

**CINCINNATI BAR ASSOCIATION
BANKRUPTCY JUDICIAL LIAISON COMMITTEE
BYLAWS**

**ARTICLE I
Name and Purpose**

Section 1. This committee of the Cincinnati Bar Association's Bankruptcy Committee shall be known as the Cincinnati Bar Association Bankruptcy Judicial Liaison Committee (hereinafter "Liaison Committee").

Section 2. Mission.

The mission of the Liaison Committee is to maintain the highest professional standards among bankruptcy practitioners, to enhance the professional competence of the bar, and to improve the administration of justice by promoting the exchange of information and ideas between the judiciary, practicing lawyers, and Bankruptcy Trustees.

**ARTICLE II
Membership**

Section 1. Any member of the Cincinnati Bar Association may be a member of the Liaison Committee in accordance with procedures set forth in Sections 5 and 6 of this Article.

Section 2. The officers of the Liaison Committee shall be a Chair, a Vice-Chair, and a Secretary. Each officer shall serve for a period of two years from July 1 to June 30.

Section 3. The Chair, Vice-Chair, and Secretary shall be designated or nominated and elected by July 1 in accordance with the procedures set forth in Sections 5 and 6 of this Article. The term of each officer shall begin on July 1 or on the date of his or her election and shall end on June 30 two years later, except that, notwithstanding the foregoing, the term of each officer shall continue until his or her successor has been elected or reappointed by a majority of the Liaison Committee.

Section 4. Membership.

The Liaison Committee shall be comprised of:

- a. the officers of the Liaison Committee;
- b. Any Judge of the Southern District of Ohio Bankruptcy Court (Cincinnati);
- c. Any staff member for any Judge of the Southern District of Ohio Bankruptcy Court (Cincinnati), including law clerks;
- d. Clerk of the Bankruptcy Court, or designated representative
- e. Assistant United States Trustee;
- f. at least one consumer bankruptcy representative;

- g. at least one Chapter 7 Trustee;
- h. at least one creditors' representative;
- i. at least one commercial bankruptcy representative; and
- j. the Cincinnati Chapter 13 Trustee.

Section 5. Qualifications, Nomination, and Election.

- a. The Chair shall be the immediate past chair of the Cincinnati Bar Association Bankruptcy Committee.
- b. The Vice-Chair shall be the current Chairperson of the Cincinnati Bar Association Bankruptcy Committee.
- c. The Secretary shall be nominated by any member of the Liaison Committee, and approved by a majority of the Liaison Committee.
- d. Ex Officio –The immediate past chair of the Liaison Committee shall be an ex officio member of the Liaison Committee.
- e. At the annual meeting of members held in each even-numbered year there shall be elected one-half of the prescribed number of non-officer members, each of whom shall serve until the annual meeting of members in the next following even-numbered year and until their respective successors are elected and qualify.
- f. At the annual meeting of members held in each odd-numbered year there shall be elected one-half of the prescribed number of non-officer members, each of whom shall serve until the annual meeting of members in the next following odd-numbered year and until their respective successors are elected and qualify.
- g. The Chair, no later than April 1 of a year in which an election must be held, shall appoint a Nominating Committee of three members of the Liaison Committee. No more than one member of the Nominating Committee may be an officer of the Liaison Committee.
- h. The Nominating Committee shall confirm that the immediate past chair of the Cincinnati Bar Association Bankruptcy Committee is willing to serve as Chair and that the current Chairperson of the Cincinnati Bar Association Bankruptcy Committee is willing to serve as Vice-Chair. The Nominating Committee shall make nominations to the Liaison Committee to fill the offices of Chair or Vice-Chair, as appropriate, in the event the aforementioned individuals decline the position on the Liaison Committee. The Chair shall instruct the Nominating Committee that officers and members shall be chosen on the basis of ability and willingness to serve the needs of the Liaison Committee rather than as a method of conferring honors. The Chair shall also instruct the Nominating Committee to consider and be sensitive to the diverse ages and social, ethnic, gender, geographic, and sub-specialty composition of the Liaison Committee so that all members may recognize that their interests and aspirations are being given serious attention in the selection of officers and in the conduct of the Liaison Committee's affairs. The

Nominating Committee shall consider any nominations for the officers that may be received from members of the Liaison Committee.

- i. The Nominating Committee shall make a final list of nominations for officers and members of the Liaison Committee in the form of a written slate of candidates for all such positions (hereinafter the "Nominating Committee Slate"). The Nominating Committee Slate shall be delivered to the Secretary of the Liaison Committee no later than April 15.

Section 6. Elections shall be conducted as follows:

- a. Written notice of the Nominating Committee Slate shall be mailed or delivered by electronic mail to the last known address or electronic mail address of all members of the Liaison Committee, as reflected by the records of the Cincinnati Bar Association, no later than May 1.
- b. The Secretary shall deliver ballots by United States mail or by electronic mail to the last known addresses or electronic mail addresses of all members of the Liaison Committee, as reflected by the records of the Cincinnati Bar Association, no later than June 1. The members of the Liaison Committee shall be instructed to return their ballots to the Secretary (by such reasonable means as the Secretary shall determine) no later than June 15. The Secretary shall count all ballots received by June 15 as soon thereafter as reasonably practicable, and the candidate receiving the most votes on such ballots for each open position shall be declared elected to fill that position.
- c. A non-officer member may not serve more than four consecutive years, regardless of which category or categories of subparagraphs f. through i. of Section 4 or subparagraphs a. through d. of Section 5 of this Article II that service is performed. No person other than (a) a Judge of the Southern District of Ohio Bankruptcy Court (Cincinnati), (b) staff member or law clerk of such Judge, (c) Clerk of the Bankruptcy Court or designated representative, (d) Assistant United States Trustee, or (e) the Cincinnati Chapter 13 Trustee may serve more than seven consecutive years of combined service, provided, however, that the above consecutive service restrictions shall not be applicable in the event that a member is appointed to fill an interim term on the Liaison Committee of one year or less. In that event, each of the term limitations set forth in this paragraph shall be increased by up to the year of the unexpired term the member is appointed to fill.

Section 7. Vacancies. In the event that a vacancy in the office of a member occurs as a result of death, disability, resignation, termination, suspension, expulsion, or failure to qualify as a member, the Chair may fill such vacancy or vacancies for the unexpired or new term.

ARTICLE III Duties of Officers

Section 1. The Chair shall preside at all meetings of the Liaison Committee. The Chair may appoint committees from the members of the Liaison Committee to perform such duties and

exercise such powers as the Chair may direct, subject to the limitations of these Bylaws and the Bylaws of the Cincinnati Bar Association. The Chair shall formulate and present at each annual Cincinnati Bar Association Bankruptcy Committee Seminar, typically held in December of each year, a report on the work of the Liaison Committee for the past year. He or she shall perform such other duties and acts as usually pertain to the office.

Section 2. The Vice-Chair shall preside at any meetings of the Liaison Committee at which the Chair is absent, and shall automatically succeed to the office of Chair in the event of the Chair's death or resignation. If the Chair becomes unable to perform his or her duties, the Vice-Chair shall perform the duties of the Chair for so much the Chair's remaining term as the disability continues.

Section 3. The Secretary shall be the custodian of the books, papers, documents, and other property of the Liaison Committee, except money. He or she shall keep a true record of the proceedings of all meetings of the Liaison Committee, whether assembled or acting under submission. In conjunction with the Chair, the Secretary shall attend generally to the business of the Liaison Committee.

ARTICLE IV Meetings

Section 1. Meetings. The Liaison Committee shall endeavor to meet biannually at such time and place as may be designated from time to time by the Liaison Committee.

Section 2. Special meetings of the Liaison Committee may be called by the Chair at such times and places and upon such reasonable notice as the Chair may determine. The purpose of the special meeting shall be stated in the notice, including for the purpose of electing members and officers of the Liaison Committee.

Section 3. The members of the Liaison Committee present at any regular or special meeting shall constitute a quorum for the transaction of business, but a quorum must include at least two officers.

Section 4. A majority vote of the members present shall constitute a binding action of the Liaison Committee.

Section 5. Notice of Meetings. Written notice of each meeting of members shall, unless waived in writing or by the member's personal presence at or participation in the meeting, be given to each member either by hand delivery, by first class mail, or electronically, sent not less than 2 business days before the date of such meeting

Section 6. Order and Conduct of Business. Unless otherwise determined by the Chair, the order and conduct of business at all meetings of members shall be:

1. Roll call.
2. Action of minutes of previous meetings.

3. Unfinished business from preceding meeting, if any.
4. Special order of business for the day, as previously prepared by the Chair, Vice-Chair, or Secretary.
5. New business.

ARTICLE V
Miscellaneous Provisions

Section 1. No salary or compensation shall be paid to any officer or member of a committee. The provision of food and refreshments at meetings of the Liaison Committee or any committee thereof shall not be considered compensatory for any purpose.

Section 2. These Bylaws, or any amendment thereto, shall be effective upon their approval by the Liaison Committee.

Section 3. These Bylaws may be amended by a majority vote of the members of the Liaison Committee at any special meeting duly noticed or, if so directed by the Chair, by email balloting.

Section 4. In the absence or disability of both the Chair and Vice Chair, the meetings of the Liaison Committee shall be presided over by a chairperson pro tempore, elected by a majority vote of the Committee members present, which chairperson, when elected, shall serve in that capacity only during the session of the meeting at which he or she is elected. The Secretary shall convene the first session of any meeting from or at which both the Chair and Vice Chair are absent or unable to preside, and shall preside during the election of such chairperson *pro tempore*.

ATTESTATION

The foregoing Bylaws of the Liaison Committee were approved at a duly convened meeting of the Liaison Committee on the 21st day of March 2014.

/s/ Monica Kindt
Secretary