

ASSOCIATION OF AMERICAN LAW SCHOOLS

Bylaws of the Section on Transactional Law and Skills

Article I. Name and Purpose

Section 1. Name. This Section shall be known as the Section on Transactional Law and Skills (Section).

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 of interest in the teaching, scholarship, and improvement of the law relating to transactional law and skills, including teaching, scholarship, and legal developments in drafting, negotiating, interviewing, counseling, contract management, legal compliance, professionalism, and professional development. Accordingly, the Section's programming and other service to members incorporate transactional law pedagogy, research (including theoretical, doctrinal, and empirical scholarship on teaching and learning, transaction structures and terms, and business regulation), and writing (including planning and drafting).

Article II. Membership

Section 1. Membership.

- (a) Regular 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 Members.

Regular members may be officers of the Section and may vote in a Section election.

Associate members may participate in the programs, meetings, and activities of the Section, but may not vote or hold office in the Section.

Article III. Officers and Committees

Section 1. Officers. The officers of this Section are the Chair, the Chair-elect, and the Immediate Past Chair.

Section 2. Terms and Succession. The terms of each officer shall be one year. The Chair-elect shall be elected at each annual meeting of the AALS. Each year, the Chair-elect shall succeed to the office of Chair and the Chair shall succeed to the office of

Immediate Past Chair at the close of the AALS annual meeting. An officer shall serve until a qualified successor has been elected.

Section 3. The Executive Committee.

- (a) **Membership.** The Executive Committee of the Section consists of the **three** officers and **six** other members elected annually. The Executive Committee shall include at least two members who teach, as a substantial portion of their teaching load, transactional law courses that the Nomination Committee determines, in its discretion, provide substantial instruction on "professional skills generally regarded as necessary for effective and responsible participation in the legal profession" (as required under Standard 302 of the ABA's Standards for Approval of Law Schools).
- (b) **Responsibilities.** The Executive Committee acts on behalf of the Section in the interval between AALS annual meetings and may create special committees. Members of special committees may, but need not, be members of the Executive Committee. The Executive Committee also is responsible for developing the Section's program for the annual meeting.
- (c) **Term Limitations.** Members of the Executive Committee are limited to three successive one-year terms, except that a member of the Executive Committee who becomes Chair-elect may succeed to the offices of Chair and Immediate Past Chair without regard to the foregoing term limitation. Following an interval of three years, members who have served previously may be re-elected to additional terms, limited as above. No person may serve as section Chair for more than two consecutive years during any seven-year period. No person may serve as section Chair of more than one section at the same time.

Section 4. Standing Committees.

Standing committees are appointed by the Executive Committee, which will make best efforts to reflect the diverse membership of the Section in the appointed committees.

- (a) **Nomination Committee.** The Nomination Committee is responsible for the matters described in Article IV.
- (b) **Communications Committee.** The Communications Committee works with the Chair to develop and maintain the Section's Website, listserv, newsletter, and other communications with the Section's membership.

Section 5. Filling Vacancies. If an officer or other member of the Executive Committee resigns or becomes unable or ineligible to serve, the Executive Committee shall promptly fill the position. If the position of Chair becomes vacant, the Chair-elect will succeed to the position of 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 the AALS, at which time both a Chair and a Chair-elect shall be elected. If the position of Immediate Past Chair or another member of the Executive Committee becomes vacant, 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. If a position on a Standing Committee becomes vacant, the Executive Committee may appoint a replacement.

Article IV. Nomination and Elections

Section 1. Nominations. The Nomination Committee consists of the Immediate Past Chair, Chair, and Chair-elect of the Section. The Nomination Committee receives and considers suggestions of persons to serve as officers and members of the Executive Committee of the Section and reports a slate of nominees to the Section for election at the business meeting of the Section at each annual meeting of the AALS. The slate must meet the qualifications set forth in Section 3(a) of Article III. The Nomination Committee will endeavor to create a slate that is a mix of current Executive Committee members and new candidates.

Section 2. Elections. The officers and other members of the Executive Committee of the Section are elected at the annual meeting. In addition to the slate presented by the Nomination Committee, nominations may be received from the floor. Elections may be by voice vote or secret ballot, as the Chair determines.

Article V. Duties of Officers

Section 1. Chair. The Chair presides at all meetings of the Section and of its Executive Committee. At each annual meeting of the AALS, the Chair reports on the Section activities during the prior year and is responsible, working with the Executive Committee, for the program of the Section. The Chair, in consultation with the Executive Committee, appoints the members of standing and special committees.

Section 2. Chair-elect. The Chair-elect of the Section assists the Chair, as the Chair may request and performs the duties of the Chair during absence or disability of the Chair.

Section 3. Immediate Past Chair. The Immediate Past Chair will serve in an advisory role to the Chair and Executive Committee of the Section.

Article VI. Meetings

Section 1. Section Meeting. The Section shall conduct its business meeting annually at the AALS annual meeting.

Section 2. Executive Committee Meetings. The Executive Committee shall meet at least once, by conference or teleconference call, following the AALS annual meeting to review the Section activities during the prior year, set the Section's agenda and AALS program for the coming year, consult with the Chair regarding his or her appointment of members of standing committees, and address the other ongoing work of the Section. The Executive Committee also may conduct its business through email correspondence.

Article VII. Income

Section 1. Authorized Expenditures of Section Dues and Other Section Income. Section dues and other Section income may be spent in accordance with applicable AALS and Section policies, regulations, and bylaws. The Chair shall confirm that each expenditure is permitted by both the AALS and the Section and shall ensure that the Section complies with any applicable AALS policy requiring notification of the AALS in advance of an expenditure.

Article VIII. 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 IX. Amendments

Section 1. Amendments. These bylaws may be amended at the annual business 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.

Adopted: January 5, 2013

Amended: January 4, 2014

Amended and Restated: January 9, 2016