

ALBANY LAW SCHOOL INTELLECTUAL PROPERTY SOCIETY CHARTER & BY-LAWS 2011-2012

Charter for Albany Law School Intellectual Property Society 2011-2012

Albany Law School Intellectual Property Society (“ALS IPS”) is a group whose membership, meetings, activities and services are open to students at Albany Law School. This organization does not discriminate or segregate in its membership or any of its activities on the basis of sex, race, creed, religion, national or ethnic origin, age, marital status, or sexual preference.

ALS IPS is a club organized for the purpose of giving the students of Albany Law School the ability to participate in events relating to Intellectual Property law. ALS IPS will generally meet once a month, participate in organized activities throughout the school year, and organize school-wide events relating to Intellectual Property law throughout the school year.

ALS IPS hereby promises and affirms to regularly advertise its meetings and activities.

ALS IPS hereby promises to timely turn in its budget. Should ALS IPS not timely turn in its budget, ALS IPS hereby affirms that it understands that this may adversely affect the amount of funding it receives.

Officers for Albany Law School Intellectual Property Society

President of ALS IPS: Alexa Ashworth

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Vice President ALS IPS: Mark Belkin

Treasurer of ALS IPS: John Hodge

Secretary of ALS IPS: Nathan Perry

ALBANY LAW SCHOOL INTELLECTUAL PROPERTY SOCIETY BY-LAWS 2011-2012

ARTICLE ONE: DEFINITIONS

- 1.1 “ALS” means Albany Law School
- 1.2 “ALS IPS” means Albany Law School Intellectual Property Society
- 1.3 “By-Laws” means the Albany Law School Intellectual Property Society By-Laws 2011–2012
- 1.4 “Society” means Albany Law School Intellectual Property Society
- 1.5 “Executive Board” means the Executive Board of the Albany Law School Intellectual Property Society, consisting of one (1) President, one (1) Vice President, one (1) Treasurer, and one (1) Secretary.
- 1.6 “Non-voting Member” means any member of the Albany Law School Intellectual Property Society who is allowed to participate in events under Section 2.1(f), but who is not a current student at Albany Law School
- 1.7 “SBA” means the Student Bar Association of Albany Law School
- 1.8 “Voting Member” means any current student member of the Albany Law School Intellectual Property Society, who has paid the SBA Student Activity Fee.
- 1.9 Internal Cross-References
Internal cross-references shall be read as follows:
Article.Section(Subsection)(Part)(Subpart).

ARTICLE TWO: CHARTER, MEMBERSHIP, AND EXECUTIVE BOARD

- 2.0 Charter
ALS IPS is a validly chartered SBA group.
- 2.1 Membership
 - (a) A student at Albany Law School becomes an active member of ALS IPS by attending meetings, fundraisers, and IPS hosted events. A student remains an active member of ALS IPS by attending meetings, fundraisers, and IPS hosted events. Students

must attend at least one of these events per semester to remain an active member of ALS IPS.

- (b) Membership in ALS IPS earns the right to attend all ALS IPS functions, excluding those reserved exclusively for the ALS IPS Executive Board.
- (c) Anyone, including non-members and non-students, may attend ALS IPS meetings, fundraisers, and IPS hosted events.
- (d) All students, including student non-members, and non-student members may attend general meetings.
- (e) Membership by a student at ALS, restricted to students who have paid the previous year's SBA Student Activity Fee, results in "voting member" status. Voting members may participate in any vote authorized by Article 3.
- (f) ALS alumni, faculty, staff, and family members of ALS IPS students, alumni, faculty, and staff may become non-voting members only. Participation in ALS IPS by non-voting members is limited by Article Six. Among these restrictions are the lack of the rights to vote and to benefit from any and all subsidies provided by the SBA.

2.2 Society Meetings

ALS IPS will generally hold meetings once every month or as often as the President deems necessary.

2.3 Executive Board Meetings

The President may hold Executive Board meetings as often as he/she deems necessary, and may restrict attendance as he deems reasonable.

2.4 Executive Board

- (a) The ALS IPS shall be run by an Executive Board, subject to these By-Laws.
- (b) The Executive Board shall consist of four positions whose elections are governed by Section 3.3 and whose powers are defined by Articles 4 and 5.
- (c) A person must be a current student at ALS in order to become or remain a Member of the Executive Board.

- (d) In order to become a Member of the Executive Board, a candidate must receive a simple majority of votes from voting members, as defined by Article 3.
- (e) This new Executive Board is considered valid unless an active student member of ALS IPS protests the election as authorized by the SBA or by Subsection 3.5.
- (f) The four positions are as follows:
 - (i) President;
 - (ii) Vice President;
 - (iii) Treasurer;
 - (iv) Secretary

2.5 Impeachment

- (a) An Executive Board Member may be impeached through the processes defined in Subsection 3.4.
- (b) An Executive Board Member may only be removed as allowed by Subsection 3.4, and may only be impeached for:
 - (i) repeated violations of these By-Laws;
 - (ii) repeated failure to perform his/her duties under these By-Laws;
 - (iii) violation of ALS and SBA rules, regulations, and policies pertaining to the funding of student organizations; or
 - (iv) any infraction or crime that results in academic punishment by the Administration of ALS.

2.6 Purpose

The purpose of the ALS IPS is to create a forum for those interested in Intellectual Property law to speak with other students and professors about this area of law and to create events for Albany Law School that bring a greater recognition and knowledge of Intellectual Property law to the entire law school community.

ARTICLE THREE: AUTHORITY AND ELECTIONS

3.0 Authority of the By-Laws

- (a) These By-Laws shall:

- (i) be the governing instrument of the ALS IPS;
 - (ii) serve as the Society Rules, governing those who participate in the Society's activities; and
 - (iii) The individual E-board members and any future E-board members may create their own rules, but may not take any action limited by these By-Laws.
- (b) The purpose of these By-Laws shall be to:
- (i) facilitate the smooth functioning of the ALS IPS;
 - (ii) vest decision-making authority in specific individuals; and
 - (iii) ensure that all members, regardless of their status, know their rights.
- (c) In order to achieve the purposes described in Section 2.6, these By-Laws shall be read in the manner that most benefits the Society. All ambiguities shall be resolved in the manner that most benefits the Society. Any clause which, under specific, actually present circumstances, would harm the Society shall be read in a manner so as to prevent such harm.

3.1 Limitation of Authority

These By-Laws shall be the supreme authority of the Society, subject only to:

- (a) any and all relevant ALS rules, regulations, and policies;
- (b) any and all relevant SBA rules, regulations, and policies;
- (c) the Student Organization Handbook;
- (d) the SBA Student Organization Budget Funding Guidelines;
- (e) the SBA Constitution; and
- (f) the SBA By-Laws.

3.2 Amendment

- (a) These By-Laws may be amended or completely replaced by a simple majority of the voting members of the ALS IPS.
- (b) Voting members must be given reasonable notice before the date or dates of such vote, and must be given a reasonable opportunity to cast such vote.

- (c) The President shall announce the results of the vote within five school days of the end of the allotted voting period. Re-counts are permitted under Section 3.5.

3.3 Elections

- (a) Voting for the Executive Board shall take place in late spring of each year.
- (b) Members of the Executive Board are elected by a simple majority of votes cast by the voting members of the ALS IPS.
- (c) Members of the Executive Board may be removed as prescribed in Section 3.4. Where an Executive Board Member is removed or resigns from office, the position shall be filled by a Special Election to be conducted in the same manner as prescribed by this Section, subject to Subsection 3.4(g).
- (d) Each voting member may hold only one spot on the Executive Board at any one time.
- (e) The President shall announce the results of the vote within five school days of the end of the allotted voting period. Re-counts are permitted as allowed in Section 3.5.
- (f) Newly-elected Members of the Executive Board begin their term upon the announcement of the results of the vote by the President. The term of each position lasts from the date of this announcement to the day following the announcement of the next e-board in the next spring.
- (g) Any voting member of the Society may run for any position or multiple positions on the Executive Board so long as he will remain a voting member for the duration of her term, subject to Section 3.3(f). A candidate who receives a winning number of votes for multiple positions shall be allowed to select one of the positions, and a run-off shall be held amongst the remaining candidates for the other position. If only one other candidate ran for that position, there need not be a runoff. A voting member submits his/her candidacy for a position on the Executive Board by notifying the President.

- (h) A simple majority over votes casted is needed to approve any proposed amendment or replacement of these By-Laws, and to elect candidates to positions on the Executive Board. To be elected to the Executive Board a candidate must receive more than half of all votes casted. In the case of no candidate receiving more than half of all votes casted, there shall be a runoff between the two candidates receiving the most votes within two school days of the result of the first vote.

3.4 Removal, Impeachment, and Resignation of Executive Board Members

- (a) Members of the Executive Board may only be removed:
 - (i) as prescribed in this Section; or
 - (ii) as ordered by the Administration of ALS; or
 - (iii) as ordered by the SBA under all relevant SBA governing documents, where such authority to remove such Member is recognized by the Administration of ALS.
- (b) Members of the Executive Board may only be impeached for:
 - (i) repeated violations of these By-Laws;
 - (ii) repeated failure to perform her duties under these By-Laws;
 - (iii) violation of ALS and SBA rules, regulations, and policies pertaining to the funding of student organizations; or
 - (iv) any infraction or crime that results in academic punishment by the Administration of ALS.
- (c) The purpose of such impeachment should be to protect the Society, voting members of the Society, ALS, the SBA, and all other players within the Society from abuse by such Member of the Executive Board.
- (d) Members of the Executive Board may be removed in the following manner:
 - (i) A voting member shall collect the signatures of 2/3 of voting members on a sheet or sheets of paper with the following heading: "Petition for the Removal of [NAME OF MEMBER] from her position as [NAME OF EXECUTIVE BOARD POSITION] of the Albany Law School Intellectual Property

Society.” This petition must state the specific reasons for impeachment.

- (ii) The petition shall be handed in to the Secretary. If the Secretary is the member to be removed, the petition shall be handed in to the President. In this case the President will fulfill the responsibilities of the Secretary for the duration of the impeachment process.
- (iii) Upon receiving a petition to remove a Member of the Executive Board, the Secretary must set up a vote to remove such Member. Delays are allowed as reasonable, such as an instance where the petition is handed in during winter break. The protested party must have an opportunity to respond to the petition before the vote takes place.
- (iv) To be removed, a Member must receive a “remove” vote from more than 50% of the current voting members. A ‘voting member’ is one who is, or was during the last semester, an ALS IPS Member.
- (e) A Member of the Executive Board may resign at any time, as long as he or she gives 168 hours’ notice, in writing, to the Secretary. If the Secretary is resigning, he/she must turn in her resignation to the President.
- (f) Any Executive Board Member removed from such position under Sections 3.4(a)(ii) or (iii) shall be considered to have been removed under this Section. Any Executive Board Member who ceases to be a student at ALS shall be considered to have resigned in accordance with Section 3.4(e). His or her term ends at the moment he or she ceases to be a student at ALS.
- (g) If an Executive Board Member has been removed or has resigned under this Section, a Special Election shall be held by the President in the same manner as outlined in Section 3.3, subject to the following rules:
 - (i) If the office of the President is currently vacant, the election shall be conducted by the Vice President.

- (ii) Current Members of the Executive Board may run for vacant positions. If such current Member is elected, another election shall be had to fill in the newly-vacated position.
- (iii) The terms of Members of the Executive Board elected under this Section shall end on the day following the new election in spring semester, regardless of when the election took place.
- (iv) Any member of the ALS IPS that has ever been removed or impeached from the Executive Board under this Section, and any member that has resigned from the Executive Board in a manner that violates Subsection 3.4(e), may not run for, or be elected to, a position on the Executive Board.

3.5 Protest of Vote Results

- (a) The result of any vote may be challenged by any voting member by submitting a petition to protest vote results. The petition must be handed in to the Secretary and shall be formatted as follows:
 - (i) A voting member shall collect the signatures of 2/3 voting members on a sheet or sheets of paper with the following heading: "Petition for the Protest of Vote Results for [PURPOSE OF VOTE] of the Albany Law School Intellectual Property Society." This petition must state the specific reasons for the protest.
 - (ii) The petition shall be handed in to the Secretary. Upon receiving the petition, the Secretary must notify the President and conduct a re-count of the votes within 48 hours of the handing in of the petition, subject to reasonable delays.
 - (iii) The President must hand over all ballots to enable a speedy and efficient recount.
- (b) The results of any re-count conducted by the Secretary as a result of such protest shall be final and binding.

ARTICLE FOUR: POWERS OF THE PRESIDENT

4.0 President

The president of ALS IPS shall be known as the President of the Intellectual Property Society.

4.1 Election Requirements

A person may only be elected to the office of President if he or she:

- (a) is a current student at ALS;
- (b) will remain a student at ALS for the duration of the term, which lasts from the date the election results are announced until the day after the election results are announced the following spring; and
- (c) has participated in at least one fall or spring IPS activity while a student at ALS.

4.2 Responsibilities

- (a) The President and the Executive Board must establish membership at least for the fall semester of 2011 and may amend such membership with the addition or subtraction of any new and/or current members.
- (b) The President must ensure that all the other members of the Executive Board are performing their duties effectively, and if they fail to do so the President must make sure that he, or someone else, carries out those duties.
- (c) The President may call and head Society meetings.

4.3 Exclusive Powers

- (a) The President shall retain the powers in this Section exclusively, subject only to restrictions placed on such powers by:
 - (i) the Administration of ALS;
 - (ii) the SBA, where such power to restrict is recognized by the Administration of ALS.
- (b) The President shall have the exclusive authority to decide whether a non-student shall be allowed to join the Society as a non-voting member. The President shall also have the exclusive authority to remove a non-student member at any time for cause.

The President may make the decision to allow or not allow a non-student to join ALS IPS at the start of each semester.

- (c) The President must work with other Executive Board Members, particularly the treasurer, to draft a budget for each semester and present it to the SBA for approval.

4.4 Concurrent Powers

- (a) The President shall have the authority to commit any act, unless such authority to act:
 - (i) is expressly restricted by these By-Laws;
 - (ii) has been restricted by the Administration of ALS;
 - (iii) has been restricted by the SBA, where such power to restrict is recognized by the Administration of ALS;
 - (iv) is expressly reserved to the exclusive authority of another Member of the Executive Board; or
 - (v) is only allowed under these By-Laws where some contingency has occurred, such as where the President shall only conduct an impeachment vote where the Secretary is the officer to be impeached, under Section 3.4.
- (b) The President and E-board may organize Society-wide meetings.

4.5 Powers Used in Conjunction with Other Executive Board Members

- (a) Student members may only be removed from the Society for cause. A student member may only be removed by a majority vote of the Executive Board. In the event of any tie, the student member shall not be removed.

4.6 Delegation of Powers

The President may delegate any of her powers or responsibilities to another Member of the Executive Board at any time, and may also revoke such delegation at any time. Any action taken by another Executive Board Member under such delegation shall be imputed to the President.

ARTICLE FIVE: POWERS OF THE TREASURER

5.0 Treasurer

The treasurer of the ALS IPS shall be known as the Treasurer of the Intellectual Property Society.

5.1 Election Requirements

A person may only be elected to the office of Treasurer if he:

- (a) is a current student at ALS; and
- (b) will remain a student at ALS for the duration of the term, which lasts from the date the election results are announced until the day after the election results are announced the following spring; and;
- (c) has participated in at least one fall or spring IPS activity while a student at ALS.

5.2 Responsibilities

- (a) The Treasurer must collect all fundraised monies and deposit them with SBA according to SBA requirements.
- (b) The Treasurer must work with the President to draft a budget for each semester and present it to the SBA for approval.
- (c) The Treasurer may keep a record of all Society expenditures and income.
- (d) The Treasurer may organize fundraisers. The Treasurer may delegate the authority to fundraise to any student member of the Society, but the Treasurer remains entirely responsible for the fundraiser, its results, and its repercussions.
- (e) The Treasurer must aid the President in any way not explicitly mentioned by these By-Laws that a club treasurer normally would.

5.3 Concurrent Powers

- (a) The Treasurer shall have the authority to spend a reasonable amount of money for meetings and events hosted by the ALS IPS.

ARTICLE SIX: RESTRICTIONS ON STUDENT NON-MEMBERS AND NON-STUDENT MEMBERS

6.0 Authority

This Article shall primarily serve as a reference point so that student non-members, non-student members, and student members know their rights in relation to the Society. Any contradiction between this Article and any other section of these By-Laws shall be resolved in favor of the other section.

6.1 Student Non-Members

- (a) A student who is not a member of ALS IPS may:
 - (i) attend general interest meetings;
 - (ii) attend fundraisers;
 - (iii) attend ALS IPS events sponsored, in part or in whole, by ALS, SBA, or any law school-related sponsors, such as BarBri;
- (b) A student who is not a member of ALS IPS may not:
 - (i) participate in Society votes or elections.
 - (ii) be elected to the Executive Board;

6.2 Non-Student Members

- (a) A member of ALS IPS who is not a student may
 - (i) attend general interest meetings;
 - (ii) attend ALS IPS events.
- (b) A member of ALS IPS who is not a student may not
 - (i) participate in Society votes or elections;
 - (ii) be elected to the Executive Board;
 - (iii) spend Society funds.

6.3 Student Members

- (a) A member of ALS IPS who is currently a student may:
 - (i) attend general interest meetings;
 - (ii) attend fundraisers;
 - (iii) attend ALS IPS social events;
 - (iv) participate in Society votes and elections; and
 - (v) be elected to the Executive Board.
- (b) A member of ALS IPS who is currently a student may not:

- (i) spend Society funds, unless authorized to do so under these By-Laws.

ARTICLE SEVEN: EFFECTIVE DATE

7.0 These By-Laws shall take effect April 22, 2011.

7.1 On and after April 23, 2011, when the 2011 Executive Board takes over full control of the Society, no two positions may be occupied at one time by an individual in accordance with Section 3.3(d).