

**CONSTITUTION
OF THE
NATIONAL CONFERENCE OF LAW REVIEWS**
(Amended March 23, 2013)

I. NAME

Section 1. This organization shall be known as the National Conference of Law Reviews.

Section 2. Definitions:

Annual Conference (or Conference): The meeting of Members of the National Conference of Law Reviews, held each year for a minimum of two days between March 15 and April 5, hosted by the Host Review.

Assembly (or General Assembly): The annual meeting of all Members of the National Conference of Law Reviews in attendance at the Annual Conference, held annually at the Annual Conference. The Assembly is the legislative body of the National Conference of Law Reviews.

Conference Committee: Committee appointed by the Host Review to plan and direct the Annual Conference.

Executive Board: The body made up of ten law reviews serving for two-year terms and that advises the Assembly on permanent structure and policies.

Host Review: The law review elected by the Membership to serve as the host for the annual conference. A new Host Review is elected each year for the upcoming Annual Conference. Any Member is eligible to bid to become the upcoming Host Review.

National Conference of Law Reviews: An organization composed of student-edited law reviews, published at regular intervals in conjunction with any professionally approved law school. Its purpose is to assist its Members in better serving the academic and professional legal community.

National Headquarters: The law review designated as the five-year host of the National Headquarters. The National Headquarters Review is responsible for the financial and administrative functions associated with the National Conference of Law Reviews.

Member: A student-edited law review published at regular intervals in conjunction with any professionally approved law school that pays the annual membership dues established by the Executive Board.

II. PURPOSE

The ultimate goal of the National Conference of Law Reviews shall be to assist its Members in better serving the academic and professional legal community.

III. MEMBERSHIP

Section 1. Any student-edited review of the law published at regular intervals in conjunction with any professionally approved law school shall be Members of this Conference if they so indicate their interest by notifying the Executive Board and paying an annual fee of one hundred fifty dollars (\$150), payable to the National Headquarters Review by the date specified on the National Conference of Law Reviews Homepage.

Section 2. The Assembly of this Conference shall establish such further regulations as it deems desirable for certification as a Member.

Section 4. All Members shall be entitled to indicate their affiliation with the National Conference of Law Reviews on their masthead and on other materials, such as letterhead.

IV. ASSEMBLY

Section 1. The Assembly shall be the legislative organ of the Conference, determining its policies and procedures.

Section 2. The Assembly shall meet annually at the Annual Conference and shall be composed of all Member reviews in attendance at the Conference, with each review allotted one vote.

Section 3. The Chairman and Presiding Officer of the Assembly shall be the Chairman of the

Conference Committee.

Section 4. All legislative acts and resolutions shall be decided by a majority vote of all reviews attending the Assembly and the procedure shall be governed by Robert's Rules of Order, Revised.

V. ANNUAL CONFERENCE

Section 1. The Annual Conference shall be held annually for a minimum of two days between March 15 and April 5.

Section 2. The Chair of the National Headquarters Review will accept bids from those Member reviews wishing to serve as Host Review for the second succeeding year by the date provided on the National Conference of Law Reviews website.

Section 3. The Assembly at each Conference shall determine the Host Review for the second succeeding year from among the bids submitted, and the review so chosen must agree to send at least one delegate to the Conference for the immediate succeeding year.

Section 4. In the event that a Host Review for the second succeeding year is not determined by the Assembly, the Executive Board will select a Host Review for the second succeeding year.

Section 5. The Executive Board will recommend to the Assembly a Member review to serve as the National Headquarters Review for the National Conference of Law Reviews every five years. This recommendation must be approved by a majority of the Assembly. The Assembly shall approve a new Headquarters every five years. The approval shall occur one year before the current Headquarters Review ends its term. The transition will occur at the General Assembly in the fifth year. In the event the Assembly does not approve a new Headquarters Review, it shall be in the sole discretion of the Executive Board to do so.

Section 6. The National Headquarters Review shall establish and maintain a National Conference of Law Reviews bank account, in the state in which the National Headquarters Review is located, to hold any excess receipts between Conferences. Upon request and a showing of necessity by the Host Review, the National Headquarters may, by two-thirds vote of the Executive Board, transfer funds from this account to the Host Review to assist the Host Review in paying up-front expenses associated with the conference, such as hotel deposits. There must be a showing and a request, in writing, of necessity in order for a Host Review to be eligible to receive any additional funds.

At the close of the Conference, the Host Review shall return any excess funds for deposit in this account. Upon written request and a showing of unexpected and unforeseeable costs arising through no fault of the Host Review, the Host Review may request funds from this account to cover these unexpected and unforeseeable costs. A two-thirds vote of the Executive Board is required to approve these funds. The Host Review is allowed to participate in the deliberations about the request, but the Host Review is not allowed to vote on this matter. In no event may a Host Review request or withdraw funds later than July 1 immediately following the Host Review's Conference.

Section 7. The National Headquarters Review shall collect annual Membership dues and deposit the Membership dues receipts into a separate National Headquarters bank account. Twenty-five percent (25%) of funds from this account shall be used to pay administrative costs of the National Headquarters. Seventy-five percent (75%) of the funds from this account shall be transferred to the Host Review to offset the costs of the Conference.

Section 8. The Host Review shall bear the sole responsibility for any costs associated with hosting the Conference that exceed the registration fees and seventy-five percent (75%) of the Membership dues. Any additional funds must be approved by two-thirds of the Executive Board, in accordance with Article 5, Section 6. Repayment of any additional funds received shall be subject to the terms and conditions determined, on a case-by-case basis, by the Executive Board.

Section 9. The Host Review, upon completion of its term, shall transfer excess funds from the preceding Conference and to the National Headquarters Review on May 31.

Section 10. The National Headquarters Review shall submit an annual accounting, listing income and expenses, to the Executive Board at the annual Conference.

Section 11. At the conclusion of its term, the National Headquarters Review shall transfer all funds in the Conference and National Headquarters accounts to the succeeding National Headquarters Review.

Section 12. The National Conference of Law Reviews shall apply for and maintain tax-exempt status with the Internal Revenue Service. The National Headquarters Review shall make this application on behalf of the National Conference of Law Reviews and shall be responsible for preparing all tax documents of the National Conference of Law Reviews.

Section 13. The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or

any future tax code.

Section 14. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code or the corresponding provisions of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

Section 15. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

VI. ANNUAL CONFERENCE COMMITTEE

Section 1. The Host Review shall appoint a committee to plan and direct the annual Conference, whose Chairman shall serve as Chairman of the Conference and Assembly.

Section 2. The Conference Committee shall serve as a liaison among the Conference Members during the year, soliciting suggestions and advice from the Executive Board, and all Member reviews, and providing information on the forthcoming Conference.

Section 3. The Conference Committee shall collect all registration fees and shall keep all records concerning the Conference, including an account of all receipts and disbursements, copies of all relevant communications to Members, and a procedural and administrative report of the Conference. Membership fees shall be submitted to National Headquarters Review pursuant to Article III, Section 1.

Section 4. All of said records and reports are to be transmitted to the National Headquarters Review. The Conference Committee is also to remit any excess of receipts over disbursements to the National Headquarters Review to be applied against expenditures incurred for the next Conference. All of said records, reports and receipts shall be transferred by the Host Review no later than July 1. Only under extenuating circumstances and with permission of the Executive Board, shall the Host Review transfer records, reports and receipts at a later date.

Section 5. [repealed]

Section 6. The National Headquarters Review is obligated to report all proceedings and discussion of the conference and all resolutions adopted by the Assembly. Such a report is to be distributed to all Member reviews.

Section 7. The Conference Committee shall, in its discretion, subject to the approval of a majority of the Executive Board, present an award at the Annual Conference to a distinguished individual in recognition of his significant contribution to the legal profession.

VII. THE EXECUTIVE BOARD

Section 1. There shall be an Executive Board to provide a long range continuity, to advise the host school Conference Committee and the Member reviews, and to advise the Assembly on permanent structure and policies.

Section 2. The Executive Board shall be composed of ten reviews serving for a two-year term. Executive Board members shall be eligible for re-election upon expiration of their two-year term. In addition, the newly elected Host Review shall serve as an ex-officio Member of the Executive Board for a three-year term commencing upon the review's election.

Section 3. The Membership of the Executive Board shall be as geographically representative as possible.

Section 4. The Assembly shall elect the Members of the Executive Board, which the Board may recommend a slate of nominees for the next election of the Executive Board on the basis of past interest and participation in the National Conference of Law Reviews.

Section 5. The Executive Board shall meet annually at the Conference, and more often if necessary; shall maintain contacts in the interim; and shall advise and assist the National Conference of Law Reviews.

Section 6. Any Member of the Executive Board that does not attend the initial Executive Board meeting at the National Conference without cause, as determined by a vote of the Executive Board at the initial meeting, shall be deemed to have resigned from the Executive Board, and another school shall be elected to serve during the remainder of such terms. At the next Executive Board meeting, the absent Member may be permitted to show exceptional circumstances to account for the absence, and the Executive Board will determine, by two-thirds vote, whether that Member shall retain a seat on the Executive Board.

Section 7. The National Headquarters Review shall hold a seat on and chair the Executive Board concurrent with its term as National Headquarters.

Section 8. The representative of the National Headquarters Review will serve as Recording Secretary of the Executive Board and the Assembly.

Section 9. The National Headquarters Review shall serve as chair of the Executive Board.

Section 10. In the event that the National Headquarters Review also serves as the Host Review in a given year, then the Chair of the National Headquarters Review shall recuse himself or herself from voting for any proposal the Host Review submits to the Executive Board.

Section 10. The official National Conference of Law Reviews Homepage shall be maintained by the National Headquarters Review. The content for the Homepage shall be compiled by the Homepage Committee Chair(s) and submitted to the Homepage.

Section 11. The National Headquarters Review shall appoint annual committees, composed of Members of the National Conference, and chaired by Members of the Executive Board, as needed to effectuate the business and improvement of the National Conference of Law Reviews.

VIII. ADOPTION: AMENDMENTS

Section 1. This Constitution is to be deemed adopted when accepted by a two-thirds vote of all reviews represented at the 1960 Conference.

Section 2. All amendments to this Constitution shall be by two-third vote of all reviews at the Assembly.

BY-LAWS

EXECUTIVE BOARD: FUNCTIONS AND RESPONSIBILITIES

Section 1. The Board shall be charged with the responsibility for reviewing the Constitution and By-Laws with the purpose of proposing amendments and additions for action by the Conference at the Annual Meeting.

Section 2. The Board shall be responsible for the establishment of procedures for creating a central information center. The center shall be designed to collect, tabulate, and disseminate information and data obtained through questionnaire responses requested by the Members.

Section 3. The Board shall perform an active role in assisting and advising the Host school of the Annual Conference meeting in planning the substantive content of programs and the selection and procurement of speakers.

Section 4. The Board shall have the discretion to appoint a Member review to perform any of the functions set forth above, or otherwise to organize tasks in an appropriate manner.

Section 5. Nothing contained herein shall be construed to empower the Board to bind the National Conference on issues or policies. Any proposals promulgated by the Board shall be submitted to the Members for the appropriate action.