

***Bylaws of
The Judge Henry Woods American Inn of Court***

Adopted: September 2019

ARTICLE I—GENERAL

Section 1.1 Purpose.

The purposes of The Judge Henry Woods American Inn of Court are as follows:

1.1.1 To establish a society of judges, lawyers, law professors, law students and others, to promote excellence in legal advocacy in accordance with the Professional Creed of the American Inns of Court;

1.1.2 To foster greater understanding of and appreciation for the adversary system of dispute resolution in American law, ethics, civility, professionalism and legal skills;

1.1.3 To provide significant educational experiences that will improve and enhance the abilities of lawyers as counselors and advocates and of judges as adjudicators and judicial administrators;

1.1.4 To promote interaction and collegiality among all legal professionals in order to minimize misapprehension, misconceptions, and failures of communication that obstruct the practice of law;

1.1.5 To facilitate the development of law students, recent law school graduates, and less experienced lawyers as skilled participants in The Judge Henry Woods American Inn of Court;

1.1.6 To preserve and transmit the highest ethical values from one generation of legal professionals to the next; and

1.1.7 To build upon the genius and strengths of the common law and the English Inns of Court and to renew and inspire joy and zest in legal advocacy as a service worthy of constant effort and learning.

Section 1.2 Principal Location.

The Judge Henry Woods American Inn of Court shall be located in the city of Little Rock, County of Pulaski, State of Arkansas.

ARTICLE II—ORGANIZATION

Section 2.1 Nature of Organization.

The Judge Henry Woods American Inn of Court shall be and remain chartered and affiliated with the American Inns of Court Foundation and shall be an unincorporated association composed of judges, practicing lawyers, law professors, recent law-school graduates, and law students who accept an invitation to membership, as herein described.

Section 2.2 The Board of Directors.

The Board of Directors is composed of all Masters and Emeritus Masters. The Executive Committee is composed of the officers and the chairs of the various committees formed by the Executive Committee and such other committee chairs as are determined by the Executive Committee.

2.2.1 Duties and Authority of the Board of Directors—The Board of Directors, acting by a majority vote of its members, shall:

2.2.3 Take such action as may be necessary to carry out the responsibilities imposed by the Organizational Charter, any Bylaws adopted by The Judge Henry Woods American Inn of Court and by the Articles of Incorporation, Bylaws, Policies and Directives of the American Inns of Court Foundation;

2.2.4 Determine the size of each membership category in The Judge Henry Woods American Inn of Court, with a goal of maintaining an approximate total membership size of one hundred (100) members, excluding Emeritus Members;

2.2.5 Establish, collect, and remit local and national membership dues assessments as described hereinafter;

2.2.6 Appoint a representative(s) to attend the annual meeting of the American Inns of Court Foundation;

2.2.7 Appoint a representative to serve as the development contact with the American Inns of Court Foundation; and

2.2.8 Confer and terminate memberships of The Judge Henry Woods American Inn of Court; and perform such other duties as may facilitate proper operation of the organization.

Section 2.3 The Officers.

The officers of the Inn shall be a President, Counselor (President Elect), Past President, and a Secretary/Treasurer. The officers serve a one year term.

2.3.1 Duties of the Officers—The officers shall be responsible for the general operation of The Judge Henry Woods American Inn of Court in accordance with the Organizational Charter, these Bylaws and by the Articles of Incorporation, Bylaws, Policies and Directives of the American Inns of Court Foundation.

Section 2.4 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.

2.4.1 Standing Committees—The following standing committees may be established: Membership Committee, Program Committee, Social and Community Service Committee, and Communication Committee.

2.4.2 Duties of Standing Committees—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 III. Section 2 of these Bylaws; and, shall assist the Counselor in assigning members to Pupillage Groups.

Program Committee—The Program Committee is chaired by the Counselor and shall oversee and approve program topics by each Pupillage Group and shall be responsible for overseeing submission of programs to the American Inns of Court Foundation and for Continuing Legal Education credit.

Social and Community Service Committee—The Social and Community Service Committee shall be responsible for scheduling, arranging, and collecting resources for approved social and community service functions of the Inn within the parameters as set forth by the Executive Committee.

Communication Committee—The Communication 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; shall prepare articles for the *Bench*, other magazines and news agencies; and shall maintain communication with local law schools, other legal organizations, and the local community in order to advise interested persons of Inn activities.

2.4.3 Committee Members—The officers shall appoint committee members and chairs of the committees, who shall serve as directed by the Executive Committee.

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

Section 2.5 Pupillage Groups.

All active members shall be assigned to a Pupillage Group by the Counselor. Each Pupillage Group shall be co-chaired by two members, a Group Leader and a Program Chair, which shall be designated by the Counselor. The Pupillage Groups shall be reassigned each year.

ARTICLE III—MEMBERSHIP

Section 3.1 Invitations to Membership.

Membership in The Judge Henry Woods American Inn of Court shall be conferred upon those accepting invitations extended by the Executive Committee. The Executive Committee’s discretion in extending invitations to membership is absolute and non-reviewable. Invitations may be extended on the basis of recommendations made to the Executive Committee by any member of the American Inn of Court or in response to written application, supported by references, and filed with the membership chair.

3.1.1 Membership shall not be denied on account of race, creed, religion, sex, age, disability or national origin. In accordance with the mission of the American Inns of Court Foundation, The Judge Henry Woods American Inn of Court is committed to creating and maintaining a culture that promotes and supports diversity in our organization and in our profession.

3.1.2 The Inn shall adopt and employ the Diversity Policy of the American Inns of Court Foundation. The policy shall be distributed annually at the Member Orientation.

Section 3.2 Active Members.

There are four classifications of active members in The Judge Henry Woods American Inn of Court, as ratified by the Executive Committee of this Inn. Membership as an active member of the Inn is available only to those who agree to participate in the Inn and pay the membership fees. The active member classifications are as set forth below:

3.2.1 Masters of the Bench—reserved for the most experienced Inn members, in good standing, who practice in Little Rock and contiguous counties. Other members include all Judges, Associate Judges (former and current) and full professors with tenure in Pulaski and contiguous counties.

3.2.2 Emeritus Masters—Masters of the Bench who, as determined by the Executive Committee, have faithfully fulfilled his or her obligations and duties to the Inn.

3.2.3 Barristers—members shall be licensed lawyers whose practice in Pulaski or contiguous counties. The members should have at least four years of experience in the practice of law.

3.2.4 Associates—members are to be chosen by the Executive Committee upon recommendation of the Membership Committee. It is preferred that each Associate has practiced for at least one year.

3.2.5 Pupils—members are current law students, recommended by the Dean of the University of Arkansas William H. Bowen School of Law. Pupils are not required to pay annual dues.

Section 3.3 Membership.

Membership in The Judge Henry Woods American Inn of Court shall consist of Masters, Emeritus Masters, Barristers, Associates, and Pupils.

Section 3.4 Inactive Members.

The Executive Committee may confer Emeritus memberships as set forth below:

3.4.1 Emeritus Members — Emeritus membership may be conferred on the basis of long and distinguished service to The Judge Henry Woods American Inn of Court. Emeritus Members shall not be obligated to pay dues, attend meetings, or participate in programs of The Judge Henry Woods American Inn of Court but shall enjoy all privileges of active membership including the right to vote. Emeritus Members shall be assigned to a Pupillage Group.

3.4.2 Leave of Absence for Members — Upon request and with the approval of a majority vote of the Executive Committee, an active member may request to take a leave of absence for a period of time of not less than one year. The leave of absence may be continued from year to year upon request of the Member and approval of a majority of the Executive Committee. During the leave of absence period, the member shall not be counted upon the rolls of membership for the Inn, shall not be assessed dues, shall not vote upon any issue submitted to the membership, nor shall such member participate in any Inn activity other than those open to all members of the bar or public and/or for which volunteers or invitees have been asked to participate. Upon request by the member and approval of a majority of the Executive Committee, a member in leave of absence status may be restored to active status.

ARTICLE IV—MEETINGS AND ATTENDANCE

Section 4.1 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 social event per year wherein members may invite guests. The Judge Henry Woods American Inn of Court may also co-host at least one meeting or event per year with The Judge William R. Overton American Inn of Court.

Section 4.2 Attendance.

The Membership Committee shall monitor attendance at meetings and shall submit the names of those who have three or more absences to the Executive Committee. The non-participating member will be contacted by the Membership Chair in order to determine if he or she wishes to remain in this American Inn of Court. The Executive Committee may revoke the membership of non-participating members.

ARTICLE V—VOTING AND ELECTIONS

Section 5.1 Masters.

Each Master, including Emeritus Masters, shall be entitled to one vote on all matters submitted to the Masters. A majority of active 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 5.2 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 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 5.3 Elections.

The nomination and election of the officers will occur every year at the beginning of the April meeting. The slate of nominations shall be submitted by the Executive Committee.

5.3.1 Counselor/President Elect—Counselor/President Elect shall succeed the President. If the President is not a member of the judiciary, it is preferred that the Counselor/President Elect be a member of the judiciary, but it is not required.

5.3.2 Secretary/Treasurer—The Secretary/Treasurer must be selected from among the Masters or Barristers and shall be elected by vote of a majority of the members present and they shall serve a one year term, then shall succeed to Counselor/President Elect.

5.3.4 Past President—Upon the election of a new President, the Past President shall be automatically appointed to serve as an officer on the Executive Committee of the new administration.

Section 5.4 Vacancies.

When a position as an officer or committee 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 regard to any maximum term of service.

ARTICLE VI—FISCAL MATTERS

Section 6.1 Fiscal Year.

The fiscal year of The Judge Henry Woods 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 6.2 Dues.

Dues shall be in an amount in which the Executive Committee may deem appropriate in order to conduct its meetings and otherwise meet its operating needs and shall be levied by the Treasurer during the month of August of each year. The Executive Committee shall also collect from each of its active members, such an amount assessed by the American Inns of Court Foundation as national membership dues. 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 6.3 Expenses.

The Judge Henry Woods American Inn of Court is authorized to help pay the cost for one or more representatives to attend the National Conference of the American Inns of Court Foundation. The Inn is also authorized to select and pay an administrator. The duties and salary of the administrator shall be determined by the Executive Committee.

ARTICLE VII—ADOPTION AND AMENDMENTS

Section 7.1 Adoption.

These Bylaws will be adopted by The Judge Henry Woods American Inn of Court upon approval by a majority of the Masters and Emeritus Masters who choose to vote as members of The Judge Henry Woods American Inn of Court and thereafter 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 via mail, facsimile, electronic mail, or other means when deemed necessary by the Executive Committee or the President.

Section 7.2 Amendments.

Amendments to these Bylaws may be made by a majority of the Masters and Emeritus Masters who choose to vote of The Judge Henry Woods 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.