

Association of American Law Schools

Bylaws of the Section on Nonprofit and Philanthropy Law

Article I. Name and Purpose

Section 1. Name. This section shall be known as the Section on Nonprofit Law and Philanthropy.

Section 2. Purpose. The purpose of this section is to promote the communication of ideas, interests, and activities among members and to make recommendations to the Association on matters concerning teaching and improvement of the law and government policies relating to nonprofit organizations (including corporations and trusts) and philanthropy – both in the United States and abroad.

Article II. Membership

Section 1. Membership.

(a) Membership in the section is open to faculty members and professional staff of a law school that is a member of the Association of American Law Schools (AALS).

(b) Associate membership is open to any other person who is concerned with the teaching, administration, and improvement of legal education in the subject area of the section.

Section 2. Privileges of Membership.

(a) Regular members may be officers of the section and may vote in a section election.

(b) Associate members may participate in the programs, meetings, and activities of the section, but may not vote nor hold office in the section.

Article III. Officers, Executive and Other Committees

Section 1. Officers. The officers of this section are the chair, chair-elect, secretary and treasurer. The chair-elect shall be elected at each annual meeting of the Association, shall qualify by acceptance and shall succeed to the office of chair at the close of the next annual meeting. The secretary shall be elected at each annual meeting of the Association, shall qualify by acceptance at the annual meeting and shall serve until the close of the next annual meeting. The treasurer shall be elected at each annual meeting of the Association, shall qualify by acceptance at the annual meeting and shall serve until the close of the next annual meeting. An officer shall serve until a successor has been elected and qualified.

Section 2. The Executive Committee.

(a) The Executive Committee of the section is the chair of the section, chair-elect, the secretary, the treasurer and three other members elected annually.

(b) The Executive Committee shall act on behalf of the section in the interval between annual meetings.

Section 3. Filling Vacancies. If an officer or other member of the Executive Committee resigns, becomes ineligible to serve or dies, the position shall be promptly filled. If the position of chair becomes vacant, the chair-elect becomes the chair. If the position of chair-elect becomes vacant, the chair, with the advice and consent of the other members of the Executive Committee, shall appoint a person to serve as chair-elect until the next annual meeting of AALS at which time both a chair and a chair-elect shall be elected. If the position of any other member of the Executive Committee becomes vacant (including secretary and treasurer), the chair, with the advice and consent of the other members of the Executive Committee, shall appoint a person to the position to serve until the next annual meeting of the AALS.

Article IV. Nominations and Elections

Section 1. Nominations. At or immediately following the annual meeting, the chair may appoint a Nomination Committee for the subsequent year. The Nomination Committee shall consist of at least three members of the section and may include at least one past chair of the section. The Nomination Committee shall receive and consider suggestions of persons to serve as officers and members of the Executive Committee of the section and shall report a slate of nominees to the section for the election at the business meeting of the section at the next annual meeting of the AALS. If no Nomination Committee is appointed, then the Executive Committee of the section shall act as the Nomination Committee.

Section 2. Elections. The Executive Committee of the section shall be elected at the annual meeting. Nominations shall be received from the Nomination Committee (or if no Nomination Committee, from the Executive Committee itself) and from the floor. Elections may be by voice vote or secret ballot, as the chair determines.

Article V. Duties of the Officers

Section 1. Chair. The chair of the section shall preside at all meetings of the section and of its Executive Committee. At each annual meeting of the AALS, the chair shall report on the section activities during the prior year and is responsible for the programs of the section. The chair shall, if appropriate, appoint the members of standing and special committees.

Section 2. Chair-elect. The chair-elect of the section shall assist the chair, as the chair may request, and shall perform the duties of the chair during the absence or disability of the chair.

Section 3. Secretary. The secretary of the section shall assist the chair, as the chair may request.

Section 4. Treasurer. The treasurer of the section shall assist the chair, as the chair may request.

Article VI. Income

Section 1. Authorized Expenditures of Section Dues and Other Section Income. In addition to the purposes described in Association Executive Committee Regulation 1.6(d), section dues and other section income may be spent for a reception for section members at an Association annual meeting, workshop, or teaching conference, deficiency in a meal guarantee made to a hotel, section survey, section directory, or enhance newsletter. Before the activity is undertaken, the section's Executive Committee must authorize the expenditure of dues or other income for the activity. In approving payment of an expenditure, the section chair must determine that the particular expenditure is for the activity authorized by the Executive Committee of the section and is consistent with the section's bylaws and Association policies. The Section's Executive Committee must approve the expenditure at last six weeks prior to the activity for which the expenditure is authorized; the chair shall notify the Association's National Office no later than one month before the occurrence of the activity

Article VII. Policy Statements

Section 1. Policy Statements. Sections are components of the AALS. Thus, any statements of policy adopted by a section or similar positions may be made public only after the AALS Executive Committee has formally adopted the policy statement.

Article VIII. Amendments

Section 1. Amendments. These bylaws may be amended at the annual meeting of the section by a majority of the regular members of the section present and voting. The amendment takes effect when it is approved by the AALS.