

**AMENDED BYLAWS  
of the  
METROPOLITAN BAR CAUCUS**

**ARTICLE I  
NAME AND OFFICES**

1. The name of this organization shall be the Metropolitan Bar Caucus (hereinafter "MBC").
2. The MBC may have offices at such place as its Executive Committee may from time to time to designate.

**ARTICLE II  
OBJECTIVES AND PURPOSES**

The MBC is an unincorporated voluntary membership associate of major metropolitan bar association leaders, as those terms are defined in these Amended Bylaws ("Bylaws"). The objectives and goals of the MBC shall be:

1. To support and assist the goals and objectives of the American Bar Association ("ABA") and to uphold the honor and dignity of the profession of law;
2. To establish and maintain close association, liaison and cooperation among leaders of major metropolitan bar associations in order to exchange information and ideas, share concepts and direction, identify common concerns, improve existing bar programs and establish new programs, and assist in the betterment of large voluntary bar associations located in metropolitan areas throughout the United States.
3. To keep metropolitan bar leaders informed of relevant and important issues, and to advance the interests, goals and objectives of metropolitan bar associations.

**ARTICLE III  
MEMBERSHIP**

1. "Metropolitan bar associations" are defined as any local voluntary bar associations recognized by the American Bar Association with a total membership of one thousand (1,000) or more licensed attorneys.
2. "Metropolitan bar leaders" are defined as the incumbent president, the next highest ranking officers, the bar executive, any delegate to the ABA House of Delegates, and the past presidents for the two immediately prior years.

3. Each metropolitan bar association shall be admitted to membership in the MBC ("Association Membership"). Payment of dues by the association shall automatically entitle the metropolitan bar leaders enumerated in Article III, Section 2, above, to membership in the MBC so long as they hold one of the enumerated offices.

4. Any member in good standing of a metropolitan bar association who has previously held one of the offices enumerated in Article III, Section 2, above, shall be entitled to Individual Membership in the MBC upon application and payment of individual dues.

5. The title of life Member of the MBC shall be conferred upon any individual member who, in lieu of the payment of individual yearly dues, makes a one-time payment to the MBC in such amount as may be established by the its Executive Committee. That person shall not thereafter be required to pay annual membership dues.

6. Associate Membership in the MBC shall be available, upon application and payment of dues, to those individuals who are not otherwise eligible for membership, but whose duties and responsibilities are a part of, or contribute to, the work of metropolitan bar associations.

7. Honorary Membership in the MBC may be conferred by its Executive Committee upon those individuals who have made an outstanding contribution to metropolitan bar associations and thereby furthered the goals and objectives of the MBC.

#### **ARTICLE IV OFFICERS**

The elected officers of the MBC shall consist of a President, President-elect, and a Secretary-Treasurer who shall have the following duties and responsibilities:

1. The President shall be the Chief Executive Officer of the MBC and it shall be his or her responsibility to oversee and coordinate the activities of the MBC and to preside at its meetings. He or she shall be the spokesperson for the MBC and, whenever practicable, shall publicly appear for the MBC and speak its policies.

2. The President-elect shall assist the President in the performance of his or her duties and shall perform such other duties as may be prescribed by the Executive Committee. In the absence of the President, the President-elect shall act as Chief Executive Officer of the MBC.

3. The Secretary-Treasurer shall attend and keep minutes of all meetings of the MBC, maintain the funds and pay the obligations of the MBC and shall perform such other duties as may be prescribed by the Executive Committee.

## **EXECUTIVE COMMITTEE**

1. The Executive Committee shall consist of the elected Officers and twelve (12) members elected at large. The Past Presidents of the MBC shall serve as voting ex officio members of the Executive Committee.
2. Each Member at Large shall be elected to serve a term of two (2) years. Six (6) such Members at Large shall be elected in each even year and six (6) such Members at Large shall be elected in each odd year.
3. No Member at Large shall hold that office for more than two (2) consecutive, complete two-year (2-year) terms.
4. The Executive Committee shall manage the business affairs of the MBC. Any act of a majority of the voting members of the Executive Committee present at a meeting shall be the act of the Executive Committee. At each meeting of the Executive Committee, a majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business except that Past Presidents shall not be counted for purposes of quorum.
5. Meetings of the Executive Committee shall be held upon the order of the President or upon written request of any six (6) members of the Executive Committee. The President shall preside over such meetings and the Secretary-Treasurer shall act as secretary to the Executive Committee. Meetings of the Executive Committee shall be held at least two times each year, during the annual and midyear meetings of the ABA.

## **ARTICLE VI NOMINATIONS AND ELECTIONS**

1. The President shall appoint a Nominating Committee which shall consist of the Immediate Past President who shall chair the Nominating Committee, one Member at Large whose term of office will not expire at the next annual meeting, and one person who has not served as a member of the Executive Committee. It shall be the responsibility of the Nominating Committee to solicit nominations from the membership prior to the annual meeting and to nominate candidates for election as Officers and Members at Large of the MBC. The report of the Nominating Committee shall be circulated to the membership prior to the annual meeting of the general membership.
2. Any member in good standing of the MBC, as defined in Article III, Sections 1-5, may be nominated to serve as a Member at Large, except that, as provided in Article V, Section 3, no person shall serve as a Member at Large for more than two (2) consecutive, complete two-year (2-year) terms.

3. Officers and Members at Large of the MBC shall be elected at the annual meeting of the MBC. The President-elect and the Secretary-Treasurer shall be elected to a one-year (1-year) term and six (6) Members at Large shall each be elected to a term of two (2) years. The incumbent President-elect shall automatically ascend to the office of President. Each regular or Life Member in good standing shall be entitled to vote for Officers and Members at Large. Any such member may be nominated for office from the floor at the election meeting subject to the provisions of Article V, Section 3.

4. In the first year following adoption of these Bylaws, the Nominating Committee shall nominate eight (8) persons for the position of Member at Large and shall designate four (4) of the nominees to serve a two-year (2-year) term and the remaining four (4) nominees to serve a one-year (1-year) term. If there are additional nominations from the floor, the four (4) candidates receiving the highest number of votes shall be elected to serve two-year (2-year) terms.

## **ARTICLE VII MEETINGS**

1. The annual meeting of the MBC shall be held at the place and during the time of the annual meetings of the ABA and the National Conference of Bar Presidents ( NCBP").

2. The midyear meeting of the MBC shall be held at the place and during the time of the midyear meetings of the ABA and the NCBP.

3. The MBC may hold such special meetings as may be directed by the Executive Committee.

## **ARTICLE VIII DUES**

The amount of dues for MBC Association Membership, Individual Membership, Associate Membership and Life Membership shall be set by majority vote of the Executive Committee.

## **ARTICLE IX VACANCIES**

1. In the event of a vacancy in the office of President, the President-elect shall fulfill the unexpired term of the President and shall assume the duties and responsibilities of President. If the unexpired term is less than six (6) months, the office of President-elect shall remain vacant until the next annual meeting. If more than six (6) months remain in the unexpired term, the vacancy in the office of President-elect shall be filled by majority vote of the Executive Committee voting for such purpose.

2. In the event of a vacancy in the office of Secretary-Treasurer or Member at Large, the vacancy shall be filled by majority vote of the Executive Committee voting for such purpose. A vote of the Executive Committee to fill such a vacancy may be accomplished by mail or telephone ballot.

## **ARTICLE X COMMITTEES**

The President may from time to time establish such committees, with the advice and consent of the Executive Committee, as he or she deems necessary and advisable to further the stated objectives and purposes of the MBC.

## **ARTICLE XI ADOPTION AND AMENDMENTS**

1. These Bylaws shall be adopted by two-thirds (2/3) vote of the Executive Committee, subject to ratification by the general membership at the next annual meeting.
2. These Bylaws may be amended at the annual or midyear meetings of the Executive Committee by a two-thirds (2/3) vote of the members of the Executive Committee present and voting or by two-thirds (2/3) vote of the general membership.
3. No amendments to these Bylaws can be considered by the Executive Committee unless notice has been given to the Executive Committee, in writing, at least fifteen (15) days prior to the consideration of the proposed amendment.
4. These Bylaws were amended in accordance with the procedures and bylaws of the MBC on the 30th day of July, 1998.