

BYLAWS

Appalachian School of Law Alumni Association
Revised - March, 2007

ARTICLE I – NAME

The name of this Association shall be the Appalachian School of Law Alumni Association. The principal office shall be located at the Appalachian School of Law, Grundy, Virginia 24614.

ARTICLE II – MISSION

The Alumni Association's mission is to foster a sense of unity and collegiality among ASL Alumni, to support those Alumni in their endeavors, and to seek Alumni involvement and support in the success of ASL.

ARTICLE III – MEMBERSHIP

Section 1

The membership of the Association shall be of two (2) classes: (a) members (b) associate members.

Section 2

All graduates of the Law School shall be members.

Section 3

Associate members shall be as follows:

- (a) Persons not included as members who are administrative officers or members of the faculty of the Law School who express a desire for such membership.
- (b) Those persons who are not eligible under any of the preceding sections but, because of their active interest in promoting the welfare of the Law School and its alumni, are deemed worthy of membership. These persons may be nominated in writing by any of the above members and elected to associate membership by a majority of the Board of Directors.

Section 4

Only members shall be entitled to vote and hold office except for the position of Secretary, which may be filled by an associate member.

ARTICLE IV – OFFICERS

Section 1

The elected Officers of the Association shall be a President, a President-Elect, and a Treasurer. Appointed Officers shall be Secretary and Parliamentarian. These Officers shall take office in July of each year after the annual meeting of the membership. The initial Officers shall be elected from the 2000 Charter Class.

Section 2

The duties of the President, President-Elect, Secretary, Treasurer, and Parliamentarian shall be as follows:

(a) It shall be the duty of the PRESIDENT to:

1. Preside at all meetings of the Association membership and the Board of Directors;
2. See that the Bylaws, rules and regulations adopted by the Board and the members are enforced;
3. Appoint all committee chairs except the chair of the Nominating Committee;
4. Appoint a Secretary and Parliamentarian for the same term for which the President has been elected;
5. Serve as a nonvoting ex-officio member of all committees except the Nominating Committee;
6. Serve as Chairman of the Board of Directors and of the Executive Committee.

(b) It shall be the duty of the PRESIDENT-ELECT to:

1. Assume all duties of the president in the absence of the President;
2. Serve as a nonvoting ex-officio member of all committees except the Nominating Committee;
3. Serve as member of the Executive Committee;
4. Automatically become President at the end of the term of the previous President.

(c) It shall be the duty of the SECRETARY to:

1. Keep an accurate record of all the proceedings of the Board of Directors and the meetings of the membership;
2. Produce the necessary documents to carry on the normal correspondence of the Association;
3. Serve as a member of the Executive Committee.

- (d) It shall be the duty of the PARLIAMENTARIAN to:
1. See that the Constitution, Bylaws and other rules and regulations adopted by the Association are available at all meetings and to assist the President with their enforcement;
 2. Serve as Parliamentarian at all meetings of the Board or the members, and in this capacity, advise the President of proper procedure according to Robert's Rules of Order;
 3. Serve as a member of the Executive Committee.
- (e) It shall be the duties of the TREASURER to:
1. Keep and maintain the receipts and disbursements and an account of the cash, assets and liabilities of the Association;
 2. Keep general charge of the financial records and accounts of the Association, which shall be held by the Appalachian School of Law;
 3. Deposit and disburse funds of the Association as ordered by the Board of Directors;
 4. Report the general financial condition of the Association as ordered by the Board of Directors.
 5. Serve as a member of the Executive Committee.

ARTICLE V – BOARD OF DIRECTORS

Section 1

The Board of Directors shall be the governing agency empowered to manage the affairs of the Alumni Association of the Appalachian School Law.

Section 2

The Board shall consist of ten (10) elected members, the Immediate Past President, the current ASL SBA President in a non-voting capacity, and the Executive Committee for a total of seventeen (17). One of the elected members shall be from current graduating class and shall be elected by his/her classmates. The Board of Directors shall have at least two (2) members out of ten (10) members which must come from the Classes of 2000, 2001 and 2002 of the Appalachian School of Law, so long as there are qualified candidates as defined herein. This policy shall be in effect until the election of the Alumni Board of Directors in 2010.

Section 3

This Board shall be elected by the membership of the Association by ballot by June 30. Election shall be for a term of three years, beginning July 1 after the election. The election for the first year of the enactment of these Bylaws will encompass electing three (3) Directors for a three-year term, three (3) for a two-year term, and three (3) for a one-year term. For the initial election, members of the 2000 Charter Class and 2001 Class are eligible for election. In subsequent years, all alumni are eligible.

The Board of Directors shall hold at least four (4) meetings annually, with time and place to be set at the discretion of the President in consultation with other members

of the Board. Notice of the meetings shall be sent to all members of the board in a timely manner. Special meetings of the Board may be called by the President or any five (5) Board members upon five (5) days notice in writing to each Board member. Said notice shall specify an agenda or purpose for the special meeting.

ARTICLE VI – MEETINGS

Section 1

The annual meeting of the members of the Association shall be held in Grundy, Virginia or at such other place and time as shall be fixed by the Board of Directors. The purpose of the meeting is to invite new members, make nominations, and address such other business as the Board or membership deems appropriate. The notice of the date, hour, and place of such an annual meeting shall be mailed to each member of the Association at least fifteen (15) days prior to the meeting. The annual meeting of the membership shall be held no later than June 1.

Section 2

Special meetings of the membership may be called by the President or any five (5) members of the Board of Directors, or by written petition of thirty (30) members of the Association. Written notice to the membership of such a meeting shall be mailed ten (10) days prior to the meeting. Notice shall include an agenda of items to be discussed.

Section 3

Those members present at any annual or special meeting along with at least five (5) members of the Board of Directors and at least two members of the Executive Committee shall constitute a quorum.

Section 4

Robert's Rules of Order shall be the authority in any procedural question not covered in the Constitution and Bylaws.

Any procedural question may be submitted to the Parliamentarian who shall consult the Robert's Rules of Order before advising the President of the proper procedure. The President after consultation with the Parliamentarian shall decide disputed points of parliamentary procedure.

Any challenge to a parliamentary ruling of the President shall require a two-thirds (2/3) affirmative vote of the membership or the directors, whichever the case may be, before overruling the President as to the parliamentary procedure.

Any parliamentary rule may be suspended by a two-thirds (2/3) vote of the members in attendance.

Section 5

Meetings of the Board or any Committee may be conducted by electronic or telephonic means, including, but not limited to, telephone or electronic messenger program. Any vote required by the Board may be transmitted through electronic means described above or by facsimile or email, provided that notice of the question presented be transmitted to all members of the Board prior to the taking of such vote and further provided that a

sufficient number of the members of the Board to constitute a quorum of the Board vote on said question.

It shall be the duty of the presiding officer to distribute any question posed to the Board and the presiding officer shall in good faith attempt to contact each member of the Board prior to taking any vote of the Board herein.

ARTICLE VII – ELECTIONS

Section 1

The President of the Alumni Association shall appoint in March of each year a Nominating Committee composed of four members of the Board of Directors and chaired by the immediate Past President. This committee shall place in nomination at the Spring meeting of the membership at least twice as many candidates as there are vacancies to be filled on the Board of Directors for that year. Nominations should be made available at the Annual meeting to ensure a proper timetable for selection. The initial five-member Nominating Committee shall be appointed by the President of the Appalachian School of Law. The second Nominating Committee shall be chaired by the President of the Association.

Nothing in these By-Laws should prevent the Board to operate by consensus if they so desire.

Section 2

The Nominating Committee shall also at the Spring meeting place in nomination a slate of candidates to fill the offices of the President, President-Elect, and Treasurer. For the first year, these are enacted rules; after that year, for President-Elect and Treasurer. Nominations should be made available at the annual meeting to ensure a proper timetable for selection.

Section 3

The President of the Alumni Association shall at the annual meeting of the membership accept additional nominations from the floor for positions on the Board of Directors and for candidates to the office of President-Elect and Treasurer.

Section 4

Within ten (10) days after the annual meeting of the membership, a ballot shall be mailed to each member of the Association. The ballot shall include the slate of candidates proposed by the Nominating Committee as well as those nominated at the annual meeting. Each member of the Association shall be permitted to vote for as many Board Members as there are vacancies and for at least two candidates for each of the Officer positions. The person receiving the most votes will be chosen for the position.

Section 5

Newly-elected members of the Board of Directors and Officers shall take office in July of each year after the annual meeting of the membership.

Section 6

All vacancies occurring on the Board of Directors (and in any Officer position) between annual meetings shall be filled by a majority vote of the Board of Directors for the unexpired term.

Section 7

After three consecutive absences by an Officer or Board Member, the Board reserves the right to replace that member.

Section 8

All Officers (elected and appointed) shall be members of the Board of Directors.

Section 9

An outgoing President of the Alumni Association shall automatically serve as a voting member on the Board of Directors the year following his/her term of office. The Immediate Past President shall also serve as Chairman of the Nominating Committee.

Section 10

One member shall be elected from, and by, the current graduating class and will serve as a voting member of the Alumni Association Board of Directors for a period of one year beginning in July following his/her graduation from the Appalachian School of Law.

ARTICLE VIII – COMMITTEES

Section 1

This association shall have the following standing committees:

1. Executive
2. Nominating
3. Election
4. Fund Raising

Section 2

The Executive Committee will be composed of the President, President-Elect, Secretary, Treasurer, and Parliamentarian. It shall prepare a budget, draft goals and objectives for the year, prepare agendas and notify the Board of Directors of regular, called, and special meetings. This Committee shall promote the Law School by communicating with the membership to keep them informed of the activities of the Association and the Law School.

Section 3

The Nominating Committee shall place in nomination at the annual meeting of the membership twice as many candidates as there are vacancies to be filled on the Board of

Directors for that year. They shall also present a slate of candidates to fill the officers of the President-Elect and Treasurer.

Section 4

The Election Committee shall be in charge of conducting and reporting the annual elections of both the Officers and the members of the Board of Directors. These duties shall include the preparation, mailing, collection, and counting of the ballots.

Section 5

The Fund-Raising Committee shall study and recommend projects to the Board of Directors and/or membership; implement, execute and supervise all fund-raising projects of the Association.

Section 6

The President shall appoint adhoc and special committees as the need arises. Refer to Robert's Rules of Order for rules and regulations concerning adhoc and special committees.

ARTICLE IX – DIRECTOR OF ALUMNI RELATIONS

Section 1

The Director of Alumni Relations shall serve as the official liaison between the Alumni Association and the Law School. The Director may be an associate member of the Association, may be on the Executive Committee of the Association and may serve as Secretary of the Alumni Association.

Section 2

The duties of the Director shall include but are not limited to:

1. Serving as ex-officio member of the Board and all standing committees.
2. Working in support of the Association as requested by its President.

ARTICLE X – AMENDMENTS

Section 1

The power to alter, amend, or repeal the Constitution and Bylaws shall be vested in the Board of Directors with concurrence of the Board of Trustees of the Appalachian School of Law.

Section 2

Any member of the Association may present amendments to the Board of Directors.

Section 3

The Constitution and Bylaws may be altered, amended, or repealed by a majority vote of the Board of Directors at any regular or special meeting, provided that the text of

such amendments or a fair summary thereof shall have been presented and set forth in writing to the Board of Directors at a meeting at least 30 days prior to the vote.

Section 4

Amendments or modifications of the Constitution and Bylaws shall become effective upon subsequent approval by the Board of Trustees.