



BYLAWS OF THE SECOND DISTRICT APPELLATE AMERICAN INN OF COURT

Article I General

Section 1. Purpose.

The purposes of the Second District Appellate American Inn of Court are set forth in its Organizational Charter, issued by the American Inns of Court Foundation.

Section 2. Principal Location.

The Second District Appellate American Inn of Court shall be located in the city of St. Petersburg, county of Pinellas, state of Florida.

Article II Organization

Section 1. The Officers.

The Officers of this Inn shall be a President, an Immediate Past President, a Counselor (who shall be the President-Elect), a Secretary, a Treasurer, a Judicial Chancellor, and a Liaison to the American Inn of Court Foundation. The President and Counselor shall both be Masters. The Judicial Chancellor shall be a sitting judge on the Second District Court of Appeal. The President shall be succeeded by the Counselor, who shall then become President. The Secretary, Treasurer, Judicial Chancellor, and Liaison to the American Inn of Court Foundation may succeed themselves without limitation. All officers shall be selected by a majority vote of any Executive Committee members who are present at a duly called meeting addressing that issue and conducted in accordance with Article V, Section 2 of these bylaws. Additional officers may be added, as deemed necessary, and shall be selected by a majority vote of Executive Committee members present at a duly called meeting addressing that issue. The term of all officers shall align with the fiscal year of the Inn.

Section 2. The Executive Committee.

The Executive Committee consists of the Officers, each Pupillage Team leader, and each Committee Chair. The President may appoint up to two additional active members of the Inn to serve during that President's term as at-large members of the Executive Committee.

Section 3. Duties.

President – The President shall preside at all Inn functions and, with assistance of the Membership Committee, assign members to Pupillage Groups; ensure that the officers and Executive Committee members perform their duties and that the Inn adheres to the policies of its charter and other policies promulgated by the national board of trustees; lead the Executive Committee in participation of the Achieving Excellence Program and progress toward goals; and work toward creating and supporting opportunities for a high-quality membership experience throughout all Inn activities, focusing on member needs and values. As needed, the President may delegate functions of the office to other members of the Executive Committee or to other committees. The President may establish ad hoc committees from time to time from among the active members of the Inn. The President has discretion to change or discontinue ad hoc committees. The President may designate an Executive Committee Assistant and/or Clerk of the Inn and delegate certain administrative duties thereto. These may include maintaining the records of the Inn (including the roster of membership and records of attendance at all Inn meetings), and dissemination of news, announcements, and other information among the members of the Inn.

Immediate Past President – The Immediate Past President shall assist the President in the transition from the previous Inn year and shall remain on the Executive Committee in an advisory role that facilitates continuity in Inn governance.

Counselor – The Counselor shall fulfill any and all duties of the President in the President's absence; shall oversee, in conjunction with the Programming Committee, the operation of the Pupillage Groups; and shall become President following the conclusion of the preceding President's term of office.

Judicial Chancellor – The Judicial Chancellor shall chair the Judicial Advisory Committee, shall establish and maintain communications between that committee and the Executive Committee, and shall advise the Executive Committee from the judicial perspective.

Secretary – The Secretary shall record, circulate, and maintain minutes of any and all Executive Committee meetings; ensure that notices of each Inn meeting and

Executive Committee meeting are sent; maintain member attendance records; along with the Liaison to the American Inn of Court Foundation, timely update, maintain, and submit annual membership roster and leadership information to the national office; and, with the Chair of the Programming Committee, be responsible for submitting programs for Continuing Legal Education credit to The Florida Bar and for Continuing Judicial Education credit to the Office of the State Courts Administrator.

Treasurer – The Treasurer shall recommend a yearly budget and dues schedule; invoice members; collect dues and other moneys on behalf of the Inn; maintain financial records of the Inn and pay expenses on behalf of the Inn; provide requesting members with IRS form W-9; ensure member dues to the national organization are held in reserve from the operating income and submit member dues to the national office by January 31 of each year; and confirm that the national office's tax form, filed on behalf of the Inn, is correct. The Treasurer is hereby authorized to be automatically added as an authorized signatory to any Inn bank account.

Liaison to the American Inn of Court Foundation – The Liaison to the American Inn of Court Foundation shall be responsible for maintaining contact with the national office and national board of trustees, and shall, along with the Secretary, be responsible for submitting program, leadership, and member reports and other documentation to the national office, including all required documentation for the Achieving Excellence Program.

Section 4. Committees.

The Executive Committee may establish and discontinue standing committees from time to time by a majority vote of the Executive Committee members present at a duly called meeting addressing that issue. The President shall appoint committee chairs who shall serve at the pleasure of the President. Committee chairs may create ad hoc subcommittees as they deem necessary.

The following standing committees are hereby established: Membership Committee, Programming Committee, Sponsorship Committee, Marketing Committee, and Judicial Advisory Committee. Among such other duties as may be assigned by the Executive Committee, the duties of each committee shall be as follows:

Membership Committee – The Membership Committee shall solicit and review applications and make recommendations to the Executive Committee for membership in the Inn. The Membership Committee shall maintain a list of eligible candidates for membership and maintain a record of Inn members by years of experience to signal when each member should be advanced from Associate to Barrister or from Barrister to Master. The Membership Committee shall review this

information annually to determine the number of member vacancies in each membership level. The Membership Committee shall ensure that membership recruiting efforts support the Inn's diversity goals and membership level balance. The Membership Committee shall also establish and maintain contact with and work closely with area law schools, assisting the schools in the process of student member selection. The Membership Committee chair may appoint a Law School Liaison from each participating law school for this purpose. The Membership Committee will also assist in creating the Pupillage Groups; ensuring a balance of Masters, Barristers, Associates, and Pupils in each group.

Programming Committee – The Programming Committee will devise a general framework for the year's programs in advance of the first Inn meeting; consult with the Pupillage Groups as necessary in developing their programs for the regular Inn meetings; assist the Secretary with obtaining CLE and CJE accreditation for programs; prepare, collect and review program evaluations for each program; and assist the Liaison to the American Inn of Court Foundation in submitting the Program Submission Form.

Marketing Committee – The Marketing Committee shall be responsible for creating content and maintaining the Inn's presence on social media platforms; updating and maintaining the information published on the Inn website; and planning and facilitating holiday-themed and/or one other annual meeting conducted jointly with one or more other area inns of court.

Sponsorship Committee – The Sponsorship Committee shall solicit sponsors to provide additional financial support for this Inn's meetings and activities.

Judicial Advisory Committee – The Judicial Advisory Committee shall consist of all current Second District Court of Appeal judges who are active members of the Inn. The Judicial Advisory Committee's role is to provide information and advice to the Executive Committee that will assist the Inn in providing the judiciary with beneficial educational, mentoring, and social opportunities from the perspective of the judges' needs and values. This committee shall be chaired by the Judicial Chancellor.

Section 5. Pupillage Groups.

As an American adaptation of the pupillage system, which is basic to the English Inns of Court, each Pupil will be assigned to one of several established Pupillage Groups.

The Inn will endeavor to include in each Pupillage Group a balanced representation of government lawyers, private lawyers, judges, and law students.

Each group shall be assigned to a team leader and, to the extent available, a judicial advisor. The team leader shall be a Master of the Inn. The team leader shall exercise general supervision over the group, including organizing meetings and coordinating the group's presentation. The team leaders' duties shall include monitoring attendance at and encouraging meaningful participation at meetings, scheduling pupillage events, and overseeing the development and presentation of the group's assigned meeting topic.

The Inn maintains a strong preference that the judicial advisor be a sitting judge on the Second District Court of Appeal. However, a judge or justice of another court or tribunal, or a retired judge, may also serve as a judicial advisor. The judicial advisor attends and participates in Pupillage Group meetings, offering guidance, direction, team mentorship, and general assistance to the team leader and to the group.

All Masters should strive to make meaningful contact with the Pupils, Associates, and Barristers in the Master's Pupillage Group between scheduled Inn meetings to offer advice about the practice of the profession.

Article III Membership

Section 1. Invitation to Membership.

Membership shall be conferred upon those accepting invitations extended by the Membership Committee and approved by the Executive Committee. Such invitations shall be extended on the basis of recommendations made to the Membership Committee by any active member of the Inn.

Membership shall not be denied to any person on account of race, creed, religion, gender, gender identity, age, disability, or national origin.

Section 2. Designation of Categories of Membership.

Members shall be selected in the following five categories, and total membership in the Inn shall be no more than sixty (60) persons unless exceeding that number of members is approved by a majority of the Executive Committee. The Executive Committee may make exceptions from the tenure requirements in order to achieve an appropriate balance of members in each category.

- a. Masters of the Bench (Master) – Membership as a Master may be held by judges and lawyers with more than fifteen (15) years of experience who have

demonstrated superior character, ability, and competence as appellate advocates. Retention of status as a Master is contingent upon reasonable participation in Inn activity, to be periodically reviewed by the Executive Committee. Masters shall have all the privileges of membership, including the right to vote, as provided by these Bylaws.

- b. Barristers – Barristers must be lawyers in active practice for between five (5) years and fifteen (15) years prior to their selection as a Barrister and must have demonstrated good character and a desire to improve and refine their skills as appellate advocates. Barristers shall have all the privileges of membership as provided by these Bylaws.
- c. Associates – Associates must be lawyers in active practice for fewer than five (5) years prior to their selection as an Associate and must have demonstrated good character and a desire to improve and refine their skills as appellate advocates. Associates shall have all the privileges of membership as provided by these Bylaws.
- d. Pupils – Pupils shall be students at an accredited college of law or recent graduates of such schools taking the bar or awaiting bar results. Tenure of membership for Pupils shall be not more than one year but may be renewed for a second year at the Executive Committee's discretion. Pupils shall have all the privileges of membership as provided by these Bylaws.
- e. Alumni Members – Members who have participated in the Inn as active members, but who elect to discontinue their memberships, are in good standing at the time of such election, and who notify the Inn through one of its officers that they wish to do so, may assume Alumni status. Alumni members shall not be assigned to a Pupillage Group, shall have no obligation to attend meetings or participate in other programs of the Inn, and shall not have the right to vote. Alumni members who wish to attend monthly program meetings of the Inn, without being subject to a mandatory attendance requirement, shall pay dues in the amount of 75% of the normal active dues rate for their membership category (Attending Alumni Members). Former members who do not desire the right to attend meetings (for instance, those who move out of the area) (Non-Attending Alumni Members), will be noted as alumni in the Inn's membership records and may be included in Inn communications and events at the discretion of the Executive Committee.
- f. Honorary Masters – Pursuant to the Inn Charter, Article III, Section 4a. and 5a., members who have served as Masters for at least five (5) years may request an emeritus status that the Inn has previously agreed to call "Honorary." The Executive Committee may confer this status on the basis of long and distinguished service to the Inn, upon majority vote of those present

at a meeting addressing this issue. Honorary Masters shall be under no obligation to pay dues, attend meetings, or participate in other programs of the Inn, but will enjoy all privileges of active membership except the right to vote. Honorary Masters who wish to attend an Inn meeting must contact an Officer of the Inn in advance and as determined by the Executive Board, may be obligated to pay a limited luncheon/event fee to cover the cost of their meal and/or attendance. Honorary Masters will retain such membership status for life if they desire. Any person who has been granted emeritus status as a Master may request or be reinvited to serve again in an active capacity. Honorary status may be revoked by a majority vote of the Executive Committee members who are present at a duly called meeting addressing that issue.

Article IV Meetings and Attendance

Section 1. Meetings.

Regular meetings of the membership of the Inn shall be called by the Executive Committee no less than six (6) times per fiscal year.

Section 2. Content of Meetings.

The main themes and subject matter of regular meetings shall be related to practical appellate advocacy and general trends or developments in the law, with particular emphasis on legal ethics and excellence in lawyering. Programs should present, demonstrate, teach, and explain the principles, skills, techniques, and relationships involved in the courtroom and in activities preliminary to a courtroom appearance, and should involve both critique and questions from the Inn membership, all designed to assist the members in better discharging their duties to their clients and to society. One or more of the designated Pupillage Groups should be assigned to present the program at each of the program meetings.

Section 3. Attendance.

As all active members are expected to participate in order to retain membership in the Inn, members shall be allowed only two (2) absences from the mandatory monthly meetings in a year, irrespective of the reasons for the absences. This requirement may be waived by vote of the Executive Committee in extraordinary circumstances. It is imperative that members RSVP for the meetings in advance through the Inn website (or as otherwise designated by the Executive Committee or President) and sign the attendance sheet at each meeting in order to ensure their attendance is recorded. Members who are unable to attend a meeting must submit

notice thereof, in writing or by e-mail to his or her team leader or an Officer of the Inn.

Article V

Voting and Elections

Section 1. Masters.

With the exception of Emeritus and Alumni Members, each Master shall be entitled to one vote on all matters submitted to the Masters by the Executive Committee. A majority of voting Masters shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Masters in attendance at a meeting shall be regarded as the act of all the Masters.

Section 2. Executive Committee.

Each member of the Executive Committee participating in a meeting shall be entitled to one vote on all matters the Committee addresses at such meeting. In the event of a tie, the President shall have the deciding vote. A majority of Committee members shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Committee members in attendance at a duly called meeting addressing an issue shall be regarded as the act of the entire Committee.

Section 3. Vacancies.

When an officer or committee chair position becomes vacant during an Inn year, the President shall solicit nominations for said position(s) and may accept requests for consideration from active members of the Inn in good standing. The officer or committee chair shall be selected by a majority vote of any Executive Committee members who are present at a duly called meeting addressing that issue.

The Executive Committee shall determine the incoming Counselor, Secretary, Treasurer, Judicial Chancellor, and Liaison to the American Inn of Court Foundation prior to the conclusion of the Inn year to allow for a smooth transition between the outgoing and incoming Officers.

Section 4. Manner of Voting.

All votes, notices, and communications provided for in these Bylaws may be accomplished in person, in writing, by electronic mail, or by any combination thereof at the discretion of the President. Executive Committee members who are unable to attend a meeting may also vote by assigning another Executive Committee member

their proxy and providing the Secretary with advance notice of the assignment of their proxy.

Article VI Fiscal Matters

Section 1. Fiscal Year.

The fiscal year of the Inn shall be the same as the fiscal year of the American Inns of Court Foundation which is from July 1 to June 30 of each year.

Section 2. Dues.

The Executive Committee is empowered to levy and collect assessments in the form of annual dues in whatever amount it may deem necessary in order to meet its obligations to the American Inns of Court Foundation, as well as the Inn's local operating needs. Dues shall be levied by the Treasurer after the start of the fiscal year, but prior to the first event of the year. Failure to pay the required assessments and dues within a reasonable time and after reasonable notice may be considered by the Executive Committee as grounds to terminate the membership of the defaulter.

Section 3. Expenses.

The Inn shall pay all reasonable expenses incurred by members of the Executive Committee, including payment to help defray the cost for one or more officers to attend state, regional, or national events of the American Inns of Court Foundation as approved by the Executive Committee. The Inn may also pay an administrator.

Article VII Adoption and Amendments

Section 1. Adoption.

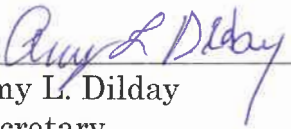
These Bylaws will be deemed adopted by this American Inn of Court upon approval by a majority of the Executive Committee members, and after being submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation.

Section 2. Amendments.

Amendments to these Bylaws may be made by a majority of the Executive Committee and must be submitted to and approved, in writing, by the Board of Trustees of the American Inns of Court Foundation.

Approved by a vote of the Executive Committee of the Second District Appellate American Inn of Court on July 26, 2026.

Certified this 26 day of July, 2026.



Amy L. Dilday
Secretary