

G.T.L.A. Constitution and By-Laws

G.T.L.A. Constitution

It is hereby resolved by the membership of GTLA that the Constitution of the Georgia Trial Lawyers Association with amendments through May 15, 2008 is the following **Constitution of the Georgia Trial Lawyers Association.**

Article 1

Name of Corporation

1.01 Name.

The name of this Corporation shall be:

Georgia Trial Lawyers Association

and may be hereafter referred to as GTLA.

Article 2

Objectives and Purposes of Corporation

2.01 Education.

To educate members on legal, forensic medical and forensic scientific matters in seminars, periodicals and other methods deemed proper by the membership.

2.02 Liaisons and Relationship to the State Bar of Georgia.

To maintain liaison with the judiciary, universities, law schools, plaintiff's attorney organizations of other states, the American Association for Justice [AAJ], and the State Bar of Georgia. Furthermore, to monitor and propose any appropriate changes in the rules of the State Bar of Georgia and in the rules of the Supreme Court of Georgia to the proper authorities.

2.03 Freedom of Contract and Privileges.

To support and defend the freedom of contract between clients and their attorneys and all privileges to which our clients are entitled.

2.04 Civil Jury System.

To support and defend the civil justice system, the right to trial by jury, and an independent judiciary.

2.05 Integrity.

To support and defend the integrity of the civil justice system and the legal profession.

2.06 Individual Rights.

To support and defend the individual rights of the membership and our clients.

Article 3

Membership

3.01 General Membership.

General Membership shall be open to all attorneys who are in good standing with the State Bar of Georgia and who annually meet the requirements of the certification required of new members as set forth in the by-laws.

3.02 The bylaws of GTLA may establish and describe such categories of membership with their attendant requirements and privileges as is deemed appropriate.

3.03 General membership accords rights, including voting rights, described in this Constitution.

3.04 Associate Membership.

Associate membership shall be open to any person who is not eligible for Full membership, but who meets as is set forth in the by-laws.

3.05 Associate membership shall not have voting rights and cannot serve as officers or committee chairpersons of GTLA.

Article 4

Annual Meetings

4.01 Meetings.

There shall be an annual general meeting of GTLA at the same place and time as the annual seminar and the time and place must be printed on the scheduled seminar program. The officers and officials of GTLA shall be elected at the annual general meeting to serve until the next annual general meeting. Special meetings may be held anytime upon call of the President of a majority of the members of the Executive Committee with thirty (30) days notice.

Article 5

Officers, Duties, Terms of Office

The officers of GTLA shall consist of:

5.01 President.

- a. The President shall have been a general member of GTLA.
- b. The incoming President shall be declared to be elected at the close of the annual general meeting at which time he shall immediately take office and the outgoing President at that moment will end all official duties of the office and become a Past President.
- c. The President shall be the presiding officer at all Executive Committee meetings and shall: (a) act as Chief Executive Officer of GTLA; (b) have the right to call special

meetings; (c) appoint committee chairpersons; (d) maintain liaison with other like associations in other states and with the State Bar of Georgia; and (e) see that all officers discharge their duties.

5.02 President Elect.

- a. The President-Elect shall have been a general member of GTLA.
- b. The President-Elect shall become holder of said office immediately upon being elected and shall automatically become the President of GTLA at the annual general meeting the following year after said election. The moment the succeeding President terminates the office and becomes the Past President, the President-Elect shall become the President.
- c. The President-Elect shall (a) preside in the absence of the President at all meetings and assist the President; (b) succeed the President in case of disability, resignation or death during the term of office for the unexpired term; (c) be charged with all responsibilities regarding the solicitation of new members and the retention/ renewal of the present membership rolls; (d) attend executive committee meetings.

5.03 Executive Vice-President.

- a. The Executive Vice-President shall have been a general member of GTLA.
- b. The term of the Executive Vice-President shall begin at the close of the election at the annual general meeting and shall terminate when a successor is elected.
- c. In case of the absence of the President and the President-Elect, the Executive Vice-President shall preside at all GTLA meetings, and shall attend Executive Committee meetings.
- d. The Executive Vice-President shall direct and report to the Executive Committee on the activities of the District Vice-Presidents, and shall perform such other duties as the President may direct.

5.04 Secretary.

- a. The Secretary shall have been a general member of GTLA.
- b. The term of the Secretary shall begin at the close of the election at the annual general meeting and shall terminate when a successor is elected.
- c. The Secretary shall (a) keep all records, minutes of meetings and correspondence of GTLA; (b) perform such other duties as the President may direct; and (c) attend Executive Committee meetings.

5.05 Treasurer.

- a. The Treasurer shall have been a general member of GTLA.
- b. The term of the Treasurer shall begin at the close of the election at the annual general meeting and shall terminate when a successor is elected.
- c. The Treasurer shall (a) be custodian of all funds of GTLA and be responsible for sending bills for membership dues; (b) be accountable to the President and board of Governors and make such disbursements as are duly authorized; (c) submit a written report of finances at the annual meeting and at such other times as requested by the President; and (d) attend Executive Committee meetings.

5.06 Parliamentarian.

- a. The Parliamentarian shall have been a general member of GTLA.
- b. The term of the Parliamentarian shall begin at the close of the election at the annual general meeting and shall terminate when a successor is elected.
- c. The Parliamentarian shall (a) rule on all questions of procedure according to *Robert's Rules of Order* at all meetings of the organization; (b) assist all other officers in the performance of their duties; and (c) attend Executive Committee meetings.

5.07 Circuit Vice-Presidents.

- a. The District Vice-Presidents shall be current general or life members of GTLA.
- b. There may be two District Vice-Presidents from each U.S. Congressional District in the State, and nine District Vice-Presidents at-large, with no more than four at-large District Vice-Presidents having offices in Fulton, DeKalb, or contiguous counties.
- c. The term of the District Vice-Presidents from each Congressional District shall be two years. The terms shall be staggered so that they overlap, with one Vice-President being elected for each District at each annual general meeting of GTLA. At the Annual Meeting for the year 2002, one Vice-President shall be elected for an initial term of two years, and one shall be elected for an abbreviated term of one year to permit the staggered term set-forth herein. At the year 2002 general election, the Vice-President candidate from each Congressional District receiving the greatest number of votes shall automatically be vested with the two-year term. The candidate receiving the second greatest number of votes shall be vested to the abbreviated term of one year. d. The District Vice-Presidents shall (1) be actively involved pursuant to the direction of the President and Officers in advancing the objectives and purposes of GTLA, particularly that specified in Article 2 of this Constitution, maintaining the jury system and the adversary system; (b) invite to membership trial attorneys in their areas; (c) assist the President in carrying out the programs and projects of the Association; (d) provide liaison between the Executive Committee and the general membership; (e) carry out such duties as assigned by the President.

5.08 GTLA Representative to AAJ Board of Governors.

- a. GTLA shall elect at its annual meeting one or more governors to represent GTLA to the AAJ Board of Governors, depending on rules and bylaws of AAJ and, in the event more than one governor is authorized by AAJ Rules, then the terms of the governors shall be staggered. Each governor shall serve for a term of two years or as provided by AAJ bylaws.
- b. The GTLA Representative to AAJ's Board of Governors shall attend Executive Committee meetings and pertinent AAJ meetings required by AAJ by-laws.

5.09 GTLA State Delegate to AAJ.

- a. In addition to the offices provided for herein, there shall also be elected at the annual general meeting each year a state delegate or delegates to AAJ to serve a term or terms

of two years as provided by AAJ Rules and Regulations. In the event more than one state delegate is to be allowed for GTLA then the terms of offices shall be staggered.

- b. The GTLA State Delegate to AAJ shall attend executive committee meetings and pertinent AAJ meetings required by AAJ by-laws.

Article 6

Executive Committee

6.01 Membership of Executive Committee.

There shall be an Executive Committee which shall consist of the immediate Past President, President, President-Elect, Executive Vice-President, Secretary, Treasurer, Parliamentarian, GTLA Board of Governors Representative to AAJ and GTLA State Delegates to AAJ. The GTLA Minority Caucus delegate to AAJ shall also be a member of GTLA's Executive Committee. The President of GTLA with the approval of the Executive Committee shall annually appoint this delegate. The following committee chairs are ex-officio members of the Executive Committee: Membership Committee, Education Committee, Communication Committee, Legislative Committee, Amicus Committee, *Verdict* Editorial Board, Community Outreach, New Lawyers Division, and Civil Justice PAC.

6.02 Management of the Corporation.

The full and entire management of the affairs and business of GTLA shall be vested in the Executive Committee as hereinafter provided, including all policy decisions.

6.03 Voting.

Each individual on the Executive Committee shall be entitled to one vote and a quorum shall consist of 51% of the members present and voting (excluding ex-officio members) of the Executive Committee and a quorum shall be required to transact business.

6.04 Meetings.

The Executive Committee shall meet immediately after the annual general meeting and at the regular business meeting of the membership. All members of the Executive Committee, including ex-officio members shall be given reasonable notice of the time and place of each meeting. Minutes shall be kept of the meetings. Special meetings of the Executive Committee may be called by the President or upon the request of two or more members of the Executive Committee. Notice of a special meeting shall be given orally or in writing by the Executive Committee to all members.

6.05 Duties and Authority of Executive Committee.

Unless otherwise in conflict with the Non-Profit Corporation Code of Georgia, the Executive Committee shall authorize the expenditure of funds, make plans to carry out the functions and duties of GTLA, and to generally establish committees, litigation groups and sections of the corporation and abolish the same. Furthermore, the Executive Committee shall determine the recognition to be afforded members and classes thereof. Furthermore, the Executive

Committee shall establish, amend and maintain the by-laws of GTLA which must be adopted by majority vote of the Executive Committee.

6.06 Ex-Officio Members.

Ex-officio Members shall include all past Presidents of GTLA and the following Committee Chairs: Membership Committee, Education Committee, Communication Committee, Legislative Committee, Amicus Committee. and *Verdict* Editorial Board. The by-laws may establish other ex-officio members of the Executive Committee, who may take part in any discussion or debate, but who shall not be entitled to vote upon any matters presented for vote before the Executive Committee.

Article 7

By-Laws

7.01 Purpose.

The by-laws shall establish any procedures necessary for governing TLA, including but not limited to (1) procedures for acceptance as a general or associate member of GTLA; (2) procedures for resignation, termination, expulsion from membership; (3) categories of membership; (4) dues structures and requirements for payment; (5) requirements for litigation groups; (6) requirements for sections; (7) requirements for committees; and (8) all other procedures and rules deemed necessary and reasonable by the Executive Committee.

7.02 Availability.

The by-laws of GTLA shall be available to any general member upon request at GTLA's office during normal business hours and shall be available by mail within fourteen (14) days of any request from a full member.

7.03 Restrictions.

The by-laws of GTLA shall not abrogate any rights or privileges afforded general members of GTLA, and any provisions of the by-laws of GTLA that does not abrogate or deny any right or privilege provided by this Constitution shall be null and void.

7.04 Amendment.

The by-laws shall be passed by a majority of the Executive Committee and shall only be amended by a majority of the Executive Committee at a meeting when all Executive Committee members have been given reasonable notice of time and place of said meeting and a copy of the by-laws or amendments have been provided thirty (30) days prior to said meeting.

Article 8

Dues

8.01 Dues.

The Executive Committee shall establish the dues for all general members, associate members and all other categories of membership established by the Executive Committee pursuant to the by-laws.

Article 9

Committees

9.01 Committees.

The Executive Committee may establish such committees as it deems necessary to fulfill the stated purposes and objectives of GTLA. Committee chairpersons shall be appointed by the President and shall report to the Executive Committee at its request at scheduled meetings of the Executive Committee.

Article 10

Executive Director

10.01 Duties of Executive Director.

The Executive Director shall be responsible for the routine administration and operation of GTLA under the direction of the President and the Executive Committee including, without limitation, the keeping of the financial records necessary or helpful to the Secretary or Treasurer, and generally acting as the administrative director of the corporation. The Executive Director shall report to the Executive Committee on all matters concerning GTLA which are within the responsibility of the Executive Director.

10.02 Employment of Executive Director.

The corporation shall hire and employ an Executive Director on a salary basis. The Executive Committee shall retain and dismiss the Executive Director based on a majority vote.

10.03 Impartiality in GTLA Politics.

The Executive Director shall never, publicly or privately, express any opinion concerning any matter of an internal political nature within GTLA, and shall remain neutral toward any candidate for office of GTLA. The Executive Director will ensure that all GTLA employees adhere to these same restrictions.

10.04 Bond.

The Executive Director shall be bonded at all times in the amount of at least \$200,000.

Article 11

Elections and Balloting

11.01 Date of Elections.

The annual election of officers of GTLA shall be held at the general membership meeting each year.

11.02 Nominations.

Nominations for all elected officers of GTLA shall be made by a Nominating Committee to be appointed by the President. The President shall appoint a Nominating Committee consisting of at least three and not more than five full members and the names of each member shall be known and announced by the President to the membership. One member of the committee shall always be the President-Elect and notice of such meeting and nominations by the Nominating Committee for all offices shall be mailed to each member at the recorded last known address at least 60 days prior thereto. Additionally, nominations for any office may be made by any full member of GTLA in good standing provided such nominations are made at least 45 days prior to the election in writing to the Executive Director of GTLA in time to be mailed to the membership. A list of all nominations shall be mailed by the Executive Director to full members at least 30 days prior to the election.

11.03 Balloting.

Voting for all contested offices shall be by secret ballot and each full member present in good standing shall be entitled to one vote for each office. Voters eligible to vote for the election of officers of the spring meeting of each year would be those who are members with dues paid as of the first day of March preceding the meeting. Dues must have been received in the Georgia Trial Lawyers Association office as of March 1 to have been deemed received. Proxies shall not be recognized. Order of balloting shall be (1) President-Elect, (2) Executive Vice-President, (3) Secretary, (4) Treasurer, (5) Parliamentarian, (6) Circuit Vice-Presidents, (7) GTLA delegates to AAJ, (8) GTLA representative to Board of Governors of AAJ.

Nomination speeches may precede the balloting for each office not to exceed two minutes each. A candidate receiving a majority of the votes of any office shall be declared the winner for that office. In the event of a tie, time shall be allotted for caucus and re-balloting shall occur.

Article 12

Adoption and Amendment

12.01 Amendment of Constitution.

This Constitution may be amended at any general meeting, provided copies of the proposed amendment are sent to the membership at least 60 days prior to the meeting, and provided a majority of the members in attendance vote in favor of the amendment.

Article 13

Vacancies in Office

13.01 Vacancies.

Any vacancies occurring in office shall be filed by the Executive Committee within 45 days from the date that the Executive Committee shall deem said office to be vacant. In the event of resignation, death or prolonged absence of the President, the Executive Committee may declare a vacancy in the office of the President. Said vacancy shall be filled by the President-

Elect who shall serve out the unexpired term of office for which he or she was elected. If other vacancies in office are created and if the Executive Committee in its discretion deems the vacancy so created to be of such a nature that a replacement is needed, the Executive Committee with the approval of 51% of its members may appoint a replacement to serve out the unexpired term of office.

13.02 Offices Not Filled at General Election.

If any office shall not be filled at the general annual election, a majority of the existing Executive Committee shall fill said office by appointment within 45 days after said election at a special meeting called for that purpose. Notice of the time and place of this meeting shall be sent to all members and ex-officio members of the Executive Committee and nominations shall be taken and voted upon at this meeting.

Article 14

Termination, Suspension or Removal from Membership

14.01 Resignation.

Matters pertaining to termination, suspension and removal from membership shall be established in the by-laws of GTLA, consistent with due process.

Article 15

Rules of Order

15.01 Rules of Order.

The current edition of *Robert's Rules of Order* shall be the rules of order for the transaction of all business before GTLA.

Article 16

Fiscal Year

16.01 Fiscal Year.

The fiscal year of the corporation shall begin on January 1 of each year and shall end on December 31 of each year.

Article 17

Litigation Groups

17.01 Creation.

Litigation groups may be created as a part of GTLA through procedures established in the GTLA by-laws.

17.02 Purpose.

Litigation group shall assist the members of GTLA in various areas of the law and shall be organized to focus on a specific area of the law.

17.03 Officers.

Each litigation group shall have a chairperson and vice-chairperson who are elected in accord with method adopted in by-laws of the litigation group. The officers shall attend Executive Committee meetings. The officers shall be responsible for reporting to the Executive Committee.

17.04 By-Laws.

Each litigation group shall establish its own by-laws which cannot conflict with this constitution or the by-laws of GTLA. The by-laws of any litigation group and any amendments to said by-laws shall be provided to the Executive Committee which must approve the by-laws and any amendments thereto by majority vote before said by-laws or amendments have any effect.

17.05 Budget.

The annual budget of any litigation group shall be presented to the Executive Committee at the annual general meeting of the Executive Committee and the Executive Committee must approve the budget by majority vote before any funding from GTLA or assistance from GTLA can be authorized by the Executive Committee.

17.06 Public Announcement.

No litigation group can make any public announcement of any position of GTLA or the litigation group without first presenting this proposed announcement to the Executive Committee and the Executive Committee approves the announcement by majority vote.

Article 18

Sections

18.01 Creation.

Sections may be created as a part of GTLA through procedures established in the GTLA by-laws.

18.02 Purpose.

Sections shall assist members of GTLA and shall be organized and focused on specific characteristics of the membership, including associate members.

18.03 Officers.

Each section shall have a chairperson and vice-chairperson who are elected in accordance with the method adopted in the by-laws by the membership of the section. The officers shall attend Executive Committee meetings. The officers shall be responsible for reporting to the Executive Committee.

18.04 By-Laws.

Each section shall establish its own by-laws which cannot conflict with this constitution or the by-laws of GTLA. The by-laws of any section and any amendments to said by-laws shall be

provided to the Executive Committee which must approve the by-laws and any amendments thereto by majority vote before said by-laws or amendments have any effect.

18.05 Budget.

The annual budget of any section shall be presented to the Executive Committee at the annual general meeting of the Executive Committee and the Executive Committee must approve the budget by majority vote before any funding from GTLA or assistance from GTLA can be authorized by the Executive Committee.

18.06 Public Announcement.

No section can make any public announcement of any position of GTLA or the section without first presenting this proposed announcement to the Executive Committee and the Executive Committee approves the announcement by majority vote.

Article 19

Political Endorsement

19.01 Political Endorsements.

GTLA shall make no public statement, pronouncement or political endorsement of any party or candidate for any political office, or engage itself in any activity which would detrimentally affect the corporation or otherwise subject it to loss of any non-profit tax exempt charitable educational status enjoyed by the corporation under the Internal Revenue Code of the United States, and no member office, or representative of the corporation shall take any action on behalf of the corporation that would violate this provision.

G.T.L.A. By-Laws

Section 1

Membership and Dues Structure

1.01 General Membership.

General membership shall be open to all attorneys who are in good standing with the State Bar of Georgia and who annually meet the requirements of the certification required of new GTLA members which is listed in this section. Further, membership for new members shall be made by written application and each new member shall certify on the application of membership that:

(a) Subject to an express reservation of the discretionary right as a private organization to make case specific, individual decisions, to include declination of acceptance, expulsion, suspension, censure, or placement of restrictions, on the basis of non-discriminatory considerations and/or reasons, General Membership shall be open to all attorneys who are in good standing with the State Bar of Georgia and who annually meet the requirements of new members which are set forth in this section.

(b) General Members shall adhere to all rules and policies established by GTLA, including but not limited to confidentiality and nondisclosure of confidential or sensitive information generated by GTLA or its members, whether the same is disseminated or made available by means of the GTLA's website, litigation groups, listserves, seminars or otherwise. Any probable cause to suspect the violation of such rules or policies shall serve as grounds for the discretionary expulsion, suspension, or censure, or placement of restrictions.

(c) Listserve access is not an automatic right or privilege of General Membership, and may be restricted or unavailable to any attorney for any appropriate reason including but not limited to those engaged in or devoting any appreciable portion of their practice to the defense of or other opposition to the claims of injured victims or wronged consumers, and to attorneys in firms or any other practice arrangement with other attorneys who may, on an annual basis, devote more of their practice (whether measured by the number of active client files, the amount of time expended, the character of professional services provided, and/or the amount of revenues received) to the defense of or other opposition representation of the claims of injured victims and wronged consumers, even if such attorneys otherwise qualify for General Membership.

(d) Request for acceptance into General Membership for all new members shall be made by written application and each new member shall certify and agree to the following requirements on the application:

I am an attorney and a member in good standing with the State Bar of Georgia. I do hereby certify that on an annual basis, I have devoted within the past year and am presently devoting significantly more of my practice (measured by the number of active client files, the amount of time expended, the character of professional services provided, and the amount of revenues received) to

*representation of injured victims and wronged consumers than was devoted and is presently being devoted to the defense of or other opposition to such claims; and agree that to the extent I am either in a firm or in any other practice arrangement with other attorneys who may, on an annual basis, devote more of their practice (measured by the number of active client files, the amount of time expended, the character of professional services provided, and the amount of revenues received) to the defense of or other opposition representation of the claims of injured victims and wronged consumers, the same will be voluntarily disclosed and may serve as a basis for discretionary decisions to decline to accept me as a member or to place restrictions on my membership. I further certify that that I am not a member nor am I eligible for membership in either Defense Research Institute (DRI), the Georgia Defense Lawyers Association (GDLA) or similar organizations. I further agree that in the event that the nature of my practice or my firm or other practice arrangement changes such that I may no longer meet the membership criteria set forth herein, I will immediately and voluntarily notify GTLA and will either voluntarily withdraw from my membership in GTLA or, on request, provide the Executive Committee or any committee appointed regarding membership eligibility with sufficient details regarding such matters to allow verification that the interests of GTLA and its members are being and will be adequately protected. I further agree that if other attorneys in my firm or other practice arrangement are not eligible for general membership in GTLA pursuant to the above-stated criteria, I will make all reasonable and necessary efforts to implement specific institutional mechanisms (e.g., "Chinese Walls") to effectively prevent any flow of confidential or sensitive information generated by GTLA or its members to such attorneys in my firm or other practice arrangement (See, *Cromley v. Board of Education*, 17 F.3d 1059, 1064-1065 (7th Cir. 1994)); and will, on request, provide the Executive Committee or any committee appointed regarding membership eligibility with sufficient details regarding such institutional mechanisms to verify that the interests of GTLA and its members are being and will be adequately protected. I further agree to not use information obtained from GTLA or its members, whether the same is disseminated or made available by means of the GTLA's litigation groups, website, listserves, seminars, or otherwise, to advance interests opposed to those of GTLA, its members, or any injured victim or wronged consumer; and acknowledge my understanding that such information would include, but not limited to, information about experts, insurers, defense attorneys, corporate defendants, or judges, or about political goals or strategies of the organization. Finally, I do hereby swear or affirm that I shall fully and faithfully abide by the Constitution, the By-Laws, and all rules or policies of GTLA which are now or which may hereinafter be in effect; acknowledge that by signing this application, I represent, as an attorney and member of State Bar of Georgia that the certifications, agreements, and statements herein are truthful and correct; and acknowledge my understanding that any false or misleading certifications, statements, or agreements made as part of a Membership application may serve as grounds for ethical sanctions, expulsion, suspension, censure, or restrictions.*

1.02 Associate Membership.

a. Associate Membership shall be open to all persons who are not eligible for General membership, but who meet one of the following eligibility requirements and who make written application to join in compliance with the fee structure of GTLA:

1. Ineligible for General Membership. All attorneys who are in good standing with the State Bar of Georgia, but who do not meet the requirements of General Membership under in section 1.01(c).
2. Out of State. All attorneys who are in good standing with the State Bar Association of any of the United States or the District of Columbia.
3. Law Student. All persons who are an actively enrolled student of any law school within the state of Georgia.
4. Full-time Law Professor. All persons who are full-time professors at any law school within the state of Georgia.
5. Public Service. All persons who are employed by a legal aid society, public defender office or other similar public service position.
6. Paralegal. All persons who are actively engaged as a paralegal, legal technician or other professional in support of the civil justice system.
7. Inactive. All members who have become an inactive member of the State Bar of Georgia shall be eligible for "Inactive" Associate Member status upon application.

a. Associate Members shall adhere to all rules and policies established by the Association, including but not limited to confidentiality and nondisclosure of confidential or sensitive information generated by GTLA or its members, whether the same is disseminated or made available by means of the GTLA's litigation groups, website, listserves, seminars or otherwise. The violation of any such rules or policies shall serve as grounds for expulsion, suspension or censure under section 3.07.

b. The rights and privileges of Associate Members shall not include eligibility for or access to GTLA's litigation groups, its website's for "Members Only" areas, its listserves designated for "Members Only", its seminars designated for "Members Only", other services or programs designated for "Members Only", or such other sources of confidential or sensitive information as may be designated by the Executive Committee.

1.03 Life Membership.

All Life Members shall hold membership for life, and shall not be obligated to pay any annual dues or other dues of the Georgia Trial Lawyers Association. Life Members shall automatically become ex-officio members of the Executive Committee. Each Life Members shall be awarded a suitable plaque recognizing his or her Life Membership and dedication to the Association. Life Members are entitled to attend all seminars and workshops without paying any registration fees connected with such meetings, provided, however, such "registration fees" do not include charges for program materials, CLE credit or other activities undertaken in connection with the meeting, which must be paid if program materials, participation or credit are desired. All registration badges at such seminars and workshops issued to Life Members shall specifically designate that they are Life Members.

In order to be eligible for Life Membership, a member shall have been in office, including Vice-President, for three years or served as a Committee Chairman or Editor of *Verdict*, including three years of Special membership or served as a Committee member for three years or more

or served as any other member for five years or more. Life membership shall require all applicants to be approved by a majority of the Executive Committee.

1.04 Special Membership.

Special members are entitled to attend all GTLA seminars and workshops without paying any registration fees connected with such meeting; provided, however, such "registration fees" do not include charges for program materials, CLE credits or other activities held in connection with such meetings which must be paid if program materials, participation or credit are desired. Special Members shall have a silver ribbon with the word "Special" Member thereon attached to their registration to all such seminars and workshops. Each Special Member shall automatically receive an attractively framed certificate of membership. However, in the absence of a request of a Special Member, a new certificate shall not be issued for additional years as a Special Member.

1.05 Champion Membership.

Champion members are entitled to all the benefits of the Special Membership category plus any additional benefits and responsibilities bestowed by the Executive Committee. Life Members can chose to be Champion members for any given year by paying the Champion membership dues.

1.07 Additional Privileges.

In addition to the foregoing, all members of GTLA, other than Regular Members, shall be listed prominently by membership classification and address in each issue of *Verdict* and in the annual directory.

1.08 Honorary Membership.

Non-GTLA members may be given Honorary Non-Voting Membership as approved by the Executive Committee.

1.09 Endorsement of Applications.

All applications for membership shall be endorsed by the name of a member of GTLA in good standing and shall be subject to approval of the Membership Committee.

1.10 Other Classes of Non-Voting Memberships

The Executive Committee may create other classes of non-voting memberships and shall establish procedures for the application and admittance to all classes of membership.

Section 2

Annual Dues

2.01 Payment of Dues.

All members of the corporation, with the exception of Honorary and Life Members and Full-time Law Professor Associate Members, shall be liable for the payment of dues as fixed and established by resolution of the Executive Committee.

2.02 Change in Dues Structure.

Changes in the dues shall be made by the Executive Committee only upon 15 days prior written notice to all members of the Executive Committee that such dues changes are to be considered at any meeting of the Executive Committee. However, current dues shall continue annually, hereafter, and any resolution modifying or otherwise changing the annual dues for members shall be fixed and determined by the Executive Committee not later than 90 days prior to the first day of the fiscal year of the corporation. All dues as established herein shall be due and payable no later than the first day of the second fiscal month of the corporation.

2.03 Dues Structure for General Membership.

The annual dues for General Members in practice for 1 - 5 years shall be \$125.00.

The annual dues for General Members in practice 5-7 years shall be \$375.00.

The annual dues for General Members in practice for more than 7 years shall be \$575.00.

2.04 Dues Structure for Associate Membership.

The annual dues for Out of State Associate Members shall be \$100.00.

The annual dues for Law Student Associate Membership shall be \$20.00.

The annual dues for Public Service Associate Membership shall be \$75.00.

The annual dues for Paralegal Associate Membership shall be \$50.00.

The annual dues for retired members who are no longer practicing law in the State of Georgia shall be \$95.00.

2.05 Dues Structure for Special Membership.

The annual dues for Special Membership shall be \$925.00.

2.06 Dues Structure for Champion Membership.

The annual dues for Champion Membership shall be \$2500.00.

Section 3

Termination, Suspension or Removal from Membership

1. Expulsion, Suspension or Censure

A member may be expelled, suspended or censured for violation of the annual membership certification or making false or misleading certifications or statements in connection with the requirements of certification under section 1.01(c), for unethical conduct, or for misconduct which brings discredit to said member, the association or profession. This power shall rest exclusively in the Executive Committee.

A member shall be provided 15 days notice in writing of any complaint made against said member. The notice shall specify the charges against the member and shall advise the member of the time and place of the hearing, which shall be held either before the Executive Committee or by teleconference at the discretion of the presiding member of the Executive Committee. The notice may be delivered by certified mail or statutory overnight delivery sent to the last address of the member shown on the organization's records. The member may appear and present evidence at the hearing. Any such expulsion, suspension or censure of a member shall require a two-thirds vote of the Executive Committee present and voting. A member expelled, suspended or censured shall be provided notice of the decision of the Executive Committee in writing, delivered by either of the means set forth above.

A member expelled, suspended or censured may seek reconsideration of the decision of the Executive Committee by submitting a request for reconsideration, in writing, to include any grounds or any further evidence, within 15 days of the date of said notice. Any such request for reconsideration may be delivered by certified mail or statutory overnight delivery sent to the Executive Committee at the offices of the organization. Any such request for reconsideration shall be reviewed by the Executive Committee, without further hearing, and may be granted by a two-thirds vote of the Executive Committee present and voting. Notice of the decision by the Executive Committee shall be provided to the member, in writing, delivered by either of the means set forth above.

Further, a member expelled, suspended or censured may appeal the decision of the Executive Committee to the General Membership at the annual meeting of the organization by submitting notice of the intention to appeal in this manner to the Executive Committee within 30 days of the date of notice of either the decision on the complaint or request for reconsideration. Any such notice of the intention to appeal shall be delivered to the Executive Committee by either of the means set forth above. The member and a representative of the Executive Committee will each be given three minutes at the annual meeting to present argument, after which a vote will be taken to overrule the Executive Committee. Any such appeal may be granted, thereby overruling the Executive Committee, by a 60% vote of the General Membership present and voting.

If it is found that the member made any false or misleading certifications or statements as part of a Membership application as set forth in section 1.01, or engaged in any unethical conduct or misconduct bringing discredit to said member, the association or profession, the Executive Committee may further decide whether to submit the member's conduct to the attention of the State Bar of Georgia for possible disciplinary action consistent with its rules and procedures. Any such submission for possible disciplinary action shall require a two-thirds vote of the Executive Committee present and voting.

I further SWEAR OR AFFIRM that I shall fully and faithfully abide by the Constitution, the By-Laws and the Rules of GTLA which are now or which shall hereinafter be in effect.

Section 4

Standing Committees

4.01 Standing Committees.

There shall be Standing Committees which shall be composed of members appointed by the President within 10 days after his or her succession to the office of President. The committees shall consist of the following with the duties as defined hereafter. Each committee shall have a chairman and a co-chairman appointed by the President.

4.02 Budget Committee.

The Budget Committee shall study the needs and the expenses of GTLA and make recommendations concerning same.

4.03 Education Committee.

The Education Committee shall assimilate and make suggestions for legal seminars and shall obtain qualified speakers and participants. The committee shall furnish a program for each of the seminars; determine when and where to have each seminar and shall provide program materials for the seminars. The committee shall be in charge of making all arrangements necessary for conducting same. The Education Committee Chairperson shall be an ex-officio member of the GTLA Executive Committee.

4.04 Legislative Committee.

The Legislative Committee shall study the actions of the lawmaking bodies and make suggestions consistent with upholding the ideology, objectives and purposes of GTLA. The Legislative Committee Chairperson shall be an ex-officio member of the GTLA Executive Committee.

4.05 Georgia Bar Liaison Committee.

The Georgia Bar Liaison Committee shall recommend rule changes to the Supreme Court and State Bar of Georgia which are consistent with the ideology, objectives and purposes of GTLA; the committee shall resist rule changes of the Supreme Court and State Bar of Georgia which are inconsistent with ideology, objectives and purposes of GTLA; the committee may actively assist and defend its members against claims or charges of malfeasance, misfeasance, nonfeasance, or violations of the rules of the State Bar of Georgia or the rules of the Supreme Court of Georgia as the same apply to the attorney-client relationship.

4.06 Legal Brief Bank Committee.

The Legal Brief Bank Committee shall assist in maintaining, contributing and soliciting contributions to the Brief Bank which shall assist members of GTLA in the preparation of law-suits.

4.07 Membership Committee.

The Membership Committee shall solicit membership of lawyers, professors and students who

meet the requirements of this GTLA Constitution. The Membership Committee Chairperson shall be an ex-officio member of the GTLA Executive Committee.

4.08 Amicus Curiae Committee.

There shall be an Amicus Curiae Committee which shall submit briefs in favor of or in opposition to position taken in the courts consistent with the interest of this organization to the courts of this state only upon approval by the Executive Committee. The Amicus Committee Chairperson shall be an ex-officio member of the GTLA Executive Committee.

4.09 Governmental Affairs Committee.

The Governmental Affairs Committee shall study and monitor the actions of state and federal governmental bodies and make suggestions consistent with upholding the ideology, objectives and purposes of GTLA.

4.10 The Ethics Committee.

The Ethics Committee shall assist GTLA in formulating, disseminating to its members and enforcing reasonable ethical guidelines governing the conduct of its members with respect to ethical conduct, including, but not limited to, representations made by attorneys, including unsubstantiated representations which would be false or misleading, or with respect to uninvited in-person solicitation of actual or potential clients who, because of their particular circumstances, are vulnerable to undue influence.

4.11 Recommendations of the Executive Committee.

The above mentioned committees shall make recommendations to the Executive Committee at any regularly or specially set meeting of the Executive Committee concerning their respective committees.

4.12 President's Advisory Council.

The President's Advisory Council shall be composed of all past presidents. It shall be chaired by a past president appointed by the President. It shall meet at least annually and shall make such recommendations to the executive committee as the council deems appropriate.

4.13 Other Committees.

In addition to the above committees, the Executive Committee may appoint such other committees as it may deem necessary and appropriate to serve at the pleasure of the Executive Committee.

Section 5

Special Sections

5.01 Special Sections.

There shall be sections which shall be composed of those members who have enlisted and paid section dues which will be determined by the section chairman. These sections shall consist of the following with the purposes and objectives as defined hereafter. Each section shall have a

chairman and a co-chairman appointed by the President within 10 days after his or her succession to the office of President.

5.02 New Lawyers Section.

The New Lawyers Section shall serve as a resource for lawyers in practice for less than five years with the objectives of facilitating the transition from law school to the actual practice of law and providing new lawyers with practical trial experience and knowledge through educational seminars, workshops, opportunities for mentoring, and dissemination of reference materials.

5.04 Paralegal Section.

The Paralegal Section shall serve as a resource for paralegals and legal technicians, offering training and education as to practical skills through seminars, workshops, and dissemination of reference materials.

Section 6

Litigation Groups

6.01 Litigation Groups

There shall be litigation groups which shall be composed of those members who have enlisted and paid group dues which will be determined by the group chairman. These litigation groups shall consist of the following with the purposes and objectives as defined hereafter. Each litigation group shall have a chairman and a co-chairman appointed by the President within 10 days after his or her succession to the office of President.

6.02 Professional Negligence Litigation Group.

The Professional Negligence Litigation Group shall serve as a resource of information and developments in the area of Professional Negligence law through the provision of educational seminars and workshops and through the dissemination of reference materials to its members.

6.03 Social Security Litigation Group.

The Social Security Litigation Group shall serve as a resource of information and developments in the area of Social Security law through the provision of educational seminars and workshops and through the dissemination of reference materials to its members.

6.04 Trucking Litigation Group.

The Tractor Trailer/Trucking Litigation Group shall serve as a resource of information and developments in the areas of law relating to Tractor Trailer/Trucking accidents through the provision of educational seminars and workshops and through the dissemination of reference materials to its members.

6.05 Family Law Litigation Group.

The Family Law Litigation Group shall serve as a resource of information and developments in the area of family law through the provision of education seminars and workshops and through the dissemination of reference materials to its members.

Section 7

Equal Employment Opportunity and Anti-Discrimination

7.01 Diversity and Inclusion

It is the policy of the association to encourage diversity and inclusion within its workforce and its membership.

7.02 Equal Employment Opportunity

The association is dedicated to being an equal opportunity employer with respect to hiring, placement, training, promotion, compensation, and all other aspects of employment.

The association strictly prohibits discrimination against (including harassment or intimidation of) its employees – whether by other employees, by members, by individuals doing business with or on behalf of the organization, or by individuals attending association-sponsored events – on the basis of any protected characteristic, including race, color, gender, national origin, age, religion, disability, veteran status, or sexual orientation.

Employees, officers, members, and other individuals should immediately report conduct believed to violate this policy to the Executive Director, the President, or any member of the association's Executive Committee.

Employees who engage in conduct that violates this policy may be subjected to discipline, up to and including termination, even for a first offense.

Members, officers, and other non-employees of the association who engage in conduct that violates this policy may be subjected to suspension, expulsion, or censure, or the placement of restrictions, consistent with other bylaws of the association.

7.03 Anti-Discrimination With Respect to Non-Employees

For purposes of this subsection only, the term "Covered Individuals" shall include members and officers of the association, individuals doing business with or on behalf of the association, and individuals attending association-sponsored events, but it shall not include employees of the association.

Employees and Covered Individuals are prohibited from engaging in any conduct intended to or which does discriminate against, harass, or intimidate any Covered Individual on the basis of any protected characteristic, including race, color, gender, national origin, age, religion, disability, veteran status, or sexual orientation. This prohibition applies only when the offending conduct occurs during or related to the conduct of association business, including at an association-sponsored event (whether held at association premises or offsite).

Employees, officers, members, and other individuals should immediately report conduct believed to violate this policy to the Executive Director, the President, or any member of the association's Executive Committee.

Employees who engage in conduct that violates this policy may be subjected to discipline, up to and including termination, even for a first offense.

Members, officers, and other non-employees of the association who engage in conduct that violates this policy may be subjected to suspension, expulsion, or censure, or the placement of restrictions, consistent with other bylaws of the association.

7.04 Anti-Retaliation

The association encourages members and employees who observe violations to report them to the Executive Director, the President, or the Executive Committee, and it prohibits any retaliation against a member who in good faith makes such a report or cooperates in an investigation.

Employees who engage in retaliation are subject to disciplinary action, up to and including termination, even for a first offense. Members, officers, and other non-employees of the association who engage in retaliation may be subjected to suspension, expulsion, or censure, or the placement of restrictions, consistent with other bylaws of the association.

7.04 Investigations of Reports

Upon receipt of a report of suspected violation of any equal employment opportunity, anti-discrimination, or anti-retaliation policy, the Executive Committee shall investigate or appoint one or more individuals to investigate the matter reported. The investigation shall be as thorough, impartial, and confidential as practicable.

At the conclusion of the investigation, the investigator(s) shall prepare a report containing findings. The report shall be provided to the Executive Committee for final decision and appropriate action.

The individual engaging in the offending conduct shall be afforded the rights to present his or her version of events to the investigator, to be informed about the findings of the investigation, and to address the Executive Committee with respect to any discipline to be imposed or other action to be taken.

If the Executive Committee determines that the investigator's findings or the action taken should be publicly disclosed (i.e., disclosed to individuals other than those involved or participating in the investigative process), no such disclosure shall occur until after the individual engaging in the offending conduct is notified of the decision.

****Amended August 25, 2014***