

The purposes of The Honorable Arthur L. Moller/David B. Foltz, Jr. American Inn of Court are set forth in Article I of its Organizational Charter issued by the American Inns of Court Foundation.

**Section 2. Principal Location.**

The Honorable Arthur L. Moller/David B. Foltz, Jr. American Inn of Court shall be located in the City of Houston, County of Harris, State of Texas.

**Article II  
Organization**

**Section 1. The Executive Committee.**

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

**Section 2. The Officers.**

The officers of the Inn shall be the president, a president-elect, a counselor, a secretary/treasurer or secretary and treasurer, and such other officers as the Masters deem necessary. The President, President-Elect and Counselor must be Masters, all other officers may be selected from any category of membership. The officers shall serve a one year term, or as otherwise directed by the Masters, and may succeed themselves only once. Among such other duties as may be assigned by the Executive Committee, the duties of each officer shall be as follows:

*President* – The President shall call monthly meetings of the Executive Committee, set the agenda for such meetings and act as chair.

*President Elect* – The President Elect shall act in the capacity of the President in the event the President is unavailable to call or chair a meeting.

*Counselor* – The Counselor shall act as the liason between the Inn and the local judiciary.

*Secretary* – The Secretary shall keep minutes for the meetings of the Executive Committee and coordinate with the Reporting Committee Chair regarding announcements.

*Treasurer* – The Treasurer shall maintain the funds of the Inn and report as requested to the Executive Committee regarding Inn finances.

The officers are elected by the Masters at a meeting called for such purpose.

**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.

The following standing committees are established: Membership Committee, Program Committee, Social Committee, Reporting Committee and Liaison Committee.

Among such other duties as may be assigned by the Masters and 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 III, Section 2 of these Bylaws, and, shall assign members to Pupilage groups and designate a chairperson for each Pupilage group.

*Program Committee*—The Program Committee shall oversee and approve program topics and shall be responsible for submitting programs for Continuing Legal Education credit. The Program Committee shall be responsible for the distribution and submission of requests for CLE credit.

*Social Committee*—The Social Committee shall be responsible for scheduling and arranging approved social functions of the Inn within the parameters set forth by the Executive Committee.

*Reporting Committee*—The Reporting Committee shall be responsible for the distribution of news, announcements, and other information among members of the Inn, and to the American Inns of Court Foundation, shall be responsible for submitting program reports to the American Inns of Court Foundation, and shall prepare articles for the Bench.

*Liaison Committee*—The Liaison Committee shall maintain communication with local law schools, other legal organizations, and the local community in order to advise interested persons of Inn activities.

The officers 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. Pupilage Groups (“Teams”).**

All active members will be assigned to a Pupilage Group by the Membership Committee. The Membership Committee shall submit a proposed list for each Pupilage Group at the August meeting of the Executive Committee and a suggested Chair Person. The Membership Committee is responsible for contacting the proposed chair person and confirming their willingness to accept such position. The Executive Committee shall approve the assignments and the Reporting Committee shall be responsible for distributing the list to the Pupilage Groups prior to the first Inn meeting in September. Each Pupilage Group shall be chaired by at least one Master. The Pupilage Groups shall be reconstituted each year. The chair person of each Pupilage Group shall be responsible for calling meetings, setting the agenda and conducting the meetings.

At the September meeting, the Executive Committee will announce the assignment for each Pupilage Team for the upcoming year, which may be responsible for presenting an educational topic at a regular Inn meeting; assisting the Judiciary with educational programs for members of the bar; assisting with pro bono activities or other out reach activities in the community, or such other matters as accomplish the Objectives of the Inn as set forth in Article I of the Organizational Charter, as well as the schedule of Inn meetings for the coming year. A Pupilage Teams assignment may or may not coincide with a regular Inn meeting.

### **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—generally consisting of practitioners of bankruptcy law for more than fifteen years, judges and law professors;
- Barristers—generally consisting of practitioners of bankruptcy law with more than five years but not more than fifteen years;
- Associates—generally consisting of practitioners of bankruptcy law with five years or less; and,
- Pupils—generally consisting of third-year law students interested in bankruptcy law.

At its discretion, the Executive Committee may invite a practitioner of bankruptcy law to be a member at the Barrister or Associate level. As stated above, the Membership Committee is responsible for the solicitation and review of applications for membership and shall make recommendations to the Executive Committee at the final meeting of the Executive Committee for a given cycle.

Membership in this Inn shall consist of Masters, Barristers, Associates and Pupils. Membership shall run from July 1 through June 30; however the Inn shall not schedule meetings or social activities in June, July or August; however the Executive Committee or other Inn Committees may meet as necessary during these months to carry out their duties.

Barristers, Associates and Pupils may participate in all activities of the Inn, but will not be voting members.

Any member in good standing shall remain a member upon payment of dues. Masters who desire to be considered for Emeritus status shall notify 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.**

Inn Meetings shall be held at least six and no more than eight times per program year at such times and at such place as the Executive Committee may determine. The Inn shall endeavor to have at least one social meeting per year to which members may invite guests and which shall count as a meeting.

### **Section 2. Attendance.**

All members are expected to attend and participate in the Inn's meetings. Each member will be allowed three absences from the scheduled meetings in a program year. The Membership Committee shall monitor attendance at meetings. Members with two absences will be contacted by the Membership Chair in order to determine whether he/she wishes to remain in the Inn. After three absences the Membership Chair shall notify the member that the member will automatically be deemed to have resigned membership after the fourth absence.

Four absences, whatever the cause, during a program year will be deemed a resignation. Should a member who has been deemed to have resigned because of four absences nevertheless desire to remain a member of the Inn, he or she should petition the Executive Committee to be excused for any of such absences.

In the event a member resigns from the Inn through lack of attendance or otherwise, the member shall be removed from the membership roll. No dues shall be refunded in the event of resignation.

Judges, law school faculty and law school deans are exempt from attendance requirements.

## **Article V Voting and Elections.**

### **Section 1. Masters.**

With the exception of Emeritus and Honorary Masters, each Master shall be entitled to one vote on all matters submitted to the Masters. A majority of voting Masters shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Masters in attendance at a meeting shall be regarded as the act of all the Masters.

### **Section 2. Executive Committee.**

Each member of the Executive Committee shall be entitled to one vote on all matters submitted to the Committee. In the event of a tie, the President shall have the deciding vote. A majority of the members of the 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 Committee.

### **Section 3. Elections.**

The nomination and election of Officers shall occur during the final meeting of the year. The Membership Committee shall solicit nominations for Officers and submit a proposed slate to the Executive Committee during the monthly meeting prior to the final Inn meeting of the program year for approval. The Reporting Committee shall distribute the approved slate to the Masters prior to the Meeting. In the event a candidate is unopposed, a voice vote at the meeting shall be sufficient. In a contested race, the President will prepare a paper ballot to be distributed at the meeting to all eligible Masters, who shall cast their ballot prior to the start of the meeting. The President and Secretary shall be responsible for counting the ballots and announcing the winner prior to the end of the meeting.

### **Section 4. Vacancies.**

When the position of an officer, committee chair or master chair becomes vacant, the Executive Committee shall at its next regular meeting approve a replacement to serve the duration of the vacant term.

**Article VI**  
**Fiscal Matters**

**Section 1. Fiscal Year.**

The fiscal year of The Honorable Arthur L. Moller/David B. Foltz, Jr. 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.**

The Executive Committee shall establish the dues for each membership category in an amount consistent with the Organizational Charter. The Treasurer shall notify members of the dues during the month of June of each year.

Each member shall be required to pay the dues by the date provided in the dues notice. Failure to pay dues after reasonable notice shall be deemed a resignation from the Inn.

**Section 3. Expenses.**

This American Inn of Court shall pay all expenses in accordance with the *Leadership Handbook*.

**Article VII**  
**Adoption and Amendments.**

**Section 1. Adoption.**

These Bylaws shall be adopted by this American Inn of Court upon approval by a majority of the Masters 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 may make valid decisions by voting 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 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 may make valid decisions by voting by mail, facsimile, electronic mail, or other means when deemed necessary by the Executive Committee or the President.