BY-LAWS
OF
CHARLOTTESVILLE-ALBEMARLE BAR ASSOCIATION
(including amendments through 5/17/2012)

INDEX

ARTICLE I. OFFICES
Section 1.01. Registered Office .................................................. 1

ARTICLE II. MEMBERSHIP
Section 2.01. Classes of Membership ........................................... 1
Section 2.02. Regular Members ....................................................... 1
Section 2.03. Associate Members ................................................... 1
Section 2.04. Honorary Members .................................................... 1
Section 2.05. Election to Membership .............................................. 2
Section 2.06. Resignation of Members ............................................. 2
Section 2.07. Suspension or Removal of Members ......................... 2
Section 2.08. Termination of Membership ....................................... 3

ARTICLE III. MEETINGS OF MEMBERS
Section 3.01. Annual Meeting ...................................................... 3
Section 3.02. Special Meetings ..................................................... 3
Section 3.03. Place of Meetings .................................................... 3
Section 3.04. Organization .......................................................... 3
Section 3.05. Business and Order of Business ............................. 4
Section 3.06. Notice of Meetings ................................................... 4
Section 3.07. Quorum ............................................................... 4
Section 3.08. Voting ................................................................. 5

ARTICLE IV. BOARD OF DIRECTORS
Section 4.01. General Powers ...................................................... 5
Section 4.02. Directors ............................................................. 5
Section 4.03. Qualification and Term of Office of Directors-at-Large ... 5
Section 4.04. Organization .......................................................... 6
Section 4.05. Place of Meeting ..................................................... 6
Section 4.06. Regular Meetings .................................................... 6
Section 4.07. Special Meeting .................................................... 6
Section 4.08. Quorum and Manner of Acting ............................... 7
Section 4.09. Action by Board of Directors Without a Meeting ..... 7

ARTICLE V. OFFICERS
Section 5.01. Officers .............................................................. 7
Section 5.02. Qualifications and Term of Office ............................ 7
Section 5.03. Election ............................................................... 8
BY-LAWS
OF
CHARLOTTESVILLE-ALBEMARLE BAR ASSOCIATION

(herein called the "Association")

The Association is organized as an association of persons having a common interest in the
preservation and improvement of the legal profession and its services to the people of the
Charlottesville-Albemarle community and the public in general without pecuniary gain or profit to
its members or to any private individual.

ARTICLE I. OFFICES

Section 1.01. Registered Office. The registered office of the Association shall be at
such address in Virginia as the Board of Directors may from time to time determine.

ARTICLE II. MEMBERSHIP

Section 2.01 Classes of Membership. The Association shall have three classes of
membership consisting of Regular Members, Associate Members, and Honorary Members.

Section 2.02. Regular Members. Regular membership is available to any lawyer who (a) is
a member of the Virginia State Bar; (b) is employed or resides in or practices law primarily in the
City of Charlottesville or the County of Albemarle, Virginia; and (c) is elected to membership by the
Board of Directors in accordance with Section 2.05.

Section 2.03. Associate Members. Associate membership is available to any person who
may not satisfy the requirements for Regular membership but who is interested in the purposes of the
Association and is elected to membership by the Board of Directors in accordance with Section 2.05.

Section 2.04. Honorary Members. Honorary membership may be granted to persons who
have made an extraordinary contribution to the legal profession or judiciary and who are determined
by the Board of Directors to be worthy of the honor and are granted membership in accordance with
Section 2.05.

Section 2.05. Election to Membership. Any person whose application is sponsored by at
least one Regular Member of the Association and who satisfies the qualifications of the class of
membership for which he or she is applying may be elected as a Regular or Associate Member in the
Association by the affirmative vote of a majority of the members of the Board of Directors present at
a meeting at which a quorum is present. Honorary membership may be granted to a person by the
affirmative vote of a majority of the members of the Association eligible to vote present at a meeting
at which a quorum is present.

Section 2.06. Resignation of Members. Any member may resign from the Association at
any time by delivering a written resignation to the President or Secretary, and, unless the resignation
specifies otherwise, it shall be effective upon receipt.

Section 2.07. Suspension or Removal of Members. Any member may be removed or
suspended for a specified period of time as a member of the Association for misconduct which
brings discredit upon the legal profession or this Association upon the two-thirds vote of the
members of the Board of Directors present at a meeting called expressly for such purpose at which a
quorum is present after at least ten days prior written notice of the proposed action to the member to
be removed or suspended. Any member so removed or suspended shall have the right of appeal to
the Association to be exercised only in writing delivered to the Secretary within ten days of receipt
by the appellant of notice of the action of the Board of Directors. The Association shall hear and
vote on the matter promptly after expiration of ten days written notice to the voting members and the
appellant.
Section 2.08. **Termination of Membership.** No membership shall be transferable. Each membership shall terminate upon the death, resignation, or removal of the member; upon the failure of the member to pay any required dues within the time period provided for payment in accordance with Article VI; or if the member no longer satisfies the qualifications prescribed for his or her class of membership.

**ARTICLE III. MEETINGS OF MEMBERS**

Section 3.01. **Annual Meeting.** The annual meeting of the Association, for the purposes of receiving a report, from the officers on the activities of the Association during the preceding year, electing officers and members of the Board of Directors for the ensuing year, and acting on such other matters as may properly come before the meeting, shall be held on call of the Board of Directors at such time and place during the month of June in each year as may be designated by the Board in the notice of such meeting.

Section 3.02. **Special Meetings.** A special meeting of the members of the Association may be called at any time by the President, by three or more members of the Board of Directors, or by written petition of ten percent of the Regular Members.

Section 3.03. **Place of Meetings.** Each meeting of the members shall be held at such place within the City of Charlottesville or the County of Albemarle, Virginia, as may be designated in the notice of such meeting.

Section 3.04. **Organization.** At every meeting of the members, the President, or in the absence of the President, the President-Elect, or in the absence of the President-Elect a person chosen by a majority vote of the members present in person, shall preside over the meeting. The
Secretary, or in his or her absence a person appointed by the person presiding, shall act as secretary of the meeting.

Section 3.05. Business and Order of Business. At each meeting of the members such business may be transacted as may properly be brought before such meeting, whether or not such business is stated in the notice of the meeting, except as otherwise expressly required by law or these By-laws. The order of business of all meetings of members shall be as determined by the person presiding, but may be changed by the majority vote of the members present. The parliamentary rules and orders contained in Robert’s Rules of Order shall govern all meetings of the Association so far as applicable and not in conflict with the Articles of Incorporation or By-laws of the Association.

Section 3.06. Notice of Meetings. Written notice of each meeting of the members of the Association shall be given by or at the direction of the officer or other person or persons calling the meeting. Such notice shall state the place, day, and time of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called. A copy of the notice shall be delivered personally or mailed, by United States mail or by electronic mail, to each member entitled to vote at such meeting. If the notice is mailed by United States mail, it shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the Association with postage thereon pre-paid. If the notice is mailed by electronic mail, it shall be deemed to be delivered when it is sent to the member at his or her e-mail address as it appears on the records of the Association. Notice of any adjourned or recessed meeting need not be given.

Section 3.07. Quorum. Except as otherwise provided by law, at any meeting of the members of the Association, the presence in person of ten percent of the members entitled to vote at
such meeting shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the members present in person and entitled to vote may adjourn the meeting front time to time and from place to place until a quorum is obtained.

Section 3.08. Voting.

(a) Each Regular Member in good standing shall have one vote on any matter on which members are entitled to vote pursuant to law, the Articles of Incorporation or these By-laws. Associate Members and Honorary Members shall have no voting rights on any matter.

(b) Members entitled to vote may do so only in person and not by proxy.

(c) If a quorum is present, the affirmative vote of a majority of the members present and entitled to vote shall be the act of the Association, unless the vote of a greater number is required by law.

ARTICLE IV. BOARD OF DIRECTORS

Section 4.01. General Powers. The affairs of the Association shall be managed by a Board of Directors and all corporate powers shall be exercised by the Board, except as otherwise expressly required by law, the Articles of Incorporation, or these By-laws.

Section 4.02. Directors. The Board of Directors shall consist of nine Directors: the President, President-Elect, and Immediate Past President of the Association, and six Directors at Large, elected by the Association at its annual meeting. Directors at Large shall perform such duties as the President or Board shall assign.

Section 4.03. Qualification and Term of Office of Directors-at-Large. Directors-at-Large must be regular members of the Association in good standing. Initially, the terms shall be staggered so that three directors shall be elected for two year terms and three directors shall be elected for one
year terms. Subsequently, three directors shall be elected annually for two year terms. No such
director shall be eligible for re-election until after a lapse of one year from the expiration of his or
her term. Provided, however, that upon the expiration of the term of a director who has been elected
for a term of less than two years, or appointed to fill a vacancy or otherwise, he or she may be re-
elected for a full two year term. Each such director shall hold an office beginning the first day of
July next following the annual meeting of the Association of which he or she is elected and until his
or her successor shall have taken office, or until his or her sooner death, resignation, or removal.

Section 4.04. Organization. The President shall preside at each meeting of the Board, or, in
his or her absence, the President-Elect, or in his or her absence, a person chosen by a majority of the
Directors present. The Secretary, or, in his or her absence a person appointed by the person
presiding, shall act as secretary of the meeting.

Section 4.05. Place of Meeting. The Board of Directors may hold its meetings at such place
or places within the City of Charlottesville or the County of Albemarle, Virginia, as it may from
time to time determine, or, at such place as shall be specified in the notice of the meeting.

Section 4.06. Regular Meetings. Unless otherwise dispensed with, regular meetings of the
Board of Directors shall be held monthly at such times and places as the Board shall determine.
Unless required by resolution of the Board, notice of any regular meeting need not be given.

Section 4.07. Special Meeting. Special meetings of the Board of Directors shall be held
whenever called by the President, or by any two or more members of the Board. Normally, notice of
each such meeting shall be mailed, by United States mail or electronic mail, to each member of the
Board at his or her residence or usual place of business at least three (3) days before the date on
which the meeting is to be held. In exceptional circumstances, notice may be delivered to each
member personally or by telephone not later than twenty-four (24) hours before the time at which the meeting is to be held. Every such notice shall state the place, day, and time of the meeting, but need not state the purpose for which the meeting is called unless otherwise required by law, the Articles of Incorporation, or these By-laws. Notice of any adjourned or recessed meeting need not be given.

Section 4.08. Quorum and Manner of Acting. A majority of the Directors shall constitute a quorum for the transaction of business. The act of a majority present at any meeting at which a quorum is present shall be the act of the Board, unless a greater number is required by law, the Articles of Incorporation, or these By-laws. In the absence of a quorum, a majority of the Directors present may adjourn the meeting from time to time until a quorum is obtained. The Board shall act only as a body and the individual Directors shall have no power as such.

Section 4.09. Action by Board of Directors Without a Meeting. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if consent in writing, setting forth the action to be taken, shall be signed before such action by all of the Directors. Such consent shall have the same force and effect as a unanimous vote.

ARTICLE V. OFFICERS

Section 5.01. Officers. The officers of the Association shall consist of the President, President-Elect, Secretary and Treasurer. The Secretary shall be appointed by the President and serve a term coincident with the President; the Treasurer shall be elected by the Board and serve a term coincident with the President. No two elective offices shall be held by the same person.

Section 5.02. Qualifications and Term of Office. All officers must be Regular Members of the Association in good standing. Each officer shall serve a term of one year, beginning the first day
of July next following the annual meeting at which he or she was elected, and until his
successor has been elected or appointed and taken office, his or her sooner death, resigna-
removal.

Section 5.03. Election. At each annual meeting of the Association, the President,
office immediately preceding such meeting shall succeed to the office of President and
President-Elect shall be elected by a vote of the members.

Section 5.04. President. The President shall preside at all meetings of the Associ-
the Board of Directors; shall cause to be called the annual meeting and such special meet-
or she may deem desirable; shall make an annual report to the Association at the annual
shall sign all contracts, notes, and other official documents of the Association; and shall, inter-
supervise and control the affairs of the Association and perform the duties incident to the
President, subject to the control of the Board of Directors.

Section 5.05. President-Elect. During the absence or incapacity of the Presi-
the President-Elect shall perform the duties of the President, and, when so acting, shall have of the
powers and be subject to all the responsibilities of the office of President.

Section 5.06A. Secretary. The Secretary shall keep the minutes of all meetingof the
Association and the Board of Directors; shall attend to giving notice of all meetings; shall be
custodian of the minute book; shall keep at his or her office an up-to-date list of the names and
addresses of the membership of the Association; and shall, in general, perform the duties
incident to the office of the Secretary. Upon his or her retirement, the Secretary shall deliver all
records of the Association in his or her custody to the succeeding Secretary or to such other
person as the Board may direct.
Section 5.06B. Treasurer. The Treasurer shall have care and custody of and be responsible for all the funds and securities of the Association, shall deposit such funds of the Association in such banks as the Board shall direct; shall sign all checks of the Association and pay out such funds as the president or Board may direct; shall collect the dues of the Association, and shall maintain books of account of the financial affairs of the Association and permit such books to be inspected by any member at reasonable times; shall render a full report of the financial condition of the Association at the annual meeting and at such other times as may be required by the Board; and shall, in general, perform the duties incident to the office of the Treasurer. Upon his or her retirement, the Treasurer shall deliver all records of the Association in his or her custody to the succeeding Treasurer or to such other person as the Board may direct.

Section 5.07. Resignation. Any officer or Director may resign at any time by delivering a written resignation to the President or Secretary, and, unless the resignation specifies otherwise, it shall be effective upon receipt.

Section 5.08. Removal. Any officer or Director may be removed for failure to perform the duties of office or for misconduct which brings discredit upon the legal profession or the Association upon the vote of two-thirds of the members of the Board present at a meeting called expressly for that purpose at which a quorum is present and after at least ten days prior written notice of the proposed action to the person to be removed. Any person so removed shall have the right of appeal as provided in Section 2.07.
Section 5.09. **Vacancies.** A vacancy in any office or directorate because of death, resignation, removal, disqualification or any other cause shall be filled for the unexpired portion of the term by the Board of Directors.

**ARTICLE VI. DUES**

Section 6.01. **Annual Dues.** The annual dues of the Association for members shall be determined from time to time by the Board of Directors and shall be payable in full no later than the 31st day of August of each year. The Board may establish different amounts for different categories of members, waive payment in special cases either by class or by individual, and prorate dues as it shall see fit. The particulars of payment and the consequences of non-payment shall be set forth in a Policy memorandum to be adopted by the Board. The policy shall be carried out by the Secretary-Treasurer, and its pertinent features shall be included in each billing statement sent to members.

**ARTICLE VII. COMMITTEES**

Section 7.01. **Nominating Committee.** At the first regular meeting of the Board of Directors after the annual meeting of the Association, the President shall select by lot from a list of all Regular Members of the Association, three persons to serve as members of the Nominating Committee. Thereafter, the Board shall select from such list three additional persons to serve on such committee. The Immediate Past President of the Association shall act as chairperson and seventh member, but if he or she is unable to serve, the Board shall appoint the chairperson.

Section 7.02. **Duties.** The nominating committee shall have the responsibility nominating candidate for President-Elect and six Directors at Large, and, from time to time, such representatives of the Association to other organizations including the Virginia State Bar, as may be appropriate. Names of Nominees shall be sent to the Regular Members at least five (5) days before the annual
meeting. The names of the nominees shall be announced before the election at the annual meeting along with any nominations made from the floor. If there is more than one person nominated for President-Elect, or more than six persons nominated for Director at Large, voting shall be by secret written ballot. No member of the nominating Committee shall be nominated for or seek any office.

Section 7.03. Other Committees. In addition to the Nominating Committee, the President, with the approval of the Board of Directors, shall establish such other committees and sections as he or she deems appropriate to fulfill the objectives and purposes of the Association.

Section 7.04. Manner of Acting. Except as otherwise provided in these By-laws, all committee chairpersons and members shall be appointed or replaced by the President, and the President shall be an ex-officio member of all committees which he or she has established. The appointment of any person as chairperson or member of a committee, if not sooner terminated, shall end on the 30th day of June next following his or her appointment. A majority of any such committee shall constitute a quorum for the transaction of business, and the act of a majority of those present at any meeting at which a quorum is present shall be the act of the committee. Members of any such committee shall act only as a committee and the individual members shall have no power as such.

ARTICLE VIII. JUDICIAL ENDORSEMENT

Section 8.01. Judicial Endorsements Committee.

(a) There shall be a Judicial Endorsements Committee. The Committee will perform the tasks set forth in the By-laws whenever the Association considers candidates for a judicial position.

(b) The Committee shall consist of the following persons:
The President-Elect of the Association, who shall serve as Chair of the Committee, provided that if the President-Elect cannot serve for any reason, the Committee shall elect a Chair from among its existing members: and

The four (4) most recent Past-Presidents of the Association; and

All available former Virginia judges who are willing to serve and whose active judicial service primarily included the City of Charlottesville or Albemarle County and all available former federal judges or magistrate judges who are willing to serve and whose active judicial service included primarily the Charlottesville Division of the Western District of Virginia, and who are currently Regular, Associate or Honorary Members of the Association; and

Six (6) At Large members of the Association. Two members will be appointed by the Board at its June meeting each year for a term of three years. Initially, the six most recently appointed members of the Judicial Endorsements Committee established under the former Section 8.02 of the By-Laws shall serve on the Committee until the June 1999 meeting. Two members shall be appointed at that meeting to replace two of the members appointed in 1997. The two members appointed in 1997 to be replaced on the Committee in 1999 will be drawn by lot. Two members will be appointed at the June 2000 meeting to replace the remaining member appointed in 1997 and one of the members appointed in 1998. The member appointed in 1998 to be replaced on the Committee in 2000 will be drawn by lot.

(c) A simple majority of the Committee shall constitute a quorum.

(d) Any vacancies shall be filled by appointment by the Board.

(e) No At-Large member shall serve successive terms, but may be re-appointed after a period of one year has passed since the member’s term expired.
(f) Any member of the Committee who becomes a candidate for a judicial office shall be disqualified from serving on the Committee while that endorsement is under consideration by the Committee.

(g) A member of the Committee may be removed by the Board for violation of any of the duties set forth in Section 8.02. If removal of a member is sought, the member shall be entitled to a written notice specifying the proposed grounds for removal and shall be entitled to a hearing before the Board after at least thirty days have passed since such written notice has been mailed to the business address of such member.

(h) The appointment of members of the Committee shall require a two-thirds majority at the Board meeting at which the appointment occurs. In appointing members of the Committee the Board shall seek persons of recognized standing judgment and independence. The Board shall seek members from a variety of backgrounds and, in appointing members of the Committee, shall consider such additional factors as the nature of the practice of the members law firm size, age, gender, and race.

Section 8.02. Members Duty of Fidelity.

(a) No member of the Committee shall make any advance commitment concerning how he or she will vote at any Committee meeting concerning the qualification of any person to be considered by the Committee.

(b) Except as herein otherwise specifically provided, the discussions at the Committee meetings pertaining to the qualifications of persons to be considered by the Committee shall be completely confidential. No member of the Committee shall disclose to anyone not a member of the Committee any action taken by the Committee or any statement made at a Committee meeting.
pertaining to the qualification of any person whose name has been submitted to, or has been considered by, the Committee.

(c) It shall be regarded as a violation of the fidelity a member owes to the other members of the Committee and to the public trust undertaken upon becoming a member of the Committee for any member to make a commitment or disclosure in violation of this section. Any member who makes such a commitment or disclosure shall be subject to removal as a member of the Committee by the Board of Directors.

Section 8.03. Judicial Nominations and Endorsement Procedure. The Committee shall be concerned with the selection of judges for all courts, state and federal, sitting in the City of Charlottesville and the County of Albemarle. If requested to do so by the Board, the Committee shall also consider the selection of judges for other courts or the reappointment of a sitting judge.

(a) **Initiation of the Process.** The judicial endorsements process shall begin upon the happening of any of the following events:

1. The public announcement by a sitting judge that he or she plans to step down from the bench either by not seeking reappointment or by taking retirement on a date certain; or

2. The creation of a new judgeship; or

3. The decision not to reappoint a sitting judge; or

4. The existence of multiple candidates during the reappointment process for a sitting judge; or

5. The existence of a judicial vacancy.

(b) **Announcement and Solicitation of Candidates.** The Committee shall meet as soon as practicable upon the happening of any of the occasions listed in Section 8.03(a). The Committee shall cause an announcement to be distributed to the members of the Association forthwith, by fax
tree, and, in the discretion of the Committee, by other means calculated to reach the membership at the earliest possible date. The announcement shall contain the following information and such additional information as the Committee deems appropriate:

(1) A description of the judicial position; and

(2) A statement of the reason for the announcement; and

(3) The expected date upon which the position will be filled; and

(4) A deadline date and time, set by the Committee, by which persons interested in the position will be required to express their interest to the Committee in order to be considered for an endorsement of the Association; and

(5) A statement of the name, address, and telephone number of the Chair of the Committee or such other person to be designated by the Committee to whom such statements of interest shall be directed.

(c) Distribution and Receipt of Questionnaires. Upon receipt by the Committee of a statement from an individual that he or she wishes to be considered for the endorsement of the Association, the Committee shall immediately make available to such person, on a computer disk or other appropriate medium directed by the Committee and with a printed copy, the questionnaire required by these By-laws. The questionnaire is set forth as Section 8.05 of the By-laws. The Questionnaire maybe amended by the Committee from time to time.

(1) The Committee shall inform each interested person that the questionnaire must be returned to the Committee in the format prescribed by the Committee no later than a date as may be established by the Committee.

(2) All interested persons must submit a completed Questionnaire to the Committee in the format required by the Committee by the deadline set by the Committee in order to be considered for the endorsement of the Association.

(3) An original of the questionnaire must be printed, signed by the candidate and delivered to the Committee by the date established pursuant to Section 8.03 (c)(1).
(4) The failure to submit the completed questionnaire in a timely manner shall preclude a candidate’s consideration by the Committee, absent good cause shown for the lateness by the candidate to the satisfaction of the Committee.

(d) Distribution of Questionnaires. Upon receipt of all of the Questionnaires from all candidates, the Committee shall forthwith distribute the questionnaires to all members of the Association. The Committee shall distribute the questionnaires as quickly and efficiently as possible. The methods of distribution shall be determined by the Committee. These may overlap and may include, in the discretion of the Committee, the following:

(1) Posting on any web site of the Association, provided that such posting shall only be made in such a manner as to reasonably ensure that only members of the Association will have access to the completed questionnaires on the web site.

(2) Delivering by mail or otherwise, a copy of each questionnaire to one Association member in each law firm in which there are members of the Association. In order to make distribution of these questionnaires most efficient, no more than one set of questionnaires need be delivered by the Committee to each law firm or other organization in which there is more than one member of the Association.

(3) By notification to members of the Association by fax tree, e-mail or otherwise, that the questionnaires are available for review and copying at the office of the Chair of the Committee or at the office of such other member of the Committee as may be designated by the Committee. If e-mail transmission of the questionnaires is practicable, they may be transmitted by e-mail as well.

(4) All other means deemed by the Committee to disseminate the information and the questionnaires to all members of the Association as quickly as possible while reasonably ensuring that the information is not distributed by the Committee to persons other than members of the Association.

(e) Public Interview and Comments.

(1) The Committee shall notify the members of the Association of the time, date and place of a meeting at which the candidates will be interviewed by the Committee. This meeting will be open to all members of the Association and to members of the public to the extent that space permits.

(2) The fact that, in advance of the Committee Interview, the Committee shall review any questions submitted by members of the public and shall decide
whether or not such questions will be asked to all of the candidates and that no questions will be directed to only one candidate; and

(3) The Committee shall provide notice to the public that the public is encouraged to submit written comments on the qualifications of the candidates for a judicial position. Such comments shall be considered by the Committee in its deliberations.

(4) At the public meeting, all candidates will be asked a series of questions. The questions to be asked will be determined by the Committee and the Committee shall not disclose the questions to the candidates or to anyone else in advance of the meeting. All candidates will be asked the same questions by the Committee. No questions will be taken from the floor. The Committee may, in its discretion, elect to include in the questions that it asks of all candidates any questions deemed appropriate by the Committee from any questions submitted in writing in advance by the public. The Committee may ask appropriate follow-up questions to complete and clarify responses made by the candidates at the public meeting and in the candidates’ responses to the questionnaires.

(5) The Committee shall, as soon as practicable after establishing the time, date and place of the Committee Interview, cause the publication to the general public of the following information:

(i) The time, date and place of the interview session;

(ii) The purpose of the interview session;

(iii) The fact that at the interview session, uniform questions will be asked of all candidates; and

(iv) The fact that members of the public who wish to submit suggested questions to the Committee may do so by sending those questions to the Chair of the Committee in writing, by a date and time designated by the Committee; and

(v) The fact that the public is welcome to submit written comments to the Committee concerning the qualifications of the candidates.

(f) Evaluation and Comments from Members of the Association.

(1) After the Committee Interview the Committee will mail or deliver to each of the Association, a form for evaluation and comment. This form will state on its face the date upon which it must be returned to the Committee for consideration.
(2) The form shall be as shown in Attachment B to Article VIII of these By-laws, unless amended by the Board of Directors of the Association from time to time, provided, however, that the Board of Directors shall not amend the evaluation form once a judicial endorsement process has been initiated by any of the events listed in Section 8.02.

(3) In order to be considered, an evaluation form must contain the name of the person who is completing the form and the signature of that person. If any persons are not members in good standing of the Association, their questionnaires will not be considered by the Committee.

(g) Consideration of Evaluations and Comments.

(1) As soon as practicable upon receipt of the evaluations and comments from all of the members, the evaluations and comments will be copied and distributed to every member of the Committee and the Committee will meet to consider the candidates.

(2) At its meeting, the Committee shall determine which, if any, of the candidates are “highly qualified”. In making its decision, the Committee shall consider all of the information available to it, and shall specifically consider the following criteria:

(i) Integrity;

(ii) Legal knowledge and ability;

(iii) Professional experience;

(iv) Judicial temperament;

(v) Diligence;

(vi) Public service;

(vii) Health; and

(viii) Financial responsibility.

(3) The Committee shall by letter inform the President of the Association of the identity of those, if any, candidates who are regarded as highly qualified and the President of the Association shall inform the appropriate person or persons or organization or organizations of the findings of the Committee. The President shall inform such persons or organizations that the individual comments by all members of the Association are available for their review and will be made
available to them upon request, with the names of the individual members of the Association removed from those forms. In addition, the President shall forward to such persons or organizations the questionnaires completed by the candidates who are rated as highly qualified by the Association.

Section 8.04. Procedure In Certain Cases.

(a) It is anticipated that there may be circumstances in which there is a vacancy in which there will not be sufficient time for the Committee to perform all of the functions set forth in Section 8.03 before the General Assembly or other appointing authority will make a decision on a judicial appointment.

(b) If, in the judgment of the Committee upon learning of a judicial position to be filled, there is insufficient time in which to effect Section 8.03, the Committee is authorized to perform some or all of the steps set forth in Section 8.03, or to take such others steps to gather information and solicit comment on the qualifications of the candidates as time allows.

(c) In such cases, the Committee shall, after taking such steps as it deems possible in the time allowed, meet and consider all of the information it has gathered, and shall otherwise proceed as required by Section 8.03(g)(2) and 8.03(g)(3).

Section 8.05. Vote of Preference. When more than one person is reported as highly qualified, a meeting of the Bar will be held at which one of those persons may be designated by a majority vote as the preferred candidate of the Association.
Attachment A to Article VIII of the By-laws
Judicial Candidates’ Questionnaire

1. State your full name.

2. State your home and office addresses.

3. What is your date and place of birth?

4. How long have you:
   a. resided in Virginia?
   b. resided in the Charlottesville-Albemarle area?

5. Are you a United States’ citizen?

6. What is your marital status?
   a. what is your spouse’s full name?
   b. if previously married, please state how your marriage ended.

7. Please list the civic, religious, political and charitable organizations with which you have been affiliated in this area and describe your leadership roles, if any, in these organizations.

8. What are your hobbies and interests?

9. What is the general state of your health?

10. If you have ever been hospitalized for more than one week, please state the reason for the hospitalization and whether or not the condition(s) treated still affect you.

11. Do you have any physical disabilities which could interfere with your ability to act as a judge? If yes, please describe the condition(s) in detail.

12. Have you ever undergone treatment for substance abuse? If so, please provide the details, including any ways in which are still affected.

13. If you have ever been treated for or suffered from an emotional or psychiatric condition, please so state and provide the detail.

14. List all courts to which you have been admitted to practice and provide for each the date of admission.
15. Where did you attend college and what degree(s), including post-graduate decrees, have you been awarded?

16. Which law school did you attend? What activities were you involved in during law school?

17. Please provide a chronology of the professional positions you have held since law school, with names of employers or firms and dates of practice or service.

18. Did you work in any non-legal positions either before or after law school? If yes, please provide details.

19. Have you ever been suspended or disbarred from the practice of law? If yes, provide the details.

20. Have you ever:
   a. been the subject of a disciplinary complaint that was not dismissed after preliminary investigation (i.e., was referred to a district committee); or
   b. been found by a court to have violated Fed. R. Civ. P. 11 or Va. Code Ann. § 8.01-271.1; or
   c. held in contempt of court; or
   d. otherwise sanctioned by a court; or
   e. investigated by the IRS?

      If yes, please provide details.

21. Have you ever been arrested for charges other than traffic offenses for which no court appearance was required? If yes, please provide details.

22. What percentage of your practice is devoted to:

   Criminal law       _____ %
   Civil law         _____ %
   Domestic relations _____ %

   Please describe your civil practice.

   What percentage of your practice is devoted to:

   Appellate work     _____ %
23. What percentage of your litigation practice has been in: 
   Please give details.
   Federal Courts  _____% 
   Virginia Circuit Courts  _____% 
   Virginia General District Courts  _____% 
   Virginia J&DR Courts  _____% 

24. How many jury trials have you had in the past five (5) years in which you were lead counsel?

25. Please describe the pro bono work you have performed.

26. Please describe your teaching experiences, if any. Please include law school courses, CLE Seminars, and other law teaching. Please provide details.

27. Please provide a copy of your Virginia CLE annual statement for the last five (5) years.

28. If you have authored or co-authored published material, please so state and provide citation(s) and titles.

29. Please list the professional organizations in which you are currently a member. Please describe any leadership roles you have assumed in those organizations.

30. Please describe your current workload and schedule. If it is different now than it was five years ago, please provide details of the way(s) in which it has changed.

31. Do you agree that all citizens are obliged to follow the laws of the Commonwealth?

32. Do you agree that judges are obliged to follow the laws of the Commonwealth if you believe that there should be exceptions, please so state and provide details.

33. What do you believe would cause you the greatest degree of frustration as a judge?

34. To what extent should a judge consider political, economic and social consequences in deciding cases? Please explain.

35. Should court strike a balance between stability and development in the law. Please give details.

36. Are there any procedures you would like to see changed within the court system?
37. What do you feel is a judge’s role in ensuring the ethical conduct of lawyers who appear before the court?

38. Should a judge be more lenient with a *pro se* party on either procedural or substantive issues than with a represented party? Please explain.

39. What are the boundaries of “zealous advocacy”? How would you, as judge, ensure that lawyers stay within those boundaries in your court?

40. What is a judge’s role in mentoring young attorneys and law students? (For Circuit Court vacancies only):

41. Do you believe that there are appropriate cases in which a court should depart from the Virginia sentencing guidelines? Please explain.

42. When do you think it is appropriate for a judge to reduce a jury’s recommended sentence?
Attachment B to Article VIII of the By-laws
Judicial Endorsement Committee Evaluation Form

Name of Candidate

Please check all that apply:

_____ I know this candidate’s reputation within the Bar
_____ I have tried cases with or against this candidate
_____ I have had other professional contact with this candidate
_____ I know this candidate personally
_____ I attended the Committee Interview at which the candidates were questioned
_____ I have appeared before this candidate in his/her judicial capacity

Please indicate your evaluation of this candidate by rating the candidate on a scale of 1 to 5 on the criteria listed below. 1 indicates a low or bad rating, and 5 indicates the best rating.

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<td>Legal Knowledge and Ability</td>
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<td>Public Service</td>
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To your knowledge, is this candidate in good health? _____ If not, please explain.

To your knowledge, is this candidate financially responsible? _____ If not, please explain.

If you have any other comments, please add them here:
ARTICLE IX. INDEMNIFICATION

Any individual who was, is, or is threatened to be made, a party to any proceeding including any civil, criminal, administrative or investigative action, suit, or other proceeding and any appeal of such a proceeding (whether by or in the right of the Association or its members or otherwise), because such individual is or was a director or officer of the Association, and was serving the Association or, at the request of the Association, any other entity (including another Association, a partnership or any other organization) in any capacity will be indemnified against any liability and expenses reasonably incurred in such proceeding. Service as a director or officer of any entity controlled by the Association will be considered service at the request of the Association. Indemnification will not be made, however, if the individual is determined to have engaged in willful misconduct or a knowing violation of the criminal law. An individual who is or is threatened to be made a party to any proceeding will be entitled to receive advances for expenses reasonably incurred in such proceeding if there has not yet been a determination that the individual is not entitled to indemnification, and if the individual agrees to reimburse the Association for any advances in the event that the individual is determined not to be entitled to indemnification.

The Association may indemnify any individual acting as an agent or employee of the Association to the same or a lesser extent as provided for a director or officer of the Association.

The Association may purchase insurance to provide for indemnification for any individual, even though the Association may not be entitled under this Article or applicable law to indemnify the individual.

The determination of the reasonableness of expenses and the applicability of indemnification will be made by a majority of a quorum of directors not parties to the proceeding or, if such a
quorum is not available, by a committee of two or more directors not parties to the proceeding. The quorum of directors not parties to the proceeding or the committee may instead have the determination made by independent counsel, who may be counsel to the Association, or by the members.

ARTICLE X. CONTRACTS

Section 10.01. Execution of Contracts and Other Documents. The Board of Directors, except as by law or by these By-laws otherwise required, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Association to enter into any contract or execute any deed or other instrument, and any such authority may be general or confined to specific instances.

Section 10.02. Checks, Drafts, Etc. All checks, drafts and other orders for payment of money out of the funds of the Association shall be signed on behalf of the Association by the Secretary-Treasurer or by such other persons as shall from time to time be determined by the Board of Directors.

Section 10.03. Deposits. The funds of the Association not otherwise employed shall be deposited to the order of the Association in such banks, savings and loan associations, or other depositories as the Board of Directors may from time to time select.

ARTICLE XI. MISCELLANEOUS

Section 11.01. Seal. The corporate seal shall contain the name of the Association, the year of its creation, and the words “Corporate Seal, Virginia”, and shall be in such form as may be approved by the Board of Directors.

Section 11.02. Fiscal Year. The fiscal year of the Association shall end on the last day of June in each year.
Section 11.03.  **Acceptance of Gifts, Donations, Etc.** Any gift, donation, bequest, or subscription to the Association shall be deemed to have been accepted only when acted upon affirmatively by the Board of Directors.

Section 11.04.  **Political Activities.** Political activities for, in behalf of, or on the application of one political party only, are prohibited at meetings of the Association, at any committee meeting or activity thereof, or in any of its publications. Included in this provision are partisan political announcements and the use of the mailing list of the Association for such purposes. Activities, such as debates and presentations, by which the Association provides a forum for the exchange of views between political candidates are encouraged, but the express permission of the Board of Directors must be first obtained. Unless specifically waived by the Board, requests for such permission must be submitted to the Board not later than sixty days prior to the event. The provisions of this Section shall not be construed to prohibit reports of legislative or other activities by elected officials, nor shall it be construed to prohibit activities surrounding endorsement by the Association of candidates for judicial office as provided in Article VIII.

**ARTICLE XII. AMENDMENTS**

These By-laws may be amended, altered, or repealed from time to time only by majority vote of the Regular Members present at a special meeting, called expressly for such purpose, at which a quorum is present.
I. Add Article XIII as follows:

ARTICLE XIII CABA LIFETIME SERVICE AWARD

Section 13.01 Lifetime Service Award. Each year at the Annual Meeting, the Immediate Past President shall present the Lifetime Service Award to an outstanding member or former member of CABA, whose work in Charlottesville and Albemarle County has embodied the highest tradition of personal and professional excellence and has contributed to improvement of the legal profession and its service to the public.

Section 13.02 Criteria for the Lifetime Service Award.

(a) Current or former member of CABA who has been or was a member of CABA for at least twenty years.

(b) Nominees shall have excelled in one or more of the following:

i. Service as an officer or member of the Board of CABA and/or active involvement in the work of CABA sections and/or committees.

ii. Made significant contributions to enhancing (a) the image of lawyers practicing in Charlottesville and Albemarle County and (b) the esteem in which practicing attorneys are held by the public.

iii. Performed important and valuable service to the bench, bar, or public that has substantially benefited the people of the Charlottesville-Albemarle community. (For example, pro bono services to persons who would otherwise be deprived of access to justice, service to nonprofits having charitable purposes, service as an appointed or elected member of public boards, commissions and governing bodies, etc.)

iv. Received other recognition and/or awards for professionalism and public service.

Section 13.03 Nominations.

(a) Members may submit nominations to the Chair at any time.

(b) The Chair shall solicit nominations from the membership beginning in March of each year, and nominations shall remain open until a date selected by the Chair.
(c) Nominations shall be in writing and should provide biographical information and state how the nominee has met one or more of the criteria designated in Section 13.02.

(d) Brevity and bullet points or outline form are encouraged.

(e) The Chair shall forward nominations to the members of the Selection Committee as nominations are received.

Section 13.04 Selection Committee.

(a) The Selection Committee shall consist of CABA’s Immediate Past President, as Chair, the President, and three senior CABA members, selected by March 1 annually, by the Immediate Past President, after consultation with the President, who have been or were members of CABA for at least twenty years and who are or were actively engaged in the practice of law in the City of Charlottesville and Albemarle County. In selecting the senior lawyers, preference will be given to members of CABA’s Senior Lawyers Section. Any senior CABA member may be reappointed to the Selection Committee annually for up to five years in a row. Any senior CABA member may be reappointed after at least a one year hiatus, and serve for up to five additional consecutive years. This cycle for any senior CABA member may continue indefinitely.

(b) The Selection Committee shall meet in May on a day and at a time and place selected by the Chair to consider the nominations and select the recipient of the Lifetime Service Award.

(c) Only one recipient shall be selected annually for the Lifetime Service Award.

(d) In the discretion of the Selection Committee, any nominee who is not selected may have her or his nomination carried forward to be considered by the Selection Committee in the following year and may continue to be carried forward in the discretion of each future Selection Committee.

II. Add the highlighted phrase to the third line of Section 3.01 “... for the ensuing year, presentation of the Lifetime Service Award, and acting on such...”