

## CONSTITUTION

### UNIVERSITY OF MEMPHIS CECIL C. HUMPHREYS SCHOOL OF LAW

#### STUDENT BAR ASSOCIATION

#### ARTICLE I

##### NAME

The name of this organization shall be The University of Memphis Cecil C. Humphreys Student Bar Association, herein referred to as the SBA.

#### ARTICLE II

##### PURPOSES

SECTION 1. The purposes of this organization are to bring all of the students of The University of Memphis Cecil C. Humphreys School of Law into one body in order to foster a spirit of fellowship and cooperation and to advance the aims and purposes of the School of Law.

SECTION 2. These purposes shall be carried out:

- A. By providing and conducting a forum for the discussion and resolution of student problems.
- B. By providing and conducting a forum for the planning of student activities.
- C. By cooperating with other departments of the University and other organizations for the advancement of common interests.

#### ARTICLE III

## MEMBERSHIP

SECTION 1. All students enrolled in the University of Memphis School of Law shall be members of the SBA.

SECTION 2. The members of the SBA shall be entitled to all rights and privileges afforded by this Constitution.

SECTION 3. All members of the SBA are invited to attend the regular weekly meetings of the Administrative Council, at a time and place to be published on the SBA bulletin board one week before such meeting. All members are also invited to attend such charitable, social, and educational activities as planned by the Administrative Council.

## ARTICLE IV

### ADMINISTRATIVE COUNCIL

SECTION 1. The Administrative Council.

- A. (1) The Administrative Council shall be comprised of two boards: the Executive Board and the Board of Bar Governors.
- (2) The Administrative Council shall direct the policies, activities, and general business of the SBA in pursuance of the purposes of this organization as set forth in Article II of this Constitution.
- (3) All members of the Administrative Council shall make a good faith effort to meet weekly, in accordance with Article V, § (4).
- (4) All decisions of the Administrative Council shall be by a majority of the current

members of the Administrative Council.

- (a) Exception: An exception to the majority requirement shall be triggered in the following three situations: (1) to enact a By-Law; (2) to propose a Constitutional Amendment; and (3) to recall an elected official according to either Article IV, § (1) (B) (2) or Article V, § (4) (B). In each of those three situations, a two-thirds (2/3) vote of the current members of the Administrative Council shall be required.
  - (5) Proxy voting will only be allowed on specific issues and must be given in writing to another member of the Administrative Council stating the specific issue and it must be signed by the absent member. There shall be no general proxies.
  - (6) Decisions of the Administrative Council that are handled outside of the scheduled meeting time shall be made by email and require a majority of the current members of the Administrative Council.
- B. The Administrative Council shall have the authority and the responsibility to enact such legislation as is necessary for the best interest of the SBA. This shall include:
- (1) The power to adopt and amend By-Laws and to propose Constitutional amendments.
  - (2) The power to move for the recall of any elected officer.
  - (3) The power to approve or disapprove the budget of any proposed item. If such budget is disapproved, no SBA funds shall be spent until a revised budget is approved.
  - (4) The power to compel the attendance of its own members.

- (5) The power to conduct hearings and investigations deemed necessary by a majority of the Administrative Council and to form such committees as it deems necessary.

## SECTION 2. The Executive Board.

- A. The Executive Board shall share legislative authority with the Board of Bar Governors. The Executive Board shall execute the directives of this Constitution, the By-Laws, and the legislation of the Administrative Council.
- B. The Executive Board shall consist of a President; Vice-President; Executive Director; Secretary; Treasurer; Bar Associations Representative; Director of Student Academic Affairs; Director of Student Events; Director of Communications; Community Service Liaison; and any other office that may be provided through the By-Laws or the exercise of Article IV, § (2) (L) (2).
- C. The President. The President shall preside over all functions of the SBA and shall work with other officers to coordinate the affairs of the SBA. The President shall have the authority to appoint and remove such committees as deemed necessary. The President shall possess all powers granted by this Constitution.
  - (1) The President shall oversee the execution of all Administrative Council policies, activities, and general business .
  - (2) The President shall submit, at the first Administrative Council meeting of his term in office, a report of the programs and activities that the SBA should strive to obtain under his leadership. The President shall direct the Secretary to maintain a copy of this report at all times and to make the copy available to any student that wishes to view it.

- (3) The President shall recommend needed legislation and resolutions to the Board.
- (4) The President shall call meetings of the Administrative Council.
- (5) The President shall post and maintain a schedule of regular office hours, which shall not be less than five (5) hours per week.
- (6) In the event of a permanent vacancy of any elected position, the President shall appoint a successor, subject to confirmation by a majority vote of the Administrative Council.
- (7) The President shall break all tie votes of the Administrative Council.
- (8) The President shall have the power to veto any vote of the Administrative Council. This veto may be overturned by a two-thirds (2/3) vote of the Administrative Council.
- (9) The President shall have the power to spend no more than one hundred dollars (\$100.00) per month, non-cumulative, without prior Administrative Council approval.
- (10) The President shall set an agenda for every meeting and shall provide this agenda to all present at the weekly scheduled meeting.
- (11) The President shall have such other powers as are necessary to carry out the duties of the office.
- (12) The President shall take attendance at every meeting of the Administrative Council and make note of which members of the Administrative Council did not notify the President or delegated officer of their absence in advance.

- D. The Vice-President. There shall be a Vice-President who, with the President, shall equitably divide the committee assignments.
- (1) In the temporary absence of the President, the Vice-President shall serve in the place of the President.
  - (2) If the office of President should become permanently vacant, then the Vice-President shall become President and the office of Vice-President shall be elected by a majority vote by the Administrative Council, as provided in Article VI, § (5) of this Constitution.
- E. The Executive Director. There shall be an Executive Director appointed by the SBA President to assist the SBA President.
- (1) The Executive Director shall act as an advisor to the President and ensure the effective operation of the Administrative Council.
  - (2) The Executive Director shall be the custodian of this Constitution and ensure compliance with this Constitution by the Administrative Council and all members of SBA.
  - (3) The Executive Director will serve as an ex-officio member of all non-standing SBA committees and shall be responsible for the effective operation of such committees.
- F. The Secretary. The Secretary shall be chief reporter and correspondent of the SBA. The Secretary shall keep the records and minutes of the Administrative Council. These minutes shall be available to any SBA member to view upon request.
- G. The Treasurer. The Treasurer shall keep a record of the expenses and the financial condition of the SBA, which shall be submitted to the new Treasurer at the end of the

term of office. The Treasurer shall have all financial information pertaining to the SBA for any SBA member to view upon request.

- (1) The Treasurer shall update the Administrative Council on the state of SBA's finances during each weekly meeting.
- (2) The Treasurer shall have such other duties as are delegated by the President.

H. Bar Associations Representative. The Bar Associations Representative shall represent the SBA at all meetings of local and national bar associations, including the Memphis Bar Association, the Tennessee Bar Association, and the American Bar Association Law Student Division. The Bar Associations Representative shall be one of the University of Memphis' official voting delegates, along with the President, at the Circuit and National ABA-LSD meetings. This officer is responsible for promoting student membership in all bar associations and for distributing information about the bar associations to the student body. The Bar Associations Representative shall act as Election Commissioner as outlined in Article VI, § (1).

- (1) The Bar Associations Representative shall make an oral or written report to the Administrative Council within one week of attendance of any bar association meeting. This report shall include all propositions and the Bar Associations Representative's vote on the issues.
- (2) The Bar Associations Representative shall have such other duties as are delegated by the President.

I. Director of Student Academic Affairs. The Director of Student Academic Affairs shall investigate all academic issues that come before the Administrative Council and shall be

the SBA's delegate to the University of Memphis's Student Government Association at the main campus.

- (1) The Director of Student Academic Affairs shall be responsible for overseeing and assisting in all speaking events, all academic issues, all Student Government Association issues that concern the Law School student body, graduation, as well as working with other academic organizations at the Law School that request SBA's assistance.
- (2) The Director of Student Academic Affairs shall have other duties as are delegated by the President.

J. Director of Communications. The Director of Communications shall be responsible for approving and publishing all emails, statements, memos, flyers, and posters coming from the Administrative Council.

- (1) The Director of Communications will work with the Secretary and the Law School's Director of Communications to keep all parties aware of policies, activities, and general business of the SBA.
- (2) The Director of Communications shall work with the other members of the Administrative Council to ensure the SBA is updated on all communications.
- (3) The Director of Communications shall have other duties as are delegated by the President.

K. Director of Student Events. The Director of Student Events shall be responsible for supporting and promoting all of SBA's annual events, including, but not limited to, Orientation, Golf Tournament, Barristers' Ball, Auction, Race Judicata, and Flaw Review.

- (1) The Director of Student Events shall promote all SBA events, in-person, prior to each event and solicit student feedback regarding each event. They will report student feedback to the Administrative Council after each event.
- (2) The Director of Student Events shall communicate with the chair of the committee for each event and support in any additional tasking for each event, e.g. soliciting donations and arranging for event sponsors.
- (3) The Director of Student Events shall have other duties as are delegated by the President.

K. Community Service Liaison. The Community Service Liaison shall be responsible for coordinating and publicizing community service opportunities for SBA members.

- (1) The Community Service Liaison shall organize one (1) community service project in both the fall and spring academic semesters and solicit the participation of the general SBA membership in those projects.
- (2) The Community Service Liason shall have other duties as are delegated by the President.

L. Other Executive Officers.

- (1) The Administrative Council may create new executive offices through the By-Laws. The name of the office, the duties of the officer, the term of office, the means of assuming office and whether the officer is to have a vote in the business of the Administrative Council shall be specified in the By-Laws and approved by a vote of the Administrative Council.
- (2) The President shall retain the right to appoint any other member of the SBA to the Executive Board, if a position is deemed necessary for the success of the SBA.

Any member appointed by the President under this part must be approved by a majority vote of the Administrative Council.

SECTION 3. Board of Bar Governors.

- A. The Board of Governors shall share Legislative authority of the SBA with the Executive Board. The Board of Bar Governors shall resolve questions of interpreting this Constitution and its By-Laws.
- B. The Board of Bar Governors shall be comprised of four (4) representatives from the 3L class and four (4) representatives from the 2L class, along with two (2) representatives each from Section 11 and Section 12 of the 1L class.

ARTICLE V

QUALIFICATION OF OFFICERS

SECTION 1. Administrative Council General Requirements. No person shall serve in any office of the Executive Board of Bar Governors unless qualified as follows:

- A. Every candidate must have a minimum of a 2.0 grade point average on a 4.0 scale at the time of election for a position.
- B. Nomination by filing a petition with the required number of signatures at the proper time and place with the Bar Associations Representative, acting as Election Commissioner, as specified by the election rules.
- C. Every candidate shall certify to the Bar Associations Representative, acting as Election Commissioner, a good faith pledge which indicates that in the event of being elected to office, the candidate will continue to be enrolled as a student of the Law School during

the entire term of the office. Application for early graduation will result in the immediate termination of the officer's term.

SECTION 2. Qualification for Executive Board Officers. In addition to the general qualifications for all other Administrative Council officers, the Executive Board officers shall also meet these additional qualifications where applicable:

- A. The SBA President. Each candidate for SBA President must be a rising 3L.
- B. The ABA/LSD Representative. Each candidate for ABA Representative shall meet the requirements of said office by complying with the applicable rules of the ABA, which rules are incorporated herein by reference.
- C. Other Executive Offices Created Through the By-Laws. Other executive officers may be created through the By-Laws, which shall enumerate the qualifications for each office.

SECTION 3. Qualifications for Board of Bar Governors. In addition, to the general qualifications for all other Administrative Council officers, the Board of Bar Governors shall also meet these additional qualifications where applicable:

- A. The Candidates for 3rd Year Bar Governors shall be students who have successfully completed thirty-six (36) hours.
- B. The Candidates for 2nd Year Bar Governors shall be students who have successfully completed twelve (12) hours.
- C. The Candidates for 1st Year Bar Governors shall be newly enrolled students who have completed zero (0) hours.

SECTION 4. Attendance and Participation Requirements of Executive Board Officers and Bar

Governors. All members of the Administrative Council, including all Executive Board officers and all Bar Governors, are required to make a good faith effort to attend all meetings of the Administrative Council and to make a good faith effort to participate in all SBA events and activities. Failure to do so can result in the recall of the Executive Board officer or the Bar Governor per Article IV, § (1) (B) (2) . Such a good faith effort includes notifying the President or delegated officer of any absence prior to an Administrative Council meeting or SBA event.

- A. A strike shall be automatically dispensed by the President to any Executive Board officer or Bar Governor that fails to attend an Administrative Council meeting(s) or an SBA event(s) and does not provide a valid reason for his or her failure to attend the meeting(s) or SBA event(s) prior to the meeting(s) or SBA event(s).
- B. When any member of the Administrative Council accumulates three (3) strikes, the Administrative Council must hold a recall vote in accordance with Article IV, § (1) (A) (4) (a).

ARTICLE VI

ELECTIONS

SECTION 1. Election Commissioner. The Bar Associations Representative shall be responsible for scheduling and conducting all SBA elections and referenda. The determination of any and all matters and rules pertaining to such election shall be within the jurisdiction of the Bar Associations Representative and its decision, subject to the approval of the SBA President, shall be final.

SECTION 3. Election of Executive Board Officers. Executive Board officers shall be elected for a period of one (1) year and shall take office upon graduation day. Executive Board officers, with the exception of appointed officers, shall be elected as follows:

- A. The election of Executive Board officers shall be held in the Spring General Election.
- B. Executive Board officers shall be elected by the general membership of the SBA.
- C. The candidate for each Executive Board office who receives a majority of votes cast shall be elected.
- D. In the absence of one candidate receiving a majority of the votes cast, a run-off election shall be held between the two candidates who have received the most votes. The candidate receiving a majority of the votes in the run-off election shall be elected.
- E. In the case of a run-off tie, the position will be determined by a vote of the present Administrative Council.

SECTION 4. Election of the Board of Bar Governors. The Governors of the Board of Bar Governors shall be elected for a period of one (1) year and shall take office at graduation with the exception of First Year Bar Governors who shall serve from fall until the following year's graduation. The Governors of the Board of Bar Governors shall be elected as follows:

- A. The election of the Board of Bar Governors shall be held in the Spring General Election, except that First Year Bar Governors shall be elected within the first three (3) weeks of the Fall Semester.
- B. Each member of the SBA shall be entitled to vote for the Bar Governors representing his or her division.

- C. Each voter shall be entitled to cast one vote for each of the Bar Governor seats for his or her division, but no voter shall cast more than one vote for any candidate.
- D. For each division, the candidates receiving the most votes shall be elected.
- E. In the case of a tie, a run-off election shall be held between the tied candidates.
- F. In the case of a run-off tie, the position will be determined by a vote of the present Administrative Council.

SECTION 5. Uncompleted Terms of Office.

- A. If the office of President should become permanently vacant, then the Vice-President shall become President and the office of Vice-President shall be elected by a majority vote by the Administrative Council.
- B. In the event of permanent vacancy in any other office, besides the President, in the Administrative Council, the President shall appoint a successor, subject to a majority vote of the Administrative Council's approval.

ARTICLE VII

FINANCES

SECTION 1. Funds for the organization shall be raised through donations, fundraisers, support of the Law School, or other means adopted by the Administrative Council.

SECTION 2. Upon dissolution of the SBA, any remaining funds shall be donated to the University of Memphis Foundation for use by the Law School at the Dean's discretion.

## ARTICLE VIII

### REFERENDUM

SECTION 1. There is reserved in the general membership of the SBA the right to petition the Administrative Council for a referendum election. The referendum shall be to recall an official, change the Constitution, or change the By-Laws.

SECTION 2. The procedure to be followed is hereinafter set forth.

- A. The petition calling for a referendum election is to be initiated and signed by ten percent (10%) of the general membership.
- B. The petition should be submitted to the Administrative Council at a regular or specified special meeting.

SECTION 3. Upon submission to and verification of said petition by the Administrative Council, the President of the SBA shall direct the Bar Associations Representative, as Election Commissioner, to hold an immediate general election.

SECTION 4. A two-thirds (2/3) affirmative vote by the voting membership of the SBA is required to pass and adopt the said proposal.

## ARTICLE IX

### BY-LAWS

SECTION 1. The Administrative Council shall adopt such By-Laws as it deems necessary to carry out the purpose of the SBA.

SECTION 2. By-Laws of the SBA shall be adopted by the Administrative Council by a two-thirds (2/3) vote of the entire Council membership. In adopting the By-Laws, the following procedure shall be followed:

- A. The proposed By-Law shall be submitted to the Secretary and posted in a conspicuous place by the Secretary at least forty-eight (48) hours prior to the first reading.
- B. The proposed By-Law shall be submitted to the Administrative Council and if it receives a two-thirds (2/3) vote of the entire Administrative Council membership, it shall be tabled to be read a second time at the next meeting.
- C. The Secretary shall publish the proposed By-Law subsequent to its passage at the first reading.
- D. After the second reading, there shall be requires a two-thirds (2/3) affirmative vote of the Administrative Council membership to approve and enact a By-Law.

SECTION 3. To amend a By-Law, the same procedure established in Section 2 of this Article shall be followed.

## ARTICLE X

### AMENDING THE CONSTITUTION

SECTION 1. Amendments to the Constitution of the SBA must be proposed by members of the Administrative Council or by petition signed by ten percent (10%) of the general SBA membership.

SECTION 2. The Constitution shall be amended when:

- A. The proposed amendment is passed by two-thirds (2/3) of the entire Administrative Council, or signed by the percent (10%) of the general SBA membership, and,
- B. The proposed amendment has been posted conspicuously for at least (2) weeks prior to the ratification vote, and,
- C. The proposed amendment is ratified by a two-thirds (2/3) of those voting in the election in which the proposed amendment appears. A non-vote is to be considered an abstention and is not to be included in the two-thirds (2/3) necessary for passage.

## ARTICLE XI

### IMPLICATION

SECTION 1. This Constitution shall take effect as of May 11, 2014.