

# THE AMERICAN INNS OF COURT

(Active American Inns as of June 30, 1995)

## Regional Allocation

1. Northeast  
Maine, New Hampshire, Vermont, Massachusetts, Connecticut, Rhode Island, New York
2. North Central  
New Jersey, Pennsylvania
3. Mid Atlantic  
Delaware, Maryland, West Virginia, Virginia, District of Columbia, Kentucky, Tennessee
4. Sunbelt  
North Carolina, South Carolina, Georgia, Florida
5. Mid South  
Alabama, Mississippi, Louisiana, Arkansas, Oklahoma, Texas
6. Great Lakes  
Ohio, Indiana, Michigan, Illinois, Wisconsin, Minnesota, Missouri, Iowa
7. Rocky Mountain  
North Dakota, South Dakota, Nebraska, Kansas, Idaho, Utah, Montana, Wyoming, Colorado, New Mexico, Arizona
8. West Coast  
Nevada, Alaska, Washington, Oregon, California, Hawaii



**BYLAWS**  
**OF THE**  
**AMERICAN INNS OF COURT™ FOUNDATION**

**ARTICLE I. GENERAL**

**Section 1. Purpose.**

The purposes of the American Inns of Court Foundation (the Foundation) are set forth in its Articles of Incorporation.

**Section 2. Principal Office.**

The initial principal office for the transaction of the business of the Foundation shall be located in the District of Columbia. The Board of Trustees is hereby granted full power and authority to change, from time to time, the principal office from one location to another within or without the District of Columbia.

**Section 3. Registered Office.**

The Foundation shall have and continuously maintain within the District of Columbia a registered office and a registered agent whose office is identical with such registered office. The registered office may be, but need not be, identical with the principal office and may be changed, from time to time, pursuant to applicable law.

**ARTICLE II. MEMBERSHIP**

**Section 1. General Qualifications.**

The membership of the American Inns of Court Foundation shall consist of all active members of duly chartered American Inns of Court, together with honorary, emeritus, and national members.

There shall be four classifications of active members:

- Masters of the Bench — consisting of experienced judges, lawyers and law professors;
- Barristers — consisting of lawyers with some experience but not yet Masters;
- Associates — consisting of lawyers who are law school graduates but who do not yet meet the American Inns of Court's minimum experience requirement for Barristers; and
- Pupils — consisting of third-year law students.

There shall be three additional classes of members:

- National members — individuals in good standing who have been members of a local American Inn of Court but no longer are;
- Emeritus members — designated by American Inns of Court from among active Masters of the Bench on the basis of long and distinguished service to their Inns; and
- Honorary members — designated by local American Inns of Court or by the American Inns of Court Foundation on the basis of distinguished service to the bench or bar, furtherance of American Inns of Court objectives or other noteworthy achievements.

**Section 2. Duties of Members.**

The members of the Foundation in good standing shall elect Trustees to the Board of Trustees as hereinafter provided, shall make recommendations to the Trustees on any subject they believe will benefit the organization or operation of the Foundation and shall facilitate the exchange of ideas and information among the individual American Inns of Court and between the Inns and the Board of Trustees. A member in good standing is (a) an active member of an American Inn of Court, the dues of which are current to the American Inns of Court Foundation, or (b) a national or emeritus member whose dues to the American Inns of Court Foundation are current.

**Section 3. National Conference of Members.**

The American Inns of Court Foundation shall hold a national conference open to all members, visitors and guests at such time, manner and place as the Board of Trustees shall determine. The general purposes of this meeting shall be: to recognize achievement and excellence within the American Inns of Court movement; to facilitate the exchange of information, programming and administrative materials; to encourage the educational and professional development of American Inns of Court members; and to identify, reflect upon and recommend actions concerning national issues affecting the legal profession.

The national conference shall include, among other scheduled activities, a meeting of the Board of Trustees and a general policy forum open to all American Inns of Court members.

## **ARTICLE III. TRUSTEES**

### **Section 1. General Powers.**

The affairs of the organization shall be managed by its Board of Trustees, and all corporate powers shall be exercised by the Board of Trustees, except as otherwise expressly required by law, the Articles of Incorporation or these Bylaws.

Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Trustees shall have the following powers, to wit:

- I. To select and remove all officers of the Foundation and the Executive Director; to prescribe such powers and duties for them as may be consistent with law, the Articles of Incorporation or the Bylaws, and to fix the compensation of the Executive Director.
- II. To conduct, manage and control the overall policy, affairs and business of the Foundation and to make such rules and regulations therefor not inconsistent with law, the Articles of Incorporation or the Bylaws, as they may deem best.
- III. To fix and locate from time to time the principal office and/or one or more subsidiary offices of the Foundation within or without the District of Columbia; to adopt, make and use a corporate seal; and to alter the form of such seal, from time to time, as in their judgment they may deem best, provided such seal shall at all times comply with the provisions of law.
- IV. To promulgate information about the American Inns of Court program as adopted by the American Inns of Court Foundation and to promote the establishment and continued operation of individual American Inns of Court.
- V. To authorize the issuance by the Foundation of certificates of support, contribution or participation, from time to time, upon such terms as may be lawful.
- VI. To supervise and control the financial affairs of the Foundation, to establish and, from time to time, to change dues for members of the Foundation and for American Inns of Court chartered by the Foundation, to borrow money and incur indebtedness for the purposes of the Foundation, and to cause to be executed and delivered therefor, in the name of the Foundation, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidence of debt and securities therefor.
- VII. To issue charters to such organizations as agree to adhere to the concept and spirit of the American Inns of Court movement, giving due allowance for individual circumstances, needs, interests and innovations so long as they are consistent with the concept and spirit of the American Inns of Court movement. Said charters shall be issued in accordance with procedures and requirements established by the Board of Trustees.
- VIII. To revoke charters previously issued to individual American Inns of Court for activity or conduct that violates the concept and spirit of the American Inns of Court movement, including the failure of an individual American Inn of Court to pay dues as established by the Board of Trustees, provided that no such revocation will occur without the affected American Inn of Court's being given reasonable notice of and opportunity to respond to the consideration of such proposed revocation.

### **Section 2. Composition and Tenure of Board.**

The members of the American Inns of Court shall elect not more than 30 persons to serve as a Board of Trustees. The actual number of Trustees, not to exceed the maximum number authorized, shall be set, from time to time, by the Board of Trustees. Trustees shall be classified with respect to membership and to the time for which they shall severally hold office by dividing them into six categories. Each category will be subject to the election rules and procedures described in this Article.

At-Large Trustees shall be Master of the Bench members of the American Inns of Court Foundation, shall serve four-year terms and may serve successive terms.

Appointed Trustees shall be Master of the Bench members of the American Inns of Court Foundation, shall serve four-year terms and may serve successive terms.

Regional Trustees shall be either Master of the Bench or Barrister members of the American Inns of Court Foundation, shall serve four-year terms and may serve successive terms. Regional Trustees shall also function as coordinators for their geographical regions. The Board of Trustees shall establish geographical regions and have the authority to change regions as it deems appropriate.

Barrister Trustees shall be Barrister members of the American Inns of Court Foundation, shall serve four-year terms and may serve successive terms. Only two Trustees may serve in this category at one time. Should a Barrister Trustee become a Master of the Bench during his/her term, he/she may complete the term to which

he/she was elected as a Barrister Trustee, but upon completion of that term, he/she must either be elected as an At-Large or a Regional Trustee or leave the Board.

The Associate or Pupil Trustee shall be an Associate or Pupil member of the American Inns of Court Foundation, shall serve a two-year term and may not serve a successive term as an Associate or Pupil Trustee. Only one Trustee may serve in this category at one time. Should an Associate Trustee become a Barrister, or a Pupil Trustee become an Associate during his/her term as a Trustee, he/she may complete his/her term on the Board as the Associate or Pupil Trustee.

Public Trustees, not to exceed two in number, shall be persons who are not otherwise qualified to be members of an American Inn of Court. Such persons shall serve one-year terms and may serve successive terms.

All At-Large, Barrister and Regional Trustees shall serve staggered terms, so that, as far as practicable, one quarter of their terms will expire each year. The Board of Trustees will determine the initial method of determining the terms of each Trustee.

Ex Officio Trustees. There shall be two Ex Officio Trustees: the Chief Justice of the United States (or his/her U.S. Supreme Court Justice designee) and the President of the National Conference of State Supreme Court Chief Justices (or his/her State Supreme Court Justice designee). Ex Officio Trustees shall have all powers of trusteeship, except that they shall neither be counted in determining a quorum nor toward the total allowable number of Trustees. Ex Officio Trustees shall retain their membership on the Board during their respective terms of office in the aforesaid positions.

Trustees Emeritus. The Board of Trustees may honor a former or retiring member of the Board by electing that person a Trustee Emeritus. To qualify for this honor, the former or retiring member of the Board must, in the judgment of the Board of Trustees, have made an outstanding contribution to the governance of the American Inns of Court Foundation. A Trustee Emeritus may attend all meetings of the Board of Trustees, but shall not have voting privileges nor be counted in determining a quorum nor toward the total allowable number of Trustees.

### **Section 3. Voting by Trustees.**

With the exception of Trustees Emeritus, each Trustee shall be entitled to one vote on all matters submitted to the Board of Trustees.

A majority of voting members, except Ex Officio members, of the Board shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Trustees, present in person or by proxy, shall be regarded as the act of the Board of Trustees, unless a greater number be required by the Articles of Incorporation or these Bylaws. In addition, Trustees may make valid decisions by voting by mail, facsimile, electronic mail or other means in situations deemed by the Executive Committee or the President to be of sufficient importance.

A quorum of the Trustees may adjourn any Board of Trustees' meeting to meet again at a stated date and hour; provided, however, that in the absence of a quorum, a majority of those Trustees attending any meeting, either regular or special, may adjourn that meeting until the time fixed for the next meeting of the Board.

### **Section 4. Nomination and Election Procedures.**

The nomination and election of Trustees will occur annually, before the national conference. The nominations and elections process will be under the general supervision of a Nominations and Elections Committee, appointed by the President and composed of three Trustees and four non-Trustees who are not candidates for election to the Board, under written rules and procedures established by the Board. American Inns of Court Foundation staff will coordinate and administer the nominations and election process. Results will be certified by the Board of Trustees and announced at or prior to the national conference.

Nomination and election procedures will vary according to the classification of Trustees, as follows:

At-Large, Barrister and Associate/Pupil Trustees. The Nominations and Elections Committee will solicit nominations from the membership of the American Inns of Court and develop a slate of candidates to be proffered to the membership for election by majority vote. In the event no candidate receives a majority of the votes, the candidate receiving a plurality of the votes cast shall be deemed to be elected. An incumbent At-Large or Barrister Trustee shall not be placed on the slate of candidates submitted to the membership unless five of the seven members of the Nominations and Elections Committee vote to nominate that person for a successive term.

Any qualified member may be nominated for a position as At-Large, Barrister or Associate/Pupil Trustee by petition containing the signatures of 25 members of American Inns of Court in good standing and representing a minimum of three American Inns of Court. The name of a person nominated in this manner shall be placed upon the ballot either as a member of the slate presented by the Nominations and Elections Committee or as an additional nominee, provided that the ballot shall indicate whether a nominee is a part of the slate preferred by the Nominations and Elections Committee or has otherwise been nominated.

**Appointed Trustees.** The Nominations and Elections Committee will solicit nominations from the membership of the American Inns of Court Foundation and will develop a list of candidates, such list including one candidate for each open position, that will be recommended for appointment by the Board of Trustees.

**Regional Trustees.** Candidates for Regional Trustee may be nominated by the petition of 10 or more members from three or more American Inns of Court within the appropriate region. Petitions should be addressed to the Nominations and Elections Committee. That Committee shall certify all properly nominated candidates who meet the criteria for office for inclusion on the ballot for that region. In the event no candidate receives a majority of the votes within a region, the candidate receiving a plurality of the votes cast shall be deemed to be elected.

If no nominations are received from a region in the form of valid petitions by a date set and announced by the Nominations and Elections Committee for the receipt of such petitions, the Nominations and Elections Committee may nominate one or more qualified persons to stand for election in that region.

**Public Trustees.** Up to two Public Trustees may be appointed by the Board of Trustees for a one-year term.

## **Section 5. Voluntary Resignation and Retirement:**

**Relocation of Regional Trustee.** Any Trustee may resign or retire at any time by notifying the Board through the Executive Director in writing. Such resignation or retirement shall take effect at the time therein specified. Any Regional Trustee relocating to another region is considered to have vacated his/her position on the Board immediately upon relocation. In the case of a vacancy occurring under this Section, the President of the American Inns of Court Foundation will appoint an American Inns of Court Foundation member who possesses the qualifications for the office vacated as an interim Trustee. The Trustee selected to fill the vacated position will serve for the remainder of the term of the vacated position.

## **Section 6. Removal.**

If a Trustee becomes unable to serve, or otherwise fails to attend meetings of the Board without sufficient cause, or if a Trustee otherwise fails to carry out the duties of a Trustee, he/she may be removed from office by a vote of two thirds of the Trustees then in office. In the case of a vacancy created pursuant to this Section, the President of the American Inns of Court Foundation will appoint an American Inns of Court Foundation member who possesses the qualifications for the office vacated as an interim Trustee. The Trustee selected to fill the vacated position will serve for the remainder of the term of the vacated position.

## **Section 7. Chairman of the Board of Trustees.**

The Chairman of the Board at the adoption of these Bylaws shall continue serving in that capacity until he resigns from the chairmanship or is no longer a Trustee. Upon either occurrence, the President will assume the duties of the Chairman of the Board of Trustees, and the office of the Chairman will be abolished.

## **Section 8. Board Meetings.**

An annual meeting of the Board will be held each fiscal year in conjunction with the national conference. In the absence of other provision, meetings of the Board of Trustees may be called by the Executive Committee or the Board of Trustees.

## **Section 9. Notice of Meeting.**

Notice of any meeting of the Board shall be given at least 14 days previously thereto by written notice delivered personally, by mail, by telegram or by electronic method to each Trustee at his/her address shown on the records of the Foundation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon paid. If notice is given by telegram or electronic method, such notice shall be deemed to be delivered when the communication is transmitted. Any Trustee may waive notice of any meeting. The attendance of a Trustee at a meeting shall constitute a waiver of notice of such meeting, except when a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

## **Section 10. Compensation.**

Trustees shall serve without compensation and also without reimbursement for expenses, except upon express approval by the Board of Trustees. Nothing herein shall be construed to preclude any Trustee from serving the Foundation in any other capacity as officer, agent, employee or otherwise, and receiving compensation therefor in the form and manner agreed upon by the Trustees, including the reimbursement of expenses incurred in the attendance at meetings and in other Foundation business.

## **Section 11. Executive Committee.**

There shall be an Executive Committee, which shall have the full power and authority of the Board of Trustees over the conduct of the business of the American Inns of Court Foundation, unless specifically limited by the Board, except that the Executive Committee shall be able neither to amend the Bylaws nor to increase its own power.

The Executive Committee is created for the purpose of acting upon matters between regular meetings of the Board of Trustees when such matters cannot reasonably be deferred until the next meeting of the Board, as well as to carry out such other duties as, from time to time, may be assigned to it by the Board.

The President, Vice President, Treasurer, Secretary and two other Trustees shall constitute the membership of the Executive Committee.

Officers shall serve on the Executive Committee during their terms of office. Non-officers will be nominated and elected according to the procedure for nominating and electing officers.

Non-officers shall serve two-year terms on the Executive Committee, with a maximum of two successive terms.

## **ARTICLE IV. OFFICERS**

### **Section 1. Officers.**

The Board of Trustees shall elect from among its members American Inns of Court Foundation officers, which shall be a President, Vice President, Treasurer and Secretary. The Board may, at its discretion, elect an Assistant Treasurer and/or an Assistant Secretary.

Elections will occur at a Board of Trustees meeting designated by the President.

**President.** The President shall be the senior official and principal spokesperson for the American Inns of Court Foundation. He/she also shall serve as President of the corporation. Except as provided in Article III, Section 7, the President shall, if present, chair all meetings of the Board of Trustees and of the Executive Committee. If the President and Vice President are not present at a meeting, the Board of Trustees shall appoint a Chair of that meeting. In general, the President shall perform such duties as are provided for in these Bylaws and as, from time to time, may be assigned by the Board of Trustees.

**Vice President.** The Vice President shall chair the Strategic Planning Committee in addition to performing such functions as may be designated or assigned to him/her by the President or the Board of Trustees. In the absence or disability of the President, the Vice President shall perform the duties and functions of the President.

**Treasurer.** The Treasurer shall advise the Executive Director on financial matters pertaining to the American Inns of Court Foundation, including, but not limited to, developing financial and investment policy and overseeing the preparation of the annual budget. After review by the Executive Committee, the Treasurer shall present the budget to the full Board.

**Secretary.** The Secretary shall determine the custody of the corporate seal, shall maintain minutes of the meetings of the membership and of the Board of Trustees and shall perform such functions involved in communications with others as may be assigned by the President or the Board of Trustees.

**Assistant Treasurer and/or Assistant Secretary.** The Board may, at its discretion, elect an Assistant Treasurer and/or Assistant Secretary, who need not be a member of the Board and who may be the Executive Director or other employee of the Foundation. The Assistant Treasurer and/or Assistant Secretary shall perform such functions of the Treasurer or Secretary, respectively, and such other functions as may be assigned by the President and the Board of Trustees. The Assistant Treasurer and/or Assistant Secretary need not be a member of the American Inns of Court Foundation and shall not serve for a set term, but shall serve at the pleasure of the Board of Trustees, and may be removed by a vote of a majority of the Board with or without cause. The provisions of Sections 3 and 6 of this Article shall not apply to the Assistant Treasurer and/or Assistant Secretary.

### **Section 2. Terms.**

Officers shall serve two-year terms with a maximum of two consecutive terms. An interim term of one year or less, whether appointed by the President or elected by the Board, shall not be counted against this maximum. Terms shall begin on July 1 and end on June 30, corresponding with the Foundation's fiscal year. If an officer's term as a Trustee terminates before his/her term as an officer expires, his/her term as a Trustee shall continue to and expire upon the termination of his/her term as an officer, but he/she shall not be eligible to be reelected as an officer unless he/she is reelected as a Trustee.

### **Section 3. Nomination and Election.**

The Executive Director shall notify existing Trustees a reasonable time (if practicable, three months) before the designated Board meeting of any present or impending officer vacancies. Trustees shall submit nominations to the Executive Director, who shall ascertain if the nominee is willing to serve. Trustees shall elect officers by secret ballot at the designated Board meeting.

#### **Section 4. Voluntary Resignation and Retirement.**

Any officer may resign or retire at any time by notifying the Board of Trustees through the Executive Director in writing. Such resignation or retirement shall take effect at the time therein specified.

#### **Section 5. Officer Vacancies.**

In the case of a vacancy of the Presidency, the Vice President shall assume the office of the President and shall complete the unexpired term of the President. In the case of a vacancy in any other office, the President shall appoint from among the Trustees an interim officer to serve until an election may be held in accordance with these Bylaws.

#### **Section 6. Removal.**

The Board may remove an officer by a vote of two thirds of the Trustees with or without cause.

### **ARTICLE V. MISCELLANEOUS**

#### **Section 1. Committees.**

The Board may establish standing and ad hoc committees, from time to time, from among the members or non-members of the American Inns of Court Foundation and, from time to time, may change or discontinue committees.

Initially, the following standing committees shall be established: Strategic Planning Committee; Annual Fund Committee; Leadership Council; Inn Development Committee; Nominations and Elections Committee; and Awards Committee.

The President shall appoint committee members, who shall serve staggered two-year terms, allowing successive terms. The American Inns of Court Foundation staff shall ensure that each candidate has been briefed on the duties of committee service.

With the exception of the chair of the Strategic Planning Committee, the President shall appoint the chairs and vice-chairs of all committees.

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

Committees shall be assisted/supported by American Inns of Court Foundation staff and shall report on activities at full Board meetings, as appropriate.

#### **Section 2. Executive Director and Staff.**

The Board of Trustees shall employ an Executive Director, who will serve as the Chief Executive Officer of the American Inns of Court Foundation, and who will be compensated as determined by the Board of Trustees.

Except as otherwise determined by vote of the Board of Trustees, the Executive Director shall have the right to attend all Board meetings and to participate fully in the discussion of the Board but shall have no power to vote.

Subject to the oversight of the Board of Trustees, the Executive Director shall have general supervision, direction and control of the business and staff of the organization. He/she shall have the general powers and duties of management usually vested in the office of the chief executive officer of a corporation and shall have such other responsibilities and duties as may be prescribed by the Board of Trustees or the Bylaws.

There may be other staff as determined to be necessary by the Executive Director and provided for in the budget approved by the Board of Trustees.

#### **Section 3. Inspection of Corporate Records.**

The minutes of proceedings of the Board of Trustees and all other books and records (financial and otherwise) shall be open to inspection, upon the written demand of any Trustee, at any reasonable time. This inspection may be made in person or by agent or attorney and shall include the right to make extracts. Demand for inspection shall be made in writing upon the President or Executive Director of the Foundation.

#### **Section 4. Checks, Drafts, Etc.**

All checks, drafts or other orders for payment of money, notes or other evidence of indebtedness, issued in the name of or payable to the Foundation, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by the Board of Trustees or its designee.

#### **Section 5. Contracts.**

The Executive Director shall be the designated person to enter into any contract or execute any instrument in the name of and on behalf of the Foundation, and such authority shall be general, unless restricted by the Board of Trustees.

#### **Section 6. Representation of Shares of Other Corporations.**

In accordance with such policies and directives as the Board of Trustees shall, from time to time, establish by resolution, the President or Secretary of the Foundation is each individually authorized to vote, represent and exercise on behalf of the Foundation all rights incident to any and all shares or membership interests of any other corporation or corporations standing in the name of the Foundation. The authority herein granted to these officers to vote or represent on behalf of the Foundation any and all shares or membership interests held by the Foundation in any other corporation or corporations may be exercised either by such officers in person or by any person authorized so to do by proxy or power of attorney duly executed by said officers.

#### **Section 7. Inspection of Bylaws.**

The Foundation shall keep in its principal office for the transaction of business the original or a copy of these Bylaws as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection by any Trustee at all reasonable times during office hours.

#### **Section 8. Books and Records.**

The American Inns of Court Foundation shall keep correct and complete books and records of account, shall keep minutes of the proceedings of its Board of Trustees, and shall keep at its principal office a record giving the names and addresses of the Board of Trustees. All books and records of the organization may be inspected by any Trustee or his/her agent or attorney for any proper purpose at any reasonable time.

#### **Section 9. Amendments.**

Amendments to these Bylaws may be proposed by the Board of Trustees or by petition of the membership containing the signatures of at least one percent of the total membership representing at least ten percent of duly chartered Inns.

Any amendment, modification or repeal of any Bylaw or provision thereof shall be effective when approved by a vote of two thirds of the members of the Board of Trustees voting at a duly-called meeting of the Board.

#### **Section 10. Transitional Provisions.**

Trustees who are in office upon the adoption of these Bylaws and whose terms do not expire in 1994 may continue as Trustees until the completion of the term to which they have been elected. Trustees in office upon the adoption of these Bylaws and whose terms expire in 1994 may continue as Trustees until the completion of the initial election of Trustees under these Bylaws.

The initial election of Trustees after the adoption of these Bylaws shall take place at a date to be set by the Board of Trustees, which date shall be as soon as practicable after the adoption of these Bylaws, giving consideration to the need to inform all members of the new procedures, the receipt of nominations, the printing and mailing of ballots, and time for the execution and return of those ballots. These newly-elected Trustees shall assume office immediately upon election and shall serve staggered terms expiring on June 30, 1996, 1997, 1998, and 1999. The procedure for determining which of the new Trustees shall serve which of these terms shall be established by the Nominations and Elections Committee, giving due regard to establishing terms so that, as close as may be possible, the terms of office of one fourth of the entire Board shall expire each year.

The Board of Trustees in existence at the adoption of these Bylaws shall elect the initial officers of the Foundation. The person who holds the office of President of the American Inns of Court Foundation at the adoption of these Bylaws shall be deemed to have served one term of two years. The person who holds the office of Treasurer of the American Inns of Court Foundation at the adoption of these Bylaws shall be deemed to have served one year in that office.