

RULES AND REGULATIONS OF THE JACKSONVILLE BAR ASSOCIATION
Approved 7-17-19

In accordance with Section 5.2 of the Association's Bylaws, the Board adopts the policies, procedures, rules and regulations stated herein (the "Rules and Regulations"). The Rules and Regulations may be altered, amended, modified, repealed, restated and/or supplemented from time to time by the Board. The Rules and Regulations incorporate the Association's Bylaws as if restated fully herein and apply terms as defined in the Bylaws. If any aspect of the Rules and Regulations conflict with or create ambiguity when read in conjunction with the Bylaws, the terms of the Bylaws shall supersede the terms of the Rules and Regulations.

MEMBERS

In order to establish and maintain membership status with the Association, a person must (i) be current in the payment of their annual membership dues (as applicable) and (ii) satisfy membership criteria relating to their particular form of Association membership. The Association offers the following forms of membership:

(a) Full Member. Any lawyer is eligible to be a Full Member of the Association if such lawyer is a member in good standing of The Florida Bar or authorized house counsel (as defined under Chapter 17 of the Rules Regulating The Florida Bar) or is a member in good standing of the bar or similar body of another state. A Full Member shall be considered a "member" under the Act, and only Full Members shall have the membership rights granted to a "member" in the Act, the Articles, and the Bylaws.

Absent any applicable discount, a Full Member's annual dues are \$225. The Association shall extend discounts to Full Members that also qualify as Public Service Members or Judicial Members or persons who purchase a CLE Packet from the Association:

(i) Public Service Member. A lawyer employed as a judicial law clerk, assistant U.S. attorney, assistant federal public defender, Fourth Judicial Circuit staff attorney, Jacksonville Area Legal Aid attorney, Three Rivers Legal Services attorney, federal and state government attorney, or attorney for the General Counsel's Office for City of Jacksonville may be a Public Service Member of the Association. A Public Service Member's discounted annual membership dues are \$125.

(ii) Judicial Member. A lawyer employed as a federal, state, bankruptcy, or administrative judge may be a Judicial Member of the Association. A Judicial Member's discounted annual membership dues are \$125.

(iii) Purchaser of a CLE Packet. The Association may extend complementary Full Membership free of charge to persons who meet the eligibility criteria of Full Members and purchase an annual CLE Packet from the Association for the price of \$175.

(b) Honorary Member. The Board may grant honorary membership in the Association to any distinguished lawyer who has been admitted to practice law in the State of Florida for at least 50 years or is a distinguished visiting lawyer. An Honorary Member may not (i) seek election as a Governor, (ii) vote in the election of the Governors and the admission of prospective Members, or (iii) vote on the alteration, amendment, modification, repeal, restatement or supplement of the Articles or these Bylaws. An Honorary Member need not pay any amount in annual membership dues.

(c) Student Member. A full-time or part-time student in good standing with any law school that is either accredited or provisionally accredited by the American Bar Association, or has an application for admission pending with The Florida Bar may become a Student Member of the Association. Regular Law Students may attend limited JBA events on a complimentary basis. A Student Member may not (i) seek election as a Governor, (ii) vote in the election of the Governors and the admission of prospective Members, or (iii) vote on the alteration, amendment, modification, repeal, restatement or supplement of the Articles or these Bylaws. A Student Member's annual membership dues are \$50.

(d) Out of Area Member. Pursuant to section 4.5 of the Bylaws, the Board has established a membership option for Out of Area Members. Any lawyer who is a member in good standing of the bar or similar body of another state and whose address is outside of Duval, Clay, Nassau, Baker or St. John's counties may become an Out of Area member. An Out of Area Member may not (i) seek election as a Governor, (ii) vote in the election of the Governors and the admission of prospective Members, or (iii) vote on the alteration, amendment, modification, repeal, restatement or supplement of the Articles or these Bylaws. Out of Area members may attend limited JBA events on a complimentary basis. An Out of Area Member's annual membership dues are \$50.

If The Florida Bar terminates or suspends a person's membership with The Florida Bar, that person's membership with the Association shall concurrently terminate or suspend. Termination or suspension, as applicable, is effective immediately upon formal action taken by The Florida Bar.

If a person's membership is terminated or suspended, the Association is not obligated to refund any portion of the person's prepaid annual dues.

Annually, the Board in conjunction with the Executive Director shall review and, if needed, adjust the Association's membership types, criteria, and annual dues.

COMPENSATION AND REIMBURSEMENT

No Governor, including any Governor serving as an officer of the Association, may be employed by the Association or receive any compensation for his or her services.

If a Governor or an Association employee (a “Representative”) incurs a reasonable and foreseeable expense while acting within the scope of his or her responsibility to the Association, the Association may reimburse some or all of the Representative’s expense.

Generally, the Association shall seek to implement adequate cost controls and ensure reimbursements are made on a uniform, consistent, and timely basis. To be entitled to receive reimbursement, a Representative must be judicious and cost conscious when incurring any potentially reimbursable expense and report expenses to the Association promptly and accurately, submitting all required documentation.

(a) Receipts. The Association shall not reimburse any expense unless the Representative requesting reimbursement submits a receipt or a comparable document evidencing an expense or, alternatively, provides a reasonable explanation as to why such documentation is unavailable.

(b) Expense Report. The Association shall not reimburse any expense exceeding \$100 unless the Representative requesting reimbursement submits a written expense report. A Representative may submit a single expense report relating to and seeking reimbursement for multiple related expenses. The Association must receive the expense report no later than one month after the date of the earliest expense identified in the report. An expense report shall state, at a minimum, the Representative’s name, the date of each expense, and the name and affiliation of all persons that benefitted from each expense. The expense report should attach receipts and comparable documents evidencing each expense. If the expense report relates to travel, the expense report shall also identify the destination and describe how the travel benefitted the Association.

(c) Advance Approval. The Association shall not reimburse expenses that fall within the following categories unless the Representative received President or the Association’s Executive Director’s advanced written approval: (i) air travel, (ii) hotel and lodging, and (iii) conference registration fees. If the President is to incur any such expense, the Association shall not reimburse the expense unless the President received advanced written approval of the Treasurer or the Association’s Executive Director. In all instances, if a Representative failed to obtain advance written approval for any such expense, the Board may later approve reimbursement upon timely submission of an expense report and supporting documents.

(d) Personal Benefit from Travel Expenses. The Association shall not reimburse a Representative’s personal expenses or the expenses of a Representative’s spouse, family members, or friends. The Association may however reimburse a Representative’s expense even though the expense benefitted persons other than the Representative. For example, if a Representative is travelling on behalf of the Association and the Representative’s family member shares a hotel room with the Representative or the Representative extends his or her travel for purposes of tourism, the Association may nevertheless reimburse the full travel expense. In such circumstances, the Representative (i) shall fully disclose all pertinent information to the Association and (ii) be a thoughtful steward of the Association’s resources—always placing the Association’s interest above his or her own. Where an expense conferred, in part, a personal benefit to a Representative, the Association may offer to reimburse less than the full amount of

the Representative's expense. If the Association and Representative disagree as to the appropriate amount of reimbursement, the Board, in its sole discretion, shall determine the amount of reimbursement.

(e) Air Travel. As a general rule, a Representative should rely on the Association to book Association related air travel. If the Association is not involved in booking the air travel, the Representatives must act as a thoughtful steward of the Association's resources. For example, the Representative should book their flight early to secure reduced fares. The Association shall reimburse only the cost of flying coach class fare. A Representative travelling on behalf of the Association may retain for their personal use frequent flyer miles and compensation for denied boarding; provided however that a Representative should always seek to travel on the most cost effective airline and not favor particular airlines to accumulate frequent flyer miles.

(f) Hotel and Lodging. As a general rule, a Representative should rely on the Association to book hotel and lodging. The Association may reimburse Representatives for the reasonable cost of lodging. In determining reasonableness, the Association shall consider convenience, the market rate for hotels in an area, and proximity to other venues on the Representative's itinerary. Representative shall endeavor to make use of available corporate and discount rates for hotels.

(g) Meals. The Association may reimburse Representatives for reasonable meal expenses. Reasonableness shall be determined in accordance with the US General Services Administration's per diem rates (<https://www.gsa.gov/travel/plan-book/per-diem-rates>). The Association shall not reimburse Representatives for any expense related to alcoholic beverages. The Association may offer to exclude the cost of alcoholic beverages and reimburse the balance of any meal expense.

(h) Transportation. The Association may reimburse Representatives for reasonable out-of-town transportation expenses; provided however that the Representative is required to exercise good judgment and use the most economical transportation available and appropriate under the circumstances. If a Representative uses his or her personal vehicle for out-of-town Association travel, the Association may reimburse the Representative for mileage at the currently approved IRS rate per mile. The Association may reimburse appropriate and necessary parking and toll expenses but shall not reimburse parking tickets, fines, car washes, or other ancillary expenses.

(i) Non-Reimbursable Expenses. The Association shall not reimburse any expense unless it conferred a tangible benefit to the Association. The Association also shall not reimburse any expense that may be perceived as lavish or excessive, including, for instance, first class tickets, limousine travel, or spa charges. Except as stated in these Rules and Regulations, the Association may exercise discretion in determining what constitutes a reasonable expense. If the Association and a Representative disagree over the reasonableness of a particular expense, the Board shall determine the amount of reimbursement owed.

ELECTIONS

In accordance with Section 5.6 of the Bylaws, the Association oversees and administers annual elections for the position of President-Elect and to fill vacancies on the Board. The Association shall administer the election within the following time frames:

(a) No later than March 1st, the Association shall notify Members of the positions to be filled, the duration of the term of each vacancy, the nomination process and deadline, and the election schedule.

(b) The nomination deadline shall be at least 30 but not more than 60 days prior to the annual meeting of Members and, in any case, no later than April 1st. To qualify to run for Governor, by the nomination deadline, a candidate must submit to the Association a completed Nomination Form, completed Candidate Profile Form, and recent digital color photograph. Nominations shall not be accepted after the deadline.

(c) Before voting begins, the Association shall provide each nominee that has qualified to be a candidate in the Association's election with the name and affiliation of each active Member of the Association. The Association shall also publish for the benefit of the Association's Members information regarding each candidate. The Association shall not provide candidates with the email addresses or contact information of the Association's Members.

(d) Online voting shall begin at least 20 but not more than 30 days prior to the annual meeting of Members.

(e) On the first day of voting, the Board shall cause ballots to be delivered to all of the Full Members and describe the method and timing for completing and returning the ballots. The ballots may be transmitted electronically and voting may be conducted online. Online voting shall conclude at midnight the day before the annual meeting of Members.

(f) Full Members may vote in person at and during the annual meeting of the Members. The Association shall establish a deadline to conclude in-person voting at the annual meeting of Members and may announce at the annual meeting of Members the candidates that prevailed in the election.

Prior to the nomination deadline, the Association shall make available blank Nomination Forms and Candidate Profile Forms. A completed Nomination Form shall state the name of the nominee and the office for which he or she is nominated. A Nomination Form may be submitted by any Full Member, including the nominee.

A completed Candidate Profile Form shall provide the candidate's (i) name, (ii) current and past Association activities, (iii) Florida Bar and other bar association activities, (iv) civic activities, and (v) goals for the Association. The Association shall publish information provided in a completed Candidate Profile Form to its Members.