



CONSTITUTION

ARTICLE I

Name

This Club shall be called "The Barristers"

ARTICLE II

Purposes

The Club is organized and operated exclusively for pleasure, recreation and other nonprofit purposes, including the maintenance of high standards of legal ethics and practices of its members and the development and encouragement of social relations among its members; and no part of the net earnings of the Club shall inure to the benefit of any member.

ARTICLE III

Membership

Any lawyer, without regard to race, gender or religion, who is actively engaged in the practice of law in the District of Columbia and who has demonstrated superior ability and high ethical standards in his or her practice, shall be eligible for admission to membership in this Club.

ARTICLE IV

Officers

The officers of the Club shall be a President, a Vice President, a Secretary and a Treasurer. In the event of the death, resignation or disqualification of any officer after election, his office shall become automatically vacant and his successor shall be elected by the Executive Committee by majority vote for the remainder of such officer's unexpired term. The term of office for the President, Vice President, Secretary and Treasurer shall be for one year and no officer shall be eligible for reelection to the same office unless and until one year shall have intervened.

ARTICLE V

Executive Committee

The Executive Committee shall have the power to administer and manage the affairs of the Club, subject to the Constitution and Bylaws and shall consist of the President, Vice President, Secretary, Treasurer, the outgoing President, and three (3) other members elected at the Annual Meeting. As in the case of officers, any vacancy due to the death, resignation or disqualification of any elected member of the Executive Committee shall be filled by the majority vote of that Committee for the remainder of such member's unexpired term.

ARTICLE VI

Standing Committees

The Club may provide by its Bylaws for such standing committees as may be deemed necessary.

ARTICLE VII

Meetings

There shall be an Annual Meeting of the Club on the first Monday in the month of October and each year and such additional functions, approximately monthly exclusive of July and August, as may be scheduled by the Executive Committee.

Special Meetings may be called at any time by the President, or by a majority vote of the Executive Committee, or by the Secretary upon the written request of fifteen (15) members, and upon written notice to all members specifying the purpose of such call. At such special meetings no business shall be transacted except such as shall be specified in the call thereof. At any meeting of the Club, the presence of thirty (30) members shall be necessary to constitute a quorum.

ARTICLE VIII

Elections

All officers and the three other members of the Executive Committee shall be nominated and elected at the Annual Meeting by a majority vote of the members in attendance.

ARTICLE IX

Amendments

This Constitution may be amended:

(a) at any Annual Meeting or at any special meeting, by a two-thirds vote of the members of the Club in attendance at any such meeting, provided notice of the proposed amendment or amendments, reduced to writing and subscribed by five (5) or more members, shall be mailed by the Secretary to every member in good standing at least thirty (30) days in advance of the meeting at which the amendment or amendments are to be submitted for adoption; or

(b) by a referendum vote by mail upon such rules and regulations as the Executive Committee shall prescribe; provided that no referendum vote shall be effective unless a minimum of one hundred (100) votes shall be filed and two-thirds of the votes so cast are in favor of the amendment.

BYLAWS

Section I

Presiding Officers

At all meetings of the Club, the President, or in his absence the Vice President, or in the absence of both of them, any member designated by the President or selected by motion of the members in attendance shall preside.

Section II

Duty of the Officers

1. President: The President shall conduct all meetings of the Club, appoint all committees, except the Executive Committee, represent the Club at all public meetings at which designated to attend, and exercise all powers and perform all duties usually incident to the office. He shall prepare a written report covering the activities of the Club and his office to be made to the Annual Meeting and filed of record.

2. Vice President: The Vice President shall perform all the duties and have the powers of the President in the absence of the latter. He shall also have primary responsibility for arranging the Club's functions, other than those for which a special chairman is appointed by the President.

3. Secretary: The Secretary shall keep the seal and records of the Club; ascertain the presence of a quorum at the Annual Meeting or at any special meeting; record the minutes of each meeting; send out all official notices of meetings and other functions; and shall have possession and supervision over the property belonging to the Club. He shall keep an accurate and up-to-date record of the names and addresses of all members and make a written report of his office to the Annual Meeting.

4. Treasurer: The Treasurer shall keep the accounts of the Club in true and accurate manner; shall deposit all monies of the Club in a local banking institution; shall make a monthly report to the Executive Committee, when requested, and an annual report to the Annual Meeting in each year. The funds of the Club shall be subject to withdrawal upon his signature, or upon the signature of any other officer of the Club. His accounts and annual report shall be subject to an audit.

Section III

Executive Committee

1. The Executive Committee shall meet at such time and place as designated by the President and/or any two members of the Executive Committee.
2. The Secretary shall keep a record of attendance and of the minutes at each Executive Committee meeting.
3. The Executive Committee shall have power to make such regulations and take such actions, not inconsistent with the Constitution and Bylaws, including such short-term borrowing of funds as may be deemed desirable or necessary to permit orderly payment of the Club's obligations, as shall be necessary for the protection of the property and for the best interest of the Club, and shall have the general management of its affairs.
4. Five members of the Executive Committee shall constitute a quorum for the transaction of business.

Section IV

Election of New Members

1. Each nomination for membership shall be made upon membership form approved by the Executive Committee. Each nomination shall require the recommendation of two active members.
2. The names of persons nominated for membership, as well as completed membership forms, shall be referred to the Secretary. The Secretary shall maintain a roster of nominees for membership.
3. Not less than three weeks prior to the meeting of the Executive Committee at which it intends to consider the election of nominees for membership, the Secretary shall provide written notice to all active members of the names of all nominees who are likely to be considered for membership by Executive Committee. The notice shall solicit written comments on the qualifications for election of all prospective members on a form approved by the Executive Committee.
4. At any time prior to the Executive Committee action, any member may submit written comments on any proposed member. All such comments must be accompanied by a statement of reason(s) why the proposed member should or should not be admitted to membership. The statement need not be signed by the member but shall be submitted to the Secretary in a sealed envelope bearing the member's signature. The comments, but not the envelopes, shall be forwarded to the Executive Committee by the Secretary. The Executive Committee shall consider all comments in deciding whether to elect a proposed member to membership. The Executive Committee shall have the power to consider, vote upon and elect all new members, but a two-thirds vote of the Executive Committee is required for election to membership.
5. All discussions, proceedings, and objections relating to nominees for membership shall be held in strictest confidence by the Executive Committee and all written comments shall be destroyed following the vote by the Executive Committee. The Secretary shall notify the members nominating the candidates of the favorable, or unfavorable action of the Executive Committee.
6. The Executive Committee is authorized to elect no more than twenty-five (25) new members during the year of any one administration, provided, however, that the total active membership shall not exceed three hundred (300) in any one administration.
7. Upon election to membership, each new member shall be so advised in writing by the Secretary, and shall be required to sign the club's roster, subscribing to its Charter, Constitution and Bylaws.
8. In considering nominations for new members, it shall be the duty of the Executive Committee to carefully weigh the qualifications of proposed members including their character, reputation in the community, their educational background, legal experience and the general probability of their continuing to advance in the legal profession and shall make such investigations of these factors as they may deem necessary, before a vote is taken.

Section V

Initiation Fees and Dues

1. The initiation fee to the Club shall be seventy five dollars (\$75.00), payable to the Treasurer within thirty (30) days after notice of election.
2. The annual dues of members shall be one hundred dollars (\$125.00), payable in advance in October of each year.
3. Unless said annual dues and all other assessments made against members of the Club are paid within sixty (60) days after formal notice in writing from the Treasurer, a defaulting member shall, ipso facto, be suspended from membership in the Club and shall be given written notice to this effect by the Treasurer. If at the end of thirty (30) days from the date that

the Treasurer shall have sent the written notice of suspension the dues and assessments owing by said member shall not have been paid, and the Executive Committee shall not have excused said member from the payment thereof upon his application therefor, said member shall forthwith cease to be a member of the Club and thereafter shall not be reinstated as a member in good standing except by the payment of the arrears in dues and assessments owing at the time of the termination of his membership and upon the unanimous vote of the Executive Committee upon his written application for such reinstatement.

4. The Executive Committee shall have power to excuse from assessments for the Club's functions other than the Annual Meeting and the Annual Dinner (a) any member on the Active List who timely notifies the Secretary, or the Secretary's designated agent, that he will be unable to attend such a function, and (b) for good cause shown, any member who has not so notified the Secretary, or the secretary's designated agent, of his inability to attend, provided application is made to the Executive Committee in writing. The assessments for the Annual Meeting and the Annual Dinner shall be mandatory on every member on the Active List whether in attendance or not.

5. Any member who does not reside or maintain a principal office within fifty (50) miles of the District of Columbia may be placed upon an Absent List or removed therefrom at any time upon written request to the Executive Committee. During the time a member is on such Absent List, he shall remain responsible for payment of dues, but shall not be subject to assessments of any kind, except as to those functions he attends or signifies his intention to attend. The Absent List shall be maintained by the Secretary and reviewed by the Executive Committee at least once a year.

6. Any member who has been a member of the Club for more than twenty-five (25) years and is over the age of fifty-five (55) years may be placed upon an Inactive List or removed therefrom at any time upon written request to the Executive Committee. In the event of the infirmity of a member, the Executive Committee may, in his discretion, place such member upon the Inactive List. During the time a member is on such Inactive List, he shall be subject to dues in the amount of one-half of the regular dues, but shall not be subject to assessments

7. Judges of courts of record, full-time court commissioners, U.S. bankruptcy judges, U.S. magistrate judges, or those who perform a judicial function on an exclusive basis, in an official capacity created by federal or state statute or by administrative agency rule, and retired judges who are eligible for temporary judicial assignment, and are not engaged in the practice of law, shall be classified as Judicial Members. A Judicial Member shall not be subject to dues or assessments of any kind, except as to those functions that such Judicial Member attends or signifies his or her intention to attend. Judicial Members who are no longer a judge shall be classified on the Active List if they engage in the practice of law and are not on the Absent or Inactive List.

Section VI

Annual Dinner

There shall be held each year, preferably in the month of February on a date set and at a place selected by the Executive Committee, an Annual Dinner for members of the Club and their guests. The President shall appoint a committee for this function.

Section VII

Resignations and Expulsions

1. Any member of the Club in good standing may resign his membership.
2. Any member may be expelled for misconduct in the practice of his profession, or in relation to this Club, or for any other good cause, by vote of not less than two-thirds of the members in attendance at any Annual Meeting or special meeting provided advance written notice of the purpose of said meeting shall be sent to every member of the Club by the Secretary not less than two (2) weeks prior to such meeting.
3. Disbarment of any member of the Club shall automatically expel such member from the Club.

Section VIII

Amendments

These Bylaws may be amended:

(a) at any Annual Meeting or at any special meeting, by a two-thirds vote of the members of the Club in attendance at any such meeting provided notice of the proposed amendment or amendments, reduced to writing and subscribed by five (5) or more members, shall be mailed by the Secretary to every member in good standing thirty (30) days in advance of the meeting at which the amendment or amendments are to be submitted for adoption; or

(b) by a referendum vote by mail upon such rules and regulations as the Executive Committee shall prescribe; provided that no referendum vote shall be effective unless a minimum of one hundred (100) votes shall be filed and two-thirds of the votes case are in favor of the amendment.