

CODE OF REGULATIONS
OF
THE AKRON BAR ASSOCIATION

ARTICLE I

NAME AND OBJECT

The name and object of The Akron Bar Association (the “Association”) shall be as set forth in the Articles of Incorporation filed with the Secretary of State of Ohio on the 24th day of June, 1991 (the “Effective Date”). The Association’s name in any letterhead or similar captions shall be followed by the phrase, “Serving all of Summit County”.

ARTICLE II

MEMBERS

Section 1. Voting Members. The present Active Members in good standing of the unincorporated Association shall automatically become Voting Members hereunder as of the Effective Date. Any person who is admitted to the Bar of Ohio or of any state, the District of Columbia or any foreign jurisdiction shall be eligible to become a Voting Member of the Association upon (i) approval by a majority vote of the Board of Trustees and (ii) on paying the dues for the then current year. Only Voting Members may vote at meetings of the Members of the Association. Attorneys admitted to practice in Ohio who reside in Cuyahoga, Geauga, Medina, Portage, Stark, Summit or Wayne County shall only be eligible to become Voting Members and shall not be eligible to become Attorney-Non-Voting Members as referred to in Section 2 below.

Section 2. Attorney-Non-Voting Members. Associate Members in good standing of the unincorporated Association who fall within the categories listed below in Subsections A and B shall automatically become Attorney-Non-Voting Members as of the Effective Date. Other attorneys who fall within either of the categories listed below shall be eligible to

become Attorney-Non-Voting Members upon (i) approval by a majority vote of the Board of Trustees and (ii) on paying the dues for the then current year. Any person in the following categories is eligible, and is encouraged, to become a Voting Member:

- A. Non-Ohio Lawyers. Any person who, although not admitted to practice before the Bar of the State of Ohio, is admitted to practice before the Bar of another state, the District of Columbia or a foreign jurisdiction.
- B. Non-Contiguous County Ohio Lawyers. Any member of the Bar of the State of Ohio who does not reside in Cuyahoga, Geauga, Medina, Portage, Stark, Summit or Wayne County.

Section 3. Associate Members. The present Associate Members in good standing of the unincorporated Association who are not described in Section 2 above shall automatically become Associate Members hereunder as of the Effective Date. Other persons falling within the categories listed in Subsections A, B, or C below shall be eligible to become Associate Members upon (i) obtaining any necessary sponsors and (ii) paying any required dues for the then current year. An Associate Member may not hold office, vote, or serve on the Board of Trustees or on any of the following committees: Nominating, Judicial Evaluation, Unauthorized Practice of Law, Bar Applicants and Students and any other committee designated by the Board of Trustees. An Associate Member shall otherwise enjoy the full benefits of membership in the Association. Associate Members are:

- A. Law Students. Any person who is enrolled in an accredited law school and maintains the standards set forth by such law school; and
- B. Non-Attorney Associate. Any person who, although not admitted to practice law before the Bar of the State of Ohio, is employed by a lawyer, law firm, corporate legal department or government agency as a paralegal, legal assistant, legal secretary, legal administrator, or in another law-related capacity, law librarian, court bailiff or other court staff, may apply to the Board of Trustees for acceptance as an associate

member of the Association. Each such applicant must be sponsored initially by two (2) voting members of the Association who shall certify as to the above.

- C. Lay Persons. Any person who, although not admitted to practice law before the Bar of the State of Ohio, is appointed to serve on a Committee of the Association may be sponsored for Associate Membership by two (2) Voting Members of the Association who shall certify such Committee appointment.

ARTICLE III

OFFICERS

Section 1. Officers. The Officers of the Association, who shall be Voting Members, shall be a President, a Vice-President, a Secretary and a Treasurer. Officers shall be nominated and elected in accordance with the procedures set forth in Articles VIII below. Upon the expiration of his or her term, the Vice-President shall succeed to the office of the President for a full term.

Section 2. Terms. The President and Vice-President shall take office on the first day of July following their respective elections and shall hold their respective offices for one year and until their successors are elected and take office. The Secretary and Treasurer shall be nominated and elected in alternate years and shall take office on the first day of July following their respective elections and shall hold their respective offices for two years and until their successors are elected and take office. A person who has been installed as President for a full term shall not be eligible to succeed himself or herself.

Section 3. Vacancies.

- A. President. If the office of President becomes vacant during his or her term, the Vice-President shall succeed to that office for the unexpired term and shall thereafter serve a full term.

- B. Vice-President. If the office of Vice-President (or both President and Vice-President) becomes vacant during his or her term, the Nominating Committee shall select nominees and a special election shall be held under such procedure as may be specified by the Board of Trustees, not inconsistent with the provisions of this Code of Regulations with respect to elections under Article VIII. In the interim prior to such election, the Treasurer shall serve as chief executive officer.
- C. Other Vacancies. Vacancies in the offices of Secretary, Treasurer and in any position on the Board of Trustees shall be filled on an interim basis by appointment of the President, with the consent and approval of the Board of Trustees, until the next Annual Meeting.

ARTICLE IV

DUTIES OF OFFICERS

Section 1. President. The President of the Akron Bar Association is the chief executive officer of the Association, presides at all meetings and serves as the Chair of the Board of Trustees.

Expectations.

1. Ensures the legal and ethical integrity of the Akron Bar Association.
2. Serves the needs of the members of the Akron Bar Association with diligence, commitment and enthusiasm.
3. Maintains working knowledge of the Akron Bar Association and its mission.
4. Leads the Akron Bar Association in a meaningful fashion.

Responsibilities.

1. Determines, monitors and strengthens the Akron Bar Association's mission, organization, planning, programs and services.
2. Regularly attends and presides at the Akron Bar Association Board of Trustee meetings.
3. Regularly attends and presides at the Akron Bar Association Executive Committee meetings.
4. Serves as a Voting Member of all sections and committees of the Akron Bar Association with the exception of the Nominating Committee. Attends as many section and/or committee meetings as possible.
5. Serves as a member of the Finance Committee of the Akron Bar Association Board of Trustees.
6. Represents the Akron Bar Association to the public and at public functions.
7. Regularly attends and participates in Akron Bar Association functions and events including but not limited to:
 - the Akron Bar annual meeting;
 - Board and Officer swearing-in ceremony;
 - Board retreat;
 - Annual golf outing;
 - Joint events with related associations (e.g., Akron Bar Association Foundation, Western Reserve Legal Services, The University of Akron);
 - Law Week activities including the Red Mass and Law Week Luncheon;

- CLE programming and seminars; and
 - Special events.
8. Actively assists with member recruitment and retention efforts of the Akron Bar Association.
 9. Performs additional duties as needed.

Required Qualifications. Member in good standing of the Akron Bar Association. Previous and current involvement in Akron Bar Association sections and/or committees. Outstanding leadership, communication and interpersonal skills. Ability to successfully manage a variety of tasks with all constituencies of the Akron Bar Association.

Preferred Qualifications. One term of office as Vice-President/President-Elect of the Akron Bar Association.

Section 2. Vice-President. The Vice-President/President-Elect of the Akron Bar Association performs duties at the direction of or in the absence of the President.

Expectations.

1. Ensures the legal and ethical integrity of the Akron Bar Association.
2. Serves the needs of the members of the Akron Bar Association with diligence, commitment and enthusiasm.
3. Maintains working knowledge of the Akron Bar Association and its mission.
4. Leads the Akron Bar Association in a meaningful fashion.

Responsibilities.

1. Determines, monitors and strengthens the Akron Bar Association's mission, organization, planning, programs and services.
2. Regularly attends and participates in the Akron Bar Association Board of Trustee meetings.
3. Regularly attends and participates in the Akron Bar Association Executive Committee meetings.
4. Serves as a Voting Member of all sections and committees of the Akron Bar Association with the exception of the Nominating Committee. Attends as many section and/or committee meetings as possible to develop awareness of business of sections and committees and related issues.
5. Serves as a member of the Finance Committee of the Akron Bar Association Board of Trustees.
6. Regularly attends and participates in Akron Bar Association functions and events including but not limited to:
 - the Akron Bar annual meeting;
 - Board and Officer swearing-in ceremony;
 - Board retreat;
 - Annual golf outing;
 - Joint events with related associations (e.g.; Akron Bar Association Foundation, Western Reserve Legal Services, the University of Akron);
 - Law Week activities including the Red Mass and Law Week Luncheon;
 - CLE programming and seminars; and
 - Special events.
7. Actively assists with member recruitment and retention efforts of the Akron Bar Association.

8. Performs additional duties as needed.

Required Qualifications. Member in good standing of the Akron Bar Association. Previous and current involvement in Akron Bar Association's sections and/or committees. Outstanding leadership, communication and interpersonal skills. Ability to successfully manage a variety of tasks with all constituencies of the Akron Bar Association.

Preferred Qualifications. Service in an officer position with the Akron Bar Association or related organization.

Section 3. Secretary. The Secretary of the Akron Bar Association maintains records of the proceedings of the Akron Bar Association.

Expectations.

1. Ensures the legal and ethical integrity of the Akron Bar Association.
2. Serves the needs of the members of the Akron Bar Association with diligence, commitment and enthusiasm.
3. Maintains working knowledge of the Akron Bar Association and its mission.
4. Leads the Akron Bar Association in a meaningful fashion.

Responsibilities.

1. Determines, monitors and strengthens the Akron Bar Association's mission, organization, planning, programs and services.
2. Assist committee and section chairs and members to implement, accomplish, update and revise goals. Facilitate a meeting of incoming chairs each August. Oversee the

implementation of the Long Range Plan of the Bar Association and provide a regular report to the other members of the Executive Committee as well as to the Board of Trustees with a regularly-scheduled report at each Board meeting. Further, the Secretary will provide a brief update to the membership at the annual meeting of the Association.

3. Regularly attends and participates in the Akron Bar Association Board of Trustee meetings.
4. Regularly attends and participates in the Akron Bar Association Executive Committee meetings.
5. Regularly attends and participates in Akron Bar Association functions and events including but not limited to:
 - the Akron Bar annual meeting;
 - Board and Officer swearing-in ceremony;
 - Board retreat;
 - Annual golf outing;
 - Joint events with related associations (e.g.; Akron Bar Association Foundation; Western Reserve Legal Services; The University of Akron);
 - Law Week activities including the Red Mass and Law Week Luncheon;
 - CLE programming and seminars; and
 - Special events.
6. Actively assists with member recruitment and retention efforts of the Akron Bar Association.
7. Performs additional duties as requested by the President.

Required Qualifications. Member in good standing of the Akron Bar Association.

Preferred Qualifications. Previous and current involvement in Akron Bar Association's sections and/or committees.

Section 4. Treasurer. The Treasurer of the Akron Bar Association maintains the financial records of the Association including the accounting, the disbursement and the collection of Association funds.

Expectations.

1. Ensures the legal and ethical integrity of the Akron Bar Association.
2. Serves the needs of the members of the Akron Bar Association with diligence, commitment and enthusiasm.
3. Maintains working knowledge of the Akron Bar Association and its mission.
4. Leads the Akron Bar Association in a meaningful fashion.

Responsibilities.

1. Determines, monitors and strengthens the Akron Bar Association's mission, organization, planning, programs and services.
2. Regularly attends and participates in the Akron Bar Association Board of Trustee meetings. Provides financial information on a regular basis to the Board of Trustees.
3. Regularly attends and participates in the Akron Bar Association Executive Committee meetings.
4. Serves as the chair of the Finance Committee of the Akron Bar Association Board of Trustees.
5. Reviews monthly bank statements and cancelled checks for unusual items.
6. Prepares the monthly bank reconciliation.

7. Ensures the accurate and timely compilation and distribution of the annual financial report for the Akron Bar Association.
8. Regularly attends and participates in Akron Bar Association functions and events including but not limited to:
 - the Akron Bar annual meeting;
 - Board and Officer swearing-in ceremony;
 - Board retreat;
 - Annual golf outing;
 - Joint events with related associations (e.g., Akron Bar Association Foundation, Western Reserve Legal Services, The University of Akron);
 - Law Week activities including the Red Mass and Law Week Luncheon;
 - CLE programming and seminars; and
 - Special events.
9. Actively assists with member recruitment and retention efforts of the Akron Bar Association.
10. Performs additional duties as requested by the President.

Required Qualifications. Member in good standing of the Akron Bar Association.

Preferred Qualifications. Previous and current involvement in Akron Bar Association's sections and/or committees.

ARTICLE V

BOARD OF TRUSTEES

Section 1. Members. There shall be a Board of Trustees composed of the President, Vice-President, Secretary, Treasurer and nine (9) other Voting Members, all to be nominated and elected in accordance with the provisions of Article VIII hereof; as well as the following: a) the immediate past

president, ex-officio with full voting powers; b) the member of the Ohio State Bar Association Executive Committee from the district containing Summit and Portage Counties, who shall be an ex-officio, non-voting member of the Board of Trustees, provided he or she is a Voting Member of the Akron Bar Association; c) a representative from The University of Akron School of Law, who shall be recommended by the Dean of the School of Law, shall be appointed annually by the President of the Bar Association and shall be an ex-officio, non-voting member of the Board of Trustees, provided he or she is a Voting Member of the Akron Bar Association; and d) the Chair of the New Lawyers Committee or such other member of the New Lawyers Committee as may be appointed by the President of the Bar Association shall be an ex-officio, non-voting member of the Board of Trustees. The President, Vice-President, Secretary and Treasurer shall be elected for the terms set forth in Article III, section 2 above hereof. The nine other voting members shall be elected to three (3) year, staggered terms so that three positions shall become vacant each year. The current members of the Executive Committee of the incorporated Association shall continue as members of the Board of Trustees of the Association with terms expiring as follows on the attached list.

If any member of the Board of Trustees shall for any reason fail to complete his or her term of office, such vacancy shall be filled in accordance with the provisions of Article III, Section 3C hereof above.

Section 2. Powers. The Board of Trustees shall determine the policies of the Association and manage its affairs, subject to the provisions of the Articles and this Code of Regulations. In particular, and without limitation, all appropriation of funds of the Association shall be made by the Board of Trustees; and, from time to time, the Board of Trustees shall cause to be examined the accounts of the Treasurer and shall report thereon to the Association at least once each year.

Section 3. Dismissal. Any non-officer Trustee missing three (3) or more consecutive regularly scheduled meetings without cause may be removed by majority vote of the Board of Trustees at any duly called meeting. The Trustee in question shall not take part in such voting.

Section 4. Quorum and Other Matters. A quorum for the transaction of any business of the Board of Trustees shall be constituted by at least a majority of the voting Trustees. The Board shall meet at regularly scheduled monthly meetings on dates and at times determined by the President. Special meetings of the Board may be called for a purpose or purposes specified in the notice by the President and shall be called by the President at the request of five (5) voting Trustees, in each case, on dates and times determined by the President, except that a special meeting called at the request of five (5) voting Trustees shall be held within seven (7) days of the President's receipt of such request. Notices of all meetings shall be given by telephone, mail or published in the Association's magazine, at least three (3) business days in advance of the day of the meeting. At a special meeting, no business shall be transacted except as has been specified in the notice. All actions of the Board shall be taken by a majority vote of the voting Trustees present at a duly called meeting at which a quorum is present or as otherwise permitted by the Ohio Revised Code. All meetings of the Board of Trustees shall be conducted pursuant to the procedure specified in Article XIV hereof. The Board of Trustees may enact bylaws governing the Board's activities and operation.

Expectations

1. Ensures the legal and ethical integrity of the Akron Bar Association.
2. Serves the needs of the members of the Akron Bar Association with diligence, commitment and enthusiasm.
3. Develops and maintains working knowledge of the Akron Bar Association and its mission.
4. Participates in a meaningful fashion.

Responsibilities

1. Determines, monitors and strengthens the Akron Bar Association's mission, organization, planning, programs and services.

2. Regularly attends and participates in the Akron Bar Association Board of Trustee meetings.
3. Serves as Board Liaison to and voting member of a minimum of four (4) Akron Bar Association sections and/or committees and regularly attends such section/committee meetings.
4. Regularly attends Akron Bar Association functions and events Including but not limited to:
 - ◆ the Akron Bar annual meeting;
 - ◆ Board and Officer swearing-in ceremony;
 - ◆ Board retreat;
 - ◆ annual golf outing
 - ◆ joint events with related associations (e.g., Akron Bar Foundation, Western Reserve Legal Services, The University of Akron);
 - ◆ Law Week activities including the Red Mass and Law Week Luncheon;
 - ◆ CLE programming and seminars; and
 - ◆ Special events
5. Assists with member recruitment and retention efforts of the Akron Bar Association.
6. Performs additional duties as requested by the President.

Required Qualifications. Member in good standing of the Akron Bar Association

Preferred Qualifications. Previous and current involvement in Akron Bar Association's Sections and/or committees.

ARTICLE VI

EXECUTIVE DIRECTOR

The Executive Director, who may or may not be a Voting Member of the Association, shall be appointed by the Board of Trustees and shall have such authority and perform such duties as may be assigned to that office from time to time by the Board of Trustees or by the President with the consent and approval of the Board.

ARTICLE VII

COMMITTEES/SECTIONS

Section 1. Standing Committees and Commissions. Standing Committees and Commissions of the Association in existence and functioning on the Effective Date shall continue in existence thereafter, subject to the provisions of this Article VII. Immediately after his or her installation, the President shall appoint the following standing committees and shall fill any vacancies occurring thereafter. In the case of the Commission on Judicial Candidates, vacancies shall be filled pursuant to the Bylaws of that Commission.

- (a) The Committee on Grievances,
- (b) The Committee on Unauthorized Practice of Law,
- (c) The Committee on Finance,
- (d) The Nominating Committee,
- (e) The New Lawyers Committee,
- (f) The Bar Applicants and Students Committee and
- (g) The Commission on Judicial Candidates
- (h) The Human Resources Committee
- (i) The Diversity Committee

Section 2. Other Committees. Committees in existence on the Effective Date, other than Standing Committees, shall cease to exist on the last day of the Association's fiscal year in which the Effective Date occurs unless reconstituted and reappointed by the President as follows: The President may appoint committees other than Standing Committees as he or she may deem advisable or as may be ordered by the Board of Trustees, which committees shall have such powers and perform such duties as may be ordered by the appointing authority.

Section 3. Chairs. Except in the case of the Finance Committee, the Nominating Committee, and the Commission on Judicial Candidates, the President shall appoint a chair and vice-chair for each committee and subcommittee and one member of the Board of Trustees shall serve ex officio on each committee and subcommittee.

Section 4. Membership and Duties of Standing Committees

A. Grievances.

1. The Committee on Grievances shall have a Certified Bar Counsel and such number of members as required for a Certified Grievance Committee under the Supreme Court Rules for the Government of the Bar (the “Rules”), currently a minimum of fifteen (15). All members shall be admitted to practice in Ohio, except as otherwise permitted by the Rules. In accordance with the Rules, appointments shall be made from attorneys practicing in the area intended to be served by the Association and shall be without reference to an attorney’s area of practice, special interest or other criteria.
2. The Committee on Grievances shall uphold the high standards of integrity, honor and courtesy in the legal profession in conformance with the Rules.

B. Unauthorized Practice of Law.

1. The Committee shall have at least ten (10) members who shall be admitted to practice in Ohio, except as otherwise permitted by the Rules.
2. The Committee on the Unauthorized Practice of Law shall make investigations concerning the practice of law by persons not authorized to practice law and shall prosecute to final determination by the appropriate court such complaints as the Committee may, in its discretion, deem advisable.

Such investigations, inquiries and prosecutions shall be coordinated with the investigations of the Board of Commissioners on the Unauthorized Practice of Law of the Supreme Court of Ohio pursuant to the Rules.

C. Finance.

1. The Finance Committee shall have twelve (12) members, as follows:
 - ◆ the current President,
 - ◆ the current Vice President/President-Elect,
 - ◆ the current Treasurer,
 - ◆ two current Board members,
 - ◆ four at-large Bar members who are appointed by the President;
 - ◆ the Immediate Past Treasurer. If the Immediate Past Treasurer is unwilling to serve, an additional at-large Bar member shall be appointed by the President; and
 - ◆ the two most Immediate Past Presidents willing to serve on the Finance Committee.
2. The Committee on Finance is a working committee of the Board of Trustees. The Committee shall make recommendations to the Board of Trustees concerning fiscal matters of the Association. The Committee shall prepare a proposed annual budget for consideration by the Board of Trustees. The Treasurer of the Association shall serve as chair of this committee.

D. Nominating Committee. See Article VIII.

E. Bar Applicants and Students.

1. The Committee shall have at least ten (10) members who

shall be admitted to practice in Ohio, except as otherwise permitted by the Rules. In accordance with the Rules, appointments shall be made from attorneys practicing in the area intended to be served by the Association and shall be without reference to an attorney's area of practice, special interest or other criteria. Members shall serve without compensation for terms of three (3) years with the terms of approximately one-third (1/3) of the members expiring each year.

2. The Bar Applicants and Students Committee shall investigate the character, fitness and moral qualifications of applicants for admission to the practice of law in the State of Ohio; report its findings and recommendations to the Board of Commissioners on Character and Fitness; obtain and offer such information as pertains to the character, fitness, and moral qualifications of the applicants at hearings conducted by the Board's duly designated panels; and shall otherwise operate in compliance with the Rules.

F. Commission on Judicial Candidates – See Article IX.

G. Human Resources Committee

1. This committee shall be comprised of five individuals: two current members of the Association's Board of Trustees, two current members of the Association who are not current members of the Board of Trustees, and one Association past President. These five individuals serve a one-year term as appointed by the President. The Chair of the Human Resources Committee would be voted on by the current members of the Human Resources Committee.
2. The Committee shall review and maintain appropriate Human Resources policies and procedures for all employees of the Association.

H. The Diversity Committee

1. The committee shall encourage and promote diversity within all aspects of the Bar including but not limited to all current and future programs and committees of the Bar to ensure broad representation (e.g., race, age, gender, lawyer/nonlawyer).

Section 5. Procedure. The procedure established by Article XIV hereof shall be used at meetings of all Committees.

Section 6. Sections. All Sections established by the Association prior to the Effective Date shall continue in existence after the Effective Date, subject to the provisions of this Section 5. The Board of Trustees may by resolution establish further sections to educate Members of the Association, and to further interest in special areas of the law. Membership in Sections shall be open to all Members in good standing of the Association. The President shall appoint one member of the Board of Trustees to serve ex officio on each Section. The Sections of the Association may include, but are not limited to, the following:

- A. Probate Law
- B. Family Law
- C. Bankruptcy and Commercial

Each Section may charge dues and establish its own subsections. Each Section shall enact its own bylaws, subject to approval by the Board of Trustees. Officers of each Section shall be selected by the membership of each Section in accordance with procedures established in the bylaws of each Section. The bylaws of each Section shall incorporate the procedure established by Article XIV hereof. All actions of each Section shall be subject to the approval of the Board of Trustees. No Section may take any position on local, state or federal legislation unless approved in advance by the Board of Trustees.

ARTICLE VIII

NOMINATING COMMITTEE/ELECTION PROCEDURES

Section 1. Membership of Committee. The Nominating Committee shall be formed of an odd number of members selected in the following manner. Each section of the Bar Association shall select one of its members to serve on the Nominating Committee. In addition the President, President-elect and the immediate past President, who shall serve as Chair of the Nominating Committee, they shall be members of the Nominating Committee. The President shall select up to two additional past Presidents to insure an odd number of members on the Nominating Committee.

Section 2. Mission/Purpose. In fulfilling its duties set forth below, the Nominating Committee shall strive to select nominees who, viewed as a group with nominees for officers and trustees over the recent past, reasonably reflect the diversity existing within the Voting Members of the Association.

Section 3. Qualifications of Nominees. In addition to qualifications for a particular office or position found elsewhere in this Code of Regulations, any nominee must be a Voting Member of the Association without dues currently delinquent and must be currently admitted to the practice of law in Ohio.

Section 4. Duties. The Nominating Committee shall administer the procedures established by this Code of Regulations for the nomination and election of officers and the Board of Trustees of the Association. Elections shall be held in connection with the Annual Meeting of the Association or in connection with a Special Meeting called to fill a vacancy in the office of Vice-President or of both President and Vice-President, as referred to in Article II, Section 3B. The Board of Trustees shall resolve any disputes concerning the meaning and application of such procedures. Each year the Nominating Committee shall nominate one qualified nominee for each Board position or Officer position available to be filled. The elected officers and voting members of the Board shall include no more than one individual from any single law firm, corporation or other business entity, educational or other institution, agency or division of any particular court. The Nominating Committee shall also take into account the goal for the officers and elected Board members to represent the diversity of the members of the Association. In making its selections, the Committee shall observe its mission/purpose and shall actively confer with the past-presidents of the Association, the

current President and Vice-President and the Board of Trustees. The Committee shall meet such number of times as necessary to complete its task.

Section 5. Direct Nominations. During the fourteen (14) day period following the publication of nominees referred to in Section 4, a nominating petition maybe filed at the office of the Association, signed by at least ten (10) Voting Members and endorsing the nomination of any qualified Voting Member for election to any office or to any position on the Board of Trustees for which nominations are being accepted. There shall be no nominees permitted except as provided in Section 4 and this Section 5.

Section 6. Publication of Nominees Background. At least 50 days prior to the Meeting, there shall be published in the official publication of the Association or in another manner reasonably calculated to come to the attention of the Association's Voting Members, a brief summary of the qualifications of all nominees, in alphabetical order.

Section 7. Balloting Procedure. Where there are two or more nominees for a particular office or Board position, names shall appear in alphabetical order on a written ballot. Voting Members may vote in person at the Association's business office (the "Office") during the period lasting from 9:00 a.m. to 5:00 p.m. on the business day immediately preceding the day of the Meeting and from 9:00 a.m. until two (2) hours before the Meeting is called to order. Voting Members may vote at the site of the Meeting beginning one hour before the Meeting is called to order. Members may also vote electronically or by mail in a format established by the Board, with Ballots provided to all members and all completed ballots to be received at the Office at least two (2) hours before the Meeting. Ballots shall be counted prior to the Meeting by tellers appointed by the President and no voting shall be permitted during the Meeting. Results shall be announced, if possible, during the Meeting.

ARTICLE IX

COMMISSION ON JUDICIAL CANDIDATES

Section 1: Purpose The purpose of the Commission shall be to evaluate persons who are candidates for the offices of Municipal Judge, Common Pleas Judge, and Ninth District Court of Appeals Judge, and to publicize the ratings given to the candidates for those offices. The Commission shall also attempt to gather information for consideration by appropriate persons regarding the qualifications of applicants for Federal District or Circuit Court appointments in Ohio when directed to do so by the Board of Trustees. In all matters, the Commission shall operate on a nonpartisan basis and shall not allow any irrelevant or impermissible factor such as race, religion, gender, national origin, or other similar matter to influence its decision.

Section 2: Members of Commission. The most immediate past president of the Association shall be Chair-elect of the Commission unless unwilling or unable to serve or unless a majority of the Board of Trustees determines that it would be inappropriate for the most immediate past president to serve as Chair-elect. Any Chair-elect, other than the most immediate past president, shall be selected by the then President of the Association, with the approval of the Board of Trustees. The Chair-elect shall serve for a one-year term beginning on January 1 after conclusion of the term as president of the Association. At the conclusion of the one-year term as Chair-elect, that individual shall become Chair of the Commission and shall serve a one-year term.

The Commission shall consist of thirty individuals in addition to the Chair and the Chair-elect. Excluding the Chair and the Chair-elect, not more than 50% of the total membership of the Commission shall be members of any one political party. An effort shall be made to constitute the membership with an identical number of Democrats and Republicans. Further, a good faith effort shall be made to appoint lawyers to serve upon the Commission, who shall reflect the diversity of the bar in terms of race, gender, practice specialty, firm size, and other relevant matters. Eight individuals shall be nominated by the President of the Bar Association. Eight individuals shall be nominated by a majority vote of the Municipal Courts Committee. Eight individuals shall be nominated by a majority vote of the Common Pleas and Appellate Courts Committee. Two individuals

shall be nominated by a majority vote of the Judicial Selection and Evaluation Committee. Two individuals shall be nominated by a majority vote of the Family Law Section. Two individuals shall be nominated by a majority vote of the Probate Law Section. All nominations are subject to ratification by a majority vote of the Board of Trustees.

Section 3: Terms. The Chair and the Chair-elect of the Commission shall be appointed and serve a term in accordance with Section 2 above. All other members of the Commission shall serve three-year terms.

The Commission on Judicial Candidates believes that terms should be for a calendar year, so that the same persons who were members of the Commission during the primary would also be members of the Commission during the general election.

Section 4: Restrictions. While serving on the Commission, no member shall provide financial support to or serve on the campaign committee of any candidate who is being evaluated by the Commission or serve as an officer of a judicial system performing judicial functions as defined in Canon 7 of the Code of Judicial Conduct.

Section 5: Duties. In any year in which an election of one of the Judges set forth above shall occur, the Commission shall study and evaluate each candidate for each office. The Commission shall begin the process of evaluation of candidates immediately following the deadline date for its filing for candidates in the primary election.

Further information is available in the *Bylaws for the Commission on Judicial Candidates*.

ARTICLE X

MEETINGS/FISCAL YEAR

Section 1. Regular Meetings. The Association shall meet four times a year (one of which meetings shall be held in June of each year as the Annual Meeting) at such time and place as may be directed by the Board of Trustees by notice published at least ten (10) days prior to each such meeting. In the

absence of action by the Board, the Association shall hold regular quarterly meetings on the third Thursday of March, June, September and December.

Section 2. Special Meetings. Special meetings of the Members may be called at any time upon at least ten (10) days published notice by vote of the Board of Trustees at any meeting; and shall be called by the president, with such notice, upon the written request of at least twenty-five (25) Voting Members of the Association or of at least five (5) members of the Board of Trustees. At a special meeting, no business shall be transacted except as has been specified in the call and notice.

Section 3. Quorum/Required Vote. Twenty-five (25) Voting Members shall constitute a quorum at any regular or special meeting. Unless (i) a greater percentage is required by law, the Article of Incorporation or this Code of Regulations, (ii) a special voting procedure is provided in this Code of Regulations (as in the case of annual elections), or (iii) another procedure is provided by the Ohio Revised Code, the vote of a majority of the Voting Members present and voting at any regular or special meeting shall constitute the action of the Association.

Section 4. Order of Business. At each regular meeting, the order of business shall be reasonably determined by the President or other officer presiding. The order of business at a special meeting shall be determined under section 2 above. Subject to the foregoing, the procedure referred to in Article XIV shall be used at all meetings of the Association.

Section 5. Fiscal Year. The year of the Association for fiscal and administrative purposes shall be the twelve (12) months ending each June 30th.

ARTICLE XI

DUES

Section 1. Structure. The annual dues structure and dues for Voting, Attorney-Non-Voting and Associate Members shall be fixed annually by the Board of Trustees.

Section 2. Delinquent Dues. Any Voting Member, Attorney-Non-Voting or Associate Member whose dues are not paid by October 1st of any year shall be delinquent; provided that

- A. The Board of Trustees may remit the dues of individual Voting, Attorney-Non-Voting or Associate Members in cases of hardship and in cases of Members in the armed services of the United States; and
- B. The Board of Trustees may remit the dues of Voting Members who have been members of the Association for fifty (50) years or more, under such regulations as may be established from time to time by the Board of Trustees.

ARTICLE XII

SUSPENSION OR EXPULSION OF MEMBERS

Section 1. A member (Voting, Attorney-Non-Voting or Associate) of the Association may be suspended or expelled from the Association for misconduct in his or her profession or in his or her relationship to the Association, upon due finding of such misconduct by the Association after a hearing before the Board of Trustees conducted after reasonable notice and in which he or she shall have been given an opportunity to confront the witnesses against him or her and to offer evidence in his or her own behalf. The Board of Trustees may from time to time make such rules and regulations as to the procedure in such hearings as may be deemed expedient.

Section 2. The Treasurer shall notify in writing any Member who is thirty (30) days or more delinquent with respect to dues or other financial obligations to the Association that unless such Member's dues and financial obligations are paid prior to the next regular meeting of the Association, his or her name will be presented to the Association for expulsion at that time.

The Treasurer shall present to the Association at the first regular meeting after such notifications the names of such delinquent members who

shall thereby be expelled without the necessity of action by the Association unless action to the contrary is taken.

ARTICLE XIII

INDEMNIFICATION

The Association shall indemnify each Trustee, officer and committee member, each former Trustee, officer and committee member and each person who is serving or has served at the request of the Association as a Trustee, officer or committee member of the Akron Bar Association Foundation and may indemnify any employee or agent, any former employee or agent and any person who is serving or has served at its request as an employee or agent of any other organization, to the fullest extent from time to time permitted by the laws of the State of Ohio in the event any of such persons shall be made, or threatened to be made, a party to any action, suit, or proceeding, whether criminal, civil, administrative or investigative. As used herein, the terms trustee, officer, committee member, employee and agent shall include their respective heirs and personal representatives. The foregoing notwithstanding, the Board of Trustees shall approve all of the terms and conditions of any individual indemnification.

ARTICLE XIV

GENERAL PROCEDURE

Subject to more specific procedures set forth in this Code or otherwise required by law, Robert's Rules of Order shall govern the procedure followed in all meetings of the Association, its Board of Trustees, Committees and Sections.

ARTICLE XV

AMENDMENTS

This Code of Regulations may be amended by a two-thirds vote of Voting Members present at any Regular or Special Meeting of the

Association, provided that notice of the proposed amendment, with a copy of the text attached, be published in the official publication of the Association or in another manner reasonably calculated to come to the attention of the Association's Voting Members at least thirty (30) days prior to the date of the meeting.

Revised June 2004
Amended June 29, 2006
Amended June 26, 2007
Amended June 23, 2009
Amended June 24, 2010

BOARD OF TRUSTEES
2010/2011

<u>Name</u>	<u>Term Expires</u>	<u>Position</u>
F. Daniel Balmert	6/30/2011	Elected Member
Kathryn A. Belfance	6/30/2012	Elected Member
William G. Chris		Bar Counsel
Hon. Clair E. Dickinson	6/30/2013	Elected Member
Susan M. Fitch	6/30/2013	Elected Member
Jeffrey T. Heintz	6/30/2011	OSBA Representative
Nancy Holland Myers	6/30/2011	Elected Member
William S. Jordan, III	6/30/2011	U of A School of Law Rep.
Thomas P. Kot	6/30/2012	Elected Member
Marc B. Merklin	6/30/2011	Past President
Ann Marie O'Brien	6/30/2011	Treasurer
Larry G. Poulos	6/30/2011	President
Megan E. Raber	6/30/2011	Elected Member
Orville L. Reed III	6/30/2013	Elected Member
Michael L. Robinson	6/30/2011	Vice President
John T. Scanlon	6/30/2012	Elected Member
Mary M. Swann	6/30/2011	Ab Initio Representative
Darrin R. Toney	6/30/2012	Secretary