

# **CHESTERFIELD COUNTY BAR ASSOCIATION**

## **BY-LAWS**

### **ARTICLE I**

#### **NAME AND PURPOSE**

##### **Section 1.01. Name**

The Association shall be known as the Chesterfield County Bar Association (the "Association").

##### **Section 1.02. Purpose**

The Association shall be a voluntary bar association for members of the legal profession and shall conduct its business: to facilitate the administration of justice; to promote legal and judicial reforms; to preserve the highest standards of integrity, dignity, honor and courtesy among members of the legal profession; to establish and maintain an appropriate liaison with the judiciary and other bar associations; to cultivate and advance the cause of jurisprudence; and to cultivate and promote the spirit of camaraderie and good fellowship among its members.

### **ARTICLE II**

#### **MEMBERS**

##### **Section 2.01. Eligibility for Membership**

Any person who (1) is licensed to practice law in Virginia and (2) either (a) lives within the limits of Chesterfield County or (b) maintains *a substantial portion of his or her law practice in Chesterfield County, Virginia* for the performance of services as an attorney at law, or (c) lives in an area of Chesterfield County, which was subsequently annexed by the City of Richmond, provided the person has continued as an active Member of the Association since the annexation, or (d) lives within the City of Colonial Heights or maintains his or her principal office in the City of Colonial Heights for the performance of services as an attorney at law **and** as of September 26, 2002 was a member of the Chesterfield-Colonial Heights Bar Association, provided said person continues as an active member of the Association from September 26, 2002 forward, shall be eligible for membership.

##### **Section 2.02. Admission to Membership**

No person shall become a member of the Association unless and until he shall have (1) made written application for membership in a form approved by the Committee on Admissions to the Secretary, (2) been recommended by the Committee on Admissions, and (3) been elected by vote of the Association. A concurring vote for four-fifths of the members present at any meeting shall be necessary for the election of any person as a member. Any person so recommended and elected shall become a member in good standing of the Association immediately upon the happening of the following: payment of (a) an admission fee of \$10.00, (b) all dues for the present fiscal year, and (c) all dues, if

any, that may then remain payable by him to the Association on account of prior membership.

### **Section 2.03. Dues**

The amount of dues for the Association shall be fixed by the Executive Committee not later than June 30 of each year for the upcoming fiscal year. Dues shall be payable by each member in respect of each year beginning on the 1<sup>st</sup> day of July and ending on the 30<sup>th</sup> day of June or any fractional part of such year in which he or she is a member. Such dues shall be payable in advance on the 1<sup>st</sup> day of July of each fiscal year. For the period January 1, 1995 through June 30, 1995, the dues paid by members shall be prorated such that payments made in January, 1995 for calendar year 1995 shall be applied against the interim period. Dues from the fiscal year beginning July 1, 1995 shall be determined as herein above set forth with a credit to each member (as determined by the Executive Committee) for the dues applicable to the second half of the 1995 calendar year.

### **Section 2.04. Termination of Membership**

Any member who ceases for any reason other than election to a non-judicial public office to be eligible for admission to membership under the provisions of Section 2.01 shall thereupon automatically cease to be a member.

The exception provided in the next preceding sentence as to members elected to non-judicial public office shall terminate upon the termination of such member's occupation of such public office.

Any member of the Association who shall be in arrears in the payment of membership dues to the Association on the last day of June of any year shall thereupon automatically lose all privileges of membership. The Treasurer shall mail a notice of the effect of this paragraph not later than the 15<sup>th</sup> day of June and not earlier than the 15<sup>th</sup> day of May in each year to all members who shall be in arrears in the payment of dues on the date of such mailing. Payment of all arrearages shall restore all privileges to the delinquent member.

### **Section 2.05. Suspension and Expulsion**

Any member may be suspended or expelled for unprofessional conduct by concurring vote of three-fourths of the members present at any regular or called meeting, provided such suspension or expulsion had been recommended by the Executive Committee. The Secretary shall promptly mail to the affected member a notice of any such action by the Association.

### **Section 2.06. Resignations**

Any member may resign at any time by delivering to the Secretary a written notice thereof, together with payment for all dues owing from any such member to the Association through the then current fiscal year.

## **Article III**

### **OFFICERS**

#### **Section 3.01. General**

The officers of the Association shall be the President, President Elect, Vice President, Treasurer, Secretary, and Program Director. The officers shall serve without compensation.

#### **Section 3.02. President**

The president shall be the chief executive officer of the Association, and consistent with the By-Laws and subject to the action of the Executive Committee, shall generally supervise the management of the affairs of the Association. He or she shall appoint the members of, designate the chairmen of, and fill vacancies in all committees except as otherwise herein provided.

#### **Section 3.03. President Elect**

The President Elect shall perform such duties as may be assigned to the office by the President, or by the Executive Committee, consistent with the By-Laws. In the event that the President is absent or unable to act, the President Elect shall perform the duties of President.

#### **Section 3.04. Vice President**

The office of Vice President shall perform the duties and exercise the powers customarily incident to that office and in addition thereto such others as may from time to time be assigned by the President.

#### **Section 3.05. Treasurer**

The office of Treasurer shall perform the duties and exercise the powers customarily incident to that office and in addition thereto such others as may from time to time be assigned by the President, including, but not limited to:

- (1) Collecting and, subject to the direction of the Executive Committee, disbursing all funds of the Association. The Treasurer shall have the power to sign checks on behalf of the Association. All Association books and accounts shall be open to inspection at any time by any officer of the Association, any member of the Executive Committee, or any auditors appointed by the President.
- (2) Submitting at each regular meeting of the Association a Treasurer's report of all current receipts and disbursements, and all obligations currently outstanding, with any comments as to current and prospective future financial position deemed informative.

### **Section 3.06. Secretary**

The office of Secretary shall perform the duties and exercise the powers customarily incident to that office and in addition thereto such others as may from time to time be assigned by the President, including, but not limited to:

- (1) Serving as custodian of the minutes and records of the Association.
- (2) Keeping at all times a complete roll of the members and having such roll available at all meetings of the Association; such roll being the sole and conclusive proof of membership.
- (3) Issuing notices of all meeting of the Association, making a record of all proceedings at such meetings, sending to all persons who shall have been elected to membership a notice of such election, and giving notice of any changes in the By-Laws as hereinafter provided.
- (4) Issuing a semi-annual newsletter which shall contain a calendar of the Associations activities and programs.

### **Section 3.07. Program Director**

The office of Program Director shall perform the duties and exercise the powers customarily incident to that office and in addition thereto such other duties as may from time to time be assigned by the President.

## **ARTICLE IV**

### **COMMITTEES**

#### **Section 4.01. Executive Committee**

There shall be an Executive Committee consisting of not less than eight members of the Association. The President, President Elect, Vice President, Treasurer, Secretary, Program Director, Young Lawyers Director, and Immediate Past President shall be members of such committee and the President shall be its chairman.

Between meetings of the Association, the Executive Committee shall be the governing body of the Association with power to give directions to all officers and committees, act for the Association, manage its affairs, make appropriations of its funds, and establish such regulations as it may deem advisable. Three members of the Executive Committee personally present shall constitute a quorum for any meeting.

#### **Section 4.02. Committees**

There shall be the following standing committees of the Association: Bench Bar Liaison, Programs, and Admissions. Each committee shall consist of a chairman who shall be appointed by the President each year immediately after his or her election to office. Subject to the approval of the Executive Committee, each chairman so appointed shall designate the

remaining members of his or her committee. Each committee shall report to the Association at each regular and called meeting of any action taken by it subsequent to the last meeting.

#### **Section 4.03. Other Committees**

The President shall have the power to create such other committees, of such number of members and with such powers and duties consistent herewith as he or she may deem advisable, but unless otherwise ordered by the Association or the Executive Committee, no such committee shall continue beyond the duration of the then current President's term.

#### **Section 4.04. Expenses**

No committee except the Executive Committee shall have power to incur any expenses, indebtedness or obligation for the Association, except with the approval of the Association or the Executive Committee.

### **ARTICLE V**

#### **MEETINGS OF THE ASSOCIATION**

##### **Section 5.01. Dates of Meetings**

The annual meeting of the Association shall be held during the month of July. In addition to the annual meeting, there shall be one meeting every quarter thereafter in order to promote generally this Association and to discuss any matters which may require attention by this Association.

Special meetings may be called at any time by the Executive Committee and shall be so called upon written request of five members. At special meetings no business shall be transacted except such as may be indicated in the notice therefore.

##### **Section 5.02. Notices**

Written, facsimile or electronic notice of each meeting of the Association shall be mailed/sent by the Secretary, or his/her designee, to every member of the Association not less than ten (10) days and not more than thirty (30) days before such meeting. Such notice shall be sent to the latest electronic address, facsimile number or mailing address of each such member as the same appears on the membership roll. Any notice required by this Section shall state the date, time and place of the meeting and shall also state the purpose or purposes for which the meeting is called. Timely notice published in the Chesterfield County Bar Association Newsletter which otherwise fulfill the requirements of this Section and shall constitute compliance with this Section.

A member's attendance at a meeting waives objection to: (1) lack of notice or defective notice of the meeting, unless at the beginning of the meeting the member objects to holding the meeting or transacting business at the meeting, and (2) that consideration of a particular matter at the meeting is not within the purpose or purposes described in the notice of the meeting unless, the member objects to considering the matter when it is presented. Notice of any meeting may be waived before or after the date or time of the meeting by a writing signed by the member entitled to notice and delivered to the Secretary for inclusion in the minutes of the meeting or filing with the records of the Association.

### **Section 5.03. Quorum**

Twelve (12) members of the Association personally present shall constitute a quorum for any meeting.

### **Section 5.04. Voting Power**

No person shall vote at any meeting except a member of the Association present at the meeting, and in good standing as of the date of the notice of the meeting, but all such members so present may vote on any matter.

### **Section 5.05. Chairman**

The President shall preside at all meetings of the Association and, in his or her absence, the President Elect shall preside; and if both be absent, such person as may be elected by the members to chair the meeting. The Secretary shall act as the secretary of the meeting. In the event the Secretary shall be absent, the Chairman shall appoint a member of the Association to act as the Secretary. The Chairman shall conduct all meetings impartially in accordance with the provisions of the Bylaws, and shall apply the text of the latest edition of "Roberts' Rules of Order", or as traditionally applied by the Association to any matter not provided for therein.

## **ARTICLE VI**

### **ENDORSEMENTS FOR JUDICIAL APPOINTMENTS**

#### **Section 6.01. The Policy**

The Association shall recommend and support for judicial office those persons who by their character, temperament, professional aptitude, and experience have demonstrated their qualification for judicial office; and shall not recommend or support the selection for judicial office those persons who do not possess these qualifications. The Association shall actively encourage those persons most qualified for judicial office to agree to accept appointment. The Association shall also in its endorsement and support of a candidate(s) that it recommends for judicial office, seek to prevent political considerations from outweighing fitness in the selection process of the electing or appointing authority.

#### **Section 6.02. The Procedure**

The procedure for conducting elections within this Association for the endorsement of candidates for judicial appointments shall be as follows:

Whenever a vacancy exists, or is about to occur, in any of the courts, state and federal, in Richmond, Virginia, or any county contiguous thereto, the Association shall notify its Members, the bench, and the public of the vacancy, and shall invite the nomination of qualified persons to be considered by the Association at a Special Meeting called for that purpose. No person shall be nominated unless the Association shall have received such person's assurance that he/she will accept the appointment if tendered.

- (1) Only duly qualified members shall be eligible to participate in the nomination and election of such candidates.

(2) Nominations from the floor shall be called for by the Chairman. No seconding nomination speeches shall be allowed. Speeches shall be limited to ten (10) minutes in duration. If there are multiple vacancies being considered, a candidate may be placed in nomination for one, or more of the vacancies. Each vacancy shall be voted on separately.

(3) After the nominations for each vacancy are closed, the Chairman shall call for a vote by paper ballot unless there shall be only one nominee, in which event a voice vote may be called for at the discretion of the Chairman.

(4) Each nominee shall be rated by the Association to be "Highly Qualified", "Qualified", or "Not Qualified" to fill the vacancy being considered in the following manner:

(a) The pool of candidates shall first be rated as "Not Qualified", or "Qualified";

(b) Those candidates who receive a rating of "Qualified" shall then be voted on to determine which are to be rated "Qualified", or "Highly Qualified".

Upon a review of the ballots, the candidate shall receive the rating selected by the majority of the Members who are present and participate in the vote. In the event of a tie in the vote for a specific rating, the candidate shall receive the higher rating.

(5) The persons charged with the responsibility of counting the ballots shall be the Chairman of the meeting and those persons who have nominated candidates for the judicial appointment that is the subject of the ballot.

(6) All meetings of the Association for the purpose of endorsing candidates for judicial appointments shall be special meetings called for in accordance with Article V of these Bylaws, and the only business conducted shall be the endorsement of candidates for election of judicial appointments.

### **Section 6.03. Results of Nomination**

The President of the Association, or the officer acting as Chairman of the meeting, shall, upon receiving the results of the election certify to the electing or appointing authority and any such persons or organizations deemed appropriate by the President, the names of the endorsed candidates, the rating received by each candidate, and any comments which the Executive Committee deems appropriate. The Association shall request that the vacancy under consideration be filled by a candidate on the list that has received a rating of "Highly Qualified" or "Qualified". Those persons who were nominated shall be notified by the President, or the Chairman, of the endorsement made by the Association and any additional comments of the Executive Committee.

## **ARTICLE VII**

### **CANONS OF ETHICS**

#### **Section 7.01. Canons of Ethics**

The Virginia Code of Professional Responsibility sets out in the Rules of the Supreme Court of Appeals of Virginia for the integration of the Virginia State Bar, in effect on January 1,

1984, and as have been, from time to time, thereafter amended. The Virginia Code of Professional Responsibility is hereby adopted and prescribed as the Canons of Ethics of the Association and, as such, is made a part of these By-Laws.

## **ARTICLE VIII**

### **AMENDMENTS**

#### **Section 8.01. Amendments**

These By-Laws, or any part hereof, may be amended, added to or repealed by a two-thirds vote of any meeting, provided that the text of such amendment or addition, or of a substitute in case of repeal, shall have been proposed as hereinafter provided, and such text or a fair summary thereof shall have been set forth in the notice for such meeting. Such proposals may be made at any time by a vote of a majority of all members of the Executive Committee or by a petition signed by at least five members of the Association and, when such a proposal is so made, the Secretary shall include its text or a fair summary thereof as above provided in the notice for the next ensuing meeting of the Association. When any proposal shall have been adopted, the Secretary shall state such fact in, and set forth the text thereof or a fair summary of the same in the notice for the next ensuing meeting of the Association.

**Adopted: January 8, 1985**  
**Amended: June 7, 1995**  
**Amended: September 26, 2002**  
**Amended: September 22, 2005**  
**Amended: March 26, 2010**  
**Amended: July 17, 2014**