter only.

ARTICLE VIII. Amendment.

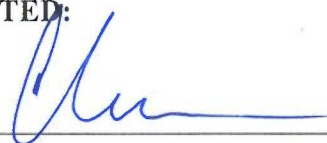
These Bylaws may be altered, amended or repealed and new Bylaws adopted only by a two-thirds vote of the Board and a subsequent two-thirds vote of the members of this Chapter at a regular meeting, if a quorum is present and ten days' prior written notice of the purpose has been given to all members, or at a special meeting upon the same conditions.

CERTIFIED as duly amended on August 26, 2021:



Secretary

ATTESTED:



President