

**Chapman University, Dale E. Fowler School of Law**  
**STUDENT BAR ASSOCIATION**  
**BYLAWS**

ARTICLE I: Purpose

The purpose of these Bylaws is to provide a specific and efficient outline of procedure and basic organization, in keeping with the general provisions of the SBA Constitution.

ARTICLE II: Meetings

A. The Procedure of the SBA Board shall be governed by the following sources, in order of descending precedence:

1. The SBA Constitution
2. The SBA Bylaws
3. The Appendices of the SBA Bylaws
4. The Executive-approved edition of *Robert's Rules of Order*
5. General parliamentary procedure

B. Chair

1. The President has primary control of the proceedings of the Board and will act as Chair in all sessions, unless otherwise provided for in the SBA's governing documents.
2. The Chair shall retain the right make dilatory rulings on statements and topics of discussion.
  - a. Motions, statements, or topics of discussion that are blatantly used to creation confusion, stall the meeting, or block the progress of the body in its work are subject to a ruling of dilatory by the Chair.
  - b. This ruling means that the motion, statement, or topic is considered out of order, and as having never been made or brought to the table.
  - c. A ruling of dilatory by the Chair may not be overruled.
3. In the absence of the Chair, the Constitution shall be consulted to select a chair for the meeting.

C. Quorum

1. A majority of the SBA Board shall constitute a quorum. No business can be conducted unless quorum is present. In the absence of a quorum, only four actions can be legally taken: to fix the time at which to adjourn, adjourn, recess, or take measures to obtain a quorum.
2. The Chair shall rule on the presence of a quorum, and such a ruling may not be appealed absent a clear and incontrovertible tabulation error.

#### D. The Agenda

1. The Agenda for a normal meeting of the Board must include the following:
  - a. Call to Order
  - b. Roll Call
  - c. President's Message
  - d. Minutes Amendment/Approval
  - e. Student Organization Requests/Legislation
  - f. Public Voice
  - g. Executive Reports
    - i. President's Report
    - ii. Vice President's Report
    - iii. Secretary's Report
    - iv. Treasurer's Report
    - v. Parliamentarian's Report
  - h. Chair Reports
    - i. Events Chair's Report
    - ii. Academic Chair's Report
    - iii. Student Affairs Chair's Report
    - iv. Alumni Chair's Report
    - v. ABA/LSD Chair's Report
  - i. Miscellaneous Business
  - j. Announcements/Important Dates
  - k. Adjournment
2. At the discretion of the President, a call for additions to the agenda may be given at the beginning of a meeting. Additions to the agenda shall be added to the Miscellaneous Business section.
3. A copy of the Agenda should be distributed, either physically or in digital form, to all Board members prior to each meeting.

#### E. Procedural Points

1. Procedural points are interruptions in the meeting to change or question the conduct of the meeting. To raise such a point, a member may interrupt the current speaker, however this should only be done when absolutely necessary. Otherwise, a member may follow the normal procedure for motions.

2. The procedural point of right of reply shall only be granted if there has been an extraordinary comment bearing on the dignity of a member as an individual.
  - a. Right of reply shall not be used in order to gain the floor for response during discussion when not recognized by the Chair.
  - b. Right of reply is granted at the discretion of the Chair, and may not be debated or appealed.
3. The procedural point of point of order is an objection to the method in which the Board is proceeding.
  - a. Point of order is not debatable and may not be put to a vote.
  - b. The Parliamentarian must rule immediately on the point of order.
  - c. The ruling of the Parliamentarian may be appealed, and the appeal shall be put to an immediate vote.
  - d. A majority vote of the members present and voting is required to overrule the Parliamentarian's decision
  - e. This motion may not be used to bypass or amend the rules of procedure, nor any rule contained in the governing documents of the Board. Rather, a vote to overrule the Parliamentarian's decision should only be used where the Parliamentarian has clearly misunderstood or misconstrued the method of business.
4. The procedural point of point of personal privilege is a request concerning the immediate meeting environment. This motion may not be debated or appealed.

#### F. Procedural Motions

1. Procedural motions are motions that change the conduct and/or order of business during a meeting. To make such a motion, a member shall raise his/her hand and, when recognized, state the title of the motion desired, consideration of which requires a second.
2. Amendment of the Agenda
  - a. A motion to amend the agenda is in order at any time during the meeting.
  - b. When making such a motion, a member should be specific about which sections of the Agenda are in question, and, if moving said sections, where specifically in the Agenda they are to be moved to.
  - c. A motion to amend the Agenda may also be used to strike sections of the Agenda from the meeting.

- d. A motion to amend the Agenda may also be used to add sections to the Agenda of a meeting. Such a motion requires a two-thirds majority of those members present and voting.

### 3. Closed Session

- a. Unless absolutely necessary, all meetings of the Board should be conducted in an open, and public setting. If, however, a closed and off-the-record session is deemed necessary, the meeting can be closed.
- b. A motion to close the meeting requires a second, and must be approved by no less than a simple majority of the Board members present. A motion to reopen the meeting has the same requirements.
- c. During the closed session, no minutes shall be taken. The only notations in the minutes of the Board concerning the closed session shall be the time at which the session was closed and the time at which it was reopened.
- d. Breach of confidence of a closed session shall be an Honor Code violation, and may result in possible impeachment and removal, in accordance with the Constitution.

### 4. Private Session

- a. Unless absolutely necessary, all meetings of the Board should be conducted in an open and public setting. If, however, a significant majority of the Board's members believe that the subject-matter to be discussed in a particular session of deliberation requires a modicum of privacy, the meeting can be converted into a Private Session for the duration of that deliberation.
- b. A motion to move the meeting into Private Session requires a second, and must be approved by no less than a three-fourth majority of the Board members present. A motion to reopen the meeting requires a second, and must be approved by no less than a simple majority of the Board members present and voting.
- c. A Private Session shall include in the Board room only members of the SBA Board and, at the decision of the moving member (and if applicable), the SBA Board's faculty and administrative advisors. All other individuals in the room at the time of the motion shall be asked to leave the room, and may return after the meeting has been reopened.
- d. During the Private Session minutes shall continue to be taken. However, statements shall not be attributed to any Board member. Notations in the minutes of the Board concerning the Private Session shall also include the time at which the session was converted and the time at which it was reopened.

- e. Breach of anonymity of a Private Session (except by the individual responsible for the statements) shall be an Honor Code violation, and may result in possible impeachment and removal, in accordance with the Constitution.

5. Adjournment

- a. A motion to adjourn is the last motion to be considered by the body. It terminates its activities for that particular session, and as such is in order only after all business for that meeting (as put forth on the Agenda) has been concluded, or when a quorum is not present.
- b. A motion to adjourn made at any other time during a meeting is not in order, and shall not be entertained.

ARTICLE III: Consideration of Legislation

- A. A bill may be introduced by any member of the Board, or by any member of the SBA with the sponsorship of any member of the Board. It must be submitted in writing to the Secretary at least forty-eight hours before the next meeting of the Board.
  - 1. Upon receiving the proposed legislation, the Secretary shall assign the bill a number, date, and title.
  - 2. The Secretary shall also notify the President, who will call a meeting of the Executive prior to the Board's next meeting to allow for the Executive to review the bill.
  - 3. At the first Board meeting after submission of the bill, the Secretary shall place the bill on the Agenda under "Student Organization Requests/Legislation."
- B. At the Board meeting, at the appropriate time on the Agenda, the bill shall be read (the First Reading) and the floor shall be open for discussion of the bill and its proposed effects. After discussion has been closed, the Board shall have the following options:
  - 1. The Board may refer the bill to committee. This requires only a simple majority vote. The committee shall discuss the bill and compile a report to be given at the next Board meeting. The bill is again placed under "Student Organization Requests/Legislation" on the Agenda, and the committee report shall be given during the discussion on the bill at the next Board meeting. At its second meeting of consideration, the bill must be tabled or voted on, following the procedures outlined in Article IV of these Bylaws.

2. The Board may table the bill. This requires only a simple majority vote. If the Board chooses to table the bill, it shall state a specific period of time for which it shall be tabled, and the bill will again be placed under “Student Organization Requests/Legislation” on the Agenda for the appropriate meeting. At its next meeting of consideration, the bill must be tabled or voted on, following the procedures outlined in Article IV of these Bylaws.
3. The Board may choose to vote immediately on the bill. If this is the case, it shall follow the procedures outlined in Article IV of these Bylaws.

ARTICLE IV:           Voting

A. Voting Procedures

1. When a bill is brought before the Board for a vote, it shall be read (the Second Reading).
2. All bills and motions brought before the Board are subject to amendment. An amendment is passed by a simple majority, and will be immediately added to a designated place on the bill or motion.
  - a. Amendments suggested by a committee to which a bill has been referred shall be considered first, and then amendments from the floor.
  - b. Friendly amendments do not require a vote of the Board. Friendly amendments may be added to the bill or motion with a simple motion to the Chair and the approval of all charter sponsors of the bill, or with the approval of the original motioning Board member. A friendly amendment shall not be an amendment that changes the meaning of the bill or motion.
3. After the consideration of all amendments has concluded, a bill shall be read a final time (the Third Reading). Unless amendments have been adopted, the Third Reading shall be by title only.
4. If a motion passes, it shall take effect immediately, unless otherwise required by the language of the motion.
5. If a bill passes, it shall be printed, signed by the Secretary and Parliamentarian, and sent to the President for signature.
  - a. After the passage of a bill through the Board, the President will either sign or veto the bill. The signing of the bill passes it into effect, and a veto send it back to the Board.
  - b. If the President does not sign the bill within seven calendar days, the bill automatically takes effect.
  - c. If the President vetoes the bill, it is automatically placed on the Agenda for the next meeting under “Student Organization Requests/Legislation”, when it can be put into effect pursuant to a two-thirds vote of those Board members present.

6. After the President's signature, or a veto override by the Board, a copy of the bill shall be filed for the Board's records.

#### B. Voting Rules

1. The Parliamentarian shall control the voting process.
2. All Board members shall vote or abstain.
3. A Board member must be present to vote.
4. Votes may be changed if the request is made prior to the announcement of the result of the vote.
5. Unless otherwise necessary under the governing documents of the Board, all bills and motions shall require a simple majority of those Board members present and voting to pass. A simple majority is defined as 50% +1 of all members present and voting.
6. Unless otherwise stated, all votes shall be by the stated majority of those members present and voting.
7. After the motion to vote has been made, no member shall interrupt the voting, except on a point of order in connection with the actual conduct of the vote. No other motions are in order at this time.

#### C. Voting Methods

1. The following methods of voting may be used in this descending order:
  - a. Consensus
  - b. Show of hands
  - c. Secret ballot
  - d. Roll call
  - e. Any other method deemed necessary and appropriate by the Parliamentarian.
2. The Parliamentarian may obtain approval by using consensus only if there is no objection stated. If an objection is stated, then at least a show of hands must be used.
3. Any member may request a secret ballot or a roll call vote. In the case both have been requested, a secret ballot shall have precedence in order to protect the integrity of the vote.
4. The Secretary shall, in the minutes, make note of the results of the vote, including numbers on each side, after the Parliamentarian has announced the results.

#### ARTICLE V: Committees

- A. Per the Constitution, the President shall appoint the chairpersons of all internal committees of the Board.

- B. Each Representative shall choose one committee on which to serve. In the event requested membership of a committee is disproportionate, the Vice President shall reserve the right to reassign Representatives to other committees.
- C. Each committee chair shall be responsible for the activities under their respective committee's purview.
- D. At the discretion of the Executive, the Chair of any committee may be expanded to Co-Chairs.
- E. Committee Activities and Responsibilities
  - 1. The Events Committee shall be responsible for all events that are hosted or co-sponsored by the SBA. These shall include, but are not limited to:
    - a. Back to School night (Fall)
    - b. Chapman En Bancs (periodic)
    - c. Barrister's Ball (Spring)
    - d. Bar Reviews (periodic)
  - 2. The Academic Affairs Committee shall be responsible for working with the Administration to ensure a fair and positive learning environment at the law school. Activities this committee shall be responsible for include, but are not limited to:
    - a. Attending Faculty Curriculum and Academic Standards Committee Meetings (periodic)
    - b. Organizing Dean's Forums (periodic)
    - c. Establishing/continuing an academic support program (year-round)
    - d. Assessing the efficacy of proposed class schedules proffered by the administration (periodic)
  - 3. The Student Affairs Committee shall be responsible for rectifying any issues affecting students not under the purview of the Academic Affairs Committee, including facilities issues. Additional activities the Students Affairs Committee shall be responsible for include, but are not limited to:
    - a. Orientation (Fall)
    - b. Big Sibling Reveal (Fall)
    - c. Big Sibling Program (Fall)
    - d. Oversight of Mentor Program (Fall)
    - e. Assisting Admissions in organizing student involvement of Open Houses (periodic)
    - f. Graduation (Spring)
    - g. Organizing student forums (periodic)

4. The Alumni Committee shall be responsible for serving as a liaison between the SBA and the Law School's alumni, keeping them abreast of the Law School's achievements and future events (including events that provide networking opportunities for current students with alumni). Additional activities the Alumni Committee shall be responsible for include, but are not limited to:
    - a. Alumni Golf Tournament (Spring)
- F. The Vice President shall determine which committee shall be responsible for activities not named in section D as they arise.
- G. Each committee shall:
1. Be responsible for recruiting students at large to join their committee.
  2. Establish a weekly meeting time, determined by the members of the committee. Time, day, and location shall be submitted to the Vice President and posted in the Student Lounge and outside the SBA Office.
  3. Keep records of their initiative, activities, ideas, concerns, progress, etc. These records shall be maintained by the committee chair (or a designated member) and shall be submitted to the Vice President at the end of an Executive term. The chair shall also keep track of attendance.
- H. Each committee member shall report to his or her respective committee chairs. Each committee chair shall report to the Vice President no less frequently than once per week.
- I. The Vice President shall be the ultimate arbiter of disputes arising between members of a committee and their chair, or between committees.
- J. The President or the Board (by a majority vote) may create an ad hoc committee as deemed necessary. When creating a committee, a specific purpose and relevant activities and responsibilities should be outlined.

ARTICLE VI: Attendance

- A. Per the Constitution, the Secretary shall maintain accurate attendance records and is responsible for ensure compliance as prescribed in the Bylaws.
- B. Board members shall have no more than three excused absences per semester and no more than one unexcused absence per semester. Executive members shall have no more than one unexcused absence per term. Absences shall be counting both meetings and mandatory events.

- C. Whether an absence shall be considered excused or unexcused is at the discretion of the Secretary, with the advice of the Executive. This determination may be appealed to the Board, and may be overturned by a two-thirds, secret ballot vote of those members present and voting. As guidance: an excused absence shall generally have included notice and a legitimate reason for the absence; an unexcused absence shall generally have included a lack of notice.
- D. Members shall receive a written warning when they are one absence away from their semester or overall limit.
- E. If any member of the Board exceeds the allowable amount of unexcused absences in a single semester, a Personnel Issue shall be placed on the Agenda for the following Board meeting and the Secretary shall inform the member that their removal shall be a topic of discussion at the next meeting. In a closed session, the member (if present) shall be told that he or she shall be automatically removed from office, unless able to garner a three-fourths vote of those member present. Any vacancy shall be filled pursuant to the procedures outlined in the Constitution.

ARTICLE VII:           The ABA/LSD Representative

The American Bar Association Law Student Division (ABA/LSD) Representative shall be a member of the Board. He or she shall be appointed by the President, with the confirmation of two-thirds of those members present and voting, and shall serve as the liaison between the ABA/LSD and the Board.

ARTICLE VIII:         Budgets and Financial Statements

- A. Per the Constitution, the Treasurer shall facilitate the preparation and presentation of an annual SBA Budget. This budget shall be prepared, in cooperation with the Executive, and presented to the Board for approval (by a two-thirds majority) no later than the first meeting of the Fall semester. The Treasurer shall provide the approved budget upon request of any member of the SBA or Law School administration.
- B. The SBA Budget shall be the projected spending of the Board (specifically denoted) of the entire academic year. It should include a large allotment to anticipate large student organization programming. It shall include the allocation of budgets to student organizations, pursuant to the Student Organization Code. It shall also include a proposed Executive Budget, to be granted in a lump sum, but specifically projected and denoted, for the use of the Executive for Board purposes and necessities as they arise.
- C. Per the Constitution, the Treasurer shall also prepare financial statements at the end of each semester. These statements shall reflect all spending and funding by the Board, and shall be posted in both the Student Lounge and outside the SBA Office.

ARTICLE IX:           SBA Fee Increase

- A. No later than March 1 each year, the Treasurer, after consultation with the Executive, shall report to the administration and the business office what the SBA Fee shall be, beginning in September of current year.
- B. The annual increase of student fees shall be proposed by the Executive, and approved by a two-thirds majority of those Board members present and voting. When calculating the proposed increase, the Executive may take into consideration increases in student enrollment, tuition fees, and the general state of the economy, as well as any other factors the Executive deems relevant to the decision.
- C. The amount of increase shall not exceed 5% of the previous SBA fee. At no time shall the SBA fee be less than it was for the prior year. None of the wording in this Article shall be construed to require or suggest that the SBA fee be increased at the maximum amount each year.

ARTICLE X:           Suspension of Rules

The Board may suspend any rule in its governing documents, excepting the Constitution, if and only if the rule specifically allows for its suspension. Unless otherwise noted, this shall require a two-thirds majority of those Board members present and voting.

ARTICLE XI:         Amendment

- A. A Board member may propose an amendment to these Bylaws at any regular meeting, or at a special meeting called for that purpose, requiring both a second and a third before consideration.
- B. The full text of the proposed Bylaws must be made available to all Board members prior to the final vote on adoption of the proposed Bylaws.
- C. Bylaws shall be adopted pursuant to a two-thirds vote of those Board members present.

APPENDIX I         SBA Funding Code

APPENDIX II        SBA Election Code

APPENDIX III       SBA Student Organizations Code

**Revision dates:**  
 Summer 2011  
 February 2012  
 October 2013