

**CHAPTER 2. BYLAWS OF THE FLORIDA BAR**  
**2-1. SEAL, EMBLEMS, AND SYMBOLS**  
**BYLAW 2-1.1 SEAL**

The official seal of The Florida Bar shall be inscribed “The Florida Bar” on upper circular portion, “1950” on lower circular portion, with the official state seal occupying center portion.

Amended March 2, 1988.

**BYLAW 2-1.2 USAGE**

The usages of the seal, emblems, or other symbols of The Florida Bar shall be determined by the board of governors.

Amended March 2, 1988, effective Feb. 8, 2001 (795 So.2d 1).

**2-2. MEMBERSHIP**  
**BYLAW 2-2.1 ATTAINING MEMBERSHIP**

Persons shall initially become a member of The Florida Bar, in good standing, only upon certification by the Supreme Court of Florida in accordance with the rules governing the Florida Board of Bar Examiners and administration of the required oath.

Amended March 2, 1988; amended July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

**BYLAW 2-2.2 LAW FACULTY AFFILIATES**

Law faculty affiliates shall pay fees as set by the board of governors, shall be entitled to receive The Florida Bar Journal and The Florida Bar News, and shall have such other privileges and benefits of members of The Florida Bar as the board of governors shall authorize. The executive director shall issue to law faculty affiliates such special identification card as may be authorized by the board of governors.

Amended March 2, 1988.

**BYLAW 2-2.3 LIST OF MEMBERS**

The executive director shall furnish the chief judge of each circuit and the clerk of each court a list of all members in good standing and a list of all inactive members and shall furnish corrections and additions to such lists as occasion may require.

Amended March 2, 1988, March 30, 1989, effective March 31, 1989 (541 So.2d 110).

## **2-3. BOARD OF GOVERNORS**

### **BYLAW 2-3.1 GENERALLY**

The board of governors shall be the governing body of The Florida Bar. The board of governors shall have the power and duty to administer the Rules Regulating The Florida Bar, including the power to employ necessary personnel. Subject to the authority of the Supreme Court of Florida, the board of governors, as the governing body of The Florida Bar, shall be vested with exclusive power and authority to formulate, fix, determine, and adopt matters of policy concerning the activities, affairs, or organization of The Florida Bar. The board of governors shall be charged with the duty and responsibility of enforcing and carrying into effect the provisions of the Rules Regulating The Florida Bar and the accomplishment of the aims and purposes of The Florida Bar. The board of governors shall direct the manner in which all funds of The Florida Bar are disbursed and the purposes therefor and shall adopt and approve a budget for each fiscal year. The board of governors shall perform all other duties imposed under the Rules Regulating The Florida Bar and shall have full power to exercise such functions as may be necessary, expedient, or incidental to the full exercise of any powers bestowed upon the board of governors by said rules or any amendment thereto or by this chapter.

Amended March 2, 1988, July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-3.2 POWERS**

**(a) Authority of Board; Supervision by Court.** Subject to the continued direction and supervision by the Supreme Court of Florida, the board of governors may, by amendment to this chapter, take all necessary action to make nominations and appointments where authorized, support the Florida Bar Foundation, and create or abolish programs.

**(b) Nomination and Appointment by Board.** The board of governors may make nominations to or appointments to associations or other entities as required by the Rules Regulating The Florida Bar, this chapter, and any rules or policies adopted by the board of governors in accordance therewith or as required by law.

**(c) Florida Bar Foundation.** The board of governors may support the foundation known as The Florida Bar Foundation for charitable, scientific, literary, and educational purposes.

**(d) Programs.** The board of governors may establish, maintain, and supervise:

- (1) a lawyer referral service;
- (2) programs for providing continuing legal education for its members;
- (3) the production of various print or electronic media for its members, affiliates, and the public;
- (4) a program for providing information and advice to the courts and all other branches of government concerning current law and proposed or contemplated changes in the law;

- (5) a program of cooperation with the faculty of accredited Florida law schools;
- (6) a program for providing pre-paid legal services;
- (7) a program for providing advice and educational information to members of the bar concerning the operation and management of law offices;
- (8) programs for promoting and supporting the bar's public service obligations and activities, including, but not limited to, pro bono services support and law related education;
- (9) programs for the development and provision of benefits and services to bar members, including, but not limited to, insurance benefits and association member discounts on goods and services;
- (10) a program or funding for a program to provide for identification of and assistance to members of The Florida Bar who suffer from impairment related to chemical dependency or psychological problems;
- (11) a program for providing enhanced opportunities and participation in the profession to minority members of the bar;
- (12) a program to enhance the levels of professionalism within the courts, law schools, and the legal profession; and
- (13) programs for providing information or discussion about lawyers and the legal system.

Amended March 2, 1988, April 13, 1989; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179).

### **BYLAW 2-3.3 FORMULA FOR APPORTIONMENT OF MEMBERS OF BOARD OF GOVERNORS**

**(a) Nonresident Representation.** As used in these bylaws, "judicial circuit" and "circuit" shall include a hypothetical out-of-state judicial circuit with a circuit population equal to 50% of the number of members of The Florida Bar in good standing residing outside of the state of Florida.

**(b) Apportionment Formula.** The formula for determining the number of representatives apportioned to and elected from each judicial circuit shall be as follows:

- (1) *Determination of Median Circuit Population.* Determine the median number of members in good standing residing in the judicial circuits ("the median circuit population") by ranking the judicial circuits in order of the number of members in good standing residing in each circuit and determining the number of members in good standing residing in the judicial circuit that is ranked exactly midway between the circuit with the largest number of members and the circuit with the smallest number of members or, if there is an even number of circuits, calculating the average membership of the 2 circuits that are ranked midway

between the circuit with the largest number of members and the circuit with the smallest number of members.

(2) *Apportionment of Representatives Among the Judicial Circuits.* Apportion representatives among the judicial circuits by assigning to each judicial circuit the number of representatives equal to the quotient obtained by dividing the number of members in good standing residing in that circuit by the median circuit population and rounding to the nearest whole number.

(3) *Determination of Deviation From Median Circuit Population.* Determine the relative deviation of each circuit's proportionate representation from the median circuit population by (A) calculating the number of resident members per representative so apportioned, rounded to the nearest whole number, (B) subtracting from that number the median circuit population, (C) dividing the difference by the median circuit population, and (D) converting the quotient so obtained to the equivalent percentile.

(4) *Adjustment to Deviation From Median Circuit Population.* Determine whether each circuit's relative deviation from the median circuit population would be reduced by adding or subtracting 1 representative, and, if so, add or subtract 1 representative as indicated.

(5) *Minimum Guaranteed Representatives.* Assign 1 representative to each judicial circuit not otherwise qualifying for a representative under the calculations made in subdivisions (1) and (2).

(6) *Increase or Reduction in Number of Representatives to Achieve Required Board Size.* If the total number of representatives assigned to the judicial circuits as a result of the steps set forth in subdivisions (1) through (5), when added to the number of officers and other representatives who are members of the board by virtue of the provisions of rule 1-4.1, would result in a board of greater or fewer than 51 voting persons, increase or reduce the number of voting members of the board to exactly 51 voting persons by (A) determining which judicial circuit among those to which more than 1 representative has been apportioned would have the smallest relative deviation from the median circuit population after the gain or loss of 1 representative, (B) adding or subtracting 1 representative from that circuit, as indicated, and (C) repeating those 2 steps as necessary until the total number of voting board members is increased or reduced to exactly 51.

Amended Dec. 10, 1987, effective Jan. 1, 1988 (518 So.2d 251); March 2, 1988, July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); July 17, 1997 (697 So.2d 115) Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179).

### **BYLAW 2-3.4 ANNUAL APPORTIONMENT**

(a) **Certification of Membership by Executive Director.** The executive director shall each year as of October 1 determine from the official records of The Florida Bar the number of members, in good standing, of The Florida Bar residing in each judicial circuit and outside the State of Florida. For purposes of these rules, residency shall be determined by a member's

official bar address. The executive director shall thereafter determine by application of the formula in bylaw 2-3.3 the number of members of the board of governors to serve from each judicial circuit. The executive director shall file a certificate setting forth the above information with the clerk of the Supreme Court of Florida and shall cause a copy of such certificate to be published in The Florida Bar News on or before November 1 of each year and shall include the names of those incumbent board of governors' representatives who have advised the executive director of their intentions to seek reelection in accordance with the provisions of subdivision (b). The certificate shall be published in the format of bylaw 2-3.5(a). The reapportionment established by the terms of such certificate shall automatically amend bylaw 2-3.5(a) on December 1 unless the Supreme Court of Florida orders otherwise.

**(b) Members' Intentions to Seek Reelection.** Board of governors' members, in a nonbinding notification tendered to The Florida Bar no later than October 1 in the final year of their term of office, shall advise the executive director of their intentions to seek reelection to a new term. The executive director shall cause such information to be published in The Florida Bar News within the certification of board of governors' membership specified in subdivision (a).

**(c) Elected Members to Serve Full Term.** No elected member of the board of governors shall serve less than the full term to which elected by reason of any reapportionment required by subdivision (a).

Amended March 2, 1998; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); July 20, 1995 (658 So.2d 930).

### **BYLAW 2-3.5 NOMINATION OF MEMBERS**

**(a) Staggered Terms.** Elections shall be held and appointments made in even-numbered years for the following board of governors' representatives:

Circuit (seat #)

1  
2(2)  
3  
4(1)  
6(1)  
7  
9(1)  
9(3)  
10  
11(1)  
11(3)  
11(5)  
11(7)  
11(9)  
13(1)  
14

15(1)  
15(3)  
17(1)  
17(4)  
18  
20  
nonresident (2)  
nonresident (4)  
public member (2)

Elections shall be held and appointments made in odd-numbered years for the following board of governors' representatives:

Circuit (seat #)  
2(1)  
4(2)  
5  
6(2)  
8  
9(2)  
11(2)  
11(4)  
11(6)  
11(8)  
11(10)  
12(1)  
13(2)  
13(3)  
15(2)  
16  
17(2)  
17(3)  
17(5)  
19  
nonresident (1)  
nonresident (3)  
public member (1)

As additions or deletions of circuit representatives resulting from the application of the formula provided in this rule necessitate changes in the lists set forth above, both in circuit and office numbers, such changes shall be made by the executive director as appropriate and shall be published in The Florida Bar News on or before November 1.

**(b) Time for Filing Nominating Petitions.** Nominations for the election of representatives on the board of governors from each judicial circuit shall be made by written petition signed by not fewer than 5 members of The Florida Bar in good standing. In each circuit in which there is more than 1 representative to be elected, the offices of the representatives shall be designated

numerically, with the executive director making whatever adjustments are necessary to reflect changes resulting from the annual certification, and a nominating petition shall state the number of the office sought by a nominee. Any number of candidates may be nominated on a single petition, and any number of petitions may be filed, but all candidates named in a petition and all members signing such petition shall have their official bar address in the judicial circuit that the candidate is nominated to represent and shall be members of The Florida Bar in good standing. Nominations for election of a nonresident member of the board of governors shall be by written petition signed by not fewer than 5 nonresident members of The Florida Bar in good standing. Nominees shall endorse their written acceptance on such petitions but no nominee shall accept nomination for more than 1 office. All nominating petitions shall be filed with the executive director at the headquarters office on or before 5:00 p.m., December 15 prior to the year of election. Filing by facsimile is permitted but shall occur only when transmission is complete. On a date to be fixed by the executive director the nominating petitions shall be canvassed and tabulated by the executive director who shall thereupon certify in writing the names of all members who have been properly nominated and file such certificate with the clerk of the Supreme Court of Florida.

**(c) Nomination and Appointment of Nonlawyer Members.** The board of governors' members who are not members of The Florida Bar shall be chosen and appointed by the Supreme Court of Florida from the list of nominees to be filed with the court by the board of governors. The board of governors of The Florida Bar by majority vote shall nominate 3 persons for each nonlawyer seat and shall file the nominations with the Supreme Court of Florida on or before April 15 of the appointment year for that seat. The 2 nonlawyer members shall serve staggered terms of 2 years and shall serve no more than 2 terms.

Amended Dec. 10, 1987, effective Jan. 1, 1988 (518 So.2d 251); March 2, 1998; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Oct. 20, 1994 (544 So.2d 282); July 20, 1995 (658 So.2d 930); July 17, 1997 (697 So.2d 115).

### **BYLAW 2-3.6 ELECTION**

Voting shall be by secret ballot. The executive director shall prepare and cause to be printed a sufficient number of ballots for the election of nonresident board members and for each judicial circuit office for which an election is to be held. One of such ballots shall be mailed to each member of The Florida Bar in good standing in each of such judicial circuits and to each nonresident member of The Florida Bar in good standing in the case of election of a nonresident board member. The records of the executive director shall be conclusive in determining the members entitled to receive such ballots. When more than one office is to be filled, the offices shall be listed on the ballots in numerical order. The names of candidates on the ballots shall be listed alphabetically for each office. The ballots shall be mailed on or before March 1. Only voted ballots received by the executive director prior to midnight on March 21 shall be counted or tabulated. Immediately after March 21, the executive director shall canvass and tabulate the ballots received, certify the results of the election, and file such certificate with the clerk of the Supreme Court of Florida. Failure to make a nomination shall result in a vacancy to be filled in accordance with the provisions of bylaw 2-3.9. The candidate for an office receiving a majority of the votes cast for the office shall be declared elected. In the event no candidate receives such majority there shall be a runoff election between the 2 candidates receiving the highest number

of votes. The ballots for the runoff shall be mailed on or before April 1 and the voted ballots shall be received by the executive director prior to midnight on April 22. The ballots shall be counted and the results certified as provided for the first election. In the event that only 1 candidate has been nominated for a particular office on the board of governors, such candidate shall be declared elected. Results of the election shall be furnished by the executive director to the officers, members of the board of governors, and all candidates and may be furnished to any other interested persons upon their request.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); July 20, 1995 (658 So.2d 930).

### **BYLAW 2-3.7 TERM**

The term of office for those persons regularly elected or appointed is 2 years and thereafter until a successor's term commences. The term commences at the conclusion of the annual meeting of The Florida Bar following election or appointment to office. The term of office for those persons elected or appointed to fill a vacancy shall run for the balance of the term.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-3.8 REMOVAL**

Any member of the board of governors may be removed for cause by resolution adopted by two-thirds of the entire membership of the board of governors.

Amended March 2, 1988.

### **BYLAW 2-3.9 VACANCY**

Except for nonlawyer members, in the event of a vacancy on the board of governors the vacancy shall be filled by a special election within the framework of the pertinent election procedures presently existing under these rules relating to the election of members of the board of governors. Notice of the vacancy and the special election shall be given by publication in The Florida Bar News, which notice shall provide that nominating petitions must be filed within 30 days of the date of the publication of the notice with the executive director. The special election shall be held not less than 30 days and not more than 45 days after the publication of the notice. The procedures set forth in these rules for election shall be followed as closely as possible. In the event of a vacancy on the board of governors for a nonlawyer member, the vacancy shall be filled by special nomination and appointment in accordance with the provisions of bylaw 2-3.5(c).

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **BYLAW 2-3.10 MEETINGS**

The board of governors will hold 6 regular meetings each year, at least 1 of which will be held in Tallahassee. The president-elect selects the places and times of the meetings to be held during the president-elect's term as president, subject to the approval of the board of governors. Special meetings will be held at the direction of the executive committee or the board of governors. Any member of The Florida Bar in good standing may attend meetings at any time except when the board is in executive session concerning disciplinary matters, personnel matters, member objections to legislative positions of The Florida Bar, or receiving attorney-client advice. Minutes of all meetings will be kept by the executive director.

Amended March 2, 1988; March 26, 1991; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252), amended November 9, 2017, effective February 1, 2018 (SC16-1962).

## **BYLAW 2-3.11 QUORUM**

A majority of the members of the board of governors shall constitute a quorum for the transaction of business at all meetings.

Amended March 2, 1988.

## **BYLAW 2-3.12 EXECUTIVE COMMITTEE**

Unless otherwise limited by these rules, the executive committee shall have full power and authority to exercise the function of the board of governors to the extent authorized by the board of governors on any specific matter, and on any other matter that necessarily must be determined between meetings of the board of governors.

The executive committee shall notify the board of governors at the next meeting of all actions taken by the executive committee during the interim between meetings of the board of governors. Unless modified by the board of governors at such meeting, actions of the executive committee shall be final.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **2-4. OFFICERS**

### **BYLAW 2-4.1 DUTIES OF PRESIDENT**

The president shall conduct and preside at all meetings of The Florida Bar and the board of governors. The president shall be the official spokesperson for The Florida Bar and the board of governors. Unless otherwise provided herein, the president shall appoint all committees. The president shall be the chief executive of The Florida Bar and shall be vested with full power to exercise whatever functions may be necessary or incident to the full exercise of any power bestowed upon the president by the board of governors consistent with the provisions of these Rules Regulating The Florida Bar. It shall be the duty and obligation of the president to furnish leadership in the accomplishment of the aims and purposes of The Florida Bar.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-4.2 DUTIES OF PRESIDENT-ELECT**

It shall be the duty of the president-elect to render every assistance and cooperation to the president and provide the president with the fullest measure of counsel and advice. The president-elect shall be familiarized with all activities and affairs of The Florida Bar and shall have such other duties as may be assigned to the president-elect by the board of governors. In the event the president-elect is absent or unable to act, or in the event of the president-elect's death, disability, or resignation, the board of governors shall select an acting president-elect to hold office until a successor shall have been elected by the members of The Florida Bar in good standing at a special election held pursuant to the direction of the board of governors.

Amended March 2, 1988.

#### **BYLAW 2-4.3 DUTIES OF EXECUTIVE DIRECTOR**

The executive director shall be chosen by the board of governors and shall perform all duties usually required of a secretary and a treasurer and such other duties as may be assigned by the board of governors. The executive director shall serve as publisher of The Florida Bar Journal and The Florida Bar News and as director of public relations until otherwise directed by the board of governors. The executive director shall keep the records of The Florida Bar and the board of governors. The executive director shall maintain and be in charge of the offices and shall devote full time to the work of The Florida Bar. The board shall fix the executive director's salary and other benefits and emoluments of office.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-4.4 QUALIFICATIONS FOR OFFICE**

Only members of The Florida Bar in good standing shall be eligible to hold any elective office in The Florida Bar. No officer shall engage in political activity on behalf of a candidate for public office except in furtherance of the objectives of The Florida Bar and with the approval of the board of governors.

Amended March 2, 1988.

#### **BYLAW 2-4.5 NOMINATIONS FOR PRESIDENT-ELECT**

**(a) Policies.** The Board of Governors of The Florida Bar is hereby authorized to adopt standing policies that govern the conduct of candidates and aspirants seeking support for their nomination as candidates, which shall include creation of a committee to oversee the conduct of such individuals and promulgation of sanctions for failure to comply with these rules or the policies adopted by authority hereof.

**(b) Nominations Process.** Any member of The Florida Bar in good standing may be nominated as a candidate for president-elect by petition signed by not fewer than 1 percent of the members of The Florida Bar in good standing. Such nominating petitions shall be filed with the executive director at the headquarters office on or after November 15 and on or before 5:00 p.m., eastern time, December 15 of the year preceding the election. Nominees shall endorse their written acceptance upon such petition. In the event that no member of The Florida Bar in good standing shall be nominated, the board of governors shall thereafter nominate at least 1 candidate for the office of president-elect.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792); April 11, 1996 (672 So.2d 516); March 23, 2000 (763 So.2d 1002); amended November 19, 2009 (SC08-1890), (34 Fla.L.Weekly S628a), effective February 1, 2010.

### **BYLAW 2-4.6 ELECTION OF PRESIDENT-ELECT**

The members of The Florida Bar in good standing shall elect annually a president-elect, who shall become president at the conclusion of the annual meeting following the term as president-elect.

Only those members who are members in good standing as of February 15 are eligible to vote in the initial election. If a runoff election is necessary, only those members who are members in good standing as of March 15 are eligible to vote in the runoff election.

Ballots for election of president-elect shall be mailed on or before March 1 to each eligible member of The Florida Bar. Ballots shall be mailed to the member's record bar address. The names of the candidates for the office of president-elect shall be printed on the ballot in alphabetical order. Only those ballots received by The Florida Bar or its representative prior to midnight, eastern time, March 21 shall be counted.

Immediately after March 21, the executive director shall canvass and tabulate the ballots received prior to midnight, eastern time, March 21, certify the results of the election, and file such certificate with the clerk of the Supreme Court of Florida. The candidate who receives the majority of the votes cast shall be declared elected.

In the event no candidate receives a majority of the votes cast, a runoff election between the 2 candidates receiving the highest number of votes shall be held. Ballots for the runoff election shall be mailed on or before April 1 to each eligible member of The Florida Bar. The runoff ballots shall be mailed to the member's record bar address. The names of the runoff candidates shall be printed on the ballot in alphabetical order. Only ballots received by The Florida Bar or its representative prior to midnight, eastern time, April 22 shall be counted.

Immediately after April 22, the executive director shall canvass and tabulate the ballots received prior to midnight, eastern time, April 22, certify the results, and file such certificate with the clerk of the Supreme Court of Florida. The runoff candidate receiving a majority of the votes cast shall be declared elected.

The executive director shall furnish the results of the election to the officers and members of the board of governors of The Florida Bar, as well as to the candidates and, upon request, to any other interested person.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792); July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); April 11, 1996 (672 So.2d 516); March 23, 2000 (763 So.2d 1002).

#### **BYLAW 2-4.7 PRESIDENT'S ABSENCE**

In the event the president is absent or unable to act, the president's duties shall be performed by the president-elect; and in the event of the death or resignation of the president, the president-elect shall serve as president during the remainder of the term of office thus vacated and then shall serve as president for the term for which elected. In the event of the death or disability of both the president and the president-elect, the board of governors shall elect an acting president of The Florida Bar to hold office until the next succeeding annual meeting.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-4.8 PROHIBITION AGAINST SERVICE ON BOARD OF GOVERNORS AND AS PRESIDENT OR PRESIDENT-ELECT**

In the event that a member of the board of governors shall become either the president or the president-elect of The Florida Bar such member shall not serve on the board of governors except as president or president-elect and the office of that member shall become vacant and shall be filled in accordance with the provisions of this chapter.

Amended March 2, 1988.

### **2-5. MEETINGS**

#### **BYLAW 2-5.1 ANNUAL MEETING**

A program for the annual meeting of The Florida Bar shall be prepared by the president, with the advice and consent of the board of governors. Such program, when approved by the board of governors, shall be the order of business for the annual meeting and such order of business shall not be altered, except by consent of two-thirds of the members in good standing present and voting. Only the president, with the advice and consent of the board of governors, shall have the authority to extend invitations to nonmembers to attend the annual meeting as honored guests or speakers at the expense of The Florida Bar. No section or committee shall create any debt of The Florida Bar in connection with an annual meeting without prior approval of the board of governors. All papers, addresses, and reports read before or submitted at a meeting shall become the property of The Florida Bar and may be published by The Florida Bar. A registration fee for attendance at the annual meeting may be fixed by the board of governors to defray the costs and expenses in connection with such meeting.

Amended March 2, 1988.

## **BYLAW 2-5.2 RULES OF PROCEDURE**

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252). Deleted February 21, 2011, effective March 9, 2011 (SC11-152).

### **2-6. FISCAL MANAGEMENT BYLAW 2-6.1 EXPENDITURES**

Within the parameters of the budget filed with the Supreme Court of Florida, the board of governors shall be vested with exclusive powers, authority, and control over all funds, property, and assets of The Florida Bar and the method and purpose of expenditure of all funds.

Amended March 2, 1988.

### **BYLAW 2-6.2 FISCAL YEAR**

The fiscal year of The Florida Bar shall commence on July 1 of each year.

Amended March 2, 1988.

### **BYLAW 2-6.3 ANNUAL BUDGET**

The board of governors, with the advice and counsel of the budget committee, shall adopt an annual budget of The Florida Bar, setting forth the anticipated revenues and expenditures for the fiscal year.

Amended March 2, 1988.

### **BYLAW 2-6.4 BUDGET COMMITTEE**

The budget committee shall consist of 9 members having staggered terms. The president-elect, with the approval of the board of governors, shall appoint 3 members to 3-year terms, shall fill vacancies for the balance of a term, and shall name a chair-elect from the members of the committee. The chair-elect shall become chair when the president-elect becomes president and the chair shall serve as a tenth member of the committee if the chair's term on the committee would otherwise expire.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-6.5 NOTICE OF BUDGET COMMITTEE HEARINGS**

The executive director shall publish a notice in The Florida Bar Journal or The Florida Bar News not later than a March issue giving notice of meetings of the budget committee in each of the districts of the district courts of appeal to receive suggestions from members of The Florida Bar for the preparation of the budget for the succeeding fiscal year. Such meetings shall be held

not earlier than the fifteenth day of the month succeeding the month in which the notice is published. Written notice of intent to appear at such meetings must be received by the executive director at least 10 days prior to the date of the meeting. If no person files such a notice, the meeting may be canceled.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-6.6 TENTATIVE BUDGET OF BUDGET COMMITTEE**

At the meeting announced by such published notice, the budget committee shall hear and receive suggestions from members of The Florida Bar for the preparation of the budget for The Florida Bar for the succeeding fiscal year. The manner of filing and hearing such suggestions shall be set forth in the notice. After consideration of the suggestions received, the budget committee shall prepare a tentative budget for the succeeding fiscal year, which shall be filed with the executive director.

Amended March 2, 1988.

#### **BYLAW 2-6.7 PROPOSED BUDGET OF BOARD OF GOVERNORS**

The board of governors, after considering the tentative budget prepared by the budget committee, shall adopt a proposed budget for the succeeding fiscal year in time to allow publication thereof not later than an April issue of The Florida Bar Journal or The Florida Bar News.

Amended March 2, 1988.

#### **BYLAW 2-6.8 MEMBERSHIP FEES**

The membership fees for members of The Florida Bar shall be included in the proposed budget filed by The Florida Bar in the Supreme Court of Florida.

Amended March 2, 1988; Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179).

#### **BYLAW 2-6.9 NOTICE OF BOARD OF GOVERNORS HEARING UPON PROPOSED BUDGET**

The executive director shall publish a notice in The Florida Bar Journal or The Florida Bar News not later than an April issue giving notice of a meeting of the board of governors to be held no earlier than the fifteenth day of the month succeeding the month the notice is published. Such notice shall contain the proposed budget and shall advise that the proposed budget shall become final unless written objections to any item or items therein shall be filed by members of The Florida Bar with the executive director on or before the tenth day of the month following the month of publication.

Amended March 2, 1988.

## **BYLAW 2-6.10 HEARING AND ADOPTION OF BUDGET BY BOARD OF GOVERNORS**

If written objections to any item or items of the proposed budget are filed by members of The Florida Bar within the time provided, a hearing thereon shall be held by the board of governors at the time and place provided in such notice. After such hearing the board of governors shall consider the objections filed and upon consideration thereof the board may amend the proposed budget within the scope of the objections.

Amended March 2, 1988.

## **BYLAW 2-6.11 FILING OF BUDGET WITH THE SUPREME COURT OF FLORIDA**

The budget proposed by the board of governors shall be filed with the supreme court on or before June 1 and shall become effective unless rejected by the court within 30 days.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **BYLAW 2-6.12 AMENDMENT OF THE BUDGET**

The board of governors, in its discretion from time to time, may amend the budget in order to provide funds for needed expenditures; provided, however, that the total of increases in items of the budget made by amendment, including new items created by such amendments, shall not exceed 10 percent of the total income of The Florida Bar for the current fiscal year as anticipated at the time of the amendment. If a proposed amendment shall cause the total of increases in items of the budget made by amendment to exceed such limitation, a hearing upon objections to any item or items therein shall be held by the board of governors in like manner as that provided for the proposed budget. The executive director shall publish a notice in The Florida Bar Journal or The Florida Bar News giving notice of a board of governors meeting to be held no earlier than the fifteenth day of the month succeeding the month in which the notice is published. Such notice shall contain the proposed amendment and shall advise that the proposed amendment shall become final unless written objections to any item or items therein shall be filed by members of The Florida Bar with the executive director on or before the tenth day of the month following the month of publication. If the proposed amendment is adopted by the board of governors in whole or in part, the amendment of the budget shall be filed with the Supreme Court of Florida within the month following the month in which the amendment is adopted.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **BYLAW 2-6.13 APPROPRIATIONS OF THE BUDGET**

Each item of the budget shall be deemed a fixed appropriation, subject only to amendment as provided. All uncommitted balances of appropriations except appropriated restrictions of fund balances shall revert at the end of each fiscal year to the funds from which appropriated. No uncommitted appropriations other than those for the clients' security fund shall continue beyond the fiscal year for which the budget containing the appropriation is adopted.

Amended March 2, 1988.

#### **BYLAW 2-6.14 DISBURSEMENTS**

The appropriations of the budget shall be disbursed by the executive director in the executive director's capacity as treasurer of The Florida Bar in accordance with this chapter. The executive director shall make such disbursements as are required to pay the obligations and expenses of The Florida Bar made within the provisions of the budget.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-6.15 CONTINUATION OF FUNDING**

Any program that calls for an expenditure of funds in excess of \$10,000 during any fiscal year shall not be continued beyond the last day of the second of 2 fiscal years unless such program is specifically authorized by this or other chapters of the Rules Regulating The Florida Bar.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

#### **BYLAW 2-6.16 ACCOUNTING AND AUDIT**

The board of governors shall cause books and accounts to be kept in accordance with good accounting practices. Such records shall be audited annually by a certified public accountant authorized to practice in the State of Florida, and a copy of the audit shall be filed forthwith with the Supreme Court of Florida. Within a reasonable time after completion of the audit a condensed summary thereof shall be published in The Florida Bar Journal or The Florida Bar News and a copy filed with the Supreme Court of Florida.

Amended March 2, 1988.

### **2-7. SECTIONS AND DIVISIONS**

#### **BYLAW 2-7.1 RULES APPLICABLE TO SECTIONS AND DIVISIONS**

All sections and divisions are governed by the provisions of the Rules Regulating The Florida Bar, this chapter, and the bylaws of the sections and divisions as approved by the board of governors and have the scope, powers, duties, and functions expressed in those documents.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792).

#### **BYLAW 2-7.2 DUTIES**

It is the duty of each section and division, as an integral part of The Florida Bar, to work in cooperation with the board of governors and under its supervision toward accomplishment of the aims and purposes of The Florida Bar and of that section or division.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792).

### **BYLAW 2-7.3 CREATION OF SECTIONS AND DIVISIONS**

Sections and divisions may be created or abolished by the board of governors as deemed necessary or desirable. The Florida Bar will maintain current lists of its sections and divisions and will post the lists on its website.

Amended March 2, 1988; March 30, 1990; April 2, 1992 (597 So.2d 792); July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); July 20, 1995 (658 So.2d 930); June 27, 1996, effective July 1, 1996 (677 So.2d 272); July 17, 1997 (697 So.2d 115); Feb. 8, 2001 (795 So.2d 1); Dec. 20, 2007, effective March 1, 2008 (978 So.2d 91); amended May 29, 2014, effective June 1, 2014 (SC12-2234); amended May 21, 2015, corrected June 25, 2015, effective October 1, 2015 (SC14-2107).

### **BYLAW 2-7.4 PROCEDURE FOR CREATION OF SECTIONS AND DIVISIONS**

Those seeking approval of the board of governors to establish a section or division shall prepare and submit proposed bylaws for approval by the board of governors. They shall also inform the board of governors of the justification for establishing the section or division, the proposed dues, proposed budgeting, and proposed function and program of the section or division.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792).

### **BYLAW 2-7.5 LEGISLATIVE ACTION OF SECTIONS AND DIVISIONS**

**(a) Limits of Legislative Involvement.** Sections and divisions may be involved in legislation that is significant to the judiciary, the administration of justice, or the fundamental legal rights of the public or interests of the section or division or its programs and functions.

**(b) Procedure to Determine Legislative Policy.** Sections and divisions shall be required to adopt and follow a reasonable procedure, approved by the board of governors, for determination of legislative policy on any legislation.

**(c) Notice to Executive Director.** Sections and divisions shall notify the executive director immediately of determination of any section or division action regarding legislation.

**(d) Identification of Action.** Any legislative action taken by a section or division shall be clearly identified as the action of the section or division and not that of The Florida Bar.

Amended March 2, 1988; April 2, 1992 (597 So.2d 792).

## **2-8. COMMITTEES**

### **BYLAW 2-8.1 ESTABLISHMENT AND APPOINTMENT OF COMMITTEES**

In addition to those committees established elsewhere under this chapter or other chapters of the Rules Regulating The Florida Bar, the board of governors shall create such committees as it may deem advisable and necessary from time to time. The board of governors may dissolve a committee when it deems that the work of the committee has been completed or is no longer necessary. The board of governors may provide for members of any committee to serve for staggered terms beyond the current administrative year. Any vacancies in these committees shall be filled for the unexpired portion in order to provide a regular rotation of committee members. Before June 1 of each year, the president-elect shall appoint all committee members (except for grievance and unlicensed practice of law), who shall serve for the ensuing administrative year. The president-elect shall report the membership of committees to the board of governors and shall, with the advice and consent of the board of governors, name and designate the chair and vice-chair of each committee. Persons who are not members of The Florida Bar may be appointed to committees with the advice and consent of the board of governors. The president shall fill vacancies occurring in the membership of the committees for the remainder of the unexpired term and may remove or appoint additional members to a committee.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-8.2 COMMITTEE OPERATIONS**

Each committee shall select from its membership such officers other than the chair and vice-chair as it deems advisable and subcommittees may be designated by the chair from the membership of the committee. Each committee shall meet at such times and places as may be designated by the chair or vice-chair. Each committee shall file with the president and executive director all minutes, annual reports, and procedures and recommendations and such interim reports as desired or may be requested by the president or board of governors. No action, report, or recommendation of any committee shall be binding upon The Florida Bar unless adopted and approved by the board of governors.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-8.3 STANDING AND SPECIAL COMMITTEES**

The board of governors shall determine and designate which committees shall be considered as standing committees (permanent) and which committees shall be considered as special committees (temporary or limited) and shall define the specific powers, duties, functions, and scope thereof.

Amended March 2, 1988.

## **BYLAW 2-8.4 COMMITTEE FINANCES**

No committee shall incur any debt payable by The Florida Bar without prior approval of the executive director. Each committee shall file with the executive director a detailed statement setting forth any funds needed or required in connection with the work of such committee during the ensuing administrative year for consideration by and inclusion in the annual budget of The Florida Bar after approval by the board of governors.

Amended March 2, 1988.

## **2-9. POLICIES AND RULES**

### **BYLAW 2-9.1 AUTHORITY OF BOARD OF GOVERNORS**

In order to accomplish the purposes of The Florida Bar and implement the Rules Regulating The Florida Bar, including this chapter, the board of governors shall have the power and authority to establish policies and rules of procedure on the subjects and in the manner provided in this rule.

Amended March 2, 1988.

### **BYLAW 2-9.2 STANDING BOARD POLICIES**

The board of governors shall adopt standing board policies governing the internal administration and operation of The Florida Bar and the board of governors. The board of governors may adopt, amend, or rescind standing board policies by a majority vote of the membership of the board of governors provided any amendment to any standing board policy shall not be effective until 30 days after adoption. Such standing board policies may be adopted, rescinded, or amended by a majority vote of those present at any regular meeting of the board of governors provided advance written notice is given to the members of the board of governors of the proposed adoption, repeal, or amendment of any standing board policy. The provision of any standing board policy may be waived by a two-thirds vote of those present at any regular meeting of the board of governors.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

### **BYLAW 2-9.3 LEGISLATIVE POLICIES**

**(a) Adoption of Rules of Procedure and Legislative Positions.** The board of governors shall adopt and may repeal or amend rules of procedure governing the legislative activities of The Florida Bar in the same manner as provided in bylaw 2-9.2; provided, however, that the adoption of any legislative position shall require the affirmative vote of two-thirds of those present and voting at any regular meeting of the board of governors or two-thirds of the executive committee or by the president, as provided in the rules of procedure governing legislative activities.

**(b) Publication of Legislative Positions.** The Florida Bar shall publish notice of adoption of legislative positions in The Florida Bar News, in the issue immediately following the board meeting at which the positions were adopted.

(c) Objection to Legislative Positions of The Florida Bar.

(1) Any member in good standing of The Florida Bar may, within 45 days of the date of publication of notice of adoption of a legislative position, file with the executive director a written objection to a particular position on a legislative issue. The identity of an objecting member shall be confidential unless made public by The Florida Bar or any arbitration panel constituted under these rules upon specific request or waiver of the objecting member. Failure to object within this time period shall constitute a waiver of any right to object to the particular legislative issue.

(2) After a written objection has been received, the executive director shall promptly determine the pro rata amount of the objecting member's membership fees at issue and such amount shall be placed in escrow pending determination of the merits of the objection. The escrow figure shall be independently verified by a certified public accountant.

(3) Upon the deadline for receipt of written objections, the board of governors shall have 45 days in which to decide whether to give a pro rata refund to the objecting member(s) or to refer the action to arbitration.

(4) In the event the board of governors orders a refund, the objecting member's right to the refund shall immediately vest although the pro rata amount of the objecting member's membership fees at issue shall remain in escrow for the duration of the fiscal year and until the conclusion of The Florida Bar's annual audit as provided in bylaw 2-6.16, which shall include final independent verification of the appropriate refund payable. The Florida Bar shall thereafter pay the refund within 30 days of independent verification of the amount of refund, together with interest calculated at the statutory rate of interest on judgments as of the date the objecting member's membership fees at issue were received by The Florida Bar, for the period commencing with such date of receipt of the membership fees and ending on the date of payment of the refund by The Florida Bar.

**(d) Composition of Arbitration Panel.** Objections to legislative positions of The Florida Bar may be referred by the board of governors to an arbitration panel comprised of 3 members of The Florida Bar, to be constituted as soon as practicable following the decision by the board of governors that a matter shall be referred to arbitration.

The objecting member shall be allowed to choose 1 member of the arbitration panel, The Florida Bar shall appoint the second panel member, and those 2 members shall choose a third member of the panel who shall serve as chair. In the event the 2 members of the panel are unable to agree on a third member, the chief judge of the Second Judicial Circuit of Florida shall appoint the third member of the panel.

(e) Procedures for Arbitration Panel.

(1) Upon a decision by the board of governors that the matter shall be referred to arbitration, The Florida Bar shall promptly prepare a written response to the objection and serve a copy on the objecting member. Such response and objection shall be forwarded to the arbitration panel as soon as the panel is properly constituted. Venue for any arbitration proceedings conducted pursuant to this rule shall be in Leon County, Florida; however, for the convenience of the parties or witnesses or in the interest of justice, the proceedings may be transferred upon a majority vote of the arbitration panel. The chair of the arbitration panel shall determine the time, date, and place of any proceeding and shall provide notice thereof to all parties. The arbitration panel shall thereafter confer and decide whether The Florida Bar proved by the greater weight of evidence that the legislative matters at issue are constitutionally appropriate for funding from mandatory Florida Bar membership fees.

(2) The scope of the arbitration panel's review shall be to determine solely whether the legislative matters at issue are within those acceptable activities for which compulsory membership fees may be used under applicable constitutional law.

(3) The proceedings of the arbitration panel shall be informal in nature and shall not be bound by the rules of evidence. If requested by an objecting member who is a party to the proceedings, that party and counsel, and any witnesses, may participate telephonically, the expense of which shall be advanced by the requesting party. The decision of the arbitration panel shall be binding as to the objecting member and The Florida Bar. If the arbitration panel concludes the legislative matters at issue are appropriately funded from mandatory membership fees, there shall be no refund and The Florida Bar shall be free to expend the objecting member's pro rata amount of membership fees held in escrow. If the arbitration panel determines the legislative matters at issue are inappropriately funded from mandatory membership fees, the panel shall order a refund of the pro rata amount of membership fees to the objecting member.

(4) The arbitration panel shall thereafter render a final written report to the objecting member and the board of governors within 45 days of its constitution.

(5) In the event the arbitration panel orders a refund, the objecting member's right to the refund shall immediately vest although the pro rata amount of the objecting member's membership fees at issue shall remain in escrow until paid. Within 30 days of independent verification of the amount of refund, The Florida Bar shall provide such refund together with interest calculated at the statutory rate of interest on judgments as of the date the objecting member's membership fees at issue were received by The Florida Bar, for the period commencing with such date of receipt of the membership fees and ending on the date of payment of the refund by The Florida Bar.

(6) Each arbitrator shall be compensated at an hourly rate equal to that of a circuit court judge based on services performed as an arbitrator pursuant to this rule.

(7) The arbitration panel shall tax all legal costs and charges of any arbitration proceeding conducted pursuant to this rule, to include arbitrator expenses and compensation, in favor of the prevailing party and against the nonprevailing party. When there is more

than one party on one or both sides of an action, the arbitration panel shall tax such costs and charges against nonprevailing parties as it may deem equitable and fair.

(8) Payment by The Florida Bar of the costs of any arbitration proceeding conducted pursuant to this bylaw, net of costs taxed and collected, shall not be considered to be an expense for legislative activities, in calculating the amount of membership fees refunded pursuant to this bylaw.

Amended March 2, 1988; June 2, 1988 (526 So.2d 688); March 26, 1991; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179; April 25, 2002 (820 So.2d 210).

## **BYLAW 2-9.4 ETHICS**

**(a) Rules of Procedure.** The board of governors shall adopt rules of procedure governing the manner in which opinions on professional ethics may be solicited by members of The Florida Bar, issued by the staff of The Florida Bar or by the professional ethics committee, circulated or published by the staff of The Florida Bar or by the professional ethics committee, and appealed to the board of governors of The Florida Bar.

**(b) Amendment.** The adoption of, repeal of, or amendment to the rules authorized by subdivision (a) shall be effective only under the following circumstances:

(1) The proposed rule, repealer, or amendment shall be approved by a majority vote of the board of governors at any regular meeting of the board of governors.

(2) The proposal thereafter shall be published in The Florida Bar News at least 20 days preceding the next regular meeting of the board of governors.

(3) The proposal shall thereafter receive a majority vote of the board of governors at its meeting following publication as herein required.

**(c) Waiver.** The rules of procedure adopted as required in subdivision (a) may be temporarily waived as to any particular matter only upon unanimous vote of those present at any regular meeting of the board of governors.

**(d) Confidentiality.** Each advisory opinion issued by Florida Bar ethics counsel shall be identified as a “staff opinion” and shall be available for inspection or production. The names and any identifying information of any individuals mentioned in a staff opinion shall be deleted before the staff opinion is released to anyone other than the member of The Florida Bar making the original request for the advisory opinion.

**(e) Disqualification as Attorney Due to Conflict.**

(1) *Members of the Professional Ethics Committee (PEC), Members of the Board of Governors, and Employees of The Florida Bar.* No member of the PEC, the board of governors, or employee of The Florida Bar shall represent a party other than The Florida Bar

in proceedings for the issuance of opinions on professional ethics authorized under these Rules Regulating The Florida Bar.

(2) *Former Members of the PEC, Former Board Members, and Former Employees.* No former member of the PEC, former member of the board of governors, or former employee of The Florida Bar shall represent any party other than The Florida Bar in proceedings for the issuance of opinions on professional ethics authorized under these rules if personally involved to any degree in the matter while a member of the PEC, a member of the board of governors, or an employee of The Florida Bar.

A former member of the PEC, former member of the board of governors, or former employee of The Florida Bar who did not participate personally in any way in the matter or any related matter in which the attorney seeks to be a representative, and who did not serve in a supervisory capacity over such matter, shall not represent any party except The Florida Bar in proceedings for the issuance of opinions on professional ethics authorized under these rules for 1 year after such service without the express consent of the board.

(3) *Partners, Associates, Employers, or Employees of the Firms of PEC Members or Board of Governors Members Precluded From Representing Parties Other Than The Florida Bar.* Members of the firms of board of governors members or PEC members shall not represent any party other than The Florida Bar in proceedings for the issuance of opinions on professional ethics authorized under these rules without the express consent of the board.

(4) *Partners, Associates, Employers, or Employees of the Firms of Former PEC Members or Former Board of Governors Members Precluded From Representing Parties Other Than The Florida Bar.* Attorneys in the firms of former board of governors members or former PEC members shall not represent any party other than The Florida Bar in proceedings for the issuance of opinions on professional ethics authorized under these rules for 1 year after the former member's service without the express consent of the board.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Oct. 29, 1992 (608 So.2d 472); May 20, 2004 (875 So.2d 448).

## **BYLAW 2-9.5 ADMINISTRATIVE POLICIES**

The executive director may adopt such policies or procedures necessary to govern the administrative operation of The Florida Bar and The Florida Bar staff, provided all policies of a continuing nature are in writing and a copy of all such policies is furnished to each member of the board of governors and available for inspection by any member of The Florida Bar at all reasonable times.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **BYLAW 2-9.6 RULES OF ORDER**

The current edition of Robert's Rules of Order shall be the rules that govern the conduct of all meetings of The Florida Bar, its board of governors, its sections, divisions, and committees.

Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).

## **BYLAW 2-9.7 INSURANCE FOR MEMBERS OF BOARD OF GOVERNORS, OFFICERS, GRIEVANCE COMMITTEE MEMBERS, UPL COMMITTEE MEMBERS, CLIENTS' SECURITY FUND COMMITTEE MEMBERS, AND EMPLOYEES**

Appropriate insurance coverage for members of the board of governors, officers of The Florida Bar, members of UPL, clients' security fund, and grievance committees, and employees of The Florida Bar shall be provided as authorized by the budget committee and included in the budget. To the extent the person is not covered by insurance, The Florida Bar shall indemnify any officer, board member, UPL, clients' security fund, or grievance committee member, or employee of The Florida Bar who was or is a party, or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by The Florida Bar), by reason of the fact that the person is or was an officer, board member, UPL, clients' security fund, or grievance committee member, or employee of The Florida Bar, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by the person in connection with such action, suit, or proceeding, including any appeal thereof, if the person acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of The Florida Bar, and with respect to any criminal action or proceeding, had no reasonable cause to believe the conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not of itself create a presumption that the person did not act in good faith and in a manner that the person reasonably believed to be in, or not opposed to, the best interests of The Florida Bar, or with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

Added March 9, 1987; Amended March 2, 1988; July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Oct. 20, 1994 (644 So.2d 282).

## **BYLAW 2-9.8 PRACTICE RESOURCE INSTITUTE**

The board of governors creates the Practice Resource Institute and will adopt standing board policies, as provided in bylaw 2-9.2, that govern the operation of the institute.

Added effective April 13, 1989. Amended July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252); Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179), amended November 9, 2017, effective February 1, 2018 (SC16-1962).

## **BYLAW 2-9.9 PUBLIC INTEREST PROGRAMS**

The board of governors hereby creates a program for promoting and supporting public service activities, which shall include, but not be limited to, pro bono services support and law related education.

Added effective April 13, 1989.

## **BYLAW 2-9.10 MEMBER BENEFITS PROGRAM**

The board of governors hereby creates a program for developing and providing benefits to members of the bar, which shall include, but not be limited to, insurance and discounts on goods and/or services.

Added effective April 13, 1989.

## **BYLAW 2-9.11 ASSISTANCE TO MEMBERS SUFFERING FROM IMPAIRMENT RELATED TO CHEMICAL DEPENDENCY OR PSYCHOLOGICAL PROBLEMS**

The Florida Bar shall create or fund a program for the identification of its members who suffer from impairment related to chemical dependency or psychological problems that affect their professional performance or practice of law, and the assistance of those members in overcoming such dependency or problems.

Added effective April 13, 1989. Amended Sept. 24, 1998, effective Oct. 1, 1998 (718 So.2d 1179); amended effective Feb. 8, 2001 (795 So.2d 1).

## **2-10. AMENDMENTS**

### **BYLAW 2-10.1 PROPOSED AMENDMENTS**

Amendments to these bylaws may be made in the manner set forth in rule 1-12.1.

Amended April 13, 1987, effective May 26, 1987; Aug. 7, 1987; March 2, 1988; Oct. 10, 1991, effective Jan. 1, 1992 (587 So.2d 1121) July 23, 1992, effective Jan. 1, 1993 (605 So.2d 252).