

# BYLAWS OF THE SCHWARTZ LEVI AMERICAN INN OF COURT

## Article I. Purpose and Location

### Section 1. Purpose.

The purposes of The Schwartz Levi American Inn of Court ("Inn") are set forth in its Organizational Charter issued by the American Inns of Court Foundation. In addition, this Inn will strive to engage in mentoring and outreach to the community.

### Section 2. Principal Location.

The Inn shall be located in the city of Sacramento, California. Due to the relationship of the Inn and the UC Davis School of Law, meetings of the Inn will take place primarily in Davis, California.

## Article II. Membership.

### Section 1. General.

The membership of the Inn is open to all lawyers and judges practicing or presiding in the Northern California area. The Inn strives for diversity in practice areas so that the membership as a whole is better educated in all aspects of legal practice. The membership is comprised of Associates, Barristers, Masters, law school Professors, and Judges. Each year the Inn shall invite students attending the UC Davis School of Law to attend all meetings of the Inn and to participate in the Pupilage Groups. These student invitees are considered to be one year student members of the Inn, who will be encouraged to become Associate members after passing the California Bar Exam.

### Section 2. Categories of Members.

All lawyers with less than five years of working legal experience as a licensed attorney shall be Associates of the Inn. Lawyers with five or more years of working legal experience shall be Barristers. Upon recommendation of the Membership Committee and on approval of the Executive Committee, lawyers with over 10 years of working legal experience shall be Masters. Full-time professors are considered Masters as are Judges. Members who have been Masters for more than five years may request to become Master Advisors. Upon recommendation of the Membership Committee and on approval of the Executive Committee, Emeritus members may be designated from among active Masters on the basis of long and distinguished service to the Inn and Honorary members may be designated on the basis of distinguished service to the bench or bar or other noteworthy achievements.

### Section 3. Admission and Retention.

Members in good standing may remain members for as long as they desire to do so, subject to review of the Executive Committee. After the June meeting of each year, but in no event later than August 15 of each year, the Membership Committee shall ask present members if they desire to remain a member for the next Inn year commencing in September, and shall solicit from members or elsewhere prospective members for the start of the Inn year program activities in September. The Membership Committee shall work with the UC Davis School of Law dean and personnel to have student members identified no later than each August 15.

## Article III. Organization.

### Section 1. The Executive Committee.

The Executive Committee (not to exceed 20 members) is composed of those members presently situated on the Executive Committee as of January 1, 2012, and as thereafter modified or supplemented by these Bylaw provisions, or as modified or supplemented with at-large members appointed by the Executive Committee on a yearly basis in August of each year. The President of the Inn, the immediate past President, the President-elect, if chosen, the Treasurer, the Secretary, the Chair of the Program Committee, the Chair of the Information Technology Committee, the Chair of the Membership Committee, and the liaison of the Master Advisors, shall at all times serve on the Executive Committee. The duties of the Executive Committee, and its members, are set forth in the Organizational Charter, and as set forth herein.

### Section 2. Changes to Executive Committee.

Notwithstanding Section 1 of Article III above, the membership of the Executive Committee may be modified by a majority vote of the Masters of the Inn.

### Section 3. The Officers.

The officers of the Inn shall be those persons serving as permanent members of the Executive Committee set forth in Section 1 of Article III above, and such other officers as the Executive Committee deems necessary. The officers serve a three-year term, or as otherwise directed by the Executive Committee and may succeed themselves once, subject to further extensions approved by the Executive Committee. Any additional officer selected by the Executive Committee pursuant to Section 1 shall sit on the Executive Committee.

#### Section 4. Committees.

The Executive Committee may establish standing and ad hoc committees from among the active members of the Inn, and may change or discontinue committees. The committees specifically identified in Section 1 of Article III are the standing committees of the Inn. The Executive Committee shall appoint committee members and chairs of the committees, who shall serve three-year terms, or as otherwise directed by the Executive Committee, and may succeed themselves once or as otherwise approved by the Executive Committee. Committees may create ad hoc subcommittees, as appropriate, and the chairperson of a committee may solicit other members to assist on the committee with notification to the Executive Committee.

In addition to other duties assigned by the Executive Committee, the duties of each committee shall be as follows:

**Membership Committee** —The Membership Committee shall solicit and review applications and make recommendations to the Executive Committee for membership in the Inn; and shall oversee attendance.

**Program Committee** —The Program Committee shall oversee, approve and may assign program subject areas, and shall be responsible for submitting programs for Continuing Legal Education credit. The Program Committee shall also assign members to Pupilage groups.

**Information Technology Committee**—The Information Technology Committee shall be responsible for the maintenance of the Inn website, distribution of news, announcements, and other information among members of the Inn, and to the American Inns of Court Foundation; shall be responsible for submitting program reports to the American Inns of Court Foundation; and shall invite articles for *The Bench*.

**Master Advisor Liaison** —The Master Advisor Liaison shall organize and ensure the active participation of all Master Advisors in the various programs of each month.

#### Section 5. Record Creation and Retention.

The Secretary, or delegate of the Secretary, shall take minutes of each Executive Committee meeting. The minutes of a meeting shall be posted on the Inn website and approved at the subsequent meeting of the Executive Committee. The Secretary shall retain an electronic database of all organizational documents, the minutes, the membership rosters, pupilage groups for each year, and such other documents required by the Executive Committee. The Treasurer shall maintain fiscal records. In no event shall these records be purged or destroyed without the approval of the Executive Committee.

## Section 6. Pupilage Groups.

### (a). Assignments.

All active members, except for Master Advisors, will be assigned to a Pupilage Group by the Program Committee and shall be approved by the Executive Committee. Each Pupilage Group shall be chaired by a Master appointed by the Executive Committee. The Masters and Pupilage Groups shall be reassigned every year.

### (b). Reporters.

The Reporter takes the pupilage group from its beginning to the formal presentation before the Inn membership. The Reporter accomplishes this by creating a timeline for scheduling meetings; delegating responsibility to each member for particular tasks; checking with the Master Advisors for assistance on legal issues; and notifying the Executive Committee of the subject area selected to obtain perspective and insight from the Executive Committee.

### (c). Master Advisors.

The Master Advisors are a valuable asset to the Inn, and they are designated this special classification by the Executive Committee. Master Advisors are not assigned to any specific Pupilage Group. Thus, a Pupilage Group may seek out a Master Advisor's guidance on any aspect of its program, including identifying a topic, planning the content of the presentation, and participating in it. Alternatively, Master Advisors may seek out a Pupilage Group and volunteer to work with that group. All Inn members benefit from their substantial professional experience.

## Article IV. Voting and Elections.

### Section 1. General.

As set forth in Article III, Section 2 above, the Masters may vote in a special election to change the membership of the Executive Committee, or may otherwise be asked to vote on a matter submitted by the Executive Committee. A special election may be held when a majority of the Masters communicate in writing or electronically to the Chairperson of the Information Technology Committee that a special election is desired. Any such election shall be held within two months of the receipt of the majority request for a special election. A majority request for a special election must be procured within two months of the receipt of the first request for a special election.

## Section 2. Voting by Masters.

With the exception of Emeritus and Honorary Masters, each Master, including Master Advisors, shall be entitled to one vote in a special election and in all matters submitted to the Masters. A majority of voting Masters shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Masters in attendance at a meeting shall be regarded as the act of all the Masters.

## Section 3. Executive Committee.

Each member of the Executive Committee shall be entitled to one vote on all matters subject to vote by the Committee. In the event of a tie, the President shall have the deciding vote. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the members in attendance at the meeting called for that purpose shall be regarded as the act of the entire Committee.

## Section 4. Elections.

The nomination and election of the President will occur in May or June of the second year of the term of the sitting President at a meeting of the Executive Committee called for that purpose. Whenever possible, the President should be a Judge. The President-elect shall serve in that position during the last year of the term of the sitting President. Selection of other officers and chairpersons shall also occur at the time of the election of the President-elect. A special election as discussed above may be called at any time in accordance with Article IV, Section 1.

## Section 5. Vacancies.

When a position as an officer, committee chairperson or Master Advisor Liaison becomes vacant, the procedures for election and selection of officers and chairpersons shall be followed when the vacancy occurs. However, the duration of the vacant position shall not be counted against the new officer or chairperson in regards to any maximum term of service.

# Article V. Fiscal Matters.

## Section 1. Fiscal Year.

The fiscal year of the Inn shall be the same as the fiscal year of the American Inns of Court Foundation, which is from July 1 to June 30 of each year. However, for all other purposes, the Inn year commences September 1 of each year and runs to August 31 of the next year.

## Section 2. Dues.

Dues shall be in an amount consistent with the Organizational Charter of this Inn, and shall be levied by the Treasurer during the month of September of each year. The Executive Committee shall determine the yearly membership fee and any special assessments. If the Executive Committee authorizes a special assessment, the authorization must be submitted to the Masters for a vote and the special assessment becomes effective only upon a majority vote of the Masters. Failure to pay assessments and dues prior to the third meeting of the Inn year and after reasonable notice may be considered by the Executive Committee as grounds to charge a late fee or to terminate membership of the member in default.

## Section 3. Duties of the Treasurer.

The Treasurer is responsible for payment of all Inn expenses. No one-time expense in excess of \$1,000.00 shall be paid unless specifically authorized by the Executive Committee. The Treasurer is also responsible for any filings required by the tax authorities of the United States and the State of California, or local agencies. The Treasurer may request the assistance of another member to perform the duties of Treasurer, subject to authorization by the Executive Committee. The Treasurer must submit a budget and written annual report of the fiscal status of the Inn in August of each year, and as otherwise requested by the Executive Committee. The Treasurer shall maintain, electronically or in paper, all records filed annually with the tax authorities, the annual reports made to the Executive Committee, and complete banking records that demonstrate income to the Inn and payment of dues to the Foundation, and expenses of any kind. In no event shall any of these records be purged or destroyed without approval of the Executive Committee.

## Section 4. Expenses.

The Inn shall pay all reasonable expenses authorized by the Executive Committee. The Treasurer shall ensure that all dues and other payments assessed by the American Inns of Court Foundation are paid. The Inn shall also pay all expenses incurred by members of the Executive Committee for such things as attendance at state, regional or national events of the American Inns of Court Foundation and payment to an administrator.

# Article VI. Meetings and Attendance.

## Section 1. Meetings.

Meetings of the entire Inn shall be held in September, October, November, January, February, March, April, May, and June, and at such other times as scheduled by the Executive Committee. All members are welcome to bring guests to any monthly

meeting. However, every member bringing a guest shall contact the Treasurer prior to the monthly meeting, inform the Treasurer of the identity of the guest, and pay a meal charge for the guest. The Executive Committee may waive any guest fee. Non-members participating in a monthly meeting program are guests of the Inn.

## Section 2. Attendance.

Attendance at the monthly meetings is required. Each Pupilage Group involved in a monthly program has worked hard to put on informative programs, and this effort is wasted if the Inn members do not attend. On the other hand, lawyers, professors and judges have work and family commitments that will, at times, preclude attendance at monthly meetings. If a member misses more than three monthly meetings, the Executive Committee may ask that member to explain the absences, and may, if appropriate, terminate the membership of the member with excessive absences.

## Article VII. Adoption and Amendments.

### Section 1. Adoption.

These Bylaws will be adopted by the Inn upon approval by a majority of the presently constituted Executive Committee and after being submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation.

### Section 2. Amendments.

Amendments to these Bylaws may be made by a majority of the Executive Committee after submittal to the Inn membership and/or Masters for comment, and must be submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation

[Duly approved by the Executive Committee of the Schwartz Levi Inn of Court, March 12, 2012, by unanimous vote]

[Amendment to increase the maximum number of members on the Executive Committee from 15 to 20 duly approved by the Executive Committee of the Schwartz/Levi Inn of Court on August 25, 2015, by a vote of 12 to 0 [by e-mail]; and approved on September 10, 2015, by the Board of Trustees of the American Inns of Court Foundation]