



Bylaws
of the
James Kent American Inn of Court

Article I
General

Section 1. Purpose.

The purposes of The James Kent American Inn of Court are set forth in its Organizational Charter issued by the American Inns of Court Foundation.

Section 2. Principal Location.

The James Kent American Inn of Court shall be located in the city of Virginia Beach, state of Virginia.

Article II
Organization

Section 1. The Executive Committee.

The Executive Committee is composed of the officers and the chairs of the various committees formed by the Executive Committee and such other members as are determined by the Masters and Barristers. The duties of the Executive Committee, and its members, are set forth in the Organizational Charter, and as set forth herein.

Section 2. The Officers.

The officers of the Inn shall be a President, a Counselor who shall be the Immediate Past President, a Secretary, a Treasurer, and such other officers as the Executive Committee deems necessary. The officers serve a one-year term, or as otherwise directed by the Executive Committee, and may succeed themselves only once. The officers are selected by the Executive Committee in accordance with the Organizational Charter of the Inn.

Section 3. Committees.

The Executive Committee may establish standing and ad hoc committees from time to time from among the active members of the Inn, and from time to time may change or discontinue committees.

Initially, the following standing committees shall be established: Membership Committee and Programs Committee.

Among such other duties as may be assigned by the Executive Committee, the duties of each committee shall be as follows:

Membership Committee—The Membership Committee shall solicit and review applications and make recommendations to the Executive Committee, for membership in the Inn; shall maintain records of attendance and oversee attendance in accordance with Article IV Section 2 of these Bylaws.

Programs Committee—The Programs Committee shall oversee and approve program topics; shall be responsible for submitting programs for Continuing Legal Education credit; and, shall assign members to Pupillage groups.

The Executive Committee shall appoint committee members and chairs of the committees, who shall serve two year terms, or as otherwise directed by the Executive Committee, and may succeed themselves only once.

Committees may create ad hoc sub-committees, as appropriate.

Section 4. Pupillage Groups.

Active members will be assigned to a Pupillage Group by the Programs Committee and shall be approved by the Executive Committee. Each Pupillage Group shall be chaired by a Master appointed by the Executive Committee.

Article III. Membership.

Section 1. Active Members.

There are four classifications of members in an American Inn of Court, as defined in the bylaws of the American Inns of Court Foundation, and as set forth below:

- Masters of the Bench—consisting of lawyers with at least 15 years of experience, judges and law professors;
- Barristers—consisting of lawyers with at least five years of experience;
- Associates—consisting of lawyers with zero to five years of experience; and,
- Pupils—consisting of law students.

Membership in this American Inn of Court shall consist of Masters, Barristers and Associates. Pupils may participate in all activities of the Inn, but will not be members of the Inn. Associates shall serve a term of two years, running from July 1 through June 30, or as otherwise directed by the Executive Committee.

Section 2. Inactive Members.

The Executive Committee may confer Emeritus and Honorary memberships as set forth in the Organizational Charter.

Article IV

Meetings and Attendance

Section 1. Meetings.

Meetings shall be held at least six times per year at such times as the Executive Committee may determine. The Inn shall endeavor to have at least one event per year wherein members may invite guests. The annual meeting of the James Kent American Inn of Court shall be in March each year unless otherwise determined by the Executive Committee. If there is a joint meeting with the P'Anson Hoffman Inn of Court, and such meeting occurs between the annual meeting and the end of the fiscal year, the joint meeting shall be presided over by the Counselor.

Section 2. Attendance.

Each active member will be allowed three absences from the monthly meetings in a year. The Membership Committee shall monitor attendance at meetings and shall submit the names of those who have three absences to the Executive Committee. The non-participating member will be contacted by the Membership Chair in order to determine if he/she wishes to remain in this American Inn of Court.

Article V

Voting and Elections.

Section 1. Masters & Barristers.

Voting power shall be vested exclusively in the Masters and Barristers, with the exception of Emeritus and Honorary Masters. Each voting Master and Barrister shall be entitled to one vote on each matter submitted to them for vote. A majority of voting Masters and Barristers shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Masters and Barristers in attendance at a meeting shall be regarded as the act of the James Kent Inn.

Section 2. Executive Committee.

Each member of the Executive Committee shall be entitled to one vote on each matter submitted to the Executive Committee. In the event of a tie, the President shall have the deciding vote. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the members in attendance at the meeting called for that purpose shall be regarded as the act of the entire Executive Committee.

Section 3. Elections.

The nomination of the President and other officers will occur in every year during the months of February or March at a meeting of the Executive Committee. Election of officers shall occur at the annual meeting of the Inn in March and shall be in accordance with the Organizational Charter.



Section 4. Vacancies.

When a position as an officer, committee chair or other chair becomes vacant, the procedures for election and selection of officers and chairs shall be followed when the vacancy occurs; however, the duration of the vacant position shall not be counted against the new officer or chair in regards to any maximum term of service.

Article VI

Fiscal Matters

Section 1. Fiscal Year.

The fiscal year of The James Kent American Inn of Court shall be the same as the fiscal year of the American Inns of Court Foundation, which is from July 1 to June 30 of each year.

Section 2. Dues.

Dues shall be in an amount consistent with the Organizational Charter and shall be levied by the Treasurer during the month of July of each year and shall be due and payable no later than September 1st of each year. Failure to pay assessments and dues prior to the third meeting of the Inn year and after reasonable notice may be considered by the Executive Committee as grounds to terminate membership of the person in default.

Section 3. Expenses.

This American Inn of Court may pay all reasonable expenses incurred by members of the Executive Committee for such things as attendance at regional, state or national events of the American Inns of Court Foundation and may make a reasonable payment to an administrator, all subject to the approval of the Executive Committee.

Article VII

Adoption and Amendments.

Section 1. Adoption.

These Bylaws will be adopted by this American Inn of Court upon approval by a majority of the Masters and Barristers of this American Inn of Court and after being submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation. The Masters and Barristers may make valid decisions by voting in person, by mail, facsimile, electronic mail, or other means when deemed necessary by the Executive Committee or the President.


Section 2. Amendments.

Amendments to these Bylaws may be made by a majority of the Masters and Barristers of this American Inn of Court and must be submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation. The

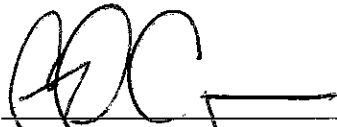
Masters and Barristers may make valid decisions by voting by mail, facsimile, electronic mail, or other means when deemed necessary by the Executive Committee or the President.

ADOPTED on this ___ day of July, 2012 in the City of Virginia Beach by a majority vote of the Executive Committee.

ATTEST:



Christopher S. Boynton, President



Christianna Dougherty-Cunningham, Secretary