

# VIRGIL HAWKINS



FLORIDA CHAPTER  
National Bar Association

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*"Transforming a Rich Legacy Into a Living Legacy"*

# BYLAWS

*Adopted June 16, 2018*

# **RESTATE<sup>D</sup>, AMENDED, AND RENUMBERED**

## **BY-LAWS**

### **VIRGIL HAWKINS FLORIDA CHAPTER NATIONAL BAR ASSOCIATION**

#### **Mission Statement**

The mission of the Virgil Hawkins Florida Chapter National Bar Association (hereinafter referred to as the "Association") is ensuring access to the justice system; increasing economic parity for the less-fortunate and disadvantaged of our society; and educating the community, particularly the Black community, on the need for empowerment and self-determination. In so doing, regardless of race, sex, or creed, the objective of the Association is to promote the administration of justice, preserve the independence of the judiciary, uphold the honor and integrity of the legal profession, encourage economic empowerment for all American citizens, protect the civil and political rights of the citizens of the United States of America as guaranteed by the Constitutions of the United States and the State of Florida, and promote legislation and initiatives to further this mission.

## **CHAPTER I**

### **Meetings**

**Section I.** There shall be four (4) general membership business meetings held quarterly ("Quarterly Meetings") during the Association's fiscal year.

**Section II.** Committee meetings, including meetings of the Executive Committee, Standing Committees, or Ad Hoc Committees, as referenced herein, shall be scheduled as needed by the President or the committee Chairperson.

**Section III.** All meetings shall be conducted in accordance with Robert's Rules of Order, as revised, except as otherwise provided in the By-Laws.

**Section IV.** Quorum is defined as a simple majority of the members in good standing in attendance at the meeting.

## CHAPTER II

### **Officers, Elections, Executive Committee Composition, and Vacancies**

**Section I. Officers** - The Immediate Past President serves in an ex-officio capacity. The officers of the Association shall serve a term of one (1) year and shall consist of the following positions:

- A. President
- B. President-Elect
- C. Vice-President
- D. Secretary
- E. Treasurer
- F. Law Student Liaison

### **Section II. Election Protocols**

- A. In order to be nominated for office or to run for office, a person must be at the time of the election meeting:

- 1. A member in good standing; and

2. A licensed attorney in good standing with the Bar of any state or territory of the United States or District of Columbia.
- B.** The general body shall nominate and elect the officers and the Nominating Committee for the Association, with the exception of the office of Immediate Past President, at the election meeting of the Association held during the last quarter of each fiscal year. Such election shall be by ballot. If any office is contested, the election shall be by secret ballot. Winners shall be determined by majority vote of the members in good standing who are present and voting. Voting is restricted to one vote per member in good standing, and proxy voting is not allowed. The person that holds the office of President-Elect shall assume the office of the President the year immediately following his or her election.

**Section III. Executive Committee** - The Executive Committee is the leadership committee of the Association, responsible for monitoring and overseeing those matters regarding the general governance of the Association. Voting members of the Executive Committee consist of the officers and the Immediate Past President of the Association. The President shall also appoint to the Executive Committee a General Counsel, a Parliamentarian, and any additional individuals that he or she deems appropriate for his or her administration. The General Counsel, Parliamentarian, and any person appointed by the President to

the Executive Committee do not have voting privileges, except for a person who is appointed to fill a vacancy of a formerly elected officer of the Association.

**Section IV. Vacancies** - Upon the death or resignation of the President, the President-Elect shall immediately assume the office of President for the remainder of the fiscal year. The President-Elect shall continue in the office of President during the normal procession of the next administration. The death or vacancy of the office of the President-Elect during any administration shall only be filled by a majority vote of the members in good standing at the next Quarterly Meeting of the Association or at the earliest possible time as determined by the President. Except for the office of President-Elect, vacancies in other offices of the Association or in the membership of the Executive Committee shall be filled by appointment by the President.

## CHAPTER III

### **Duties of Officers**

Each officer of the Association is required to fulfill the duties of his or her office. The duties of the officers consist of the following:

- A. The President** is the Chief Executive Officer of the Association and shall preside over the meetings of the Association. The President, personally or by designee, shall ensure that the mailing address, contact information, website, and information on all applicable stationery regarding the Association are updated, and shall notify the membership of these

updates, within forty-five (45) days after the new administration takes the oath of office. The President shall also:

- Serve as the chairperson of the Executive Committee;
- Select the chairperson of certain standing committees identified herein of the Association;
- Make any other appointments or establish any other committees for the good of the Association;
- Report to the general membership at the Quarterly Meetings immediately following the Executive Committee meeting(s) all official actions and recommendations made by the Executive Committee; and
- Serve as the official custodian of the by-laws during his or her administration.

**B. The President-Elect** shall perform the duties of the President in the absence or inability of the President to act. The President-Elect shall also:

- Perform such other duties as may be delegated by the President or by the Executive Committee;
- Immediately succeed to the office of President after the election meeting held one year following his or her election as President-Elect; and
- Chair the Long-Range Planning Committee.

**C. The Vice-President** shall coordinate the Quarterly Meetings under the direction of the President and shall perform such other duties as delegated by the President.

**D. The Secretary** shall have charge of all records of the Association, except the financial records and by-laws, and keep complete minutes of all official business meetings, including Quarterly Meetings and Executive Committee meetings. In the event of his or her absence from any meetings, the President shall designate a Secretary Pro Tempore in his or her place who shall have all the duties and powers of the Secretary at such meetings. The Secretary shall also:

- Serve as custodian of the records and files of the Association. The Secretary may not exhibit the records and files to any person who is not a member of the Association unless so authorized by the Executive Committee;
- Maintain an archived copy of the minutes, as made available by previous administrations, via hard copy or digital maintenance; and
- Update the archived minutes, at the end of his or her term, with a copy of the official minutes from his or her administration upon transfer of records to the newly-elected Secretary of the incoming administration.

**E. The Treasurer** shall have charge of the financial records of the Association,

subject to the control of the Executive committee. The Treasurer shall also:

- Collect and deposit all money due the Association, including the payment of annual membership dues, and shall report to the Executive Committee the names of all members who have paid dues and are in good standing;

- Maintain an updated list of all members in good standing and provide a copy of said list to the President prior to each Quarterly Meeting or as otherwise requested by the President. Any check that exceeds \$500.00 drawn upon bank accounts of the Association must be signed by at least two members of the Executive Committee, including the Treasurer, and such other officers of the Association as the Executive Committee may determine;
- Submit a written report to the members of the Association during each Quarterly Meeting of the Association which indicates the current financial activity and condition of the Association;
- Provide to the newly-elected treasurer, within thirty (30) days after the close of each membership year, a written report that indicates the financial condition of the Association at the end of the preceding membership year, which reflects assets and expenditures during such year. The outgoing treasurer shall copy the incoming and outgoing President on this report;
- Timely file the Annual Corporate Report, the applicable IRS annual tax returns, tax exemption reports and renewals, periodic solicitation reports and renewals, and any other reports or renewals related to the state of the Association's treasury and finances; and
- Chair the Finance Committee.

**F. The Law Student Liaison** shall establish an affirmative program to

maintain contact with law students enrolled in Florida law schools. The Law Student Liaison shall also:

- Maintain and keep an active roster of the Association's law student membership, develop a plan to expand that membership, and notify students of all meetings and activities of the Association;
- Maintain an active roster of executive board contact information for the Black Law Student Associations at all Florida law schools, and notify those organizations of all meetings and activities of the Association;
- Provide guidance and assistance to students in preparing for and taking the Bar Examination, and share information with the students and the Association regarding issues related to Bar Examination performance, success, and related character and fitness issues;
- Include law student-related issues on the agenda of meetings held by the Association, in conjunction with the president, when deemed appropriate by said officer and the President; and
- Chair the Law Students and Bar Admissions Committee.

## **CHAPTER IV**

### **Membership Composition**

**Section I.** Membership in the Association is open to any individual who shares the mission of the Association. Additionally, as provided for herein, attorney status membership is open to any lawyer who is a member of good professional standing of the Bar of any state or territory of the United States or District of

Columbia. Membership does not constitute interest in any property of the Association. Censure, termination, suspension, and reinstatement of membership may occur by:

- A. **Default** – Membership in the Association shall be suspended for members who fail to pay dues as set forth herein.
- B. **Resignation** – A member may resign at any time from the Association by submitting a letter of resignation to the President.
- C. **Disbarment** – A member who has attorney status, who has been disbarred, and who is permanently banned from the practice of law shall become eligible for Non-Attorney membership unless otherwise restricted from membership.
- D. **For Cause Censure, Suspension, or Termination** – For good cause, any member may be censured or suspended or terminated from membership upon vote of the Executive Committee, except that no such vote is required if the member fails to pay dues. Except for the nonpayment of dues, a vote for censure, suspension, or removal for cause shall occur only after the member complained or has been advised of a complaint in writing and has been given reasonable opportunity not to exceed ninety (90) days to reply. A member who is suspended, terminated, or censured may appeal the decision at any properly-noticed Quarterly Meeting of the Association, if the written notice of the appeal is properly received by the President of the Association at least ten (10) days prior to the meeting.
- E. **Reinstatement**- A person whose membership defaulted due to nonpayment of dues is automatically reinstated upon payment

of applicable membership dues. A person whose membership has been otherwise reclassified may be reinstated after the Executive Committee receives and approves the following: (1) a new membership application, (2) payment of the applicable membership fee, and (3) demonstration in writing that condition(s) prompting the termination or suspension no longer exist(s). The Association, during a regularly scheduled meeting or by operation of delegated authority to the Executive Committee, shall vote to reinstate the applicant within thirty (30) days after receipt of the foregoing terms.

**Section II.** The Association reserves the right to refuse or terminate membership of any individual who conducts him or herself in a manner contradictory to the mission of the Association.

**Section III.** Membership in the Association, as of July 1 of the membership year, shall consist of the following classes:

- A. **Life Member** – A member in good standing for the duration of his or her life or the life of the Association. Membership is not transferable and ends respectively with the death of the member or cessation of the Association, whichever occurs first.
- B. **Judiciary Member** – A member in good standing who is also a current or former member of the judiciary.
- C. **Non-Government Attorney (NGA) Member of Less than Five Years** – A member in good standing who is employed by a non-governmental agency and who is a licensed attorney for less than five years.

- D. Non-Government Attorney (NGA) Member Five Years and Greater** - A member in good standing who is employed by a non-governmental agency and who is a licensed attorney for five years or more.
- E. Government Attorney Member** – A member in good standing who is employed by an unincorporated, local, municipal, state, or federal governmental agency.
- F. Non-Attorney Membership** – A member in good standing who is not licensed to practice law in the United States of America.
- G. Law Student Membership** – A person who is currently enrolled in law school in Florida and who has submitted a membership application. Post law school and juris doctorate studies (i.e., LLM programs) do not apply to this class of membership.

**Section IV.** The Executive Committee shall first recommend to the general body, subject to majority vote of the body, any changes to the established classes of membership.

## **CHAPTER V**

### **Membership Dues**

**Section I.** The dues each year shall coincide with the fiscal year for each administration: July 1 through June 30. Membership dues are due on July 1 of each fiscal year and are accepted throughout the fiscal year and will not be prorated. Membership dues are not refundable.

**Section II.** A member in good standing is a member who pays dues for the current fiscal year and is, accordingly, financial.

**Section III.** Membership dues for each class shall consist of the following:

- A. Life Membership ..... \$1,500.00
- B. Judiciary Member..... \$100.00
- C. NGA Member of Less than Five Years ..... \$ 50.00
- D. NGA Member Five Years and More..... \$100.00
- E. Government Attorney Member ..... \$ 50.00
- F. Non-Attorney Member ..... \$100.00
- G. Law Student Membership..... FREE

**Section IV.** Discounts – All discount eligibility must be shown at the time of payment of the Association's annual membership dues and no later than August 1 of the current fiscal year. Each member is limited to the benefit of one discount. Applicable discounts shall apply as follows:

- A. One affiliate chapter membership discount is authorized per member. A member who provides proof of paid membership in any affiliate chapter of the Association for the current fiscal year of July 1 to June 30 is eligible for a \$10 discount off the annual Association membership dues for the same fiscal period; or
- B. One National Bar Association ("NBA") membership discount is authorized per member. A member who provides proof of paid membership in the NBA for the current fiscal year of July 1 to June 30 is eligible for a \$10 discount off the annual Association membership dues for the same fiscal period.

**Section V.** The Executive Committee shall recommend to the general body, subject to majority vote of the body, any changes to the dues and discounts for the established classes of membership.

**Section VI.** Life Membership dues is a one-time payment due on July 1 of the new fiscal year. Life Membership dues are not eligible for installment payment plans and are not eligible for any other discounts. A life member is subject to the same conditions of any class of membership, including membership termination for cause.

## **CHAPTER VI**

### **Standing Committees**

**Section I.** The Standing Committees of the Association consist of the following:

- A. Nominating Committee  
Chair and Members Elected by members in good standing of the Association
- B. Long-Range Planning Committee  
Chaired by the President- Elect
- C. Finance  
Chaired by the Treasurer
- D. Law Students and Bar Admissions  
Chaired by the Law Student Liaison
- E. Continuing Legal Education  
Chair Appointed by the President
- F. Recognition and Necrology  
Chair Appointed by the President
- G. Newsletter and Directory  
Chair Appointed by the President
- H. Judicial Selection  
Chair Appointed by the President

I. Issues and Resolutions  
Chair Appointed by the President

J. Ethics and Professional Responsibility  
Chair Appointed by the President

**Section II.** Unless otherwise designated herein, the President shall appoint the Chairpersons of each standing committee as referenced in this chapter, within the first quarter of the election meeting of the Association. The Chairperson of each committee shall appoint the members thereof and shall fill all vacancies occurring in said committees. The members of each committee shall serve until the next election meeting and thereafter until their successors are appointed or elected.

**Section III.** The standing committees are subject to the direction of the President primarily and the Executive Committee secondarily, and each committee shall file its annual report to the Executive Committee before the election meeting of the Association at the end of each year. The President may remove a committee chair or member due to the chair or member's failure to perform his or her duties in office, including failure to attend two consecutive Quarterly Meetings.

**Section IV.** Subject to majority vote of the members in good standing, the Executive Committee may create as needed during its current administration ad hoc committees.

## **CHAPTER VII**

### **Affiliate Chapters**

**Section I.** The Association recognizes the following organizations as affiliate chapters (listed in alphabetical order):

- A. The Caribbean Bar Association, Inc. (Miami)
- B. Daniel Webster Perkins Bar Association, Inc. (Jacksonville)
- C. F. Malcolm Cunningham, Sr. Bar Association, Inc. (West Palm Beach)
- D. George Edgecomb Bar Association, Inc. (Tampa)
- E. Gwen S. Cherry Black Women Lawyers Association, Inc. (Miami)
- F. Haitian Lawyers Association, Inc. (Miami)
- G. Joseph Hatchett Bar Association, Inc. (Daytona Beach)
- H. Josiah T. Walls Bar Association, Inc. (Gainesville)
- I. Latimer-Hawkins Florida Chapter National Bar Association Judicial Council, Inc. (Ormond Beach)
- J. Paul C. Perkins Bar Association, Inc. (Orlando)
- K. The T. J. Reddick Bar Association, Inc. (Fort Lauderdale)
- L. Tallahassee Barristers Association, Inc. (Tallahassee)
- M. Wilkie D. Ferguson, Jr. Bar Association, Inc. (Miami)

**Section II.** The Association, by resolution and majority vote of members in good standing, shall grant affiliate chapter membership status to other organizations and, by majority vote of members in good standing, remove affiliate chapter membership status to established affiliates. Henceforth, the dates of approval and removal of affiliate chapters shall be reflected in the minutes of the meeting during which the vote occurred.

## **CHAPTER VIII**

### **Amendment to By-Laws**

The Association may, at any quarterly meeting, by two-thirds (2/3) vote of members in good standing present at the meeting, amend or repeal its By-Laws only if the President (or the Executive Committee) notifies the general body at least 15 days before the quarterly meeting regarding the text of the amendment or the proposal for repeal.

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