



**Federal Bar Association
National Council Meeting**

Annual Meeting 2011

Saturday, September 10, 2011 at 2 p.m. CDT
Sheraton Chicago Hotel and Towers
301 East North Water Street
Chicago, IL 60611

Agenda
Federal Bar Association
National Council Meeting
 Saturday, September 10, 2011 at 2 p.m. CDT
 Sheraton Chicago Hotel and Towers
 Chicago, IL

- | | | |
|--|---------|--|
| 1. Call to Order | | Ashley L. Belleau |
| 2. Approval of the Minutes (March 19, 2011) | (Tab A) | Ashley L. Belleau |
| 3. Report from the President | (Tab B) | Ashley L. Belleau |
| <ul style="list-style-type: none"> • State of the Bar Report • Actions of the Board of Directors • Report from the Chair of the Nominations and Elections Committee | | |
| 4. Memorials | | |
| <ul style="list-style-type: none"> • Stanley M. Fisher • Paul G. Dembling | | James T. Bland, Jr.
Herbert I. Dunn |
| 5. Report from the President-Elect | (Tab C) | Fern Bomchill |
| <ul style="list-style-type: none"> • FY2012 Budget • Chicago Meeting | | |
| 6. Report from the Treasurer | (Tab D) | Robert J. DeSousa |
| <ul style="list-style-type: none"> • Financial Update as of June 30, 2011 | | |
| 7. Report from the Chair of the Constitution, Bylaws and Rules Committee | (Tab E) | Thomas R. Schuck |
| <ul style="list-style-type: none"> • Amendments to the Constitution Approved by Membership • Approval of Amendments to the FBA Bylaws | | |
| 8. New Business | | |
| <ul style="list-style-type: none"> • Approve Creation of a Law Student Division • San Diego Convention Update | | Kent S. Hofmeister
Joe Leventhal
Allison Goddard |
| 9. Reports | | |
| <ul style="list-style-type: none"> • Report from the Chair of the Membership Committee <ul style="list-style-type: none"> ◦ June Membership Report | (Tab F) | Jonathan Hafen |
| <ul style="list-style-type: none"> • Report from the President-Elect of the Foundation of the Federal Bar Association | | Dennis Clark |
| <ul style="list-style-type: none"> • Report from the Chair of the Government Relations Committee | (Tab G) | Larry Westberg |
| <ul style="list-style-type: none"> • Report from the President of the Federal Bar Building Corporation | | Alan C. Harnisch |
| <ul style="list-style-type: none"> • Report from the ABA Delegate | | Alan C. Harnisch |

10. Report from the Executive Director

- Social Media Update

Jack D. Lockridge

11. Announcements

2011

- DC Indian Law Conference, November 15, 2011
Washington, DC

2012

- Tax Law Conference, March 2, 2012
Chicago, IL
- Midyear Meeting, March 30-31, 2012
Arlington, Va
- 37th Annual Indian Law Conference, April 19-20, 2012
Santa Fe, NM
- Chapter Leadership Training Program, April 27-28, 2012
Arlington, VA
- 24th Annual Insurance Tax Seminar, May 31-June 1, 2012
Washington, DC
- 2012 Annual Meeting and Convention, September 19-22, 2012
San Diego, CA
- FBA Board of Directors Meeting, September 19, 2012
San Diego, CA

2013

- Midyear Meeting, April 4-6, 2013
Arlington, Va
- 38th Annual Indian Law Conference, April 11-12, 2013
Santa Fe, NM
- Chapter Leadership Training Program, April 26-27, 2013
Arlington, VA
- 24th Annual Insurance Tax Seminar, May 30-31, 2013
Washington, DC

12. President's Final Remarks

Ashley L. Belleau

13. Adjournment

Tab A

**Approval of the Minutes
March 19, 2011**

**Federal Bar Association
National Council**

Saturday, March 19, 2011
2:00 p.m. EDT
Hilton Alexandria Old Town
Alexandria, VA

CALL TO ORDER

President Belleau called the meeting to order at 2:12 p.m. EDT with a quorum present. The agenda was adopted as distributed prior to the meeting.

General Counsel Raymond J. Dowd read the standing rules of the National Council. Diana Sen, president of the Hispanic National Bar Association and appointed member to the National Council, moved to adopt the standing rules for the National Council. Director Matthew Moreland seconded the motion. After discussion, Director Mark Vincent called for the question, which was seconded by Director Nancy Moriarty. The motion to adopt the standing rules for the National Council passed by majority vote.

APPROVAL OF THE MINUTES

A motion was made by Mr. Moreland to approve the minutes of the National Council meeting held on September 25, 2010, in New Orleans, La. The motion was properly seconded by Alison Bachus of the Phoenix Chapter, and the minutes were approved unanimously by the council.

REPORTS

Report from the Membership Committee

Past Chair Elizabeth G. Smith announced the 2010 Chapter Challenge contest winners:

Group 1:

- 1st Place: Middle District of North Carolina Chapter
- 2nd Place: Western District of North Carolina Chapter
- 3rd Place: Eastern District of New York Chapter

Group 2:

- 1st Place: El Paso Chapter
- 2nd Place: Lafayette/Acadiana Chapter
- 3rd Place: New Jersey Chapter

Group 3:

- 1st Place: Delaware Chapter
- 2nd Place: Austin Chapter
- 2nd Place: Orlando Chapter
- 3rd Place: Capitol Hill Chapter

Group 4:

1st Place: Southern District of New York Chapter

2nd Place: Chicago Chapter

3rd Place: Northern Virginia Chapter

Group 5:

1st Place: New Orleans Chapter

2nd Place: Minnesota Chapter

Report from the President Ashley L. Belleau

President Belleau reported that the FBA has grown its membership 1.8 percent and highlighted activities such as the SOLACE program; the Board of Directors' meeting with the judges of the Central District of California; co-sponsored Judicial Issues Forum about judicial vacancies with the Brookings Institution; and a meeting with Director Jim Duff of the Administrative Office of the U.S. Courts. President Belleau also reported that the FBA reached out to the District of Arizona after Chief Judge John Roll was killed in Tucson.

President Belleau reported on the actions of the Board of Directors:

- Approved amendments to the Bylaws of the Intellectual Property and Communications Law Section
- Approved the proposed amendments to the FBA Constitution and Bylaw 10
- Adopted a Social Media Policy
- Adopted a Conflict of Interest Policy
- Adopted a Whistleblower Policy
- Authorized the Indian Law Section to file or join a brief amicus curiae in the name of the section without the need to put any disclaimer whatsoever
- Authorized the Executive Director to establish a new credit card with Bank of America
- Approved FBA revised Employee Handbook
- Approved the creation of a Civil Rights Section subject to the threshold of 25 initial members
- Approve the Puerto Rico Chapter's request to host the 2013 FBA Annual Meeting and Convention
- Adopted policy 7-1: National Convention Policy

Report from the Treasurer

Robert J. DeSousa presented the current financial statements as of February 28, 2011.

UNFINISHED BUSINESS

Approval of Amendments to the FBA Constitution and Bylaw 10

Constitution, Bylaws, and Rules Committee Chair Thomas R. Schuck presented the proposed amendments to the FBA Constitution and addition of Bylaw 10 as recommended by the committee. Former Constitution, Bylaws, and Rules Committee Chair and Constitution and Bylaws Task Force Chair Robert Clark presented a historical context to the process.

Past President Robert Mueller moved to postpone discussion of the amendments to the National Council meeting in Chicago in September 2011. Past President Joyce Kitchens seconded the motion. After discussion, Director Mark Vincent called the question, which was properly seconded and approved. The motion to postpone discussion failed.

Mr. Shuck moved for the adoption of the proposed constitutional amendments, article by article, as recommended by the committee.

Director Stephen Jackson moved that the National Council adopt the amendments to Article III. Director Matthew Acock seconded the motion. The motion passed unanimously.

Director Hon. D. Michael McBride moved to adopt the proposed changes to Article IV. Director Sean Connolly seconded the motion. Doug Truxillio of Louisiana moved to insert "primary" between "a" and "chapter". The motion was seconded by Mr. Schuck. President Belleau ruled that the motion was out of order. The motion to adopt the proposed changes to Article IV passed by a majority vote.

President-Elect Fern Bomchill moved that the National Council adopt the proposed amendments to Article V of the Constitution. George Jackson of the Chicago Chapter seconded the motion. Aaron Bulloff made a motion to amend Article V, Section 1 by striking the following language "and has served as a voting member. ..." The motion to amend was seconded by Brian Murphy of the D.C. Chapter. The motion to amend failed. The motion to adopt the proposed changes to Article V of the Constitution passed by a majority vote.

Mr. Connolly moved that the National Council approve the proposed changes to Article VI-XIV and Bylaw 10. Judge McBride seconded the motion. After discussion, Mr. Vincent called for the question. After it was properly seconded, Mr. Vincent withdrew his motion. Past President Kitchens moved to amend the main motion by striking the language in Article VI, Section 2 "in accordance with the qualifications and procedures established in the Bylaws of the Association." Ms. Kitchens withdrew the motion to amend. Mr. Jackson moved to postpone the consideration of Article VI, Section 2 until a certain time at the National Council meeting in Chicago in September. President Belleau ruled that the motion was out of order.

Federal Career Service Division Chair Neysa Slater-Chandler moved to amend the main motion by striking the removal of the Divisions out of the Constitution. The motion was seconded by Past President Jim Richardson. The motion failed.

Mr. Vincent called for the question, which was seconded by Fifth Circuit Vice President Patrick O'Keefe. The motion carried by majority vote.

The motion to adopt the proposed changes to Article VI through XIV and Bylaw 10 was passed by a majority vote.

REPORTS

Report from the President-Elect

Ms. Bomchill highlighted the schedule of events for the 2011 Annual Meeting and Convention in Chicago.

Report from the Chair of the Membership Committee

Jonathan Hafen presented the January Membership Report.

Report from the Chair of the Nominations & Elections Committee

President Belleau reported that the following people have been nominated by the Nominations and Elections Committee:

President-elect.....Robert J. DeSousa
Treasurer.....Hon. Gustavo A. Gelpi Jr.

Board of Directors

Director.....W. West Allen
Director..... Elizabeth A. Kronk
Director.....Elizabeth G. Smith
Director.....Christian K. Adams

Vice Presidents for the Circuits

FirstKatherine Gonzalez-Valentin
SecondRobert J. Rando
Third..... TBD
Fourth Andrew K. Clark
Fifth..... Patrick E. O'Keefe
SixthCameron S. Hill
Seventh..... Maria Z. Vathis
Eighth Tara C. Norgard
Ninth..... W. West Allen
Tenth Hon. Robert Bacharach
EleventhDevinti M. Williams
D.C. Ronald C. Crump

Report from the President of the Foundation of the Federal Bar Association

President Carl P. Gilmore announced the availability of grants for community service or outreach projects that involve FBA Chapter participation. The Foundation awarded the Kintner Public Service Scholarship to Hannah Duncan of Phoenix. President Gilmore reported that the Foundation was pleased to be able to provide funding for the FBA-Brookings Institution Judicial Issues Forum. President Gilmore also reported that the Foundation has a little over \$700,000 in cash and investments.

Report from the Chair of the Government Relations Committee

Larry Westberg reported that the committee's report was inadvertently left out of the materials and that the March 10 report to the Board of Directors is the report of the committee that should be on record.

Report from the President of the Federal Bar Building Corporation

President Alan C. Harnisch reported that the Federal Bar Building Corporation has decided upon a goal of \$6 million for reserves. The FBBC currently has approximately \$4.38 million in reserves.

Report from the ABA Delegate

Mr. Harnisch reported that the ABA drafted a resolution that urged the Administrative Office of the U.S. Courts to implement a new electronic filing system. The FBA recommended that the resolution be changed to include the language that the ABA acknowledged the work of the Administrative Office and urges the implementation. Mr. Harnisch brought the request to the floor of the House of Delegates meeting and the addition of the recommended language was passed.

NEW BUSINESS

There was no new business discussed.

REPORT FROM THE EXECUTIVE DIRECTOR

No report was given.

ANNOUNCEMENTS

President Belleau referred to the announcements on the read-ahead materials.

ADJOURNMENT

President Belleau adjourned the meeting at 5:42 p.m. EDT.

Tab B

Report from the President

ACTIONS OF THE BOARD OF DIRECTORS AT ITS JUNE 24, 2011 MEETING

- Approved the proposed amendments to the FBA Bylaws
- Approved the 2012 Issues Agenda
- Approved the 2012 Budget
- Adopted new and revised FBA Policies and Procedures
- Approved the Roanoke Chapter's application for charter
- Approved the dues change request of the International Law Section
- Approved the recommendation of Alan Harnisch to serve as FBA Delegate to the ABA House of Delegates for the two-year term commencing on October 1, 2012-September 30, 2014

| National Election Results |

On Aug. 1, 2011, ballots were counted and verified for FY2012 national officers. Their terms begin Oct. 1, 2011. The president-elect and treasurer will serve a one-year term, which expires on Sept. 30, 2012; directors (groups 1–4) will serve three-year terms, which expire Sept. 30, 2014; and vice presidents for the circuits will serve two-year terms, which expire Sept. 30, 2013. Congratulations to these leaders who will serve the association next year!

Board of Directors

President-Elect Robert J. DeSousa

Treasurer Hon. Gustavo A. Gelpi, Jr.

Group 1 W. West Allen
Qualifier: FBA member in good standing and a current or former FBA vice president of a circuit.

Group 2 Elizabeth A. Kronk
Qualifier: FBA member in good standing and a current or former chair of an FBA section or division.

Group 3 Elizabeth G. Smith
Qualifier: FBA member in good standing and a current or former FBA chapter president.

Group 4 Christian K. Adams
Qualifier: FBA member in good standing and has served as an FBA chapter officer, a national FBA YLD officer or board member, or as an FBA chapter leader with YLD responsibilities. In addition, at the time of election, the person must be age 36 or younger.

Vice Presidents for the Circuits

1st Circuit Katherine Gonzalez-Valentin

2nd Circuit.....John G. McCarthy

3rd Circuit TBD

4th Circuit.....Andrew K. Clark

5th Circuit..... Patrick O’Keefe

6th Circuit..... Cameron S. Hill

7th Circuit..... Maria Z. Vathis

8th Circuit.....Tara C. Norgard

9th Circuit.....W. West Allen

10th Circuit.....Hon. Robert Bacharach

11th Circuit.....Devinti M. Williams

D.C. Circuit.....Ronald C. Crump

Tab C

**Report from the President-Elect:
FY2012 Budget**

INCOME

	ACTUAL FY 2008	ACTUAL FY 2009	ACTUAL FY 2010	YTD ACTUAL 2011 5/31/11	APPROVED FY2011 BUDGET	PROPOSED FY 2012 BUDGET	\$ CHANGE FY11-FY12	% CHANGE FY11-FY12
1. National Dues	1,694,164	1,288,760	1,146,251	914,419	1,673,000	1,690,000	\$ 17,000	1.02%
2. Sustaining Dues	286,715	631,495	795,270	503,990	755,000	780,000	\$ 25,000	3.31%
						\$		
DUES INCOME	1,980,879	1,920,255	1,941,521	1,418,409	2,428,000	2,470,000	\$ 42,000	1.73%
3. FBA National Conferences	496,441	495,364	530,728	520,858	505,000	525,000	\$ 20,000	3.96%
4. FBA Co-Sponsored Conferences	75,000	75,000	66,542	-	40,000	50,000	\$ 10,000	25.00%
CONFERENCE INCOME	571,441	570,364	597,270	520,858	545,000	575,000	\$ 30,000	5.50%
5. The Federal Lawyer/Publications	14,452	18,735	24,537	8,376	16,750	18,500	\$ 1,750	10.45%
6. Royalty Income	52,061	44,431	43,398	13,765	38,000	21,000	\$ (17,000)	-44.74%
7. FBA Need an Attorney	3,910	-	175	400	8,500	8,500	\$ -	0.00%
MEMBER SERVICES INCOME	70,423	63,166	68,110	22,541	63,250	48,000	\$ (15,250)	-24.11%
8. Admin Fee - Sections & Divisions	-	-	-	-	-	35,000	\$ 35,000	100.00%
9. Admin Fee - FBBC	9,600	9,600	10,200	7,200	10,800	11,400	\$ 600	5.56%
10. Admin Fee - FFBA	9,600	9,600	10,200	7,200	10,800	11,400	\$ 600	5.56%
11. Interest/Investment Income	57,420	14,825	4,143	1,913	25,000	20,000	\$ (5,000)	-20.00%
12. Miscellaneous Income	9,274	22,328	116,887	12,793	8,500	9,000	\$ 500	5.88%
OTHER INCOME	85,894	56,353	141,430	29,106	55,100	86,800	\$ 31,700	57.53%
TOTAL OPERATIONAL INCOME	2,708,637	2,610,138	2,748,331	1,990,914	3,091,350	3,179,800	\$ 88,450	2.86%
13. Section and Division Dues	110,115	106,810	112,390	76,530	112,000	118,000	\$ 6,000	5.36%
14. Section and Division Activities	34,172	59,718	49,974	70,500	65,000	75,000	\$ 10,000	15.38%
SECTION AND DIVISION INCOME	144,287	166,528	162,364	147,030	177,000	193,000	\$ 16,000	9.04%
TOTAL INCOME	2,852,924	2,776,666	2,910,695	2,137,944	3,268,350	3,372,800	\$ 104,450	3.20%

ACTIVITY EXPENSES

	ACTUAL FY 2008	ACTUAL FY 2009	ACTUAL FY 2010	YTD ACTUAL 2011 5/31/11	APPROVED FY 2011 BUDGET	PROPOSED FY 2012 BUDGET	\$ CHANGE FY11-FY12	% CHANGE FY11-FY12
15. President & Board of Directors	124,286	101,636	140,824	46,390	105,000	115,000	\$ 10,000	9.52%
16. National Council	20,085	21,202	18,728	1,689	18,000	6,000	\$ (12,000)	-66.67%
17. Vice Presidents for Circuits	23,963	17,722	19,565	13,453	26,000	28,500	\$ 2,500	9.62%
18. Support of NC Appointments	2,626	1,709	5,741	844	4,000	4,500	\$ 500	12.50%
19. Support of Past Presidents	2,883	2,949	4,685	1,130	3,500	3,800	\$ 300	8.57%
20. Governance Committees & Boards	2,856	397	1,639	454	3,000	2,800	\$ (200)	-6.67%
21. National Elections	8,798	8,754	11,528	516	18,000	6,000	\$ (12,000)	-66.67%
22. Government Relations	62,544	61,876	64,355	47,220	69,500	71,000	\$ 1,500	2.16%
23. Chapter Delegate Support	24,849	29,825	32,894	23,197	34,000	34,000	\$ -	0.00%
24. Chapter Leadership Training	39,016	40,145	40,349	15,860	45,000	45,000	\$ -	0.00%
25. Chapter Activity Fund	19,058	18,900	12,465	1,924	18,000	18,000	\$ -	0.00%
26. Chapter Rebates	293,339	305,323	333,764	186,762	400,000	400,000	\$ -	0.00%
27. Chapter Services	8,607	7,395	11,247	4,199	8,500	10,000	\$ 1,500	17.65%
28. Membership Services	43,875	53,945	55,794	43,051	45,500	50,000	\$ 4,500	9.89%
29. Membership Programs	1,595	4,261	20,879	518	20,000	15,000	\$ (5,000)	-25.00%
30. The Federal Lawyer/Publications	221,090	198,830	212,793	103,484	205,000	205,000	\$ -	0.00%
31. FBA Conferences	427,492	452,539	490,647	319,936	398,000	425,000	\$ 27,000	6.78%
ACTIVITY EXPENSES	1,326,762	1,327,408	1,477,897	810,607	1,421,000	1,439,600	\$ 18,600	1.31%
32. Sections and Divisions	72,900	110,427	94,923	118,122	125,000	193,000	\$ 68,000	54.40%
33. FBA Funded Divisions	15,493	22,745	9,157	6,479	21,000	21,000	\$ -	0.00%
34. Section Council	427	3,833	2,878	888	3,000	5,000	\$ 2,000	66.67%
SECTION AND DIVISION EXPENSES	88,820	137,005	106,958	125,489	149,000	219,000	\$ 70,000	46.98%
TOTAL ACTIVITY EXPENSES	1,415,582	1,464,413	1,584,855	936,096	1,570,000	1,658,600	\$ 88,600	5.64%

ADMINISTRATIVE EXPENSES

	ACTUAL FY 2008	ACTUAL FY 2009	ACTUAL FY 2010	YTD ACTUAL 2011 5/31/11	APPROVED FY2011 BUDGET	PROPOSED FY 2012 BUDGET	\$ CHANGE FY11-FY12	% CHANGE FY11-FY12
35. Salaries	915,217	886,192	923,607	579,718	931,000	981,000	\$ 50,000	5.37%
36. Payroll Taxes	56,236	56,872	63,140	42,359	63,500	63,500	\$ -	0.00%
37. Employee Benefits-Insurance	72,711	68,169	94,869	62,972	72,000	79,000	\$ 7,000	9.72%
38. Employee Benefits-Retirement	32,277	52,078	34,236	18,602	27,000	35,000	\$ 8,000	29.63%
39. Staff Training	4,797	5,945	7,668	4,092	7,000	7,500	\$ 500	7.14%
40. Management Travel & Expense	8,097	5,751	37,895	619	7,500	8,500	\$ 1,000	13.33%
41. Outsourced Services	4,435	4,550	2,809	41,861	65,000	70,000	\$ 5,000	7.69%
42. Dues & Subscriptions	18,117	8,549	15,284	3,071	5,500	5,000	\$ (500)	-9.09%
43. Equipment Rental	23,827	7,864	8,562	7,541	14,000	15,000	\$ 1,000	7.14%
44. Repairs & Maintenance	60,000	60,000	60,000	40,000	15,000	11,500	\$ (3,500)	-23.33%
45. Rent	12,537	9,690	16,494	8,611	13,500	60,000	\$ 46,500	344.44%
46. Insurance	16,500	5,312	9,720	-	10,000	15,000	\$ 5,000	50.00%
47. Personal Property Tax	22,790	25,323	27,000	16,000	20,000	20,000	\$ -	0.00%
48. Professional Fees	7,580	12,336	12,979	2,291	13,000	13,000	\$ -	0.00%
49. Office Supplies	34,379	39,520	85,077	50,868	81,600	74,000	\$ (7,600)	-9.31%
50. Computer/IT Supplies & Services	12,225	15,501	13,858	9,514	15,000	27,000	\$ 12,000	80.00%
51. Telephone/Internet	4,435	2,291	8,327	4,579	6,500	6,500	\$ -	0.00%
52. Postage	14,595	16,168	15,094	10,231	15,100	17,000	\$ 1,900	12.58%
53. Depreciation-Furniture & Fixtures	6,615	19,214	59,322	42,632	61,900	64,000	\$ 2,100	3.39%
54. Depreciation of Computer Equipment	17,185	17,487	33,288	17,672	10,000	12,000	\$ 2,000	20.00%
55. Other Office Expense								
ADMINISTRATIVE EXPENSE	1,346,555	1,318,812	1,536,980	969,906	1,514,100	1,596,500	\$ 82,400	5.44%
56. Recovered Overhead/Production Cost	(11,441)	(33,623)	(4,403)	(155)	(22,000)	(20,000)	\$ 2,000	-9.09%
57. Miscellaneous Expenses	2,226	2,875	10,771	2,253	3,000	3,000	\$ -	0.00%
RECOVERED EXPENSE	(9,215)	(30,748)	6,368	2,098	(19,000)	(17,000)	\$ 2,000	-10.53%
TOTAL ADMINISTRATIVE EXPENSE	1,337,340	1,288,064	1,543,348	972,004	1,495,100	1,579,500	\$ 84,400	5.65%
TOTAL EXPENSES	2,752,922	2,752,477	3,128,203	1,908,100	3,065,100	3,238,100	\$ 173,000	5.64%
SURPLUS (DEFICIT)	100,002	24,189	(217,508)	229,844	203,250	134,700	\$ (68,550)	-33.73%

Tab D

**Report from the Treasurer:
Financial Update as of June 30, 2011**

Federal Bar Association
STATEMENTS OF FINANCIAL POSITION
June 30, 2011 and 2010

	2011	2010
Assets		
Current Assets		
Cash and cash equivalents	\$ 409,765	\$ 791,587
Short-term Investments	1,664,905	1,670,101
Accounts Receivable	15,979	23,881
Inventory	32,260	37,496
Prepaid expenses	38,562	55,550
Total Current Assets	2,161,471	2,578,615
Other Assets		
Furniture and fixtures	187,241	187,241
Computer equipment and software	525,976	525,463
Total Property and Equipment before Acc Depr	713,217	712,704
Accumulated depreciation	(277,165)	(196,349)
Net Property and Equipment	436,052	516,355
Total Assets	2,597,523	3,094,970
Liabilities		
Current Liabilities		
Accounts payable	-	117,487
Due to/from related entities	55	47,208
Accrued annual leave	60,597	39,119
Deferred membership dues	101,822	106,366
Total Current Liabilities	162,474	310,180
Net Assets		
Total Net Assets	2,435,049	2,784,790
Total Liabilities and Net Assets	2,597,523	3,094,970

Unaudited

Federal Bar Association
STATEMENTS OF FINANCIAL ACTIVITY
For the Nine Months Ending June 30, 2011

	2011 YTD	2011 Budget	Percent of Budget
Support and Revenue:			
(1) National dues	\$ 1,024,140	\$ 1,673,000	61%
(2) Sustaining dues	570,650	755,000	76%
(3) Section/division dues	84,950	112,000	76%
(4) Conferences	520,779	505,000	103%
(5) Co-sponsored conferences	-	40,000	0%
(6) Sections/divisions activities	76,268	65,000	117%
(7) Administrative and other revenues (Schedule I)	56,232	118,100	48%
Total support and revenue	2,333,019	3,268,100	71%
Expenses:			
(8) Activity expenses (Schedule II)	1,176,608	1,612,000	73%
(9) General and overhead expenses (Schedule III)	1,057,701	1,453,100	73%
Total expenses	2,234,309	3,065,100	73%
Change in net assets from operations	98,710	203,000	
Meeting Revenues	88,313		
Meeting Expense	13,106		
Change in net assets from Annual Meeting	75,207		
Change in net assets	173,917		
Net Assets, beginning of year	2,261,132		
Current Net Assets	2,435,049		

Unaudited

Federal Bar Association
SCHEDULE OF ADMINISTRATIVE AND OTHER REVENUES
Schedule I
For the Nine Months Ending June 30, 2011

	<u>2011</u> <u>YTD</u>	<u>2011</u> <u>Budget</u>	<u>Percent</u> <u>of Budget</u>
Schedule of Revenues			
(7.01) Administrative Fees (FBBC)	\$ 8,100	\$ 10,800	75%
(7.02) Administrative Fees (FFBA)	8,100	10,800	75%
(7.03) Interest/Investment Income	2,074	25,000	8%
(7.04) Practice Area Directory	400	8,500	5%
(7.05) The Federal Lawyer	8,371	15,000	56%
(7.06) Publications	-	1,500	0%
(7.07) Royalty Income	13,822	38,000	36%
(7.08) Plaques and Specialty Items	3,152	-	0%
(7.08) Miscellaneous Income	12,213	8,500	144%
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Total Administrative and Other Revenues	<u>56,232</u>	<u>118,100</u>	<u>48%</u>

Unaudited

Federal Bar Association
SCHEDULE OF ACTIVITY EXPENSES
Schedule II
For the Nine Months Ending June 30, 2011

	2011 YTD	2011 Budget	Percent of Budget
Schedule of Activity Expenses			
Activity Expenses			
(8.01) President & BOD	\$ 49,751	\$ 105,000	47%
(8.02) National Council	1,689	18,000	9%
(8.03) Circuit Vice Presidents	16,161	26,000	62%
(8.04) NC Appointees	844	4,000	21%
(8.05) Past Presidents	1,130	3,500	32%
(8.06) Gov. Committees & Board	981	3,000	33%
(8.07) National Elections	24,768	18,000	138%
(8.08) Government Relations	52,939	69,500	76%
(8.09) Chapter Delegate	23,197	34,000	68%
(8.10) Chapter Leadership Training	31,938	45,000	71%
(8.11) Chapter Activity Fund	4,924	18,000	27%
(8.12) Chapter Rebates	186,762	400,000	47%
(8.13) Chapter Services	4,245	8,500	50%
(8.14) Membership Services	35,539	45,500	78%
(8.15) Membership Programs	12,038	20,000	60%
(8.16) The Federal Lawyer & Publications	121,500	205,000	59%
(8.17) Website/Internet	30,342	42,000	72%
(8.18) FBA Conferences	446,634	398,000	112%
Subtotal Activity Expenses	1,045,382	1,463,000	71%
(8.19) Section and Divisions	123,607	125,000	99%
(8.20) Younger Lawyers Division	5,273	15,000	35%
(8.21) Federal Career Service Division	1,454	6,000	24%
(8.22) Section Council	892	3,000	30%
Subtotal Section & Division Activity Expense	131,226	149,000	88%
Total Activity Expenses	1,176,608	1,612,000	73%

Unaudited

Federal Bar Association
SCHEDULE OF ADMINISTRATIVE EXPENSES
Schedule III
For the Nine Months Ending June 30, 2011

	2011 YTD	2011 Budget	Percent of Budget
Schedule of Administrative Expenses			
Administrative Expenses			
(9.01) Salaries	\$ 656,272	\$ 931,000	70%
(9.02) Payroll taxes	48,025	63,500	76%
(9.03) Employee Insurance	67,635	72,000	94%
(9.04) Employee Retirement	23,401	27,000	87%
(9.05) Employee Training	4,092	7,000	58%
(9.06) Management Travel	684	7,500	9%
(9.07) Outsourced Services	42,170	65,000	65%
(9.08) Dues and subscriptions	3,571	5,500	65%
(9.09) Leased Equipment	9,295	14,000	66%
(9.10) Repairs and maintenance	7,315	15,000	49%
(9.11) Rent	45,000	60,000	75%
(9.12) Insurance	8,612	13,500	64%
(9.13) Personal property taxes	-	10,000	0%
(9.14) Professional fees	18,500	20,000	93%
(9.15) Supplies	2,583	13,000	20%
(9.16) Computer/Internet Services	27,366	39,600	69%
(9.17) Telephone	10,626	15,000	71%
(9.18) Postage	4,686	6,500	72%
(9.19) Depreciation-Furniture & Fixtures	11,461	15,100	76%
(9.20) Depreciation-Computer Equipment	47,809	61,900	77%
(9.21) Other Office Expense	18,665	10,000	187%
(9.22) Miscellaneous Expense	88	3,000	3%
Subtotal Administrative Expense	1,057,856	1,475,100	72%
(9.23) Recovered Overhead & Production	(155)	(22,000)	1%
Subtotal Recovered Expenses	(155)	(22,000)	1%
Total Administrative Expenses	1,057,701	1,453,100	73%

Unaudited

Tab E

**Report from the Chair of the Constitution, Bylaws and Rules Committee
Amendments to the Constitution Approved by Membership
Approval of Amendments to the FBA Bylaws**

THE CONSTITUTION OF



THE FEDERAL BAR ASSOCIATION

The Constitution of the Federal Bar Association

Base Document Published September 28, 1991

Article IV, Section 1 Revised July 30, 1992

Article IV, Section 3; Article VII, Section 5; and Article XIV Revised January 11, 1994

Revised Feb. 10, 2006

Revised Aug. 1, 2011

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 Board of Directors.

Section 2. *Location.* The headquarters of the Association shall be at a site to be determined by the Board of Directors. Chapters of the Association shall be located in such cities of states, commonwealths, territories, possessions, and foreign countries as are approved by the Board of Directors 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 Board of Directors may adopt such logos for the Association as it shall deem appropriate.

Section 2. *Use By the Association.* As authorized by the Board of Directors, 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 Board of Directors.

Article III - Mission Statement, Vision, and General Objectives

Section 1. *Mission Statement.* The mission of the Association is to strengthen the federal legal system and administration of justice by serving the interests and the needs of the Federal practitioner, both public and private, the federal judiciary and the public they serve.

Section 2. *Vision Statement.* The Association will be recognized as the premier bar association serving the Federal practitioner and judiciary.

Section 3. *General Objectives.* The general objectives of the Association are as follows

(not listed in 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 and the integrity, quality and independence of the Federal judiciary;
- c. To enhance the professional growth and development of members of the Federal legal profession and promote high standards of professional competence and ethical conduct, including through the provision of quality education programs;
- d. To promote the welfare of attorneys and judges in the Federal legal profession, including advocacy in accordance with the mission of the Association and provision of meaningful services and benefits through membership in the Association;
- e. To support the members of the Association including through promoting professional and social interaction, notifying and educating members as to developments in their respective fields of interest, encouraging member involvement in activities of the Association, and providing opportunities for members to assume leadership roles in the Association; and
- f. To promote diversity throughout the legal profession and the Federal Bar Association.

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 or any tribal court of record, and in good standing where so admitted, shall be eligible for active membership in the Association and may maintain membership in a Chapter and one or more Sections and/or Divisions; provided such person:

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

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-fourth's of the members of the Board of Directors then present;
- c. Any judge of the Federal courts established under Article III of the Constitution of the United States, any United States Bankruptcy Judge and any United States Magistrate Judge 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.

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 actively enrolled in an accredited law school and 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 Board of Directors may expel for good cause any member or associate of the Association by a majority vote of the members of the Board of Directors then present. Subject to procedures as are contained in the Bylaws of the Association, any member or associate who has been expelled by the Board of Directors pursuant to this Section shall have the right to appeal from that decision to the National Council of the Association at its next regularly scheduled meeting.

Article V – Officers, Directors and Delegates: Nomination, Removal, and Duties

Section 1. *Elective Officers, Directors and Delegates.* The elective officers and directors 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 Association shall have three National Officers: President, President-elect, and Treasurer. No one may serve as a National Officer unless that person is a member of the Association in good standing and has served as a voting member of the Board of Directors for at least three years. The elective officers and directors 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. The President shall also serve as a director.

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. The President-elect shall also serve as a director.

c. The Treasurer, who shall be elected annually as hereafter provided. The Treasurer shall also serve as a director.

d. Twelve additional directors, who shall be elected to staggered terms of three years as provided in the Bylaws of the Association. A member appointed to serve the remaining period of a term to which another person was elected, at the conclusion of that partial term, may stand for election for a full three-year term. No director shall serve more than two elected three-year terms (which terms must be non-consecutive) on the Board exclusive of any term based upon service as a National Officer. A person shall not be

eligible to serve as a voting member of the Board of Directors following service as National President.

e. Two Vice Presidents for the Circuit for each Federal judicial circuit, who shall be elected for staggered terms of two years by the members within that Circuit. No Vice President for the Circuit shall serve more than three full terms.

f. 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 Board of Directors at its next regular meeting, to hold office until the next annual election.

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, and meet all other qualifications, as may be required by this Constitution, Bylaws, and policies of the Association, shall be eligible as candidates for any elective office (including directors) 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, who meet all qualifications and are in good standing, for each of the elective offices (including directors) 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 National Council of 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 Treasurer shall serve as acting-President until the next regular meeting of the Board of Directors; at such meeting, the Board of Directors 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 by appointment, subject to the ratification of the Board of Directors at its next regular meeting.

Section 6. *Duties of Officers and Directors.*

a. The President shall be the Chief Executive Officer of the Association and the Chairperson of the Board of Directors and 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 Treasurer shall generally be responsible to oversee the financial affairs of the Association. The Treasurer shall have the assistance of the Executive Director and staff of the Association as designated by the Executive Director. The financial affairs of the Association shall include but not be limited to collection and receipt of all moneys due the Association; depositing the same to the credit of the Association in such financial institutions as may be designated by the Board of Directors; maintaining information available to the Board of Directors relating to the dues status of each member of the Association; and notifying each member each year of the status of that member's national dues for the ensuing fiscal year. Under the direction of the Treasurer, the Association shall keep an itemized record of all moneys received, by whom paid, and for what purpose; and shall submit to the Board of Directors and the National Council, whenever requested by either and at the end of the fiscal year, a financial report in writing including, if requested, a list itemizing all receipts and disbursements for the year. The Treasurer shall make all books, vouchers, and records available to the Audit and Budget & Finance 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.

d. The Directors shall perform all duties as may be required for members of the Board of Directors by the President, this Constitution, or the Bylaws of the Association.

e. 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.

f. 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 Board of Directors or National Council may direct.

Article VI - Board of Directors

Section 1. *Composition.* The Board of Directors shall consist of the President, President-elect, Treasurer and the twelve elected directors. When any of the following have not been elected to the Board, they will by virtue of their position serve as ex officio members of the Board without a vote: Chair of the Vice Presidents for the Circuits, Chair of the YLD, and Chair of the Sections and Divisions Council.

Section 2. *Qualifications of Directors.* Twelve members of the Board of Directors shall be elected by the Association in accordance with the qualifications and procedures established in the Bylaws of the Association.

Section 3. *Duties and Powers.*

a. The Board of Directors 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 Board of Directors shall have the authority to establish special committees not in conflict with those provided for in Section 5 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 Board of Directors. No proposed purchase or expenditure that is unfavorably reported by the Budget Committee shall be approved, except by a vote of three-fourths of those present and entitled to vote.

c. The authority of the Board of Directors shall be limited only as follows: (1) amendments to this Constitution and the Bylaws of the Association must be approved according to the procedure established in this Constitution and the Bylaws of the Association; and (2) any decision of the Board of Directors may be altered, amended, or reversed by a majority vote of the National Council.

d. All actions and resolutions passed or adopted by the Board of Directors shall be posted on the website of the Association within thirty (30) business days after each meeting of the Board of Directors.

Section 4. *Meetings.*

a. The Board of Directors shall have the authority to establish its own schedule of meetings, but shall meet no less the four (4) times annually.

b. The Board of Directors 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 Board of Directors unless notice of the time, place, and purpose of such meeting has been given to

all members of the Board of Directors so as to reach them at least three days prior thereto.

Section 5. *Standing Committees.* The Board of Directors 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 Board of Directors, appoint the chairpersons and members of the Standing Committees to terms as provided in the Bylaws.

Article VII - National Council

Section 1. *Composition.* The National Council shall consist of the elective officers; all members of the Board of Directors; 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 Board of Directors; one other delegate from each Chapter to be selected by the Chapter; and not more than 20 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 by the President with the prior approval of the Board of Directors. A vacancy due to death, resignation, or removal of an appointive member may be filled by appointment by the President. The President's appointments shall have prior approval of the Board of Directors.

Section 2. Meetings.

- a. The National Council shall meet at the Annual and Midyear Meetings of the Association each year as provided for in the Bylaws of the Association. The Board of Directors may combine the National Council meeting with the Annual Meeting of the Association. Notice, as set forth in the Bylaws of the Association, shall be mailed or transmitted electronically to all National Council members at least 30 days prior to the date of each regular meeting.
- b. The National Council may meet specially at other times at the call of the President, with the consent of the Board of Directors, 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, as set forth in the Bylaws of the Association, of the time, place, and purpose of such meeting has been mailed or transmitted electronically by the Association to each National Council member in good standing at least 30 days prior to such meeting.

Section 3. *Quorum and Procedure.* Twenty-five percent of the members of the National Council in good standing 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.

Article VIII - Divisions

Section 1. *Authority.* The Association shall have such Divisions as are set forth in the Bylaws of the Association.

Section 2. *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 Board of Directors. Without such prior approval, the Division may take such a public position only if the position generally reflects the views of its members and 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 Board of Directors.

Article IX - Sections

Section 1. *Sections and Committees.* The President, with the approval of the Board of Directors, may establish Sections of the Association to consider areas of law of interest to the membership or particular groups of members. Each Section shall enact bylaws, subject to the approval of the Board of Directors, which will provide for the Section's general objectives, operation, and organization—including internal leadership progression and, if desired, Committees within the Section.

Section 2. *Public Positions taken by Sections or Committees.* A Section or duly constituted Committee of a Section—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 Board of Directors. Without such prior approval, the Section or Committee may take a public position only if the position generally reflects the views of members of the Section and 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 Board of Directors.

Article X - 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 Board of Directors—organize a local Chapter of the Association for such purposes, upon such conditions, and embracing such geographical area as the Board of Directors 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 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 Board of Directors 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 Board of Directors. Without such prior approval, the Chapter may take such a public position only if the position generally reflects the views of its members and 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 Board of Directors.

Article XI – Annual Meeting 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 Board of Directors 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 Board of Directors or as may be required by this Constitution or the Bylaws of the Association.

Section 2. *Notice of Annual Meeting.* Notice, as set forth in the Bylaws of the Association, of the time and place of an annual meeting of the Association and the character of the business to be presented shall be mailed or transmitted electronically by the Association to each National Council member in good standing at least 30 days prior to such meeting.

Section 3. *Quorum and Required Vote.* Twenty-five percent (25%) of the members of the National Council in good standing shall constitute a quorum for transaction of business at the Annual Meeting. Action by the National Council shall be as provided in this Constitution and the Bylaws of the Association.

Article XII - 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 as provided in the Bylaws of the Association. The Treasurer shall cause notice of annual dues payable to be mailed or transmitted electronically 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 XIII - Authority Regarding Bylaws

Subject to satisfying the notice and quorum requirements of Article VII, if written notice of the proposal has been included in the notice, the National Council may adopt, amend, or repeal any Bylaw at a regular or special meeting of the National Council upon two-thirds vote of those present and voting pursuant to the provisions of this Constitution and the Bylaws. The Board of Directors shall have the power and authority to enforce such Bylaws, together with additional policies, rules and regulations as it may deem necessary, not inconsistent with the provisions of the Bylaws and this Constitution.

Article XIV - 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. Subject to satisfying the notice and quorum requirements of Article VII, 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 included in the notice.
- b. Subject to satisfying the notice and quorum requirements of Article VII or Article XI, 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 included in the notice.
- 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 to the members in good standing under procedures established by the Bylaws of the Association, either mailed or transmitted electronically. An amendment so submitted shall become effective upon the affirmative vote of two-thirds of the members who vote upon it.



Federal Bar Association

August 3, 2011

Dear Fellow Member:

As Chair of the Federal Bar Association's Constitution, Bylaws and Rules Committee, I am submitting the enclosed proposed amendments to the FBA Bylaws to you for approval by the National Council. As was the case with the proposed amendments to the FBA Constitution submitted to the National Council at its Midyear Meeting earlier this year, these proposed amendments to the Bylaws represent the committee's response to the recommendations of your Board of Directors and the former Governance Review Committee and the Governance Review Task Force, which worked since 2003 to revise our governance structure to better meet the needs of the association. The proposed amendments do not conflict with the provisions of the Constitution and Bylaws.

This report also addresses a proposal submitted to the committee by Past Presidents Adrienne A. Berry, Joyce E. Kitchens, and Robert A. McNew. A copy of their proposal is included in these materials. The committee finds that this proposal, as it stands, inappropriately places responsibility for consideration of a dues adjustment in the Constitution, Bylaws and Rules Committee rather than in the Board of Directors. The Board in its discretion may, of course, refer a dues proposal to the Budget Committee or another committee of the Board more appropriate to consider it, but we do not believe that a dues adjustment is the province of the Constitution, Bylaws and Rules Committee. The committee and the Board have therefore incorporated the substance of this proposal in several of the proposed amendments to the Bylaws submitted to you for consideration at the upcoming meeting of the National Council.

The committee submits these amendments to the Bylaws in the belief that they represent the culmination of the process begun by the Governance Review Committee in 2003 and continued by that committee, the task force, and most recently this committee over the course of the last eight years. The National Council has had the opportunity to address portions of the recommended changes on several occasions, most notably at its annual meeting in 2005 and at the recent Midyear Meeting. The enclosed submission represents the balance of the changes proposed by this committee and your Board of Directors as a result of these many years of work. I take this opportunity on behalf of the present committee to thank all of its predecessor leaders and members, the members of the initial review committee and the task force which followed upon it, the members of the Board who have addressed these matters during recent years, and Executive Director Jack D. Lockridge and his staff for their hard work and perseverance, and I thank the members of the present committee for their contribution to the completion of this task.

Respectfully submitted,

Thomas R. Schuck
Chair, Constitution, Bylaws and Rules Committee

THOMAS R. SCHUCK
513.357.9374
schuck@taftlaw.com

July 20, 2011

Adrienne A. Berry
339 Mockingbird Valley Road
Louisville, KY 40207

Joyce E. Kitchens
264 North Jackson Street
Athens, GA 30601

Robert A. McNew
20 Tennessee Street
Murphy, NC 28906

Re: Proposed Amendment to FBA Bylaw 4

Dear Adrienne, Joyce, and Bob:

I am writing as Chair of the Constitution, Bylaws and Rules Committee to inform you of the action taken by the committee with respect to the amendment to FBA Bylaw 4 proposed by you under cover of Bob's letter of December 8, 2010. The committee met telephonically on April 18, 2011 to consider proposed changes to the bylaws, including your proposal. The committee is concerned that your proposal places responsibility for consideration of a dues adjustment in the Constitution, Bylaws and Rules Committee rather than in the Board. The Board in its discretion may, of course, refer such a proposal to the Budget Committee or another committee of the Board more appropriate to consider the proposal, but we do not believe that a dues adjustment is the province of the Constitution, Bylaws and Rules Committee. The substance of your proposal has been incorporated in several proposed amendments to the bylaws recommended by the committee to the Board or suggested by the Board at its June 24, 2011 meeting, as follows:

- It will be recommended to the National Council that the bylaws provide that annual dues for members and associates of the FBA (other than automatic adjustments provided for in Bylaw 4B.) be established by the Board and the National Council, and that the National Council consider the dues recommendations of the Board upon notification as prescribed in Article VII of the FBA Constitution. This proposed

Adrienne A. Berry
Joyce E. Kitchens
Robert A. McNew
July 20, 2011
Page 2

change addresses your concern that dues not be adjusted except by the National Council while assuring that proposals for dues adjustments will first be considered by the Board as the governing body of the Association.

- It will be recommended to the National Council that no proposed change in the amount of annual dues be considered by the National Council unless the members of the National Council shall have received at least 30 days' advance notice of the proposed change, including the amount(s) thereof. This provision will make dues changes unique among the action items that may be placed before the National Council and proposed dues changes will receive the full notice provided by Article VII of the Constitution.

On behalf of the Constitution, Bylaws and Rules Committee, I thank each of you for bringing these issues to the committee's attention and for giving us the opportunity to integrate your concerns into the proposed bylaw changes that we presented to the Board. I hope that you agree that the proposed bylaw changes address your concerns, and that you will support them at the next National Council meeting. I look forward to seeing you there.

Very truly yours,



Thomas R. Schuck

TRS:lh

cc: Ashley L. Belleau, President
Jack D. Lockridge, Executive Director
Constitution, Bylaws and Rules Committee Members

STEINBRONN & McNEW, PC
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20 Tennessee Street
Murphy, North Carolina 28906

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Richard E. Steinbronn (NC, IN)
Robert A. McNew (NC, GA, OH)

Email: stbrn.mcnew@yahoo.com

December 8, 2010

Chair, Constitution, Bylaws and Rules Committee
The Federal Bar Association
1200 North Fillmore Street, Suite 444
Arlington, Virginia 22201

Certified Mail
Return Receipt Requested

Re: Proposed Amendment to Bylaw 4

Dear Mr. Chairman:

Enclose is an amendment to bylaw 4 proposed for consideration by your committee and the Notional Counsel at the March, 2011 midyear meeting. The proposed amendment is submitted by Adrienne Berry, Joyce Kitchens and Bob McNew.

Sincerely yours,



Robert A. McNew

cc: A. Berry
J. Kitchens

PROPOSED AMENDMENT TO BYLAW 4

At the September 25, 2010 National Council meeting in New Orleans the National Council amended Bylaw 4 A without allowing the Chapters advanced notice of said amendment. Additionally, the amendment to the said Bylaw did not follow the procedure set out in Bylaw 14. This amendment is for the purpose of clarifying that any increase in membership dues must be in accordance with the Bylaws and the membership must be informed.

Proposed Amendment

Increase in Dues. Any increase in Membership Dues shall only occur as an amendment to these Bylaws made in accordance with the requirements of Bylaw 14, except those periodic adjustments made every third year in accordance with Bylaw 4B. Any such proposed increase in Membership Dues shall contain the actual dollar amount increase for each membership level and shall be circulated to members of the National Council 30 days prior to the National Council meeting during which said increase will be considered. This Bylaw may not be suspended.

Submitted by,

Adrienne Berry, Joyce Kitchens, Bob McNew

FBA Bylaws

1. National Headquarters and Staff

A. *National Headquarters.* The Federal Bar Association shall maintain a National Headquarters at a location to be selected by the Board of Directors. The National Headquarters shall be ~~responsible for keeping the repository for the~~ books, records, and reports of the Association and its ~~officers~~Officers, Board of Directors, National Council, Divisions, Standing Committees, Sections, and Chapters. Such papers shall be open to inspection by any member upon reasonable application to the Association. Additionally, ~~the National Headquarters shall keep~~ a roster of the members and associates in good standing, together with listings of the membership of the Divisions, Standing Committees, Sections, and Chapters of the Association shall be maintained at the National Headquarters. All communications with the Association shall be addressed to the Federal Bar Association at its National Headquarters.

B. ~~Staff.~~

~~(1) Executive Director.~~

The Board of Directors shall employ an ~~executive director~~Executive Director whose title, terms, and conditions of employment shall be specified by the Board of Directors.

~~(2) Authority and Responsibility.~~ The ~~executive director~~Executive Director shall manage and direct all staff activities of the Association as prescribed by the Board of Directors ~~and the National Council~~. The ~~executive director~~Executive Director shall employ and may terminate the employment of members of the necessary support staff and may fix such employees' compensation within the approved budget and guidelines set by the Board of Directors. The ~~executive director~~Executive Director shall define the duties of the staff, establish their titles, and supervise their performance, and delegate responsibilities of management as appropriate. The Executive Director shall be responsible for maintaining the books, records, reports and roster of the Association, as noted in Bylaw 1.A.

2. Membership

A. *Applications.* Application to become a member or an associate of the Association shall be ~~on by~~ a form approved by the Membership ~~and Admissions~~ Committee and shall be accompanied by one year's dues.

B. *Approval.* The Association's Executive Director shall process applications at the Association's ~~headquarters~~National Headquarters for review and approval. The Executive Director may refer any application for review and approval to the Membership ~~and Admissions~~ Committee. ~~If a member of the Membership & Admissions Committee recommends that an application not be approved, the Committee shall consider the application, and approval shall be determined by a majority vote. If the Committee does not approve an application, the Association shall so notify the applicant and remit the proffered dues. An applicant who is denied admission may request review by the Board of Directors, whose decision on any such matter shall be final.~~

C. Honorary Membership.

~~(1) Federal Judges. Whenever a Chapter elects aAny judge to honorary membership under Article IV, Section 2.c., of the Constitution, the Chapter immediately shall notify the Association at the National Headquarters of such election. Similarly, the Chapter shall notify the Association if such an honorary member ends service as a judge in active, senior, or retired status.~~

~~(1) Federal Judges. A chapter may elect to honorary membership a judge who is eligible for honorary membership under Article IV, Section 2.c., of the Constitution. The Chapter shall notify the Association at the National Headquarters prior to such election. Similarly, the Chapter shall notify the Association if such an honorary member ends service as a judge in active, senior, or retired status.~~

~~(2) Members of Congress. Before electing a Member of Congress to Other. A chapter may propose any other person for receipt of an honorary membership in accordance with Article IV, Section 2b of the Constitution under Article IV, Section 2.d., of the Constitution, a Chapter shall give 30 days², which proposal shall be submitted in advance notice of such intention to the Association at the National Headquarters. Similarly, the Chapter shall notify the Association when such an honorary member's tenure as a Member of Congress ends. for approval. by either the Executive Director or the National President. Upon approval, the chapter may extend honorary membership to the person(s) so approved.~~

~~D. Secondary Chapter Association. Although each member is assigned to one primary chapter based upon geographic location or request, such assignment does not preclude participation association, attendance or inclusion in the events or activities of any other chapter (subject to any applicable dues, fees, or other prerequisites imposed by such other chapter(s)).~~

3. Expulsion from Membership

A. *Cause.* As provided in Article IV, Section 4, of the Constitution ~~of the Association~~, the Board of Directors may expel any member of the Association for good cause. "Good cause" includes, but is not limited to, knowingly engaging in conduct designed to overthrow the constitutional form of government in the United States by force or violence, or knowingly assisting another in such conduct; disbarment by (or resignation with disciplinary proceedings pending before) any State ~~or~~ Federal court; or tribal court of record or knowingly engaging in conduct that is in violation of the Constitution of the Association or these Bylaws.

B. *Charge and Response.* A charge for expulsion may be brought by any active member of the Association. The charge shall be in writing and signed by the charging party, and shall describe in detail the act or acts in question and why such act or acts justify

expulsion. The charge shall be filed with the Association and shall be referred immediately to the Board of Directors. ~~If the Board of Directors concludes reasonable grounds exist for expulsion, the~~The Association shall give actual notice to the respondent of the charge and of the right to respond to the charge in writing and in person before the Board of Directors. If a member of the Board of Directors brought the charge against the respondent or is the respondent, that person shall not participate in the Board of ~~Director~~²Directors' consideration or in its vote.

C. Board of Directors Action. At the next ~~regular~~ meeting of the Board of Directors that allows at least ten days notice to the respondent, the Board shall consider the charge for expulsion. ~~If the~~The Board ~~reaches the conclusion initially shall consider whether the charge sets forth factual assertions that there are nowould constitute~~ reasonable grounds ~~exist~~ for expulsion, ~~the Board of Directors and~~ shall determine by a majority vote whether to dismiss the charge or to pursue the charge ~~by notice to the respondent~~ as provided in this Bylaw. If the Board of Directors pursues the charge ~~or if the Board under this Bylaw has given notice to the respondent, the Board of Directors, it~~ shall consider the respondent's written response, if any. If the respondent has ~~demanded~~requested an appearance before the Board, the Board shall grant the respondent a reasonable opportunity to be heard. After fully considering the charge and any response, the Board shall determine by a majority vote whether to expel the respondent or to dismiss the charge. The Association immediately shall notify the respondent of the Board's action and of the respondent's right to appeal any decision to expel.

D. *Appeal*. If the Board of Directors expels the respondent from the Association, the respondent may appeal that decision to the Association within 60 days from notice thereof by the Association. To appeal, the respondent shall send the Association at the National Headquarters a letter so indicating and may send a written statement for consideration by the Association and a notice of intent to appear before the Association. The appeal will be considered by the ~~Association~~National Council at the next ~~annual~~regular meeting or at a special meeting called for that purpose. The Association shall give actual notice to the respondent of the time and place of that meeting. The decision of the Board of Directors shall be affirmed unless overruled by a majority of those members of the National Council present and eligible to vote.

4. Dues

A. *Amount of Dues*. Except honorary members, each member and associate of the Association shall pay annual dues to the Association. Twenty percent (20%) of each regular (i.e., not associate) annual member's dues (not including sustaining dues), rounded upward to the next one-half dollar, shall be rebated to the Chapter that serves the location of the member's mailing address, provided: If, as of the date of adoption of this Bylaw, a different Chapter is receiving a rebate of a member's dues or if a member designates a different Chapter as the member's primary Chapter, such different Chapter shall receive such rebate. Provided further, if a member opts to affiliate with no Chapter, no rebate shall be paid to any Chapter. Annual dues for members and associates of the

Association shall be established by the Board of Directors and National Council. The National Council shall consider the dues recommendations of the Board of Directors upon notification as prescribed in Article VII of the Constitution provided that no proposed change in the amount of annual dues shall be considered unless the members of the National Council shall have received at least thirty (30) days advance notice of such proposed change (including amount(s) thereof).

B. Dues Adjustments and Payment. Beginning October 1, 1990, dues for each category of membership, as well as for associates, shall be adjusted by the change in the Consumer Price Index over the previous three years as of the prior January 31st, rounded upward to the next dollar, and will be adjusted similarly every three years thereafter. Beginning October 1, 1996, the Board of Directors may further adjust the amount of such annual dues upward or downward to the nearest whole dollar figure ending in a 0 or a 5, which further adjustment shall not affect the calculation of future adjustments to reflect a change in the Consumer Price Index, as set forth in the first sentence of this Bylaw 4B. In turn, the portion of such dues to be rebated to Chapters shall be adjusted similarly to maintain the percentage level indicated in this Bylaw. Dues payments shall be collected and recorded by the Association at the National Headquarters; Chapter rebates portion of dues will be transmitted ~~by the Headquarters~~ to the respective Chapters.

C. Dues Anniversary. Members and associates shall pay a full year's dues upon admission and shall be billed annually thereafter within a month of the anniversary month of admission, with the exception that those who were members prior to September 30, 1975, shall be billed at the beginning of each fiscal year.

D. Waiver of Dues. ~~Effective October 1, 1995, the Association, upon approval by the President-elect of a written request from a~~ member or associate ~~for may request, by a written request to the National Headquarters~~ a waiver of dues for compassionate or exceptional ~~hardship~~ reasons, ~~may excuse that member or associate from the payment of dues~~ for a period not to exceed one year. The National Headquarters will forward the request to the President-elect for decisions. If the President-elect approves the request, the President-elect will notify the Executive Director, who will notify the Treasurer, the requesting member or associate, and that member's or associate's Chapter President of this decision. The member's or associate's Chapter will receive no rebate for those under a dues waiver with respect to dues that have been waived.

E. Chapter, Division, and Section Dues. Each Chapter may collect additional Chapter dues in its discretion, and the Chapter does not need to account for such dues to the National Headquarters. On request of any Chapter, approved by the Executive Director, the Association at the National Headquarters shall collect a Chapter's dues and remit same to the Chapter. Each Division and Section may charge additional Division or Section dues in its discretion; all Division and Section dues shall be collected by the Association at the National Headquarters.

F. Sustaining Dues. Members ~~and associates~~ of the Association may distinguish themselves by ~~adding the sum of \$60 or more to their current annual dues~~ becoming

Sustaining Members. Rebates for Sustaining Members are only paid on the amount equal to active dues. The sustaining portion of the sustaining dues is not eligible for a rebate. Sustaining Membership dues shall be set as established by this Bylaw.

G. *Purpose of Dues.* Annual dues shall be used to pay the general expenses of the Association. All additional dues collected ~~under the~~through Sustaining Dues ~~program~~memberships shall be used ~~only~~primarily to support publications and educational programs of the Association.

H. *Membership Development and Dues Adjustments.* Effective October 1, 1995, should a Chapter determine that, as a membership development tool, the waiver or reduction of national dues chargeable within its Chapter for a specific category-(ies) of members is justified, that Chapter must submit its proposal to the Board of Directors for approval, for that Chapter only, in writing at least sixty (60) days in advance of the next regularly scheduled ~~National Council-Board of Directors~~ meeting. Each proposal must include justification and provide for the Chapter to maintain appropriate membership statistics. The Budget Committee shall analyze each such proposal and present its analysis and conclusions at least thirty (30) days prior to the next scheduled Board of Directors' meeting. The prior approval of the Board of Directors must be obtained before the experiment is implemented as a program. Each Chapter which shall obtain approval of such a program shall reimburse the Association for any additional administrative cost related to implementing the program. Each dues experiment program will be limited in duration to no more than three (3) years. Each Chapter with an approved program will submit a written progress report to the Board of Directors annually, so long as the program remains in effect.

5. Non-Payment of Dues

A. *Delinquent Member.* If annual dues of a member or an associate have not been received by the National Headquarters within 60 days after dues have expired for the prior year, the Association shall notify the member or associate that the dues are in arrears and that the member or associate will be suspended from the Association unless the dues are received within 30 days. The Association also shall notify each Chapter with which the member or associate is affiliated and the Vice President for the Circuit in which such member or associate is located of the delinquency.

B. *Persons Not in Good Standing.* A person whose annual dues have not been received at the National Headquarters within 90 days after dues have expired for the prior year shall be regarded as not in good standing and shall be suspended from the Association. A person who has been suspended from membership for nonpayment of annual dues may be reinstated at any time by payment of the current annual dues.

C. *Members of the Armed Forces During Time of War.* Notwithstanding the foregoing, all Association members on active duty in the armed forces of the United States during a war, who do not request to the contrary, shall be exempt from the payment of dues while so serving.

6. Election Schedule, Procedure, and Requirements

A. *Nominations by Nominations and Elections Committee and Notice of Election.* By February 15 of each year, any member who desires to be considered by the Nominations and Elections Committee for any elective office shall submit a completed application form (inclusive of a photograph of the applicant and resume) to the Nominations and Elections Committee. The Committee may also seek out or consider other qualified members of the Association for possible nomination. By February 28 of each year, the Nominations and Elections Committee shall nominate one or more eligible members in good standing for each of the elective offices becoming vacant for the coming term. By April 1, the Nominations and Elections Committee shall cause to be mailed or electronically sent to each member in good standing—either in The Federal Lawyer or otherwise—notice of the upcoming annual election and of the offices to be filled therein; of the Committee’s nominations for those offices; and the manner and time by which nominations of candidates may be made by petition as provided in Article V, Section 3.b., of the Constitution and this Bylaw.

B. *Qualifications and Elections of Officers and Directors*

1. *Qualifications of Officers.* To be eligible for election as a National Officer, a person must be a member of the Association in good standing and have served as a voting member of the Association’s Board of Directors for at least three (3) ~~minimum of one three-year~~ ~~eleyears.~~ ~~eted term.~~

2. *Qualifications and Election of Directors.* Twelve members of the Board of Directors shall be elected by members of the Association as follows:

1. Three (3) Board positions shall be filled by current or former Circuit Vice Presidents, elected for staggered three-year terms.
2. Three (3) Board positions shall be filled by current or former Chairs of Sections or Divisions, elected for staggered three-year terms.
3. Three (3) Board positions shall be filled by current or former Chapter Presidents, elected for staggered three-year terms.
4. Three (3) Board positions shall be filled by members who, at the time of election, are age 36 or younger and have served as a chapter officer, a national YLD officer or Board member, or as a chapter leader with YLD responsibilities.

A member appointed to serve the remaining period of a term to which another person was elected, at the conclusion of that partial term, may stand for election for a full three-year term. No director shall serve more than two elected three-year terms (which terms must be non-consecutive) on the Board exclusive of any term based upon service as a National Officer.

3. Qualifications of Vice-Presidents of the Circuits. To be eligible for election as a Circuit Vice President, a person must have been a member of the FBA in good standing for a minimum of five (5) years and have served or be currently serving as a Chapter President or a Chapter Officer.

C. Nominations Close. Nominating petitions shall be delivered to the Nominations and Elections Committee at National Headquarters by 5:00 p.m. on April 25. Any petitions received thereafter shall be returned to the would-be candidate, indicating that the petition was tardy and the date it was delivered to the Committee. In the event that April 25 falls on a Saturday, Sunday, or legal holiday, petitions shall be delivered by 5:00 p.m. on the next regular business day.

~~C.D.~~ Ballots Mailed or Transmitted Electronically. By June 15, the Nominations and Elections Committee shall cause a ballot to be mailed or transmitted electronically to each member of the Association in good standing. The ballot shall list the names of all eligible nominees, in an order drawn by lot, under the respective office for which each has been nominated, with a space provided for writing in the name of a candidate for each office; the ballot also shall contain such instructions for its use as the Committee shall prescribe. A suspended member who is restored to good standing after the mailing of the ballots and who, prior to 5:00 p.m. on July 5, delivers to the Nominations and Elections Committee evidence of good standing, shall thereupon be entitled to a ballot.

~~D.E.~~ Ballots Returned. All ballots to be counted shall be delivered to the Nominations and Elections Committee at National Headquarters by 5:00 p.m. on August 1. In the event that August 1 falls on a Saturday, Sunday, or legal holiday, ballots shall be delivered by 5:00 p.m. on the next regular business day. The Committee, with such assistance as the Board of Directors may direct, shall canvas the vote and promptly report as elected the candidate for each office who has received a plurality of the votes cast for that office. If no candidate for a national office receives a plurality of the votes counted; (a) in the case of a tie between two (2) candidates, the election shall be resolved by a coin flip in the presence of the tied candidates or their designees by the National President or the President's designee, which shall resolve the tie. The tosser of the coin shall be designated by the President. The candidate whose last name occurs last alphabetically shall call the coin toss; (b) in the case of a tie among more than two candidates; the election shall be resolved by drawing straws by the tied candidates or their designees from the hand of the National President or the President's designee. The National President or the President's designee shall prepare the straws and the candidate or designee drawing the longest straw shall win the election.

~~E.F.~~ Form of Ballots and Enclosures. Procedures shall be adopted by the Board of Directors to regulate the handling of ballots and to prevent abuses of the voting privilege, but returned ballots shall not be required to be signed or otherwise identified by the method of voting. Ballots shall be accompanied by a concise biographical sketch of each candidate, in a form to be prescribed by the Nominations and Elections Committee. Additionally, ballots may be accompanied, in the discretion of each candidate, by a single

standard sheet of paper from each candidate containing information that the candidate believes the voters should know prior to casting their votes; the content, form, and technical specifications of such a sheet of paper shall meet standards prescribed by the Nominations and Elections Committee.

~~F.G. Authority of Nominations and Elections Committee.~~ The Nominations and Elections Committee is responsible for monitoring the overall conduct of the annual election and for ensuring compliance with this Bylaw.

7. Meetings

~~A. Time of Meetings of the Board of Directors and Procedures. Meetings of the Board of Directors and~~ the National Council required by Article VI, Section 34.a. and Article VII, Section 2.a., of the Constitution shall be held at such time and place as the Board of Directors may direct. No proxies may be voted at meetings of the Board of Directors ~~and~~ National Council, or other meetings of the Association. Meetings of the Board of Directors ~~and~~ National Council, and of the Association shall be governed by the Constitution of the Association, these Bylaws and such rules as the Board of Directors and National Council may prescribe. When not inconsistent with such rules, the latest edition of Robert's Rules of Order shall apply. The President shall appoint a parliamentarian for each meeting.

8. Standing Committees

~~A. Establishment. Under Article VI, Section 4, of the Constitution, the following Standing Committees and Boards of the National Council are established:~~

~~(1) Operational Committees:~~

~~(a) Audit and Finance. The Audit and Finance Committee is responsible for overseeing the accounting of funds of the Association, including funds originated from investments, and for securing any independent audit required by law. The President elect and the Treasurer shall be members of the Committee in addition to two members of the Board of Directors and three members of the Association appointed by the President, who will serve for a term of one year.~~

~~(b) Budget.~~

B. Notice of Meetings and Agenda. Notice of meetings shall comply with the requirements of the Constitution. An agenda for meetings of the National Council and the Board of Directors shall be included with any notice. Additional agenda items for a meeting of the National Council (except as provided in Bylaw 4A or with respect to amendments to the Constitution or Bylaws, which must be addressed only by satisfying the full notice requirements established by the Constitution) may be added by the President or Board of Directors if supplemental notice is provided by mail or electronic transmission no later than ten (10) days before a properly noticed meeting. Upon motion to suspend the notice requirement to address additional business, a two-thirds majority of those present and voting may raise additional issues at a National Council meeting.

except that no motion to suspend the notice requirement shall be entertained with respect to amendments to the Constitution or Bylaws.

C. Telephonic Meetings. Upon the decision of the President and appropriate notice, the Board of Directors may convene via telephone, video-conference or other electronic means.

D. Challenge to Board Action. Any motion to alter, amend, or reverse a decision of the Board of Directors pursuant to Article VI Section 3.C.(2) of the Constitution shall be presented at least forty-five (45) days prior to the National Council meeting.

8. Standing Committees

A. Establishment. Under Article VI, Section 5, of the Constitution, the following Standing Committees, Council, and Boards are established:

(1) Operational Committees and Council.

(a) Audit Committee. The Audit Committee is responsible for securing and reviewing an independent audit. The President shall appoint four (4) Board members and three (3) association members, who will serve for a term of one year. The Board appointees shall not include the President-elect or Treasurer.

(b) Budget and Finance Committee. The Budget and Finance Committee is responsible for developing and monitoring the implementation of the budget of the Association. The President ~~elect, and the Treasurer shall be members of the Committee in addition to~~ two appoint the President-elect, Treasurer, and three (3) additional members of the Board of Directors and three members of the Association appointed by the President who will serve a term of one year. The President shall appoint the President-elect as chair.

(c) Constitution, Bylaws ~~and~~, Rules, and Resolutions Committee. The Constitution, Bylaws ~~and~~, Rules, and Resolutions Committee is responsible for considering and reporting on proposed changes in the Constitution and the Bylaws of the Association prior to presenting such proposals to the Board of Directors and/or the National Council. The Committee is responsible for considering and reporting to the Board of Directors on all resolutions prior to presenting such resolutions to the National Council. It is also responsible for studying and considering, on a continuing basis, means of improving the operations and the rules of the Board of Directors and the National Council prescribed pursuant to Bylaw 7.

(d) Government Relations Committee. The Government Relations Committee is responsible for coordinating and advancing the Association's issues agenda in implementation of policies adopted by the Board of Directors ~~and the National Council.~~ The Committee shall have at least nine members and the President will appoint a member as chair. The President ~~Elect-elect, and the Section Coordinator~~ Chair of the Sections and Divisions Council, and the Chair of the Circuit Vice Presidents shall be members.

~~(e) *Membership and Admissions Committee.* The Membership and Admissions Committee is responsible for developing and implementing the Association's annual membership recruitment and retention programs and for the review and approval of applications for membership that may be submitted to them under procedures prescribed in Bylaw 2B.~~

(f) *Nominations and Elections Committee.* The Nominations and Elections Committee is responsible for administering the procedures applicable to nomination and election of national officers of the Association during the annual election as prescribed in Article V, Section 3, of the Constitution and Bylaw 6. The Committee shall be composed of the President, who shall chair the Committee; President-elect; immediate past-President; two Vice Presidents for the Circuit designated by the President; a Division chairperson designated by the President-elect; a Section Chairperson designated by the President, and two Chapter representatives designated by the President-elect.

~~(g) *Operations Review.* The Operations Review Committee is responsible for overseeing the administrative operations of the National Headquarters. The President-elect and the Treasurer shall be members of the Committee in addition to two members of the Board of Directors and three members of the Association appointed by the President who will serve a term of one year. The President shall appoint a Board member as chair.~~

~~(h) *Public Relations.* The Public Relations Committee is responsible for developing~~If a member of the Nominations and Elections Committee becomes a candidate for an elective office, the person shall be deemed to have resigned from the Committee *instantly* and a substitute member shall be promptly appointed by the person who originally appointed the resigning member. The substitute member shall complete the original term of the resigning member.

~~(g) *Sections and* implementing a public relations program for the Association and for coordinating and disseminating to the press and public information concerning the Association and its activities.~~

~~(i) *Resolutions.* The Resolutions Committee is responsible for considering and reporting to the Board of Directors on all resolutions prior to presenting such resolutions to the National *Divisions Council.* The President-elect shall be a member of the Committee.~~

~~(j) *Strategic Planning.* The Strategic Planning Committee shall consider the future growth, direction and operations of the Association and shall develop plans for improving the long-range structure and development of the Association. The President, the President-elect and the Treasurer shall compose the Committee unless otherwise decided by the Board of Directors.~~

The Sections and Divisions Council as established by the Board of Directors is responsible to coordinate, assist, and supervise the efforts of Sections and Divisions of the Association. The President shall nominate and, with the approval of the Board of Directors, appoint a Chair of the Sections and Divisions Council, and such Deputy Chairs and members as the President may deem appropriate.

(2) Programmatic Committees and Boards.

(a) Annual Meeting. The Annual Meeting Committee is responsible for planning and administering the annual meetings of the Association and for recommending to the Board of Directors sites and dates for future annual meetings. The Committee shall be composed of the President, President-elect, the Treasurer, and two members of the Board of Directors and chaired by the President-elect unless the President-elect determines a different composition.

(b) Bench/Bar Relations. The Bench/Bar Relations Committee is responsible for facilitating and acting as the liaison between the federal judiciary and the members of the Federal Bar Association and for keeping the President and Board of Directors advised as to issues affecting the ~~federal judiciary. Any United States District Court Chief Judge, and one Clerk of the Court of the federal judicial branch who is a member in good standing of the Federal Bar Association, may be appointed as a member. The Committee shall have at least nine members and the President shall appoint a member as chair.~~

~~(e) Continuing Legal Education Board. The Continuing Legal Education Board is responsible for administering the Association's continuing legal education program under procedures and within parameters that may be prescribed by the Board of Directors.~~

~~(d) bench/bar. The committee shall be composed of six (6) members of the Federal bench and six (6) members of the Association and the Clerk of the Supreme Court. The members are appointed to the committee by the President and shall represent as many different Circuits as possible. The President-Elect shall appoint from the committee members the Deputy Chair, who shall become the Chair the following year.~~

(c) Editorial Board. The Editorial Board is responsible for developing and publishing *The Federal Lawyer*. The Committee shall have at least nine members and the President shall appoint a member as chair.

~~(e) General Counsels. The General Counsels Committee shall be composed of the general counsels of offices, boards, agencies, commissions, and departments of the Federal government and shall be responsible for considering matters relating to functions of a General Counsel. The President will appoint the chair and may appoint any general counsel who is a member in good standing of the Federal Bar Association as a member of the Committee.~~

~~(f) Judicial Selection. The Judicial Selection Committee is responsible for evaluating professional qualifications of potential nominees to the Federal judiciary when such evaluation is requested by the President of the United States or by the Chair of the United States Senate Judiciary Committee under procedures that shall be prescribed by the National Council.~~

~~(g)~~

~~(d) Professional Ethics. The Professional Ethics Committee is responsible for formulating and recommending standards of ethics and conduct for the Federal legal profession. The Professional Ethics Committee is to encourage professional and ethical practice in the Federal bar and to serve as a resource for events and CLE activities of the chapters, sections, divisions, and the national organization regarding professional ethics.~~

B. *Committee Composition and Terms of Office.* The composition of the following Standing Committees: (1) Constitution, Bylaws ~~and~~ Rules; ~~(2) Membership~~, and ~~Admissions~~; ~~(3) Public Relations~~; (4) Resolutions; ~~(5) Continuing Legal Education Board~~; ~~(6) Judicial Selection~~; and ~~(7) Membership~~; and (3) Professional Ethics, shall consist of no more than nine members, at least six of whom are from different Circuits. The President shall appoint a member as chairperson. Any vacancy shall be filled by appointment by the President for the time remaining in the vacated term. The terms shall be on a three (3) year staggered basis.

9. Special Committees

Any Special Committee or Task Force established by the Board of Directors shall go out of existence one year from the date it is established unless prior thereto the Board of Directors shall extend its existence for another year. The President shall appoint the members and shall appoint the chairperson.

10. Divisions

There shall exist the following Divisions, each of which shall enact bylaws, subject to the approval of the Board of Directors, which will provide for the Division's general objectives, organization—including a chairperson and other internal leadership progression—and operation.

A. *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.

B. *Judiciary Division.* There shall be a Judiciary Division of the Association. All past and present members of the Federal, Administrative, Military, State, and tribal judiciaries and their legal staffs are eligible to be members.

C. *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 is payable are eligible to be members.

D. *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 fewer 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.

E. *Corporate and Association Counsel 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.

~~10~~11. Public Positions by Association Entities

A Division, Section or Chapter may not issue a public report or take a public position on an issue unless it ~~generally reflects the views of its members~~ adheres to the process set forth in the Constitution. A Standing or Special Committee may not take a public position or issue a public report; however, it may make recommendations or submit positions for consideration to the Board of Directors. No report or position may be inconsistent with any existing position of the Association. The Association shall keep a record of every report or position reported to the Board of Directors.

~~11~~12. Assets of Inactive Chapters

Upon determination by the Board of Directors that a Chapter has failed to maintain an active membership of at least ten members for a period of one year, that it has withdrawn itself from the Association, or that it has had its charter revoked, the President shall direct the Treasurer to take charge of all assets and property of the Chapter and to hold them in trust for one year for the benefit of any Chapter that may organize or reorganize in that geographic area. If, at the end of one year, the Chapter is not reactivated and no new Chapter is organized, title to all such assets of the Chapter shall vest in the Association.

~~12. Bond for Treasurer~~

~~The Treasurer, upon taking office, shall post a bond in an amount and with such sureties required by the Board of Directors to assure the faithful performance of the Treasurer's duties. The premium shall be paid by the Association.~~

13. Fiscal Year

The fiscal year of the Association shall run from October 1 through September 30 of the following year.

14. Amendments to the Constitution and the Bylaws

A. *Proposal and Study of Amendments.* All proposals or petitions to amend (including repeal) provisions of the Constitution; under Article XIX thereof, or these Bylaws; under Bylaw 14C., except for annual dues changes proposed by the Board of Directors, shall be directed or referred to the Constitution, Bylaws, ~~and~~ Rules, and Resolutions Committee

for its recommendations. All such proposals or petitions shall reach the Committee at least ninety (90) days before the proposed amendments are to be considered for adoption at a National Council meeting or an annual meeting of the membership, as appropriate. The Constitution, Bylaws, ~~and Rules~~, and Resolutions Committee shall consider all such proposed amendments and shall report on them to the members of the Board of Directors sufficiently in advance of the meeting of the National Council at which any proposed change is to be considered to allow the Board of Directors to consider and express its approval or disapproval of the proposed change; and to the National Council or membership, as appropriate, on or before the dates on which notice must be provided of the next meeting of the National Council or annual meeting of the membership at which such proposed amendments may be acted upon. The Committee shall include in its report the recommendation of the Board of Directors and its recommendations as to whether the proposed amendment conflicts with provisions of the Constitution and other Bylaws, and if so, in what form or with what related changes to the Constitution or these Bylaws as may be necessary and appropriate. The provisions of this Bylaw shall not be suspended.

B. *Constitution.*

(1) Report of Constitution, Bylaws, ~~and Rules~~, and Resolutions Committee. The Constitution, Bylaws, ~~and Rules~~, and Resolutions Committee shall prepare a report on the proposal. The report shall include the text of the proposal, the text of any part to be repealed or amended, and a summary of the arguments for and against adoption of the proposal. A copy of this report shall be mailed or transmitted electronically ~~sent~~ with the ballot to each member of the Association in good standing.

(2) Ballots. Returned ballots may not be required to be signed or otherwise identified by the members voting. The envelopes in which the ballots are returned shall be identified to enable the Association to identify them as ballots ~~and to deliver them unopened to the Constitution, Bylaws, and Rules, and Resolutions Committee at 5:00 p.m. on the date of the closing of balloting.~~ The Constitution, Bylaws, ~~and Rules~~, and Resolutions Committee shall be responsible for overseeing the opening and counting the ballots and for reporting the vote.

C. *Bylaws.* ~~The~~ Subject to satisfying the notice and quorum requirements of the Constitution and these Bylaws, the National Council may adopt, amend, or repeal any Bylaw at a regular or special meeting of the National Council upon two-thirds vote of those present and voting.

15. Robert's Rules of Order

Wherever the Constitution of the Association or these Bylaws omit or fail to address any substantive or procedural matter that is addressed in the most current version of Robert's Rules of Order, the most current version of Robert's Rules of Order shall govern as to that matter.

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Tab F

**Report from the Chair of the Membership Committee:
June Membership Report**

Federal Bar Association**June 2011 Membership Report****Total Member Count: 15,448**

Month	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members Month End
October	15,409	346	145	201	15,610
November	15,610	208	302	-94	15,516
December	15,516	213	202	11	15,527
January	15,527	344	200	144	15,671
February	15,671	219	173	46	15,717
March	15,717	340	198	142	15,859
April	15,859	192	267	-75	15,784
May	15,784	174	305	-131	15,653
June	15,653	172	377	-205	15,448
July					
August					
September					
YTD Total		2,208	2,169	39	

Federal Bar Association
June 2011 Membership Report by Type

Membership Type	Net Members First of Month	Net Members End of Month	Gain/Loss
Member Private Sector 0-5 years	2,132	2,110	-22
Sustaining Member Private Sector 0-5 years	252	251	-1
Member Private Sector 6-10 years	1,159	1,145	-14
Sustaining Member Private Sector 6-10 years	383	378	-5
Member Private Sector 11 years or more	4,667	4,618	-49
Sustaining Member Private Sector 11 years or more	2,728	2,698	-30
Member Public Sector 0-5 years	319	308	-11
Sustaining Member Public Sector 0-5 years	15	14	-1
Member Public Sector 6-10 years	256	253	-3
Sustaining Member Public Sector 6-10 years	29	28	-1
Member Public Sector 11 years or more	1,020	1,004	-16
Sustaining Member Public Sector 11 years or more	231	225	-6
Congressional Honorary Member	2	2	0
Sustaining Congressional Honorary Member	0	0	0
Foreign Associate	4	4	0
Honorary Member	1,370	1,363	-7
Sustaining Honorary Member	0	0	0
Law Student Associate	789	754	-35
Retired Member	254	250	-4
Sustaining Retired Member	43	43	0
Total	15,653	15,448	-205

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit DC	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Capitol Hill Chapter	176	188	2	7	-5	183	1.18%	3.98%
District of Columbia Chapter	721	716	3	16	-13	703	4.55%	-2.50%
Pentagon Chapter	83	78	0	5	-5	73	0.47%	-12.05%
YTD Total	980	982	5	28	-23	959	6.21%	-2.14%

Circuit 01	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Hon. Raymond L. Acosta Puerto Rico Chapter	690	641	4	60	-56	585	3.79%	-15.22%
Massachusetts Chapter	216	217	2	4	-2	215	1.39%	-0.46%
Rhode Island Chapter	89	92	0	0	0	92	0.60%	3.37%
1st Circuit At Large	10	25	0	0	0	25	0.16%	150.00%
YTD Total	1,005	975	6	64	-58	917	5.94%	-8.76%

Circuit 02	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
District of Connecticut Chapter	17	19	0	0	0	19	0.12%	11.76%
Eastern District of New York Chapter	65	76	0	2	-2	74	0.48%	13.85%
Southern District of New York Chapter	195	178	2	4	-2	176	1.14%	-9.74%
2nd Circuit At Large	40	52	1	0	1	53	0.34%	32.50%
YTD Total	317	325	3	6	-3	322	2.08%	1.58%

Circuit 03	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Delaware Chapter	201	273	3	6	-3	270	1.75%	34.33%

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit 03	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Eastern District of Pennsylvania Chapter	116	120	1	1	0	120	0.78%	3.45%
Middle District of Pennsylvania Chapter	165	143	2	2	0	143	0.93%	-13.33%
New Jersey Chapter	110	110	0	6	-6	104	0.67%	-5.45%
Virgin Islands Chapter	8	9	0	0	0	9	0.06%	12.50%
Western District of Pennsylvania Chapter	109	113	0	3	-3	110	0.71%	0.92%
3rd Circuit At Large	1	11	0	0	0	11	0.07%	1000.00%
YTD Total	710	779	6	18	-12	767	4.97%	8.03%

Circuit 04	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Maryland Chapter	335	332	1	7	-6	326	2.11%	-2.69%
Middle District of North Carolina	57	68	1	1	0	68	0.44%	19.30%
Northern Virginia Chapter	220	222	2	5	-3	219	1.42%	-0.45%
Richmond Chapter	76	90	2	0	2	92	0.60%	21.05%
South Carolina Chapter	229	232	0	1	-1	231	1.50%	0.87%
Tidewater Chapter	110	104	0	1	-1	103	0.67%	-6.36%
Western District of North Carolina	83	84	0	7	-7	77	0.50%	-7.23%
4th Circuit At Large	32	41	0	0	0	41	0.27%	28.13%
YTD Total	1,142	1,173	6	22	-16	1,157	7.49%	1.31%

Circuit 05	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Austin Chapter	152	141	3	4	-1	140	0.91%	-7.89%
Baton Rouge Chapter	106	121	0	2	-2	119	0.77%	12.26%
Dallas Chapter	223	213	0	5	-5	208	1.35%	-6.73%
Del Rio Chapter	20	12	0	1	-1	11	0.07%	-45.00%
El Paso Chapter	113	128	4	3	1	129	0.84%	14.16%

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit 05	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Fort Worth Chapter	33	28	0	0	0	28	0.18%	-15.15%
Lafayette/Acadiana Chapter	122	161	0	1	-1	160	1.04%	31.15%
Mississippi Chapter	159	155	0	0	0	155	1.00%	-2.52%
New Orleans Chapter	1,120	1,190	3	27	-24	1,166	7.55%	4.11%
North Louisiana Chapter	46	40	0	0	0	40	0.26%	-13.04%
San Antonio Chapter	377	362	14	13	1	363	2.35%	-3.71%
Southern District of Texas Chapter	263	250	2	2	0	250	1.62%	-4.94%
Waco Chapter	13	12	0	0	0	12	0.08%	-7.69%
5th Circuit At Large	14	32	1	0	1	33	0.21%	135.71%
YTD Total	2,761	2,845	27	58	-31	2,814	18.22%	1.92%

Circuit 06	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Chattanooga Chapter	112	120	0	0	0	120	0.78%	7.14%
Columbus Chapter	143	142	0	3	-3	139	0.90%	-2.80%
Dayton Chapter	43	41	0	0	0	41	0.27%	-4.65%
Eastern District of Michigan Chapter	470	455	4	10	-6	449	2.91%	-4.47%
John W. Peck Cincinnati-Northern Kentucky Chapter	145	138	1	2	-1	137	0.89%	-5.52%
Kentucky Chapter	106	112	0	0	0	112	0.73%	5.66%
Memphis Mid-South Chapter	115	111	0	2	-2	109	0.71%	-5.22%
Nashville Chapter	23	22	3	1	2	24	0.16%	4.35%
Northeast Tennessee Chapter	44	46	0	0	0	46	0.30%	4.55%
Northern District of Ohio Chapter	498	585	4	17	-13	572	3.70%	14.86%
Western District of Michigan Chapter	108	107	1	3	-2	105	0.68%	-2.78%
6th Circuit At Large	14	25	0	0	0	25	0.16%	78.57%
YTD Total	1,821	1,904	13	38	-25	1,879	12.16%	3.19%

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit 07	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Chicago Chapter	417	415	6	18	-12	403	2.61%	-3.36%
Indianapolis Chapter	118	122	2	0	2	124	0.80%	5.08%
7th Circuit At Large	46	53	3	4	-1	52	0.34%	13.04%
YTD Total	581	590	11	22	-11	579	3.75%	-0.34%

Circuit 08	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Iowa Chapter	46	47	1	0	1	48	0.31%	4.35%
Minnesota Chapter	829	851	11	8	3	854	5.53%	3.02%
8th Circuit At Large	50	60	0	2	-2	58	0.38%	16.00%
YTD Total	925	958	12	10	2	960	6.21%	3.78%

Circuit 09	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Alaska Chapter	52	50	2	2	0	50	0.32%	-3.85%
Central Coast Chapter	14	13	0	1	-1	12	0.08%	-14.29%
Hawaii Chapter	113	114	0	4	-4	110	0.71%	-2.65%
Idaho Chapter	144	130	1	2	-1	129	0.84%	-10.42%
Inland Empire Chapter	79	78	1	0	1	79	0.51%	0.00%
Los Angeles Chapter	429	414	9	12	-3	411	2.66%	-4.20%
Montana Chapter	48	58	0	1	-1	57	0.37%	18.75%
Nevada Chapter	83	77	0	1	-1	76	0.49%	-8.43%
Northern District of California Chapter	164	184	2	5	-3	181	1.17%	10.37%
Orange County Chapter	192	185	0	4	-4	181	1.17%	-5.73%
Oregon Chapter	355	344	4	6	-2	342	2.21%	-3.66%
Phoenix Chapter	238	256	2	4	-2	254	1.64%	6.72%
Sacramento Chapter	161	146	1	5	-4	142	0.92%	-11.80%
San Diego Chapter	267	252	5	8	-3	249	1.61%	-6.74%
San Joaquin Chapter	113	114	1	2	-1	113	0.73%	0.00%

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit 09	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
William D. Browning Tucson Chapter	108	107	0	2	-2	105	0.68%	-2.78%
9th Circuit At Large	79	118	0	1	-1	117	0.76%	48.10%
YTD Total	2,639	2,640	28	60	-32	2,608	16.88%	-1.17%

Circuit 10	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Colorado Chapter	113	94	0	5	-5	89	0.58%	-21.24%
Northern/Eastern Oklahoma Chapter	67	64	0	4	-4	60	0.39%	-10.45%
Oklahoma City Chapter	278	265	4	12	-8	257	1.66%	-7.55%
Utah Chapter	281	290	10	2	8	298	1.93%	6.05%
Wyoming Chapter	23	21	0	0	0	21	0.14%	-8.70%
10th Circuit At Large	67	68	1	6	-5	63	0.41%	-5.97%
YTD Total	829	802	15	29	-14	788	5.10%	-4.95%

Circuit 11	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Atlanta Chapter	291	283	4	3	1	284	1.84%	-2.41%
Birmingham Chapter	22	22	0	0	0	22	0.14%	0.00%
Broward County Chapter	138	132	16	1	15	147	0.95%	6.52%
Jacksonville Chapter	49	46	0	0	0	46	0.30%	-6.12%
Mobile Chapter	18	15	0	1	-1	14	0.09%	-22.22%
Montgomery Chapter	93	88	0	0	0	88	0.57%	-5.38%
North Alabama Chapter	49	51	1	2	-1	50	0.32%	2.04%
North Central Florida Chapter	53	52	0	1	-1	51	0.33%	-3.77%
Orlando Chapter	168	169	4	3	1	170	1.10%	1.19%
Palm Beach Chapter	119	133	1	1	0	133	0.86%	11.76%
South Florida Chapter	260	267	9	3	6	273	1.77%	5.00%
Southwest Florida Chapter	38	39	0	1	-1	38	0.25%	0.00%

Federal Bar Association

June 2011 Membership Report by Chapter

Circuit 11	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Tallahassee Chapter	8	7	0	0	0	7	0.05%	-12.50%
Tampa Bay Chapter	312	307	1	6	-5	302	1.96%	-3.21%
11th Circuit At Large	47	65	4	0	4	69	0.45%	46.81%
YTD Total	1,665	1,676	40	22	18	1,694	10.97%	1.74%

Overseas	Net at Beginning of FY 2011	Net Members First of Month	New Members	Non-Renewing Members	Gain/Loss this month	Net Members End of Month	% of Total Membership	% Change FY 2011
Overseas	5	4	0	0	0	4	0.03%	-20.00%
YTD Total	5	4	0	0	0	4	0.03%	-20.00%

Tab G

**Report from the Chair of the
Government Relations Committee**

August 2, 2011

LEGISLATIVE AND POLICY DEVELOPMENTS UPDATE

TO: FBA National Council

FROM: Larry Westberg
Chair, Government Relations committee

Bruce Moyer
Counsel for Government Relations

FBA Issues Agenda

The GRC received an unprecedented number of nominations to the Issues Agenda this year. Thirteen nominations were submitted by 9 members and one chapter in May. The significant uptick in nominations was likely due to wider dissemination of the call for nominations through an FBA HQ email blast to all members, in addition to posting of the call in the *Federal Lawyer* magazine.

The FBA Board of Directors on June 24 approved the 2012 Issues Agenda, as recommended by the GRC. The approved Issues Agenda is attached. The Board of Directors suspended consideration of one nomination to provide more time for the GRC to consider the nomination and provide its recommendation to the Board for action at its meeting on September 7 in Chicago. That nomination proposes that FBA oppose legislative proposals to eliminate judicial discretion in the imposition of sanctions for frivolous litigation and to support amendment of Rule 11 of the Federal Rules of Civil Procedure by modifying the procedures set forth in the rule for invoking sanctions.

Since the inception of the FBA Issues Agenda in 1997, the issues agenda has grown to cover a wide range of issues concerning the federal bar, the courts and the administration of justice. The Issues Agenda in 1997 addressed three issues; today there are over 30 issues and sub-issues. The issues are divided among active and monitored categories of attention.

The New Budget Law and Court Funding

The new law – the Budget Control Act of 2011 – will require significant spending

cuts throughout much of the federal government, including the federal courts, over the next decade, in exchange for raising the debt ceiling for the next two years. Regardless of whether the cuts are deep enough they will still constrain spending.

The new law will impact federal court spending, though the magnitude of the cuts is difficult to predict at this point. It will be up to Congress in the months ahead to decide through the budget and appropriations processes on Capitol Hill where the savings will come from. The budget law keeps spending cuts relatively modest over the next two years – about \$25 billion in 2012 and \$47 billion in 2013 – before back-loading much deeper reductions in the following eight years. This was done to try to blunt the law's impact on the economy's fragile recovery.

The law creates a special House-Senate super-committee tasked with finding up to \$1.5 trillion in additional savings. Under the law, if the super-committee fails to reach agreement on a recommended package of potential cuts and revenue increases, or the Congress fails to adopt its recommended package, then a process of automatic spending cuts would be triggered, similar to the kinds of cuts Congress used in 1985 and 1997 to create budget savings.

Attorneys employed by the federal government did not suffer any hits to their pay or benefits as a direct result of the new law. But they could be impacted because of other parts of the new law. The super-committee could include in its recommendations any of the numerous ideas for freezing pay and reducing federal fringe benefits that have been in circulation for many months.

The FBA Government Relations Committee has been active on Capitol Hill in promoting sufficient funding in the upcoming fiscal year for the federal courts. In February, FBA President Ashley Belleau wrote to the House and Senate appropriations committees in support of the federal judiciary's FY 2012 funding request. The FY 2012 funding bill for the federal courts is now winding its way through the House of Representatives, but floor approval has stalled due to problems associated with other federal government components covered in the bill. The bill would provide the federal judiciary with \$6.76 billion, a net \$143 million (2.1 percent) below the FY 2011 enacted level.

The Senate will begin to craft its funding bill for the courts and other government components when it returns from the August recess. The best case is for a hard freeze on FY 2011 funding levels, and even that could cause a potential loss of approximately 1200 court staff, according to the AO.

A continuing resolution at the end of September could bring on additional budget tensions, though it is likely that Congress ultimately will wrap most of the 12

funding bills for the government into one massive package at some point.

Judicial Vacancies

Judicial vacancies remain a high priority for the FBA. A relatively high number of vacancies on the federal courts remain since 15 months ago, when FBA first began to kick up dust on the issue. As the 2012 elections draw closer, the pace of confirmations is likely to slow down even further.

Here are the current numbers.

Article III Vacancies – As of August 2, 2011

Court	Vacancies	Nominees Pending	Nominees Pending for Future
Vacancies			
US Court of Appeals		18	10
US District Courts	73	43	4
US Court of International Trade	1	0	0
Total	92	53	4

Hopes at the beginning of this Congress that the confirmation process would be more “regularized” have frayed, and greater obstructionism has reared its head over the past two months. Senate floor votes have been held on only five judicial nominees in the last 10 weeks. As of August 1, there were 24 nominees awaiting final votes, all but one of whom were approved by the Senate Judiciary Committee unanimously or with only token opposition. Five more are expected to be cleared by the committee this week, which will bring the total backlog to 29 nominees awaiting floor votes, including 12 for courts officially designated as facing judicial emergencies.

One judicial candidate’s confirmation is moving at a speedier pace. U.S. Magistrate Judge Jennifer Zipps – the candidate nominated six weeks ago to fill the vacancy left by the shooting death of U.S. District Judge John Roll of Arizona -- received her confirmation hearing on July 28. The Senate Judiciary Committee is likely to approve her nomination in September, sending it on for floor action. The Arizona district court, with three vacancies, has been acting under the strictures of a “judicial emergency” since earlier this year. The FBA’s Tucson and

Phoenix chapters have actively campaigned for Congressional attention to the vacancies problem on the Arizona court.

Additional Federal Judgeships

Budget constraints and proximity to the 2012 elections likely will hinder the passage of legislation authorizing more badly-needed judges in some federal judicial districts. More than two decades have passed since Congress comprehensively addressed the federal judiciary's judgeship needs. Since 1990, when the last comprehensive judgeship bill was passed, there have been no new circuit judgeships created to handle a circuit court caseload that has grown by 30 percent. Additionally, despite a rise of 43 percent in the district court caseload since 1990, the number of district judgeships has increased by only 4 percent.

In April, the Judicial Conference, the policy-making body of the federal judiciary, recommended that Congress establish an additional 61 permanent circuit and district judgeships and 19 temporary judgeships. The Judicial Conference's recommendations are the product of a formal study and survey process based on established caseload standards and workload factors.

Since April, three legislative proposals have been introduced in the Congress to authorize additional judgeships, though they do not reach as broadly as the federal judiciary's recommendations. The three bills focus especially on the foremost judgeship needs in the southwestern states and largely track the judiciary's recommendations for those states. The southwestern states present some of the highest caseloads, especially in the border courts. Two of the bills have been introduced in the Senate (S. 1014 and S. 1032) and one in the House (H.R. 2365). The GRC is reviewing these bills for possible recommended endorsement by FBA.

Cameras in the Courts

Despite budget constraints, the federal judiciary's three-year pilot project to videotape civil proceedings in certain federal district courts began on July 18.

To reduce costs, participating courts have been asked to use video-conferencing equipment they already own, assuming it is adequate. Participating courts also are required to use existing staff to do the taping and other engineering work. Some costs have been incurred, such as equipment costs for uploading videos to the internet, but those are relatively modest.

The federal judiciary has a web page on the pilot project here:
<http://1.usa.gov/mZACHw>

In the past two weeks since the commencement of the pilot project, two civil proceedings in the Tennessee Western and Ohio Northern judicial districts have been videotaped. The proceedings are available for viewing on the federal judiciary's webpage.

FBA Advocacy for Appointments to US Court of Appeals for Veterans Claims

At the recommendation of the FBA Veterans Law Section and the Government Relations Committee, President Ashley Belleau recently wrote to President Obama to urge prompt attention to filling three vacancies on the United States Court of Appeals for Veterans Claims.

The United States Court of Appeals for Veterans Claims reviews the decisions of the Board of Veterans Appeals. Congress in 2009 expanded the number of judicial positions on the Court from seven to nine judges, but the President to date has not sent forward any nominations for either of those two additional positions. In addition, a third vacancy on the court has been created by the retirement of Chief Judge William P. Green, Jr.

Meanwhile, the workload situation at the United States Court of Appeals for Veterans Claims has increasingly worsened. The number of appeals to the Court has continued to increase, delaying final decisions on benefits for those who have served our country and now need services provided by the Department of Veterans Affairs. Chief Judge Bruce Kasold has recalled a number of senior judges to assist the Court in meeting its escalating caseload.

Judicial Pay – The *Beer* Appeal to the Supreme Court

On June 29, the Supreme Court remanded the underlying case in *Beer v. United States*, 09-1395—which the Court had relisted nine times on its conference schedule over the past year. The Court remanded the case to the Federal Circuit to “consider [in the first instance] the question of preclusion raised [in the Acting SG’s brief].”

FBA had filed an amicus brief last year urging the Supreme Court to accept the case challenging as unconstitutional the denial of cost-of-living salary adjustments to federal judges. At issue is whether Congress' failure to approve annual cost-of-living adjustments is permitted by the Compensation Clause of the Constitution, which guarantees undiminished compensation for federal judges.

The appellants in the case are seven sitting and retired federal judges who were denied the adjustments.

FBA joined with five other bar associations on the amicus brief filed June 14, 2010, in support of the judges' cert petition. The amicus brief urged the Supreme Court to decide whether Congressional denial of cost-of-living adjustments in 1995, 1996, 1997, 1999, 2007 and 2010 for federal judges violates the Compensation Clause of the Constitution. The appeal originated from a decision of the Federal Circuit Court of Appeals.

According to SCOTUSBlog (<http://bit.ly/j2n5D5>) the Acting Solicitor General had argued in his brief that issue preclusion was an independent basis to dismiss the complaint in *Beer*, on the ground that the *Beer* plaintiffs were unnamed members of the class in *Williams v. United States*, 240 F.3d 1019 (Fed. Cir. 2001), which rejected the same Compensation Clause argument.

The *Beer* petition argued that the *Williams* class had been improperly certified under Federal Rule of Civil Procedure 23(b)(2) because the suit was predominantly for money damages, and that dismissal of their suit on preclusion grounds would violate due process.

The Acting SG responded that a class member cannot avoid the preclusive effect of a past judgment by collaterally challenging class certification, that in any event Rule 23(b)(2) allows certification so long as claims for injunctive or declaratory relief predominate over claims for money damages, and that there was no due process violation because the petitioners had notice of the *Williams* class and did not seek to opt out.

Having rejected the SG's "predominance" argument in *Wal-Mart*, the Court explained in remanding *Beer* that it "considers it important that there be a decision on the [preclusion] question, rather than that an answer be deemed unnecessary in light of prior precedent on the merits."

**FEDERAL BAR ASSOCIATION
2012 ISSUES AGENDA**

ANNOTATED VERSION – REVISIONS ARE IN ITALICS

ACTIVE LEGISLATIVE ISSUES

Independence of the Federal Judiciary

The Federal Bar Association reaffirms the importance of the independence of the judiciary, recognizing that judicial decisions are not immune from scrutiny, but are to be made solely on the basis of the law.

Funding for the Federal Courts

The Federal Bar Association supports adequate funding for the general and continuing operations of the federal courts, including an equitable level of rent and facilities expense consistent with actual costs, budgetary constraints, staffing needs and security considerations, to permit the courts to fulfill their constitutional and statutory responsibilities.

Federal Judgeships and Caseloads

The Federal Bar Association supports the authorization and establishment of additional permanent and temporary federal judgeships, including bankruptcy judgeships, along with support personnel, *as proposed by the Judicial Conference of the United States*, when rising caseloads in the federal courts threaten the prompt delivery of justice. The Federal Bar Association also supports efforts to educate Congress, the legal profession and the general public about how the overwhelming case loads threaten the ability of the Third Branch of the federal government to function.

Federal Judicial Vacancies

The Federal Bar Association calls upon the President and Congress to act promptly and responsibly in nominating and confirming nominees to the federal appellate and district courts. The Federal Bar Association supports the development of strategies to reduce the time required to fill federal judicial vacancies.

Courthouse Security

The Federal Bar Association supports the adoption of adequate security measures to protect the federal judiciary, their families and court personnel in and outside the courthouse, while preserving meaningful public access to judicial proceedings.

Federal Judicial Pay

The Federal Bar Association support equitable compensation and regular periodic adjustments for the federal judiciary, as well as senior officials of the Executive Branch and Members of Congress, to promote the recruitment and retention of the highest quality public servants.

Cameras in the Courts

The Federal Bar Association encourages a discussion of the competing considerations vis-a-vis proposed legislation which would authorize federal judges, in their discretion, to permit photographing, electronic recording, broadcasting, and televising of federal court proceedings in appropriate circumstances.

Professionalism of Federal Attorneys

The Federal Bar Association supports and promotes the professionalism and stature of attorneys employed by the federal government.

Compensation for Federal Attorneys

The Federal Bar Association supports enhancements to the compensation packages of federal attorneys, including pay and retirement benefits, to assist in recruitment and retention.

Social Security Disability Appeals Backlog

The Federal Bar Association supports adequate funding and resources for the Social Security Administration to remove the significant backlog of disability benefit appeals awaiting adjudication and to assure the fair and timely administration of justice for all appellants.

Indian Tribal Court Jurisdiction over Non-Indian Domestic and Family Violence Offenders

The Federal Bar Association supports the restoration of criminal jurisdiction to Indian tribal courts, in accordance with federal, state and tribal law, over non-Indian offenders in cases of domestic and family violence.

MONITORED LEGISLATIVE ISSUES

Courthouse Construction

The Federal Bar Association supports the full funding of courthouse construction proposed by the Judicial Conference of the United States.

Division of the Ninth Circuit Court of Appeals

The Federal Bar Association opposes the division of the Ninth Circuit Court of Appeals, consistent with its capacity to effectively and efficiently render justice.

Continuing Legal Education Funding for the Federal Judiciary

The Federal Bar Association supports the expansion of and enhancement of federal funding for continuing legal education and training programs for the federal judiciary.

Independence of the Department of Justice

The Federal Bar Association reaffirms the importance of the independence of the United States Department of Justice and the evenhanded application of the Constitution and federal laws. The Department should be free from political interference in the evaluation and retention of United States Attorneys and career Department attorneys so as to assure independence and integrity in the pursuit of justice.

Participation of Federal Attorneys in Professional Organizations and Pro Bono Activities

The Federal Bar Association supports the expansion, consistent with applicable conflict of interest laws, of policies encouraging full participation of attorneys employed by the federal government in professional organizations and pro bono legal activities, including approval for use of administrative leave.

Continuing Legal Education and Training for Federal Attorneys

The Federal Bar Association supports enhanced federal funding for participation in continuing legal education and training programs, including paid tuition and administrative leave.

Student Loan Repayment/Deferral Programs for Federal Attorneys

The Federal Bar Association supports the establishment of programs for student loan deferral and repayment assistance for all federal attorneys, including federal law clerks, federal defenders and judge advocates of the Armed Forces, in support of recruitment and retention efforts.

Expansion of Federal Jurisdiction Over State and Local-Prosecuted Crimes

The Federal Bar Association advocates strict scrutiny of legislation proposing to grant original jurisdiction to federal authorities over crimes traditionally reserved to state and local prosecution.

Criminal Justice Act Panel Attorney Compensation

The Federal Bar Association supports Congressional funding to permit an increase in compensation rates for Criminal Justice Act panel attorneys.

Federal Criminal Sentencing

The Federal Bar Association supports efforts to advance fairness and consistency in federal sentencing, while preserving judicial independence and discretion to deal with the particular circumstances of individual cases.

National Security and Civil Liberties

The Federal Bar Association encourages the discussion of the competing considerations in the nation's war against terror between the protection of civil liberties and the interests of national security.

Prevention of Epidemics and Civil Liberties

The Federal Bar Association encourages and contributes to a discussion of the competing considerations between governmental restrictions to guard against epidemics and pandemics and the preservation of individual rights, as well as the use of technology to ensure the continuance of participatory governance.

Safety of Administrative Judges

The Federal Bar Association supports the efforts by the Social Security Administration *and the Executive Office of Immigration Review* to take appropriate steps to ensure the security of their administrative law judges *and immigration judges*, and all others who participate in its proceedings.

Veteran Disability Claims Adjudication

The Federal Bar Association supports legislative and administrative improvements to the veterans disability claims process in the Department of Defense and Department of Veterans Affairs to assure equitable and expeditious determinations.

Attorney Fee-Based Representation of Veterans

The Federal Bar Association supports proposals to expand the availability of fee-based representation of veterans in the disability claims process and to oppose any efforts to repeal the authority of attorney representation to veterans in the furtherance of such claims.

*Approved by the Board of Directors
Federal Bar Association
June 24, 2011*