

Constitution of the Capitol Hill Chapter of the Federal Bar Association

(As amended by the Chapter on September 20, 2013)

Article I: Name and Nature of Organization

This organization shall be known as the Capitol Hill Chapter of the Federal Bar Association (the “Chapter”). The Chapter was chartered by the Federal Bar Association (the “FBA”) in 1962 to serve the interests of members of the federal legal profession who serve in the legislative and judicial branches of the Federal Government in the Capitol Hill area of Washington, DC, which constitutes the geographic area of the Chapter. The Chapter shall be subject to the Constitution and the Bylaws of the FBA.

Article II: Seal and Insignia

The official seal and insignia of the Chapter shall be the seal and insignia of the Federal Bar Association to which shall be added the words “Capitol Hill Chapter, 1962.” Chapter stationery may bear an appropriate reproduction of the Capitol of the United States.

Article III: Mission Statement and General Objectives

Section 1. *Mission Statement.* The mission of the Chapter is to support the mission of the FBA by promoting the welfare, interests, education, and professional development of the members of the federal legal profession.

Section 2. *Objectives.* The objectives of the Chapter shall be to support the general objectives of the FBA by promoting these objectives among members of the federal legal profession serving in the legislative and judicial branches of the Federal Government in the Capitol Hill area.

Article IV: Membership

Section 1. *Regular Membership.*

- a. Any active member in good standing of the FBA is eligible for regular membership in the Chapter and may retain such regular membership so long as the Constitution and Bylaws of the FBA and of the Chapter so permit.
- b. Regular members of the Chapter shall be entitled to vote in Chapter elections and for or against amendments to this Constitution, to be elected to any Chapter office or Council position, to be appointed to any vacant Council position or as a member of any standing or special committee, and to attend any Chapter event.

Section 2. *Honorary Membership.*

- a. Any honorary member of the FBA is eligible for honorary membership in the Chapter.
- b. Honorary members are exempt from the payment of dues, but shall have all the rights and privileges granted to regular members.

Section 3. *Associate Membership.*

- a. Any active member in good standing of the FBA who is assigned to another FBA Chapter is eligible for associate membership in the Chapter. Foreign associates and law student associates of the FBA who have selected the Chapter as their primary chapter are also designated as associate members under this section.

- b. Associate members are entitled to attend any Chapter event (except designated Chapter member-only events) and to serve on any standing or special committee, and shall be notified of upcoming Chapter events.
- c. Associate members are not entitled to vote in Chapter elections, serve as a Chapter officer, or receive the discount given to regular members for Chapter events.

Article V: Officers and Council

Section 1. *Chapter Offices.* The Officers of the Chapter, who shall be elected for one-year terms, shall be—

- a. a President;
- b. a President-Elect;
- c. a Treasurer; and
- d. a Secretary.

Section 2. *Succession to the Presidency.* The President-Elect shall succeed the President at the expiration of his or her term. In the event that the office of the President becomes vacant, the President-Elect shall automatically become and serve as President for the remainder of that term of office. In the event of the inability of the President-Elect to assume the Presidency of the Chapter, the Treasurer shall assume the Presidency.

Section 3. *Eligibility to Serve as President.* No person may serve more than two successive one-year terms as President, and no component unit of the Chapter may be represented in the Presidency of the Chapter for more than two successive one-year terms.

Section 4. *Composition of the Council.*

- a. The Chapter shall be governed by a Council, which shall be composed of 29 voting members, as follows:
 - 1. The Chapter officers.
 - 2. The two most recent past Presidents of the Chapter.
 - 3. The chairs of the membership, professional development, program, communications, and social committees, who shall be appointed by the President.
 - 4. Two elected representatives from each of the Chapter's seven component units, namely—
 - A. the House of Representatives;
 - B. the Senate;
 - C. the Library of Congress;
 - D. a component unit consisting of the U.S. Supreme Court, the U.S. Court of Appeals for the D.C. Circuit, and the U.S. Court of Federal Claims;
 - E. the Government Accountability Office;
 - F. a component unit consisting of the Architect of the Capitol, the Congressional Budget Office, the Capitol Police, and the Government Printing Office; and
 - G. a component unit consisting of the Administrative Office of the United States Courts, the Federal Judicial Center, the United States Sentencing Commission, and the Judicial Panel on Multidistrict Litigation.
 - 5. Two elected at-large members who may not be from the same component unit.
 - 6. A younger lawyer representative and a law student representative, both of whom shall be appointed by the President.
- b. All past Chapter Presidents, who are not otherwise members of the Council, shall be non-voting Council members.

Section 5. *Tenure of Council Members.*

- a. Chapter officers shall remain on the Council during their respective terms.
- b. Committee chairs shall remain on the Council during the term of the President who appointed them.
- c. The two representatives of each of the component units shall serve staggered, 2-year terms.
- d. The two at-large representatives shall serve staggered, 2-year terms.

Article VI: Nominations and Elections

Section 1. *Nominations.* Candidates for officers of the Chapter and for elective positions on the Council may be nominated by petitions addressed to the Nominations and Elections Committee signed by 10 or more regular members in good standing, and bearing a signed statement by the candidate that he or she is willing to serve. A member may not serve as a Chapter officer unless he or she has previously been a member of the Council. No member may sign petitions for more than one candidate for each office or position. Petitions must be filed with the Committee at least 20 days prior to the Annual Meeting. The Nominations and Elections Committee may also nominate one or more candidates for all offices. The Nominations and Elections Committee may hold such public or executive meetings as its Chairman shall direct.

Section 2. *Elections.* At least 14 days prior to the Annual Meeting, the Nominations and Elections Committee shall send a ballot (or a web link to an online ballot) to each regular member of the Chapter in good standing. The ballot shall list under each office or Council position the names of the candidates in alphabetical order, and shall provide write-in spaces for each office and Council position. The Nominations and Elections Committee shall include voting procedures and instructions with the ballot. Voting shall conclude by noon on the day preceding the Annual Meeting or by an earlier date and time determined by the Nominations and Elections Committee. The Nominations and Elections Committee shall report the election results at the Annual Meeting.

Article VII: Duties of Officers

Section 1. *President.* The President shall be the Chief Executive Officer of the Chapter and Chairman of the Council. He or she shall perform such other duties as shall be inherent or required under this Constitution and the Constitution of the Federal Bar Association. The President shall serve as a Delegate to the National Council of the Federal Bar Association or designate an alternate to attend National Council meetings in his or her place.

Section 2. *President-Elect.* The President-Elect shall perform the duties of the President during his or her absence or inability. He or she shall serve as a Delegate to the National Council of the Federal Bar Association, attend all meetings of the National Council or designate an alternate to attend in his or her place, engage in National Council presentations and discussions, and keep the Chapter informed of the activities of the National Council. The President-Elect shall also perform such other duties as may be requested by the President or required by this Constitution.

Section 3. *Treasurer.* The Treasurer shall collect all moneys due the Chapter and, if directed, due the Federal Bar Association from Chapter members. He or she shall be the custodian of the Chapter funds under such terms as the Council shall direct and shall disburse funds only at the direction of the Council or the Executive Committee. The Treasurer shall keep proper records available for audit whenever ordered by the Executive Committee and shall make reports at Council or Executive Committee meetings when requested. In consultation with the other Chapter officers or, if a special budget committee is appointed, with such committee, he or she shall submit a proposed annual budget to the Council before the first day of the fiscal

year. The Treasurer shall also perform such other duties as may be requested by the President or required by this Constitution.

Section 4. *Secretary.* The Secretary shall handle the general correspondence of the Chapter; give notice of all meetings and handle all other official notices as may be required; keep accurate records of the meetings of the Chapter, the Council, the Executive Committee, and the Communications Committee; keep a roster of the membership, including addresses, that is properly classified as to good standing, and make such available when requested by any Chapter officer or Committee Chair; be responsible for the archives of the Chapter; and perform such other duties as properly pertain to the office or are required by this Constitution.

Article VIII. Duties and Powers of the Council

Section 1. *Generally.* The Council shall have general supervision of the affairs of the Chapter. It, or the Executive Committee between Council meetings, shall authorize all expenditures of Chapter funds and shall determine both policy and administrative matters pertaining to the Chapter.

Section 2. *Dues and Voluntary Contributions.* The FBA determines the amount of dues that each member is required to pay to remain a member in good standing and collects such dues on an annual basis. The Council shall have power by a vote of 2/3 of those present to request voluntary contributions from Chapter members in extraordinary circumstances.

Section 3. *Vacancies.* If an officer vacancy or a vacancy in the Council occurs between elections, the Council, upon the recommendation of the Executive Committee, may appoint Chapter members in good standing to fill such vacancies. Any vacancy created by the resignation of a Council member representing a component unit of the Chapter shall be filled with a Chapter member from that component, who shall represent that component for the remainder of the fiscal year.

Section 4. *Quorum.* One-half of the voting members of the Council shall constitute a quorum. A quorum may conduct official business during a Council meeting even if some Council members are participating remotely through electronic means. The Council may also conduct official business by polling Council members through electronic means as long as responses are received from a quorum.

Section 5. *Meetings.* An annual meeting of the Council shall be held during the month of October at the call of the President. The President shall call such special meetings of the Council as may be necessary to conduct Council business. Upon written request to the Secretary, signed by nine members of the Council, the President shall call a meeting of the Council. Absent exigent circumstances, each voting member of the Council shall be notified of all Council meetings at least one week in advance.

Article IX. Committees

Section 1. *Executive Committee.* The Executive Committee shall be composed of the Chapter officers of whom a majority shall constitute a quorum. The Executive Committee shall serve as the administrative board of the Chapter and is empowered to act as the governing body of the Chapter in between meetings of the Council, subject to the authority and discretion of the Council. The Executive Committee shall report all of its significant actions at the next meeting of the Council.

Section 2. *Standing Committees.* There shall be six Standing Committees to assist the Council in carrying out its responsibilities. The President shall serve as Chair of the Nominations and Elections Committee and shall appoint the Chairs of the other five committees, which are as follows:

- a. *Nominations and Elections Committee.* The Nominations and Elections Committee, which shall be composed of the President, the President-Elect, and the Immediate Past President, shall perform the functions set forth in Article VI.
- b. *Membership Committee.* The Membership Committee shall be composed of the President, the Chair, a younger lawyer representative, and any other Chapter members appointed by the Chair. The Membership Committee shall faithfully implement the Chapter Membership Plan, strive constantly to increase Chapter and Federal Bar membership, and coordinate applications for membership with the Federal Bar Association headquarters and the Circuit Vice President.
- c. *Professional Development Committee.* The Professional Development Committee, which shall be composed of a Chair and any other Chapter members appointed by the Chair, shall organize continuing legal education programs on topics of interest to Chapter members, including professional ethics.
- d. *Program Committee.* The Program Committee, which shall be composed of a Chair and any other Chapter members appointed by the Chair, shall organize monthly luncheons and other programs of interest to Chapter members.
- e. *Communications Committee.* The Communications Committee, which shall be composed of the Chapter Secretary, a Chair, and any other Chapter members appointed by the Chair, shall publish and distribute a quarterly e-newsletter to Chapter members, work with FBA National Staff to maintain the Chapter's website, and ensure that upcoming events and other relevant information is shared with Chapter members on a timely basis.
- f. *Social Committee.* The Social Committee, which shall be composed of a Chair, a younger lawyer representative, and any other Chapter members appointed by the Chair, shall organize periodic social events, including multi-chapter events, for the benefit of Chapter members and their guests.

Section 3. *Special Committees.* The President, in consultation with the Executive Committee, is authorized to appoint such other committees as he or she considers proper, with duties not inconsistent with this Constitution or the Constitution of the FBA.

Article X. Removal from Office and Expulsion from Membership

Officers and Council members may be removed from office and members may be expelled from membership in the Chapter only on charges drawn by a special committee appointed by the Council. The accused shall receive in writing a copy of the charges and shall have the right to be heard by the Council in such proceedings as the Council shall adopt. A 2/3 vote of the members of the Council present and voting shall be necessary for the removal or expulsion. No action of the Council may be taken respecting the status of National Membership in the Federal Bar Association other than a recommendation to the National body. No member of the Council facing removal charges may sit and vote as a member of the Council in proceedings against him or her.

Article XI. Meetings of the Chapter.

Section 1. *Annual Meeting.* The Annual Meeting of the Chapter shall be held no later than September 30. Newly elected officers and Council members shall have the privilege of attending meetings of the Executive Committee and the Council, but shall not have voting privileges in their newly elected capacities until they officially take office at the beginning of the fiscal year. Newly elected officers and Council members are deemed to officially take office as of October 1, irrespective of the date on which any formal installation ceremony shall occur.

Section 2. *Regular and Other Meetings.* There shall be at least four regular meetings of the Chapter during the Chapter year. The Council may authorize other appropriate meetings and it should be the policy of the Chapter to hold meetings each month that Congress is in session.

Section 3. *Quorum.* At a meeting of the Chapter, a quorum of 25 members in good standing shall be necessary for the transaction of official business. A quorum may conduct official business during a Chapter meeting even if some Chapter members are participating remotely through electronic means. The Chapter may also conduct official business by polling Chapter members through electronic means as long as responses are received from a quorum.

Section 4. *Notice.* The President, the Secretary, or the Chair of the Communications Committee shall give 7 days' notice to Chapter members of all Chapter meetings and events, including purposes, program, and pertinent data.

Article XII. Dues

Annual dues for each member of the Federal Bar Association are fixed in accordance with the Constitution and Bylaws of the FBA. Members of the Chapter will be notified by the National Staff of the FBA when dues payments are to be made.

Article XIII. Amendments

This Constitution may be amended at the Annual Meeting or at a duly called meeting of the Chapter by a 2/3 vote of the members present, provided such proposed amendment shall first have been submitted to the Council at least ten days prior to the meeting for its recommendation, and notification of the proposed amendment and the Council's recommendation given to members of the Chapter, and provided further, that no amendment so adopted shall be in conflict with the Constitution of the Federal Bar Association.

Article XIV. Fiscal Year

The fiscal year of the Chapter shall be October 1 through September 30 and the terms of Chapter officers and Council members shall be the same for the one- and two-year terms respectively as specified in this Constitution.

Article XV. Bylaws

The Council shall have authority to make such Bylaws, and rules and regulations as it may deem necessary, not inconsistent with this Constitution or the Constitution of the Federal Bar Association.

(Revised at meetings of the Capitol Hill Chapter on August 15, 1984, September 8, 1994, September 11, 1996, July 30, 2008, and September 20, 2013.)