

BYLAWS OF THE
SECTION ON THE EDUCATION OF LAWYERS IN VIRGINIA
VIRGINIA STATE BAR

Approved by Council October 1992
Amended by Council June 1995

ARTICLE I

Name and Purpose

Section 1. ***Name*** - The name of this Section shall be the Section on the Education of Lawyers of the Virginia State Bar.

Section 2. ***Purposes*** - The purposes of the Section shall be:

To further the objectives of, and promote active participation in, the Virginia State Bar;

To provide opportunities for the exchange of ideas and information and promote constructive action on legal education issues;

To provide a vehicle for continuing dialogue and communication on legal education issues among the academic community, the judiciary and the practicing bar in Virginia;

To sponsor projects of special interest and relevance to the members of the Section and the Virginia State Bar regarding the education and training of lawyers from their entry into law school and throughout their careers;

To foster unity among members of the Section by providing a forum where Section members can share research, source materials and experiences;

To conduct programs, publish and distribute educational and professional materials and undertake other activities which will enhance the cooperation and interaction among the law schools, the bench and the practicing bar in Virginia.

ARTICLE II

Membership and Dues

Section 1. **Categories** - There shall be four categories of Section membership: 1) Active, 2) Associate, 3) Judicial, and 4) Law Student. Only Active and judicial members may vote or hold office. [Amended by Council, June 1995]

Section 2. **Eligibility** - Any active or associate member in good standing of the Virginia State Bar and any person holding a faculty appointment at any of the ABA approved law schools in Virginia shall be eligible for Active membership in the Section. Any lawyer eligible to practice before the highest court of any state of the United States or the District of Columbia and not a member of the Virginia State Bar shall be eligible for Associate membership in the Section. Judicial membership in the section shall be open to any active or retired judge of the United States or the Commonwealth of Virginia. Any full-time law student not eligible for Active or Associate section membership and enrolled in an ABA approved law school in Virginia shall be eligible for Law Student membership in the Section. Upon request to the Secretary, members of each category shall be enrolled and shall continue as members so long as they retain their eligibility as aforesaid and pay the annual dues specified in Section 3 of this Article.

Section 3. **Dues** - Active and Associate section members shall pay to the Treasurer of the VSB annual dues of \$20.00, as approved by the Board of Governors of the Section, the general Section membership, and the Council of the Virginia State Bar, pursuant to Article VII, Section 2 of these bylaws. There shall be no dues or other assessments required of Judicial members. Law Student members of the section shall pay one-half the dues payable by an Active or Associate member of the section. The section may raise its dues up to the limit set by the Council of the Virginia State without further Council approval, pursuant to Article VII, Section 2 of these bylaws. New members enrolled during the last quarter of the fiscal year shall have dues waived until the next fiscal year.

ARTICLE III
Board of Governors

Section 1. **Number and Eligibility** - There shall be a Board of Governors of the Section which shall consist of the following Active members of the section: *Eighteen* members who shall be elected at the annual meeting of the Section, in accordance with Article III, Section 3 of these bylaws; and the dean, or a duly designated representative, of each ABA approved law school in Virginia. The initial Board of Governors shall be appointed by the President of the Virginia State Bar and shall serve until the first annual meeting of the Section, at which time, the Board of Governors shall be selected as hereinafter provided. No person shall be eligible for an elected position on the Board of Governors if he/she previously has been elected to two consecutive three-year terms on the Board of Governors, but reelection is permitted when at least one year has elapsed since that person has served on the Board.

Section 2. **Ex Officio Members** - The officers and the immediate past chair of the Section who are not also serving terms as elected members of the Board, shall serve as full, voting members of the Board of Governors, Ex Officio. The Executive Director of the Virginia State Bar and the Chair of the counterpart committee of The Virginia Bar Association, or their duly designated representatives, may serve as Ex Officio members of the Board of Governors.

Section 3. **Terms** - At the first annual meeting of the Section following adoption of these bylaws by the Council of the Virginia State Bar, the twenty-four members of the Board of Governors as set forth in Section 1 shall be selected. The initial Board of Governors appointed by the President of the Virginia State Bar shall serve as the nominating committee. The terms shall be established as follows:

Elected Members: *Eighteen* members of the Board of Governors shall be elected for staggered terms, as follows: *Six* members of the Board shall be nominated and elected to serve for *one* year; *six* members for *two* years; and *six* members for *three* years. "Year" designates a term beginning July 1 after the annual meeting and ending June 30 of the succeeding year. Thereafter,

upon expiration of each of these initial terms, the eighteen members of the Board of Governors shall be nominated and elected at each annual meeting of the Section by a majority vote of the Active Section members present for terms of *three* years, beginning July 1 following the annual meeting at which they have been elected and ending June 30 three years later.

Law School Deans: The dean of each ABA approved law school in Virginia shall serve on the Board of Governors during his/her tenure as dean. Each dean may choose, on an annual basis, a member of the faculty from his/her law school to serve as the designated representative of the dean for a term beginning July 1 after the annual meeting of the Section and ending June 30 of the next succeeding year, provided that such designee is an Active member of the section.

Nominations for the elected positions on the Board may be made from the floor at the initial annual meeting of the Section. The terms for the officers and immediate past chair who are serving as Ex Officio members of the Board of Governors shall be for the year in which they serve in such positions.

Section 4. ***Nomination*** - After the initial annual meeting of the Section, and not less than *sixty* days before each subsequent meeting, the Chair shall appoint a nominating committee of at least *five* members, not more than three of whom may be members of the Board of Governors. The Chair shall give due consideration to both the practicing bar and the academy in designating such members of the committee. Not less than five days prior to the annual meeting of the Section, the nominating committee shall make and report to the Board of Governors nominations for any vacancies on the Board resulting from resignations or otherwise, and for those members of the Board whose terms expire on the 30th day of June following the annual meeting. The nominating committee shall then meet at the place of the annual meeting of the Section and make and report to the Section nominations for any positions on the Board of Governors held by members whose terms expire on the 30th day of June following the annual meeting, or for any

positions which are then vacant. Three members of the nominating committee shall constitute a quorum, and, if less than a quorum is present, the Chair of this Section shall appoint new members sufficient to constitute a quorum. Other nominations may be made from the floor of the Section meeting.

Section 5. **Election** - All elections shall be by *viva voce* unless otherwise ordered by resolution duly adopted by the Section at the annual meeting at which the election is held.

Section 6. **Duties and Powers** - The Board of Governors shall have general supervision and control of the affairs of the Section, subject to the provisions of the Rules for Integration of the Virginia State Bar and the limitations of the bylaws of the Virginia State Bar and the bylaws of the section. It shall especially authorize all commitments or contracts which shall entail the payment of money and shall authorize the expenditures of all monies appropriated for the use or benefit of the Section. It shall not authorize commitments or contracts which shall entail the payment of more money during any fiscal year than the amount which shall have been previously appropriated to the Section for such fiscal year.

Section 7. **Meetings** - Regular meetings of the Board of Governors of this Section shall be held upon the call of the Chair at least once in each quarter for the fiscal year of the Section, exact time and place of the meeting to be designated by the Chair and the Secretary to give notice to each member of the Board. Special meetings of the Board of Governors shall be held at the request of the majority of the Board of Governors or at the call of the Chair, and the Secretary shall give notice to the members of the Board. A majority of the Board shall constitute a quorum, and all binding actions of the Board shall be by majority vote. Absent members may communicate their vote in writing or by fax to the Secretary and have it counted with the same effect as if it was cast personally.

Section 8. **Vacancies** - The Board of Governors, during the interim between annual meetings of the Section, may fill vacancies in its membership. Members of the Board of Governors and officers so selected shall complete the unexpired term created by the vacancy or shall serve until their successors have been duly elected and qualified.

Section 9. **Committees** - The Board of Governors may designate committees and appoint the membership from Section members, to perform such duties and exercise such powers as the Board of Governors shall direct, subject to limitations of these bylaws and the bylaws of the Virginia State Bar.

Section 10. **Declaration of Vacancies** - If any member of Board of Governors fails to attend two successive meetings of the Board without a reason sufficient to a majority of the Board, or if any member of the Board of Governors resigns, or is declared incapacitated by the President of the Virginia State Bar, the membership of said person on the Board of Governors, and in any other section office held by such person, shall be deemed vacant, and said vacancy shall be filled as provided for in Section 8 hereinabove.

ARTICLE IV

Officers

Section 1. **Nomination and Election** - The President of the Virginia State Bar shall appoint the Chair, Vice-Chair, and Secretary of the initial Board of Governors of the Section to serve until the first annual meeting of the Section following adoption of these bylaws. Thereafter, the Board of Governors shall meet during, or immediately following, the annual meeting of the Section and shall elect from among their number a Chair, Vice-Chair, and Secretary, to hold office for a term beginning July 1 of each year and ending on June 30 of the next succeeding year, or until their successors have been duly elected and qualified. If the term of a Board member elected to serve as an officer of the Board of Governors is to expire on June 30 immediately following the annual meeting of the Section, the elected officer shall serve as an Ex Officio member of the Board of Governors for the year in which he/she serves in this position, in accordance with Article III, Sections 2 and 3 of these bylaws.

Section 3. **Vice-Chair** - Upon death, resignation, or during the absence or disability of the Chair, or upon his/her refusal to act, the Vice-Chair shall perform the duties of the Chair for the remainder of the Chair's term except in the case of the Chair's disability, in which event the Vice-Chair shall perform the duties of the Chair only so long as the disability continues.

Section 4. **Secretary** - The Secretary shall be the custodian of all books, papers, documents, and other property of this Section, except money. The Secretary shall give notice of all meetings of this Section and of the Board of Governors and keep a true record of the proceedings. The Secretary shall assist the Chair in preparing a summary or digest of the proceedings of this Section at its annual meeting for publication in the Annual Report of the Virginia State Bar, after approval by the Executive Committee or the Council of the Virginia State Bar, or a committee designated by either.

Section 5. **Vacancies** - The Board of Governors shall fill any vacancy that may occur in the office of Chair, Vice-Chair, or Secretary.

ARTICLE V

Section Meetings

Section 1. **Annual Meeting of the Section** - The annual meeting of the Section shall be held during the Annual Meeting of the Virginia State Bar, in the same city or place, with such program and order of business as may be arranged by the Board of Governors.

Section 2. **Special meetings of the Section** - Special meetings of the Section may be called by the Chair upon approval of a majority of the Board of Governors, at such time and place as the Board of Governors may determine. The Secretary shall give notice to the members of the time and place of all meetings.

Section 3. **Quorum and Voting of Section** - The members of the Section present at any meeting shall constitute a quorum for the transaction of business, and all binding actions of the Section shall be by a majority vote of the Active Section members present and voting.

ARTICLE VI

Miscellaneous

Section 1. **Fiscal Year** - The fiscal year of this Section shall be the same as that of the Virginia State Bar.

Section 2. **Expenses** - All expenses incurred by the Section, before being forwarded to the Treasurer of the Virginia State Bar for payment, shall be approved by the Chair or Secretary, or, if the Board of Governors shall so direct, by both of them.

Section 3. **Compensation** - No salary or compensation shall be paid to any officer or member of the Board of Governors.

Section 4. **Action of Section** - Before any action of the Section becomes the action of the Virginia State Bar, it must be approved by the Council of the Virginia State Bar. Any resolution adopted or action taken by this Section may, on request of the Section, be reported by the Chair of the Section to any meeting of Council of the Virginia State Bar for the bar's action thereon.

Section 5. **Printing** - All printing for the Section or the Board of Governors or by committees of the Section shall be done under the supervision of the headquarters office of the Virginia State Bar.

ARTICLE VII

Procedure

Section 1. Except as otherwise provided in these bylaws, Robert's *Rules of Order* shall govern the procedure at meetings of this Section and its Board of Governors.

ARTICLE VIII

Effectiveness & Amendment of Bylaws

Section 1. **Bylaws Effective** - These bylaws shall become effective after approval by the Council of the Virginia State Bar, upon recommendation of the Executive Committee of the Virginia State Bar.

Section 2. **Amendment** - These bylaws may be amended at any annual meeting of the Section by a vote of a majority of the Active members of the Section present and voting, provided such amendment shall first have been approved by a majority of the Board of Governors and provided, further, that no amendment so adopted shall become effective until approved by the Council upon recommendation of the Executive Committee of the Virginia State Bar.*

* Pursuant to the terms of their bylaws, Sections have the authority to raise their dues up to \$35.00 without further Council action. However, a dues amendment *must* be approved by the Board of Governors and general membership of the Section (if applicable) prior to such action. If such amendment is made at the annual meeting of the Section in June, it would not become effective until one year later.