

2016–17
Chairs Handbook

Information on operation, policies, planning, and procedures for chairs of Virginia State Bar committees, sections, and conferences

<http://www.vsb.org/site/members/chairs-handbook>

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2016–17 Committee, Section, and Conference Chairs Handbook

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I. VSB Operation and Strategic Plan

A. Creation of Virginia State Bar

The Virginia State Bar (VSB) was created in 1938 by the General Assembly as a unified bar and an administrative agency of the Supreme Court of Virginia.¹ The Bar Act of 1938 invested the Supreme Court of Appeals (now the Supreme Court of Virginia) with legislative authority to promulgate rules and regulations “organizing and governing the Virginia State Bar.” In October 1938, the Court adopted the Rules for the Integration of the Virginia State Bar, which today are in Part 6 of the Rules of Court. Part 6, Section IV, Organization and Government gives Council general administrative authority for the VSB and the power to adopt bylaws.

- *Code of Virginia* §§ 54.1-3909-54.1-3918
- *Rules of the Supreme Court of Virginia* Part 6, § IV Organization and Government
- *Bylaws of Virginia State Bar and Council*

¹Chapter 410 of the 1938 Acts of Assembly, now § 54.1-3909 *et seq.* of the *Code of Virginia*.

B. Mission Statement

The mission of the Virginia State Bar, as an administrative agency of the Supreme Court of Virginia, is (1) to regulate the legal profession of Virginia; (2) to advance the availability and quality of legal services provided to the people of Virginia; and (3) to assist in improving the legal profession and the judicial system.

Commentary

The Mission Statement contains the three basic elements which are found in most of the sources relating to the existence, power, and authority of the Virginia State Bar. They are (1) professional regulation; (2) public access to legal services; and (3) improving the system. The authority for the Mission Statement is found in, e.g., *Va. Code* Section 54.1-3909 (the Supreme Court’s authority to promulgate rules and regulations regarding the practice of law), *Va. Code* Section 54.1-3910 (establishing VSB as an administrative agency of the Court for professional regulation). Rules of Court Part 6, Section IV, paragraph 9(j) (the “necessary powers”).

Everything the VSB does should and can be related to one of these three areas. In the list which follows, each of the State Bar’s present functions has been placed in one or more of these categories.

I. Regulating the Legal Profession

- Office of Bar Counsel/Professional Regulation Department/Clerk of the Disciplinary System
- Disciplinary Board
- District Disciplinary Committees
- Standing Committee on Lawyer Discipline
- Standing Committee on Legal Ethics
- Mandatory Continuing Legal Education Board/Staff
- Publications/Public Information Department and Communications Committee
- Membership Department
- Administrative Support

II. Improving Legal Services to Public

- Lawyer Regulation (see I. above)
- Standing Committee on Professionalism/Professionalism Course
- Committee on Access to Legal Services
- Alternative Dispute Resolution Joint Committee
- Lawyer Referral
- Publications/Public Information Department
- Clients’ Protection Fund
- Access to Justice Director
- Membership Department
- Administrative Support

III. Improving Legal Profession and Judicial System

- A. Lawyer Regulation (see I. above)
- B. Professionalism (see II. above)
- C. Judicial Nominations Committee
- D. Sections and Conferences
- E. MCLE (see I. above)
- F. Lawyer Assistance Program
- G. Local and Specialty Bar Relations Coordinator
- H. Bench Bar Relations Committee
- I. Administrative Support

Approved by VSB Council
February 28, 1998

C. Governance

Council

The rules provide that the powers of the Virginia State Bar shall be exercised by a Council elected pursuant to the Rules. Each of the 31 judicial circuits is entitled to elect one or more Council members. The election is by vote of active VSB members licensed to practice in the circuit wherein an election is held. The term of the Council member is three years with a provision that a Council member may be elected for one additional three-year term. Council elections are held in April.

In addition to the elected Council members, the Supreme Court of Virginia appoints nine at-large members. The chair of the Conference of Local Bar Associations, the president of the Young Lawyers Conference, the chair of the Senior Lawyers Conference, and the chair of the Diversity Conference serve as *ex-officio* members of Council.

The president, president-elect, and immediate past president of the bar serve as *ex-officio* members of the Council, with the president serving as presiding officer. The executive director/chief operating officer serves as secretary and treasurer of the VSB.

The Council typically meets three times a year: in October, in late February or early March, and in June prior to the Annual Meeting.

Executive Committee

Between meetings of the Council, its duties and functions may be performed by the Executive Committee of thirteen members, six of whom are elected annually by and from the Council, with the president, president-elect, immediate past president, chair of the Conference of Local Bar Associations, president of the Young Lawyers Conference, chair of the Senior Lawyers Conference, and chair of the Diversity Conference serving as *ex-officio* members.

Powers of Council

Part 6, Section IV, Paragraph 9(j)

Rules for Organization and Government, Virginia State Bar

POWERS OF THE COUNCIL.—The Council shall have general charge of the administration of the affairs of the Virginia State Bar, and shall have the power:

- (a) To adopt Bylaws for the Council and the Virginia State Bar not in conflict with these rules.
- (b) To elect the officers provided for by these rules.
- (c) To fill vacancies in the Council for unexpired terms if there should be a failure for sixty days to elect as provided in Section (6) and to fill vacancies in any office for unexpired terms.
- (d) To appoint committees and prescribe their duties.
- (e) To employ such assistants as it deems necessary and to fix their duties and compensation and the compensation of the Secretary-Treasurer.
- (f) To make allocations of funds within the amounts available.

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- (g) To conduct such investigations and make such reports as may be directed by the Supreme Court or by the bar.
 - (h) To render advisory opinions as provided in Section (10).
 - (i) To establish an Administration and Finance Fund from which expenses related to meetings of the Council, meetings of the Executive Committee, the Annual and Midyear Meetings, and other official functions of the Virginia State Bar may be paid. The Fund shall be composed of funds appropriated to it by Council, or otherwise received. Such funds may be held, managed and invested as authorized or directed by Council. Disbursements from the fund shall be made as authorized by Council to pay the necessary expenses related to official functions of the Virginia State Bar as authorized by these Rules including, but not limited to, those expenses resulting from the exercise of the Council's powers under these Rules.
 - (j) The Council may, at its discretion or upon a written request of the majority of the members of the Virginia State Bar or pursuant to a resolution duly adopted at a regular or called meeting, exercise the necessary powers:
 - To promote reforms in judicial procedure and the judicial system that are intended to improve the quality and fairness of the system;
 - To recommend to the Supreme Court procedures for the disciplining, suspending and disbaring of attorneys;
 - To recommend to the Supreme Court the adoption of, modifications to, amendments to or the repeal of any rule of the Rules of the Supreme Court of Virginia;
 - To regulate the legal profession;
 - To improve the quality of the legal services made available to the people of Virginia;
 - To investigate, evaluate or endorse judicial candidates on a nonpartisan, merit basis;
 - To uphold and elevate the standards of honor, of integrity and of courtesy in the legal profession;
 - To encourage higher and better education for membership in the profession; and
 - To encourage and promote diversity in the profession and the judiciary; and
 - To perform all duties imposed by law.

Amended by VSB Council
June 18, 2009

Approved by Supreme Court of Virginia
January 22, 2010

D. Council Bylaws Establishing Sections (Article XI)

The Council may create and abolish sections as it may consider necessary or desirable to accomplish the purposes and serve the interests of the Virginia State Bar and of the sections and shall prescribe the powers and duties of the sections. The bylaws of any section shall be subject to approval of Council.

E. VSB Bylaws Establishing Committees (Article V)

- Sec. 1.* Unless otherwise provided in the Supreme Court Rules, by action of Council, or elsewhere in these bylaws or the bylaws of Council, all committees shall be appointed by the president, who shall have power to determine the size and composition of the committee and to designate the chair thereof and to fill any vacancy therein.
- Sec. 2.* A majority of any committee shall constitute a quorum.
- Sec. 3.* In addition to the Executive Committee, district committees, and standing committees specified in the bylaws of Council, there shall be special committees to carry out the other ongoing work of the bar, and study committees, where appropriate in the judgment of the president, to examine and make recommendations on specific proposals or programs within a reasonably brief and discrete period of time.

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- Sec. 4.* Members of special committees shall be appointed to three-year terms, with the exception of the Special Committee on Lawyer Malpractice Insurance whose members shall be appointed to five-year terms. No member shall serve more than two consecutive terms on such a committee. A member appointed to fill an unexpired term shall be eligible to serve two additional full terms. An eligible member wishing to be reappointed to a special committee shall be required to reapply in writing prior to the end of his or her current term under procedures established by Council and administered by the executive director. If any member of a committee fails to attend either three meetings during any bar year or two successive meetings of the committee without providing an explanation satisfactory to the committee chair, or in the case of a lawyer member, is declared not in good standing with the Virginia State Bar, such person's position shall automatically be considered vacated and filled as in the case of other vacancies.
- Sec. 5.* In making initial appointments to new special committees, the president shall appoint members to one, two and three-year terms so as to allow for the retirement or reappointment of one-third of the membership of each special committee at the end of each bar year.
- Sec. 6.* Effective July 1, 1996, the size of special committees shall be as specified by Council. A list of the committees and their respective sizes shall be maintained by the executive director. Changes in the size of special committees may be approved by the Executive Committee.

F. Impact Statement for New Programs/Projects

This statement should be completed, with the assistance of your liaison, whenever a new project is proposed.

1. Name of person or group proposing program/project:
2. Name of VSB staff person working with your group:
3. Name of program/project:
4. Proposed starting date:
5. What is the goal of this program/project?
6. Has any similar program/project been undertaken in the past by the VSB?

Yes No (Circle One)

If yes, what is the status of that program/project?

7. Is any other VSB committee or section currently working on a similar program/project?

Yes No (Circle One)

If yes, please name:

8. Does any other group in Virginia currently have or plan to have a similar program/project?

Yes No (Circle one)

If yes, please name:

9. On a separate sheet, please estimate the costs in VSB funds of the proposed program/project. Include all out-of-pocket (new) expenses (such as copying, telephone, postage and supplies). Estimate apportionments of all fixed (current) expenses (such as rent, staff salaries, computer time and office equipment).

10. Please estimate the costs in staff time (include by name the person who would be primarily responsible for implementing the program/project and all support staff needed; please estimate the total number of hours for each person to be devoted to this project/program within the next fiscal year):

11. Please estimate the time in which this program/project will be completed and any *special supply needs*:

12. Are the necessary funds in the current section budget?

Yes No (Circle One)

If not, how will it be funded?

When complete, please file one copy with your liaison and one copy with Crystal Hendrick in the Fiscal Office.

By Chair/President

Date

By Staff Liaison

Date

G. Calendar of Important Dates and Deadlines

September 1, 2016 – July 1, 2017

September 2016

The board of governors of each section should have met and formulated an agenda for the bar year.

- 19 **Solo & Small-Firm Practitioner Forum — Winchester**
- 21 **Fall Meeting of Section, Conference, and Committee Chairs** — Virginia State Bar Office, 3rd Floor Conference Room, Bank of America Building, 1111 E. Main Street, Richmond, 11:00 a.m. The agenda will include a review of the Chairs Handbook; preliminary planning for the 2017 Annual Meeting; and an overview of the budgeting process for the 2017–18 bar year. Section and conference vice chairs and newsletter editors are encouraged to attend this meeting.
- 30 **YLC Professional Development Conference — Roanoke, Tysons Corner/Virginia Beach/Washington, DC**

October

- 6–7 **VSB Executive Committee and Council Meetings — Roanoke**
- 7 **YLC Professional Development Conference — Richmond/Wise**
- 14 Deadline for section/conferences to submit Showcase CLE program proposals to BAM Committee for possible presentation at the 2017 Annual Meeting.
- 24 **Solo & Small-Firm Practitioner Forum/Regional Bench-Bar Conference — Emporia**

November

- 14 For Showcase CLE topics selected for presentation at the 79th Annual Meeting, deadline for submission of detailed information, including title, narrative description and invited/confirmed speakers.

January 2017

- 13 Deadline for submitting final program information for section and conference CLE programs to be conducted at the Annual Meeting including: (1) precise title; (2) list of participants; and (3) biographical data on participants.

February

- 24–25 **VSB Executive Committee and Council Meetings — Richmond**

March

- 10 Deadline for submitting section and conference budget requests, with supporting information, for 2017–18 bar year.
- 10 **CLBA Bar Leaders Institute — Richmond**

April 2017

In accordance with section and conference bylaws, chairs should appoint a nominating committee for the purpose of electing new officers and board members at the Annual Meeting in June.

- 6 **VSB Executive Committee Meeting — Wintergreen**
- 7 **Solo & Small-Firm Practitioner Forum — Lynchburg**
- 24 **VSB TECHSHOW — Richmond**

May

- 5 Deadline for submitting housing needs for CLE program speakers.
- 5 Deadline for submitting MCLE outlines for CLE programs for 79th Annual Meeting.
- 5 Deadline for submitting award orders to VSB for outgoing section officers and speakers.

June

- 14–15 **VSB Executive Committee and Council Meetings — Virginia Beach**
- 14–18 **VSB 79th Annual Meeting — Virginia Beach**
- 16–17 Section and conference CLE programs will be conducted during the Annual Meeting.

Annual business meetings of sections and conferences will be held in conjunction with the 2017 Annual Meeting. The nominating committee of each group will report to the membership, and elections will be held for new officers and new board members.

Section and Conference election results should be recorded on the forms provided at the business meeting and returned to the State Bar office no later than July 1, 2017.

- 30 Deadline for submitting section and conference bylaw amendments approved at business meetings during 2017 Annual Meeting (Please send this information to VSB office for approval by Council at its October 2017 meeting.)

Deadline for advising VSB of section dues increase approved at business meeting during 2016 Annual Meeting (Sections may raise their dues up to \$35 without further action by Council. However, any such increase would not become effective until the following fiscal year, 2017–18.)

July

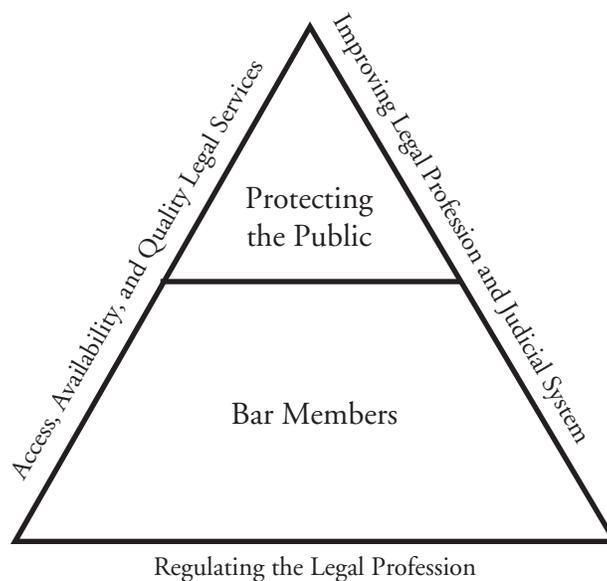
- 1 Deadline for submitting the new listing of the officers and board of governors for each section/conference for the 2017–18 bar year
- 1 Deadline for submitting annual reports from each section, conference, and committee for the 2016–17 bar year ending June 30, 2017. Section, standing and special committee, and special board chairs are requested to write and submit annual reports to the bar before its annual meeting, but no later than July 1, 2017. (This is the last responsibility of the outgoing chair.)

H. Virginia State Bar Strategic Plan 2016–2018

The Virginia State Bar (VSB) was created in 1938 by the General Assembly as an administrative agency of the Supreme Court of Virginia. The creation of the agency unified Virginia’s lawyers in a mandatory state bar. The VSB is governed by its Council and Executive Committee, whose members are elected or appointed from every judicial circuit in the commonwealth. The mission of the Virginia State Bar, as an administrative agency of the Supreme Court of Virginia, is to regulate the legal profession of Virginia; to advance the availability and quality of legal services provided to the people of Virginia; and to assist in improving the legal profession and the judicial system. (*About the Bar — website — <http://www.vsb.org/site/about/>*)

Goals for 2016–2018:

- I. Protect the Public
- II. Regulate the Profession
- III. Advance Access to Legal Services
- IV. Improve the Legal Profession and the Judicial System
- V. Operate the Bar



Strategic Plan 2016–2018

The Virginia State Bar’s Executive Committee amended the bar’s strategic plan at its meeting in April 2015. The strategic plan has five goals within the mission statement. The goals provide a framework for the aspirations and continuous efforts of the committees, conferences, sections and departments.

Strategies were identified that support the five goals. Many strategies advance multiple goals. To further the strategies, the committees, conferences, sections and departments should implement programmatic tools or tactics.

- I. Protect the Public** — Protect the public by educating and assisting lawyers to practice ethically and competently, and by disciplining those who violate the Supreme Court’s Rules of Professional Conduct, all at no cost to Virginia taxpayers.
 - A. Regulation of the Legal Profession** — Efficiently regulate the legal profession to protect the public from lawyer misconduct.
 - B. Unauthorized Practice of Law** — Promptly investigate and act upon allegations of the unauthorized practice of law.
 - C. Early Intervention** — Identify problems early and promptly intervene.
 - D. Clients’ Protection Fund** — Finance and administer the fund to maximize reimbursement of losses caused by the dishonest conduct of lawyers.
 - E. Public Awareness and Communications** — Promote public awareness of rights and remedies through education and communications.
 - F. Transparency** — Promote public confidence in the profession and the regulatory system through continued transparency.
- II. Regulate the Profession** — Regulate the profession through principles that guide lawyer behavior and enforcement proceedings for noncompliance with such principles.
 - A. Discipline** — Strive for timely investigation and prosecution of disciplinary complaints and the imposition of appropriate sanctions.
 - B. Legal Ethics** — Provide legal ethics opinions and confidential advice through the ethics hotline.
 - C. Client Property** — Prevent loss of client property by appropriately reviewing attorney escrow accounts or seeking injunctive relief.
 - D. Practice Audits** — Standardize practice audit template, integrate technology.
- III. Advance Access to Legal Services** — Ensuring public access to quality legal services.
 - A. Legal Services** — Encourage and support pro bono efforts, appointed counsel, and organizations that offer or support civil legal services and indigent defense.
 - B. Outreach** — Develop and implement law-related community education programs and projects.
 - C. Diversity** — Encourage availability of diverse population of lawyers, able to serve the commonwealth’s diverse populations.
 - D. Technology** — Promote the effective use of technology in the delivery of legal services.
 - E. Lawyer Assistance Programs** — Support organizations with lawyer assistance initiatives.
 - F. Lawyer Referral** — Provide legal referrals at a nominal fee.

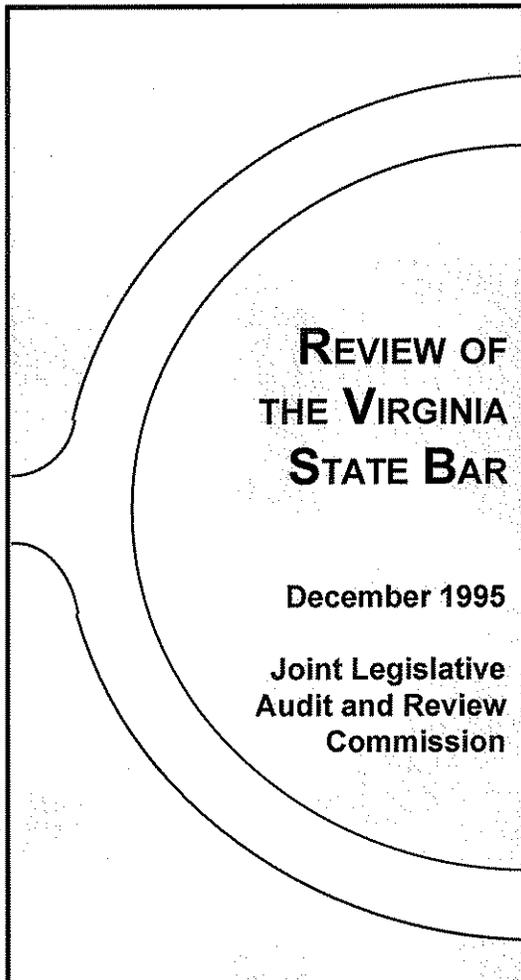
IV. Improve the Legal Profession and the Judicial System — Programs and initiatives to improve the legal profession and the administration of justice.

- A. Advocacy** — Increase public and member understanding of legal process and the role of the legal profession. Use the Speakers' Bureau.
- B. Candidate Review** — Maintain judicial evaluation processes.
- C. Professional Conduct and Ethics** — Continue incorporating professionalism and civility into continuing education.
- D. Mandatory Continuing Legal Education** — Promote competence and professionalism through high-quality continuing education programs and requirements.
- E. Lawyer Population** — Promote diversity in the legal profession and the judiciary.
- F. Judicial Independence** — Support judicial independence and educate members and the public about its importance.
- G. Communications** — Provide information through publications, the website, and other media.
- H. Leadership** — Provide leadership opportunities and training to local and state bar leaders and coordinate and recognize volunteers to maximize involvement and minimize attrition.
- I. Lawyer Assistance Programs** — Support organizations with lawyer assistance initiatives.

V. Operate the Bar — Maintaining an effective Virginia State Bar.

- A. Mission Statement** — Consider inclusion of a fourth element in the mission statement: “protecting the public.”
- B. Executive Committee** — Plan strategic meetings to eliminate redundancy of reporting and focus primarily on strategy and action items.
- C. Strategic Plan** — Monitor progress of the strategic plan through the Executive Committee.
- D. Five-Year Plans** — Integrate section, conference and committee 5-year plans into the strategic plan.
- E. Sections, Conferences and Committees** — Review the purpose, function and return on investment of sections, conferences and committees to ensure they best serve the VSB's mission.
- F. Technology** — Utilize technology to serve the members and the public through enterprise content management (ECM) and enhanced and expanded web applications. Ensure that we have informed and efficient decision making when making technology decisions.

JLARC Report Summary



The Virginia State Bar (VSB) was created in 1938 by the General Assembly as an administrative agency of the Supreme Court of Virginia. The creation of the agency unified Virginia's lawyers in a mandatory State Bar to provide for the regulation of lawyers practicing in the Commonwealth. Since that time, Virginia State Bar activities have grown to support a broad mission which includes efforts to regulate, improve,

and educate members of the legal profession; and to promote the administration of justice and quality of legal services provided to Virginians.

Virginia is one of 32 states and the District of Columbia that have unified, mandatory bar organizations. Currently, the VSB is made up of 20,408 active members who each pay \$185 in annual fees for the privilege of practicing law in Virginia. Annual attorney fees are used to fund most of the Bar's operations and totaled \$4.3 million in FY 1995. Total Bar operating expenditures in FY 1995 were almost \$5.3 million.

This review of the Virginia State Bar is one in a series of studies on the administration of justice in Virginia. Senate Joint Resolution (SJR) 263 specifically directed JLARC to conduct an analysis of the VSB and evaluate the efficiency, economy, and effectiveness of the VSB in carrying out its mission.

This review found that while the VSB shares a number of characteristics with other unified state bars, the agency is unique when compared to agencies that regulate other professions and occupations in Virginia. The VSB is different because it combines activities to regulate the profession with non-regulatory activities that are similar to those usually conducted by professional associations. This unusual mix of activities raises questions about how to best allocate resources and prioritize activities to carry out the Bar's mission.

Analysis of State Bar operations indicates that:

- lawyers may be paying more in annual fees than is necessary to fund the Bar's operations, as evidenced by the growing cash balances maintained in VSB special funds,

- the system to discipline lawyers in Virginia works relatively well, although, some steps need to be taken to better ensure public protection and build public confidence, and
- most activities of the VSB are consistent with the mission established for the Bar by statute and the *Rules of Virginia Supreme Court*, but the association-like nature of the Bar's non-regulatory activities exposes the Bar to potential conflicts, diverts resources from the Bar's most important activity — lawyer discipline — and raises concerns about public accountability.

Three Special Funds Are Maintained to Pay for VSB Activities

The VSB is authorized to maintain three distinct special funds to pay for its regulatory and non-regulatory activities. The State Bar fund is authorized by the *Code of Virginia* and is composed primarily of the mandatory annual fees paid by lawyers to be members of the VSB. The administration and finance (A&F) fund is authorized by the *Rules of Virginia Supreme Court (Court Rules)* and was created to pay for conference, meeting, and related VSB expenses for which State funds cannot be used. The clients' protection fund is also authorized by the *Court Rules* and is used to compensate persons who have experienced financial losses due to the dishonest conduct of a lawyer. Member dues also finance this fund.

The State Bar fund is one of many special funds within the State Treasury, and as such, is monitored through the Commonwealth's Cost Accounting and Reporting System (CARS). The A&F fund and the clients' protection fund are maintained and administered solely by the VSB and are not tracked by CARS. The VSB is responsible for investing the revenue of these funds

and paying their associated expenses. While not monitored through CARS, the Auditor of Public Accounts does conduct periodic audits to ensure that expenditures are properly documented and that these expenses are not charged to the State Bar fund.

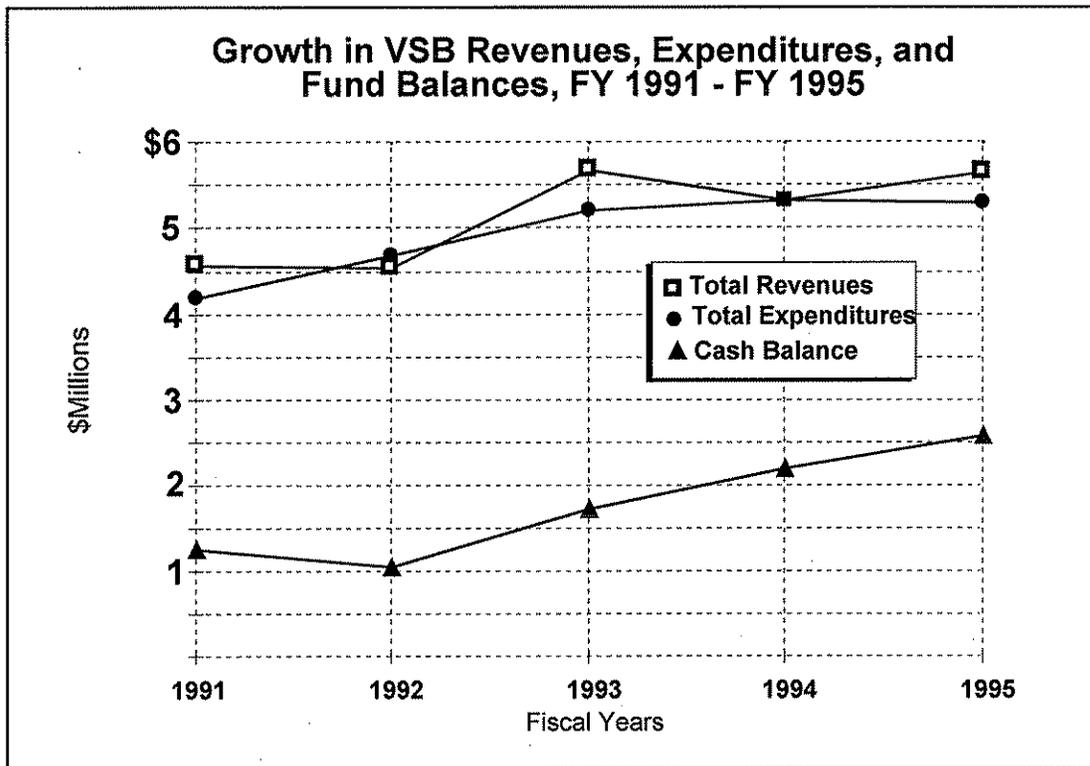
While A Majority of VSB Expenditures Pay for Lawyer Regulation, Lawyers May Be Charged Excessive Fees

Analysis of VSB funding indicates that about 54 percent of total State Bar expenditures are used to regulate lawyers through the disciplinary system and other regulatory activities carried out by the Virginia State Bar. Nevertheless, Virginia lawyers may be paying more than is necessary to fund the activities of the VSB. Growing cash balances in two of the VSB's special funds form a large cash reserve that could have paid for about one-half of the agency's operating expenditures in FY 1995.

In three of the past five fiscal years, VSB revenue exceeded expenditures (see figure on next page). Excess revenues, combined with growing cash balances in the Bar's special funds have provided the Bar with a large cash reserve. Currently, the VSB has more than \$2.5 million in combined reserve amounts from the State Bar fund and the A&F fund. Some of this reserve can be attributed to the VSB implementation of two increases in member dues over the past five years.

Recommendations are made in this report to:

- amend the *Code of Virginia* to ensure that mandatory member dues are not increased if the reserve levels in VSB special funds exceed ten percent of total operating expenditures, and
- reduce the amount of VSB member dues.



Transfers of Funds from the State Bar Fund to the Clients' Protection Fund Raise Questions about Fund Integrity

The clients' protection fund was established in 1985 by *Court Rules* to further the administration of justice by reimbursing clients for financial losses caused by the dishonest conduct of Virginia lawyers. Since its inception, the fund has been capitalized by lawyers' annual fees to the VSB. To date, the fund has received more than \$1.5 million in transfers from the State Bar fund and has paid out more than \$1.3 million to petitioners. The Bar's council has provided revenues to the fund in two ways: (1) approval of fund transfers from the State Bar fund, and (2) loans from the State Bar fund for the express purpose of accruing interest income to capitalize the fund. These loans were later forgiven.

The practice of routinely transferring revenue from the State Bar fund to capitalize

the clients' protection fund raises concerns about the integrity of the State Bar fund. This fund was established to pay for the cost of lawyer regulation, primarily lawyer discipline. Further, the current method of funding the clients' protection fund is inconsistent with the methods used for budgeting other VSB expenditures, even though these expenses accounted for eight percent of the VSB's expenditures in FY 1995.

While the Bar has made contributions to the clients' protection fund since 1976 from the State Bar fund, this contribution was not formally budgeted until recently in FY 1995. The Bar's 1994 long range plan included a goal of contributing \$200,000 annually to the clients' protection fund for a period of at least five years beginning in FY 1995. Nevertheless, the Bar's budget for FY 1995 included only \$130,000 as a line item for the clients' protection fund, which represented a portion of that recommended by

the long range plan and a portion of the \$400,000 which the Bar actually contributed to the fund. Consequently, capitalizing the fund appears to continue to be a discretionary expenditure depending on the financial position of the State Bar fund at the year's end.

Continued growth in demand for payments from the clients' protection fund to persons who have experienced financial losses due to the dishonest conduct of lawyers may necessitate a more straightforward funding mechanism to ensure fund integrity and protect the public. Because it is unclear whether the General Assembly intended for the fund to be capitalized by Bar member dues, recommendations are contained in this report to address these concerns by having the VSB:

- discontinue the current practice of making State Bar fund transfers to the clients' protection fund without specific statutory authority, and
- request General Assembly authorization to maintain and finance the clients' protection fund through a specific funding mechanism.

Certain Revenues Received by the Bar May Have Been Erroneously Retained

Since at least FY 1987 and possibly earlier, the VSB has received revenues from its sponsored insurance plans. From FY 1988 to FY 1995, the Bar received approximately \$727,000 in insurance proceeds for various reasons. The majority of these funds appear to be from refunds for favorable claims experience on the part of VSB policyholders. These funds were eventually deposited in the VSB's administration and finance fund and have collected more than \$88,000 in interest income. It appears that some of these insurance refund amounts should have been treated as unclaimed in-

tangible property and returned to the State Treasury.

Recommendations are made to:

- identify and determine if portions of the VSB's insurance revenue should be designated and treated as unclaimed property, and
- ensure that all future refunds involving intangible property are treated as unclaimed property by the VSB when the owner cannot be identified.

Some Bar A&F Fund Expenditures Do Not Appear Consistent with the Purpose of the Fund

The Bar's administration and finance fund was created in 1987 by the Supreme Court of Virginia to pay for:

expenses related to meetings of the Council, meetings of the Executive Committee, the Annual and Midyear Meetings, and other official functions of the State Bar
(Court Rules)

Analysis of the A&F fund indicates that certain expenditures may not be consistent with the purpose of the fund as established by the Supreme Court. Further, the cash balance in the A&F fund has accumulated to a level more than three times the amount expended from the fund in FY 1995. The Supreme Court may not have intended that the Bar maintain such a large cash balance when it originally set up the fund.

The three primary events that are funded through the A&F fund are the VSB annual meeting, the annual Cambridge seminar, and the midyear legal seminar. Receipts from these events are deposited with the State Treasurer in the State Bar fund. The money is then transferred to the A&F fund to pay for associated expenses. However, in FY 1995 the fund is also used to pay for:

- alcoholic beverage expenses for social meetings of the council, executive committee, specialty law sections, and committees;
- travel expenses for spouses of Bar officers; and
- staff activities and expenses such as coffee, soda, a staff holiday party, and other items.

These types of expenses are not normally approved by the Commonwealth for reimbursement. In addition, they do not appear to relate directly to “official” business of the Bar.

Reimbursement of the above types of expenses appears inconsistent with what the Supreme Court intended in setting up the fund. Further, these expenditures raise questions about the focus and priorities of the VSB in carrying out its mission. The expenditures resemble those more typical of a professional or trade association. The VSB was not set up primarily as a professional association, but rather as a regulatory agency with a mission that includes upholding and elevating the standards of honor and integrity in the legal profession. As such, all of its discretionary expenditures should be made prudently and should be able to withstand public scrutiny.

Recommendations are made to:

- lower the A&F fund balance to a reasonable level, and
- discontinue payment of certain expenses from the A&F fund.

The Disciplinary System Works Well Although Some Changes Are Needed to Improve Public Protection and Build Public Confidence

The primary mission of the VSB is to regulate the legal profession to protect the

public from lawyer misconduct. In doing so, the VSB has developed a complex disciplinary system that strives to balance the need to protect the public with the need to ensure that the limited resources of the Bar are used efficiently. The Bar is also faced with the challenge of maintaining public trust, being accountable, and protecting the public while ensuring the system protects the rights of those accused and treats them fairly.

This review found that the disciplinary system works relatively well in achieving balance between the competing demands on the system. Nevertheless, some problems were identified which need to be addressed to improve public protection, build public trust in the system, and increase accountability to the public. Moreover, some minimal steps could be taken to improve fairness in the system.

Process for Dismissing Complaints Needs Strengthening. Protection of the public is the most important goal of Virginia’s disciplinary system. The disciplinary process begins with the filing of complaints by members of the public regarding the conduct of members of the Virginia State Bar. However, the majority of complaints against members of the Bar are dismissed before a hearing ever takes place on the complaint. Bar counsel appear to have sufficient basis to screen out most of these complaints. However, review of VSB disciplinary files indicated some weaknesses in: (1) the documentation of case dismissal decisions, (2) the provision of an opportunity for complainants to comment on the accused attorney’s response to allegations, and (3) the scope of bar counsel’s authority to dismiss cases. Recommendations are made to:

- improve documentation of dismissed cases and limit bar counsel’s authority to dismiss cases after a preliminary investigation, and

- provide complainants with an opportunity to rebut the accused attorney's response prior to dismissal.

Additional Improvements Could Be Made to Protect the Public. This review also identified several changes to the disciplinary system that could be made to enhance the VSB's ability to protect the public. Currently, complainants do not have the right to appeal dismissals by bar counsel. In addition, bar counsel cannot appeal decisions to dismiss cases after adjudication by Bar committees or the disciplinary board. However, attorneys accused of violating ethical standards (respondents) have the right to appeal case decisions in most instances. In addition, citizen complainants do not have the same rights to immunity from civil suits in filing complaints against lawyers, as lawyers currently have.

While the system has changed to involve lay persons in the adjudication of complaints against lawyers, lay member participation is not mandatory in all parts of the process. Further, it is not clear that the VSB has taken steps to ensure that adjudicatory decisions are consistent across the Commonwealth. This report includes recommendations to:

- provide complainants with the right to appeal dismissals,
- provide complainants with absolute immunity from civil suits for all disciplinary complaints made to the VSB,
- require lay member participation in district committee and disciplinary board actions, and
- have the VSB take steps to assess consistency in outcomes of committee decisions.

Steps Could Be Taken to Improve Public Confidence in the System. This review found that the VSB has taken a number of important steps to improve public trust in the system to discipline lawyers in recent years. However, several aspects of the current system continue to reduce confidence in the system and perhaps raise suspicions that the system is designed to protect lawyers instead of the public. These include maintaining a committee system that is closed to public access and allowing certain practices which create appearances of impropriety. Further, lack of understanding about the system and its purposes could be improved to facilitate a higher degree of public trust. Review of disciplinary files indicated that the Bar could more clearly explain reasons for case dismissals to complainants.

Recommendations are made to:

- further open the disciplinary process to the public;
- prevent members of the Bar's council from representing respondents in disciplinary proceedings and clarify participation by other Bar officers, committee members, and board members;
- prohibit Bar members from having access to confidential disciplinary information, other than Bar staff and members of the standing committee on lawyer discipline;
- require disclosure of potential conflicts of interest in disciplinary cases; and
- provide more detailed explanations for dismissals to complainants.

Minor Changes Could Be Made to Further Improve System Fairness. Analysis of the VSB disciplinary system found that, on the whole, attorneys accused of violating ethical standards are treated fairly. However, some minor changes could be made to improve the fairness of the system. Currently, respondents are only entitled to receive very limited information from bar counsel about their case in order to prepare for a hearing. Further, respondents and their counsel are not allowed to be present for subcommittee meetings in which decisions are made to impose discipline and approve or disapprove proposed agreed dispositions. And, subcommittee members who consider whether to set a case for hearing may also sit on the committee panel that hears the case.

Recommendations are made to improve system fairness by:

- providing respondents with limited discovery in disciplinary cases and the right to appeal dismissals which create a disciplinary record, and
- excluding certain subcommittee members from the adjudicatory process, and allowing respondents and their counsel to be present for subcommittee meetings.

Changes Could Be Made to Improve the Efficiency of the Disciplinary System. Currently, the VSB assesses the efficiency of the disciplinary system by monitoring time guidelines it has established for the various steps in the disciplinary process. Analysis of VSB performance in reaching its guidelines indicates that most complaints are not processed within the goals established for the system. Several changes could be made to assist the Bar in achieving its goals and strengthening the efficiency of the system. Recommendations are made to improve efficiency by:

- improving the monitoring of performance in meeting time guidelines,
- reclassifying at least one position as an additional bar counsel position,
- better monitoring of staff productivity and assessing the need for paralegal support, and
- developing a training program for investigative staff.

The VSB's Current Mission and Role Raises Concerns about Its Regulatory Focus

This review found that, with one minor exception, most VSB activities appear consistent with the mission established for it by the General Assembly and the Supreme Court of Virginia. Nevertheless, there appears to be a need for better prioritization of activities to ensure that the Bar's regulatory activities remain its primary focus. Findings in this report indicate that the Bar may need to reallocate existing resources to address resource needs in this area.

The association-like nature of some programs and activities conducted by the Bar raises questions about whether the Bar is properly focused on its regulatory mission. In addition, the expansion of the Bar into commercial activities is unusual for a State agency and exposes the Bar to potential conflicts, especially with its regulatory function. Further, these types of activities divert resources from the Bar's most important activity — lawyer discipline — and raise concerns about public accountability.

Implications for the Future Role of the Virginia State Bar

Concerns about the unusual mission and role that the unified bar has as a state governmental agency are not new. One legal scholar who studied unified bars in the 1980s has argued that the unified bar as an

institution has three contradictory images which affect its governance and accountability — that of a public agency, a compulsory membership organization, and a private voluntary association. Clearly, these images are reflective of the role of the unified bar in Virginia and as such, raise concerns about how these contradictory roles can be appropriately balanced to ensure continued protection of the public and enhance public confidence in Virginia’s legal system.

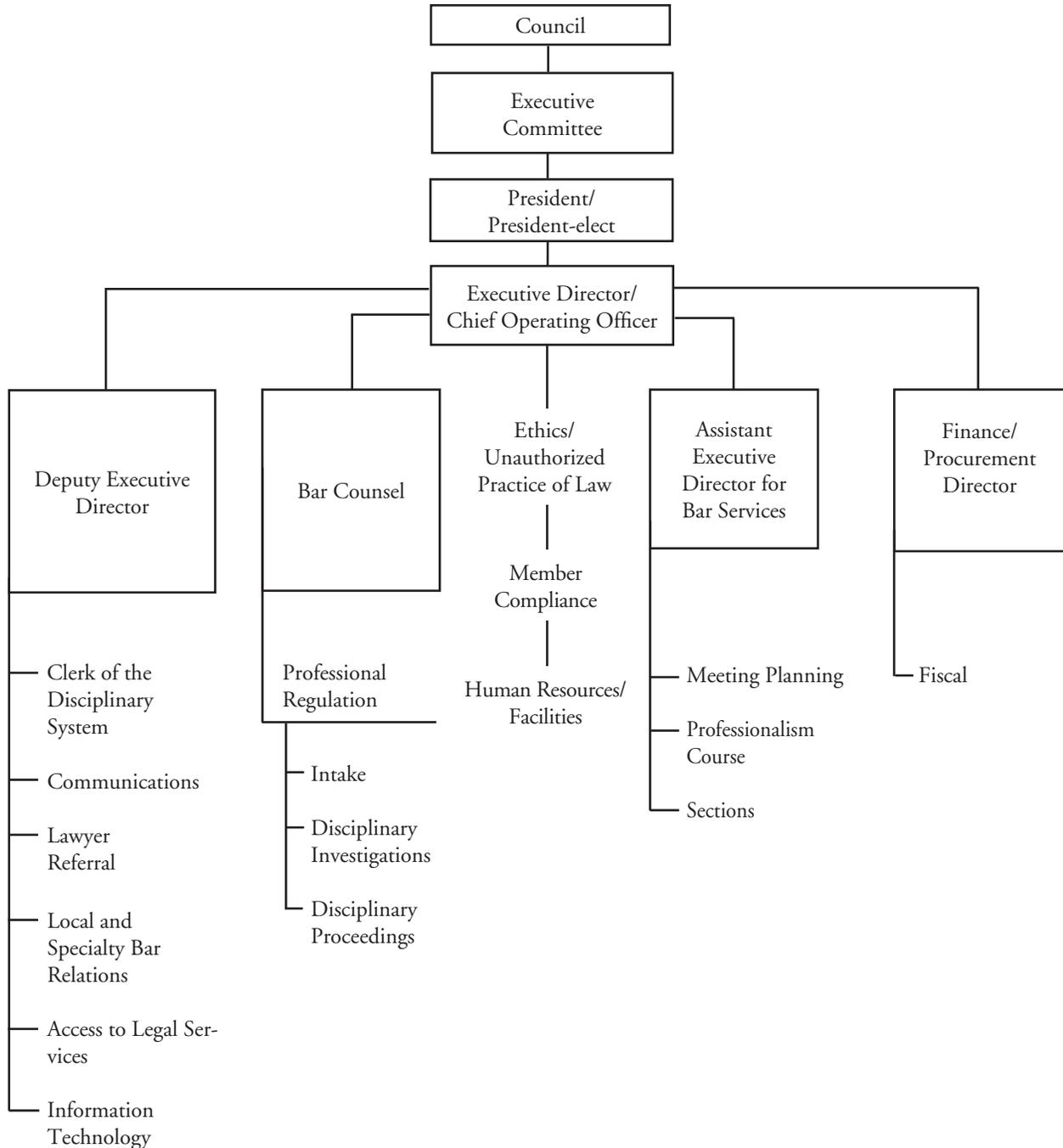
Without a more thorough examination and delineation of the role of the Virginia State Bar in the future, striking the proper balance between the Bar’s regulatory and non-regulatory activities will continue to be

problematic. The Bar will most likely continue to experience pressure to change the scope of its activities from its members, other statewide voluntary bar associations, complainants, and members of the General Assembly.

The Supreme Court of Virginia and the General Assembly may wish to consider several options for the future to refocus the Bar’s activities and improve its public accountability. These could include structural changes to the Bar’s governance, transfer of certain activities to other entities, or implementing a more structured system of oversight.

II. VSB Organization and Staff Support

A. VSB Organization Chart



B. Staff Directory

VIRGINIA STATE BAR
1111 East Main Street, Suite 700
Richmond, Virginia 23219-0026
(804) 775-0500 • TDD (804) 775-0502
website: <http://www.vsb.org>
Office Hours: 8:15 a.m. to 4:45 p.m.

EXECUTIVE OFFICE

		Phone	E-mail
Karen A. Gould	Executive Director	775-0550	gould@vsb.org
Asha B. Holloman	Executive Assistant	775-0551	aholloman@vsb.org

FINANCE

Crystal T. Hendrick	Finance/Procurement Director	775-0523	hendrick@vsb.org
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BAR SERVICES

Elizabeth L. Keller (Bet)	Assistant Executive Director	775-0516	keller@vsb.org
Terry B. Patrick	Meetings and Special Projects Coordinator	775-0515	patrick@vsb.org
Maureen D. Stengel	Administrator for Professionalism and Young Lawyer Activities	775-0517	stengel@vsb.org
Catherine D. Huband	Senior Administrative Assistant	775-0514	huband@vsb.org
Dolly C. Shaffner	Special Projects Administrative Assistant	775-0518	shaffner@vsb.org

MEMBER COMPLIANCE

Gale M. Cartwright	Director	775-0578	cartwright@vsb.org
	Main Number for Mandatory Continuing Legal Education	775-0577	mcle@vsb.org
	Main Number for Membership	775-0530	membership@vsb.org

COMMUNICATIONS AND PUBLIC SERVICE

Renu M. Brennan	Deputy Executive Director	775-0575	brennan@vsb.org
Stephanie G. Blanton	Records Manager/Executive Assistant and Fee Dispute Coordinator	775-0576	blanton@vsb.org
Paulette J. Davidson	Conference of Local Bar Associations	775-0521	davidson@vsb.org
Karl A. Doss	Director, Access to Legal Services	775-0522	doss@vsb.org

Communications

Gordon R. Hickey	Director and Editor	775-0586	hickey@vsb.org
Caryn B. Persinger	Publications Manager/Webmaster	775-0588	persinger@vsb.org
Madonna G. Dersch	Graphic Designer/Assistant Webmaster	775-0587	dersch@vsb.org
Deirdre H. Norman (Dee)	Public Information Specialist	775-0594	dnorman@vsb.org

Virginia Lawyer Referral Service

Toni B. Dunson	Lawyer Referral Coordinator	775-0591	dunson@vsb.org
	Referral Service—Local	775-0808	
	Referral Service—Long Distance	800-552-7977	

PROFESSIONAL REGULATION

Edward L. Davis (Ned)	Bar Counsel	775-0566	davis@vsb.org
Kathryn R. Montgomery	Deputy Bar Counsel	775-0543	montgomery@vsb.org
James M. McCauley (Jim)	Ethics Counsel	775-0565	mccauley@vsb.org
	Ethics Hotline	775-0564	ethics hotline@vsb.org
James C. Bodie (Jim)	Intake Counsel	775-0596	bodie@vsb.org
	Complaint Line	775-0570	

C. Section and Conference Staff Liaisons and VSB Contacts

2016–17

The following staff members serve as liaisons to the sections and conferences:

Administrative Law	Catherine D. Huband	huband@vsb.org	(804) 775-0514
Antitrust Law	Terry B. Patrick	patrick@vsb.org	(804) 775-0515
Bankruptcy Law	Terry B. Patrick	patrick@vsb.org	(804) 775-0515
Business Law	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Construction Law	Dolly C. Shaffner	shaffner@vsb.org	(804) 775-0518
Corporate Counsel	Catherine D. Huband	huband@vsb.org	(804) 775-0514
Criminal Law	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Education of Lawyers	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Environmental Law	Catherine D. Huband	huband@vsb.org	(804) 775-0514
Family Law	Dolly C. Shaffner	shaffner@vsb.org	(804) 775-0518
General Practice	Catherine D. Huband	huband@vsb.org	(804) 775-0514
Health Law	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Intellectual Property Law	Terry B. Patrick	patrick@vsb.org	(804) 775-0515
International Practice	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Litigation	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Local Government Law	Terry B. Patrick	patrick@vsb.org	(804) 775-0515
Military Law	Dolly C. Shaffner	shaffner@vsb.org	(804) 775-0518
Real Property	Dolly C. Shaffner	shaffner@vsb.org	(804) 775-0518
Taxation	Catherine D. Huband	huband@vsb.org	(804) 775-0514
Trusts & Estates	Dolly C. Shaffner	shaffner@vsb.org	(804) 775-0518
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Conference of Local Bar Associations	Paulette J. Davidson	davidson@vsb.org	(804) 775-0521
Diversity Conference	Stephanie G. Blanton	blanton@vsb.org	(804) 775-0576
Senior Lawyers Conference	Stephanie G. Blanton	blanton@vsb.org	(804) 775-0576
Young Lawyers Conference	Maureen D. Stengel	stengel@vsb.org	(804) 775-0517
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Annual Report	Deirdre H. Norman	dnorman@vsb.org	(804) 775-0594
Newsletters	Deirdre H. Norman	dnorman@vsb.org	(804) 775-0594
<i>Virginia Lawyer</i> magazine	Gordon Hickey	hickey@vsb.org	(804) 775-0586
VSB Website	Caryn B. Persinger	persinger@vsb.org	(804) 775-0588

D. Committee Staff Liaisons

2016–17

STANDING COMMITTEES:

Budget & Finance	Crystal T. Hendrick	hendrick@vsb.org	(804) 775-0523
Lawyer Discipline	Edward L. Davis	davis@vsb.org	(804) 775-0566
Legal Ethics	James M. McCauley	mccauley@vsb.org	(804) 775-0565
Professionalism	Maureen D. Stengel	stengel@vsb.org	(804) 775-0517

SPECIAL COMMITTEES:

Access to Legal Services	Karl A. Doss	doss@vsb.org	(804) 775-0522
Bench-Bar Relations	Karen A. Gould	gould@vsb.org	(804) 775-0550
Better Annual Meeting	Elizabeth L. Keller	keller@vsb.org	(804) 775-0516
Communications	Gordon R. Hickey	hickey@vsb.org	(804) 775-0586
Judicial Candidate Evaluation	Karen A. Gould	gould@vsb.org	(804) 775-0550
Lawyer Malpractice Insurance	Karen A. Gould	gould@vsb.org	(804) 775-0550
Lawyer Referral	Toni B. Dunson	dunson@vsb.org	(804) 775-0591
Personal Insurance for Members	Renu M. Brennan	brennan@vsb.org	(804) 775-0575
Resolution of Fee Disputes	Stephanie G. Blanton	blanton@vsb.org	(804) 775-0576
Technology and the Practice of Law	James M. McCauley	mccauley@vsb.org	(804) 775-0565

E. Duties of Staff Liaisons

Effective staff liaisons are essential to a committee/conference/section and the VSB's overall success. The staff liaison is a key resource to the assigned group, facilitates operations by acting as the information conduit between the group and the VSB, and assists the chair with planning and administrative responsibilities.

The liaison acts at the direction of the chair but does not actually perform the group's work. Too large of a staff role reduces the value of the group and motivation of volunteers; too small a role often results in the group operating inefficiently.

General Organizational and Policy Duties

The staff liaison:

- is familiar with all aspects of the group's bylaws (sections and conferences), purpose, prior work product, activities and current budget (sections and conferences).
- works with the chair to ensure that the group's work is consistent with the VSB's goals and objectives. The liaison understands and advises the group concerning:
 - the organization's strategic direction;
 - relevant policies, procedures, rules, and organizational structure;
 - the organization's financial planning process and related deadlines; and
 - restrictions on lobbying and fund raising.
- is an active participant at meetings, engaged in discussions, answering questions, offering suggestions and providing perspective. The liaison anticipates the informational needs of the group and coordinates with the chair to ensure that there is appropriate staff and volunteer input prior to discussion and decision making.
- supports the VSB's policy decisions, even when these decisions may be inconsistent with an individual group's needs.
- anticipates and provides administrative support.
- seeks guidance from his or her manager or other appropriate resources when information beyond the liaison's expertise is required.
- The staff liaison does not participate in the group's votes.

Meeting and Special Event Support

The staff liaison:

- makes early contact with the chair to discuss a meeting schedule for the bar year, taking into consideration deadlines for financial and other planning activities, and the group's projects and reports.
- reviews with the chair the group's charge and goals for the year; ongoing projects and programs; budget considerations and other relevant background; and the need for new member orientation.
- coordinates meeting date(s) with the Bar Services Department, confirming availability of meeting space, scheduling meeting room, arranging for refreshments and meals and ensuring that the meeting is confirmed on the State Bar's master calendar.
- works with the chair to develop and distribute meeting notices, agendas, minutes, meeting materials and other appropriate communications.
- circulates meeting notices and agendas electronically to the board in a timely manner, ensuring that board members post the meeting date on their calendars at the earliest possible time.
- attends meetings and provides on-site support, as necessary. With respect to meeting attendance, liaisons should coordinate with the chair and exercise judgment as to the importance/expense of attendance at meetings at an offsite location.

-
- assists the chair with preparation of the agenda and materials for meetings.
 - ensures that the original minutes are maintained in a permanent file following approval.
 - ensures compliance with FOIA, including notice, minutes and electronic meeting requirements (Standing Committees and Public Bodies).
 - coordinates and/or distributes reports or other information relevant to the group's work, including staff, committees, sections, conferences and other pertinent organizations.

General Resource and Administrative Support Duties

The staff liaison:

- assists with preparation of impact statements relative to new projects (see *Handbook, New Project Impact Statement*, page 9).
- explains travel expense reimbursement and general fiscal policies and procedures.
- assists with preparation/submission of form for solicitation of grants and other funds, as necessary.
- assists the Communications Department (dnorman@vsb.org or (804) 775-0594) with collection of the group's annual report before the annual meeting, but no later than July 1, 2017.
- coordinates e-mail distribution lists, ensuring that the participant list is current and that policies and rules are distributed as appropriate.

Administrative Support Duties Specific to Sections and Conferences

The staff liaison:

- assists in the nominating committee process of the section/conference for the board of governors and officers' appointments by advising the committee of the number of vacancies and terms of office and by serving as a resource for recruitment of members who would bring diversity to the board and the section/conference's work.
- assists Bar Services with the collection of election results from section/conference's annual business meeting held during the VSB's Annual Meeting in June (names; addresses; terms of office for newly elected board members and officers)
- communicates proposed section bylaw amendments to the executive director and Bar Services. Amendments to section bylaws must be approved by VSB Council before they become effective.
- anticipates and coordinates the timely production of the section/conference's communications, marketing, research and other needs with appropriate staff (for example: event promotion, mailings, newsletter production, group e-blasts etc.).
- facilitates newsletter production (electronic and printed media; and mailing) in coordination with the Communications Department [dnorman@vsb.org or (804) 775-0594]. Volunteer newsletter editors prepare content for the section/conference newsletters, and provide final text to the designated graphic designer for formatting.
- coordinates group email distributions; where appropriate, works through IT Department for large distributions.
- coordinates with the section/conference's webmaster to ensure that the content on the section/conference's website is current and accurate.
- coordinates arrangements with Fiscal Office to ensure that the section has adequate money in budget to cover expenses for programs and projects (i.e. postage/envelopes).
- coordinates arrangements with printer and mailing service for special programs and projects;

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- advises Bar Services Dept. of requests for awards for outgoing section/conference board members and officers to be presented at the Annual Meeting. No awards are automatically prepared by VSB staff. Such expenditures must be authorized by the section/conference and will be charged against its budget. Sections should place such orders at least one month in advance of the Annual Meeting.

Finance and Budgeting Duties Specific to Sections and Conferences

The staff liaison:

- provides financial planning and budgeting support and guidance.
- assists the chair in developing the section/conference's annual budget, according to the policies, procedures and deadlines established by the Virginia State Bar.
- together with the chair, manages the section/conference's budget, proactively reporting appropriate financial information.
- monitors invoices and travel reimbursement vouchers chargeable to the section/conference's budget to ensure that each expenditure made can be covered by the budget, as approved for the fiscal year.
- reviews monthly financial statements and reports financial/budget concerns to his or her supervisor and follows up until the matter is resolved.
- advises VSB Membership Department (membership@vsb.org) of address changes for members of boards.

CLE Administration Duties Specific to Sections and Conferences

The staff liaison:

- coordinates with the section and Virginia CLE (www.vacle.org) in Charlottesville in the development of section CLE programs.
- coordinates with Bar Services for CLE workshops planned in conjunction with VSB Annual Meeting.
- coordinates planning with VSB MCLE Department to ensure that program qualifies for proper credit; that the application for course approval (form #6) is submitted in a timely fashion; that all MCLE requirements for written materials are satisfied; and that forms #2 and #3 are printed and delivered to section for distribution.

NOTE:

Any seminar or educational program planned by a section *independently of Virginia CLE* must have *advance approval of the Virginia State Bar's Executive Committee*, following consultation with the VSB Executive Director and the section liaison. For section programs that will *not* be sponsored and coordinated by Virginia CLE in Charlottesville, please advise VSB MCLE Department (mcle@vsb.org) as soon as possible in the planning process.

Execution of Contracts & Grants

- Only the executive director, deputy executive director, or their designee may enter into contracts on behalf of the organization, or approve the engagement of consultants and professional service providers. All grant applications must be authorized and signed by the executive director or the deputy executive director. (*Handbook — Grant Requests*, page 51).
- Bar policy requires approval by the executive director BEFORE solicitation or acceptance of any grant, and approval by the Executive Committee BEFORE solicitation or acceptance of funds from any entity. Please use the form specified by the VSB for this purpose. (*Handbook — Grant Requests*, page 36).

III. VSB Policies

A. Policy Concerning the Use and Disclosure of VSB Email Addresses

Resolved, that the Virginia State Bar will send group emails to its members only:

- 1) in circumstances as determined to be appropriate by the executive director or a majority of the officers of the bar,
- 2) in a periodic electronic newsletter of official bar news according to guidelines and in a format to be determined by the Communications Committee, and
- 3) In a periodic electronic newsletter by the president regarding items of interest, and
- 4) in the case of emails to their members from bar conferences, sections, committees and task forces, emails may be sent as necessary to carry out the work of the conference, section, committee or task force.

Pursuant to Va. Code § 2.2-3705.1(10), member email addresses are exempt from public disclosure, provided the member has asked the VSB not to disclose it. Such requests can be made on the annual dues statement or in writing to the membership department of the VSB. In the absence of such a request, member email addresses are record information subject to disclosure to third parties who ask for such information.

Adopted by VSB Council
March 3, 2006

Amended by VSB Council
October 17, 2008

Amended by VSB Council
February 22, 2014

B. Policy Governing Legislative Activities

(A.) General Statement of Policy

The Supreme Court has accorded to the Council of the Virginia State Bar the discretion to exercise the necessary powers to promote reforms in judicial procedure and in the judicial system, to regulate the legal profession and to improve the quality of legal services made available to the people of Virginia. In furtherance of that discretion, the Council recognizes that an important governmental and public interest is met in allowing the participation of the Bar in the legislative process with respect to some issues; and that the expertise of the Bar serves as a valuable resource for the General Assembly of Virginia and the United States Congress in their consideration of some legislative issues. Council also recognizes, however, that the participation of the Bar in the legislative process must necessarily be limited to appropriate subject areas, and should be undertaken only when duly authorized and within the procedures set out below. To this end, Council hereby adopts this policy governing the participation of the Virginia State Bar, its sections, conferences, committees, officers and employees in legislative activities.

(B.) Restrictions on Participation in Legislative Activities

1. No officer, employee or member of the Virginia State Bar shall participate in legislative activities on behalf of the Virginia State Bar or one of its sections, conferences or committees unless such participation is authorized as provided herein.
2. No section, board of governors, or committee of the Virginia State Bar shall participate in legislative activities on behalf of the Virginia State Bar or one of its sections, conferences or committees unless such participation is authorized as provided herein.
3. For the purpose of this policy, “legislative activity” means:
 - a) publicly asserting a position on a legislative issue;

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- b) appearances before the General Assembly or the United States Congress, or the legislative committees or subcommittees of either; and,
 - c) meeting with members of the General Assembly, Congress, or representatives of the executive branch of the state or federal government for the purpose of promoting, advocating or opposing any matter before the General Assembly or Congress.
4. Nothing in this policy shall be construed to restrict the personal or professional activities of any person when such activities are not undertaken on behalf of the Virginia State Bar or one of its sections, conferences or committees.

(C.) Permissible Participation in Legislative Activities

1. Officers, employees and members of the Virginia State Bar may participate in legislative activities on behalf of the Virginia State Bar or any of its sections, conferences or committees when such participation is specifically authorized by the Executive Committee.
2. The Executive Committee may authorize participation in legislative activities on behalf of the Virginia State Bar or any of its sections, conferences or committees only when the subject matter of the legislative activities is within one of the following categories:
 - a) the powers and duties of the Virginia State Bar;
 - b) the regulation of the legal profession;
 - c) budget appropriations for the Virginia State Bar, the judicial system or legal aid societies;
 - d) the availability of legal services to the public;
 - e) qualifications and standards for admission to the Bar;
 - f) the endorsement of judicial candidates on a nonpartisan merit basis;
 - g) improvements to the quality of the legal services made available to the public;
 - h) reforms in judicial procedure or the judicial system that are intended to improve the quality and fairness of the system; and any other
 - i) matters within the scope of Paragraph 9(j), Section IV, Part 6 of the Rules of the Supreme Court of Virginia.
3. Prior approval by the Executive Committee shall not be required when the subject matter of the legislative activity is:
 - a) The provision of expert advice on the state of the law at the request of a member of the General Assembly or Congress, or a legislative committee or subcommittee. Such advice shall not, however, express the approval or disapproval of any proposed legislation on behalf of the State Bar or any of its sections, conferences or committees without specific prior approval of the Executive Committee.
4. Subject to paragraph 6 below, approval of legislative activities under this policy may be delegated by the Executive Committee to the officers when it is not feasible to convene a meeting of the Executive Committee. An officer shall individually poll as many members of the Executive Committee as is practical prior to authorization of the legislative activity in question.
5. In making a determination on whether to authorize legislative activities, the Executive Committee shall consider, along with any governmental or public interest that may be affected, the degree to which there is perceived to be a substantial consensus among the members of the Virginia State Bar on the issue involved, and the degree to which the issue is perceived to have significant political or ideological underpinnings.
6. Whenever the timing makes it feasible, the Executive Committee shall not approve legislative activity without first having the issue and the bar's proposed position on it submitted to Council for its approval at a regularly scheduled Council meeting. In situations where it is not feasible to seek prior approval by Council, the Executive Committee shall report its approval of any legislative activity to Council at its next regularly scheduled meeting, at which time Council shall vote to endorse or withdraw support for the legislative activity in question.

Approved by VSB Executive Committee
May 1989

Revised by VSB Executive Committee and Approved by Council
October 1990

Revised by VSB Executive Committee and Approved by Council
June 2001

C. Policy Governing Regulatory Activities

(A.) General Statement of Policy

The Supreme Court has accorded the Council of the Virginia State Bar the discretion to exercise the necessary powers to promote reforms in judicial procedure and in the judicial system, to regulate the legal profession and to improve the quality of legal services made available to the people of Virginia. In furtherance of that discretion, Council recognizes that an important governmental and public interest is met in allowing the participation of the organized Bar in the regulatory process with respect to some issues; and that the expertise of the Bar serves as a valuable resource for the General Assembly of Virginia, the United States Congress and state and federal administrative agencies in their consideration of some regulatory issues. Council also recognizes, however, the participation of the Bar in the regulatory process must necessarily be limited to appropriate subject areas, and should be undertaken only when duly authorized within the procedures set forth below. To this end, Council hereby adopts this policy governing the participation of the Virginia State Bar, its sections, conferences, committees, officer and employees in regulatory activities.

(B.) Restrictions on Participation in Regulatory Activities

1. No officer, employee or member of the Virginia State Bar shall participate in regulatory activities on behalf of the Virginia State Bar or one of its sections, conferences or committees unless such participation is authorized as provided herein.
2. No section, board or governors or committee of the Virginia State Bar shall participate in regulatory activities on behalf of the Virginia State Bar or one of its sections, conferences or committees unless such participation is authorized as provided herein.
3. For the purpose of this policy, the term “regulatory activity” means:
 - a) publicly asserting a position on a regulatory issue;
 - b) appearance before any state or federal administrative agency; or
 - c) meeting with members of any state or federal administrative agency to advocate or promote any action on a regulatory issue.

Regulatory activities shall not include appearance before state or federal regulatory agencies or meetings with members or representatives of such agencies in connection with proceedings before the regulatory agency when the Virginia State Bar or one of its sections, conferences or committees is a party to the proceedings.

4. Nothing in this policy shall be construed to restrict the personal or professional activities of any person when such activities are not undertaken on behalf of the Virginia State Bar or one of its sections, conferences or committees.

(C.) Permissible Participation in Regulatory Activities

1. Officers, employees and members of the Virginia State Bar may participate in regulatory activities on behalf of the Virginia State Bar or any of its sections, conferences or committees when such participation is specifically authorized by the Executive Committee.
2. The Executive Committee may authorize participation in regulatory activities on behalf of the Virginia State Bar or any of its sections, conferences or committees only when the subject matter of the legislative activities is within one of the following categories:
 - a) the powers and duties of the Virginia State Bar;
 - b) the regulation of the legal profession;
 - c) budget appropriations for the Virginia State Bar, the judicial system, the administrative adjudicatory system or legal aid societies;
 - d) the availability of legal services to the public;
 - e) qualifications and standards for admission to the Bar;
 - f) the endorsement of judicial candidates or candidates for administrative appointments on a nonpartisan, merit basis;
 - g) improvements to the quality of the legal services made available to the public;
 - h) reforms in judicial procedure or the judicial system that are intended to improve the quality and fairness of the system; and any other
 - i) matters within the scope of Paragraph 9(j) Section IV, Part 6 of the Rules of the Supreme Court of Virginia.

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3. Prior approval by the Executive Committee shall not be required when the subject matter of the regulatory activity is:
 - a) the provision of expert advice on the state of the law at the request of a member of the General Assembly or Congress, a legislative committee or subcommittee, or a state or federal administrative agency. Such advice, however, shall not express the approval or disapproval or any proposed regulatory action on behalf of the State Bar or any of its sections, conferences or committees without specific prior approval of the Executive Committee.
 4. Subject to paragraph 6 below, approval of regulatory activities under this policy may be delegated by the Executive Committee to the officers when it is not feasible to convene a meeting of the Executive Committee. An officer shall individually poll as many members of the Executive Committee as is practical prior to authorization of the regulatory activity in question.
 5. In making a determination on whether to authorize regulatory activities, the Executive Committee shall consider, along with any governmental or public interest that may be affected, the degree to which there is perceived to be a substantial consensus among the members of the Virginia State Bar on the issue involved, and the degree to which the issue is perceived to have significant political or ideological underpinnings.
 6. Whenever the timing makes it feasible, the Executive Committee shall not approve regulatory activity without first having the issue and the bar's proposed position on it submitted to Council for its approval at a regularly scheduled Council meeting. In situations where it is not feasible to seek prior approval by Council, the Executive Committee shall report its approval of any regulatory activity to Council at its next regularly scheduled meeting, at which time Council shall vote to endorse or withdraw support for the regulatory activity in question.

Approved by VSB Executive Committee
May 1989

Revised by VSB Executive Committee and Approved by Council
October 1990

Revised by VSB Executive Committee and Approved by Council
June 2001

D. Policy on Solicitation or Receipt of Funds and Grants

(A.) Policy

The Virginia State Bar, including its committees, sections and conferences, should refrain from soliciting or receiving funds from any source to underwrite special projects, programs or purchases. The Virginia State Bar, including its sections and conferences, is required to comply with state guidelines and restrictions applicable to the solicitation of funds and grants.¹ VSB committees do not have separate budgets and are not permitted to raise funds.

With the exception of sponsorships authorized for events planned by the VSB Bar Services Department in conjunction with the Annual Meeting of the Virginia State Bar, all committee, section and conference projects, programs and purchases must be funded through the general operating budget of the Virginia State Bar, or the budgets of its sections and conferences, as may be appropriate, with the approval of the Executive Committee and Council.

If a section or conference of the Virginia State Bar has a unique need which would require solicitation or receipt of funds for a project, program or purchase not authorized in its budget, it must seek special approval from the Executive Committee of the Virginia State Bar in advance of the solicitation using the attached *VSB Request Form for Solicitation or Receipt of Grants and Other Funds*.

If a section or conference has a unique need which would require a grant, it must seek the executive director's approval prior to submitting a grant application. All grant applications and any paperwork related to receipt of grant funds must be signed by the executive director or deputy executive director, and a copy of the grant application and any approval must be provided to the VSB finance/procurement director.

Approved by VSB Executive Committee
April 28, 1994
September 22, 2016

Revised 9/22/16

Footnote:

- 1 Section 4-2.01(a)(1) of the Appropriations Act provides that “[n]o state agency shall solicit or accept any donation, gift, grant, or contract without the written approval of the Governor except under written guidelines issued by the Governor which provide for the solicitation and acceptance of nongeneral funds....” As of January 12, 2016, Governor McAuliffe has granted the VSB blanket approval to solicit and accept grants and donations that may become available from individuals, law firms, non-profits or other corporations for the purpose of putting on a specific event or project. This blanket approval must be obtained from each governor.

(B.) Criteria for Evaluating Grants, Solicitation Requests and Offers or Donations of Funds

The following criteria will be considered when evaluating a request for funds to be raised through a grant, solicitation, donation or offer of funds for a program or project.

1. Description of project.
2. Sponsor/Co-sponsor of project.
3. Date(s) of project.
4. Goals of project.
5. Target audience/beneficiaries.
6. Funding/Budget.
 - A. Expenses.
 - B. Potential income.
 - C. Why project is not in budget.
7. Description of solicitation proposal, grant application, donation or offer of funds.
 - A. Who/how many persons or entities will be solicited for funds or grant, or who/how many persons or entities are offering or donating funds.
 - B. Whether the person or entity has previously been solicited by, or issued a grant, donated or offered funds to the Virginia State Bar or its sections or conferences.
 - C. Whether this is a one-time solicitation request.
 - D. Amount/contribution requested or offered or donated.
8. Whether the project has been implemented before.
9. Whether any other bar association has a similar project.
10. Previous requests for solicitation or grants, offers or donations and Executive Committee or executive director action on such requests.

Revised 9/22/16

E. Gender Neutral Language Policy

(A.) Report

At its meeting on June 15, 1988, the Council of the Virginia State Bar adopted a resolution expressing its commitment to develop and implement policies to enhance women and minority participation at all levels of State Bar activities. The Committee on Participation by Women and Minorities, which has had a similar objective since its inception, is pleased to present the following recommendation for the Council's consideration in furtherance of the resolution adopted by it in 1988.

While many may believe that changes in language usage are unnecessary, particularly in the ranks of those as well-educated as lawyers, extensive research recently conducted is proving many wrong. And as we said when a similar resolution was presented to and adopted by the House of Delegates of the American Bar Association in February 1989, "the legal profession prides itself on thinking, speaking and writing clearly about complex issues. It is thus our particular obligation to employ language that conveys precisely what we mean."

The Committee urges the Council to adopt the proposed resolution.

(B.) Recommendation

BE IT RESOLVED, that the Virginia State Bar and each of its entities should use gender neutral language in all documents establishing policy and procedure.

BE IT FURTHER RESOLVED, that the Virginia State Bar calls upon its members, sections and conferences actively and with due diligence to implement this resolution.

Adopted by VSB Council
June 15, 1989

(C.) General Examples of Gender Neutral Language

1. Avoid the generic use of the term "man" or "men."
Example: The (chairman) *chair* of the committee . . .
2. Avoid the use of the masculine or feminine pronouns "he," "she," "his" or "her."
Example: The President or (his) *the President's* designee . . .
If the attorney knows that the witness (he is examining) *being examined* has testified before . . .
A lawyer may amend (his) *the* petition until . . .
If (an individual) *individuals* seek(s) nomination to the council, (he) *they* must submit . . .
3. Choose a generic noun in place of a gender specific noun.
Example: (wife) *spouse*
(widower/widow) *surviving spouse*
4. Add the feminine pronoun in places where only the masculine pronoun appears.
Example: If the President is unable to attend the meeting, his *or her* designee may attend . . .

F. Policy Statement Regarding Participation by Women and Minorities in Bar Activities

WHEREAS the Council of the Virginia State Bar deems it in the best interest of the entire bar and the public to have greater participation from all of its members—including women and minority lawyers throughout Virginia;

WHEREAS the Council wishes to be on record and affirmatively to assist this process;

NOW, THEREFORE BE IT RESOLVED by the Council of the Virginia State Bar that it express its commitment to develop and implement policies to enhance women and minority member participation at all levels of State Bar activities, including but not limited to:

1. Aggressively identifying, recruiting and appointing women and minorities to membership and to leadership positions throughout the organizational apparatus of the bar, including its committees and boards;
2. Exploring opportunities or substantive programs which are responsive to the special needs and requirements of women and minority practitioners;
3. Seeking out and involving leadership of statewide women and minority bar organizations in the meetings and significant programs of the Virginia State Bar;

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4. Endorsing and supporting equal employment opportunity principles and programs in respect to State Bar staff positions, and any other employment relationships generated on behalf of the Virginia State Bar;
 5. AND, BE IT FURTHER RESOLVED that, while recognizing the limitations of one state agency's influence on other organizations and other governmental entities, the Council does express its public support for greater involvement of women and minorities in all positions of public trust including, but not limited to, the judiciary, the range of court appointments, and all county, city and state attorneys' posts.

Approved by VSB Council
June 1988

G. Policy Concerning the Use of Social Media on Behalf of Virginia State Bar and its Entities

Social media are popular means of communication and self-expression. They offer an important and developing way for an association to communicate and share information with its members and the public. The Virginia State Bar supports the sensible use of social media to increase member engagement, to enhance the Virginia State Bar's public profile, to enhance the mission of the Virginia State Bar, and to improve access to information about the Virginia State Bar. At the same time, the use of social media may not be appropriate in all instances nor for all kinds of outreach. Because in some instances the use of social media can conflict with the Virginia State Bar's interests, Council has adopted this policy governing the use of social media on behalf of the Virginia State Bar.

Scope

This policy applies to the Virginia State Bar's volunteers, conferences, sections, committees, boards, panels, task forces and related programs or groups (each, a "VSB entity" and, collectively, "the VSB entities"). This policy governs the manner in which a VSB entity may create or maintain a social media presence that identifies, expressly or by implication, the VSB entity or its social media presence as being sponsored by, administered by, or affiliated with the Virginia State Bar (a "VSB social media presence"). This policy also applies to a member's or volunteer's use of social networking or social media in a manner that identifies, expressly or by implication, that member's or volunteer's commentary or posting as being sponsored by, administered by, approved by or affiliated with the Virginia State Bar. This policy does not apply to a member's or volunteer's use of social networking or social media that is unrelated to the Virginia State Bar.

For the purposes of this policy, "social media" means websites that may permit interaction and communication, including but not limited to online posting, commentary and publication, also known as "social networking," among users. Some examples of social media include, but are not limited to, personal and professional websites, email websites, blogs, chat rooms, listservs, bulletin boards, networking websites, such as Facebook, Friendster, LinkedIn, Twitter and My Space, photo-sharing websites, such as Flickr, Zoomr and Photobucket, and video-sharing websites, such as YouTube.

Policy

All VSB entities creating or maintaining a VSB social media presence, and any VSB member or volunteer using social networking or social media in a manner that identifies, expressly or by implication, that member's or volunteer's commentary or posting as being sponsored by, administered by, approved by, or affiliated with the Virginia State Bar, are expected to do so responsibly, professionally, ethically, and lawfully, and in accordance with this policy.

Establishing and Administering a VSB Social Media Presence

Each VSB entity desiring to create or maintain a VSB social media presence will work with its Virginia State Bar's staff liaison (or his/her designee) to determine the VSB entity's objectives and the proper social media venues, if any, for the VSB entity, and to approve any such venues. The VSB entity must create and submit to the Virginia State Bar staff a plan for its social media presence. The plan, which shall be memorialized in writing (such as in an email), should include: (a) the social media tools the VSB entity desires to use; (b) the objective of the use; (c) the guidelines for use to be followed by members of the VSB entities; (d) the oversight mechanism proposed to be in place with the VSB entity, and (e) the VSB entity's plans for generating regular and relevant content (including identification of the position at the VSB entity responsible for administering the VSB social media presence). The Virginia State Bar staff must establish the page or account for the VSB social media presence for the VSB entity, but subsequent administration of the VSB social media presence shall be the responsibility of the VSB entity, with oversight from the VSB in accordance with this policy.

Wherever possible, any VSB social media presence must clearly and conspicuously indicate its affiliation with the Virginia State Bar and must contain direct links back to the Virginia State Bar website in a manner prescribed by the Virginia State Bar staff.

VSB entities may use the Virginia State Bar's name in an approved VSB social media presence. Usage of the Virginia State Bar's name shall comply with any usage guidelines provided by the Virginia State Bar.

VSB entities shall work with their VSB staff liaison to coordinate the development of appropriate and approved graphics for the VSB social media presence. No VSB social media presence shall use the Virginia State Bar's logo without prior written approval from, and under such usage guidelines mandated by, the Virginia State Bar's executive director or his/her designee.

The Virginia State Bar reserves the right to remove or demand removal of any content deemed inappropriate or not in keeping with this policy. VSB entities are responsible, in collaboration with their Virginia State Bar staff liaison (or his/her designee), for complying with these guidelines.

Using social media

VSB entities are expected to use good judgment and common sense when using social media in ways that pertain to, concern or relate to the Virginia State Bar. The following content standards apply to any VSB social media presence:

- A. Content posted to a VSB social media presence should be relevant to the mission of the VSB entity and the Virginia State Bar. Content should assist in advancing the availability and quality of legal services provided to the people of Virginia and/or to improving the legal profession and the judicial system. Content must be of professional quality and must be carefully considered. All statements must be true to the best of the knowledge and belief of the participating VSB entity and not misleading. Private information about posters or others is prohibited. Content must adhere to all statutory prescriptions and Rules of Professional Conduct, including but not limited to laws and rules governing the privacy of individuals and confidential information of clients. No VSB social media presence shall contain material that is obscene, defamatory, profane, libelous, threatening, harassing, abusive, hateful, or embarrassing to another person or entity or to the Virginia State Bar.
- B. Content posted to a VSB social media presence must comply with the applicable rules and terms of use of the applicable social network or social media page, to the extent those rules and terms of use are not inconsistent with this policy.
- C. Unless otherwise approved by the Virginia State Bar staff liaison, VSB social media presences shall be purely informational and not interactive, and shall not permit the posting of comments or "wall posts" by anyone other than the VSB entity or the Virginia State Bar staff. By way of example, without advance approval by the Virginia State Bar staff liaison, no VSB entity shall establish a "group" page on Facebook, to which comments could be posted; however, the VSB entity may establish an official "page" for the entity, to which only the VSB entity may post content.
- D. In the event that the Virginia State Bar staff liaison approves the creation and use of an interactive VSB social media presence (i.e., a social media presence to which external comments may be published), the VSB entity shall state prominently on its VSB social media presence that:

"The Virginia State Bar's use of external social media tools is provided as a public service. The Virginia State Bar and [name of VSB entity] disclaim liability for any external content or comments (including, but not limited to, ads, videos, and promoted content) that are written, created posted or published by any person other than the Virginia State Bar and [name of VSB entity]. Any such external content or comments constitute the speech of persons other than the Virginia State Bar and [name of VSB entity], and the responsibility for such external content or comments rests solely and exclusively with persons providing them. Any inclusion of external content or comments does not imply endorsement by the Virginia State Bar or [name of VSB entity]. The Virginia State Bar and the [name of VSB entity] reserve the right and may choose to reprint comments/materials placed on the social media web sites to other media. The Virginia State Bar and [name of VSB entity] have the right, but not necessarily the obligation, to remove comments/materials from social media tools when those comments/materials, in the sole discretion of the Virginia State Bar or [name of VSB entity], are:

- Potentially libelous;
- Obscene or sexually explicit comments;
- Hateful or mean-spirited;
- Personal attacks, insults, profane, name-calling, or threatening language;
- Plagiarized material or material that potentially violates intellectual property rights;
- Private, personal or confidential information published without consent;
- Commercial promotions or spam;
- Off-topic or that link to material that is off-topic;
- Embedded images from external sources;
- Violate any law or promote the violation of any law;
- Encourage or constitute prohibited discriminatory or harassing conduct; or
- Made by a person masquerading as someone else.

"In addition, the Virginia State Bar reserves the right to terminate a person's ability to post comments/materials or otherwise participate in its social media tools when the person has posted any of the above listed inappropriate comments/materials."

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- E. No VSB entity shall post content to a VSB social media presence, or conduct any activity in connection with a VSB social media presence, that fails to conform to all applicable state and federal laws.
 - 1. Without limitation, this includes compliance with copyright law by ensuring that the VSB entity has permission to use or reproduce any copyrighted text, photos, graphics, video or other material owned by others. Any copyrighted or borrowed material must be identified with appropriate citations and links, giving credit to the original publisher or author.
 - 2. Without limitation, this includes antitrust laws. No content shall encourage or facilitate agreements between Virginia State Bar members of different firms concerning the following, as they pertain to legal services: prices, discounts, or terms or conditions of sale; salaries; profits, profit margins, or cost data; market shares, sales territories, or markets; allocation of customers or suppliers; or any other term or condition related to competition.
 - F. No VSB social media presence shall contain confidential or non-public proprietary information of or about the Virginia State Bar.
 - G. Content posted by a VSB entity must comply with all other applicable Virginia State Bar policies, including, without limitation, the Virginia State Bar's policies concerning legislative and regulatory activities. In addition, no VSB entity shall use a VSB social media presence for the purpose of interfering with or affecting the result of an election or a nomination for public office, or advocating for or against a partisan political party, candidate for partisan political office or partisan political group.

Social Media Activity by VSB Volunteers

The Virginia State Bar respects the right of its member and volunteers to use social media and engage in social networking. However, only those officially and expressly designated by the Virginia State Bar are authorized to engage in social media activity on behalf of the Virginia State Bar. This policy applies to a member's or volunteer's use of social networking or social media in a manner that identifies, expressly or by implication, that member's or volunteer's commentary or posting as being sponsored by, administered by, approved by, or affiliated with the Virginia State Bar. For purposes of this policy, a posting that identifies its author as being a member of the Virginia State Bar shall not be deemed, on that basis alone, to state or imply that the author's commentary or posting is sponsored by, administered by, approved by or affiliated with the Virginia State Bar. When appropriate, volunteers must make clear that they are speaking on their own behalf and not on behalf of the Virginia State Bar. VSB members and volunteers are personally liable for all communications and information they publish online on their behalf; provided, however, that no third party beneficiaries are created by this policy.

Media Inquiries

Social media postings may generate media coverage. If a member of the media contacts a VSB entity about a VSB social media presence, that contact should be referred to the Virginia State Bar's deputy executive director.

Enforcement

If the Virginia State Bar deems a VSB social media presence, or a posting thereto, to be inappropriate, the Virginia State Bar will take to enforce this policy as the Virginia State Bar deems appropriate. VSB entities failing to comply with this policy may forfeit the right to participate in social media activities sponsored by, administered by, approved by, or affiliated with the Virginia State Bar. Moreover, nothing in this policy alters, derogates from, or otherwise affects Virginia State Bar members' (a) legal obligations under civil or criminal law or (b) ethical and professional obligations under the Rules of Professional Conduct.

Risk Management and Loss Prevention

The Virginia State Bar does not maintain any liability insurance policies in force and does not provide any indemnification that could protect a Virginia State Bar member or volunteer from consequences of participation in social media, including but not limited to participation in a VSB social media presence.

Changes

The Virginia State Bar may amend this policy at any time and from time to time, and all VSB entities must conform to this policy as so amended. No vested rights are granted by the policy to anyone.

Approved by VSB Communications Committee October 2010
Approved by VSB Executive Committee October 14, 2010
Approved by VSB Council October 15, 2010

IV. Budget and Finance

A. Overview of Financial Operation and Budget Process

(A.) General Assembly Appropriation

Although it is a state agency, the Virginia State Bar receives no general fund or tax dollars. It is funded by dedicated special revenues derived primarily from bar dues which are held in the State Bar Fund with the Department of the Treasury. Regardless of cash balances on hand in the State Bar Fund, the VSB is authorized to spend **only** the amount of money appropriated to it by the General Assembly of Virginia in the state budget. The bar's appropriation request is included in the Governor's budget prior to review and approval by the General Assembly.

(B.) Special Funds

Virginia State Bar funds are held in three separate accounts: the State Bar Fund; the Administration and Finance Account, and the Clients' Protection Fund. Each of these accounts is authorized by statute or rule of court and is audited annually by the State's Auditor of Public Accounts.

The State Bar Fund is the bar's operating account. This fund is comprised of member dues and penalty fees, as well as fees from a variety of other sources including MCLE sponsors, professionalism course registration, cost assessments in disciplinary matters and section revenues. Va. Code § 54.1-3913.

The Administration and Finance Account was created in 1987 to manage revenues and expenses for meetings that are supported by registration receipts rather than mandatory dues. The Annual Meeting is handled through the A&F Account. The fund is used to pay expenses that cannot be paid with state funds. Va. Sup. Ct. R. Part 6, §IV, ¶9(i).

The Clients' Protection Fund was established in 1976 to make monetary awards to persons who have suffered financial losses because of the dishonest conduct of a Virginia lawyer. The fund is administered by a fourteen member board and operates under rules approved by the Council. From 1976 to 2005, the fund was primarily capitalized by member dues through transfers from the State Bar Fund. In 2007, the General Assembly and the Supreme Court approved a \$25 per year assessment for each active member of the bar. Approximately \$800,000 per year is added to the fund from this annual assessment. In February 2013, the General Assembly extended the \$25 assessment through June 30, 2020.

(C.) Annual Process for Operating Budget

Each January, the VSB staff begins developing the operating budget for the following fiscal year beginning July 1. The proposed budget is reviewed and finalized by the Standing Committee on Budget and Finance in the spring and then submitted to the Executive Committee for its review and approval in April or June. The budget is presented to the Council for approval at its June meeting held in conjunction with the VSB Annual Meeting. The budget is also presented to the Supreme Court of Virginia for its input and approval.

B. Financial Policies

(A.) Dues Increases

No increase in the annual dues above \$250 for active members or \$125 for associate members will be authorized by the Court whenever the total combined cash balances of the State Bar Fund and the Virginia State Bar's Administration and Finance Account shall exceed fifteen (15) percent of the total annual operating expenditures of the Virginia State Bar for the year preceding the year in which the dues increase is sought. (Rules of Court, Part Six, Section IV, Paragraph 11). Va. Code § 54.1-3912.

(B.) Expenses for Group Functions

The Executive Committee has directed the VSB staff to negotiate the best rate possible (considering location and circumstances) for group functions sponsored by the Virginia State Bar.

(C.) Use of State Bar Funds

As a matter of policy, funds in the custody of the Virginia State Bar shall not be used for the purpose of contributing to, or sponsoring, the social activities of any organization excepting those organizations to which the VSB owes a duty as a participating member.

Approved by VSB Executive Committee
December 1988

Approved by Council
February 1989

(D.) Alcohol and Spouse Expenses

Senate Joint Resolution 263 (1995) directed the Joint Legislative Audit and Review Commission (JLARC) to conduct an analysis of the Virginia State Bar. The review began in the spring of 1995 and was concluded with a report to the commission on December 11, 1995. One recommendation stated that the Virginia State Bar should discontinue the practice of paying for expenses from its Administration and Finance Account which are inconsistent with the intent of the Supreme Court of Virginia in establishing and authorizing the fund.

In June 1996, Council amended its policy to prohibit the use of State Bar funds for spousal travel expenses and purchase of alcohol.

C. Volunteer Expense Reimbursement Policies and Procedures

(a.) Volunteer Travel Expense Reimbursement Guidelines

The Virginia State Bar (VSB) follows the Commonwealth of Virginia Travel Regulations with certain exceptions. Reasonable and necessary travel expenses incurred by committee members attending committee meetings are reimbursable by the Virginia State Bar. This includes mileage or fares, lodging and certain meal expenses; however, alcoholic beverages and spousal expenses are NOT reimbursable. Committee members are encouraged to minimize travel expenses by reducing overnight stays in connection with committee business. To this end, committee chairs are requested to call meetings at such times and in such places that costs of travel by committee members will be held to a minimum.

Travel reimbursement requests should be filed IMMEDIATELY after a meeting. All vouchers received more than 30 days after the completion of the trip must be approved by the Executive Director. Reimbursement requests received more than thirty days after completion of travel may not be honored.

With reasonable notice, arrangements can be made for a committee to use a VSB meeting room. Meetings at “resort” hotels are usually not allowed and must be cleared in advance by the Executive Committee.

Members attending the VSB Annual Meeting held in June at Virginia Beach are expected to pay their own expenses as a part of their professional responsibility. Hence, expenses of members attending committee meetings scheduled immediately before, after or during the Annual Meeting are NOT REIMBURSABLE. This also applies to committee meetings scheduled immediately before, after or during regular meetings of various voluntary state associations (i.e., VBA, VTLA and VADA) and are considered to be held for the convenience of lawyers attending those association meetings. This policy is in accord with that of the American Bar Association and other state bar associations. The board members of sections and conferences are allowed an exception to this reimbursement policy (refer to Sections and Conferences section of this handbook).

Please refer to the Volunteer Expense Reimbursement Voucher at www.vsb.org/site/members/chairs-handbook. Reimbursement vouchers should be typed or handwritten legibly. Volunteer reimbursement vouchers are available from the VSB website or bar office (Excel spreadsheet or PDF file via e-mail). Send your e-mail request to: oakley@vsb.org. **Each day’s expenses must be itemized separately on the voucher. You must attach appropriate itemized receipts.** Reimbursements will not be made from credit card receipts or statements. All Virginia State Bar volunteers are required to complete a Commonwealth of Virginia substitute W-9. A sample of the W-9 is on the following page. The W-9, Volunteer Expense Reimbursement Voucher, and detailed instructions are online at <http://www.vsb.org/site/members/chairs-handbook>.

(b.) Invoices and Miscellaneous Expenses

Miscellaneous expenses (copying, postage, etc.) should be included on the volunteer reimbursement voucher and must include original invoices. Use the “other” column to capture these expenses. The State Comptroller’s Office requires detailed explanations and documentation.

Form **W-9**

Commonwealth of Virginia
Substitute W-9 Form

Revised July 2014

Request for Taxpayer Identification Number and Certification



<input type="checkbox"/> Social Security Number (SSN) <input type="checkbox"/> Employer Identification Number (EIN) _____	Please select the appropriate Taxpayer Identification Number (EIN or SSN) type and enter your 9 digit ID number . The EIN or SSN provided must match the name given on the "Legal Name" line to avoid backup withholding. If you do not have a Tax ID number, please reference "Specific Instructions - Section 1." If the account is in more than one name, provide the name of the individual who is recognized with the IRS as the responsible party.
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Dunn & Bradstreet Universal Numbering System (DUNS) (see instructions) _____	Legal Name: _____	
	Business Name: _____	

Entity Type	Entity Classification	Exemptions (see instructions)
<input type="checkbox"/> Individual <input type="checkbox"/> Corporation <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> S-Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> C-Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Disregarded Entity <input type="checkbox"/> Estate <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Government <input type="checkbox"/> Partnership <input type="checkbox"/> Non-Profit <input type="checkbox"/> Corporation	<input type="checkbox"/> Professional Services <input type="checkbox"/> Medical Services <input type="checkbox"/> Political Subdivision <input type="checkbox"/> Legal Services <input type="checkbox"/> Real Estate Agent <input type="checkbox"/> Joint Venture <input type="checkbox"/> VA Local Government <input type="checkbox"/> Tax Exempt Organization <input type="checkbox"/> Federal Government <input type="checkbox"/> OTH Government <input type="checkbox"/> VA State Agency <input type="checkbox"/> Other	Exempt payee code (if any): (from backup withholding) _____ Exemption from FATCA reporting code (if any): _____

Contact Information		
Legal Address: _____ City: _____ State : _____ Zip Code: _____	Name: _____ Email Address: _____ Business Phone: _____	
Remittance Address: _____ City: _____ State : _____ Zip Code: _____	Fax Number: _____ Mobile Phone: _____ Alternate Phone: _____	

Section 2 - Certification	Under penalties of perjury, I certify that: <ol style="list-style-type: none"> 1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and 2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or c) the IRS has notified me that I am no longer subject to backup withholding, and 3. I am a U.S. citizen or other U.S. person (defined later in general instructions), and 4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct. <p>Certification instructions: You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See instructions titled Certification</p>
----------------------------------	--

Printed Name: _____		
Authorized U.S. Signature: _____		Date: _____

V. Communications

The Virginia State Bar's Communications Department (<http://www.vsb.org/site/public>) is responsible for producing print and online publications for bar members and providing information to the public. Publications include *Virginia Lawyer* and *Virginia Lawyer Register*, *Professional Guidelines*, Latest News at [vsb.org](http://www.vsb.org), E-News mailings, conference and section newsletters, public information brochures, and meeting and seminar programs. Through its Communications Committee, the department has assisted in creating video production guidelines for sections or conferences interested in producing a video. Information about publications beyond what is described in this handbook may be obtained by calling the department at (804) 775-0586.

A. *Virginia Lawyer* and *Virginia Lawyer Register*

Virginia Lawyer and *Virginia Lawyer Register* magazine is the official publication of the Virginia State Bar and is distributed to all VSB members in good standing, general subscribers, law libraries, other state bar associations, and the media. Total distribution, including members of the bar, is about forty-nine thousand.

Virginia Lawyer is published in February, April, June, August, October, and December. Issues contain substantive articles on the law and a number of regular features, including letters to the editor, professional notices, advertising, and classified ads. The magazine also apprises members of disciplinary actions, rule changes, and other regulatory information.

Section and Conference Participation in *Virginia Lawyer* Magazine

- **Bar News**

Virginia Lawyer and *Virginia Lawyer Register* offers a number of ways for sections and conferences to educate lawyers and to promote membership. The first is through the Noteworthy section, which provides highlights of VSB news, CLE recaps, and ongoing activities of members of the bar. It offers a means for every lawyer in Virginia to know what your section or conference is doing and, in turn, helps to encourage section membership. Send your announcement to the editor by e-mail to hickey@vsb.org, or call (804) 775-0586. If you are highlighting a recent seminar or meeting, we encourage photos to accompany your announcement. Digital files should be sent as high-resolution (300 ppi) in jpg, eps, or tiff attachments. Copy deadlines are generally a month before the publishing dates listed above.

- **Dedicated Issues**

Many of the substantive articles that appear in the magazine come from VSB sections or conferences that agree to provide articles (usually three) for a dedicated issue. Sections interested in contributing to a dedicated issue may do so by contacting the editor, Gordon Hickey, at (804) 775-0586 or hickey@vsb.org. A VSB style book is available online at <http://www.vsb.org/docs/VSB-style-book.docx>.

B. Brochures

The VSB Communications Department produces more than twenty brochures for use by attorneys and the general public. Some are available at no charge, others at nominal cost. For a list of these publications, visit the communications website at <http://www.vsb.org/site/publications/>. To obtain copies, call (804) 775-0594.

If your section, conference, or committee is interested in producing a brochure, a request for new publications may be made by filling out an impact statement (see pages 9–10) and sending it to the Communications Department. The request will then be forwarded to the Communications Committee for review.

C. Videos

The VSB receives requests from sections, conferences, and committees wishing to produce videos. The VSB Council has enacted guidelines for video production that were recommended by the Communications Committee. These guidelines are reprinted below.

1. The Communications Committee will meet as necessary to consider ideas for videos. Section, conference, and committee chairs will be apprised, in advance, of the dates of these meetings and asked to submit any ideas or plans their groups may have for videos.

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2. An idea for a video should be accompanied by a proposal that includes a VSB impact statement (see pages 9–10) for the proposed video and an outline of the script.
 3. Based on the idea, outline, cost, and availability of resources, the Communications Committee will make recommendations to the VSB Executive Committee.
 4. Approval for production of a video will come from the Executive Committee, with the provision that a final script will need to be reviewed, as will the video itself prior to its release.
 5. Once approval is received, the committee or section will be responsible for procuring the production company and writing the finished script.
 6. The final script will be reviewed by a video committee that comprises a staff member from the bar and two members of the Communications Committee chosen by the committee.
 7. Credit lines on videos should include acknowledgment of any foundation or grant support; e.g., “This project was financially assisted by The Virginia Law Foundation.”
 8. A rough cut of the video also will be reviewed and approved by the video committee prior to any release or use of the video. The committee may choose to have the video viewed by a larger and more diverse group if it is being produced for the public.

D. Annual Report

The Virginia State Bar Annual Report is a summary of the bar’s activities published each fiscal year. The report is used for research by VSB staff and volunteers, journalists and historians, court and government officials, and legislators for resource information and policymaking.

The chair of each section, conference, committee, and task force should **file an annual report before its annual meeting, but no later than July 1, 2017**, about activities from July 1 to June 30 in the prior fiscal year. The chair who served during the report year usually writes the report. The report should be sent to the Communications Department at dnorman@vsb.org.

Previous annual reports may be read at www.vsb.org/site/about/annual-reports/.

Your annual report may include the following information:

- number of members of your section or conference;
- special activities during the fiscal year and the key person in charge of each (full names, please);
- significant issues that arose and how they were resolved;
- continuing legal education programs sponsored by your group;
- officers and board members for the next fiscal year; and
- the name and title of the person filing the report.

The Annual Report is published online only. Questions about the annual report should be addressed to Dee Norman at (804) 775-0594 or dnorman@vsb.org.

VI. Sections and Conferences

A. General Information

Sections of the Virginia State Bar are separate groups having special interests in particular areas of practice. Sections function under bylaws approved by the Virginia State Bar Council and broad policy guidelines, also established by the Council. (See pages 6–7)

Members in good standing of the Virginia State Bar are eligible for *active* membership in most sections upon payment of authorized dues. In addition to *active* membership, the bylaws of many sections also provide for *judicial*, *law student*, and *associate* categories of membership. As voluntary, nonappointed entities, sections elect their own officers and choose their own activities within limitations established by the bylaws of the section, as well as by the general policies and purposes of the Virginia State Bar.

Sections provide the structure through which all members of the bar have the opportunity to participate in bar work. Sections may be divided into smaller units. For example, committees of sections may be appointed to undertake particular projects such as membership recruitment and retention, newsletters and other publications, and continuing legal education (CLE) programs. The board of governors should serve to coordinate the work of the section committees rather than attempt to do all of the section's work.

As of September 1, 2016, the Virginia State Bar Council has authorized twenty sections, with a approximate total membership of 21,720. (<http://www.vsb.org/site/members/sections/>). In addition, Council has authorized four conferences:

- **Conference of Local Bar Associations (CLBA)**

All local and specialty statewide bar associations are eligible for membership

(<http://www.vsb.org/site/conferences/clba/>)

Number of Member Bar Associations: 123 (as of September 1, 2016)

- **Senior Lawyers Conference (SLC)**

All members of the Virginia State Bar in good standing who are aged 55 or older are automatic members of the SLC.

<http://www.vsb.org/site/conferences/slc/>

Membership: 19,112 (as of September 1, 2016)

- **Young Lawyers Conference (YLC)**

All members of the Virginia State Bar in good standing who are age 36 or younger and/or who have been admitted to their first bar less than three years are automatic members of the YLC.

<http://www.vsb.org/site/conferences/ylc/>

Membership: 10,056 (as of September 1, 2016)

- **Diversity Conference (DC)**

Open to all members of the Virginia State Bar in good standing who are interested in increasing diversity in the legal profession and in ensuring that Virginia meets the legal needs of an increasingly diverse population.

<http://www.vsb.org/site/conferences/dc/>

Membership: 742 (as of September 1, 2016)

B. Historical List of Sections and Conferences

NAME OF SECTION	ESTABLISHMENT DATE
ADMINISTRATIVE LAW SECTION	January 1979
ANTITRUST, FRANCHISE & TRADE REGULATION SECTION ⁷	April 1977
BANKRUPTCY LAW SECTION	February 1990
BUSINESS LAW SECTION ¹	January 1970
CONSTRUCTION LAW & PUBLIC CONTRACTS SECTION ⁸	April 1979
CORPORATE COUNSEL SECTION	October 1989

CRIMINAL LAW SECTION	October 1967
EDUCATION OF LAWYERS SECTION	October 1992
ENVIRONMENTAL LAW SECTION	October 1978
FAMILY LAW SECTION	January 1978
GENERAL PRACTICE SECTION	February 1986
HEALTH LAW SECTION	October 1984
INTELLECTUAL PROPERTY LAW SECTION ⁴	May 1970
INTERNATIONAL PRACTICE SECTION ⁶	October 1978
LITIGATION SECTION ²	October 1980
LOCAL GOVERNMENT LAW SECTION ⁵	February 1985
MILITARY LAW SECTION	February 1996
REAL PROPERTY SECTION ³	October 1978
TAXATION SECTION	October 1955
TRUSTS AND ESTATES SECTION ³	October 1978

CONFERENCE OF LOCAL BAR ASSOCIATIONS	1990
SENIOR LAWYERS CONFERENCE ⁹	July 2001
YOUNG LAWYERS CONFERENCE	July 1974
DIVERSITY CONFERENCE ¹⁰	January 2010

- (1) Originally authorized October 21, 1955, with name changed to Section on Corporation and Business Law and then to Section on Corporation Counsel, October 1969.
- (2) Originally authorized October 21, 1955, with name changed to Section on Negligence, October 27, 1967.
- (3) Estates and Property Section authorized October 21, 1955, with a division into Trusts and Estates Section and Real Property Section, October 28, 1978.
- (4) Formerly Patent, Trademark and Copyright Law Section; name change was authorized by Council, February 27, 1987.
- (5) Formerly Municipal & Local Government Law Section; name change was authorized by Council, October 16, 1988.
- (6) Formerly International Law Section; name change was authorized by Council, June 15, 1989.
- (7) Formerly Antitrust Law Section; name change was authorized by Council, February 1989. Restated by section, June 1991.
- (8) Formerly Construction Law Section; name change was authorized by Council, February 1992.
- (9) Formerly Senior Lawyers Section, established February 1987. Council authorized establishment of the Conference in June 2001.
- (10) Council approved creation of the Diversity Conference in June 2009. Supreme Court of Virginia authorized establishment of the conference in January 2010.

C. Section Membership Structure, Dues, and Billing

(A.) Table of Membership

NAME OF SECTION	CURRENT MEMBERSHIP*
ADMINISTRATIVE LAW	522
ANTITRUST LAW	192
BANKRUPTCY LAW	679
BUSINESS LAW	1,724
CONSTRUCTION LAW	759
CORPORATE COUNSEL	1,414
CRIMINAL LAW	2,217
EDUCATION OF LAWYERS	401
ENVIRONMENTAL LAW	340
FAMILY LAW	1,919
GENERAL PRACTICE	687
HEALTH LAW	631
INTELLECTUAL PROPERTY	1,567
INTERNATIONAL PRACTICE	390
LITIGATION	3,033
LOCAL GOVERNMENT	662
MILITARY LAW	237
REAL PROPERTY	1,843
TAXATION	653
TRUSTS AND ESTATES	1,850
TOTAL	21,720

*As of September 1, 2016, includes Active, Associate, Judicial, and Non-Bar Member categories of section membership.

(B.) Section Dues Structure*

ADMINISTRATIVE LAW SECTION	\$20.00
ANTITRUST, FRANCHISE & TRADE REGULATION SECTION	\$10.00
BANKRUPTCY LAW SECTION	\$20.00
BUSINESS LAW SECTION	\$10.00
CONSTRUCTION LAW & PUBLIC CONTRACTS SECTION	\$20.00
CORPORATE COUNSEL SECTION	\$20.00
CRIMINAL LAW SECTION	\$20.00
EDUCATION OF LAWYERS SECTION	\$20.00
ENVIRONMENTAL LAW SECTION	\$20.00
FAMILY LAW SECTION	\$25.00
GENERAL PRACTICE SECTION	\$20.00
HEALTH LAW SECTION	\$20.00
INTELLECTUAL PROPERTY LAW SECTION	\$20.00
INTERNATIONAL PRACTICE SECTION	\$10.00
LITIGATION SECTION	\$15.00
LOCAL GOVERNMENT LAW SECTION	\$20.00
MILITARY LAW SECTION	\$20.00
REAL PROPERTY SECTION	\$25.00
TAXATION SECTION	\$15.00
TRUSTS AND ESTATES SECTION	\$10.00

[As of August 2016]

* Pursuant to the terms of their bylaws, sections have authority to raise their dues up to \$35.00 without further Council action. However, a dues amendment *must* be approved by the board of governors and general membership of the section (if applicable) prior to such action. If such amendment is approved at the Annual Meeting of the section in June, it will not become effective until the billing conducted one year later.

(C.) Dues and Billing

Section membership is voluntary. Section dues are billed on a fiscal-year basis to comport with the bar's mandatory dues billing.

Section dues are received continually during the months of July and August. Therefore, section membership lists fluctuate in size during this time period. Sections are encouraged to schedule mailings and newsletters after September 1 to ensure distribution to all new members of the section.

Pursuant to the terms of the section bylaws, section dues are waived for new members enrolled during the last quarter of the state bar's fiscal year (April–June).

D. Budget Preparation and Expenditures

(A.) Budget Cycle

The Virginia State Bar operates on the fiscal year cycle commencing July 1. Sections formulate a budget based on 80 percent of their dues revenue plus any seminar proceeds or miscellaneous revenue that may have been generated by the section.

Conferences prepare budgets based on the programs and projects planned for the fiscal year. Since conferences do not charge dues, these budgets are funded by the bar's general revenue, derived primarily from mandatory bar dues. In some cases, conferences may charge fees for events that would help offset the cost of that event.

Planning for the next fiscal year budget usually begins in January of each year. Sections and conferences should anticipate board meetings, projects, programs, newsletters and Annual Meeting activities which they plan to conduct in the subsequent fiscal year. Costs associated with these activities should be included on the proposed budget. Section vice chairs should be actively involved in the budget process since they will be responsible for adhering to the budget when they assume the chair's position.

Section and conference budget proposals must be filed in the bar office on or before **March 10, 2017**. This allows time for the bar staff to compile the complete State Bar budget for review by the Standing Committee on Budget and Finance prior to the Executive Committee and Council meetings.

An Excel version of the budget form may be found on the State Bar's website at <http://www.vsb.org/site/members/chairs-handbook>.

(B.) VSB Section Budget and Expenditures Policy

These rules have been approved by the Executive Committee of the Virginia State Bar, and sections are enjoined to adhere to them:

1. After three years of operation, each section shall have a membership and dues structure which enables it to be self-supporting.
2. After three years of operation, each section shall pay annually 20 percent of its dues revenue as an administrative service charge for the use of the bar facilities, services and staff.
3. Each section's budget must be approved in accordance with the VSB's annual budgeting process. Proposed budgets must be submitted for approval on or before the specified due date. The budget must be detailed with specific line items in accordance with the VSB proposed budget form for sections.
4. The Executive Committee must approve, in advance, any increase or decrease to a section's budget. A section must request any amendment in writing as soon as the need is known and no later than the April meeting of the Executive Committee. Non-dues revenue generated in a given year will be considered by the Executive Committee in evaluating a section's proposed budget for the coming year and in evaluating a section's request for a budget amendment. In the event a decision needs to be made between Executive Committee meetings, the budget amendment decision may be made by the VSB's executive director.
5. A section's unexpended budget and excess revenue, as of June 30 of each year, becomes a part of the bar's general operating fund. Unexpended revenue which is available as year-end approaches cannot be expended for purposes not previously addressed in the approved budget.
6. Sections shall not expend funds in excess of their budget and all expenditures should be for the benefit of the entire section membership.
7. No vouchers will be approved for expenditures which are inconsistent with general policies of the bar as a state agency, such as political activities, meetings at resort hotels and other expenditures which are excessive.
8. Sections are responsible for Annual Meeting expenses which should be reflected in their annual budget. No charges may be made to the hotel master accounts established by the Virginia State Bar without express authority of the VSB executive director.
9. Council must approve, in advance, proposed dues increases over the amount of \$35 (as amended 2/89).

Amendment February 11, 2011

Approved by VSB Executive Committee September 19, 2008

Approved by VSB Executive Committee October 1988

Approved by VSB Executive Committee September 10, 1999

Approved by VSB Executive Committee February 25, 2011

(C.) Section and Conference Accounts

Virginia statutes require that all revenues collected by the state bar, or any of its sections, conferences or committees, be deposited into the state treasury to the credit of the bar. The state bar fiscal office maintains subsidiary ledgers for the sections and conferences, which reflect dues and other revenues. In accordance with policies regarding state funds, sections and conferences are prohibited from maintaining outside checking accounts.* The executive director of the Virginia State Bar has exclusive responsibility for the financial management of all section and conference budgets.

***Section 2.1-180 of the Code of Virginia requires that every state agency collecting monies from any source for the use of the agency pay the collected monies into the state treasury.**

(D.) Annual Meeting and Year End Expenditures

Sections and conferences are responsible for all expenses associated with Annual Meeting activities sponsored by the section or conference, including:

- a) Effective with the fiscal year beginning on July 1, 2005, section and conference board members may be entitled to travel reimbursement for one night during the Annual Meeting. Reimbursement will be allowed for board members if a section or conference business meeting is held during the Annual Meeting and if the section's or conference's budget is sufficient to cover the expenses. This exception to the general policy is based on the fact that sections and conferences play a major role in the activities that make up the bar's Annual Meeting.
- b) travel, lodging and other related expenses for speakers;
- c) awards for speakers and outgoing board members and officers;
- d) printing, AV and other special program requirements.

In accordance with state year-end guidelines, **original** invoices for section and conference expenditures that are not processed by the state bar office prior to fiscal year end closing will be charged against the group's budget for the following year.

(E.) Monthly Financial Reports

Section and conference chairs will receive a monthly financial report indicating the revenue and expenses. Reports are circulated approximately three weeks after the close of the month. A copy of the financial report also will be sent to the vice chair for information. Because of the vice chair's responsibility for budget preparation for the next year, the vice chair should keep abreast of the financial condition of the section and be mindful of any developing needs or problems that might be anticipated.

(F.) Grant Requests

Chairs should be advised that sections and conferences are required, as is the Virginia State Bar, to comply with state guidelines and restrictions applicable to seeking grants from private or public sources. See Solicitation Policy on page 34.

If a section or conference plans to submit a grant application for a special project, **prior** approval must be given by the executive director. All grant applications must be signed by the executive director or the deputy executive director and a copy of the application must be given to the bar's finance/procurement director. The fiscal department is responsible for tracking grants and complying with state fiscal policies and procedures.

If the grant is approved, a copy of the approval letter from the granting entity must be given to the finance/procurement director. The executive director or the deputy executive director must sign off on any paperwork related to receipt of grant funds. The section/conference liaison is responsible for working with the volunteer responsible for carrying out the grant to make sure all funds are spent as designated by the grant, invoices are submitted promptly for payment, and required reports are filed accurately and timely.

(G.) Approval of Vouchers

Under VSB budgetary guidelines, expenditures made during a given fiscal year should be covered by funds on hand and available for that fiscal year. Section and conference chairs have a personal responsibility for adhering to annual budgets as approved. Expenditures exceeding annual budgets must be approved in advance by the Executive Committee, according to the policies established by the Virginia State Bar. Requests for expenditures in excess of approved budgets are authorized only in unusual circumstances.

Volunteer expense reimbursement vouchers chargeable to section and conference budgets will be forwarded to the appropriate chair for approval prior to processing for payment by the Virginia State Bar Fiscal Office. Please refer to the volunteer

expense reimbursement policies and procedures on page 42.

E. Newsletters, Websites, and Electronic Communications

Newsletters

Newsletter production varies by conference and section as well as by methods of disbursement. Staying in touch with your section membership and providing current articles and information is vital to the health of your section. We encourage each section to publish 2–3 newsletters a year. To keep newsletter editors current, we provide newsletter resources at <http://www.vsb.org/site/members/editors>. For questions and to plan strategy, please contact Public Information Specialist Dee Norman at dnorman@vsb.org or (804) 775-0594.

Section and Conference Websites

Most section webmasters take advantage of the website template that was designed to have the look and some of the functionality of the pages on the state bar’s website. Your webmaster may access the template by contacting Caryn Persinger at persinger@vsb.org or (804) 775-0588.

The template is based on the VSB website’s content management system. It allows for basic features such as lists of board members and meetings, news, bylaws, publications, and a membership form. We can meet other requirements as needed, and password protection is available for portions of the site, such as newsletters and member rosters.

Sections should designate a person to be in charge of content for their sites, and they need to hire an outside contractor to maintain the sites once they are set up. We can provide contact info for outside vendors.

VSB staff currently maintains the SLC and CLBA sites. We also maintain the bar’s entire site, including disciplinary information and the *Professional Guidelines* and its supplement of rule changes and proposed rule changes throughout the year.

A disclaimer will appear on all section pages that states that the information is the work of the section and that the contents do not necessarily reflect official state bar views or policies.

Group E-mail Distribution Lists

At the request of the chair of a section or conference, the bar will send a group e-mail to the section’s or conference’s membership list. The text of group e-mails may be reviewed and edited by the VSB. The service does not permit members to respond to any of the messages. Please give one week notice. (*See Handbook, Council Policy*, page 31).

F. CLE Seminars and Educational Programs

(A.) Coordination with Virginia CLE Office

Sections and conferences interested in developing CLE programs are encouraged to establish a cosponsorship arrangement with Virginia CLE, the continuing legal education program administered by the CLE Committee of the Virginia Law Foundation. The CLE Committee includes representatives appointed by both the Virginia State Bar and The Virginia Bar Association, as well as representatives from each of the state’s eight law schools.

Ray White, director of Virginia CLE, and his staff operate out of offices located in Charlottesville. Virginia CLE currently conducts programs which are cosponsored with many state bar sections on an annual basis. Staff liaisons from the Virginia CLE office will work with a group’s board of governors to develop the substantive aspects of the CLE program. In addition, the CLE office is organized to coordinate all of the administrative details of planning and conducting the program. Typically, the staff of Virginia CLE will assume responsibility for:

- **Marketing the seminar;**
- **Handling preregistration and on-site registration;**
- **Assembling and producing written materials;**
- **Assuring compliance with MCLE regulations;**
- **Coordinating on-site logistics; and**
- **Providing on-site staffing.**

In cosponsoring a program with a section, Virginia CLE will customarily establish a discounted registration fee structure for

section members.

Chairs should contact Ray White early in the bar year to discuss proposed cosponsorship of a CLE program. (800) 223-2167 or (804) 979-5644; FAX: (804) 979-3147; <http://www.vacle.org>

VIRGINIA CLE
P.O. Box 4468
Charlottesville, Virginia 22905

(B.) Independent Programming

With the exception of programs planned in conjunction with the Virginia State Bar's Midyear Legal Seminar and Annual Meeting, any seminar and or educational program planned by a section/conference **independently** of Virginia CLE **must have advance approval** of the Virginia State Bar's Executive Committee, after consultation with the VSB executive director and the staff liaison.

Such advance approval will ensure that the section has adequate resources to promote and finance the program. Prior to the approval of an independent program, consideration will be given to the level of administrative support required of the state bar office in order to adequately staff all aspects of such an undertaking. Since the Virginia State Bar is not set up generally to conduct CLE programs on a regular basis, the impact on staff resources may be an important consideration.

If an independent CLE program is approved by the Virginia State Bar, the section/conference must work closely with its liaison to coordinate all of the administrative details of the program, including selecting the site, marketing the seminar, handling registration, producing written materials, ensuring MCLE compliance, and handling on-site logistics and staffing.

G. MCLE Regulations and Compliance

<http://www.vsb.org/site/members/mcle-courses/>

Pursuant to Rule of Court (Paragraph 17, Part Six, Section IV), the Supreme Court of Virginia established a mandatory continuing legal education program in Virginia which requires each active member of the Virginia State Bar annually to complete a minimum of twelve (12) hours of approved continuing legal education courses, of which at least two (2) hours shall be in the area of legal ethics or professionalism, unless expressly exempted from such requirement. Of the twelve credit hours required, no more than eight (8) may be earned from pre-recorded courses resulting in a minimum requirement of four (4) credit hours via live interactive programs. The program is administered by the Mandatory Continuing Legal Education (MCLE) Board, appointed by the Supreme Court of Virginia, using regulations adopted by the board.

(A.) MCLE Attorney Online Records and Certification

Attorneys may visit the member's area of the Virginia State Bar's website at <https://member.vsb.org/vsbportal/> to review their MCLE records and certify course attendance online. Course attendance information will be posted to the member's record immediately using this feature.

(B.) MCLE Definitions and Requirements

CLE credit will be given for attendance at an educational program sponsored by a section/conference of the Virginia State Bar if the seminar meets the standards of approval as outlined in the Mandatory Continuing Legal Education Regulations. Virginia CLE will be responsible for ensuring that programs which they cosponsor meet the required standards of approval. However, if a section/conference has received authorization from the VSB Executive Committee to present an independent program, the program chair should consult with the group's staff liaison to ensure that the program is developed to meet MCLE regulations.

- 1) Accredited Sponsors:** Together with over 100 other providers, the Virginia State Bar and Virginia CLE have been designated as accredited sponsors of continuing legal education programs in Virginia. Accredited sponsors are subject to and governed by the applicable provisions of the rules and regulations of the MCLE Board, including the quality standards of Regulation 103 and the record-keeping and reporting requirements of Regulation 105. **The MCLE Board may at any time review an accredited sponsor program and reserves the right to deny CLE or ethics credit when the standards for approval are not met.**

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- 2) **Written materials:** An outline **must** be submitted in order for a program to qualify for CLE credit. Pursuant to MCLE Regulation 103(g), thorough, high-quality instructional written materials which appropriately cover the subject matter must be provided. **An agenda or topical outline will not be sufficient.** [MCLE Opinion #14]
 - 3) **Ethics Credit:** A presentation may qualify for credit in the area of legal ethics or professionalism if the ethics component meets the definition in MCLE Regulation 101(s and t) and covers a minimum of 30 minutes, as outlined in MCLE Regulation 103(d).

If a section/conference plans to incorporate an ethics segment into a CLE program, the program chair is responsible for ensuring that:

 - a) the material qualifies as legal ethics or professionalism [MCLE Opinion #13];
 - b) the segment is clearly and appropriately described or entitled in the written materials [MCLE Reg 101(s and t)];
 - c) the time for the ethics component is clearly designated in the program schedule [MCLE Reg 103(d)].
 - 4) **Coordination with VSB MCLE Department:** If a program is being planned independently by a section/conference, it is the responsibility of the section to apprise the MCLE Department of the proposed program and to seek approval of the course for the specified number of CLE and ethics credits. **Applications must be received at least 30 days in advance of the program.**

Virginia CLE will coordinate with the State Bar’s MCLE Department for course approval for any programs cosponsored with that office.
 - 5) **Course Approval:** At the earliest possible date in the planning, the section/conference should coordinate through its staff liaison to ensure that an Application for Course Approval (**Form #4**) and the proper materials are submitted to the MCLE Department. Since the section/conference is applying for credit under the auspices of the Virginia State Bar, which is an accredited sponsor, it is exempt from filing the fee specified on the application form. It is helpful in marketing the seminar if course approval is finalized prior to advertising the program and mailing the announcement brochure.
 - 6) **MCLE Certification Forms:** Once a program has been approved for CLE credit, the MCLE Department will provide attendance certification forms to the “accredited sponsor” (either Virginia CLE or the VSB section). These forms must be distributed to all registrants at the seminar. For CLE programs planned independently of Virginia CLE, it is the section’s/conference’s responsibility to coordinate with its staff liaison to make sure that the appropriate number of these forms (**Form #2**) are provided. The MCLE Department will also provide certification forms for the speakers (**Form #3**).

(C.) MCLE Opinion #13—Topics Qualifying for Ethics Credit

The Virginia Supreme Court has required by Rule of Court that each active member of the Virginia State Bar complete a certain minimum amount of continuing legal education “in the area of legal ethics or professionalism.” MCLE Regulations provide that an approved course or program may provide credit toward this requirement by addressing “topics embraced in recognized formulations of rules of professional conduct or codes of professional responsibility applicable to attorneys.” The board has encountered instances where it has received applications for approval of ethics credits for topics which do not objectively pertain to or specifically address rules of professional conduct or codes of professional responsibility specifically applicable to attorneys.

The following are examples of some of the topics and types of courses which DO NOT qualify for ethics credits:

Ethics in Government: Programs or components which, although presented to attorneys, focus on standards of conduct applicable to non-attorney employees including those dealing with:

- i) the ethical standards applicable to governmental employees, federal legislators, governmental contractors;
- ii) United States’ employees’ compliance with the President’s Executive Order requiring a standard of conduct higher than the bare ethical rules might require;
- iii) educating the government attorney in these standards to enable that attorney to better advise a legislative and/or executive branch client on the applicable standards.

Medical Ethics: Programs or components which, although presented to lawyers, focus on:

- i) an analysis or the application of medical ethics, “bioethics,” or “biomedical” ethics;
- ii) statutory options involving “living wills,” the right to die, and “informed consent”;
- iii) educating the lawyer in these subjects to enable that lawyer to better advise a client.

Ethics of other Professions: Programs or components which although presented to lawyers, focus on:

- i) an analysis or the application of ethical standards governing members of a profession other than the legal profession, e.g. ethics for museum administrators, accountants, realtors, architects, engineers, chemists, etc.;

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- ii) educating the lawyer in these standards to enable that lawyer to better advise a client on the applicable standards.

Business or Corporate Ethics: Programs or components which, although presented to lawyers, focus on:

- i) an analysis or the application of ethical standards appropriate for executives, corporate officers and employees;
- ii) educating the lawyer in these standards to enable that lawyer to better advise a client on the applicable standards.

Rules of Procedure, Rules of Evidence and Litigation Tactics: Programs or components which focus on rules of procedure, rules of evidence, unless the focus of the programs or components also provides a substantial treatment of applicable rules of professional conduct or codes of professional responsibility. In particular, malpractice prevention programs or components which focus primarily on malpractice litigation, tactics, or strategy will not be approved for ethics credit.

Programs or components devoted to or including these topics may meet the requirements for general MCLE credit. The board is of the opinion that such topics do not fulfill the requirement for continuing legal education in the area of legal ethics or professionalism. The board will therefore not assign ethics credits to such topics.

[Paragraph 17.C.(1) of Section IV, Part Six, Rules of the Supreme Court of Virginia and MCLE Regulations 101(s), 101(t) and 103(d)]. (12/92)

Amended effective 11/1/09

(D.) MCLE Opinion #14—Requirement for Written Materials

The Supreme Court of Virginia has required by Rule of Court that courses or programs qualifying for MCLE credit must provide attendees with written educational materials which reflect a thorough preparation by the provider of the course and which assist course participants in improving their legal competence. Paragraph 17(H)(3) of Section IV, Part Six, Rules of the Supreme Court of Virginia. In compliance with this mandate, the MCLE Board has promulgated Regulation 103(g). That provision provides:

Thorough, high quality instructional materials which appropriately cover the subject matter must be distributed to all attendees at or before the time the course is presented. A mere agenda or topical outline will not be sufficient.

Although courses of shorter duration may require less lengthy materials, this requirement must be satisfied by courses of any length in order for MCLE credit to be granted.

The purpose of the requirement of written materials is threefold. First, it insures thorough course preparation by the provider. Generally, the provider must furnish materials prepared specifically for the course and the subject matter addressed. The distribution of copies of cases or statutes without customized materials is not acceptable. A second purpose of this requirement is to insure that the attendees will be provided with materials which are useful after the course is completed. Materials provided should be sufficient to assist the attendee when questions regarding the particular subject matter covered are raised at a later date and to serve as a general resource after course completion. The third reason for this requirement is to allow the MCLE Board to evaluate the quality and nature of the course and the actual subject matter being covered. Occasionally neither the title of the course submitted on an application nor the agenda for the presentation provides sufficient information about course content to allow evaluation. The review of the written materials provided to course attendees allows the Board to assess the quality and subject matter of the course and to insure that the topics addressed are appropriate for accreditation purposes.

In determining whether written materials are adequate, the Board will also consider the teaching method employed. For example, materials appropriate to participatory skills development courses, such as a trial advocacy course, will differ from a course where a straight lecture method is employed. Moreover, courses in which role-playing or other interactive teaching methods are employed will have varied materials.

Several recurring problems regarding the provision of instructional materials, however, have come to the Board's attention.

- a) Written materials which contain only hypotheticals will not satisfy this requirement. While the discussion of hypotheticals can be an appropriate teaching method, written materials including only hypotheticals to be discussed will not suffice as thorough, high quality instructional material. On the other hand written materials in which the hypotheticals are accompanied by (1) course materials which assist the understanding of the subject matter and have reference value to the participants or (2) course materials which provide a thorough written discussion and/or responses to such hypotheticals may satisfy this requirement. Such written discussion or responses to hypotheticals may be provided to the participants separately at any time up to the time of the conclusion of the course.
- b) Bibliographies or a list of other reference materials, such as internet sites, standing alone, will generally not suffice as thorough, high quality instructional material. Similarly, sample pleadings, without instructional materials are inadequate to satisfy this requirement.

The requirement to provide written materials can be satisfied by providing printed copies or copies stored on electronic media. It may also be satisfied by allowing attendees access to a website or other area where electronic copies are available for downloading. In the event that a provider does not provide printed copies to all course participants, such copies must be made available to any attendee who requests them.

**[Paragraph 17(H)(3) of Section IV, Part Six, Rules of the Supreme Court of “Virginia; MCLE Regulation 103(g)].
Effective 07/01/95, Revised 02/11/02**

H. Sample Bylaws

BYLAWS OF THE SECTION
VIRGINIA STATE BAR
Approved by Council

ARTICLE I *Name and Purpose*

Section 1. *Name*—The name of this Section shall be the Section on _____ Law of the Virginia State Bar.

Section 2. *Purposes*—The purposes of the Section shall be:

To further the objectives of, and promote active participation in, the Virginia State Bar;

To enhance communication and the exchange of ideas and information on issues which affect the practice of law in Virginia;

To foster unity between members of the Section by providing a forum where Section members can share research, source materials and experiences;

To sponsor programs and projects of special interest and relevance to the members of the Section and the Virginia State Bar in the field of _____ law;

To conduct continuing legal education programs, publish and distribute educational and professional materials and undertake other activities which shall enhance the competence and skills of lawyers and improve their ability to deliver the highest quality of professional legal services;

To further promote public understanding of the field of _____ law.

ARTICLE II *Membership and Dues*

Section 1. *Categories*—The categories of section membership: 1) Active, 2) Associate, 3) Judicial, and 4) Law Student (optional). Only Active members in good standing may vote or hold office.

Section 2. *Eligibility*—Any active, associate, or retired member in good standing of the Virginia State Bar shall be eligible for Active membership in the section; any lawyer eligible to practice before the highest court of any state of the United States or the District of Columbia and not a member of the Virginia State Bar shall be eligible for Associate membership in the section; and (optional) any full-time law student not eligible for Active or Associate membership and enrolled in a law school in any state of the United States or the District of Columbia shall be eligible for Law Student membership in the section. Judicial membership shall be open to any active or retired judge of the United States or the Commonwealth of Virginia. Upon request to the secretary, members of each category shall be enrolled and shall continue as members so long as they retain their eligibility as aforesaid and pay the annual dues specified in Section 3 of this Article.

Section 3. *Dues*—To further the work of the Section, each Active and Associate member shall pay to the Treasurer of the

VSB annual dues of \$_____, as approved by the Board of Governors of the Section, the general Section membership, and the Council of the Virginia State Bar, pursuant to Article VIII, Section 2 of these bylaws. There shall be no dues or other assessments required of Judicial members. Sections may raise their dues up to the limit set by the Council of the VSB without further Council approval, pursuant to Article VIII, Section 2 of these bylaws. New members enrolled during the last quarter of the fiscal year shall have dues waived until the next fiscal year.

ARTICLE III
Board of Governors

Section 1. *Number and Eligibility*—There shall be a Board of Governors of this Section which shall consist of twelve (12) Active Section members. This initial Board of Governors shall be appointed by the President of the Virginia State Bar, and shall serve until the first annual meeting of this Section, at which time the Board of Governors shall be elected by the membership as hereinafter provided. No person shall be eligible for election to the Board of Governors if he/she previously has been elected to two consecutive three-year terms on the Board of Governors, but reelection is permitted when at least one year has elapsed since that person has served on said Board.

Section 2. *Ex Officio Members* (Optional)—The officers and the immediate past chair of the Section who are not also serving terms as elected members of the Board shall serve as full, voting members of the Board of Governors, *Ex Officio*. The Executive Director of the Virginia State Bar and the Chair of the counterpart section of The Virginia Bar Association, or their duly designated representatives, may also be invited to serve as non-voting, *Ex Officio* members of the Board of Governors.

Section 3. *Term*—The appointed Board of Governors shall serve as the nominating committee at the first annual membership meeting following adoption of these bylaws by the Council of the Virginia State Bar. Four (4) members of the Board of Governors shall be nominated and elected to serve for one (1) year; four (4) members for two (2) years; and four (4) members for three (3) years. “Years” designates a term beginning July 1 after the annual meeting and ending June 30 of the succeeding year. Thereafter, upon expiration of each of these initial terms, members of the Board of Governors shall be nominated and elected at each annual meeting of this Section by a vote of a majority of the members present and voting for terms of *three* (3) years, beginning July 1 following the annual meeting at which they have been elected and ending June 30 three years later. Nominations at the initial annual meeting of the membership may be made from the floor at this Section meeting. (Optional) The terms for the officers and immediate past chair who are serving as *Ex Officio* members of the Board of Governors shall be for the year in which they serve such positions.

Section 4. *Nominations*—After the initial annual meeting and not less than sixty (60) days before each subsequent meeting, the Chair shall appoint a nominating committee of at least five (5) members, not more than three of whom may be members of the Board of Governors. Not less than five days prior to the annual meeting, the nominating committee shall make and report to the Board nominations for any vacancies on the Board of Governors resulting from resignations or other reasons, and for positions held by members of the Board of Governors whose terms expire on the 30th day of June following the annual meeting. Three members of the nominating committee shall constitute a quorum, and, if less than a quorum is present, the Chair of this Section shall appoint new members sufficient to constitute a quorum. Additional nominations may be made from the floor at the annual meeting of the Section by any Active section member.

Section 5. *Election*—All elections shall be *viva voce* unless otherwise ordered by resolution duly adopted by this Section at the annual meeting at which the election is held.

Section 6. *Duties and Powers*—The Board of Governors shall have general supervision and control of the affairs of this Section, subject to the provisions of the Rules for Integration of the Virginia State Bar and the limitations of the bylaws of the Virginia State Bar and the bylaws of the Section. It shall especially authorize all commitments or contracts which shall entail the payment of money and shall authorize the expenditures of all monies appropriated for the use or benefit of this Section. It shall not authorize commitments or contracts which shall entail the payment of more money during any fiscal year than the amount which shall have been previously appropriated to this Section for such fiscal year.

Section 7. *Meetings*—Regular meetings of the Board of Governors of this Section shall be held upon the call of the Chair at least once in each quarter for the fiscal year of this Section, exact time and place of the meeting to be designated by the Chair, and the Secretary shall give notice to each member of the Board. Special meetings of the Board of Governors shall be held at the request of the majority of the Board of Governors or at the call of the Chair, and the Secretary shall give notice to the members of the Board. A majority of the Board shall constitute a quorum, and all binding actions of the Board shall be by majority vote. Absent members may communicate their vote in writing or by fax to the Secretary and have it counted with the same effect as if it

was cast personally.

Section 8. *Vacancies*—The Board of Governors, during the interim between annual meetings of this Section, may fill vacancies in its membership. Members of the Board of Governors and officers so selected shall complete the unexpired term created by the vacancy or shall serve until their successors have been elected and qualified.

Section 9. *Committees*—The Board of Governors may designate committees and appoint the membership from Section members to perform such duties and exercise such powers as the Board of Governors shall direct, subject to limitations of these bylaws and the bylaws of the Virginia State Bar.

Section 10. *Declaration of Vacancies*—If any member of the Board of Governors fails to attend two successive meetings of the Board without a reason sufficient to a majority of the Board, or if any member of the Board of Governors resigns or is declared incapacitated by the President of the Virginia State Bar, the membership of that person on the Board of Governors, and in any office that is held by such person, shall be deemed vacant, and said vacancy shall be filled as provided for in Section 8 hereinabove.

ARTICLE IV *Officers*

Section 1. *Nomination and Election*—The President of the VSB shall appoint the Chair, Vice Chair and Secretary of the initial Board of Governors, who shall serve until the first annual meeting of the Section following adoption of these bylaws. Thereafter, the Board of Governors shall meet immediately following the annual Section meeting and shall elect from among their number a Chair, Vice Chair, and Secretary, to hold office for a term beginning July 1 of each year and ending on June 30 of the next succeeding year, or until their successors have been elected and qualified. If the term of a Board member elected to serve as an officer of the Board of Governors is to expire on June 30 immediately following the annual meeting of the Section, the elected officer shall serve as an *Ex Officio* member of the Board of Governors for the year in which he/she serves in this position, in accordance with Article III, Sections 2 and 3 of these bylaws.

Section 2. *Chair*—The Chair shall preside at all meetings of this Section and of the Board of Governors. The Chair shall formulate and present at each annual meeting of the Virginia State Bar a report of the work of this Section for the immediate past year. The Chair shall perform such other duties and acts as usually pertain to his/her office.

Section 3. *Vice Chair*—Upon death, resignation, or during the absence or disability of the Chair, or upon his/her refusal to act, the Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term except in the case of the Chair's disability, in which event the Vice Chair shall perform the duties of the Chair only so long as the disability continues.

Section 4. *Secretary*—The Secretary shall be the custodian of all books, papers, documents, and other property of this Section except money. The Secretary shall give notice of all meetings of this Section and of the Board of Governors and keep a true record of the proceedings. The Secretary shall assist the Chair in preparing a summary or digest of the proceedings of this Section at its annual meeting for publication in the Annual Report of the Virginia State Bar, after approval by the Executive Committee or the Council of the Virginia State Bar, or a committee designated by either.

Section 5. *Vacancies*—The Board of Governors shall fill any vacancy that may occur in the office of Chair, Vice Chair, or Secretary.

ARTICLE V *Section Meetings*

Section 1. *Annual Meeting of the Section*—The annual meeting of the Section shall be held during the Annual Meeting of the Virginia State Bar, in the same city or place, with such program and order of business as may be arranged by the Board of Governors.

Section 2. *Special Meetings of the Section*—Special meetings of the Section may be called by the Chair upon approval of a majority of the Board of Governors, at such time and place as the Chair may determine. The Secretary shall give notice to the

members of the time and place of all meetings.

Section 3. *Quorum and Voting of Section*—The members of the Section present at any meeting shall constitute a quorum for the transaction of business. All binding actions of this Section shall be by a majority vote of the Active Section members present.

ARTICLE VI
Miscellaneous

Section 1. *Fiscal Year*—The fiscal year of this Section shall be the same as that of the Virginia State Bar.

Section 2. *Expenses*—Pursuant to the policy established by the VSB Executive Committee, the section shall have a membership and dues structure which enables it to be self-supporting after three (3) years of operation, on the basis of budgeting 80% of its anticipated revenue. All expenses incurred by this section, before being forwarded to the Treasurer of the Virginia State Bar for payment, shall be approved by the Chair or Secretary, or, if the Board of Governors shall so direct, by both of them.

Section 3. *Compensation*—No salary or compensation shall be paid to any officer or member of the Board of Governors.

Section 4. *Action of Section*—Before any action of this Section becomes the action of the Virginia State Bar, it must be approved by the Council of the Virginia State Bar. Any resolution adopted or action taken by this Section may, on request of this Section, be reported by the Chair of this Section to any meeting of Council of the Virginia State Bar for the bar's action thereon.

Section 5. *Printing*—All printing for this Section or the Board of Governors or by committees of this Section shall be done under the supervision of the headquarters office of the Virginia State Bar.

ARTICLE VII
Procedure

Section 1. Except as otherwise provided in these bylaws, Robert's *Rules of Order* shall govern the procedure at meetings of this Section and its Board of Governors.

ARTICLE VIII
Effectiveness & Amendment of Bylaws

Section 1. *Bylaws Effective*—These bylaws shall become effective after approval by the Council upon recommendation of the Executive Committee of the Virginia State Bar and by the Board of Governors of the Section.

Section 2. *Amendment*—These bylaws may be amended at any annual meeting of this Section by a vote of a majority of the members of this Section present and voting, provided such amendment shall first have been approved by a majority of the Board of Governors and provided, further, that no amendment so adopted shall become effective until approved by the Council upon recommendation of the Executive Committee of the Virginia State Bar.*

* Pursuant to the terms of their bylaws, Sections have the authority to raise their dues up to \$35.00 without further Council action. However, a dues amendment *must* be approved by the Board of Governors and general membership of the Section (if applicable) prior to such action. If such amendment is made at the annual meeting of the Section in June, it would not become effective until one year later.

Notes





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