

**SAN DIEGO APPELLATE INN OF COURT
BYLAWS**

**Article I
General**

Section 1. Purpose

The purposes and objectives of the San Diego Appellate Inn of Court (“the Inn” or “this American Inn of Court”) are set forth in its Organizational Charter issued by the American Inns of Court Foundation (“Foundation”) on October 21, 2016.

Section 2. Principal Location

The Inn will be located in San Diego, California. The Inn may occasionally convene in other locations when appropriate to conduct its functions and activities.

**Article II
Organization**

Section 1. Executive Committee

The Inn’s Executive Committee consists of the officers, the chairs of the various committees, and any other members as determined by the Masters. The positions and duties of the Secretary and Treasurer may be combined into a single office by a majority vote of the Inn’s Masters. The Inn’s first Executive Committee shall be selected by the San Diego Appellate Inn of Court Working Group. For purposes of these bylaws, the San Diego Appellate Inn of Court Working Group is the group of approximately twenty senior appellate practitioners in different areas of the law in San Diego as well as four state and federal judicial liaisons assembled to launch this Inn.

The duties of the Executive Committee and its members, which may be amended by a majority vote of the Inn’s Masters, are set forth in these Bylaws and the Organizational Charter (“Charter”), including the following:

- i. Taking such action as may be necessary to carry out the responsibilities imposed by the Charter; Bylaws; and the Articles of Incorporation, Bylaws, Policies and Directives of the Foundation;
- ii. Determining the size of each membership category in this Inn;

- iii. Establishing, collecting, and remitting local and national membership dues assessments as described below;
- iv. Appointing a representative to attend the annual meeting of the Foundation;
- v. Conferring and terminating memberships of this American Inn of Court;
- vi. And performing other duties to facilitate proper operation of the organization, such as adopting policies and directives as necessary.

Section 2. Officers

The Inn's officers consist of a President, Counselor, Secretary/Treasurer or Secretary and Treasurer, Chair of Membership, Chair of Programs, Chair of Communications, and any other officers the Masters deem necessary. The officers serve a two-year term and may succeed themselves only once, subject to additional terms approved by the Executive Committee. The Masters select the officers in accordance with the Charter.

The officers shall be responsible for the general operation of this Inn in accordance with the Charter; the Bylaws; and the Articles of Incorporation, Bylaws, Policies, and Directives of the Foundation, including the Officer's Manual.

Section 3. Committees

The Executive Committee may establish standing and ad hoc committees consisting of the Inn's active members and may change or discontinue any committee at any time. Subject to Executive Committee approval, committees may create ad hoc or standing subcommittees or working groups. Chairs and committee members serve two-year terms beginning September 1st of a given year, and may succeed themselves only once, subject to additional terms approved by the Executive Committee.

Section 4. Advisory Board

During the first year of the Inn, the Executive Committee may authorize a group of people, with a minimum of three people, to advise the Executive Committee on operating the Inn. This group, if formed, shall be called the Advisory Board. After the Inn's first year, the Masters may determine the Advisory Board's role, duration, and membership.

Section 5. Pupillage Groups

Either the Executive Committee or a Membership Committee authorized by the Executive Committee assigns all active members to a Pupillage Group. A Master appointed by the Executive Committee chairs each Pupillage Group. The Masters and Pupillage Groups should be reassigned every few years.

Article III **Membership**

Section 1. Active Members

There are four classifications of members in an American Inn of Court, as defined in the Foundation Bylaws and as set forth below:

- i. Masters of the Bench—Membership as Masters may be held by judges, lawyers, and law teachers who preferably have at least fifteen years of relevant general practice experience. Masters should have demonstrated superior character, ability, and competence as advocates, particularly in the field of appellate law. Retention of status as a Master is contingent upon reasonable participation in the Inn, periodically reviewed by the Executive Committee. Masters may serve indefinitely but must serve continuously for at least five years before being eligible for election to emeritus status. Any Master granted emeritus status may be invited to serve again in an active capacity;
- ii. Barristers—Membership as Barristers may be held by attorneys who have at least ten years of relevant general practice experience but do not yet qualify as Masters who have demonstrated good character and a desire to improve and refine their skills as advocates. A term of membership as a barrister shall be three years;
- iii. Associates—Membership as Associates shall be held by lawyers who have less than ten years of relevant general practice experience but who do not yet meet the American Inn of Court’s minimum experience requirement for Barristers. A term of membership of an associate shall be three years;
- iv. Pupils—Membership as Pupils shall be held, for not more than one year, by persons who have successfully completed at least one year of law school. A Master of Laws (LL.M.) student may be considered a Pupil. At the Executive

Committee's discretion, the Inn may choose not to allow membership as a Pupil during any fiscal year.

For purposes of these Bylaws, "experience" requires the member to be in good standing with a state bar in the United States. For good cause, the Executive Committee may terminate any membership.

Section 2. Inactive Members

The Executive Committee may confer Emeritus and Honorary memberships as follows:

- i. Emeritus membership may be conferred upon active Masters on the basis of long and distinguished service to the American Inn of Court.
- ii. Honorary membership may be conferred upon individuals, including non-lawyers, on the basis of distinguished service to the bench or bar, furtherance of an American Inn of Court objective, or other noteworthy achievements.
- iii. Honorary and Emeritus Members shall be under no obligation to pay dues but shall enjoy all privileges of active membership, except the right to vote.

Section 3. Invitations to Membership

Membership in this American Inn of Court shall be conferred upon those accepting invitations extended by the Executive Committee. The Executive Committee's discretion in extending invitations to membership is absolute and non-reviewable. Invitations may be extended on the basis of recommendations made to the Executive Committee and any member of the American Inn of Court or in response to written application filed with any officer. Membership shall not be denied to any person on account of race, creed, religion, sex, age, disability, sexual orientation, or national origin.

Section 4. Maximum Size of this American Inn of Court

Total active membership (meaning all categories of membership other than Honorary and Emeritus Members) shall not exceed the number of people who can participate regularly in programming, discussions, and other activities of the Inn. Local conditions vary, but experience has shown that active membership of more than 80 can detract from active participation that is crucial to the Inn. Members shall be given suitable certificates of their membership in this American Inn of Court. Membership in any category may be terminated in the sole discretion of the Executive Committee.

Article IV
Meetings and Attendance

Section 1. Meetings

At least six meetings will be held each year when determined by the Executive Committee. The Inn shall endeavor to have at least one social event each year at which guests may attend, which may be in conjunction with one of the meetings.

Section 2. Attendance

Each active member shall attend at least fifty percent of meetings each year. The Executive Committee, or any Membership Committee authorized by the Executive Committee, monitors attendance at meetings and submits the names of members who do not satisfy the fifty percent minimum threshold to the Executive Committee. The Membership Chair will contact these members to determine if they wish to remain in the Inn. If, following this contact, there is another absence, this member may be dropped from Inn membership with all dues forfeited.

Section 3. Content of Meeting

The main themes and subject matter of regular meetings shall be practical legal skills, with emphasis on ethics, civility, professionalism and excellence in appellate practice. Programs should present, demonstrate, teach, and explain the principles, skills, techniques, and relationships involved in the courtroom and in activities preliminary to courtroom appearances and should involve critique and questions from the membership of the American Inn of Court. These meetings shall be designed to assist members in better discharging their duties to clients and society. Programs should ordinarily be presented by previously assigned pupillage groups.

Article V
Pupillage Groups

As an American adaptation of the pupillage system, which is basic to the English Inns of Court, each Barrister, Associate and Pupil will be assigned to work with a Master (who is a practicing attorney or a judge) during meetings and at other times throughout the year. At least one Active Master who is a practicing attorney, one Barrister, one Associate, and one Pupil, appropriate to the membership composition of the American Inn of Court, shall comprise the pupillage group. All Active Masters should strive to make contact with Barristers, Associates and Pupils between scheduled American Inn of Court meetings to advise them about the practice of the profession.

Article VI
Other American Inns of Court

This American Inn of Court shall promote or cooperate in the establishment of similar American Inns of Court in the same or different localities of the state or elsewhere to more widely achieve the Foundation's objectives.

Article VII
Voting and Elections

Section 1. Masters

Except for Emeritus and Honorary Masters, each Master has one vote on all matters submitted to the Masters. A majority of the Masters present and voting constitutes a quorum for transacting Inn business. Every act or decision by a majority of the Masters attending a meeting constitutes an act of all the Masters.

Section 2. Executive Committee

Each Executive Committee member has one vote on all matters submitted to the Executive Committee, except that the President shall only vote in the event of a tie. A majority of Executive Committee members constitutes a quorum for transacting the Inn's business. Every act or decision by a majority of Executive Committee members attending a meeting constitutes an act of the entire Committee.

Section 3. Elections

Election of the President and Counselor, and the selection of other officers, must accord with the Charter. The nomination and election of the President and Counselor in every year during May or June at a meeting of the active Masters called specially for that purpose. Selection of other officers must also occur in every year at a meeting called specially for that purpose.

Section 4. Vacancies

When a position as an officer, committee chair or master chair becomes vacant, the procedures for election and selection of officers and chairs apply. The duration of the vacant position, however, shall not be counted against the new officer or chair as to any maximum term of service.

Article VIII
Fiscal Matters

Section 1. Fiscal Year

The Inn's fiscal year is the same as the Foundation's fiscal year (from July 1 to June 30).

Section 2. Dues

Dues amounts must be consistent with the Organizational Charter and are levied by the Secretary or Treasurer during September of each year. Failure to pay dues and any other assessments by October 15 and after reasonable notice may be considered grounds to terminate membership.

Section 3. Expenses

The Inn pays reasonable expenses incurred by Executive Committee members for attending state, regional, or national Foundation events.

Section 4. Management of Financial Matters

Financial matters for this American Inn of Court shall be managed and controlled in accordance with policies and directives established by the Foundation and the Charter.

Section 5. Collection of Dues

The Executive Committee is empowered to levy and collect assessments in the form of dues in amounts which it deems appropriate to conduct its meetings and otherwise meet its operating needs. It shall also collect from each of its active members, such amount as is assessed by the Foundation as national membership dues. Failure to pay assessments and dues within a reasonable time and after reasonable notice may be considered by the Executive Committee as a ground to terminate membership of the person in default.

Article IX

Adoption and Amendments

Section 1. Adoption

These Bylaws are deemed adopted by the Inn upon majority approval of the San Diego Appellate Inn of Court Working Group, and after being submitted to and approved, in writing, by the Foundation's Board of Trustees. Thereafter, the Masters may amend the Bylaws. The votes may be cast by mail, facsimile, electronic mail, or other means when the Executive Committee or the President deem necessary.

Section 2. Amendments

These Bylaws may be amended by a majority of Inn Masters and must be submitted to and approved by the Foundation Board of Trustees in writing. The Masters may vote by mail, facsimile, electronic mail, or other means when the Executive Committee or the President deem necessary.