



Federal Bar Association

Policy No. 1-22: Governance Implementation

Approved By: Board of Directors

Date Approved: June 11, 2021

Date Effective: October 15, 2021

Policy:

A proposal to amend the constitution and bylaws was presented in final form in advance of the September 2021 Annual FBA Meeting, to allow a vote by members of the National Council at that time. To make the two sets of amendments take effect at once, the motion to amend the Bylaws was approved by the National Council contingent on approval of the amendments to the Constitution by the membership. The membership approved the amendments to the Constitution on October 15, 2021. The transition to the new governance structure will occur according to this policy.

Board of Directors

All duly elected directors under the previous governance structure will be allowed to serve the full length of their term. Directors who complete their first term during the transitional implementation will be eligible to be nominated for a subsequent term, but subject to the term length and limitations of the new governance structure. During the transition, if a seat of a director, who has been elected to a three-year term, becomes vacant for any reason prior to the end of the term, the board may decide to leave the seat vacant. The terms of national officers will not be affected by the governance changes.

Term Start	FY22	FY23	FY24	FY25
Officers (President, President-Elect, Treasurer)	3	3	3	3
Directors Group 1 (current system)	3	2	1	0
Directors Group 2 (current system)	3	2	1	0
Directors Group 3 (current system)	3	2	1	0
Directors Group 4 (current system)	3	2	1	0
New Directors 2-year term (new system)		3	6	6
Ex Officio, non-voting (current system)	3	3		
Voting Ex Officio Chairs (new system)			3	3
Totals	18	17	16	12

FY2022

The makeup of the board will follow the previous governance structure. during FY2022. Three ex officio directors, if not duly elected by the association, will serve in a non-voting capacity. The terms of four elected directors will expire on September 30, 2022. There will be nominations and elections for three director seats based on the new structure, who will serve a two-year term effective on October 1, 2022.

FY2023

Eight directors who were elected under the previous governance structure will serve on the board. Three directors who were elected under the new structure will begin their two-year terms on October 1, 2022. Three ex officio directors, if not duly elected by the association, will serve in a non-voting capacity. The terms of four elected directors will expire on September 30, 2023. There will be nominations and elections for three director seats based on the new structure, who will serve a two-year term effective on October 1, 2023.

FY2024

Four directors who were elected under the previous governance structure will serve on the board. Three directors who were elected under the new structure will begin their two-year terms on October 1, 2023. Three ex officio directors will serve in a voting capacity. The terms of seven elected directors will expire on September 30, 2024. There will be nominations and elections for three director seats based on the new structure, who will serve a two-year term effective on October 1, 2024.

FY2025

The new governance structure will be fully implemented effective October 1, 2024. Three ex officio directors will serve in a voting capacity. The terms of three elected directors will expire on September 30, 2025. There will be nominations and elections for three director seats based on the new structure, who will serve a two-year term effective on October 1, 2025.

Delegate to the ABA House of Delegates

The duly elected ABA Delegate under the previous governance structure will be allowed to serve the full length of their term. The Nominations and Election Committee will not nominate or hold an election for the ABA Delegate upon approval of the amendment to the constitution. Effective October 1, 2023, the chair of the Government Relations Committee or their designee will serve as the Delegate to the ABA House of Delegates.

Circuit Vice Presidents

All duly elected circuit vice presidents under the previous governance structure, will be allowed to serve the full length of their term and will be eligible to be nominated for and serve subsequent term(s) up to a maximum of three terms. During this transition, if a circuit vice president seat, from a circuit that will be served by only one individual under the new structure, becomes vacant for any reason, the board may decide to leave the seat vacant. The Fifth, Ninth, and Eleventh Circuits will not be affected by the governance changes.

	FY22	FY23	FY24	FY25	FY26	FY27
First Circuit	1	1	1	1	1	1
Second Circuit	2	2	1	1	1	1
Third Circuit	2	1	1	1	1	1
Fourth Circuit	2	1	1	1	1	1
Fifth Circuit	2	2	2	2	2	2
Sixth Circuit	2	2	2	2	1	1
Seventh Circuit	1	1	1	1	1	1
Eighth Circuit	2	2	2	2	1	1
Ninth Circuit	2	2	2	2	2	2
Tenth Circuit	2	2	2	2	2	1
Eleventh Circuit	2	2	2	2	2	2
D.C. Circuit	2	2	2	2	1	1
Total	22	20	19	19	16	15

FY2022

Because no individual was nominated or elected to the First Circuit and Seventh Circuit in FY2021, the First and Seventh Circuit will be represented by one individual effective October 1, 2021. There will be no other changes implemented to the other circuits. The third and final term for one CVP for the Third Circuit and one for CVP for the Fourth Circuit will expire on September 30, 2022. The Nominations and Elections Committee will not nominate or hold elections for a circuit vice president for these two circuits.

FY2023

The Third and Fourth Circuits will be represented by one individual effective October 1, 2022. The third and final term for one CVP for the Second Circuit will expire on September 30, 2023. The Nominations and Elections Committee will not nominate or hold elections for a circuit vice president for the Second Circuit.

FY2024

The Second Circuit will be represented by one individual effective October 1, 2024. The third and final term for one CVP for the Second Circuit will expire on September 30, 2024. The Nominations and Elections Committee will not nominate or hold elections for a circuit vice president for the Second Circuit.

FY2025

The third and final term for one CVP for the Sixth and Eighth Circuits will expire on September 30, 2025. The Nominations and Elections Committee will not nominate or hold elections for a circuit vice president for these two circuits.

FY2026

The Sixth and Eighth Circuits will be represented by one individual effective October 1, 2025. The third and final term for one CVP for the Tenth Circuit will expire on September 30, 2026. The

Nominations and Elections Committee will not nominate or hold elections for a circuit vice president for the Tenth Circuit.

FY2027

The new governance structure will be fully implemented effective October 1, 2026. There will be 15 circuit vice presidents.

Purpose:

To record the implementation process of governance changes as proposed by the Board of Directors in September 2021 based on recommendations of the Governance Task Force and Nominations and Elections Task Force as part of the Association's broader 2020-2022 strategic plan.

Change Notice: