

# CONSTITUTION OF THE FEDERAL COMMUNICATIONS BAR ASSOCIATION

## ARTICLE I

### Name

This Association shall be known as the Federal Communications Bar Association. This Constitution shall constitute the Association's Articles of Incorporation.

## ARTICLE II

### Purposes

The Federal Communications Bar Association is an organization of attorneys involved in the development, interpretation, implementation and practice of communications law and policy. The purposes of the Association are to promote:

- (1) fairness and efficiency in the development and application of communications law and policy at all levels of government;
- (2) excellence and integrity in the profession;
- (3) education and training for those involved in communications law and policy; and
- (4) equality of opportunity in the profession of law.

## ARTICLE III

### Qualifications for Membership; Rights and Privileges of Membership

Any person who is a member in good standing of any mandatory Bar or otherwise licensed to practice law by the relevant licensing authority in such attorney's jurisdiction shall be eligible for voting membership in this Association and shall be entitled to vote on all matters put before the Association for a vote and to run for elective office in the Association. The rights and privileges of voting membership may be expanded, but not restricted, by the Executive Committee pursuant to Article VIII of this Constitution. The Executive Committee may also designate categories of non-voting membership as well as the qualifications, rights and restrictions applicable to such non-voting members.

## ARTICLE IV

### Application for Membership

Any eligible person may file a written application for membership in the Association. All such applications will be referred to the Executive Committee for action, unless the Executive Committee has delegated to the Committee on Membership the authority to approve and disapprove membership applications. Any such approval or disapproval shall be made in accordance with the qualifications for membership established under Article III of this Constitution.

## ARTICLE V

### Officers

The elective officers of the Association shall be:

President  
President-Elect  
Secretary

Assistant Secretary  
Treasurer  
Assistant Treasurer  
Delegate to the American Bar Association  
And such other officers as may hereafter be authorized.

Each officer must be a member in good standing of the Association. The President and the President-Elect shall not be eligible for immediate reelection to their respective offices.

## ARTICLE VI Duties of the Officers

**President:** The President is the chief executive officer of the Association and Chair of the Executive Committee. The President shall preside over meetings of the Association and the Executive Committee, appoint the Chairs and Co-Chairs of all standing and special committees of the Association, and be an ex officio member of all such committees.

**President-Elect:** The President-Elect shall assist the President as appropriate and discharge the duties of the President in the absence or disability of the President.

**Secretary:** The Secretary shall be responsible for preparing and maintaining the records of the meetings of the Association and of the Executive Committee, and for giving all notices on behalf of the Association provided for in the Constitution and By-Laws or as otherwise directed by the Executive Committee or the President, and for such other duties as shall from time to time be assigned by the Executive Committee or the President.

**Assistant Secretary:** The Assistant Secretary shall be responsible for overseeing the publication of the Association's annual membership directory, maintaining a current membership list and distributing same to authorized parties, serving as custodian of all Association books and records (except financial books and records maintained by the Treasurer), and carrying out such other duties as shall from time to time be assigned by the Executive Committee, the President or the Secretary.

**Treasurer:** The Treasurer shall be responsible for preparing and administering an annual budget for the Association under the direction of the Executive Committee, for collecting all dues and monies due the Association, disbursing Association funds to pay all monetary obligations of the Association, depositing or investing the funds of the Association under the direction of the Executive Committee, maintaining books of account pertaining to the Association's finances, issuing an annual financial report, and for such other duties as shall from time to time be assigned by the Executive Committee or the President.

**Assistant Treasurer:** The Assistant Treasurer shall assist the Treasurer as appropriate and shall be responsible for such other duties as shall from time to time be assigned by the Executive Committee, the President or the Treasurer.

**Delegate to the American Bar Association:** The Delegate shall represent the Association at meetings of the House of Delegates of the American Bar Association, and shall perform such other duties as shall from time to time be assigned by the Executive Committee or the President.

## ARTICLE VII Executive Committee

**SECTION 1.** The Executive Committee shall act as the Board of Directors of the Association. The Executive Committee shall consist of the President, the President-Elect, the Secretary, the Assistant Secretary, the Treasurer, the Assistant Treasurer, the Delegate to the American Bar Association, and the

immediate past President, and nine other members, three to be elected each year to serve for three years. In addition, the Young Lawyers Committee shall elect each year from its membership one person to serve as a member of the Executive Committee. In any year in which the Association has one or more active Chapters located outside the Washington, D.C. area, the Association also shall elect one member who resides in a Chapter area to serve as a member of the Executive Committee for a two-year term. Each Executive Committee member must be a member in good standing of the Association. No person serving on the Executive Committee may hold more than one elective office at the same time. A majority of the Executive Committee shall constitute a quorum.

SECTION 2. The Executive Committee shall have authority, in accordance with the provisions of the Association's Constitution and By-Laws, to govern the Association and to conduct any and all activities which it may consider necessary or appropriate in serving the purposes of the Association as set forth in Article II. The Executive Committee shall also have responsibility for financial management of the Association.

SECTION 3. The Executive Committee shall review and make determinations with respect to all reports, recommendations, findings or conclusions of the Professional Responsibility Committee with regard to any complaint or allegation of unethical professional conduct by a member or with regard to the unauthorized practice of law before the Federal Communications Commission, and thereupon may direct (a) that efforts to conciliate or mediate the matter be undertaken, (b) that the matter be dismissed as not involving a member or as not raising a substantial issue of unauthorized practice of law, or (c) that the complaint be referred to an appropriate professional disciplinary body.

SECTION 4. The Executive Committee shall have the authority to appoint or employ one or more persons who are not members to fill administrative positions, including the position of Executive Director, and perform such duties as may be determined by the Executive Committee or the President. An Administrative Committee of the Executive Committee, consisting of all officers and such additional Executive Committee members as the President may designate, shall have responsibility for the oversight of the Association's administrative matters. The Executive Director of the Association shall have responsibility for the day-to-day management of the Association.

## ARTICLE VIII By-Laws

The By-Laws may be amended upon approval by 75 percent of the members of the Executive Committee or pursuant to Article IX of this Constitution.

## ARTICLE IX Amendments

SECTION 1. The Constitution or the By-Laws may be amended upon recommendation of the Executive Committee and affirmation by two-thirds of the members of the Association present, entitled to vote, and voting at any meeting, but no such change shall be made unless notice of the proposed amendment shall have been given by the Secretary to the members of the Association by mail or electronic mail at least thirty days before the meeting at which the amendment is offered.

SECTION 2. The Executive Committee may submit any proposed amendment of the Constitution or the By-Laws to the membership for adoption by mail or electronic mail ballot, and the affirmative vote of two-thirds of the membership entitled to vote and voting shall be effective to adopt any amendment: provided, however, that at least fifteen percent of the members of the Association entitled to vote do so. In any instance in which a proposed amendment is to be submitted for mail or electronic mail balloting, the Executive Committee shall provide notice of the proposed amendment to the membership and afford the membership a period of no less than thirty days for submitting to the Secretary of the Association written

views as to the merits of the proposed amendment. Following said period of no less than of thirty days, a ballot on the proposed amendment shall be mailed to the membership together with such views as shall have been timely received in writing by the Secretary. A period of an additional thirty days after such mailing shall be allowed for the return of the ballots to the Secretary by voting members.

#### ARTICLE X Meetings

The Association shall meet annually in June on such date, at such time and at such place as the President shall select and may meet at such other times as may be either provided for in the By-Laws or determined by the Executive Committee or the President.

#### ARTICLE XI Dissolution

Upon the termination, dissolution or winding up of the Association in any manner or for any reason, voluntary or involuntary, its assets, if any, remaining after the payment or provision for payment of all liabilities of the Association shall be distributed to, and only to, one or more organizations described in Sections 501(c)(3) or 501(c)(6) of the Internal Revenue Code of 1954, as amended.