



# COURT OF APPEALS FOR VETERANS CLAIMS BAR ASSOCIATION

## **BYLAWS OF THE COURT OF APPEALS FOR VETERANS CLAIMS BAR ASSOCIATION**

AMENDED by the Board of Governors on August 10, 2022

The Court of Appeals for Veterans Claims Bar Association shall be organized and operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the “Code”). The purposes of the Association are: (a) to improve and facilitate the administration of justice in the United States Court of Appeals for Veterans Claims (the “Court”) by (i) fostering an appropriate collegial relationship among members of the bar, the Court staff, and judges of the Court, (ii) facilitating the exchange of information among members of the bar, the Court staff, the judges of the Court, and members of the public, and (iii) engaging in charitable and educational activities permitted under section 501 (c)(3) of the Code; (b) to advance the education of the public in the administration of justice and to lessen the burdens of the government in achieving justice in the Court; (c) to instruct the public on subjects useful to the individual and beneficial to the community through conference in regards to the Court; (d) to make recommendations for rule changes to administer justice more effectively; (e) to conduct and support continuing legal education and to maintain and raise the standards of proficiency, integrity, and ethics in the practice of law before the Court, through fostering continuing legal education open to the public; (f) to assist, as requested by the Court, in planning and holding judicial conferences, in proposing qualified persons for membership on the Court’s committees, and in performing such other tasks and activities as may be requested by the Court; and (g) to undertake such other activities as are appropriate to enhance the status and effectiveness of the Court.

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any governor or officer of the Association, or to any other private person, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Association and to make payments and distributions in furtherance of the purposes of the Association set forth above.

No substantial part of the activities of the Association shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501 (h) of the Code and in any corresponding laws of the District of Columbia, and the Association shall not participate in or intervene in, (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these Bylaws, the Association shall not directly or indirectly carry on or engage in any activity which would prevent it from obtaining exemption for federal income taxation as a corporation described in Section 501 (c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Code.

## **ARTICLE 1**

### **MEMBERSHIP**

**Section 1.1**     Eligibility for Regular Membership. Regular membership shall be open to those persons in good standing of the bar of the Court. Attorneys and non-attorneys who are admitted to the bar of the Court after meeting the requirements of Rule 46(a) "*Practice Before the Court,*" shall be eligible for Regular Membership in the Association.

**Section 1.2**     Eligibility for Associate Membership. Associate membership shall be open to those persons not members of the bar of the Court but who are members in good standing of the bar of the highest court of the state of their admission to the bar, and who professes an interest in the subject matter jurisdiction of the Court and supports the mission of the Association.

**Section 1.3**     Eligibility for Auxiliary Membership. Auxiliary membership shall be open to those persons not members of the bar of the Court nor who are members in good standing of the bar of the highest court of any state, but who are employed by or have a contract with, a Regular or Associate

Member, and who profess an interest in the subject matter jurisdiction of the Court and supports the mission of the Association.

**Section 1.4** Dues. A member of the Association shall pay dues in the amount prescribed by the Board of Governors, subject to Article II of the Constitution. Honorary members as defined in Section 2.4 of the Constitution shall not be required to pay dues. Membership shall include the member's annual subscription to the Association's publications.

**Section 1.5** Payment of Dues-Administrative Suspension. A person whose dues are more than one (1) year in arrears ceases to be a member in good standing of the Association and will be considered in "*administrative suspension*" status. A person in an administrative suspension status is not eligible to vote, hold elected office or be appointed to committees in the Association.

**Section 1.6** Default in Payment of Dues-Automatic Termination. A person whose dues are more than two (2) consecutive years in arrears will be considered in "default" and have their membership in the Association immediately terminated.

**Section 1.7** Reinstatement of Members. A person whose membership has been terminated as per section 2.6 of the Constitution and/or Section 1.5 of these Bylaws, may be reinstated only upon a new application as per Sections 1.1-1.3 of these Bylaws.

## ARTICLE II

### REPORTS AND RECOMMENDATIONS

**Section 2.1** Association Action. A report or recommendation of a committee becomes the action of the Association only insofar as it is approved by the Board of Governors.

**Section 2.2** Distribution of Reports. A report or recommendation of a committee may not be released to the public before consideration by the Board of Governors.

**Section 2.3**     Restrictive Statement. Before approval by the Board of Governors, any material containing a report, recommendation, or proposal must prominently state at the outset that it represents the opinion of the committee making the report rather than the position of the Association.

### **ARTICLE III**

#### **REPRESENTATION OF THE ASSOCIATION**

**Section 3.1**     Representation. The President or a person expressly designated by the President shall express the policy of the Association as determined by the Board of Governors. No other member, agent, or employee of the Association may represent the Association or a committee of the Association before a legislative body, court, or other governmental agency, unless specifically authorized by the Board of Governors.

**Section 3.2**     Personal Views of Members. Any member who, when making public utterance, is identified as having an official connection with the Association or one of its committees shall, if the policy of the Association on the subject matter of the utterance has been determined by the Board of Governors, state that policy, and, if such member expresses views at variance with it, clearly identify the variance as the personal views of the member only. If there has been, or if the member has knowledge of, any such policy determination, the member shall nevertheless identify the member's utterances as the member's personal views.

### **ARTICLE IV**

#### **FINANCES**

**Section 4.1**     Annual Budget. The Board of Governors shall adopt an annual budget (fiscal year) for the finances of the Association. Notwithstanding adoption of an annual budget, the Board shall have the power, through majority vote, to approve additional and reasonable expenses of the Association that may arise during the fiscal year.

**Section 4.2**     Authority to Incur Expenses. The Treasurer shall disburse all funds but may pay only those expenses authorized by the Board of Governors that are within a budget appropriation. The bank account of the Association shall be maintained at a financial institution in Washington, D.C. Any withdrawal of funds by check or cash shall be signed by the Treasurer and/or by such other person or persons as may be designated by the Board of Governors.

**Section 4.3**     Expenses at Meetings. A member of the Association may not be reimbursed from Association funds for personal travel or other related expenses incurred in attending a meeting of the members, unless expressly authorized by the Board of Governors.

**Section 4.4**     Insurance Coverage.

- (a) The Treasurer of the Association shall be bonded in an amount deemed appropriate by the Board of Governors.
- (b) The Association shall carry such insurance as the Board of Governors deems appropriate.

## **ARTICLE V**

### **ELECTIONS OF THE BOARD OF GOVERNORS, VOTING, AND MEETING CONDUCT OF THE ASSOCIATION**

**Section 5.1**     Majority Vote. In any membership election of the Board of Governors, or in any other matter on which the membership shall vote, a majority of those voting shall be required, except as provided otherwise in the Constitution.

**Section 5.2**     Quorum. A quorum for a majority vote of the membership under Section 5.1 of these Bylaws shall be five percent (5%) of the Association's members in good standing at that time.

**Section 5.3**     Vacancies. A vacancy in the unexpired term of the President shall be filled by the President-elect. If a vacancy occurs in an unexpired term of any other member of the Board of Governors, the following procedure shall be followed:

- (a) If there is three (3) months or less remaining in the unexpired term, the Board may choose to leave the position unfulfilled, or select a person to fill the remainder of the unexpired term;

- (b) If four (4) months or more remain on the unexpired term, the President shall call for nominations from the Board of Governors and at a special or regular meeting, vote on the slate of nominees; and
- (c) Whomever the Board selects shall immediately become a member of the Board of Governors for the remainder of the unexpired term.

**Section 5.4**     Meeting Conduct of the Association. Where the Constitution and Bylaws are silent regarding the conduct of the Association Membership meetings, and meetings of the Board of Governors, *Roberts Rules of Order* in effect at that time, shall govern.

## **ARTICLE VI**

### **DUTIES OF OFFICERS**

**Section 6.1**     President. The President shall preside at meetings of the Association and the Board of Governors. The President shall appoint a chairperson and members of each committee of the Association.

**Section 6.2**     President-elect. The President-elect shall perform such duties as the President may assign and, except as otherwise provided, the duties of the President when the President is disabled from performing the duties of the President or is absent from any meeting of the Association of the Board of Governors. The President-elect shall ascend to the position of President at the next installation of officers.

**Section 6.3**     Secretary. The Secretary shall:

- (a) Keep the respective minutes and records of the Association and the Board of Governors;
- (b) Receive, certify, and publish nominations of officers and governors at large, and supervise their election;
- (c) Receive and keep as the property of the Association all papers, addresses, and reports to the Association or the Board of Governors; and
- (d) Give notice, when notice is required, to the Board of Governors, or the members of the Association.

**Section 6.4** Treasurer. The Treasurer shall supervise the safekeeping of the funds and investments of the Association and shall report periodically on the financial condition of the Association to the Board of Governors. The Treasurer's annual report shall be submitted for examination and audit by a certified public accountant designated by the President.

**Section 6.5** Administrative Officer. Any administrative officer appointed by the Board of Governors shall administer staff and facilities of the Association subject to the direction of the President of the Board of Governors.

## ARTICLE VII

### REMOVAL OF MEMBERS OF THE BOARD OF GOVERNORS

**Section 7.1** Administrative Removal. If a member of the Board of Governors becomes administratively suspended, or upon disbarment or suspension of a member by a court of the United States or any state, territory, or possession of the United States, he/she is automatically and immediately removed from the Board of Governors.

**Section 7.2** Removal of Officers for Non-Performance of Duties. If an officer of the Board of Governors is not performing his or her duties, he or she will be subject to possible removal from the Board.

**Section 7.3** Procedure for Removal. At a regularly scheduled meeting, a member of the Board of Governors, seeking removal of any member of the Board, will provide notice to the Board of their intention to make a *Motion for Removal* at the next regularly scheduled meeting. The Secretary shall record this in the minutes, provide written notice (mail or confirmed receipt electronic mail) to the member subject to removal, and the President will place the item on the agenda of the next regularly scheduled meeting (unless the President is the subject of the Motion for Removal, in which case the President-Elect will prepare the meeting's agenda). For the motion to pass, it must be approved by a unanimous vote of the Board of Governors present and voting. The member subject to the removal, shall be afforded the right to speak on their own behalf, but will not be able to vote on the Motion for Removal.

**ARTICLE VIII**  
**COMMITTEES**

**Section 8.1**     General Duties. A committee shall carry out its duties to the extent and in the manner authorized by the Board of Governors or the President.

**Section 8.2**     Appointment. Unless the resolution from the Board of Governors or President creating the committee provides otherwise, appointees to a committee shall be made by the President, and the new members of each committee shall elect their Chairperson. The President may, at any time, withdraw the committee appointment of a member. If a member of a committee resigns, dies, is placed in administrative suspension status, or becomes ineligible for membership in the Association, the President may appoint a successor for their seat on the committee.

**Section 8.3**     Standing Committees. Standing Committees shall research and study continuing or recurring matters relating to the purposes or business of the Association.

**ARTICLE IX**  
**FISCAL YEAR**

**Section 9.1**     Fiscal Year. The fiscal year of the Association shall be October 1 of each year through September 30 of the subsequent year.

**ARTICLE X**  
**EMERGENCY ACTION BY THE BOARD OF GOVERNORS**

**Section 10.1**    Emergency Action. Any necessary action by the Board of Governors authorized by Section 4.7 of the Association's Constitution (subject: Meetings) may be taken without a formal meeting (either Regular, Annual or Special) and without advance notice thereof, as may otherwise be required by the Constitution or any section thereof, or by these By-Laws or any section hereof, if a consent in writing, setting forth the action so taken, shall be agreed to by all members of the Board of Governors entitled to vote with respect to the subject matter thereof. Such written consent shall (i) have the same

force and effect as a unanimous vote and may be stated as such in any article or document filed with the Mayor of the District of Columbia, and (ii) be included in the Minutes or otherwise filed with the Association's official records.

## **ARTICLE XI**

### **AMENDMENTS**

**Section 11.1** Adoption and Amendment. The Board of Governors shall adopt By-Laws not inconsistent with the Constitution to further the administration of the Association. The By-Laws may be amended by a two-thirds (2/3) vote of the full Board of Governors. Any proposed amendment shall be sent to the Secretary, who shall give at least thirty (30) days' notice of the substance of the proposed amendment to the members of the full Board of Governors. Unless otherwise provided, an amendment is effective upon adoption.

**Section 11.2** Correction to Amendments. Upon adoption of an amendment to the By-Laws, the secretary may correct punctuation, grammar, or numbering where appropriate in the By-Laws, if such correction does not alter the meaning of the amendment.