

**Bylaws**  
  
**of the**  
  
**Notre Dame Law Association**

**Amended September 2006**

**ARTICLE I Name**

The name of the organization shall be the Notre Dame Law Association (hereinafter referred to as “NDLA”).

**ARTICLE II Purpose**

The NDLA is formed exclusively for non-profit, charitable and educational purposes as recognized by Section 501(c)(3) of the Internal Revenue Code, as amended, supplemented or superseded from time to time.

The purposes of the NDLA shall include:

- a. advising the Dean and such members of the faculty and administration as the Dean may designate in matters respecting the students, curriculum, finances, programs, facilities, resources, capabilities, strategic planning, management and operations of the Law School, and such other areas as the Dean may specify in requesting assistance of the NDLA;
- b. recruiting, advising and promoting the candidacies of excellent students for the Law School;
- c. mentoring, advising and promoting students and graduates of the Law School in their efforts to secure employment opportunities;

- d. conducting such activities and programs as are designed to promote or contribute toward the mutual support of NDLA members;
- e. fostering a spirit of solidarity, friendship and dedication among NDLA members and friends of the University of Notre Dame and the Law School;
- f. encouraging perpetuation of the ideals that all students are taught to uphold and value while attending classes at the Law School;
- g. sponsoring, directing and participating in such charitable, educational, religious, social, athletic and other activities as may advance the interests of the NDLA and its members or the interest of the University of Notre Dame as determined by the board of directors of the NDLA and the Dean;
- h. raising funds and soliciting contributions to the University of Notre Dame for use by the Law School;
- i. recognizing and publicizing the talents and professional contributions of members of the NDLA in serving their profession and communities in ways that serve as examples of the fulfillment of the mission of the Law School; and
- j. establishing fellowships, scholarship funds and such other programs as may assist worthy and needy students and prospective students to make it possible for them to attend and complete their course of study at the Law School.

The NDLA shall not be incorporated as a separate entity, but rather, shall serve as an advisory body of the Law School. The NDLA shall exercise and enjoy only those rights and powers as may be mutually determined by agreement of its board of directors and the Dean. The NDLA shall have no power to enter into contracts or otherwise to bind the University of Notre Dame or the Law School or to conduct any business except as may be specifically approved by the Dean. All finances of the NDLA shall be managed exclusively by the Dean.

If the Dean instructs in the future that the NDLA shall be incorporated as a separate entity under the laws of the State of Indiana, these bylaws shall be revised to conform to such laws.

## **ARTICLE III**

### **Membership and Voting**

#### Section 1. Membership

All graduates of the Notre Dame Law School shall become members of the NDLA as of the date of graduation from the Law School.

Any graduate of the University who has graduated from, or is a faculty member of, a law school other than the Notre Dame Law School shall become a member upon notification to the Law School Relations Office.

All Law School faculty shall become members of the NDLA as of the date of appointment to the Law School faculty.

Any other person with a demonstrated interest in the Law School may be granted membership in the NDLA, as determined by the discretion of the Dean or by majority vote of the board of directors.

### Section 2. Voting

All members are entitled to the same voting rights.

Each year, the membership shall elect one-third of the board of directors by mail-in ballot. Ballots will be mailed to each member, to the address on file at the University's Alumni Files Office as of 60 days prior to the election response deadline.

## **ARTICLE IV**

### **Meeting of Directors**

#### Section 1. Regular Meetings

The board of directors of NDLA shall meet twice each year, on the University of Notre Dame campus. One meeting shall be held in the fall of each year, at a date and time determined by the Dean. The other meeting shall be held in the spring of each year, in conjunction with the University Alumni Association's Alumni Senate, if practicable.

Notice of the date, time and location of the meeting, together with the slate of nominees for all offices or positions to be filled pursuant to the by-laws, shall be given personally or mailed to each director not more than 40 and not less than 10 days before the meeting.

#### Section 2. Special Meetings

Special meetings of the board of directors may be called by the president, four of the members of the board of directors, or 25% of the general membership.

Notice of the date, time and location and purpose of the meeting shall be given personally or shall be mailed to each member not less than five days before the meeting. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at the member's address as it appears on the records of the University's

Alumni Files Office, with postage thereon prepaid. Alternatively, the Law School reserves the right to publish notice of such special meeting in any University or Law School publication of general circulation, such publication being mailed not less than 30 days before the meeting.

### Section 3. Voting Rights

Each member of the board of directors present in person shall be entitled to one vote on each matter submitted.

### Section 4. Voting Procedures

Election of the officers shall be by ballot. Other business may be by voice vote.

Once a quorum is established, all voting shall be determined by a majority vote of a quorum present in person and voting. However, the president shall not vote, except to resolve a tie.

## **ARTICLE V**

### **Board of Directors**

#### Section 1. General Powers

The affairs of NDLA, exclusive of legal and financial obligations, shall be managed by the board of directors. Legal and financial obligations of NDLA shall be managed by the Dean.

#### Section 2. Number, Qualifications, Term and Vacancies

The number of seats on the board of directors shall be 22. The 22-member board shall consist of the following:

- a. One current NDLA president;
- b. One immediate past president;
- c. Sixteen regional directors, elected by the membership, whose regions will be compatible with those defined by the University's National Alumni Association (see Appendix 1) for purposes of electing its national board and managing regional NDLA affairs, and who shall be responsible for attending meetings called by the regional directors of the University's National Alumni Association as a representative of NDLA;
- d. One at-large member, elected by the membership, who shall have graduated from the Law School within ten (10) years of the date of election;
- e. Three representatives, appointed by the board, to serve as liaisons to the University's other constituency groups — Asian-Pacific Alumni of Notre Dame, Black Alumni of Notre Dame, and Hispanic Alumni of Notre Dame — hereinafter referred to as "minority club liaisons";
- f. One international representative may be appointed by the board to serve as a

representative of the membership living outside North America;

g. Two current law students, one the current Student Bar Association president and the other appointed by the Law School Student Bar Association with the approval of the board and the Dean.

All of the seats on the board of directors , except the two seats allocated to current Law School students (section 2.g. above), shall be held by graduates or friends of the Notre Dame Law School.

Each director, except for the current Law School students, shall serve for a term of three years commencing on the first day of July following the election, and shall serve no more than two three-year terms in succession within a 15-year period.

The board of directors shall have the power to fill any vacancy caused by resignation, removal from office or death, and the term of the director so named by the board of directors shall be for the remainder of the unexpired term of the vacating director.

### Section 3. Removal

Any elected or appointed director may be removed with or without cause by a majority vote of the total board of directors.

A director or member of the executive advisory committee who fails to attend three consecutive board meetings without just cause may be removed from office at the discretion of the president or the dean.

### Section 4. Quorum

A quorum shall consist of a majority of currently sitting members of the Board of Directors.

### Section 5. Compensation

Directors shall not receive any stated salaries for their services, but may be reimbursed for reasonable expenses incurred when in the course of their duties as directors. There shall be no salary or fee paid for attendance at regular, special or other types of meetings.

## **ARTICLE VI Officers**

Section 1. Number, Title and Qualifications The officers of NDLA shall be a president, who shall not hold any other position on the board, and a president-elect/secretary.

### Section 2. Election, Term and Vacancies

Each year at the Fall meeting, the board shall elect a president-elect/secretary, whose term will begin immediately. The president-elect/secretary shall assume the office as president on the first day of July the following year, or at any time in which the president is unable to perform the duties of the office. No president shall serve more than one term in a five-year period.

In the event of a vacancy, such vacancy shall be filled by a vote of the board of directors.

### Section 3. Removal

Any elected or appointed officer may be removed with or without cause by a majority vote of the total board of directors.

## **ARTICLE VII**

### **Committees**

#### Section 1. Committees in General

The president shall appoint the chair and membership of any committees formed to advise NDLA or supplement NDLA activities in a manner determined by the president and agreed to by the Dean.

#### Section 2. Executive Advisory Committee

Former directors, other than those appointed as students under Article V.2.g above, who are no longer eligible to serve as elected directors may serve on the executive advisory committee. The membership of the committee is determined as follows: Past Presidents of the Board, including the immediate past President, shall serve indefinitely, or until the Dean and President shall remove. Past Directors may serve automatically upon request from the member for two (2) years immediately after completing any term. Additional service beyond the initial two (2) years is only by request of the member, and subject to approval of the Dean and President every two (2) years thereafter and the Dean and the President shall consider active participation in the board's activities. Nevertheless, the Dean, together with the president, shall have the power to remove any member from the executive advisory committee at any time.

The purpose of this committee is to advise the board of directors on matters as requested by NDLA board, and to assist the board in carrying out its duties however necessary. The executive advisory committee members are expected to attend regular board meetings.

## **ARTICLE VIII**

### **Legislative or Political Activities**

No substantial part of the activities of NDLA shall be the communication of propaganda or otherwise attempting to influence legislation, and NDLA shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

## **ARTICLE IX**

### **Operation Limitations**

Notwithstanding any other provisions of these articles, NDLA shall not carry on any other activities not permitted to be carried on:

- a. by a corporation exempt from Federal Income Tax under Section 501(c)(3) or Section 501(c)(7) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or
- b. by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE X**

### **Amendments**

These bylaws may be amended at any regular or special meeting of the general membership noticed for such purpose by a majority vote of the general membership in attendance, and only with the approval of the Dean.

## ARTICLE XI

### **Affiliation with The Association of Notre Dame Clubs, Inc.**

Section 1. Authorization The NDLA is affiliated with the Association of Notre Dame Clubs, Inc. (hereinafter referred to as “Association”). It is expressly recognized that the chartering and continued recognition of the NDLA, and its affiliation with the University of Notre Dame, the Notre Dame Law School, and the Association shall be in accordance with such rules and regulations as may be promulgated from time to time by the Association.

|

### Section 2. Bylaws

A copy of these bylaws, and any amendments thereto, shall be filed with the Alumni Association. No bylaw shall be adopted that is inconsistent with the bylaws of the Association.

### Section 5. Association Council of the Association of Notre Dame Clubs

The NDLA president, or the president’s designated representative, shall represent NDLA at all meetings of the Council.

Each board member, or the member’s designated representative, shall represent the NDLA at Alumni Association regional meetings, and shall be encouraged to participate in the activities of the member’s local alumni club or constituency group.

|

**Appendix 1**

**Notre Dame Law Association Regions**

Region 1 Alaska Hawaii Idaho Northern California Northern Nevada Oregon Washington

Region 2 Calgary, Alberta Colorado Montana New Mexico South Dakota Utah Wyoming

Region 3 Arizona Mexico Southern California Southern Nevada

Region 4 Minnesota North Dakota South Dakota Wisconsin

Region 5 Iowa Kansas Missouri Nebraska

Region 6 Region Illinois (excluding Cook County) Northwest Indiana

Region 7 Michigan

Region 8 Indiana (excluding N/W Indiana) Kentucky

Region 9 Ohio West Virginia Western Pennsylvania

Region 10 New Jersey Southern Connecticut Southern New York  
Mississippi Tennessee Oklahoma  
Texas

Region 11

Maine

Massachusetts

New Hampshire

Northern Connecticut

Rhode Island

Vermont

Region 12

Delaware

Eastern Pennsylvania

Maryland

Virginia

Washington, D.C.

Region 13/14 Arkansas Alabama Louisiana

Region 15/17 Florida, Georgia, North Carolina, South Carolina, Puerto Rico

Region 16 Cook County, Illinois

Region 18 Northern New York, Toronto, Ontario

