

**American Bar Association  
Law Student Division Bylaws**  
*Effective August 6, 2011*

**Article 1  
General Provisions**

**§ 1.1 Name**

This division of the American Bar Association (“the Association”) is named the Law Student Division (“the Division”).

**§ 1.2 Purposes**

The purposes of the Division are the purposes of the Association, and further 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; and to promote diversity and equal opportunity within the profession.

**§ 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**

The membership of the Division consists of those members who are enrolled in law schools, paying dues as provided for in this Article.

## **§ 2.2 Dues**

The Association shall prescribe dues on the recommendation of the Assembly or the Division 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. Law school graduates who are members remain members of the Division until they are admitted to the bar or eighteen (18) months have passed, whichever occurs first.

## **§ 2.4 Termination**

Any member of the Division whose dues are more than six months past due shall cease to be a member of the Division.

## **§ 2.5 Good Standing**

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

# **Article 3 Law Schools**

## **§ 3.1 Law Student and Law School**

- (a) A "law student" means a candidate who is, or will be for at least part of the school year, in residence for their first professional law degree.
- (b) A "law school" or "school" means a law school currently accredited or provisionally accredited by the Association.
- (c) Independent Campuses. Upon the request of a law school, the Division may recognize substantially independent campuses of a law school as separate law schools for the purposes of the Division.
- (d) A law school loses its representation and each member at the law school loses his or her membership in the Division if the Association withdraws the law school's accreditation.

## **§ 3.2 Student Bar Associations**

- (a) A student bar association ("SBA") means the student government of a law school by any name.
- (b) The participation of a student bar association in the Division is voluntary. The Division does not bind or subject a student bar association to an obligation it does not voluntarily assume. As a condition of participation, however, a student bar association must 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.

## **ABA Representative**

- (a) The student bar association shall provide for the election or appointment from each law school of an ABA representative. The ABA 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 law school may organize a chapter, subject to such rules as the Assembly or the Board of Governors prescribes, which the ABA representative shall chair. The student bar association may prescribe the chapter's relationship with the student bar association.

## **§ 3.4 Representation**

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

## **Article 4 Circuits**

### **§ 4.1 Geographical Composition**

The administrative units of the Division are circuits. The Division shall organize 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**

§ 4.2.1 Composition. The voting membership of a circuit is composed of the SBA president and ABA representative from each of the law schools within the Circuit.

§ 4.2.2 When required. Each circuit shall meet three times a year—a fall roundtable in September or October, a spring conference and annual election meeting in February or March, and a summer caucus during the Annual Meeting.

§ 4.2.3 Notice. The Circuit Governor shall notify in writing each of the voting membership of the circuit at least ten days before a meeting, except meetings at the Annual Meeting.

§ 4.2.4 Quorum. The delegates present at such a meeting shall constitute a quorum.

### **§ 4.3 Circuit Rules**

Each circuit may, subject to review by the Assembly or the Division 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**

§ 4.4.1 Duties. Each Circuit Governor shall—

- (a) promote the Division programs, activities, and competitions to circuit members;
- (b) oversee ABA Law Student Division regional activities at every ABA-approved law school within the circuit;
- (c) represent the interests and communicate the needs of law students attending the ABA-approved law schools in circuit to the Division;
- (d) communicate to circuit members information about the national concerns, interests and activities of the Division's Board of Governors, Division programs, activities, leadership positions, and encourage participation in the same;
- (e) develop a plan of action for the Circuit to include public interest initiatives, programming, and membership outreach;
- (f) select a cabinet of Lieutenant Governors to implement a Circuit plan of action;
- (g) have the power to create and appoint any necessary office or committee unless the circuit prescribes otherwise;
- (h) communicate regularly with ABA Representatives, SBA Presidents, and Liaisons at each law school in the circuit;
- (i) plan and develop programming, training, and social activities for the Fall and Spring circuit meetings;
- (j) facilitate communications among circuit members; and
- (k) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 4.4.2 Term. The term of a circuit governor begins at the Spring meeting of the Division Board of Governors and ends at the next Spring meeting of the Division Board of Governors.

§ 4.4.3 Election. The members of the Assembly of the law schools within a given circuit shall elect a Circuit Governor—

- (a) at the annual election meeting to serve the next term; and
- (b) upon a vacancy in the office of circuit governor, to assume office immediately and serve the remainder of the vacated term.

§ 4.4.4 Governor Succession. When a Circuit Governor position becomes vacant, the governor's Executive Lieutenant Governor shall become Circuit Governor. If an Executive Lieutenant Governor has not been appointed, or is unwilling to assume the office of Governor, the Chair shall direct the Board Elections Committee chair to conduct a special election in accordance with the Election Code.

## **Article 5 Assembly**

### **§ 5.1 Function**

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

### **§ 5.2 Composition and Voting**

§ 5.2.1 Voting Membership. The voting membership of the Assembly is composed of the two delegates from each school—

- (a) the SBA president; and
- (b) the ABA representative.

§ 5.2.2 Non-Voting Membership. The nonvoting membership of the Assembly is composed of—

- (a) the members of the Division Board of Governors; and
- (b) the Division Liaisons to ABA entities.

§ 5.2.3 Voting. The Assembly may provide for proxy voting in the Assembly and at meetings of the voting membership of the Circuits, uniform throughout the Circuits.

§ 5.2.4 Duty to Attend. A member of the Assembly shall attend or designate a proxy to attend and vote on behalf of the member.

### **§ 5.3 Meetings**

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

### **§ 5.4 Division Board of Governors**

The Division 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.

## **Article 6 Board of Governors**

### **§ 6.1 Function**

The general executive and administrative authority resides in the Board of Governors. Between meetings of the Assembly, the Board of Governors may perform, consistent with the action taken by the Assembly during the last three Annual meetings, the functions the Assembly itself may perform except—

- (a) electing any officer of whom the election is vested in the Assembly; or
- (b) amending these bylaws.

## **§ 6.2 Composition and Voting**

§ 6.2.1 Voting membership. The Board shall consist of the—

- (a) Chair;
- (b) Vice Chair;
- (c) Vice Chair-SBA;
- (d) Secretary-Treasurer;
- (e) Division Delegates;
- (f) Division Representative to the Association Board of Governors;
- (g) Circuit Governors.

§ 6.2.2 Non-voting membership. The national officers-elect and division delegate-elects shall be nonvoting members. The Division Board of Governors may create other nonvoting memberships provided that the cost of all such memberships does not exceed that of four voting memberships.

§ 6.2.3 The Chair shall preside and the Secretary-Treasurer shall record the proceedings.

## **§ 6.3 Meetings**

- (a) The Division Board of Governors shall meet three times a year—during the Annual Meeting, in the fall, and in the spring at the call of the Chair. The Board shall otherwise meet as ordered by a majority of its membership.
- (b) The Division Board of Governors may provide for voting by mail, e-mail, telephone, or proxy. A Board member may only proxy his or her vote to another voting Board member.

## **§ 6.4 Law Student Division Advisory Committee**

- (a) At the Direction of the Law Student Division Board of Governors, the Division Advisory Committee's mission is to provide advice and guidance, support for, and advocacy on behalf of the Division. The Committee's role is advisory to the Law Student Division Board of Governors, particularly the nationally elected Division officers. The Committee is also responsible for strengthening relationships between the Division and the rest of the Association, and working with Division leaders to expand opportunities for student involvement in the Association.
- (b) Members of the Advisory Committee shall consist of the following and shall not exceed more than thirteen (13) individuals; Three being Immediate Past Officers of the Division, Two At-Large members selected by the Division's Board of Governors, and the rest selected by the participating entities.
  - 1. Two Non-Student At-Large Members selected by the Division's Board of Governors
  - 2. Immediate Past Chair of the Law Student Division
  - 3. Immediate Past Vice-Chair of the Law Student Division
  - 4. Immediate Past Student Representative to the ABA Board of Governors
  - 5. ABA Board of Governors Liaison to the Division
  - 6. Liaison from the Young Lawyers Division
  - 7. Liaison from the Section Officers Conference
  - 8. Liaison from the Standing Committee on Membership (SCOM)
  - 9. Liaison from the Council for Racial and Ethnic Diversity in the Educational Pipeline
  - 10. Liaison from the Section on Legal Education and Admissions to the Bar
  - 11. Two Liaisons from the House of Delegates (Chosen by the House Chair)

- (c) Beginning in 2011, the Liaison from the Young Lawyer's Division, the Liaison from the Standing Committee on Membership, and one (1) Liaison from the House of Delegates will serve a one (1) year term. Beginning in 2012, and going forward, these members will be appointed for a three (3) year term. Beginning in 2011, the Liaison from the Council for Racial and Ethnic Diversity in the Educational Pipeline, and the Liaison from the Section Officer's Conference will serve a two year term. Beginning in 2013, and going forward, these members will serve for a three (3) year term. Beginning in 2011, the ABA Board of Governors Liaison to the Division, the Liaison from the Section on Legal Education and Admissions to the Bar and one (1) Liaison from the House of Delegates will serve a three (3) year term. Beginning in 2014, each member of the Advisory Committee except the three (3) Immediate Past Division Officers and the two (2) At-Large Members shall serve a term of three (3) years with appointments staggered so that no more than three members exit the board in any given year. After the conclusion of a member's term, the participating ABA entity may appoint that individual for one additional term. No member shall serve more than two consecutive terms on the Advisory Committee.
- (d) The three Immediate Past Division Officers shall only serve for one year after the completion of their terms in office. However, they may be appointed to represent one of the participating ABA entities upon the completion of their year of service.
- (e) The Division's Board of Governors selects two non-student At-Large members of the Committee to serve for one year. Any member of the Division's Board of Governors can make a recommendation of an individual to serve in this position by submitting a written statement to the Division Chair. At-large members will be voted by the Division Board of Governors prior to the ABA Annual Meeting.
- (f) Any vacancy on the Committee may be remedied by the participating ABA entity appointing a replacement member to fill the vacancy. An individual appointed to fill a vacancy shall be appointed for the unexpired term of the predecessor. Should one of the three Immediate Past Division Officers vacate the Committee, the position shall remain vacant. Should one of the At-Large members vacate the Committee, the Division Board of Governors shall select a replacement to serve for the unexpired term of the member.
- (g) The Immediate Past Division Chair shall serve as the Chair of the Committee. The Committee Chair shall preside over all Committee meetings and serve as the principal representative of the Committee. Should the Immediate Past Division Chair resign from the Committee or choose not to serve as Chair, the Immediate Past Division Vice-Chair shall chair the Committee. Should the Immediate Past Division Vice-Chair resign from the Committee or choose not to serve as Chair, the Immediate Past Division Representative to the ABA Board of Governors shall chair the Committee.
- (h) The Committee Chair will work with the Division Officers to create the agenda for each meeting. The national Division Officers and Delegates shall attend all meetings of the Advisory Committee. The Division Chair and Committee Chair have the discretion to invite others to participate in the meetings.
- (i) The Committee shall also elect a Secretary who will be responsible for keeping accurate minutes of the meetings and working with the Division staff to see that members receive notices of meetings and meeting materials prior to the meeting, and performing any additional duties necessary for the Committee to perform its designated responsibilities.
- (j) The Advisory Committee shall meet four times a year; two times in person at the ABA's Midyear Meeting and Annual Meeting and twice by conference call. However, the Division Chair has the authority to convene additional conference calls of the Advisory Committee as necessary. Additionally, a special conference call meeting can be called if four (4) members request the call. Members of the Committee who

cannot attend in-person meetings may participate via accepted forms of communication. The Committee and/or the Division Chair may invite other individuals to participate in meetings to help the Committee adequately support the Division's needs. All meetings shall be led by the Committee Chair.

## **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 National Officer Defined**

- (a) The national officers shall be Chair; Vice Chair; Vice-Chair for Student Bar Associations ("Vice Chair-SBA"), and Secretary-Treasurer.
- (b) 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 Division Board of Governors, or the Chair prescribes.
- (c) The national officers shall work with the Director to implement and oversee the programs that the Assembly or the Division 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.

### **§ 7.3 Qualifications**

§ 7.3.1 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) has not received his or her first degree in law;
- (4) enjoys good academic standing according to his or her school;
- (5) has never been removed from office; and
- (6) meets each other qualification for the office that the Assembly or the Division Board of Governors has prescribed.

§ 7.3.2 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.

## **§ 7.4 Chair**

§ 7.4.1 Chief Executive. The chief executive, administrative, and presiding officer is the Chair.

§ 7.4.2 Duties. The Chair shall—

- (a) call, subject to the directions and approval of the Assembly, and preside at meetings of the membership of the Division, the Assembly, and the Division Board of Governors or appoint a chair pro tempore;
- (b) coordinate and oversee the work of each officer and committee;
- (c) enforce and interpret, subject to review by the Assembly or the Division Board of Governors, these bylaws and implement each vote of the Assembly or the Board of Governors;
- (d) in the absence of the Vice Chair-SBA, preside at meetings of the presidents of the Student Bar Associations;
- (e) appoint the Chairs and members of all committees of the Division who are to hold office during the Association year, except as otherwise provided by the Assembly;
- (f) work with the National Officers and Division Director to implement and oversee the activities of the Division, subject to the directions and approval of the Assembly;
- (g) represent the Division and serve as the Division's official spokesperson;
- (h) undertake or delegate any responsibility not otherwise provided for;
- (i) keep the Assembly informed of the activities of the Division; and
- (j) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.4.3 Term. The term of a Chair begins at the adjournment of the Annual Meeting and ends at the adjournment of the next Annual Meeting.

§ 7.4.4 Induction. The Chair-Elect becomes the Chair—

- (a) upon the beginning of the next term; or
- (b) upon a vacancy in the office of the Chair.

§ 7.4.5 Vacancy. The Assembly or the Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the offices of the chair and chair-elect are vacant—

- (a) the Division Board of Governors shall elect a Chair to assume office immediately and serve the remainder of the vacated term; and
- (b) the Vice Chair shall act as Chair until a Chair is elected to fill the vacancy.

## **§ 7.5 Chair-Elect**

§ 7.5.1 Duties. The Chair-Elect shall—

- (a) aid the Chair in the performance of the responsibilities of the Chair in such a manner and to such extent as the Chair may request;
- (b) in the absence of the Chair, preside at meetings of the membership of the Division, the Assembly, and the Division Board of Governors;
- (c) in the absence of the Vice Chair-SBA and the Chair, preside at meetings of the presidents of the student bar associations; and
- (d) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.5.2 Term. The term of a Chair-Elect begins at the adjournment of the annual election meeting of the Division Board of Governors and ends at the adjournment of the Annual Meeting.

§ 7.5.3 Election. The Division Board of Governors shall elect a Chair-Elect—

- (a) at the annual election meeting to serve the next term; and
- (b) upon a vacancy in the office of Chair-elect, to assume office immediately and serve the remainder of the vacated term.

## **§ 7.6 Vice Chair**

§ 7.6.1 Duties. The Vice-Chair shall—

- (a) aid the Chair in the performance of the responsibilities of the Chair in such manner and to such extent as the Chair may request;
- (b) in the absence of the Chair and the Chair-elect, preside at meetings of the membership of the Division, the Assembly, and the Division Board of Governors;
- (c) in the absence of the Vice-Chair for Student Bar Associations, the Chair, and the Chair-elect, preside at meetings of the presidents of the student bar associations;
- (d) maintain and develop membership programs and plan for the Division;
- (e) serve as the Division's liaison to the ABA Standing Committee on Membership;
- (f) keep apprised of each Governors' activities in the area of membership and programs;
- (g) plan and coordinate the ABA Representative training and membership programs;
- (h) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.6.2 Term. The term of a Vice-Chair begins at the adjournment of the annual election meeting of the Board of Governors of the Division and ends at the adjournment of the next annual election meeting of the Board of Governors of the Division.

§ 7.6.3 Election. The Board of Governors of the Division shall elect a Vice Chair—

- (a) at the annual election meeting to serve the next term; and
- (b) upon a vacancy in the office of Vice-Chair, to assume office immediately and serve the remainder of the vacated term.

§ 7.6.4 Vacancy. The Assembly or the Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the office of the Vice Chair is vacant—

- (a) the Board of Governors of the Division shall elect a Vice Chair to assume office immediately and serve the remainder of the vacated term; and
- (b) an interim Vice Chair, appointed by the Assembly or the Division Board of Governors, shall act as Vice Chair until a Vice Chair is elected to fill the vacancy.

## **§ 7.7 Vice Chair for Student Bar Associations**

§ 7.7.1 Duties. The Vice-Chair for Student Bar Associations ("Vice Chair-SBA") shall—

- (a) aid the Chair in the performance of the responsibilities of the Chair in such manner and to such extent as the Chair may request;
- (b) preside at meetings of the presidents of the student bar associations;
- (c) in the absence of the Chair, the Chair-Elect, and the Vice Chair, preside at meetings of the membership of the Division, the Assembly, and the Division Board of Governors;
- (d) liaise between the Division and the student bar associations of the law schools;

- (e) aid in the coordination of the implementation of programs and initiatives of the Division by the student bar associations, subject to the directions and approval of the Assembly;
- (f) promote SBA participation and membership in the Division;
- (g) communicate with leadership of national organizations committed to representing interests of SBAs;
- (h) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.7.2 Term. The term of a Vice-Chair for Student Bar Associations begins at the adjournment of the Annual Meeting and ends at the adjournment of the next Annual Meeting.

§ 7.7.3 Election. The presidents of the student bar associations shall elect a Vice Chair-SBA—

- (a) at the Annual Meeting to serve the next term; and
- (b) upon a vacancy in the office of Vice-Chair for Student Bar Associations, to assume office immediately and serve the remainder of the vacated term.

§ 7.7.4 Vacancy. The Assembly or the Division Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the office of the Vice Chair-SBA is vacant—

- (a) The Division Board of Governors shall elect a Vice Chair-SBA to assume office immediately and serve the remainder of the vacated term; and
- (b) an interim Vice Chair-SBA, appointed by the Assembly or the Division Board of Governors, shall act as Vice Chair-SBA until a Vice Chair is elected to fill the vacancy.

## **§ 7.8 Secretary-Treasurer**

§ 7.8.1 Duties. The Secretary-Treasurer shall—

- (a) consult with and assist the officers of the Division in the work of the Division in the manner and to the extent requested;
- (b) liaise between the Division and the Association staff with respect to the retention and maintenance of books, records, papers, documents, and information in any form, and other property pertaining to the work of the Division;
- (c) keep a true record of the proceedings of all meetings of the membership of the Division, the Assembly, the Division Board of Governors, and the presidents of the student bar associations, and post such record in a manner that it is accessible to the membership;
- (d) along with the Division Director and Chair and subject to the review by the ABA Board of Governors, recommend and submit a budget including estimated income and appropriations requests to the Association;
- (e) advise the Assembly of the effect of any proposed action by the Division that would have a substantial impact on the financial condition of the Division;
- (f) prepare such other recommendations and reports on financial affairs of the Division as may be requested by the Chair or the Assembly; and
- (g) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.8.2 Term. The term of a Secretary-Budgeteer begins at the adjournment of the annual election meeting of the Board of Governors of the Division and ends at the adjournment of the annual election meeting of the Board of Governors of the Division.

§ 7.8.3 Election. The Board of Governors of the Division shall elect a Secretary-Treasurer—  
(a) at the annual election meeting to serve the next term; and  
(b) upon a vacancy in the office of Secretary-Treasurer, to assume office immediately and serve the remainder of the vacated term.

§ 7.8.4 Vacancy. The Assembly or the Division Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the office of the Secretary-Treasurer is vacant—

- (a) the Division Board of Governors shall elect a Secretary-Treasurer to assume office immediately and serve the remainder of the vacated term; and
- (b) an interim Secretary-Treasurer, appointed by the Assembly or the Division Board of Governors, shall act as Secretary-Treasurer until a Secretary-Treasurer is elected to fill the vacancy.

## **§ 7.9 Division Delegates**

§ 7.9.1 Duties. The Division Delegates shall—

- (a) represent the Division in the Association House of Delegates;
- (b) inform the Division Board of Governors of actions taken by senior bar entities;
- (c) work with the Chair to execute the Division's legislative agenda;
- (d) oversee and communicate regularly with the Division Board of Governors, liaisons to ABA entities, and Assembly;
- (e) solicit the opinion of the Division Board of Governors and Assembly on matters subject to vote in the House of Delegates and abide by instructions of the Assembly regarding such matters;
- (f) keep the Assembly informed of votes and activities on behalf of the Division;
- (g) keep the membership of the Division informed of matters of the Association pertaining to law students; and
- (h) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.9.2 Term. The terms of the Division Delegates begin at the adjournment of the Association Annual Meeting and end at the adjournment of the next Association Annual Meeting.

§ 7.9.3 Election. The Assembly shall elect the Division Delegates to the House of Delegates by preferential voting. The rules relating to the election shall be available on the Division website 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 Division Annual Meeting.

§ 7.9.4 Vacancy. The Assembly or the Division Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the office or offices of the Division Delegate(s) are vacant—

- (a) the Division Board of Governors shall elect a Delegate(s) to assume office immediately and serve the remainder of the vacated term; and
- (b) an interim Delegate(s), appointed by the Assembly or the Division Board of Governors, shall act as Delegate(s) until a Delegate(s) is elected to fill the vacancy.

## **§ 7.10 Division Representative to the ABA Board of Governors**

§ 7.10.1 Duties. The Division Representative to the Association Board of Governors shall—

- (a) represent the Division to the Association Board of Governors;
- (b) as directed by the Division Board of Governors, advocate Division positions to the ABA Board of Governors;
- (c) work for adoption for Division initiatives, cosponsored initiatives, and initiatives directly affecting law students filed with the ABA Board of Governors;
- (d) inform the Division of actions pending before the ABA Board of Governors as well as any action taken by the Board at the conclusion of each ABA Board of Governors meeting;
- (e) communicate regularly with the Division in order to assess the voice of law students on issues of concern to law students across the country;
- (f) work with the Chair and other officers to execute the legislative agenda;
- (g) prepare and submit comprehensive reports on Association, Division, and ABA Board of Governors activity and action; and
- (h) perform such other duties and acts as usually pertain to the office or as may be designated by the Assembly.

§ 7.10.2 Term. The term of Division Representative to the Association Board of Governors begins at the adjournment of the Annual Meeting and ends at the adjournment of the next Annual Meeting.

§ 7.10.3 Division Nominating Committee. The Division shall have a Nominations Committee which shall consist of five members appointed by the Chair of the Division. The Division Nominations Committee shall include two officers (one of which may be the Division Chair), one Division Delegate, one Circuit Governor and the immediate past chair of the Division who will serve as the Chair of the Division Nominations Committee. The appointed members shall serve a one-year term, and except for the immediate past chair, shall be eligible for not more than one succeeding one-year term. If a vacancy occurs on the Division Nominations Committee, the Division Chair shall promptly appoint a replacement. To the extent possible, members selected to serve on the Division Nominations committee shall represent a broad spectrum of the membership.

§ 7.10.3.1 The Division Nominations Committee will

- (a) review all nomination applications;
- (b) interview candidates;
- (c) forward the name(s) of qualified/certified nominees to the Division's Board of Governors for consideration/election at the spring meeting.

§ 7.10.3.2 The Division Nominations Committee is permitted to recommend to the Board of Governors of the Division as many candidates as they desire. Members of the Division Nominations Committee shall not be eligible for election to the position of the Division Representative to the ABA Board of Governors.

§ 7.10.4 Election. The Board of Governors of the Division shall elect a nominee-elect for Division Representative to the ABA Board of Governors—

- (a) at the annual election meeting to serve the next term; and
- (b) upon a vacancy in the office of the Division Representative to the ABA Board of Governors, to assume office immediately and serve the remainder of the vacated term.

§ 7.10.5 Nomination. The Nominating Committee of the Association shall nominate the nominee-elect to the office of the Division Representative to the ABA Board of Governors, upon which the nominee-elect becomes the nominee. The nominee becomes the Division

Representative to the ABA Board of Governors in accordance with the Constitution and Bylaws of the Association.

§ 7.10.6 Vacancy. The Assembly or the Division Board of Governors shall define when a vacancy shall occur and prescribe how such a vacancy shall be filled. If the office of Division Representative to the ABA Board of Governors is vacant—

- (a) the Board of Governors of the Division shall elect a Division Representative to the ABA Board of Governors to assume office immediately and serve the remainder of the vacated term; and
- (b) an interim Division Representative to the ABA Board of Governors, appointed by the Assembly or the Division Board of Governors, shall act as Division Representative to the ABA Board of Governors until a Division Representative to the ABA Board of Governors is elected to fill the vacancy.

## **Article 8 Removal**

### **§ 8.1 Officers**

The Assembly or the Division 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 Division 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 Division 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 Division 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.

### **§ 8.2 ABA Representative**

- (a) A Circuit Governor, in consultation with the Vice Chair, Vice Chair-SBA, and SBA president of the ABA Representative's school, may remove an ABA Representative for good cause.
- (b) A 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 of the ABA Representative's school, may remove an ABA Representative for good cause.

### **§ 8.3 Vice Chair-SBA**

The SBA presidents shall have at least as much authority to remove the Vice Chair-SBA as the Division Board of Governors or the Assembly.

**Article 9**  
**Liaisons to the ABA Entities**

**§ 9.1 Liaisons**

The Assembly or the Division 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 Board of Governors and by the Association Board of Governors. The Chair, subject to such rules or review as the Assembly or Division 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* governs the proceedings of each meeting.

**§ 10.3 Annual Meeting**

§ 10.3.1 Time and Place. The membership shall annually meet at the call of the Division Board of Governors. The meeting shall ordinarily coincide approximately with the Association's Annual Meeting.

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

§ 10.3.3 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 elect 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.

§ 10.3.4 Proceedings. The Division Board of Governors may provide for the proceedings of the Annual Meeting to be published.

§ 10.3.5 Committees. 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.

## **Article 11 Resolutions**

### **§ 11.1 Resolutions Committee**

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

### **§ 11.2 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 Division 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 Division Board of Governors shall consider the resolution until the objection is cured to the committee's satisfaction.

### **§ 11.3 Procedure**

Any member or group of members (including an officer, a delegate, the Division 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 Division website. Each resolution so introduced shall be distributed to each reregistered delegate to the Annual Meeting.

### **§ 11.4 Action of the Association**

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

## **Article 12 Committees**

### **§ 12.1 Standing Committees**

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

- (a) The Resolutions Committee shall be a standing committee.
- (b) The Division 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 Division Board of Governors except as the Division Board of Governors otherwise authorizes.
- (c) Division Board of Governors may by a two-thirds vote create any other necessary standing committee. The Assembly or the Division Board of Governors may by simple majority instruct such a committee or amend or rescind its charter.

## **§ 12.2 Special Committees**

The Assembly, the Division 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 Division Board of Governors (or the Chair-Elect if the Chair created the committee) continues it.

## **§ 12.3 Oversight**

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

## **Article 13 Finance**

### **§ 13.1 Budget**

- (a) The Chair, the Secretary-Treasurer, and the Division Director, after a report to and subject to review by the Division 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.

### **§ 13.2 Assets**

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

### **§ 13.3 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 Assembly or Division Board of Governors.
- (b) The Division 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.

### **§ 13.4 Dissolution**

The Association shall succeed the Division in case of dissolution.

## **Article 14 Publications**

### **§ 14.1 Editorial Control**

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

### **§ 14.2 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 Division Board of Governors prescribes.

### **§ 14.3 Other Publications**

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

### **§ 14.4 Copyright**

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

## **Article 15 Amendment**

### **§ 15.1 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).

### **§ 15.2 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.

### **§ 15.3 Correction**

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