AMERICAN BAR ASSOCIATION  
YOUNG LAWYERS DIVISION  

POLICY  
BOARDS  

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§ 1.1. Boards

While the Chair is the “chief executive, operating, and administrative officer,”1 the Division has committed certain matters to boards that operate outside the Chair’s administration. These boards differ from committees in that they are appointed, at least partly, by officers other than the Chair; they are usually appointed informally, off the standard cycle; their membership customarily serves for more than one year; and they are independent, or at least semi-independent, of the incumbent administration.

§ 1.2. Function

Each board shall—
(a) perform the duties that the bylaws, this policy, or the parliamentary authority prescribes, and such other duties as these bylaws, the Assembly, or the Council prescribes;
(b) attend to the matters within its charge, and report from time to time to the Council on the state of those matters;
(c) recommend on its own motion to the Council any necessary, prudent, or reasonable action with respect to any matter within its charge; and
(d) consider and report on any matter that the Assembly or the Council commits to its charge.

§ 1.3. Composition

(a) Generally. Each board shall be composed as this policy prescribes.

(b) Appointment. Each appointing officer shall appoint an individual for a term coinciding with his or her own term.

1Bylaws § 6.3(a) (Chair’s duties).
(c) **Custom.** Service on a board is a senior appointment that ordinarily occurs at the end of a career in the Division, although some members use the board as a springboard for another appointment or for a campaign for elected, rather than appointed, leadership. The officers have historically staffed boards with members who serve at least one of three purposes:

1. **Teaching:** the appointee will bring significant experience, leadership, and perspective from which the board can learn;

2. **Learning:** the applicant will apply that experience, leadership, and perspective, together with what he or she learns from serving on the board, for the Division’s benefit in the future—either on the board itself, or as a senior appointee, or ideally as a candidate for elected leadership; and

3. **Diversity:** each appointment will help the board as a whole reflect the diverse groups within the Division.

**Article II**

**Executive Board**

The executive committee and the constitutional representatives shall constitute an executive board, which shall advise the executive committee and perform such other duties and functions as these bylaws, the Assembly, or the Council prescribes.

Bylaws § 6.4(b)

§ 2.1. **Charge**

(a) **Advice.** Pursuant to section 6.4(b) of the Bylaws, the Board may advise the officers and the Council as to any matters that may be pending before, or likely to come under consideration by, the Executive Committee or Council.

(b) **ABA House of Delegates.** The Board, with advice from the Division’s delegates to the ABA House of Delegates, shall advise and educate the Assembly, the Council, the Executive Committee, and each officer about the matters pending before, or likely to come under consideration, in the House, including but not limited to the Division’s legislative agenda.

(c) **ABA Nominating Committee.** The Board, with advice from the Division’s representative to the ABA Nominating Committee, shall advise and educate the Assembly, the Council, the Executive Committee, and each officer about each upcoming election for Association-wide office and about any other matter pending before or likely to come under consideration in the ABA Nominating Committee. The Board may instruct the Division’s representative to the ABA Nominating Committee with respect to any such election or other matter, which instruction shall bind the representative.
§ 2.2. Composition

Pursuant to section 6.4(b) of the bylaws, the Board shall consist of the Executive Committee and the constitutional representatives.

Article III
Credentials Board

The Clerk shall certify each delegate’s credentials, subject to review by a board charged with hearing and finally determining, without review, any dispute relating to the allocation of delegates . . . or the certification of credentials, according to the Assembly’s rules. The board shall consist of the Clerk, as chair, and up to six certified delegates, each from a different state appointed by the Clerk.

Bylaws § 4.2(c)

§ 3.1. Charge

Pursuant to section 4.2(c) of the bylaws, the Board shall hear and finally determine any dispute relating to the allocation of delegates under section 4.2(b) of the bylaws, or to the certification of credentials, according to the Assembly’s rules.

§ 3.2. Composition

(a) Rule. Pursuant to section 4.2(c) of the bylaws, the Board shall consist of the Clerk, as chair, and up to six certified delegates, each from a different state, appointed by the Clerk.

(b) Custom. The Board ordinarily consists of (1) aging-out or aged-out members who have participated in the Assembly for several years, ideally by having certified credentials, by having served on the resolutions team, or by having assisted the Speaker; (2) members who have chaired an affiliate( as some disputes that reach the board may result from a challenge to an affiliate chair’s certifying a delegate) or (3) members who have held an office, served as a constitutional representative, served on Council or held a senior appointment in the Division, as most disputes arise in the context of an election, and the board must clearly understand the process and apply the applicable rules.
Article IV
Finance Board

The Council shall establish a board charged with overseeing the budget and recommending policies and procedures for prudent financial management.

Bylaws § 11.3

§ 4.1. Charge

Pursuant to section 11.3 of the bylaws, the Board shall oversee the budget and recommend policies and procedures for prudent financial management.

§ 4.2. Composition

The Board shall consist of the Chair-Elect, the Secretary, and the Treasurer, with the Treasurer as chair; and four other young lawyers, of whom the Secretary and Treasurer shall appoint one young lawyer each for a one-year appointment, and the Chair-Elect shall appoint one for a two-year term. This provision shall take effect immediately.

Article V
Long-Range Planning Board

The Council shall adopt a long-range plan, whose implementation the executive committee shall oversee. The Council shall establish a board charged with drafting and revising the plan and with advising the officers and the Council about any related matter.

Bylaws § 6.4(c)

§ 5.1. Charge

(a) Long-range plan. Pursuant to Article 6.4(c) of the bylaws, the Board shall, with all necessary assistance, draft the Division’s Long-Range Plan at least once every 5 years or consideration and approval by the Council. The Board shall also recommend to the Council any necessary, prudent, or reasonable measure for the existing Plan’s revision.

(b) Advice and Review.

(a) The Board may advise any Officer, the Executive Committee, the Council, the Assembly, or other entity within the Division on any related to the Division’s Long-Range Plan or strategic planning. Likewise, any Officer, the Executive Committee, the Council, the Assembly, or other entity within
the Division may refer any matter to the Board for its consideration and report.

(b) Each proposed amendment to the Division’s Bylaws shall be submitted or referred to the Board for its consideration and report prior to action by the Council, except as provided in § 5.1(b)(iii). The Council shall provide the Board a reasonable time to consider and report on each proposed amendment before taking action.

(c) The Council may take action on a proposed amendment to the Bylaws without a report from the Board only if (a) the proposed amendment was submitted to the Board more than 4 weeks before a scheduled in-person meeting of the Council, and the Board fails to provide a report at that scheduled meeting of the Council; or (b) the proposed amendment was referred to the Board by the Council at a previous meeting, and the Board fails to provide a report at the following in-person meeting of the Council.

(d) The Board shall consider and report to the Council or Assembly on any matter the Council or Assembly refers by majority vote to the Board, before any further action is taken on the matter by Council or Assembly.

(c) Monitoring. The Board shall monitor the Division’s priorities, programs, and projects to ensure they are consistent with the long-range plan.

(ed) Meeting. The Board shall meet at times determined by the Board’s Chair, in consultation with the Division Chair. Board members are encouraged to attend Division and Association meetings to keep apprised of developments and programming.

(e) General Reports. The Board shall report twice per bar year in writing to the Council meeting, and may report at any other time, on the matters under its consideration, in addition to those reports required by § 5.1. The Board may report to Council in person or in writing any other time as may be requested by the Chair, the Council, or the Board’s chair.

§ 5.2. Composition

(a) Rule.

(i) The Board shall consist of seven members, one appointed by each of the following: The Chair, the Chair-Elect, the Secretary, the Assembly Speaker, the Assembly Clerk, and the Treasurer. The seventh member shall be the immediate past Chair of the Law Student Division.

(ii) If the immediate past Chair of the Law Student Division is unable to serve or declines the position, the next most recent past Chair of the Law Student Division shall be appointed. If no person who has served as Chair of the Law Student Division within the past 3 years is
Boards available to serve, Council shall elect the final member by a majority vote from nominees proposed by the Council. If no nominee receives a majority of the vote on the first round of balloting, the two nominees receiving the most votes in the first round shall proceed to a run-off.

(iii) The Administrative Director (or similar Council member designated by the Chair) shall serve as an ex-officio, non-voting member of the Board.

(iv) The members of the Board shall elect from themselves a chair, who shall be responsible for the agenda, meeting schedule, and reporting of the Board.

(v) Current Officers, current Constitutional Representatives, and past Chairs of the Division are not eligible to serve as members of the Board.

(b) Term and Vacancies

(i) In the first year of the Board’s existence, Board members shall be appointed for the time that their appointing officer will remain an officer. For example, in the first year, the Board member appointed by the Secretary is appointed for a 3-year term; the Board member appointed by the Chair-Elect is appointed for a 2-year term; and the Board member appointed by the Chair is appointed for a 1-year term.

(ii) In each successive year, the Secretary shall appoint a member for a 3-year term, the Clerk shall appoint a member for a 2-year term, the Treasurer shall appoint a member for a 2-year term in the first year of her term in office only, and the immediate past Chair of the Law Student Division (or other member appointed pursuant to § 5.2(a)(ii)) is appointed for a 1-year term.

(iii) Members need not be young lawyers to be appointed to the Board, as ordinarily required under § 10.2 of the Bylaws.

Article VI
Editorial Board

§ 6.1. Charge

There is hereby established an Editorial Board, which shall publish The Young Lawyer periodical or any other publication approved by the Council.

§ 6.2. Composition

(a) Rule. The Editorial Board shall consist of nine editors, of whom the Chair
shall appoint five and the Chair-Elect shall appoint four, including a Chief
Editor appointed by the Chair and an Associate Editor appointed by the
Chair-Elect.

(b) Custom. The Chair ordinarily appoints the same member as Chair that he
or she appointed the year before as Chair-Elect.

Article VII
Membership Board

§ 7.1. Charge

Acknowledging the importance of its members and its role in serving young lawyer
members of the Association, the Division hereby establishes a Membership Board.

The Membership Board, in coordination with the Division’s staff, shall oversee and
direct the Division’s member recruitment and retention programs and efforts, including:

(a) Developing and implementing a long range membership plan for the
Division, subject to approval by the Council;

(b) Identifying and developing new benefits and services for the young lawyer
members of the Association, subject to limitations and guidelines imposed
by the Association;

(c) Developing, implementing, and overseeing programs designed to provide
benefits to new bar admittees receiving free Association memberships and
to encourage such members to renew their Association memberships;

(d) In coordination with the Law Student Division and Law Student Outreach
Committee, developing, implementing, and overseeing programs designed
to encourage law students to become active in the Division upon their
admission to the Bar and to continue as members of the Association;

(e) Advising and assisting the Division’s teams, committees, and liaisons in the
development of conference and non-conference programming designed to
benefit the Division’s members and to aid the Division’s recruitment and
retention programs and efforts;

(f) Advising and assisting in the development of short and long term member
service projects;

(g) Corresponding and coordinating with the Association’s Standing
Committee on Membership, and its sections, committees, and other entities
to aid the Association’s recruitment and retention programs and efforts;

(h) Reporting to the Executive Committee, the Executive Board, and the
Council regarding the Membership Board’s programs and efforts, the
current and historical membership numbers of the Division, the membership
goals and efforts of the Association, and any item requiring review or action
by the Executive Committee or the Council;

(i) Coordinating with and assisting members of the Division’s staff who also
oversee and manage the Division’s membership recruitment and retention
programs, including working with staff to effectively divide and assign
membership responsibilities between the Membership Board and the staff;
and

(j) Performing any other tasks designed to aid the Division in serving its
members and in recruiting and retaining members.

§ 7.2. Composition

(a) Rule. The Membership Board shall consist of a chair, which shall be the
person appointed by the Division’s Chair to be the coordinator or director
responsible for membership, and six members, of whom the Chair, Chair-
Elect, and Secretary shall appoint two each. The Division’s liaison to the
Association’s Standing Committee on Membership shall be a non-voting
member of the Membership Board if he or she does not also hold a voting
position on the Membership Board.

(b) Custom. Due to the Division’s need to establish continuity and historical
knowledge among members of the Membership Board, appointment to the
Membership Board should generally be a three-year appointment. The
Chair ordinarily shall appoint the same members as Chair that he or she
appointed the year before as Chair-Elect, and the Chair-Elect shall
ordinarily appoint the same members that he or she appointed the year
before as Secretary.
Boards

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