ARTICLE 1: NAME AND PURPOSE

Section 1.1 NAME.

This Forum shall be known as the Forum on Air and Space Law, and shall be referred to in these Bylaws as the Forum.

Section 1.2 PURPOSE.

(a) The purposes of the Forum shall be the purposes of the American Bar Association ("Association"), as stated in its Constitution, within the particular field of air and space law. Specifically, the principal purpose of the Forum is to educate its members in that field and facilitate the interaction of professionals within those fields. The Forum may also investigate and study matters within its jurisdiction.

(b) The Forum shall attempt to coordinate its activities with those of the Sections, Divisions, and other Association entities with an interest in the same or related fields of law.

ARTICLE 2: MEMBERSHIP

Section 2.1 MEMBERS.

(a) Any member of the Association is eligible for membership in the Forum. The membership of the Forum shall consist of those members whose dues have been paid, as provided in this Article.

(b) Any member of the Law Student Division of the Association shall be enrolled as a Law Student member of the Forum upon payment of the applicable dues, as provided in this Article.

(c) Any Associate of the Association shall be enrolled as an Associate of the Forum upon payment of the applicable dues, as provided in this Article. The privileges of Associates of the Forum shall be prescribed by the Bylaws of the Association and by guidelines adopted by the Board of Governors of the Association.
Section 2.2 DUES. Forum members shall pay annual dues in such amounts, and under such terms and conditions, as may be determined by the Governing Committee from time to time, subject to the approval of the Board of Governors of the Association.

Section 2.3 TERMINATION OF MEMBERSHIP. Any person who ceases to be a member of the Association shall also cease to be a member of the Forum.

ARTICLE 3: FORUM MEETINGS

Section 3.1 ANNUAL MEETING.
(a) The membership of the Forum shall hold an annual meeting during each Association year. The Chair of the Forum shall give to the membership at least ninety (90) days prior notice of the date, time, place and agenda of such meeting.

(b) The agenda of the annual meeting shall consist of the election of officers and Governing Committee Members-at-Large and such other matters as the Chair shall deem appropriate.

(c) The members of the Forum present at the annual meeting shall constitute a quorum for the transaction of business at the annual meeting. Binding action shall be by a majority vote of those members present and voting.

Section 3.2 SPECIAL MEETINGS. The membership of the Forum may meet at other times during the year. The Chair of the Forum shall give to the membership at least fifteen (15) days prior notice of the date, time, place, and agenda of such meeting.

Section 3.3 EDUCATIONAL MEETINGS. During each Association year, the Forum shall hold one or more educational meetings, open to any member of the Association.

ARTICLE 4: GOVERNING COMMITTEE

Section 4.1 POWERS AND FUNCTIONS.
(a) The Governing Committee shall be vested with the powers and duties necessary for the administration of the activities of the Forum.
(b) The Governing Committee shall approve the budget at each Forum Annual Meeting. The Chair shall have the ability to authorize commitments, contracts and expenditures on behalf of the Forum, pursuant to such approved budgets. The Governing Committee shall not authorize commitments, contracts or expenditures which entail the payment during a fiscal year of more money than the funds available from the revenues of the Forum reasonably projected for such fiscal year, unless advance provision has been made to cover such excess.

(c) The Governing Committee shall adopt Governing Documents. The Governing Documents shall outline policies and procedures for the daily operation of the Forum and shall incorporate these Bylaws. The Governing Documents shall not be violative of any controlling Association policy or document.

Section 4.2 COMPOSITION. The Governing Committee shall be composed of the Chair, Chair-Elect, Immediate Past Chair, Treasurer, The Air & Space Lawyer Editor-in-Chief, fourteen (14) Members-at-Large, and such ex-officio non-voting members as shall be named as set forth herein. All former chairs of the Forum shall serve as ex-officio members of the Governing Committee. The Chair, in his or her discretion, may appoint as ex-officio members of the Governing Committee up to three (3) representatives from federal agencies, including but not limited to: US Department of Transportation, Federal Aviation Administration, Transportation Security Administration, Department of Homeland Security, National Transportation Safety Board, and National Aeronautics and Space Administration. Other individuals, at the discretion of the Chair, may be invited to Governing Committee meetings as non-voting participants, including, but not limited to, liaisons to and from other ABA entities and other legal organizations, Forum Program Chairs, and other Forum Committee Chairs. Each member of the Governing Committee, other than ex-officio members, shall be a member in good standing of the ABA, as well as a member in good standing of the Forum. As used in these Bylaws, “Governing Committee Members” shall refer to the Governing Committee members as set forth in this Section.

Section 4.3 TERMS.

(a) The term of each Member-at-Large of the Governing Committee is two Association years beginning with the first Forum annual meeting during which he or she is elected.

(b) The terms of the Members-at-Large of the Governing Committee shall be staggered so that, as near as possible, the terms of one-half of such Members-at-Large shall expire each year.

(c) No Member-at-Large may serve more than two successive full terms in such capacity.

Section 4.4 MEETINGS.
(a) The Governing Committee shall meet one or more times each Association year. The Chair shall give advance written notice to the Members of the Governing Committee of the date, time, place, and agenda of such meetings. No absentee or proxy voting shall be permitted during such meetings. The Governing Committee Members present shall constitute a quorum for the transaction of business at Governing Committee meetings. Binding action shall be by a majority vote of those Governing Committee Members in attendance and voting.

(b) Governing Committee meetings may be held by telephone conference call.

(c) If a meeting or a telephone conference call is not feasible, the Chair of the Forum may, in lieu of a meeting, cause a matter to be circulated in writing to Members of the Governing Committee.

(d) The Chair of the Forum may invite a representative of any Section or Division of the Association, or any outside organization with an interest in matters within the jurisdiction of the Forum to attend Governing Committee meetings either on a regular basis or on specific occasions.

Section 4.5 VACANCIES. If any Member-at-Large of the Governing Committee shall fail to attend two successive meetings of the Governing Committee, then the seat of such Member-at-Large on the Governing Committee shall be automatically vacated unless the Chair shall excuse such absence. Between annual meetings of the Forum, the Governing Committee may fill vacancies in the seats of Members-at-Large until the next election.

ARTICLE 5: OFFICERS

Section 5.1 OFFICERS. The officers of the Forum shall be the Chair, the Chair-Elect, and the Immediate Past Chair of the Forum. The Treasurer shall be an appointed officer of the Forum.

Section 5.2 CHAIR. The Chair shall preside at all meetings of the members of the Forum and of the Governing Committee of the Forum. The Chair shall appoint the chairpersons and the members of all Forum's committees, divisions, or boards, including the Editorial Board, who shall serve during the same term as the Chair. The Chair shall also appoint a Forum Budget Officer, a Forum Membership Chair, and such other assistants as the Chair shall deem necessary for the administration of the Forum.

Section 5.3 CHAIR-ELECT. The Chair-Elect shall aid the Chair in the performance of his or her responsibilities in such manner and to such extent as the Chair may request. The Chair-Elect shall preside at meetings of the Forum and the Governing Committee in the absence of the Chair. The Chair-Elect shall perform such duties and have such powers as usually pertain to his or her office or as may be designated by the Governing Committee or the Chair. In case of the death, resignation, or disability of the Chair, the Chair-Elect shall perform the duties of the Chair for the remainder of the Chair's term or disability.
Section 5.4 IMMEDIATE PAST CHAIR. The Immediate Past Chair shall aid the Chair in the performance of his or her responsibilities in the manner and to the extent the Chair may request. The Immediate Past Chair shall preside at meetings of the Forum and the Governing Committee in the absence of both the Chair and the Chair-Elect.

Section 5.5 TREASURER. The Chair shall appoint a Treasurer who shall serve as the Forum’s budget officer for purposes of decisions necessary regarding the finances of the Forum, as well as the Forum’s finances as they relate to the ABA.

Section 5.6 TERMS.

(a) The term of the Chair is two (2) Association years. The Chair is not again eligible for either the office of Chair-Elect or Chair.

(b) The term of the Chair-Elect is two (2) Association years, beginning with the adjournment of the Association Annual Meeting. The Chair-Elect becomes the Chair upon the adjournment of the second Association Annual Meeting after the commencement of his or her term.

(c) The Immediate Past Chair shall serve until his or her successor as Chair has completed his or her term as Chair.

Section 5.7 VACANCIES. If any Officer shall fail to attend two consecutive meetings of the Governing Committee, his or her office shall be automatically vacated unless the Governing Committee shall excuse such absence. Between annual meetings of the Forum, the Governing Committee may fill a vacancy in the office of Chair-Elect. Officers so elected by the Governing Committee may serve until the next annual meeting of the Association.

ARTICLE 6: NOMINATION AND ELECTION OF CHAIR-ELECT AND GOVERNING COMMITTEE MEMBERS-AT-LARGE

Section 6.1 NOMINATING COMMITTEE.

(a) At any time, but not later than one hundred twenty (120) days prior to the annual meeting of the Forum, the Chair shall appoint a Nominating Committee of at least three members of the Forum, who are not candidates for any Forum office, at least one of whom shall not be either a past or present Officer or Member-at-Large of the Governing Committee of the Forum. In appointing members of the Nominating Committee, the Chair shall consider appropriate representation of types of organizations, practice areas, geographical areas, minorities and women so that the Nominating Committee may reflect the diversity of the members of the Forum. The Chair may appoint a member to fill any vacancy in the Nominating Committee.
(b) The Chair shall promptly announce the names and addresses of the members of the Nominating Committee in a publication or notice sent to all Forum members.

(c) The Nominating Committee shall nominate one or more candidates for the position of Chair-Elect and for the position of those Governing Committee Members-at-Large whose terms are ending. In making nominations, the Nominating Committee shall consider each candidate's activities in the Forum, in the Association and its Sections and Divisions, and in the legal profession. The Nominating Committee shall also consider appropriate representation of types of organizations, practice areas, geographical areas, minorities and women so that the candidates nominated may reflect the diversity of members of the Forum. The Nominating Committee shall determine that each nominee agrees to be nominated and to serve if elected. No later than forty-five (45) days prior to the annual meeting of the Forum, the Nominating Committee shall report to the Chair the identity of each nominee and shall include a brief statement of each nominee's qualifications.

Section 6.2 PETITION. One or more additional nominations may be made by petition signed by not less than 25 members of the Forum representative of at least three states. The petition must state that the individual nominated has agreed to the nomination. The petition shall be sent to the Chair of the Forum and must be received not less than sixty (60) days prior to the annual meeting of the Forum.

Section 6.3 PUBLICATION OF NAMES OF NOMINEES. No less than forty-five (45) days prior to the annual meeting of the Forum, the Chair shall publish the names of all nominees in a publication of the Forum or in notice to the members.

Section 6.4 ELECTION. All elections shall be held at a business session of the Forum’s annual meeting. The date, time and place of the meeting shall be published in the notice of the meeting sent by the Chair under Section 3.1(a) of these Bylaws. Elections for contested positions shall be by written ballot. Each contested position, other than that of Governing Committee Member-at-Large, shall be voted upon separately. Election shall be by a majority of the votes cast, and a run-off election to choose between the two leading candidates shall be held if a majority vote is not initially obtained. Governing Committee nominees shall be voted on as a group. Those nominees receiving the highest number of votes shall be elected, to the extent required to fill all vacancies on the Governing Committee.

ARTICLE 7: AMENDMENTS
These Bylaws may be amended at any meeting of the Forum by a majority vote of the members of the Forum present and voting, providing such proposed amendment shall first have been approved by the Governing Committee. Amendments shall become effective upon approval by the Board of Governors of the Association.

**ARTICLE 8: ADMINISTRATIVE MATTERS**

**Section 8.1  FISCAL YEAR.** The fiscal year of the Forum shall be the same as the fiscal year of the Association.

**Section 8.2  COMPENSATION.** No salary or compensation for services shall be paid to any officer, Governing Committee Member or member of any Forum Committee.

**Section 8.3  PARLIAMENTARY AUTHORITY.** The current edition of Robert's Rules of Order shall be the parliamentary authority of the Forum.

**ARTICLE 9: EFFECTIVE DATE**

**Section 9.1  EFFECTIVE DATE.** These Bylaws shall take effect upon approval by the Association's Board of Governors.