

BY-LAWS FOR THE FLORIDA SOUTHERN BANKRUPTCY DIVERSITY, EQUITY, AND INCLUSION COMMITTEE

Article I – General

Section 1. The name of this committee is the Diversity, Equity, and Inclusion Committee ("DEI Committee").

Section 2. The purposes of the DEI Committee are:

- a. To advance the efforts of the United States Bankruptcy Court for the Southern District of Florida (the "Court") to foster the interests of diversity, equity, and inclusion.
- b. To develop and present educational programs and outreach efforts that further the interests of diversity, equity, and inclusion in the district, including for judges, and members of the clerk's office, chambers staff, members of the bar of the Court, and others in the legal community.
- c. To address and combat bias and prejudice based on race, color, ethnicity, national origin, sex, gender identity, sexual orientation, religion, age, disability, financial status, or any other characteristic, quality or status of a person impacting diversity, equity, and inclusion.
- d. To encourage the exchange of ideas and information among and between the judges, members of the clerk's office, chambers staff, members of the bar of the Court and other members of the legal community, on issues impacting diversity, equity, and inclusion within our district.
- e. To consult with judges, members of the clerk's office, chambers staff, and members of the bar of the Court, and potentially with the public at large within our district, in an effort to foster regular and clear communication on issues relating to diversity, equity, and inclusion as they relate to the operation of the Court and the bankruptcy system.
- f. To consider or initiate any matter or initiative that furthers the interests of diversity, equity, and inclusion in the district that the DEI Committee deems appropriate.

Article II – Composition

Section 1. The DEI Committee shall consist of Judges of the Court and members of the bar of the Court selected by the Chief Judge after consultation with the other Judges. The Chief Judge shall determine the total number of appointments of the DEI Committee from time to time based on need. The Court may modify the membership of the committee and its composition at its discretion, without prior notice, by publication on the Court's website.

Section 2. The membership of the DEI Committee should represent the variety of practice areas and diversity of practitioners of members of the bar of the Court.

Section 3. Each member of the DEI Committee shall serve a term of three (3) years.

Section 4. The initial ten (10) non-judicial appointments shall be staggered with three (3) to expire at the end of the first year, three (3) to expire the end of the second year, and four (4) to expire at the end of the third year. Those serving the initial one-year term are eligible for reappointment for a single three (3) year term.

Section 5. The DEI Committee shall have two Co-Chairs, with one being a judicial member and the other being a non-judicial member selected by the Chief Judge after consultation with the judicial Co-Chair.

Section 6. The non-judicial Co-Chair shall serve for a period of three (3) years beginning from the date of the first meeting of the DEI Committee after the selection of the non-judicial Co-Chair and ending on the first meeting following selection of their successor. The judicial Co-Chair shall be appointed and serve at the pleasure of the Chief Judge.

Section 7. Each member of the DEI Committee shall be entitled to one (1) vote on any issue that may arise which requires a vote by the DEI Committee, at any regular or special meeting. The vote of the majority of the members of the DEI Committee present in person or by proxy shall be binding for all actions of the DEI Committee. As used herein, the term “majority of the members” shall mean a majority of the votes of members and not a majority of the members of the DEI Committee themselves, and shall further mean more than 50% of the then total authorized votes present in person or by proxy and voting at any duly noticed meeting of the members at which a quorum shall have been attained.

Section 8. The DEI Committee shall also include as ex officio, non-voting members, any Judge of the Court who wishes to take part in meetings and considerations of the DEI Committee, the Clerk of the Court or a designee of the Clerk, and a designee of the District Court's Diversity, Equity, and Inclusion Committee.

Section 9. Resignation from the DEI Committee will be accepted upon written notice to the Co-Chairs. The Chief Judge may remove any member of the DEI Committee with or without cause.

Section 10. The Chief Judge shall have the power to fill any vacancies that may arise, including the Co-Chairs and other officers, which may result from death, resignation, removal, or inability to serve. Any member so appointed shall hold office for the unexpired term of the office in whose place he or she is appointed.

Article III – Meeting of Members

Section 1. Meetings of members shall be held within the Southern District of Florida as may from time to time be fixed by the DEI Committee. Meetings may be conducted via videoconference or teleconference, unless the notice of meeting specifically states that the meeting is to be in person only.

Section 2. More than one half (1/2) of the members of the DEI Committee shall constitute a quorum for purposes of carrying on any meeting of the DEI Committee for any business before it and for voting on any issue before the DEI Committee.

Section 3. Written notice of the time and place of every meeting of members shall be given to each member by the non-judicial Co-Chair not less than seven (7) days before the date of the meeting, either personally or by electronic mail. Each notice of meeting shall provide a videoconference link or teleconference number unless the meeting has been specifically noticed to be in person only. When a meeting is adjourned to another time or place, it shall not be necessary to give notice of the adjourned meeting if the time and place to which the meeting is adjourned is announced at the meeting at which the adjournment is taken and at the adjourned meeting only business shall be transacted as might have been transacted at the original meeting. If, after the adjournment, a new date for the adjourned meeting is fixed, the non-judicial Co-Chair shall give notice of the adjourned meeting to each member not less than seven (7) days before the date of the meeting, either personally or by electronic mail.

Section 4. The DEI Committee shall determine a regular meeting schedule with the anticipation that no less than six (6) meetings will be held each year. Special meetings may be called as deemed necessary by the Co-Chairs or the Court, with the purpose, time, and place of the meeting provided in person or by electronic mail to each member at least seven (7) days before the special meeting.

Section 5. The DEI Committee shall convene at least one meeting per year to which all Judges of the Court shall be invited for the purpose of engaging in a free and open discussion of issues relevant to furthering the interests of diversity, equity, and inclusion in the district.

Article IV - Duties

Section 1. Co-Chairs. The non-judicial Co-Chair shall provide required notices of meetings of the DEI Committee as described herein, and the Co-Chairs shall preside at such meetings, and perform such other duties as ordinarily pertain to the office. The Co-Chairs shall be the primary liaison between the DEI Committee and the Court and shall meet with the Chief Judge and, where appropriate, other Judges of the Court, to advise of the business of the DEI Committee.

Section 2. Vice-Chair. The Vice-Chair shall assist the Co-Chairs in the performance of any of their duties, and perform such other duties as the Co-Chairs, the DEI Committee, or the Chief Judge deem necessary. In the event of the absence of both Co-Chairs, the Vice-Chair shall provide notice of, and preside at, meetings. In the event of the unavailability or disability of a Co-Chair, the Vice-Chair shall become the interim Co-Chair.

Section 3. Secretary. The Secretary shall record and keep minutes of meetings of the DEI Committee, keep membership records of the DEI Committee, and perform such other duties as usually pertain to the office.

Section 4. Subcommittees. The Co-Chairs may, subject to the approval of the DEI Committee, appoint such temporary subcommittees as may from time to time be required. Subcommittees may include members of the DEI Committee, members of the Court, members of the bar of the Court, and such other persons as the DEI Committee may deem appropriate. Any such subcommittee shall include as its Chair a current member of the DEI Committee who shall be responsible for oversight of the subject subcommittee and reporting subcommittee activity to the DEI Committee.

Article V – Method of Voting

The business of the DEI Committee shall be transacted by voice vote except where vote by ballot is requested by a majority of those entitled to vote at any meeting. All voting determinations shall be made by a simple majority.

Article VI – Attendance at Meetings

Section 1. Each member of the DEI Committee must attend at least 75% of the regular meetings of the DEI Committee each year.

Section 2. If any member of the DEI Committee is not present at two (2) regularly scheduled meetings in any twelve (12) month period, or a total of five (5) regularly scheduled meetings during said member's term, the Chief Judge may request the resignation of such member.

Section 3. If any member is unable to attend a meeting of the DEI Committee, the member may send a designee but such designee will not count toward establishing a quorum and shall not be entitled to vote, and the member will be considered absent from the meeting.

Article VII – Amendments

These By-laws may be amended only by the affirmative vote of two-thirds (2/3) of the members of the DEI Committee, provided that written notice of such proposed amendment shall have been provided to each member at least seven (7) days before the meeting at which the amendment is considered, and provided further that any proposed amendment must be approved by the Court.