

NOTICE TO THE MEMBERS OF THE BAR ASSOCIATION

ACBA BOARD OF GOVERNORS AMENDS BAR ASSOCIATION BY-LAWS

On Tuesday, October 19, 2021, the Board of Governors at its monthly meeting voted to amend the Bar Association By-Laws. A quorum of members of the Board was present for the Board Meeting. The vote of those present at the meeting to amend the By-Laws was unanimous.

In accordance with Article 21 of the ACBA By-Laws, the Board can amend the By-Laws by a vote of 2/3 of the members of the Board of Governors present and voting at any meeting in connection with which a quorum is present; provided that the results of the such vote shall be published in the Pittsburgh Legal Journal within ten (10) days of the aforesaid vote to amend, accompanied by a notice to members that the By-Laws, as amended, shall become effective within twenty (20) days of the date of such publication unless a petition is filed with the Association signed by fifty (50) active members in good standing requesting a vote of the membership on the subject amendment(s), or particular portion(s) thereof. Upon receipt of such petition, the matter shall be placed before the membership for a vote at the next annual meeting of the membership or at a meeting specially convened for that purpose.

Notice is hereby given that the By-Laws, as amended, shall become effective on Thursday, November 11, 2021 unless a petition is filed with the Association as herein above set forth.

The following are the proposed amendments. The new language is underlined and shown in bold type and removed language is stricken out. A full and complete copy of the Bar Association By-Laws is available on the web site at www.acba.org under the "About" tab.

David A. Blaner
Executive Director

ARTICLE 1

NAME, PURPOSE, AND DEFINITIONS

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Section 1.3 DEFINITIONS.

The following words and phrases, when used in these By-Laws, shall have, unless the context clearly indicates otherwise, the meanings given to them in this Section:

“Advisory Comment.” A comment issued by the Association, Committee, Division, or Section, communicating information, or advocating a position, regarding a proposed or existing bill, rule, regulation, or ordinance. Advisory Comments must relate to and affirm the Mission Statement and Value Statements of the Association and/or relate to the substantive focus of a Committee, Division, or Section.

“Diverse.” A person will be considered diverse for purposes of the diverse seats on the judiciary committee and for participation in the Allegheny County Bar Association Summer Clerkship Program, if they self-identify as one or more of the following:

American Indian or Alaska Native. A person having origins in any of the original peoples of North and South America (including Central America) and who maintains tribal affiliation or community attachment.

Asian. A person having origins in any of the original peoples of the Far East, Southeast Asia, or the Indian subcontinent including, for example, Cambodia, China, India, Japan, Korea, Malaysia, Pakistan, the Philippine Islands, Thailand, and Vietnam.

Black or African American. A person having origins in any of the Black racial groups of Africa.
Hispanic or Latinx. A person of Cuban, Mexican, Puerto Rican, South or Central American, or other Spanish culture or origin, regardless of race.

Middle Eastern or North African. A person having origins in any of the original peoples of the Middle East or North Africa including, for example, Algeria, Bahrain, Egypt, Iran, Iraq, Israel, Jordan, Kuwait, Lebanon, Libya, Morocco, Oman, Qatar, Saudi Arabia, Syria, Tunisia, Turkey, the United Arab Emirates, and Yemen.

Native Hawaiian or Other Pacific Islander. A person having origins in any of the original peoples of Hawaii, Guam, Samoa, or other Pacific Islands.

LGBTQ+. A person who is lesbian, gay, bisexual, transgender, queer (or questioning), plus. The "plus" is inclusive of the gender identities and sexual orientations that are not specifically covered by the other five initials.

An individual with a disability as defined under the Americans with Disabilities Act.

This definition may be amended by resolution of the Board of Governors from time to time as needed.

“Indemnified Capacity.” Any and all past, present and future service by an Indemnified Representative in one or more capacities as a member of the Board of Governors, officer, employee or agent of the Association, or, at the request of the Association, as a director, officer, employee, agent, fiduciary, or trustee of another corporation, partnership, joint venture, trust, employee benefit plan, or other entity or enterprise.

“Indemnified Representative.” Any and all members of the Board of Governors and officers of the Association and any other person designated as an indemnified representative by the Board of Governors,

which may, but need not, include any person serving at the request of the Association, as a director, officer, fiduciary or trustee of another corporation, partnership, joint venture, trust, employee benefit plan, or other entity or enterprise.

“Liability.” Any damage, judgment, amount paid in settlement, fine, penalty, punitive damage, excise tax assessed with respect to an employee benefit plan, or cost or expense of any nature including, without limitation, attorneys’ fees and disbursements reasonably incurred.

“Position Statement.” A statement issued by the President addressing topics or events of local, regional, or national interest. Position Statements must relate to and affirm the Mission Statement and Value Statements of the Association.

“Proceeding.” Any threatened, pending, or completed action, suit, appeal, or other proceeding of any nature, whether civil, criminal, administrative or investigative, whether formal or informal, and whether brought by or in the name of the Association, a class of its members or security holders, if any, or otherwise.

Section 14.5. COMPOSITION, NOMINATION, ELECTION, APPOINTMENT, TERM OF OFFICE.

(a) The Committee shall consist of thirty-three (33) Active Members of the Association to be elected by the membership at the annual election pursuant to the nomination and election procedure set forth in ARTICLE 6 of the By-Laws. The President and the President-Elect of the Association shall be *ex officio* members without a vote.

(b) Except as provided in Sub-section (h), members shall be elected for a term of three (3) years.

(c) Membership on the Committee shall be divided into three (3) groups, so that only eleven (11) members shall be elected at any one annual election.

(d) Five (5) members shall be elected annually to fill seats designated for a member who regularly appears in each of the following courts: appellate court, civil court, criminal court, family court, and orphans’ court practice.

(e) Three (3) members shall be elected annually to fill seats designated as diverse seats on the committee. **Only members who meet the definition of diverse in Article I or who receive approval by vote of the Board of Governors may fill the diverse seat.**

(f) Two (2) members shall be elected annually to fill the at-large seats.

(g) One (1) member shall be elected annually to fill the Young Lawyer seat. The Young Lawyer seat will be defined as an active member who has been admitted to practice law for a period of not in excess of ten (10) years.

(h) Any vacancy occurring in the membership of the Committee, other than the *ex officio* members, shall be filled by the Board of Governors by the appointment of an eligible person to serve during the unexpired portion of the term of his or her predecessor.

(i) No member of the Committee may hold simultaneously any other office in the Association which office results in membership on the Board of Governors as described in Section 8.1 of these By-Laws. No member may be re-elected to the Committee following the end of his or her term until one (1) year shall have elapsed.

(j) No member of the judiciary, or any clerk or member of the staff of a member of the judiciary, whether part-time or full-time, shall be eligible for election to or to serve as a member of the Judiciary Committee.

ARTICLE 6 NOMINATIONS AND ELECTIONS

Section 6.1. NOMINATING COMMITTEE; NOMINATION PROCEDURE.

With the approval of the Board of Governors, the President shall appoint annually a Nominating Committee consisting of not less than ~~seven (7)~~ **fifteen (15)** Active Members. The Committee shall place in nomination for election candidates for ~~offices in the Association and membership on the Judiciary Committee~~ **the President-Elect, the Secretary, the Treasurer, Governors and Judiciary Committee members** to be filled by vote of the Active Membership. The report of this Committee shall be included in the notice of the Annual Meeting at which the report is to be presented. Nominations may be made from the floor at the Annual Meeting. No candidate may nominate himself or herself nor second his or her nomination. All candidates for nominations from the floor must be present to qualify or provide written confirmation of their desire to seek office and authorization to be nominated. No person shall be eligible for nomination for (a) President-Elect unless that person shall have previously served as a member of the Board of Governors; or (b) Treasurer unless that person shall be a member in good standing of the Association and shall, in the year elected as Treasurer, have served as a member of the Audit Committee or Finance Committee for at least the year prior to taking office. The results of the Bar Association elections shall be published in one or more Bar Association publications no later than ten (10) days after the close of the elections.