

## Constitution of the Guild of Catholic Lawyers

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# THE GUILD OF CATHOLIC LAWYERS

## CONSTITUTION

(As amended March 22, 1955.)

### ARTICLE I

#### *Name*

The name and title of this organization shall be "THE GUILD OF CATHOLIC LAWYERS."

### ARTICLE II

#### *Purpose*

The objects and purposes of the Guild shall be:

(a) To inculcate a consciousness of the importance of the Natural Law in the administration of justice.

(b) To promote the intellectual and spiritual welfare of its members.

(c) To associate its members together for their mutual benefit as members of the legal profession.

(d) To foster advancement of the professional and technical skills of its members as lawyers.

(e) To encourage association among Catholic lawyers for the mutual exchange of knowledge and experience.

(f) To uphold the highest standards and best traditions of the legal profession.

(g) To safeguard the civil and religious rights of all Catholics who are in union with the Holy See in Rome.

(h) To participate in any legal proceedings as a party or as *amicus curiae* in furtherance of these declared purposes.

(i) To cooperate with other organizations in performing any of the purposes for which this Guild is formed.

(j) To perform any and all things not inconsistent with law that affect the mutual interests of Catholic lawyers.

(k) To raise money through the collection of dues and by other means to assist in carrying out the foregoing purposes; provided, however, that no part of the net earnings of the Guild may inure to the benefit of any private shareholder or individual.

### ARTICLE III

#### *Membership*

*Section 1.* There shall be two (2) classes of membership in the Guild: (a) Active; and (b) Honorary. The members of the Guild shall be divided among such classes according to their eligibility.

(a) **ACTIVE MEMBERSHIP:** Any member of the legal profession in good standing who is a practicing Catholic and who is admitted to practice in any state, territory or possession of the United States or in any foreign country may upon written application duly endorsed by a member of the Guild become an active member of the Guild by a majority vote of the Guild after a report of its Committee on Admissions and Membership and upon prepayment of annual dues for the current year where such annual dues are required to be paid.

(b) **HONORARY MEMBERSHIP:** Honorary Members may be elected by the Board of Governors. Persons holding Honorary Membership shall have all of the rights and privileges of Active Members except those of voting and holding office.

*Section 2. DUES:* The annual dues of all members of the Guild except Honorary Members, who shall pay no dues, shall be payable in advance on October 1st of each year and shall be as follows:

(a) During the first year after admission to the Bar a member shall not be required to pay any dues;

(b) From the second to the sixth year after admission to the Bar a member shall pay Five Dollars (\$5) per year; and

(c) After the sixth year of admission to the Bar a member shall pay Ten Dollars (\$10) per year.

*Section 3.* Upon failure to pay such dues within one calendar month thereafter the delinquent shall be notified by the Treasurer, and if such default shall continue thereafter for one month the Treasurer shall report said default to the Committee on Admissions and Membership which shall thereupon suspend such person from membership unless the time is extended by the Committee on Admissions and Membership for such period not exceeding six (6) months as it deems proper, or except as provided in Section 4 of this Article. A copy of this section of these By-Laws shall be printed as part of the Treasurer's notice hereinbefore referred to.

*Section 4.* Upon application in writing containing reasons satisfactory to the Committee on Admissions and Membership that Committee may recommend to the Board of Governors a remission of dues of any member so applying. Upon the approval of such recommendation by the Board, the dues shall be remitted and in that event the provision of Section 3 of this Article concerning defaults shall not apply.

*Section 5.* The dues of any member shall be automatically remitted during the period

of his active service with the armed forces of the United States, upon notification to the Committee on Admissions and Membership of his entry upon such service.

*Section 6.* No person who shall have ceased to be a member for non-payment of dues shall thereafter again be admitted to membership except upon payment of arrears for not in excess of one year, unless they be remitted as provided in Section 4 of this Article.

*Section 7.* Upon application to it in writing to that effect, by a member who is seventy (70) years of age or over and who has been a member in good standing for at least twenty-five (25) years, the Committee on Admissions and Membership may recommend to the Board of Directors a remission of future dues during the lifetime of such member so applying. Upon the approval of such recommendation by the Board the future dues of such member shall be remitted accordingly.

## ARTICLE IV

### *Officers*

*Section 1.* The officers of the Guild shall be as follows: a Supreme Spiritual Director; a Spiritual Director; a President; a First Vice President; a Second Vice President; an Executive Secretary; a Recording Secretary; and a Treasurer.

*Section 2.* With the exception of the Supreme Spiritual Director and the Spiritual Director the officers of the Guild shall be elected for a term of one (1) year or until their successors have been duly elected and qualified. The election of officers shall take place at the annual meeting of the Guild. The President and the First and Second Vice Presidents shall not hold the same office for more than two (2) consecutive years. The

Supreme Spiritual Director shall always be the Archbishop of New York and he shall be *ex officio* a member of the Board of Governors. The Spiritual Director shall be selected by the Archbishop of New York upon the request of the Board of Governors of the Guild and he shall serve at the pleasure of the Archbishop of New York and he shall be *ex officio* a member of the Board of Governors.

## ARTICLE V

### *Board of Governors*

*Section 1.* The Board of Governors of the Guild shall be composed of all of the *ex officio* and elected officers and all of the elected Governors and shall include the immediate past President of the Guild. Each member of the Board of Governors shall be entitled to one (1) vote at any meeting of the Board. A quorum of an assembled meeting of the Board of Governors shall exist when ten (10) or more voting members are present. Voting by proxy shall not be permitted.

*Section 2.* The Board of Governors shall supervise and control the affairs of the Guild and shall take cognizance of all infractions of the Constitution and By-Laws. It shall control and manage the property of the Guild and shall have power to appropriate funds as hereinafter determined by the By-Laws. It shall fill until the next annual election all vacancies occurring in its own body. It shall report its proceedings at every annual meeting. It shall have full power to act for the Guild in carrying out any of the objects and purposes for which the Guild has been formed.

*Section 3.* In addition to the Guild officers as outlined in Article IV, Section 1, there shall be elected annually at the annual meet-

ing seven (7) members of the Guild to serve as members of the Board of Governors for a period of three (3) years. Total membership of the Board of Governors elected pursuant to this Section shall not at any one time exceed twenty-one (21) members. No governor elected for a full term shall be eligible for re-election until one (1) year after the expiration of his term of office.

## ARTICLE VI

### *Executive Committee*

An Executive Committee composed of the President and four (4) members of the Board of Governors to be selected by the Board of Governors shall be set up annually immediately following the annual meeting of the Guild at which its respective officers are elected. This Executive Committee shall have the power and authority to act in the place and stead of the general membership of the Guild or the Board of Governors of the Guild on any and all matters which in the discretion of the President require immediate and forthright action. Any action taken by the Executive Committee shall be reported to the Board of Governors at its next meeting following the taking of such action and to the membership of the Guild at the next general meeting of the Guild following the taking of such action. Meetings of the Executive Committee may be called at any time by the President or, in his absence, by the Vice Presidents in order of their seniority and no specified time for the giving of notice of such meetings shall be required.

## ARTICLE VII

### *Powers and Duties of Officers*

*Section 1. Spiritual Director.* The Spiritual Director shall advise the Guild on all matters concerning its spiritual and religious

welfare and activities and shall supervise and have the power to limit any action or proposed action taken by the Guild in carrying out the objects and purposes for which it was formed in so far as such action or proposed action has to do with matters of a spiritual or religious nature.

*Section 2. President.* The President shall be the chief executive officer of the Guild and shall preside at all meetings of the Guild and of the Board of Governors and of the Executive Committee.

*Section 3. Vice Presidents.* The Vice Presidents in order of their seniority shall in the absence of the President preside at all meetings of the Guild, the Board of Governors or the Executive Committee.

*Section 4. Executive Secretary.* The Executive Secretary shall perform such duties as may be assigned to him from time to time by the President of the Guild or the Board of Governors.

*Section 5. Recording Secretary.* The Recording Secretary shall keep minutes of all meetings of the Guild and of the Board of Governors and discharge such other duties as shall be required of him by the President of the Guild or the Board of Governors.

*Section 6. Treasurer.* The Treasurer shall collect and by order of the Board of Governors or the Executive Committee or the President disburse the moneys of the Guild and discharge such other duties as shall be required of him by the President of the Guild or the Board of Governors.

## ARTICLE VIII

### *Meetings*

The annual meeting of the Guild shall be held on the fourth Tuesday of the month of October in each year. Other meetings of the

Guild shall be held on the fourth Tuesday of the months of January, March and June of each year except that the Board of Governors or the Executive Committee may for good cause change the date of the meetings scheduled for the months of January, March and June. Special meetings of the Guild may be called by the President through the Executive Secretary at any time upon the written request of ten (10) members of the Guild, which request shall specify the object of the meeting. Notice of such special meeting, specifying the object thereof, shall be sent to each member of the Guild at least five (5) days in advance of the date set for such special meeting. Twenty-five (25) members shall constitute a quorum for the transaction of business.

## ARTICLE IX

### *Amendments*

*Section 1.* This Constitution can be amended by a two-thirds ( $\frac{2}{3}$ ) vote of the members present and voting at a meeting of the Guild, after notice of the proposed amendment subscribed by at least ten (10) members shall have been given at the next previous meeting, and notice of the same shall have been also given by the Secretary in the notices of the meeting; provided, however, that a majority of the members of the Board of Governors may subscribe and file with the Secretary proposed amendments to the Constitution, whereupon the Secretary shall give notice to all members of the Guild at least ten (10) days prior to the date of the meeting at which such amendments are to be considered, in which event such amendments so originated may be adopted as if they had been proposed at the last preceding meeting of the Guild.

*Section 2.* This Constitution shall be in

full force and effect from and after its adoption; and the previous Constitution and By-Laws of this Guild shall thereupon cease to be in effect, except that officers and elected members of the Board of Governors then in office shall continue to serve until the expiration of their then existing terms.

## BY-LAWS

### ARTICLE I

#### *Presiding Officers*

The President, and in his absence one of the Vice Presidents in order of seniority, shall preside at all meetings of the Guild. If none of these officers be present, a President, pro tem, shall be chosen by and from the attending members.

### ARTICLE II

#### *Order of Business*

The order of business at the annual meeting of the Guild and at the regular meetings of the Guild shall be as follows:

- a. Call to order
- b. Prayer by Spiritual Director
- c. Reading of minutes of the preceding meeting
- d. Report of Committee on Admissions and Membership
- e. Nominations for membership
- f. Election of members
- g. Report of President on behalf of Board of Governors
- h. Report of Secretary
- i. Report of Treasurer
- j. Report of Nominating Committee (at annual meeting only)
- k. Election of officers and members of Board of Governors (at annual meeting only)

- l. Reports of Standing Committees
- m. Reports of Special Committees
- n. Unfinished business
- o. New business
- p. Report of Spiritual Director
- q. Closing prayer

This order of business may be changed at any meeting by a vote of the majority of the members present. The rules and orders of Roberts' Rules of Order shall govern the meetings of the Guild and of the Board of Governors and of the Executive Committee in so far as they are applicable and not inconsistent with the Constitution and By-Laws.

### ARTICLE III

#### *Executive Secretary*

The Executive Secretary will keep a record of the proceedings of the Guild and of such other matters as may be directed by the Guild to be placed on its files or record. He will keep an accurate list of officers and members and will notify officers and members of their elections to office or appointments to committees. He will issue all meeting notices. He will be custodian of the seal of the Guild and will perform all other such duties as are assigned to him by the President or the Board of Governors or the Executive Committee.

### ARTICLE IV

#### *Recording Secretary*

The Recording Secretary shall keep accurate minutes of all meetings of the Guild and of the Board of Governors and shall perform such other duties as are properly assigned to him by the President or the Board of Governors or the Executive Committee.

## ARTICLE V

*Treasurer*

The Treasurer will keep an accurate roll of the members; will notify members of their election to membership; will bill and collect all dues; will keep regular books of account for the Guild, which accounts shall be open to inspection by any members of the Board of Governors or the Executive Committee; and will report in writing at each meeting of the Guild, the Board of Governors and the Executive Committee, as and when required, the financial condition of the Guild. He shall make no payment unless upon authorization of the Board of Governors or the Executive Committee or authorization or approval of the President. He shall deposit the moneys of the Guild to the credit of the Guild in such bank or trust company as may be approved of by the Board of Governors and all disbursements of the funds so deposited shall be made by him by check, which check shall be signed by him and countersigned by the President or one of the Vice Presidents. His accounts shall at all times be subject to examination and audit by the Committee on Audit of the Guild.

## ARTICLE VI

*Committees*

*Section 1.* The President shall appoint from the members of the Guild the following Standing Committees:

- a. Committee on Admissions and Membership
- b. Committee on Entertainment
- c. Committee on Audit
- d. Committee on Legislation
- e. Committee on the Red Mass
- f. Committee on the Natural Law
- g. Committee on Legal Aid

- h. Committee on Catholic Action
- i. Committee on Public Information
- j. Committee on Cooperation with Other Guilds or Associations of Lawyers

Membership to the foregoing committees shall be appointed by the President immediately following each annual meeting of the Guild. Membership on the various committees shall continue for a period of one (1) year from the date of appointment unless otherwise terminated by resignation, death or suspension from membership in the Guild. In the event of the resignation, death or suspension of any committee-member the President shall designate a person, a member of the Guild, to fill the vacancy, which member shall serve on the committee until the next annual meeting of the Guild.

Each of the foregoing Standing Committees shall consist of not less than five (5) nor more than ten (10) members; and the duties of each of the committees shall be those prescribed by the Board of Governors and duly promulgated to the respective committees. The President shall be a member *ex officio* of each Standing Committee.

*Section 2.* The President with the consent and approval of the membership of the Guild or the Board of Governors or the Executive Committee may appoint such Special Committees as may be determined to be necessary.

## ARTICLE VII

*Nominating Committee*

At the regular meeting of the Guild to be held in the month of March of each year a committee of five (5), none of whom shall be an officer or member of the Board of Governors, shall be elected by the Guild as

a Nominating Committee, which committee shall before the tenth day of September in each year following their election prepare a list of candidates for the various offices of the Guild to be filled at the next ensuing election and shall submit such list to the Executive Secretary who within ten (10) days from the date of the receipt of such list shall cause a copy thereof to be mailed to every active member of the Guild. Any member of the Guild whose name may not have been acted upon by the Nominating Committee shall be, nevertheless, eligible for nomination and election to any office in the Guild provided his name shall be submitted in writing to the Executive Secretary by at least ten (10) active members of the Guild on or before the first day of October in each year and the Executive Secretary shall upon receipt of such nomination include the names of such nominees in the notice of the annual meeting to be mailed to every active member. Where ballots are to be used for the election of officers of the Guild the names of all nominees submitted by the Nominating Committee and the names of all independent nominees shall be set forth in said ballot.

#### ARTICLE VIII

##### *Charges of Misconduct Against Members*

*Section 1.* All charges of misconduct against members of the Guild shall be made in writing to the Board of Governors, which

shall thereupon appoint a Committee of five (5), none of whom shall be a member of the Board of Governors, to investigate such charges, and report thereon at the next meeting of the Board. Any member so charged shall be notified in writing by the Secretary to attend before such Committee, at least ten (10) days in advance of such appearance. He may introduce rebutting testimony. If the member charged be an officer, the Board, by a majority vote, may declare the office vacant during the investigation.

*Section 2.* Upon presentation of the report, the Board of Governors may, in its discretion, dismiss such charges or censure, suspend, expel or remove from office the member accused, but before any such action, the member may make his defense before the Board. The decision of the Board of Governors shall be final and conclusive and no further review or appeal shall be allowed.

*Section 3.* Any member expelled shall forfeit all his rights and privileges in the Guild.

#### ARTICLE IX

##### *Amendments*

Amendments to these By-Laws shall be made in the same manner as provided for with respect to amendments to the Constitution.

