



AMENDED AND RESTATED BYLAWS
OF
THE BUCKS COUNTY BAR ASSOCIATION

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**BYLAWS
OF
THE BUCKS COUNTY BAR ASSOCIATION**

**ARTICLE I
NAME, PURPOSE AND MANAGEMENT**

Section 1. Name

This association shall be called the Bucks County Bar Association (the "Association")

Section 2. Purpose

The Bucks County Bar Association is a professional organization whose purpose is to improve the quality of the legal profession by promoting:

- (a) Justice and the administration thereof,
- (b) High ethical standards among its members,
- (c) Legal services to the public,
- (d) Education of its members and public,
- (e) Professional and social activity among members, and
- (f) The image of the profession.

Section 3. Executive Director

The Board of Directors shall appoint a qualified person to serve as the Executive Director of the Association to manage the day to day Association activities. The Executive Director need not be an attorney, or a member of the Association. The Executive Director shall have authority to perform such routine functions pertaining to the offices of Secretary and Treasurer and such other functions that may be assigned by the Board of Directors. The Executive Director serves at the pleasure of the Board.

**ARTICLE II
MEMBERSHIP**

Section 1. Qualification for Membership¹

An attorney licensed and in good standing to practice in Pennsylvania is eligible for regular membership in the Association if:

- (a) he or she resides in Bucks County, maintains a principal office for the practice of law in Bucks County, or is employed in Bucks County in a law-related capacity by an agency or corporation or other entity (as used herein, "Principal office" is the place where the attorney spends the greater part of his/her working hours, even if it is a branch of a law firm that has its principal office outside the County); and
- (b) he or she is compliant with the professional liability insurance requirements of Pennsylvania Rule of Professional Conduct 1.4(c), or any successor thereto.

¹ Amended December 7, 2017

Section 2. Application Procedure

(a) An attorney wishing to become a regular member shall submit an application on a form prescribed by the Membership and Member Services Committee (the "Membership Committee") along with: (i) an application fee the amount of which, if any, shall from time to time be fixed by the Board of Directors and approved by the Association's members; and (ii) certification that such applicant maintains professional liability insurance as described in Section 1 of this Article. Upon receipt of the application the Membership Committee shall cause to be published to the membership of the Association the name of the applicant along with notice that any member may submit to the Committee a written objection to the application².

(b) After allowing at least ten days from the publication for receipt of objections the Membership Committee shall meet to consider whether acceptance of the application should be recommended to the Board of Directors. It may recommend acceptance or, if it finds that there exists any ground for suspension or termination of membership as described in Article II Section 3 below, the Membership Committee may make a tentative decision to recommend rejection.

In the latter event the Membership Committee shall give to the applicant written notice of that decision and of the applicant's right to request a hearing before the Membership Committee. The Membership Committee's notice shall include the substance of the information it has considered and the name(s) of the person(s) objecting to the application. The applicant may request a hearing by sending, within fifteen days of the mailing of the Membership Committee's notice, written notice to that effect.

If the applicant does so request, the Membership Committee shall conduct a hearing at which it considers testimony and other evidence concerning the application. The testimony at the hearing shall not be recorded by any means.

If after receiving the Membership Committee's notice the applicant does not request a hearing, the Committee shall consider the evidence in its possession and decide whether it supports denial of the application. If then, or after a hearing, the Membership Committee decides that there does exist sufficient ground for denial of the application it shall recommend to the Board of Directors that the application be denied; otherwise it shall recommend that it be accepted.

(c) The Board of Directors may accept or reject any recommendation of the Membership Committee. Upon approval of an application by the Board, the applicant shall become a member of the Association by payment of the appropriate proportionate part of the annual dues.

Section 3. Cause for Suspension and Termination of Membership

(a) An attorney's membership in the Association may be suspended if he/she fails to meet the qualifications of the applicable class of membership as set forth herein.

(b) An attorney's membership shall be suspended during any time while the attorney

² Amended December 7, 2017

is suspended from practice by the Supreme Court or its Disciplinary Board, and it shall be terminated upon disbarment.

(c) An attorney's membership may be suspended or terminated for conduct deemed criminal, disreputable, unseemly, unprofessional, or otherwise detrimental to the interests of the Association, whether or not the person has been subjected to discipline by the courts for the same conduct and whether or not the conduct was related to the practice of law.

Section 4. Procedure for Suspension or Termination of Membership

(a) Upon learning of any allegation of cause for suspension or termination of an attorney's membership, the Member Services Committee shall meet to determine whether there is sufficient reason to proceed further. If it determines that there is, the Committee shall give to the member written notice that it is considering recommending to the Board of Directors that the member be suspended or terminated and that the member may request a hearing before the Committee. The Committee's notice shall include the substance of the information it has considered and the name(s) of the person(s) who are urging the suspension or termination.

(b) The member may request a hearing by sending, within fifteen days of the mailing of the Committee's notice, written notice to that effect. If so requested the Committee shall conduct a hearing at which it considers testimony and other evidence concerning the matter. The Committee shall give at least fifteen days' notice of the hearing to the members of the Association, giving the name of the member and the nature of the allegations against him/her. The testimony at the hearing shall not be recorded by any means.

(c) If the member does not request a hearing, the Committee shall consider the evidence already in its possession and decide whether it supports suspension or termination. If the Committee then or after a hearing decides that there is sufficient ground for suspension or termination it shall recommend that action be taken. The Board may accept or reject any recommendations of the Committee.

Section 5. Other Classes of Membership

In addition to regular membership, there shall be the following additional classes of membership:

(a) Associate Membership – For those attorneys who are not eligible for regular membership. They shall become associate members upon compliance with the application procedure set forth in Section 2 above. They shall not be entitled to vote on Association business nor be directors or officers, but otherwise shall be entitled to participate in Association affairs on the same basis as regular members.

(b) County Employee/State Employee/Legal Aid Employee Membership. For full time employees of the County of Bucks, the Commonwealth of Pennsylvania, or Legal Aid of Southeastern Pennsylvania. They shall become employee members upon compliance with the application procedure set forth in Section 2 above. They shall be entitled to participate in Association affairs on the same basis as regular members.

(c) Emeritus Membership – For: (1) those attorneys who have been regular members for at least 25 years and are retired from active practice; (2) those who have been regular members for at least 40 years. They shall be admitted to this status upon written request to the Member Services Committee. They shall be exempt from the requirement that they maintain a residence or office in Bucks County. They shall continue to have all the privileges of the class of membership to which they formerly belonged but shall not be required to pay dues or assessments.

(d) Honorary Membership – For: (1) current and former Judges of the Bucks County Court of Common Pleas; (2) or residents of Bucks County who are current or former Judges of Pennsylvania Appellate Courts or Federal Courts; (3) or current presiding Magisterial District Judges whose District, in whole or in part, is in Bucks County. They shall be admitted to membership upon written request to the Committee without going through the usual application procedure, shall be exempt from the payment of dues, and shall have all the privileges of regular members, except for those Magisterial District Judges, who are not attorneys licensed to practice law in Pennsylvania, who shall not be entitled to vote on Association business nor be directors or officers, but who shall otherwise be entitled to participate in Association affairs on the same basis as regular members.

(e) Law Student Membership.³ All law students who are presently enrolled in an accredited law school are eligible for student membership. They shall become members upon compliance with the application procedure set forth in Section 2 above. They shall neither be entitled to vote on Association business nor be officers or directors.

ARTICLE III DUES AND ASSESSMENT

Section 1. Annual Dues

The annual dues of all classes of membership as well as special assessments shall be fixed from time to time by vote of the membership.

Section 2. Payment

Dues and assessments shall be due and payable on January 1 for the current fiscal year (the “Due Date”). A new member shall pay a pro rata part of the annual dues from the date of her/his admission to December 31.

Section 3. Non-Payment

A member who has not paid the applicable annual dues and assessments within ninety (90) days after the Due Date shall be given written notice that if such dues are not paid within thirty (30) days, his or her membership shall lapse unless other mutually acceptable arrangements are made. A member whose membership has lapsed may be reinstated upon payment of the entirety of the then current year’s dues and assessments.

³ Amended December 7, 2017.

**ARTICLE IV
ASSOCIATION MEETINGS**

Section 1. Annual Meeting

The annual meeting of the Association shall be held between November 15 and December 15, inclusive, of each year at a time, place and date to be designated by the Board of Directors.

Section 2. Special Meeting

Special meetings of the Association may be called by the President or by the Board of Directors, and, shall be called by the President, upon written request by twenty-five (25) members of the Association, made to the President, stating the purpose of the meeting.

Section 3. Adjournment

Any meeting, annual or special, may be adjourned to a time certain by a vote of the majority of members present.

Section 4. Notice of Meetings

All calls for meetings shall be sent to the members at least five (5) days before the time fixed for the meeting and calls for special meetings shall briefly state the purpose of the meeting. When directed by the President, calls shall be accompanied by copies of any resolutions or reports to be proposed to the membership for consideration or adoption.

Section 5. Quorum

A quorum for the transaction of any business shall consist of 10% of the membership.

Section 6. Order of Business

The order of business at the meetings of the Association shall be as follows, but may be suspended or changed at the request of the presiding officer if no objection is made thereto, or by the affirmative vote of a majority of the members present at the meeting.

At each annual and special meeting of the Association, the order of transaction of business shall be:

1. Reading of the minutes of preceding meeting
2. Report of the Treasurer
3. Report of the Board of Directors
4. Report of the Membership Services Committee and if necessary election of new members
5. Reports of other standing committees
6. Reports of special committees
7. Unfinished Business
8. New Business
9. Election of Officers at annual meeting only

**ARTICLE V
GOVERNMENT**

A. Board of Directors

Section 1. Powers

The government and management of the Association shall be vested in eighteen (18) of its members, who shall be known as the Board of Directors, which may exercise all powers of the Association.

Section 2. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business. Vacancies occurring in the Board of Directors shall be filled by action of the Board who shall select a successor or successors to serve until the next regular election, at which time a director or directors shall be elected for the unexpired term.

Section 3. Composition and Terms

(a) The Board of Directors shall be comprised of the President; Vice President/President Elect, (who shall automatically succeed to the Presidency at the next annual meeting); Secretary; Treasurer; the Immediate Past President; the Past President who is five (5) years removed from office; and twelve (12) others (the "At-Large Directors"), who are elected at the annual meeting of the Association. At the annual meeting of the Association, each year there shall be elected:

(i) For the respective term of one (1) year, the President (only if the Vice President-Elect is not available to succeed to the office of President), Vice President/President-Elect, Secretary and Treasurer; and

(ii) For the term of three (3) years, four (4) members of the Board of Directors.

(b) All terms of office shall commence immediately following the annual election and all officers and members of the Board shall serve their stated terms or until the election and qualifications of their successors.

Section 4. Nominations for Board Membership

(a) Nominations for officers of the Association and members of the Board of Directors shall be made by the Nominating Committee and shall be filed with the Secretary of the Association at least forty-five (45) days prior to the annual meeting. Immediately upon receipt thereof, the Secretary shall cause such nomination to be printed in The Bucks County Law Reporter and shall post the same in a conspicuous place in the Court House where such nominations shall remain until after the elections. Additional nominations may be made from the floor at the annual meeting. Votes cast at such election for others than those nominated shall not be counted.

(b) No officer shall be eligible for re-election to the same office he or she held during the preceding year, except that the Secretary and Treasurer may be reelected for one additional term after the first election; nor shall any non-officer member of the Board of Directors be eligible for re-election to the Board of Directors in the year succeeding the end of the term, except in the capacity of an officer or as provided in Section 3 above.

Section 5. Notice of Office Candidates

Along with the notice of the annual meeting, the Secretary shall provide to every member of the Association, a list of the candidates for any office or place to be filled. Where there is more than one nominee for any such office or place to be filled, the names of such persons shall be listed in alphabetical order without designation as to the method of their nomination.

Section 6. Judge of Elections

If there is more than one nominee for any office or place to be filled, the President shall appoint from among the members in good standing a judge of elections and at least two tellers of any ballot box to be used in conducting the election, and the report shall be made to the President, who shall announce the result of the election and cause the same to be posted in the Court House.

Section 7. Proxy Voting

No voting by proxy shall be allowed.

Section 8. Right to Vote

No one who has not been a member for at least thirty (30) days prior to the annual election shall be entitled to vote thereat, nor shall any member be then entitled to vote who has not paid dues for the current fiscal year immediately preceding a non-voting member or a member under suspension or having been expelled.

Section 9. Regular and Special Meetings

The Board of Directors shall hold a regular meeting at least ten (10) times per year at such time and place as they may decide upon. Special meetings may be called by the President at any time or upon the request of three directors.

Section 10. Executive Committee

A permanent Executive Committee is hereby provided for, which Committee shall have and may exercise all of the powers and authorities of the Board of Directors in the management of the business affairs of the Association with the following restrictions:

(a) The Executive Committee shall be comprised of the President, Vice President/President Elect, the Treasurer, the Secretary, and the Immediate Past President of the Association.

(b) Meetings of the Executive Committee may be called by the President or any other member of the Board of Directors and shall be limited to those matters requiring prompt action by the Association, between the monthly Board of Directors' meetings.

(c) Meetings of the Executive Committee may take place at any location and may include meetings by conference call. Any action taken of the Executive Committee shall be taken only upon the authority of a vote of the majority of the Executive Committee.

(d) The Executive Committee shall not have the power or authority to amend or repeal any resolution of the Board of Directors, and any action of the Executive Committee must be reported to the next meeting of the Board of Directors for the purpose of ratification or such other action as the Board of Directors shall determine is appropriate.

Section 11. Parliamentarian

The Vice President/President-Elect shall serve as the Parliamentarian at all meetings of the Board of Directors and of the Membership. The Parliamentarian shall advise the presiding officer of the meetings as to procedure, being guided by such rules of order as may be adopted by the Association in accordance with these Bylaws.

B. Officers

Section 1. Number and Term

The officers of the Association shall be a President, a Vice President/President Elect, a Secretary and a Treasurer. They shall be elected at the annual meeting of the Association to serve respectively for a term of one year.

(a) **President:** The President shall be the chief executive officer and shall preside at the meetings of the Association, generally supervise the management of its affairs, appoint the chairpersons and members of committees, be a voting member ex officio of all committees except the Nominating Committee and shall serve as the Chairperson of the Board of Directors during the term of office and shall have such other powers as regularly pertain to the office.

(b) **Vice President/President-Elect:** The Vice President/President-Elect shall perform such duties as may be assigned to that office by the President or by the Board of Directors. The Vice President/President-Elect shall be a voting member ex officio of all committees except the Nominating Committee. The Vice President/President-Elect shall automatically succeed to the Presidency at the next annual meeting. In the absence or disability of the President, the Vice President/President-Elect shall exercise the powers and perform the duties of the President and on the death or resignation of the President, the Vice President/President-Elect shall succeed to the office of President. All other officers shall move up in succession and a Treasurer shall be appointed by the Board until the next annual election.

(c) **Secretary:** The duties of the Secretary shall be as follows:

- (1) To serve as an ex officio Secretary of the Board of Directors.
- (2) To give all members notices of all meetings, and in case of special meetings, to note the object of the meeting.
- (3) To keep minutes of all meetings.
- (4) To perform such other duties as pertain to the office.
- (5) To act as custodian for all records of the Association other than those of the Law Reporter and other standing committees, and of the Treasurer.

(d) **Treasurer:** The duties of the Treasurer shall be as follows:

- (1) To review all receipts of monies for the Association including sums received for the Law Reporter and from any other source.
- (2) To deposit or review the deposit of all monies in proper depository or depositories to the account of the Association, including interest-bearing accounts.
- (3) To review such investments as may be authorized by the Board of

Directors.

- (4) To review the payment of all bills and accounts of the Association upon properly authenticated vouchers.
- (5) To oversee the accounts of all receipts, disbursements and investments and make reports thereon at the annual meeting of the Association and such other times as directed.
- (6) To maintain the records of the office and to do all other things which pertain to such office.
- (7) To oversee the disbursement of funds in accordance with the policies adopted by the Board of Directors.

C. Vacancies in Office

Section 1. Vacancies

If any office other than that of President becomes vacant during the term thereof by reason of death, resignation or otherwise, the Nominating Committee shall develop a list of qualified potential candidates to fill such vacancy and provide such list to the Board of Directors within thirty (30) days of such vacancy. The Board of Directors shall consider such list of potential candidates and any other suitable candidates presented to the Board and shall select an individual to fill the vacancy. The person so selected shall serve until the next regular election.

Section 2. Removal from Office

(a) An officer or a member of the Board of Directors who ceases to qualify for such office or for membership in on the Board of Directors shall forfeit that office or directorship, as applicable, immediately.

(b) An officer or a member of the Board of Directors may be removed from such office or directorship, as applicable, by a vote of two-thirds of the Board of Directors upon a showing that such officer or director is failing to fulfill the responsibilities of such position and/or for any reason as set forth in Article II, Section 2 of these Bylaws. Such removal shall be subject to the following:

- (1) The officer or director in question shall have the right to receive not less than ten (10) days' notice of the date, time and place of the meeting of the Board of Directors for the consideration of such removal.
- (2) The officer or director in question shall have the right to be heard in person, or through a representative, at any such meeting of the Board of Directors.
- (3) The officer or director in question shall have the right to file an appeal with the Secretary of the Association within thirty (30) days of receipt of the notice of removal. Upon receipt of such appeal the Immediate Past President of the Association shall, within thirty (30) days, call a special meeting of the members of the Association for the purpose of reviewing the action of the Board of Directors. Unless the action of the Board of Directors is disapproved by a majority of the members present and voting,

the decision of the Board of Directors regarding such removal shall be deemed approved. Any such decision of the members shall be final.

ARTICLE VI COMMITTEES

The President of the Association may from time to time create special committees and appoint the members thereof. The President shall also appoint the chair of each special and standing committee. The Vice President/President-Elect may select for the President's appointment, the vice chair (if any) with it intended that the vice chair then succeed upon fulfillment of duties to the position of committee chair during the following year under the appointment of the succeeding President. In addition to those special committees created and appointed by the President, there shall be the following standing committees, the members of which shall be appointed by the President. The presence of a majority of committee members or seven (7) committee members, whichever is less, shall constitute a quorum. The acts of a majority of committee members present at a committee meeting at which there is a quorum shall constitute the acts of the committee.

Section 1. Membership and Member Services

The Membership and Member Services Committee shall accept applications for membership, and review qualifications as provided in these bylaws; shall recommend to the Board of Directors, and implement, if so approved, procedures for recruiting and maintaining members of the Bucks County Bar Association; and shall review and recommend to the Board of Directors, services and benefits for members of the Association. The Membership and Member Services Committee shall consist of not fewer than six members.

Section 2. Nominating

The function of the Nominating Committee is to nominate candidates for officers and directors to be elected at the annual meeting or to fill vacancies during the year. The Nominating Committee shall consist of nine members, consisting of the following:

- The three most recent past presidents,
- Two members selected by the membership of the Young Lawyers' Division,
- Two members selected by the membership of the Women Lawyers' Division,
- Two at-large members appointed by the President of the Association.

Members of the Nominating Committee, except the three past presidents, shall serve two-year terms. The first year, one member from the Young Lawyers Division, one member from the Women Lawyers Division and one at large member shall be elected for a term of one year. No one shall be eligible for membership on the Nominating Committee unless at least three years has elapsed since the expiration of his or her most recent term on the Nominating Committee.

Members of the Nominating Committee shall not be eligible for nominations to the slate. When reviewing a person's qualifications for office, the Nominating Committee should consider such things as whether the nominee has served on the Board of Directors, served on the Budget and Bar Property Committee, been a member of or chair of Bar Association Committees,

Sections or Divisions along with such other service to the Association as the candidate may indicate.

Section 3. Fee Disputes

The Fee Disputes Committee shall concern itself only with disputes as to fees charged by any member of the Bucks County Bar Association and/or by other attorneys who voluntarily agree to submit to the jurisdiction of the Fee Disputes Committee.

The Fee Disputes Committee shall prepare and submit to the Board of Directors for approval, unified procedures and rules which will treat each dispute in the same manner and guarantee that due process be given to all attorneys and clients. Changes thereto shall be prepared by the Fee Disputes Committee and submitted to the Board of Directors for approval.

The Committee shall consist of all segments of the Bar Association including members of large offices, small offices and individual practitioners. No one shall be appointed to the Committee who is not in private practice and who has been in practice less than five years, since some experience with respect to the value of service is a prerequisite. The Committee chairpersons should be an individual who has been a member of the Committee for one or more years prior to being appointed chairperson.

The legal authority of the Committee to resolve differences as to fees between an attorney and client or an attorney and another attorney is the Uniform Arbitration Act of 1980, as amended; 42 Pa. C.S. Section 7301, et seq. All matters referred to the Committee are based upon the voluntary submission to the Committee by parties concerned.

Section 4. Bench-Bar Relations

The Bench-Bar Relations Committee shall counsel with the Court in mutual discussion of issues facing the Bench and Bar.

Section 5. Law Reporter

(a) Name: The official publication of the Association shall be "The Bucks County Law Reporter."

(b) Committee: There shall be no fewer than five members of the Law Reporter Committee, at least one of whom shall be the Treasurer of the Association. The other members shall be appointed by the President and shall be eligible for reappointment.

(c) Editorial Staff: The Editorial Staff shall be appointed by the Committee and shall consist of an Editor and an Assistant Editor. The Editor shall serve for two years. The Assistant Editor shall serve for two years as Assistant and then succeed as Editor.

(d) Salary: The salary of the Editor and Assistant Editor shall be fixed by the Board.

Section 6. Budget and Bar Property

The Budget and Bar Property Committee shall oversee the finances of the Association, make recommendations as to financial policies, oversee the maintenance and repairs of the property, and prepare the annual budget for the Association for submission to the Board of Directors.

Section 7. Personnel

The Personnel Committee shall review salaries and other compensation of the Association staff and make recommendations to the Budget and Bar Property Committee regarding such salaries and other compensation. The Personnel Committee shall also; review personnel policies from time to time and make recommendations regarding such policies to the Board of Directors. The Personnel Committee shall be made up of the Executive Committee, the chair of the Budget and Bar Property Committee (if different than the Treasurer), and three members appointed by the President, each of whom shall serve for a term of one year.

**ARTICLE VII
SECTIONS**

Section 1. Purposes

Sections may be established for the purpose of promoting the objectives of the Association and its members within particular fields as designated by the names of such sections and shall provide a means for interested attorneys to meet and to discuss particular aspects of legal practice.

Section 2. Creation, Combination, Discontinuance or Change of Name

The Board of Directors, by a two-thirds vote of the members present, may create a new section, combine existing sections, discontinue any section or change the name of any section.

Section 3. Membership

Membership in any section is open to all members of the Association, except to the extent limited in Section 6 below.

Section 4. Bylaws

Each section may adopt bylaws not inconsistent with these bylaws. The jurisdiction of each section shall be described in its bylaws. Such bylaws, and any amendments thereto, shall become effective when approved by the Board of Directors.

Section 5. Officers

A section shall have a chairperson and may also have such other officers as its bylaws may provide. It may also have a council consisting of the section officers and such other members as its bylaws may provide. Until the selection of a section chairperson as provided in its bylaws, the chairperson shall be appointed by the President of the Association.

Section 6. Dues

If provided in its bylaws, and upon approval of the Board of Directors, a section may require that section members pay dues. No section shall undertake any activity involving the expenditure of funds not raised through the assessment of section dues unless first authorized by the Board of Directors.

Section 7. Meetings

Meetings shall be held at such times and places as selected by the section chairperson or as otherwise provided in the section bylaws.

Section 8. Reports

All section chairpersons shall provide annual written reports on section activities to the Board of Directors.

ARTICLE VIII DIVISIONS

Section 1. Young Lawyers' Division

(a) Purpose

The Young Lawyers' Division shall have as its province the organization of the newer members of the Bar of this County so that they may cooperate for the betterment of the profession and for the advancement of the aims and work of the Association.

(b) Membership

Membership in the Young Lawyers' Division is open to all members age 38 years and younger and all members who have been practicing for fewer than five years.

(c) Bylaws

The Young Lawyers' Division may adopt bylaws not inconsistent with these Bylaws. Such Bylaws, and any amendments thereto, shall become effective when approved by the Board of Directors.

(d) Officers

The Young Lawyers' Division shall have a chairperson and may also have such other officers as its Bylaws or these Bylaws may provide. It may also have a council consisting of the Division officers and such other members as its Bylaws may provide.

(e) Dues

If provided in its Bylaws, and upon approval of the Board of Directors, the Young Lawyers' Division may require that Division members pay dues.

(f) Meetings

Meetings shall be held at such times and places as selected by the Division chairperson or as otherwise provided in the Division Bylaws.

(g) Reports

The Young Lawyers' Division chairperson shall provide annual written reports on Division activities to the Board of Directors.

Section 2. Women Lawyers' Division

(a) Purpose

The Women Lawyers' Division shall have as its purpose furthering the objectives of the Association, creating a forum to deal with the professional and substantive legal issues facing women, organizing any interested members of the Association to cooperate for the betterment of the profession, providing a program of activities designed to promote the aims of the division, and providing a medium to deal with problems peculiar to women lawyers.

(b) Membership

Membership in the Women Lawyers' Division is open to all members of the Association, except to the extent limited in these Bylaws or in the Bylaws of the Women Lawyers' Division.

(c) Bylaws

The Women Lawyers' Division may adopt bylaws not inconsistent with these Bylaws. Such Bylaws, and any amendments thereto, shall become effective when approved by the Board of Directors.

(d) Officers

The Women Lawyers' Division shall have a chairperson and may also have such other officers as its Bylaws or these Bylaws may provide. It may also have a council consisting of the Division officers and such other members as its Bylaws may provide.

(e) Dues

If provided in its Bylaws, and upon approval of the Board of Directors, the Women Lawyers' Division may require that Division members pay dues.

(f) Meetings

Meetings shall be held at such times and places as selected by the Division chairperson or as otherwise provided in the Division Bylaws.

(g) Reports

The Women Lawyers' Division chairperson shall provide annual written reports on Division activities to the Board of Directors.

**ARTICLE IX
BUDGET**

Section 1. Annual Budget

All standing and special committees of the Association shall submit to the Budget and Bar Property Committee a proposed budget for their committees. The Budget and Bar Property Committee shall then consider the submitted budgets and prepare a recommendation to the Board of Directors. At the annual meeting of the Association, the Board of Directors shall submit a budget prepared by the Budget and Bar Property Committee and approved by the Board for approval by the Association.

**ARTICLE X
AMENDMENTS**

Section 1. Procedure

Amendments to these bylaws may be submitted to the members for consideration and action, as provided herein, by the Board of Directors or upon written request signed by not fewer than twenty-five (25) members of the Association. The President may create and appoint a

bylaws committee to review and recommend to the Board of Directors proposed amendments to these bylaws.

Section 2. Notice

Amendments proposed by the Board of Directors or by written request of twenty-five (25) members, as provided above, shall be submitted to the members for action at any annual meeting or special meeting upon fifteen (15) days' previous notice of the proposed amendments.

Section 3. Approval

Amendments to these bylaws so proposed may be adopted by the members at any such annual meeting or special meeting by vote of two-thirds of the members present and voting.

**ARTICLE XI
GENERAL**

Section 1. Notice

Except as otherwise specifically provided in these bylaws, the word "notice" shall be defined as either notification by mail, facsimile or other electronic means or by publication in The Bucks County Law Reporter.

Section 2. Indemnification of Directors and Officers

To the extent covered by the Association's insurance policies, the Association shall indemnify each of its Directors, Officers, members and employees whether or not then in service as such (and his or her executor, administrator and heirs), against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a party because he or she was a Director of the Board, Officer or employee of the Association. The right to indemnify for expenses shall also apply to expenses of suits, which are compromised or settled if the court having jurisdiction of the matter shall approve such settlement. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to that which such Director, Officer or employee may be entitled. Nothing herein shall be deemed to impose upon the Directors or the Officers or the employees of the Association any requirement to provide insurance coverage for the provisions hereof, or to provide any such coverage of a specific type or amount.

Section 3. Rules of Order

ROBERT'S RULES OF ORDER, the most recent Edition, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

Adopted : December 3, 2015

Amended: December 7, 2017