

FBA Constitution

The Constitution of the Federal Bar Association

Article I - Name and Location

Section 1. *Name.* The name of this organization is "The Federal Bar Association" (hereinafter, "Association"). The Association is chartered under the laws of the District of Columbia and was established on January 5, 1920. The name may not be copied, used, or issued by anyone for any purpose except as authorized by the National Council.

Section 2. *Location.* The headquarters of the Association shall be at a site to be determined by the National Council. Chapters of the Association shall be located in such cities of states, commonwealths, territories, possessions, and foreign countries as are approved by the National Council under this Constitution.

Article II - Seal, Insignia, and Logos

Section 1. *Design.* The official seal and insignia of the Association comprise a representation of the Goddess of Justice standing before the United States Supreme Court Building, all within two concentric circles. Within the outer circle appear the words, "The Federal Bar Association, January 5, 1920." The National Council may adopt such logos for the Association as it shall deem appropriate.

Section 2. *Use by the Association.* As authorized by the National Council, the insignia and logos may be used by the Association on jewelry, stationery, displays, publications, and the like.

Section 3. *Use by Others.* The insignia and logos may not be copied, used, or issued by anyone other than the Association for any purpose except as authorized by the National Council.

Article III - Mission Statement, General Objectives

Section 1. *Mission Statement.* The mission of the Association is to advance the science of jurisprudence and to promote the welfare, interests, education, and professional growth and development of the members of the Federal legal profession.

Section 2. *General Objectives.* The following general objectives of the Association are not listed in any particular order of priority; each objective is equally important in accomplishing the mission of the Association:

- a. To serve as the national representative of the Federal legal profession;
- 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 attorneys and judges employed by the Government of the United States;
- f. To provide meaningful services for the welfare and benefit of the members of the Association;
- g. To provide quality educational programs to the Federal legal professional 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, to encourage their involvement in its activities, and to provide members opportunities to assume leadership roles;
- j. To promote professional and social interaction among members of the Federal legal profession.

Article IV - Membership

Section 1. *Active Membership.* Any person admitted to the practice of law before a Federal court or a court of record in any of the several states, commonwealths, territories or possessions of the United States or in the District of Columbia shall be eligible for active membership in the Association and may maintain membership in one or more Chapters and one or more Sections; provided such person:

- a. is or has been an officer or employee of the United States or of the District of Columbia and, while so serving,

performs or has performed the work of a legislator, judge, lawyer, or member of a quasi-judicial board or commission;
or

b. has a substantial interest in or participates in the area of Federal law.

Section 2. *Honorary Membership.* Honorary members of the Association, as hereinafter provided, shall be exempt from payment of dues but shall have full rights and privileges of membership.

a. The Chief Justice of the United States and Associate Justices of the Supreme Court of the United States shall be offered honorary membership in the Association.

b. Any person who has rendered conspicuous service to the United States Government or to this Association may be elected to an honorary membership by vote of three-quarters of the members of the National Council then present.

c. Any judge of the Federal courts established under Article III of the Constitution of the United States may be elected to honorary membership in the Association by any Chapter located within the territory of the Circuit in which that judge serves. Such membership shall continue so long as the Judge serves in active, senior, or retired status.

d. Subject to such limitations as are contained in the Bylaws of the Association, any Member of Congress, if otherwise eligible for active membership under Section 1 of this Article, may be elected to honorary membership in the Association by any Chapter located within the congressional district or State which such Member of Congress represents. Such membership shall continue for the period of the Member's tenure in Congress.

Section 3. *Associates.* Subject to such limitations as are contained in the Bylaws of the Association, any person is eligible to become an associate of the Association, as hereinafter provided. Such an associate may also maintain association with any one or more Chapters, Sections, and Divisions. However, such associate is not a member of the Association; accordingly, in no event may such associate vote or hold any elective office in the Association or in any Chapter, Section, or Division thereof.

a. *Foreign Associate.* Any person who is admitted to practice law before a court or administrative tribunal of a country other than the United States of America is eligible to become a foreign associate of the Association.

b. *Law Student Associate.* Any law student not admitted to the practice of law before a Federal court or a court of

record in any of the several states, commonwealths, territories, or possessions of the United States, or in the District of Columbia, is eligible to become a law student associate of the Association.

Section 4. *Expulsion.* Subject to such due-process limitations relating to notice and opportunity for hearing as are contained in the Bylaws of the Association, the National Council may expel for good cause any member or associate of the Association by a majority vote of the members of the National Council then present. Subject to procedures as are contained in the Bylaws of the Association, any member or associate who has been expelled by the National Council pursuant to this Section shall have the right to appeal from that decision to the Association.

Article V - Officers: Nomination, Removal, and Duties

Section 1. *Elective Officers.* The elective officers of the Association shall assume their respective offices at the beginning of the fiscal year to which they are elected and shall serve through the end of the fiscal year in which their terms expire or until their successors shall have been installed in office. The elective officers of the Association shall be as follows and in the order named and shall be elected to terms of office as indicated:

a. The President, who shall be elected only in those years when there is no President-elect to succeed to that office.

b. The President-elect, who shall be elected annually as hereafter provided and who shall succeed the President at the expiration of the latter's term.

c. The Vice President, Treasurer, Secretary, and Deputy Secretary, each of whom shall be elected annually as hereafter provided.

d. The Delegate or Delegates to the House of Delegates of the American Bar Association, who shall be elected to terms of office for the number of years then provided for members of the House of Delegates by that association. When the American Bar Association authorizes the Association an increase in the number of delegates to that association's House of Delegates, the President promptly shall appoint such additional delegate or delegates with the approval of the National Council at its next regular meeting, to hold office until the next annual election.

e. Two Vice Presidents for the Circuits for each Federal judicial circuit, who shall be elected for terms of two years by the members within that Circuit, on a staggered basis within each Circuit.

Section 2. *Eligibility.* All members of the Association at the time of nomination, whose dues are paid for the current fiscal year and who otherwise are in good standing, shall be eligible as candidates for any elective office as prescribed in Section 1 of this Article.

Section 3. *Nominations.* Candidates for elective offices of the Association as prescribed hereinbefore may be nominated for office either by the Nominations and Elections Committee or by petition filed in accordance with this section.

a. The Nominations and Elections Committee shall nominate one or more members in good standing for each of the elective offices becoming vacant during the upcoming fiscal year, and each such nominee shall be listed on the ballot as a candidate for the particular office.

b. Each nominee by petition shall be listed on the ballot as a candidate for the particular office for which nominated. A candidate nominated by petition must be endorsed by not less than 50 members, except that a candidate for Vice President for the Circuit must be endorsed by not less than 20 members of Chapters and/or members at large of the particular Circuit. No member shall be eligible as an endorser of a petition whose dues are not paid for the current fiscal year or who is not otherwise in good standing. Each petition may propose nominees for one or more offices; however, in no event shall any member be eligible as an endorser of more than one candidate for the same office.

Section 4. *Removal from Office.* Any officer may be removed from office for delinquency, inefficiency, neglect of duty, or for other good cause in the same manner and subject to the same due-process limitations as described in Article IV, Section 4, for the expulsion of a member. Any officer so removed shall have the same right of appeal from that decision to the Association as described in that Section for an expelled member.

Section 5. *Vacancies in Office.*

a. In case of death, resignation, or removal of the President, the President-elect shall succeed to that office for the remainder of the term and then shall serve as President during the following term. In case of the death, resignation, or removal of the President-elect between the close of nominations and the annual election, the newly elected President-elect shall assume the office of President for one term only; and, thereafter, a President shall be elected at the next election as provided in Section 1.a. of this Article. In case of death, resignation, or removal of both the President and the President-elect in the same term, the highest available officer, in order as listed in Section 1 of this Article, shall serve as acting-President until the next regular meeting of the National Council; at such meeting, the

National Council shall select an acting-President to serve for the balance of the term.

b. Vacancies in the office of President-elect shall not be filled.

c. In case of death, resignation, or removal of any other officer, the President shall promptly fill such vacancy, subject to the ratification of the National Council at its next regular meeting.

Section 6. *Duties of Officers.*

a. The President shall be the Chief Executive Officer of the Association and the Chairperson of the National Council. The President shall perform such other duties as properly pertain to the office or as may be required under this Constitution and the Bylaws of the Association.

b. The President-elect shall perform the duties of the President in the latter's absence or inability to discharge the duties of that office and shall perform such other duties as may be required by the President, this Constitution, or the Bylaws of the Association.

c. The Vice President shall perform the duties of the President-elect in the latter's absence or inability to discharge the duties of that office and shall perform such other duties as may be required by the President, this Constitution, or the Bylaws of the Association.

d. The Treasurer shall collect and receive all moneys due the Association; deposit the same to the credit of the Association in such financial institutions as may be designated by the National Council; keep the Secretary informed of the dues status of each member of the Association; and notify each member each year of the status of that member's national dues for the ensuing fiscal year. The Treasurer shall keep an itemized record of all moneys received, by whom paid, and for what purpose; and shall submit to the National Council or Executive Committee, whenever requested by either and at the end of the fiscal year, a report in writing itemizing all receipts and disbursements for the year. The Treasurer shall make all books, vouchers, and records available to the Audit and Budget Committees and shall perform such other duties as properly pertain to the office or as may be required by the President, this Constitution, or the Bylaws of the Association.

e. The Secretary shall supervise the general correspondence of the Association; give notice of the meetings as may be required; exercise general oversight over the record-keeping of the Association; and perform other such duties as

properly pertain to the office or as may be required by the President, this Constitution, or the Bylaws of the Association.

f. The Deputy Secretary shall keep the minutes of the Annual Meetings, meetings of the National Council, and meetings of the Executive Committee; assist the Secretary and perform such duties as the latter may direct; shall perform the duties of the Secretary in the latter's absence or inability to discharge the duties of the office; and perform other such duties as properly pertain to the office or as may be required by the President, this Constitution, or the Bylaws of the Association.

g. The Delegate or Delegates to the House of Delegates of the American Bar Association shall represent the Association in the House of Delegates of that association and in such other matters before that association as the National Council may direct.

h. Each Vice President for the Circuit shall serve as liaison with all Chapters within that officer's Circuit; shall serve as counselor and advisor for such Chapters in the promotion of their welfare; shall undertake and supervise creation of new Chapters and reactivation of inactive Chapters in that officer's Circuit as appropriate; shall represent that officer's Circuit on the National Council; and shall perform such other duties as properly pertain to the office or as may be required by the President, this Constitution, or the Bylaws of the Association.

Article VI - National Council

Section 1. *Composition.* The National Council shall consist of the elective officers; all Past National Presidents who are in good standing; Chairpersons of all Divisions, Sections, and Standing Committees; the President of the Federal Bar Building Corporation; the President of the Foundation of the Federal Bar Association; the General Counsel of the Federal Bar Association; either the President of each Chapter or other Chapter officer as designated in writing by the Chapter President to the National Council; one other delegate from each Chapter to be selected by the Chapter; and not more than 50 members to be appointed annually by the President within 30 days after the latter assumes duties of that office. Appointive members shall be subject to removal in the same manner as elective officers pursuant to Article V, Section 4. A vacancy due to death, resignation, or removal of an appointive member may be filled by appointment by the President.

Section 2. *Duties and Powers.*

a. The National Council shall have full power and authority to function as the governing body of the Association and, in connection therewith, to conduct any and all activities that it may consider necessary or expedient in accomplishing the objects of the Association set forth in Article III. It shall have full control of the business and financial management of the Association. The National Council shall have the authority to establish special committees not in conflict with those provided for in Section 6 of this Article and shall perform such other duties as may be required by this Constitution or the Bylaws of the Association.

b. No funds of the Association shall be obligated or disbursed for any purpose without the approval of the National Council. No proposed purchase or expenditure that is unfavorably reported by the Budget Committee shall be approved, except by a vote of three-quarters of those present and entitled to vote.

Section 3. *Meetings.*

a. The National Council shall meet regularly at least twice each year as provided for in the Bylaws of the Association. Notice shall be mailed to all members at least 30 days prior to the date of each regular meeting.

b. The National Council shall meet specially at other times at the call of the President, at such time and place and for such purposes as the President may consider necessary; provided, that no business shall be transacted at any special meeting of the National Council unless notice of the time, place, and purpose of such meeting has been given to all its members so as to reach them at least three days prior thereto.

Section 4. *Quorum and Procedure.* Thirty voting members of the National Council shall constitute a quorum for the transaction of business. Action by the National Council shall be as provided in this Constitution and the Bylaws of the Association.

Section 5. *Executive Committee of the National Council.* There shall be an Executive Committee of the National Council which shall consist of the President, President-elect, Vice President, Treasurer, Secretary, Deputy Secretary, the immediate past-President, Chairperson of the Younger Lawyers Division, Section Coordinator, and the Chairperson of the Vice Presidents for the Circuits, who shall be selected by the Vice Presidents for the Circuits annually. The Executive Committee shall have the power and authority between meetings of the National Council to do and perform all acts and functions which the National Council itself might do or perform, subject in all respects to the authority and discretion of the National Council; all such acts shall be reported to the National Council at its next meeting. Six members of the Executive Committee shall constitute a quorum.

Section 6. *Standing Committees.* The National Council shall have such Standing Committees as may be established by the Bylaws of the Association for the purpose of addressing matters of Association-wide operational or programmatic interest. The President shall nominate and, with the approval of the National Council, appoint the chairpersons and members of the Standing Committees to terms as provided in the Bylaws.

Article VII - Divisions

Section 1. *Federal Career Service Division.* There shall be a Federal Career Service Division of the Association. All members of the Association who are or have been officers or employees of the United States or of the District of Columbia are eligible to be members. The Division shall enact bylaws, subject to the approval of the National Council, which will provide for the Division's general objectives, organization---including a chairperson and other internal leadership progression---and operation.

Section 2. *Judiciary Division.* There shall be a Judiciary Division of the Association. All past and present members of the Federal, Administrative, Military, and State judiciaries and their legal staffs are eligible to be members. The Division shall enact bylaws, subject to the approval of the National Council, which will provide for the Division's general objectives, organization---including a chairperson and other internal leadership progression---and operation.

Section 3. *Senior Lawyers Division.* There shall be a Senior Lawyers Division of the Association. All active members of the Association who are age 55 years or older on the date on which each such member's dues are payable are eligible to be members. The Division shall enact bylaws, subject to the approval of the National Council, which will provide for the Division's general objectives, organization---including a chairperson and other internal leadership progression---and operation.

Section 4. *Younger Lawyers Division.* There shall be a Younger Lawyers Division of the Association, comprised of all active members of the Association who are age 36 years or younger on the first day of the fiscal year of the Association or who have engaged in the practice of law for less than three years as of the first day of the fiscal year of the Association. In the event that the Immediate Past Chairperson, who serves as an officer of the Division the year following his or her term as Chairperson, is older than 36 years as of the first day of the fiscal year of the Association in the year he/she is to serve as Immediate Past Chairperson, or in the event he/she has been engaged in the practice of law for more than three years as of the first day of the fiscal year of the Association, he/she shall still be an eligible member of the Division for the year he/she is fulfilling his/her term as Immediate Past Chairperson. In the

event the Division membership of any Division officer would otherwise cease in accordance with the foregoing, that officer shall remain a member of the Division and in office until the succeeding officers have commenced their terms. The Division shall enact bylaws, subject to the approval of the National Council, which will provide for the Division's general objectives, organization---including a chairperson and other internal leadership progression---and operation.

Section 5. *Corporate and Association Counsel's Division.* There shall be a Corporate and Association Counsel's Division of the Association. All past or present members of corporate or association counsel's staffs are eligible to be members. The Division shall enact bylaws, subject to the approval of the National Council, which will provide for the Division's general objectives, organization---including a chairperson and other internal leadership progression---and operation.

Section 6. *Public Positions Taken by Divisions.* A Division, in the name of the Association, may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Division only with the prior approval of the National Council. Without such prior approval, the Division may take such a public position only if the position statement includes a disclaimer that indicates that the Division is taking the position in the name only of the Division. In any event, if a Division takes such action in its own name and not in that of the Association, the Division shall report that action immediately to the Executive Committee of the National Council.

Article VIII - Sections

Section 1. *Sections and Committees.* The President, with the approval of the National Council, may establish Sections of the Association to consider areas of law of interest to the membership or particular groups of members. Similarly, the President, with the approval of the National Council, may establish one or more Committees within each Section. Each Section shall enact bylaws, subject to the approval of the National Council, which will provide for the Section's general objectives, organization---including internal leadership progression---and operation. The President shall nominate and, with the approval of the National Council, appoint a Section Coordinator, and such Deputy Section Coordinator or Coordinators as the President may deem appropriate, to generally supervise the overall activity and operations of the Divisions except the YLD and the Sections and their Committees.

Section 2. *Public Positions taken by Sections or Committees.* A Section or Committee, in the name of the Association, may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Section or Committee only with the prior approval of the National Council. Without such prior approval, the Section or Committee may take a public position only if the position statement includes a disclaimer that indicates

that the Section or Committee is taking the position in the name only of the Section or Committee. In any event, if a Section or Committee takes such action in its own name and not in that of the Association, the Section or Committee shall report that action immediately to the Executive Committee of the National Council.

Article IX - Chapters

Section 1. *Organization.* Any ten or more members of the Association in good standing, who reside, practice, or are employed in the same geographical area, may, upon application to and with the consent of the National Council, organize a local Chapter of the Association for such purposes, upon such conditions, and embracing such geographical area as the National Council shall prescribe. A Chapter is a part of the Circuit in which it is geographically located.

Section 2. *Relationship Between Chapters and the Association.*

a. Each Chapter shall enact and maintain bylaws providing for the Chapter's general objectives, organization--- including the Chapter's leadership structure and frequency of meetings---and operation. Chapter bylaws may not be inconsistent with this Constitution and the Bylaws of the Association. A copy of the current Chapter bylaws shall be filed with the Secretary of the Association.

b. Chapter affiliation is limited to members and associates of the Association. A Chapter may not refuse affiliation to any member or associate of the Association in good standing who resides, practices, or is employed within the geographic area of the Chapter and who tenders any applicable Chapter dues.

Section 3. *Modification and Revocation of Chapter Charters.* The National Council shall have authority to revoke the charter of any Chapter for cause in the same manner and subject to the same due-process limitations as described in Article IV, Section 4, for the expulsion of a member. Any Chapter whose charter is so revoked shall have the same right of appeal from that decision to the Association as described in that Section for an expelled member.

Section 4. *Public Positions Taken by Chapters.* A 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 the prior approval of the National Council. Without such prior approval, the Chapter may take such a public position only if the position statement includes a disclaimer that indicates that the Chapter is taking the position in the name only of the Chapter. In any event, if the Chapter takes such action in its own name and not in that of the Association, the Chapter

shall report that action immediately to the Executive Committee of the National Council.

Article X - Meetings of the Association

Section 1. *Annual Meeting.* There shall be an annual meeting of the Association at such place and at such time as the National Council may direct. The annual meeting shall be held for the purpose of receiving the report of the Nominations and Elections Committee on the results of the annual election; receiving the reports of the officers, Divisions, Standing Committees, and Sections of the Association; and transacting such other business as may be recommended by the National Council or as may be required by this Constitution or the Bylaws of the Association.

Section 2. *Special Meetings.* Special meetings of the Association may be called by the President, with the consent of the National Council, for purposes not inconsistent with the Constitution and the Bylaws of the Association.

Section 3. *Notice of Meetings.* Notice of the time and place of an annual or special meeting of the Association and the character of the business to be presented shall be mailed by the Secretary to each member in good standing at least 30 days prior to such meeting.

Section 4. *Quorum and Required Vote.* Fifty members of the Association in good standing shall constitute a quorum for transaction of business. Action by the Association shall be as provided in this Constitution and the Bylaws of the Association.

Article XI - Dues

Annual dues shall be required from each member, other than honorary members, and from each associate of the Association. The amount of such dues shall be fixed by the Bylaws of the Association. The Treasurer shall cause notice of annual dues payable to be mailed to each member or associate in a timely manner. If a member or associate fails to make payment of the dues or other lawful indebtedness to the Association as provided for in the Bylaws of the Association, such member or associate shall be suspended from the Association.

Article XII - Authority to Adopt Bylaws

The National Council shall have the power and authority to make and enforce such Bylaws, rules, and regulations as it may deem necessary, not inconsistent with the provisions of this Constitution.

Article XIII - Amendment to the Constitution

Section 1. *Initiation of Amendment.* A proposal to amend this Constitution may be initiated in any one of the following ways:

- a. By two-third's vote of those present and voting at a meeting of the National Council, if written notice of the proposal has been mailed to each member of the National Council at least 30 days prior to the meeting.
- b. By two-third's vote of those present and voting at an annual meeting of the Association, if written notice of the proposal has been mailed to each member of the Association at least 30 days prior to the meeting.
- c. Upon petition bearing the signature of at least three per cent of the membership, not more than half of whom may be members of the same chapter.

Section 2. *Adoption of Amendment.* An amendment so proposed shall be submitted by mail to the members in good standing under procedures provided therefor by the Bylaws of the Association. An amendment so submitted shall become effective upon its adoption by two-thirds of the members who vote upon it.

Article XIV - Removal of ABA Delegate from the Executive Committee on the Effective Date.

Section 1. *Effective Date.* On October 1, 1999, the amendment to remove said Delegate from the Executive Committee shall become effective.