



Bylaws
of the

I'Anson-Hoffman American Inn of Court

Article I
General

Section 1. Purpose.

The purposes of The I'Anson-Hoffman American Inn of Court are set forth in its Organizational Charter issued by the American Inns of Court Foundation on March 24, 1987.

Section 2. Principal Location.

The I'Anson-Hoffman American Inn of Court shall be located at various times in the in the cities and counties of Southeastern 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. The duties of the Executive Committee, and its members, are set forth in the Organizational Charter, and as set forth herein. The members of the Executive Committee shall serve one-year terms and shall be eligible to remain on the Executive Committee as determined by annual election by the Masters.

Section 2. The Officers.

The officers of the Inn shall be a president, a vice president, a secretary and a treasurer, and such other officers as the Masters deem necessary. The officers serve a one-year term, or as otherwise directed by the Masters, and may succeed themselves only once. The officers are selected by the Masters 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.

The following standing committees are established: Logistics Committee, Membership Committee, Program Committee, Reporting Committee, and Mentor 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:

Logistics Committee—The Logistics Committee shall be responsible for ensuring that the Executive Committee, its committees and the Inn timely comply with Inn Membership, programs and other business activities, and in this regard, shall establish best practices for the Executive Committee and Inn and future Executive Committees to follow.

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; and, shall assign members to Pupilage groups.

Program Committee—The Program Committee shall oversee and approve program topics, and shall be responsible for submitting programs for Continuing Legal Education credit.

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.

Mentor Committee—The Mentor Committee shall be responsible for matching younger Inn members with more experienced Inn members and for administering the Inn's program on and commitment to mentoring within the Inn.

The officers shall appoint committee members and chairs of the committees, who shall serve one year terms, or as otherwise directed by the Executive Committee.

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

Section 4. Pupilage Groups.

The Membership Committee annually shall assign each active member to a Pupilage Group and assign a Master or Masters (including judges and law professors per Article III) to chair each Pupilage Group. The Executive Committee shall review and approve the Membership Committee's Pupilage Group and Chair assignments and make such changes as are in the best interest of the Inn.

Membership

Section 5. Active Members.

There shall be four classifications of members in the Inn, 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 10 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 the Inn shall consist of Masters, Barristers and Associates. Pupils may participate in all activities of the Inn, but will not be voting members. Membership shall be determined annually, running from July 1 through June 30, or as otherwise directed by the Executive Committee.

Section 6. Inactive Members.

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

Article III

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. As part of these meetings, the Inn shall endeavor to have at least one social event per year wherein members may invite guests.

Section 2. Attendance.

Each active member will be allowed three unexcused absences from the monthly meetings in a year; three or more unexcused absences shall be grounds for termination of a member's membership in the Inn. In connection with making membership recommendations each year, the Membership Committee shall monitor attendance at meetings and, in its discretion, contact all those members with three or more unexcused absences to determine if good cause exists to renew those members' membership in the Inn. After the end of the Inn's fiscal year, the Membership Committee shall make a recommendation to the Executive Committee of those members who have three or more unexcused absences that should be removed from the Inn's membership. The Executive Committee thereafter will determine whether to drop such members from the membership rolls without return of any dues.

Article IV

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.

Except as provide in Section 4 of this Article. the nomination and election of the Officers will occur during the months of April or May at a meeting of the active Masters called, in part, for that purpose. Selection of officers shall be in accordance with the Organizational Charter.

Section 4. Vacancies.

When a position as an officer, committee chair or pupilage chair becomes vacant, the Executive Board shall promptly appoint a replacement for the remainder of the vacant term; 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 V

Fiscal Matters Section

Section 1. Fiscal Year.

The fiscal year of the Inn 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 September 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.

The Inn shall pay or reimburse all reasonable expenses approved in advance by the Executive Committee and incurred by members of the Executive Committee for such things as attendance at state, regional or national events of the American Inns of Court Foundation and payment to an administrator, if any.

Article VI

Adoption and Amendments

Section 1. Adoption.

These Bylaws have been adopted by the I'Anson-Hoffman American Inn of Court upon approval by a majority of the Masters of the Inn, voting in person, by mail, facsimile and/or electronic mail as directed by the Executive Committee, and after being submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation.

Section 2. Amendments.

Amendments to these Bylaws may be made by a majority vote of the Masters of the Inn at a regular or specially called meeting with seven (7) days prior written notice by electronic mail or by voting by mail, facsimile, or electronic mail as directed by its Executive Committee, 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 on other issues by voting in person, by mail, facsimile and/or electronic mail, or by other means when deemed necessary by the Executive Committee or the President.