

**AMERICAN BAR ASSOCIATION  
YOUNG LAWYERS DIVISION**

**POLICY  
BOARDS**

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## **Article I**

### **Boards Generally**

#### § 1.1. **Boards**

While the Chair is the “chief executive, operating, and administrative officer,”<sup>1</sup> 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 for a term coinciding with his or her own each member for whose appointment he or she is responsible.

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<sup>1</sup>Bylaws § 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 many diverse groups within the Division, especially with respect to any status on the basis of which the bylaws prohibit discrimination.

## **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 shall advise the officers.
- (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 four certified delegates from four different states 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 four certified delegates from four different states appointed by the Clerk.
- (b) **Custom.** The Board ordinarily consists of 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 committee, or by having assisted the Speaker; who have chaired an affiliate, since most disputes that reach the board will result from a challenge to an affiliate chair's certifying a delegate; and who have held an office, served as a constitutional representative, or held a senior appointment in the Division, since 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 and the Secretary-Treasurer, as co-chairs; and three district representatives, of whom the Chair, Chair-Elect, and Secretary-Treasurer shall appoint one each.

## **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 section 6.4(c) of the bylaws, the Board shall (a) draft the long-range plan; (b) recommend to the Council any necessary, prudent, or reasonable measure for the plan's revision; and (c) advise the Council and the officers about any related matter.
- (b) **Bylaws.** The Board shall ordinarily consider and report to the Assembly on any resolution ratifying an amendment to the bylaws. The Board's failure to consider or timely report on any such resolution shall not delay or otherwise affect the resolution's consideration by the Assembly.
- (c) **Programs.** The Board shall review and report to the Council on any new program whose cost may exceed \$2500 in any fiscal year. No such program shall proceed without either the Council's or the Board's approval.

- (d) **Committees.** The Board shall annually review the standing committees with a view toward recommending any necessary or prudent resolution establishing, consolidating, merging, renaming, or discharging any such committee. The Board shall ordinarily consider and report to the Council on any resolution establishing, consolidating, merging, renaming, or discharging any standing committee. The Board's failure to consider or timely report on any such resolution shall not delay or otherwise affect the resolution's consideration by the Council.
- (e) **Report.** The Board shall report in writing to the Council between the annual meeting and the midyear meeting, and may report at any other time, on the matters under its consideration during the bar year just ended.

## § 5.2. Composition

- (a) **Rule.** The Board shall consist of the Secretary-Treasurer and the Chair-Elect, as co-chairs; and twelve members, of whom the Chair, Chair-Elect, and Secretary-Treasurer shall appoint four each.
- (b) **Custom.** The Chair ordinarily appoints the same members as Chair that he or she appointed the year before as Chair-Elect, and the Chair-Elect ordinarily appoints the same members that the Secretary-Treasurer appointed the year before, so that, as a practical matter, there are four annual openings that the Secretary-Treasurer fills. An appointee may serve for up to three years so long as the original appointing officer holds any office entitled to make such an appointment.

## Article VI Editorial Board

### § 6.1. Charge

There is hereby established an Editorial Board, which shall publish *The Young Lawyer* periodical.

### § 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 members 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-Treasurer 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-Treasurer.

**Article VIII**  
**E-Communications Board**

**§ 8.1 Charge**

There is hereby established an Electronic Communications Board, which shall (a) oversee management of the Division website; (b) subject to the approval of the Council, develop and maintain written procedures governing content and management of the website, subject to ABA guidelines; (c) recommend policies and procedures regarding other means of electronic communication with the membership.

**§ 8.2 Composition**

- (a) **Rule.**<sup>2</sup> The E-Communications Board shall consist of seven members, of whom the Chair shall appoint four and the Chair-Elect shall appoint three, including a board chair appointed by the Chair and a board vice chair appointed by the Chair-Elect.
- (b) **Custom.** To maintain continuity on the board, the Chair ordinarily appoints the same members as Chair that he or she appointed the year before as Chair-Elect.

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<sup>2</sup> The E-Communications Committee shall become the first Board for Bar year 2004-2005. This footnote language will automatically sunset at the close of the Annual Meeting 2005.