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## 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, 2011, the Virginia State Bar Council has authorized twenty sections, with a approximate total membership of 21,536. (<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: 116 (as of September 1, 2011)

- **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: 15,714 (as of September 1, 2011)

- **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: 9,342 (as of September 1, 2011)

- **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/diversity>

Membership: 104 (as of September 1, 2011)

### B. Historical List of Sections and Conferences

NAME OF SECTION	ESTABLISHMENT DATE
ADMINISTRATIVE LAW SECTION	January 1979
ANTITRUST, FRANCHISE & TRADE REGULATION SECTION <sup>7</sup>	April 1977
BANKRUPTCY LAW SECTION	February 1990
BUSINESS LAW SECTION <sup>1</sup>	January 1970
CONSTRUCTION LAW & PUBLIC CONTRACTS SECTION <sup>8</sup>	April 1979

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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 <sup>4</sup>	May 1970
INTERNATIONAL PRACTICE SECTION <sup>6</sup>	October 1978
LITIGATION SECTION <sup>2</sup>	October 1980
LOCAL GOVERNMENT LAW SECTION <sup>5</sup>	February 1985
MILITARY LAW SECTION	February 1996
REAL PROPERTY SECTION <sup>3</sup>	October 1978
TAXATION SECTION	October 1955
TRUSTS AND ESTATES SECTION <sup>3</sup>	October 1978

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CONFERENCE OF LOCAL BAR ASSOCIATIONS	1990
SENIOR LAWYERS CONFERENCE <sup>9</sup>	July 2001
YOUNG LAWYERS CONFERENCE	July 1974
DIVERSITY CONFERENCE <sup>10</sup>	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.

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## C. Section Membership, Dues, and Billing

### (A.) Table of Membership

NAME OF SECTION	CURRENT MEMBERSHIP*
ADMINISTRATIVE LAW	444
ANTITRUST LAW	197
BANKRUPTCY LAW	780
BUSINESS LAW	1,737
CONSTRUCTION LAW	747
CORPORATE COUNSEL	1,311
CRIMINAL LAW	2,242
EDUCATION OF LAWYERS	447
ENVIRONMENTAL LAW	402
FAMILY LAW	1,907
GENERAL PRACTICE	777
HEALTH LAW	526
INTELLECTUAL PROPERTY	1,661
INTERNATIONAL PRACTICE	342
LITIGATION	2,989
LOCAL GOVERNMENT	620
MILITARY LAW	234
REAL PROPERTY	1,857
TAXATION	609
TRUSTS AND ESTATES	1,707
<b>TOTAL</b>	<b>21,536</b>

\*As of September 1, 2011, includes Active, Associate, Judicial, and Non-Bar Member categories of section membership.

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## (B.) Section Dues Structure\*

ADMINISTRATIVE LAW SECTION	\$20.00
ANTITRUST, FRANCHISE & TRADE REGULATION SECTION	\$20.00
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	\$20.00
GENERAL PRACTICE SECTION	\$20.00
HEALTH LAW SECTION	\$20.00
INTELLECTUAL PROPERTY LAW SECTION	\$20.00
INTERNATIONAL PRACTICE SECTION	\$20.00
LITIGATION SECTION	\$15.00
LOCAL GOVERNMENT LAW SECTION	\$20.00
MILITARY LAW SECTION	\$20.00
REAL PROPERTY SECTION	\$25.00
TAXATION SECTION	\$25.00
TRUSTS AND ESTATES SECTION	\$10.00

[As of August 2011]

\* 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).

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## 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 **February 10, 2012**. 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 April Executive Committee meeting. Final action on the budget is taken at the June Council meeting.

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 amendment 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. With the advance approval of the VSB Executive Director, sections have the discretion to shift line item amounts within their annual budget, as long as it does not affect the budget amount approved for the fiscal year. With the advance approval of the VSB Executive Director, sections have the discretion to shift line item amounts within their annual budget, as long as it does not affect the budget amount approved for the fiscal year.
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

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## (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 is a change in policy, 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 received by the state bar office prior to noon on the last working day of June 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 status of the section's budget. 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.

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 fiscal officer. 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 fiscal officer. The executive director or the deputy executive director should 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.

Travel 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 expense reimbursement guidelines on page 41.

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## E. Newsletters, Websites, and Electronic Communications

### Newsletters

Newsletter production varies by conference and section as well as by methods of disbursement. 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 Relations Specialist Nancy Brizendine at [brizendine@vsb.org](mailto:brizendine@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](mailto: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 Email Distribution Lists

At the request of the chair of a section or conference, the bar will send a group email to the section's or conference's membership list. The text of group emails 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 six law schools.

Tom Strassburg, 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 Tom Strassburg 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>

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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. 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.) New MCLE Regulations (Effective November 1, 2011)

The MCLE Board has always considered live interaction with course presenters and other attorneys a valuable educational component. The board has implemented new regulations to recognize the advantages of modern technology in continuing legal education while balancing the benefits of professional interaction.

Effective November 1, 2011 (for the compliance year that ends October 31, 2012), there will be a minimum hourly requirement for courses that provide simultaneous **live interactivity**. Active attorneys must attend a minimum of **4 credit hours** of live interactive programming beginning November 1.

**"Live" programs** are defined as courses where there is simultaneous, live interactivity with course presenters during the program and will include traditional live on-site programs, live presentations delivered via telephone or webcast, or other courses that may be developed that include simultaneous, live interaction with the presenter or a qualified discussion facilitator during the program.

**Detailed FAQs are available** at: <http://www.vsb.org/site/members/faqs-2012-mcle-reg-changes>

### (B.) 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.

### (C.) 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 desig-

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nated 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.**

- 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**).

## **(D.) 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.

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**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.;
- 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(q), 101(r) and 103(d)]. (12/92)**

Amended effective 11/1/09

## **(E.) 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(f). 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

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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(f)].  
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.

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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 re-

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quest 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 member-

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ship 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.