

LAW STUDENT DIVISION BYLAWS

Article 1 General Provisions

§ 1.1 Name

The name of this organization shall be the "Law Student Division," a division of the American Bar Association.

§ 1.2 Objects

The objects of the Division shall be to further the purposes and goals of the Association, particularly to promote full and equal participation in the profession by minorities and women; to represent law students in the Association and to represent the Association to law students; to help shape the policies and priorities that affect legal education; and to create a deliberative forum for the exchange and expression of law student views and a voice to advocate those views.

§ 1.3 Status

The Division is a constituent of the Association whose Constitution and Bylaws and action taken under their authority supersedes and controls these Bylaws and action taken under their authority.

§ 1.4 Authority

These Bylaws and action taken under their authority that is not inconsistent with the Association's Constitution and Bylaws and action taken under their authority are the basis for the conduct of all business in the Division. The Assembly or the Board of Governors may make rules or adopt policies and procedures that supplement these Bylaws. Any action by the Division must be approved by the House of Delegates or the Association's Board of Governors before the action can be effective as the action of the Association.

§ 1.5 Antidiscrimination

The Division shall not discriminate on the basis of ancestry, color, or race; cultural or ethnic background; economic disadvantage; ideological, philosophical, or political belief or affiliation; marital or parental status; national or regional origin; physical disability; religion, or religious or denominational affiliation; sex; sexual orientation; or age. The Division shall not encourage or condone discrimination, either implicitly or explicitly, and shall actively discourage discrimination on any such basis.

Article 2 Membership

§ 2.1 Eligibility

A law student who cannot otherwise join the Association may join the Division by paying dues and by meeting any other qualifications that the Association prescribes.

§ 2.2 Dues

The Association shall prescribe dues on the recommendation of the Assembly or the Board of Governors.

§ 2.3 Term

A membership shall continue through the end of August in each year in which the member is eligible to join and has paid dues even if he or she graduates from law school or is admitted to the bar sometime during the year.

§ 2.4 Good Standing

A member enjoys good standing if he or she has paid dues for the current year.

Article 3 Schools

§ 3.1 School Defined

- (a) A "law school" or a "school" means one that the Association accredits. A "law student" or a "student" means a candidate who is, or will be for at least part of the school year, in residence for a professional law degree.
- (b) A campus that is geographically distant from the rest of a school may be treated as a separate school for purposes of representation.
- (c) A law school loses its representation and each member at the school loses his or her membership in the Division if the Association withdraws the school's accreditation.

§ 3.2 Student Bar Associations

- (a) A "student bar association" or "SBA" means the student government, by whatever name called.
- (b) The participation of a student bar association in the Division is voluntary. These Bylaws, the rules, policies, and procedures that supplement them, and any other action taken by the Assembly or the Board of Governors do not bind a student bar association or subject it to an obligation that it does not voluntarily assume. A student bar association must, however, comply with the Bylaws and the rules, policies, and procedures that supplement them to the extent that they concern the school's representation in the circuit and the Assembly.

§ 3.3 School Representatives

- (a) The student bar association shall provide for the election or appointment from each school of a representative. The school representative shall represent the Division to the school and vice versa and shall perform such other duties as the Assembly, the Board of Governors, the circuit, or the circuit governor prescribes.
- (b) Each school may organize a chapter, subject to such rules as the Assembly or the Board of Governors prescribes, which the school representative shall chair. The student bar association may prescribe the chapter's relationship with the student bar association.

§ 3.4 Representation

Each school may send two delegates, one the SBA president or his or her proxy and the other the school representative or his or her proxy, to its circuit and the Assembly. The Assembly or the Board of Governors may regulate voting by proxy. Only a member is eligible to be a delegate.

Article 4 Circuits

§ 4.1 Circuits Defined

The administrative units of the Division are circuits. The Division shall organize all the law schools into circuits as follows:

- First** Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont
- Second** New York
- Third** Delaware, Maryland, New Jersey, and Pennsylvania
- Fourth** North Carolina, South Carolina, Virginia (except George Mason University), and West Virginia
- Fifth** Alabama, Florida, Georgia, Mississippi, Puerto Rico, and Tennessee
- Sixth** Kentucky, Michigan, and Ohio

- Seventh** Illinois, Indiana, and Wisconsin
- Eighth** Iowa, Minnesota, Missouri, Nebraska, North Dakota, and South Dakota
- Ninth** Southern California and Hawaii
- Tenth** Arkansas, Kansas, and Oklahoma
- Eleventh** District of Columbia and George Mason University
- Twelfth** Alaska, Idaho, Montana, Oregon, and Washington
- Thirteenth** Louisiana and Texas
- Fourteenth** Northern California and Nevada
- Fifteenth** Arizona, Colorado, New Mexico, Utah, and Wyoming

§ 4.2 Meetings

Each circuit shall meet twice a year -- a Fall Roundtable in September or October, and a Spring Conference in February or March. The delegates present at such a meeting shall constitute a quorum. The Assembly or the Board of Governors may provide for other meetings in which case it may prescribe a higher quorum.

§ 4.3 Circuit Rules

Each circuit may, subject to review by the Assembly or the Board of Governors, make rules or adopt policies and procedures for the conduct of its business that are not inconsistent with these Bylaws or action taken under their authority.

§ 4.4 Circuit Governor

Each circuit shall elect a governor at each Spring Conference who shall take office at the April meeting of the Board of Governors. The governor shall perform such duties as the Assembly, the Board of Governors, or the circuit prescribes. The governor may create and appoint any necessary office or committee unless the circuit prescribes otherwise.

**Article 5
Assembly**

§ 5.1 Function

The highest policymaking authority resides in the Assembly, which may act on behalf of the Division in any matter.

§ 5.2 Composition

The Assembly shall consist of the two delegates from each school. The Chair shall preside and the Secretary-Treasurer shall record the proceedings but neither shall vote unless a delegate.

§ 5.3 Meetings

The Assembly shall meet during the Annual Meeting at a time designated by the Chair or the Board of Governors. The Resolutions Committee shall prescribe the order of business.

§ 5.4 Board of Governors

- (a) The Board of Governors is the administrative agency of the Assembly. The Board shall draft and submit for consideration the standing rules and shall correct and approve the minutes of the Assembly.

- (b) Each member of the Board may attend each meeting of the Assembly with the right to make or debate any motion but shall not vote unless a delegate.

Article 6 Board of Governors

§ 6.1 Function

The general executive and administrative authority resides in the Board of Governors, which may act on behalf of the Division to the extent that such action is not inconsistent with these Bylaws or with action taken by the Assembly during the last three Annual Meetings.

§ 6.2 Composition

- (a) The Board shall consist of the national officers, the division delegates, and the circuit governors.
- (b) The national officers-elect and division delegates-elect shall be nonvoting members. The Board may create other nonvoting memberships, provided that the cost of all such memberships does not exceed that of four voting memberships.
- (c) The Chair shall preside and the Secretary-Treasurer shall record the proceedings.

§ 6.3 Meetings

- (a) The Board shall meet three times a year -- during the Annual Meeting, in November, and in April -- at the call of the Chair. The Board shall otherwise meet as ordered by a majority of its membership.
- (b) The Board may provide for voting by mail, telephone, or proxy.

§ 6.4 Assembly

The Assembly may exercise any power or review any action of the Board other than an election or appointment. The Board may return an action to the Assembly with objections at the Annual Meeting (or, if the Assembly has adjourned sine die, to the delegates at the Fall Roundtables) in which case the action shall stand vacated unless affirmed by two-thirds of the delegates voting (provided, in the case of the Fall Roundtables, that a majority of the circuits return a result).

Article 7 Officers

§ 7.1 Officer Defined

For the purposes of this article, and throughout the Bylaws unless the context suggests otherwise:

- (a) An "office" means one that is created by these Bylaws, by the Assembly or the Board of Governors, or by a circuit, or that is created by or under the authority of such an office.
- (b) An "officer" includes both the incumbent and any successor already elected.
- (c) An "officer" includes a school representative but not a SBA president.

§ 7.2 Qualifications

A member is eligible for an office only if, at the beginning of the term of office, he or she (1) enjoys good standing as a member, (2) will be a law student during the term, (3) enjoys good academic standing according to his or her school, (4) has never been removed from office, and (5) meets each other qualification for the office that the Assembly or the Board of Governors has prescribed. The Assembly or the Board of Governors may prospectively and generally prescribe that an

incumbent of a certain office is ineligible for another certain office or offices during all or part of his or her term, provided that no officer's tenure shall be thereby affected in any office to which he or she has already been elected, appointed, or nominated.

§ 7.3 Vacancy

The Assembly or the Board of Governors shall define when a vacancy shall occur in an office, and prescribe how such a vacancy shall be filled. A "vacancy" includes a disability in which case any successor shall act until the disability ends unless the Assembly or the Board of Governors prescribes otherwise. A member is eligible to fill such a vacancy if he or she was eligible for the office at the beginning of the term or has meanwhile qualified.

§ 7.4 Removal

The Assembly or the Board of Governors shall provide for the removal of any officer for cause by the electing or appointing body or officer, by the Assembly or the Board of Governors, by any of them in the alternative, or by such other body or officer as these Bylaws prescribe. Removal shall require a two-thirds vote of the appropriate body after at least two weeks notice to the officer and an opportunity for the officer to challenge any evidence against him or her. The Assembly or the Board of Governors may also provide for the suspension of any officer against whom a removal proceeding is pending. A removed officer may appeal the removal to the next meeting of the Board of Governors or the Assembly (but not both and neither body shall act on any matter relating to the removal once an appeal has been taken to the other body), which may by a two-thirds vote reinstate him or her.

- (a) A Circuit Governor in consultation with the Vice-Chair, Vice-Chair SBA and SBA President, may remove a school representative for good cause. An ABA/LSD National Officer, with the consent of the Circuit Governor or by a majority vote of the Board of Governors, and in consultation with the Vice Chair, Vice-Chair SBA and SBA president, may remove a school representative for good cause.
- (b) The SBA presidents shall have at least as much authority to remove the Vice-Chair/SBA as the Board of Governors.

Article 8 National Officers

§ 8.1 National Officers Listed

The national officers shall be a Chair; a Vice-Chair; a Vice-Chair for Student Bar Associations or "Vice-Chair/SBA;" and a Secretary-Treasurer.

§ 8.2 Election

The Board of Governors shall elect the national officers. The rules relating to these elections shall be published in the magazine. Each officer-elect shall perform such duties as the Chair prescribes and shall take office during the next Annual Meeting.

- (a) The Board shall elect the national officers other than the Vice-Chair/SBA at its March meeting.
- (b) The Board shall elect the Vice-Chair/SBA from three nominees elected by the SBA conference at the Annual Meeting. A member is eligible for Vice-Chair/SBA only if he or she has participated in a student bar association.

§ 8.3 Duties

- (a) The national officers shall be the executive committee of the Board of Governors and shall have general supervision of the Division's affairs between the Board's meetings. They shall perform such duties as the Assembly, the Board of Governors, or the Chair prescribes.
- (b) The national officers shall work with the Director to implement and oversee the programs that the Assembly or the Board of Governors has approved. The Director shall be a professional employee of the Association

appointed by the Association. The Director shall supervise the staff that supports the Division and shall perform such other duties as the Association or the Division's Assembly or Board of Governors prescribes.

§ 8.4 Chief Executive

The chief executive, administrative, and presiding officer is the Chair who shall chair the Assembly and the Board of Governors or appoint a chair pro tempore; shall coordinate and oversee the work of each officer and committee; shall enforce and interpret (subject to review by the Assembly or the Board of Governors) these Bylaws and implement each vote of the Assembly or the Board of Governors; shall undertake or delegate any responsibility not otherwise provided for; and shall be the Division's general representative and official spokesperson.

Article 9 Division Delegates and Liaisons

§ 9.1 Division Delegates

The Assembly shall elect the Division Delegates to the House of Delegates by preferential voting. The rules relating to the election shall be published in the magazine and the Annual Meeting Elections Committee shall arbitrate and decide any question or dispute that arises in regard to the election. Each delegate-elect shall take office when both the House of Delegates and the Division's Assembly have adjourned sine die for that Annual Meeting.

§ 9.2 Liaisons

The Assembly or the Board of Governors may create a liaison with any other entity within the Association; or with an entity outside the Association subject to approval by the Operations Committee of the Association's Board of Governors and by the Association's Board of Governors. The Chair, subject to such rules or review as the Division's Assembly or Board of Governors prescribes, shall appoint (or, if the entity reserves the power of appointment, shall nominate) each such liaison.

Article 10 Meetings

§ 10.1 Open Meetings

Any meeting of the Division or a circuit shall be open to each member and to the news media. A meeting may, by a two-thirds vote, close its proceedings on an extraordinary occasion for a stated reason in which case only the members of the meeting, the national officers, and such others as the vote excepts may attend.

§ 10.2 Parliamentary Authority

The current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of each meeting.

Article 11 Annual Meeting

§ 11.1 Time and Place

The membership shall annually meet at the call of the Board of Governors. The meeting shall ordinarily coincide approximately with the Association's Annual Meeting.

§ 11.2 Program

The Chair and the Board of Governors shall plan substantive workshops and other programs for the educational and professional benefit and orientation of the members and officers.

§ 11.3 SBA Conference

The student bar association conference shall consist of the president of each student bar association or his or her proxy and the Vice-Chair/SBA as chair. The conference shall meet at the Annual Meeting to nominate candidates for Vice-Chair/SBA, to advise the Assembly on matters relating to student bar associations, and for such other purposes as the conference or the Vice-Chair/SBA prescribes. The conference may adopt standing rules. The Vice-Chair/SBA shall perform such duties as the conference prescribes.

§ 11.4 Proceedings

The Board of Governors may provide for the proceedings of the Annual Meeting to be published.

Article 12 Resolutions

§ 12.1 Resolutions Committee

The Resolutions Committee shall consist of the Division Delegates and up to five other members of the Board of Governors.

§ 12.2 Content and Form

Any matter that can be decided or considered by an officer or entity within the Association that affects the quality of legal education or student life or that pertains to these Bylaws or any action taken under their authority is a proper subject for a resolution. Each such resolution shall be introduced in a form suitable for consideration by the House of Delegates. The Resolutions Committee, subject to review by the Assembly or the Board of Governors, shall define suitable form. The committee shall judge the form of each resolution and may return a resolution to the mover with a stated objection in which case neither the Assembly nor the Board of Governors shall consider the resolution until the objection is cured to the committee's satisfaction.

§ 12.3 Procedure

Any member or group of members (including an officer, a delegate, the Board of Governors, a committee, a circuit, or a student bar association) may introduce a resolution. The Assembly may consider any resolution submitted by June 15 with notice to the membership via the magazine. Each resolution so introduced shall be distributed to each reregistered delegate to the Annual Meeting.

§ 12.4 Action of the Association

A resolution adopted by the Assembly or the Board of Governors does not represent the policy of the Association unless adopted by or under the authority of the House of Delegates or the Association's Board of Governors. The Division's Board of Governors shall choose which resolutions to transmit to the Association.

Article 13 Committees

§ 13.1 Standing Committees

The Chair shall appoint each standing committee (except ex officio members):

- (a) The Resolutions Committee shall be a standing committee.
- (b) The Board of Governors shall organize other standing committees on operations and finance, membership and programs, and communications and publications (although not necessarily under those groupings or names). The Chair shall appoint each committee from the members of the Board of Governors except as the Board otherwise authorizes.

- (c) The Assembly or the Board of Governors may by a two-thirds vote create any other necessary standing committee. The Assembly or the Board of Governors may by simple majority instruct such a committee or amend or rescind its charter.

§ 13.2 Special Committees

The Assembly, the Board of Governors, or the Chair may create any necessary special committee, which the Chair shall appoint. Each special committee shall expire by the next Annual Meeting unless the Assembly or the Board of Governors (or the Chair-Elect if the Chair created the committee) continues it.

§ 13.3 Annual Meeting

The following committees shall exist for the Annual Meeting:

- (a) The Credentials Committee shall consist of a chair appointed by the Chair; and one member from each circuit appointed by each circuit governor.
- (b) The Elections Committee shall consist of a chair appointed by the Chair; and one member from each circuit appointed by each circuit governor.

§ 13.4 Oversight

The Board of Governors may review or revise any action of a committee.

Article 14 Finance

§ 14.1 Budget

- (a) The Chair, the Secretary-Treasurer, and the Director, after a report to and subject to review by the Board of Governors, shall annually recommend a budget to the Association. The budget shall estimate income and shall request appropriations from the Association.
- (b) The Division's fiscal year shall coincide with the Association's.

§ 14.2 Assets

Any income or other property of the Division shall be held by the Treasurer of the Association for the Division's benefit.

§ 14.3 Reimbursement

- (a) The Treasurer of the Association shall reimburse any officer for an official expense upon appropriate documentation as the Division's Secretary-Treasurer defines subject to review by the Division's Assembly or Board of Governors.
- (b) The Board of Governors shall provide for reimbursement for the Annual Meeting as the Association authorizes.
- (c) Neither the Division nor the Association is liable for an unauthorized expense that an officer or member incurs.

§ 14.4 Dissolution

The Association shall succeed the Division in case of dissolution.

Article 15 Publications

§ 15.1 Editorial Control

The Board of Governors shall exercise or delegate to a standing committee editorial control over the Division's publications.

§ 15.2 Magazine

The official publication of record shall be *Student Lawyer*, which the Association shall publish with the advice of the Director subject to such policies and procedures as the Board of Governors prescribes.

§ 15.3 Other Publications

The Division may issue any other publication that the Board of Governors finds worthy of the Division and the Association.

§ 15.4 Copyright

Any publication shall be copyrighted in the name of the Association.

Article 16 Amendment

§ 16.1 Ratification

The Assembly may amend these Bylaws by a resolution adopted by a two-thirds vote provided that the number of votes in favor of ratification is at least (1) one-third the number of certified delegates at the Annual Meeting and (2) half the number of law schools (regardless of how many schools actually participate).

§ 16.2 Approval

Such a resolution shall not take effect until approved by the Association and shall expire if not so approved before the next Annual Meeting.

§ 16.3 Correction

The Board of Governors may correct the punctuation, grammar, and numbering of these Bylaws or any amendment if the correction does not change the meaning.