

**BYLAWS OF THE ATLANTA CHAPTER  
OF THE FEDERAL BAR ASSOCIATION, INC.**

**ARTICLE I. NAME AND NATURE OF ORGANIZATION**

The name of this organization is the Atlanta Chapter of the Federal Bar Association, Inc. (hereinafter, the “Chapter”). The Chapter is chartered by the Federal Bar Association (hereinafter, the “Association”) as approved by the National Council of the Association (hereinafter, “the National Council”) and the Association’s Constitution and Bylaws shall prevail over these amended and restated Bylaws (hereinafter, the “Bylaws”) in the event of a conflict therewith; as such the Chapter shall at all times comply with the requirements of the Association’s Constitution and Bylaws.

**ARTICLE II. MISSION STATEMENT AND GENERAL OBJECTIVES**

**Section 1. Mission Statement.** The mission of the Chapter is to further the Federal Bar Association’s objectives; to advance the art and science of jurisprudence; to promote the administration of justice; to uphold the high standards of the federal courts and its practitioners; and, to transact all other lawful business.

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

- (a) to serve as the federal legal profession’s representative in the Chapter’s chartered territory;
- (b) to promote the sound administration of justice;
- (c) to enhance the professional growth and development of federal legal profession members;

- (d) to promote high standards of professional competence and ethical conduct within 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 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 Association and Chapter's affairs, to encourage involvement in their activities, and to provide members opportunities to assume leadership roles;
- (j) to promote professional and social interaction among members of the federal legal profession;
- (k) to promote the welfare of the community generally; and
- (l) to conduct such other activities as considered appropriate by the Board or Chapter membership in support of the Chapter's mission.

**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 the State of Georgia, or who designates membership in this Chapter to the Association, shall be a member of the Atlanta Chapter, provided the person pays any applicable Chapter dues. A member who removes his practice, employment, or residency from the State of Georgia may retain his

membership in this Chapter under such circumstances as may be permitted by the Constitution of the Association.

**Section 2. Honorary Membership.** Any person eligible for honorary membership as provided for in the Constitution of the Association who is employed, resides in, or practices in the State of Georgia may be elected to honorary membership in the Chapter by vote of the Board of Directors of the Chapter (hereinafter, the “Board of Directors”) or by two-thirds vote of the Chapter members present at any regularly called meeting and, when applicable under the Association’s Constitution, by vote of the National Council. Honorary members of the Chapter shall be exempt from payment of the admission fees and annual dues.

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

**Section 4. Associates.** Any person who is eligible for and maintains active Associate status in the Association and who is employed in, resides in, or practices in the State of Georgia, or who designates Associate status in this Chapter to the Association, shall be an Associate of this Chapter, provided the person pays any applicable Chapter dues.

**Section 5. Expulsion.** Any member or Associate may be expelled for cause, either upon three-fourths vote of the Board of Directors voting at a meeting at which a quorum is present, or upon three-fourths vote of the Chapter members voting at a meeting at which a quorum is present, provided in either event that the member shall have been notified in writing of the charges against him or her and shall have been accorded opportunity for a hearing thereon before the Board of Directors or the Executive Committee of the Chapter (hereinafter, the

“Executive Committee”). If the member in question is a member of the Board of Directors, he or she shall not be deemed a member thereof for the purpose of considering and acting on the charges against himself or herself. Any member or Associate whose dues are paid for the current fiscal year and who otherwise is in good standing shall be expelled automatically from the Chapter when such member or Associate is expelled from the Association.

**Section 6. Chapter Dues.** The Chapter shall assess annual dues for each member in an amount set by the Executive Committee on majority vote at any meeting at which a quorum is present. Pursuant to Section 4 of the Association’s Bylaws, the national office will collect and remit to the Chapter the monies to which it is entitled. By a majority vote at any meeting at which a quorum is present, the Executive Committee may reduce or waive the dues assessed by the Chapter for specific category(ies) of members.

**ARTICLE IV. FISCAL YEAR**

The Chapter’s fiscal year shall commence on October 1 and end on September 30 of the following year or as otherwise necessary to coincide with the Association’s fiscal year.

**ARTICLE V. OFFICERS AND DIRECTORS**

**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:

- (a) President
- (b) President-Elect/National Delegate
- (c) Vice President
- (d) Treasurer
- (e) Secretary

Each officer shall assume the duties of his or her office on October 1 and hold office through and including September 30 of the following calendar year. No member serving in the

capacity of President or President-Elect shall be eligible to succeed himself or herself in the respective office. The outgoing President shall remain a member of the Board of Directors for a period of one year following the expiration of his or her term of office as President.

**Section 2. Board of Directors.** The Board of Directors shall consist of the said officers, the immediate past President of the Chapter, and any member appointed by the President (not to exceed fourteen (14) appointed members of the Chapter, one of whom may be the Chief Judge of the United States District Court for the Northern District of Georgia, if the position is accepted). The Board of Directors, as then constituted, must hold at least one meeting per year, on a date and time as specified by the then-President. Special meetings of the Board of Directors may be called—on two (2) days’ notice—by the President, any other two officers, or any two Board members. The Board of Directors may meet in person or by any electronic means. Whenever the President or any two officers determines that some Board of Directors’ action must be considered under circumstances that make it impracticable to decide the matter at a regular or special Board of Directors’ meeting, the Board of Directors may act by electronic means of its members, in accordance with a written notice which states: (a) the proposed action to be considered; and, (b) that the action will be decided by such electronic means of the Board of Directors. Four (4) directors is a quorum for any regular or special Board of Directors’ meeting. In the event the Board of Directors is to consider any action by electronic means of the Board of Directors, notice of the proposed action shall be provided to all Board of Directors’ members, and best efforts shall be used to actually contact all Board of Directors’ members. No action shall be taken by e-mail poll unless responses (other than abstentions) are received from a majority of the Board of Directors’ members.

**Section 3. Duties and Powers of the Board of Directors.** The Board of Directors shall have, and may exercise on majority vote, all of the Chapter's powers as provided in Article V Section 2, except the power to elect the officers and directors as such and as otherwise provided in these Bylaws. No Chapter funds in excess of three thousand dollars (\$3,000) may be obligated or disbursed without the Board of Directors' approval, or by majority vote of the active Chapter members present at any Chapter meeting at which a quorum is present as defined in Article VI Section 3. The Board of Directors shall have power to make regulations by resolution, not inconsistent with the Constitution and Bylaws of the Association and the Bylaws of the Chapter, to govern the Chapter's affairs, subject to the right of the active Chapter members to change or make such regulations by majority vote at any meeting at which a quorum is present or by electronic means as defined in Article V Section 2. The Board of Directors (or a duly appointed committee thereof) may, by majority vote at any meeting at which a quorum is present or by electronic means as defined in Article V Section 2, adopt resolutions expressing a position on behalf of the Chapter on matters affecting the operation or administration of the federal judicial system, and/or directing the President or any other officer of the Chapter to communicate the position expressed in such resolution(s) to the appropriate persons or entities. However, neither the Chapter nor the Board of Directors may adopt a position supporting or opposing any candidate or potential candidate for elective or appointive governmental office (except that upon request of the Chief Judge of any federal court within the State of Georgia, one or more duly authorized representative(s) of the Chapter may participate on a screening committee or otherwise in the selection of a non-Article III judge, or other court official). Whenever the Board of Directors or any committee thereof adopts a resolution expressing any position on behalf of

the Chapter, that resolution must be reported to the membership at the next regular or special meeting of the Chapter Membership.

**Section 4. Duties of Officers.**

(a) **President.** The President shall be the chief executive officer of this Chapter. He or she will perform such duties as may be required by the Association's Constitution and these Bylaws and may appoint standing or special committees as necessary and appropriate for the Chapter's business including, but not necessarily limited to, a Budget and Finance Committee, Program Committee, Nominations and Elections Committee, Membership Committee, and Website and Social Media Committee. The President shall appoint the Chapter's delegate to the National Council meetings other than the one held at the annual national convention and shall appoint an alternate delegate to the National Council meeting at the annual national convention in the event that the President-Elect is unable to attend. The President and a delegate will receive up to a sum approved in advance by the Board of Directors for attendance at a National Council meeting, provided certified vouchers of essential travel are submitted thereof; and provided that the Treasurer has a sufficient balance to pay such vouchers.

(b) **President-Elect and Chapter Delegate to the National Council.** The President-Elect shall perform such duties as are delegated by the President. In the event of the President's absence or inability to act, the President-Elect shall perform the President's duties; he or she shall automatically succeed to the President's office upon the expiration of the incumbent's term. In addition, the President-Elect is the Chapter's delegate to the National Council meeting held at

the annual national convention. Pursuant to Article V Section 4(a), the President shall appoint a Chapter delegate if the President-Elect is unable to attend the National Council Meeting.

(c) **Vice President.** The Vice President shall perform the President's duties in the event of the President and President-Elect's absence or inability to discharge the duties pertaining to that office, and shall perform such duties as may be required by the President, the Federal Bar Association's Constitution, or Bylaws of this Chapter. The Vice President shall serve as the chair for, and oversee the activities of, the Membership Committee and the Website and Social Media Committee.

(d) **Secretary.** The Secretary must furnish notice of election results to the Association's National office and to the Circuit Vice President and Circuit Second Vice President; conduct the Chapter's general correspondence, keep Circuit Vice Presidents informed of Chapter events of general interest, and give notice of all required meetings, including notice to Circuit Vice President and Circuit Second Vice President; keep a detailed record of this Chapter's meetings; keep a membership roster, to which will be added names of the incumbent Circuit Vice President and Circuit Second Vice President; and perform such other duties as properly pertain to this office or may be required by the Bylaws of this Chapter.

(e) **Treasurer.** The Treasurer shall collect and receive all monies due the Chapter; deposit the same to the credit of the Chapter in such bank as may be designated by the Board of Directors and make reasonable disbursements for Chapter functions approved by the Board of Directors. The Treasurer shall keep

an itemized record of all monies received, by whom paid and for what purpose, and shall submit to the Board of Directors, whenever requested by it or any officer, a report in writing itemizing the receipts and disbursements for the year or portion thereof. The Treasurer shall keep all books, vouchers, and records available for audit and he or she shall perform such other duties as properly pertain to the office or as may be required by the Bylaws of the Chapter.

**Section 5. Nominations.** The candidate nominations for this Chapter's elective offices may be by any Chapter member in good standing in addition to those nominations proposed by a Nominating Committee appointed for that purpose by the President. The President must appointment the Nominating Committee, and the Nominating Committee members' terms expire at the end of the fiscal year, and members must be appointed by the new President following his or her installation. The Nominating Committee shall be composed of five members, two of whom are the President and President-Elect, and at least three others of whom are not currently officers. The Nominating Committee shall nominate at least one candidate for each upcoming vacant office and present such candidates' names in writing to the general membership at least ten days' prior to a vote. The Nominating Committee shall inquire into each candidate's commitment to attend a National Council meeting.

**Section 6. Elections.** The election of officers for all elective offices shall be by secret ballot or by voice vote, including by electronic means. The election shall be held at the regular meeting during June. The officers elected shall officially assume the duties of the office to which they were elected on October 1, and they shall hold office for one year, ending the following September 30th. The officers elected may be installed, pro forma, at the first Chapter meeting on or after October 1st of each year.

**Section 7. Removal From Office.** An officer may be removed from office for delinquency in attendance, inefficiency, neglect of duty, or for other causes in the same manner as is prescribed in the Federal Bar Association's Constitution.

**Section 8. Vacancies of Office.** In case of the death, resignation, or removal of the President, the President-Elect shall succeed to office. If, in such event, the President-Elect succeeds permanently to the office of the President, he or she may continue to serve as the Chapter's Delegate to the National Council during the remainder of the unexpired term of the President whose term is being completed. In case of the death, resignation, or removal of any other officer, the vacancy may be filled by elevating the next officer in line, subject to the Board of Directors' approval.

## **ARTICLE VI. MEETINGS**

**Section 1. Meetings.** Meetings shall be held at such day, hour and place as the President may designate within the counties served by the United States District Court for the Northern District of Georgia. Special meetings shall be held as called by the President or a number of members equal to a quorum as provided by Article VI, Section 3 hereof at a time and place designated by the calling party.

**Section 2. Notice of Meetings.** Notice of the time, date, and place of all meetings must be e-mailed or otherwise given by the Secretary to each member in good standing at least three days prior to such meeting, unless the nature of the meeting is such that shorter notice cannot be avoided. A special meeting notice must specify the character of the business to be presented and no other business may be conducted.

**Section 3. Quorum.** Five percent (5%) of the members in good standing shall constitute a quorum for the transaction of the business of this Chapter. The Secretary is responsible for certifying a quorum.

**Section 4. Rules of Order.** The rules of order are (in the order stated):

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

**ARTICLE VI. AMENDMENT**

These Bylaws may be amended, supplemented, or repealed and/or new Bylaws adopted by majority vote of the Board of Directors, or by majority vote of the Chapter's members, in either case attending at a regular or special meeting duly held, provided a quorum is present and fifteen (15) days' prior written notice of the purpose has been given to all directors or members, as the case may be.

**CERTIFIED** as duly adopted and as amended through May 12th, 2020.

*/s/Christina M. Baugh*  
\_\_\_\_\_  
**Christina M. Baugh**  
**Secretary**

**ATTESTED:**

*/s/ John P. Jett*  
\_\_\_\_\_  
**John P. Jett**  
**President**