

**American Bar Association
Law Student Division Assembly**

Marriott Marquis, San Francisco
Saturday, August 10, 2019, 1:00pm – 4:00pm

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Rule 101 - General Provisions

§ 101.1 - Proceedings Governed

These rules govern proceedings in the Law Student Division Assembly at the Annual Meeting.

§ 101.2 - Bylaws Incorporated

These rules incorporate the Bylaws including the meaning of terms defined therein.

§ 102.1 – Definitions

1. “Voting Member” includes the two delegates from each school, the SBA President and the ABA Representative or their respective proxy voters; the Division liaisons to other ABA entities; and up to three (3) representatives appointed by affiliate student legal associations.
2. “Assembly Delegate” means a voting member who has been certified to vote at the Annual Meeting Assembly.
3. “Staff” means the ABA Law Student Division Staff

§ 102.2 - Certification

1. Certification confers the exclusive right to vote at the Assembly.
2. The Staff shall certify each member who claims to be an Assembly Delegate if the claimant is an ABA Law Student Division member and is:
 - a) Attending the Annual Meeting
 - b) Registered in his or her position with the Law Student Division;
 - c) The proxy of a principal Assembly Delegate who has filed written notification of his or her appointment with the Law Student Division as directed for that year and the principal Assembly Delegate has filed any additional written notification as required by the Law Student Division for that year to certify their proxy.

§ 102.3 - Proxies

1. An ABA Representative or SBA President may, by written notice to the Law Student Division, grant his or her proxy to an ABA Law Student Division member from the same school. A proxy, separately certified for each vote, may cast both votes from his or her school.
2. The Assembly Delegate may also suspend a granted proxy by written notice to the Law Student Division.

Rule 103 -The Floor

§ 103.1 - Privilege of the Floor

1. The following persons shall enjoy the privilege of the floor and, except as this rule prescribes otherwise, may speak or make a motion:
 - a. each Assembly Delegate;
 - b. each member of the Law Student Division Council, including each nonvoting member;

- c. each member of a standing or special committee of the Division with respect to any matter within or touching the committee's charge;
- d. each candidate with respect to any matter concerning the election in which he or she is running;
- e. the staff, without power to make a motion;
- f. the mover of a resolution with respect to the resolution;
- g. the authorized representative of another entity within or of an organization affiliated with the Association for the purpose of communicating or advocating the entity's policy on a resolution without power to make a motion;
- h. any guest participating in a program planned by the Chair for the purpose of the program without power to make or debate a motion;
- i. any other member or employee of the Association, as authorized by the Chair, the Assembly, or the Law Student Division Council without power to make a motion;
- j. any former Chair; and any former member of the Law Student Division Council who is a member of the Law Student Division or the Young Lawyers Division.

Comment. According to Robert, the expression "privileges of the floor," sometimes used in legislative bodies or conventions, has nothing to do with having the floor but means merely that a person is permitted to enter the portion of the hall floor otherwise restricted to members and necessary staff. It carries no right to speak or any other right of membership except as may be determined by rules or action of the body. H. Robert, *Robert's Rules of Order Newly Revised* (11th Edition, 2011), §3, p. 29, fn.

- 2. Each person on the floor is subject to these rules in the same manner as an Assembly Delegate.

§ 103.2 - Recognition

- 1. An Assembly Delegate or other person with speaking privileges may claim the floor by written notice, or other means provided, to the Chair who shall ordinarily recognize speakers in the order in which the floor is so claimed. The Chair may, without regard to this order, entertain a motion from the floor in the belief that a sufficient number may favor the motion.
- 2. The Chair may note when recognizing a speaker whom he or she expects to recognize next but such notice shall neither constitute recognition nor create a right to be recognized before debate expires or the chair recognizes another.

Comment. This rule lets the Chair announce who is "on deck" without formal recognition. It both preserves the right of the Assembly to control its time through motions to limit and extend the limits of debate and prevents the Chair from abusing the power of recognition to extend the limits of debate without a vote.

Rule 104 - Decorum

§ 104.1 - Attire

The proper attire for a meeting is business attire.

§ 104.2 - Promptness

Each Assembly Delegate is asked to be present and ready to proceed to business five minutes before the scheduled call to order.

§ 104.3 - Disturbances

No Assembly Delegate shall converse, make loud noise or create any other intrusive sensation that may disturb another Assembly Delegate. Any Assembly Delegate who does so shall stop such behavior upon request. An Assembly Delegate who does not stop such behavior may be removed so that business may continue.

Rule 105 - Quorum

§ 105.1 - Quorum Defined

A quorum shall consist of one-third of the Assembly Delegates.

§ 105.2 – Lack of a Quorum

A meeting may act without a quorum, but any such action, other than an action that can legally be taken in the absence of a quorum, shall be ineffective without confirmation when a quorum is present. Each main motion passed in the absence of a quorum shall, upon reappearance of a quorum, be in order without debate in the form and order passed. Such a motion shall take a two-thirds vote or it shall revert to its status when the quorum disappeared and the negative vote shall not be reconsidered. If the Assembly adjourns sine die without voting on such a motion, the motion is referred to the Law Student Division Council for expedited consideration.

Rule 106 - Order of Business

§ 106.1 - Resolutions Committee

For the purposes of this rule "committee" means the Resolutions Committee. The committee or its designee shall be available on the floor throughout each meeting of the Assembly and the Law Student Division Council during the Annual Meeting to receive any notice from an Assembly Delegate under this rule.

§ 106.2 - Orders of the Day

For each timely introduced resolution the committee shall either certify that the resolution is in order or return it to the mover with particular objections within five (5) working days of the deadline for timely introduced resolutions. The mover shall have five (5) working days from the deadline for timely introduced resolutions to cure all objections at which time the committee shall certify that the resolution is in order. The committee shall, by a report at the beginning of Assembly at the Annual Meeting, make each certified timely resolution a general order. A motion to amend this report is in order, but after each such amendment has been disposed of the report (as amended, if amended) shall stand adopted and shall not be reconsidered. A motion to amend something previously adopted is still in order, however, with respect to the report; likewise, a motion is still in order that makes a special order out of a resolution that the report made a general order.

§ 106.3 - Agenda

The agenda of each meeting shall be special orders, reports from committees on resolutions previously referred, unfinished business, general orders, and, if there is time, new business.

§ 106.4 - Reports and Programs

The Chair may, notwithstanding this agenda, place an informational report or program anywhere in the order of business in which case the report or program shall outrank and suspend all other business.

§ 106.5 - Consent Calendar

The committee, by a report at Assembly at the Annual Meeting may place a resolution on the consent calendar if substantial opposition to the resolution is not expected. Any Assembly Delegate may, by written notice to the committee 24 hours before Assembly object to such placement in which case the resolution shall be a special order at Assembly. Any resolution on the consent calendar to which timely objection is not made shall stand approved and a motion to reconsider such a resolution shall take a two-thirds vote.

§ 106.6 - Late Resolutions

Any movant may introduce a late resolution by written notice to the Resolutions Committee Chair. The committee shall either certify that a request to move the resolution is in order or return it to the mover with particular objections. Upon cure of the particular objects to the satisfaction of the committee, the request for a late resolution shall be in order.

The mover of a request to move a late resolution shall summarize the reasons why the resolution submission procedures should be waived and shall justify its lateness on grounds other than lack of notice of the deadline or poor planning. The mover shall not discuss the content of the resolution. A member of the committee who opposes the request, if there is one, may briefly reply.

The question upon the request shall be put, without further debate, and shall take a two-thirds vote. If a two-thirds vote is obtained, the resolution shall be in order the vote granting the request shall serve as previous notice. The committee unanimously, or the Assembly by a two-thirds vote, may make the resolution an order of the day.

Any other provision of these rules to the contrary notwithstanding, a late resolution shall not be in order until the mover, at his or her own expense, has distributed a paper copy to each Assembly Delegate. Such expenses shall not be reimbursed by the ABA/LSD absent extraordinary circumstances. The mover shall not distribute copies of the late resolution by electronic mail (e-mail). The Resolutions Committee chair, upon the request of the mover and in consultation with the Chair, may distribute the late resolution by e-mail with an appropriate annotation that the late resolution has been approved to be in order by the Resolutions Committee, if time allows.

§ 106.7 - Previous Notice

Any Assembly Delegate may, at any meeting, give previous notice of a motion by written notice to the Chair who shall announce each such notice, in the order received, before the meeting is declared adjourned.

Comment. According to Robert, the term previous notice or notice, as applied to necessary conditions for the adoption of certain motions, has a particular meaning in parliamentary law. A requirement of previous notice means that an announcement that the motion will be introduced, indicating its exact content as described below, must be included in the call of the meeting at which the motion will be brought up or, as a permissible alternative, if no more than a quarterly time interval will have elapsed since the preceding meeting, the announcement must be made at the preceding meeting. If previous notice is given at a meeting it can be given orally unless the rules of the organization require it to be in writing, which is often the case with notice of amendments to Bylaws. Unless the rules require the full text of the motion, resolution, Bylaw amendment, etc. to be submitted in the notice, only the purport need be indicated. Such a statement of purport must be accurate and complete since it will determine what amendments are in order when the motion is considered. The notice becomes invalid if the motion is amended beyond the scope of the notice. H. Robert, Robert's Rules of Order Newly Revised § 10 at 199-20 (S. Robert ed. 1990) (emphasis in original) (cross-references omitted).

§ 106.8 - New Business

If a meeting disposes of the orders of the day before the prescheduled adjournment, any Assembly Delegate may move to bring a question again before the Assembly, request to move a certified late resolution, move a late resolution at the last meeting or make any other main motion other than a resolution. Such a motion or request shall be in order in the order in which previous notice was given followed by any motion or request (in the order received) for which previous notice was not given. If it is voted to adjourn or the prescheduled time for adjournment arrives before the mover of such a motion or request is recognized, the Chair, before the meeting is declared adjourned, shall announce each such motion or request of which previous notice was not already given as if the mover had given previous notice of it.

Rule 107 - Debate

§ 107.1 - Debate Generally

"Proponent" means a speaker who favors and "Opponent" means a speaker who opposes the pending motion. Debate shall generally alternate between proponents and opponents. The mover of a motion that the mover of a pending motion favors shall be recognized as a proponent and the mover of any other motion (even if the motion does not apply to the pending motion) as an opponent.

§ 107.2 - Main Motions

Debate shall expire after twenty minutes on any resolution and after ten minutes on any other main motion. The expiration of debate shall not interrupt a speaker.

§ 107.3 - Speeches

Each speaker may speak for up to two minutes per speech. The mover of a resolution may speak first and last thereon, for five and one minute respectively, without prejudice to his or her ordinary speaking privileges even if debate has been limited or the previous question has been ordered.

§ 107.4 - Committee Reports

1. If the Law Student Division Council or, in the absence of action by the Council, the Resolutions Committee, makes a recommendation as to the disposition of the resolution, the reporting member of the Council shall speak for up to four minutes on the resolution after the mover has spoken. The report shall include the reasons for the recommendation.
2. The reporting member of any committee that makes a recommendation as to the disposition of the resolution may speak for up to four minutes on the resolution after the Council has reported or, if the Council does not report, after the mover has spoken. If the resolution was previously referred to the committee, the reporting member shall move the action, if any, that the report recommends and debate shall expire on that motion, if debatable, after ten minutes. If the report does not dispose of the resolution or is not adopted, debate shall continue on the resolution from the point where it was referred and shall expire after ten minutes.

§ 107.5 - Secondary Motions

"Secondary motion" means a debatable motion that is in order while another motion is pending. The mover of a secondary motion may speak first thereon after which:

1. if the mover of the main motion favors the secondary motion and there is no objection, the secondary motion shall stand approved;
2. if the mover of the main motion favors the secondary motion but there is an objection, the Chair shall recognize the objector, the mover of the main motion and another opponent of the secondary motion after which the question shall be put; or
3. if the mover of the main motion opposes the secondary motion, the chair shall recognize the mover of the main motion, a proponent of the secondary motion and another opponent of the secondary motion after which the question shall be put.

Rule 108 - Motions

§ 108.1 - Motions Generally

An incidental motion is in order from the floor. The Chair may entertain any other motion from the floor in the belief that a sufficient number may favor the motion. No motion is otherwise in order until the mover files it in writing with the Secretary-Treasurer.

§ 108.2 -Amendment

No amendment to a resolution, other than an amendment made by the mover in moving the resolution or made by unanimous consent, is in order until the mover, an opponent, a proponent, and another opponent, if there are any, have debated the resolution.

§ 108.3 - Limit Debate; Previous Question

Neither a motion to limit debate nor a motion for the previous question shall take effect until an opponent, if there is one, has spoken against any motion to which it applies. The Chair may note when putting the question how many speakers still seek the floor. Neither motion shall prejudice the right of the mover of a resolution to speak last thereon.

§ 108.4 -Extend Limits of Debate

A motion to extend the limits of debate is in order notwithstanding any limit in these rules. Such a motion shall provide that debate be extended for a certain time, not less than four minutes, or for an even number of speakers.

§ 108.5 - Division of the Assembly

Upon hearing a proper call for a division of the Assembly the Chair shall count or cause to be counted how many are voting for and against the question which result the minutes shall record.

§ 108.6 -Request for Information

A request for information may request an objective fact or an expert opinion but may not request anyone, including the Chair or the mover of a resolution, to say how he or she expects or intends a resolution to be interpreted or applied by the present or a future administration.

Comment. The Assembly cannot control how a resolution is interpreted or applied except by the language that it adopts. The kind of subjective expectation or intent that this rule prohibits, although it may sound authoritative, especially if it comes from the Chair, is therefore mere speculation and totally nonbinding. The purpose of this rule is to keep such speculation from turning into a poor substitute for carefully drafted and clearly worded text. A Assembly Delegate who wants a resolution to mean something that it does not clearly say cannot rely or mislead others into relying on speculation by the mover or the Chair, and must instead move an amendment that properly clarifies the resolution.

§ 108.7 - Order of Business

The Chair may, in his or her discretion, entertain from the floor as a question of privilege a motion relating to the order of business.

Comment. The Chair has historically entertained at the last session several motions to make a general order into a special order. Absent this rule such motions are arguably out of order since the rules already prescribe an order of business. "The agenda of each meeting shall be special orders, reports from committees on resolutions previously referred, unfinished business, general orders, and, if there is time, new business." §106.3. "[A]ny other main motion other than a resolution" belongs under new business. §106.8. This rule approves the historical practice and thus liberalizes the right of the Assembly to control the order of business.

Rule 109 - Adjournment

A motion to adjourn before the prescheduled time, to recess until then or to recess most of the time until then shall take a two-thirds vote.

Rule 110 - Amendment and Suspension

§ 110.1 - Amendment

The Assembly may amend these rules by resolution. Such a resolution shall take a two-thirds vote or a simple majority after a favorable report from the Law Student Division Council.

Comment. No such amendment binds the Assembly at any future Annual Meeting unless it is incorporated into the permanent standing rules drafted under § 4 of the Bylaws.

§ 110.2 - Suspension

A motion to suspend these rules or any part of them shall take a two-thirds vote. For the purposes of this rule there is no difference between an ordinary standing rule and a rule of order. The Assembly shall not suspend any other rule, policy, or procedure, except by resolution.

Comment. This rule prevents confusion over the difference between an "ordinary" standing rule and a "rule of order" and removes doubt about whether a rule other than a standing rule can be suspended. See H. Robert, *Robert's Rules of Order Newly Revised* (11th Edition, 2011), §25, p. 265, l.26 – p. 266, l. 2 ("An ordinary standing rule . . . is a rule that does not relate to parliamentary procedure as such . . . Standing rules . . . can be suspended by a majority vote as they do not involve the protection of a minority of a particular size."). Whether a rule is "ordinary" or a "rule of order" is a matter of characterization subject to dissent and abuse. This rule ignores the difference and characterizes all such rules uniformly. The minor sacrifice in the freedom to suspend an "ordinary" rule by simple majority is more than offset by the consistency that will result from, and the confusion that will be prevented by, such a uniform treatment. This rule also prohibits the suspension of a rule other than a standing rule except by resolution. What this resolution sacrifices in the freedom to suspend such a rule it more than compensates for in protecting the justified expectations that such a rule creates. There is, furthermore, very little sacrifice even in terms of freedom to suspend such a rule. A majority can still adopt a resolution for suspension, but only in suitable form and after previous notice. This resolution therefore maximizes care and forethought in any suspension of a rule without lessening the majority's freedom.

