



THE BYLAWS OF THE APPELLATE PRACTICE SECTION OF THE VIRGINIA BAR ASSOCIATION

ARTICLE I

Name and Purpose

Section 1. Name. This Section shall be known as the Appellate Practice Section of The Virginia Bar Association (the "Association").

Section 2. Purpose. The purpose of the Section shall be to further the objectives of the Association as stated in Article Six of the Association's Bylaws, consistent with the powers granted to the Section therein, and to bring together members of the Association with a special interest in appellate practice.

ARTICLE II

Membership

Section 1. Eligibility. Any member in good standing of the Association shall be eligible for membership in the Section.

Section 2. Admission to Membership. Admission to membership shall be by application and by payment of the Section dues.

Section 3. Quorum for Meeting of Membership. Those members present at meetings duly called as provided for in these bylaws shall constitute a quorum.

ARTICLE III

Officers

Section 1. Chair and Vice Chair. The initial Chair and any Vice Chair of the Section shall be appointed by the President of the Association for a one-year term. Thereafter, the Chair and Vice Chair of the Section shall be elected annually by the membership of the Section at the meeting prescribed in Article Six, Section 1 of these Bylaws. The Chair of the Section may appoint a nominating committee consisting of any three or more members of the Section for the purpose of making nominations for Chair and Vice Chair. The Chair shall perform the duties and have responsibilities of the Chief Executive Officer of the Section. The Chair shall preside at meetings of the Council and at meetings of the Section. The Chair shall have such other and further duties as the Section, from time to time, may provide. The Vice Chair shall assume the duties of the Chair in the absence of the Chair and shall have such other and further duties as the Chair or the Section, from time to time, may provide.

Section 2. Secretary. The Council may elect a Secretary who shall, in consultation with the Executive Director of the Association, maintain the rolls and records of the Section and shall have the further responsibility of preparing and maintaining such other records and reports of the Section as may become necessary. The Secretary shall have such other duties as the Chair or the Section, from time to time, may provide.

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Section 3. Treasurer. The Council may elect a Treasurer who shall, in consultation with the Executive Director of the Association, maintain the financial records of the Section and shall provide such reports and records of the Section as may become necessary. The Treasurer shall have such other duties as the Chair or the Section, from time to time, may provide. The offices of Secretary and Treasurer may be combined.

Section 4. Immediate Past Chair. Unless the Council votes otherwise, the Chair of the Section shall automatically become the Immediate Past Chair of the Section upon completion of that officer's term as Chair. The Immediate Past Chair shall have such duties as the Chair or the Council, from time to time, may provide.

Section 5. Term. Officers of the Section shall serve a one-year term which shall coincide with the terms of office of the officers of the Association. No Section officer shall serve more than two consecutive terms in the same office except upon application to and approval by the Board of Governors.

ARTICLE IV

Council

Section 1. Composition. The Section shall have a governing Council composed of the following members: the officers of the Section; not more than eight regular members; one member who is a judge on a Virginia appellate court; one member who is a judge on a federal appellate court; one member who is also a member of the Young Lawyer Division of the Association (the "YLD"); and one member who was recently a member of the YLD (the "YLD Transition" member). All members shall have equal voting rights.

Section 2. Nomination, Election, and Terms. The initial Council of the Section shall be designated by the Board of Governors of the Association to serve staggered terms of one, two, and three years as appropriate. Except for those initial Council members, members shall serve renewable three-year terms. The terms of the members shall be staggered, and the term of any member elected to serve out a member's unexpired term shall expire at the end of the unexpired term. Vacancies on the Council shall be filled in elections held annually by the Section's membership at the meeting prescribed in Article Six, Section 1. The Chair of the Section shall, not less than 90 days preceding each annual meeting, appoint a nominating committee of 3 members of the Section who will prepare a report for submission at the Section's annual meeting. The report of the nominating committee shall contain nominations to fill any vacancies in Council membership positions other than the YLD and YLD Transition positions, whether the vacancies were created by the expiration of a member's term, a member's resignation, or other reason. The Chair will accept nominations from the floor in accordance with procedures to be specified by the Council. Nominees receiving a simple majority vote of those attending the annual meeting and voting will be elected. In the event of a vacancy in the YLD or YLD Transition member positions, the Chair of the YLD shall, prior to the Section's annual meeting, make a nomination based on the nominee's leadership potential and contributions and service to the Association. As with the elections of other members,

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nominees to YLD or YLD Transition member positions receiving a simple majority vote of those attending the Section's annual meeting will be elected.

Section 3. Powers. The Council shall be the governing body of the Section subject to the control of the Board of Governors.

Section 4. Regular Meetings. The Council shall hold an annual meeting in conjunction with the Winter Meeting of the Association and other meetings as needed.

Section 5. Quorum. A majority of the members of the Council shall constitute a quorum for the purpose of transacting business.

Section 6. Special Meetings. Special meetings of the Council shall be held at any time at the call of the Section Chair, any three members of the Council, the President, or the Board of Governors.

Section 7. Notice of Meetings. All meetings of the Council, except the initial meeting after the organizational meeting of Section members, shall be upon not less than 5 days' notice.

ARTICLE V *Committees*

Section 1. Standing Committee. The Council may designate such standing committees as it may deem appropriate (e.g., Legislative; Membership; CLE; Communications; Nominations).

Section 2. Special Committee. The Chairman or the Council may appoint special committees as either may deem appropriate.

Section 3. Jurisdiction. The Council shall establish the jurisdiction of the Section committees and shall resolve any disputes among its committees. The Board of Governors shall resolve any disputes concerning the jurisdiction of the various Sections and Committees of the Association.

ARTICLE VI *Miscellaneous Provisions*

Section 1. Annual Meeting of the Section. The Section shall have at least one meeting annually for the entire membership of the Section, to be held in conjunction with the Association's Winter Meeting. The Section may have such other meetings of the entire Section as the Council or Chair may deem necessary.

Section 2. Amendments. Any amendments or additions to these bylaws shall be upon the approval of a majority of the members of the Section present and voting at the annual meeting; or by a majority of the members of the Section Council at one of its business meetings. Upon such approval by the Section or its Council, such amendments or changes shall be presented to the Board of Governors for approval, and they shall not be effective until so approved.



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Section 3. Publications. The Section may produce and distribute a newsletter or other publications in furtherance of its objectives. Any such publications shall be produced in consultation with the President and Executive Director of the Association.

Section 4. Section Conferences. The Section may sponsor a conference or seminar on some aspect of appellate practice. Such conferences shall be conducted in consultation with the President and Executive Director of the Association.

Section 5. Budget. The Section shall submit its budget to the Executive Director of the Association each year on or before November 1, for presentation to the Board of Governors as part of the Association's budget.

Section 6. Dues. Annual dues shall be in an amount approved by the Board of Governors upon recommendation by the Council.

Section 7. Reports. The Section will submit an annual report to the Board of Governors and the President of the Association. The Section shall submit such other reports as may be requested by the Board or the President.

Section 8. Expenditure of Funds. Except as otherwise provided herein or directed by the Board of Governors, the Section may expend the funds it collects through the payment of dues in the manner that it sees fit to advance the goals of the Association. However, the Section is not empowered to spend funds in excess of those actually on hand without advance approval by the Board, nor may it obligate the Association in any financial matter.

Section 9. Authentication. These bylaws were approved by the Board of Governors of The Virginia Bar Association on May 3, 2019.