



NATIONAL BLACK LAW STUDENTS ASSOCIATION
80 M St, SE Washington, D.C.
20003

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Bylaws of the
National Black Law Students Association

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PREAMBLE

Pursuant to Article VI, Section C of its Constitution, the National Black Law Students Association, Inc. (NBLSA), sets forth the following corporate bylaws to govern the general operations of the Association.

THE BYLAWS

ARTICLE I. OFFICERS, EXECUTIVES, AND APPOINTMENT

Section A. NBLSA Corporate Officer Designation

Subsection 1. The corporate officers of the Association shall be known as those officers having authority to administer the day-to-day operations of the Association and bind the organization to action via signature, as authorized by the Board of Directors, the General Assembly, or the National Chair. Such officers shall be empowered to execute and implement the duly enacted policies of the NBLSA General Assembly and Board of Directors.

Subsection 2. The National Chair, National Vice-Chair, National Secretary, National Treasurer shall be known as the corporate officers of the Association. Regional Chairs shall be empowered to carry out such functions, in conjunction with the National officers, within the context of their specific Region.

Section B. Procedures for Appointing Executives

Subsection 1. National Executives, and vacant National Officer positions, shall be appointed by the Board of Directors upon recommendation of an eligible NBLSA member by the National Chair. The National Chair may recommend “co-executives” of no more than two persons per position; however, each person recommended as a “co-executive” must be evaluated, recommended, and voted upon separately.

Subsection 2. Upon the annual election of the National Officers, the outgoing Board of Directors shall issue an announcement to all chapters, giving notice of any unelected officer positions and inviting the submission of applications for National Executive positions. The National Chair and the Chair-Elect shall coordinate the collection of such applications; however, a sitting National Chair may not formally recommend, nor may a sitting Board vote to appoint, any applicants for a subsequent Board.

Subsection 3. Upon any vacancy among the National Officers or Executives, it shall be reported to the membership and listed on any website or electronic

media used by the Association within seven (7) days of the creation of the vacancy, whether by resignation, removal, or other event.

Subsection 4. In the event of received applications, the National Chair, in conjunction with and National Secretary, shall compile all applications for each vacant position, disclose in writing any personal conflicts or past relationships with any applicants, and shall convene the Audit and Governance Committee of the Board to conduct interviews with all applicants within seven (7) business days.

Subsection 5. The committee shall evaluate interview responses and advise the National Chair as to eligible and competent applicants for the position sought. The National Chair shall afford due deference to the findings of the committee.

Subsection 6. Upon recommendation from the National Chair, a two-thirds vote of the Board shall be required to appoint an eligible NBLSA member to a vacant position.

Subsection 7. In the submission requirements of any applicants, the Board shall require at least the following:

- (i) A resume, including any prior BLSA offices held;
- (ii) A letter of intent to serve and understanding of the duties of the role applied for;
- (iii) A letter of support and good standing from the chapter in which the applicant serves;
- (iv) A statement of good academic and law school conduct standing on law school letterhead and signed by a law school official.

Subsection 8. At no time, shall a person who holds a position as a National Executive serve simultaneously on a regional executive board. A National Executive may, however, hold a local chapter level position simultaneously. For example, a National Executive (e.g., the Director of Community Service) may serve as a chapter president while simultaneously serving as a National Executive.¹ The National Officers, as defined in Article II of these Bylaws, shall be prohibited from holding any other regional or chapter-level position simultaneously.

Section C. Appointment of NBLSA Professional Staff

Subsection 1. Pursuant to Article IV, Section A, Subsection 7 of the NBLSA Constitution, the following professional staff members are authorized for hire as paid staff or enlistment of volunteer/pro-bono services to attend to the general operations of the organization:

- (i) The NBLSA Executive Director or similar business administrator;

¹ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

- (ii) The NBLSA General Counsel or similar legal counsel;
- (iii) A certified accountant; and,
- (iv) Such Board-approved administrative staff as may be necessary to assist the Executive Director and National Chair in the transaction the corporate business of the Association.

Subsection 2. The aforementioned list within Subsection 1 of this Section shall not preclude the recommendation and presentation of other independent contractors to fulfill specific, clearly defined services incident to the programmatic or operational needs of NBLSA.

Subsection 3. The appointment of NBLSA professional staff shall be predicated on the availability of requisite funds or the demonstrable, written securement of pro-bono services. At no time, shall any paid staff person, independent contractor, consultant, or counsel be engaged, either verbally or in written contract, without the approval of the Board of Directors.

Subsection 4. Solicitation, review, and securing of professional staff shall follow established procedures set forth by the Board of Directors, and shall not be done without the proposal and Board approval of a job description and/or scope of responsibilities for each position.

ARTICLE II. DUTIES OF NATIONAL OFFICERS

Section A. General Duties of Officers

Subsection 1. All officers shall complete a transition memorandum for their successor no less than seven² (7) days prior to the conclusion of their term. Officers and executives shall also compile synopses of their activities to be included in the organization's mid-year and final annual reports.

Subsection 2. Officers and executives shall comport themselves with reasonable competence and professionalism in the execution of their duties, as well in the interactions with other NBLSA officers/executives, members, alumni, and with external partners.

Subsection 3. For the Regional counterparts for a given position, the relevant National Officer shall work to advise, monitor, and coordinate like regional officers to as to ensure alignment with the mission, purposes, and any necessary compliance obligations of the Association, with due regard for the Regional rights afforded under Article V, Section B, Subsection 3 of the NBLSA Constitution.

Subsection 4. All officers and executives shall comply with all NBLSA policies and work in the best interests of NBLSA and its members, safeguarding its reputation with the best in personal, ethical, and professional conduct.

² Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Section B. The National Chair

- Subsection 1. The National Chair shall be the chief executive officer of the Association, having general executive and administrative authority over the business, operations, programs, initiatives, and other activities of NBLSA, and charged with primary responsibility for the execution of directives from the NBLSA General Assembly and the Board of Directors.
- Subsection 2. The National Chair shall serve as the chairperson and presiding officer of the Board of Directors and the NBLSA General Assembly.
- Subsection 3. The National Chair shall generally direct and organize the activities of the National Executives, and shall oversee the work of all professional and other enlisted contractors, consultants, and administrative staff.
- Subsection 4. The National Chair shall be empowered to recommend to the Board of Directors eligible NBLSA members for appointment as National Executives, and the National Chair may directly appoint the members and chairpersons of all National Committees.
- Subsection 5. The National Chair shall serve as a member of all Board committees, and shall be entitled to attend the meetings of all National Committees.
- Subsection 6. The National Chair shall be empowered to present and propose ideas, direction, and strategy for the Association, as well as provide guidance to officers and executives on the proper execution of NBLSA business.
- Subsection 7. The National Chair shall serve as the organization's chief representative to external organizations with whom NBLSA is affiliated or aligned through common purpose or goals, including the American Bar Association and the National Bar Association.
- Subsection 8. The National Chair shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section C. The National Vice Chair

- Subsection 1. The National Vice Chair shall serve as the chief operating officer of the organization, having authority to coordinate the work of National Executives in the execution of programming and operational strategies.
- Subsection 2. The National Vice Chair shall, in the temporary absence or expressed/apparent unavailability of the National Chair, have such authority and perform such acts as the National Chair may, themselves, perform. The National Chair and the Board of Directors shall be kept informed of all such acts performed.
- Subsection 3. The National Vice Chair shall serve as the deputy presiding officer of the Board of Directors and the NBLSA General Assembly, and shall preside in the absence of the National Chair.

Subsection 4. The National Vice Chair shall serve as the *ex-officio* chair of the National Committee on Standards and Discipline.

Subsection 5. The National Vice Chair shall be entitled to attend the meetings of all National Committees, and shall serve as the resource liaison to the National Governance and Operations Committee, reporting regularly on the organizational stability of the Association.

Subsection 6. The National Vice Chair shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section D. The National Treasurer

Subsection 1. The National Treasurer shall serve as the chief financial officer of the organization, administering the financial operations of the organization, as well as the safeguarding of NBLSA assets, holdings, and instruments.

Subsection 2. The National Treasurer shall work with the Board of Directors, and its relevant committees, to propose a uniform set of financial policies for the Association to manage its financial operations.

Subsection 3. The National Treasurer shall be responsible for managing the organization's tax and other financial compliance obligations, and shall work with appropriate members of the Board, National Executives, and professional staff to submit all reports as may be required by law.

Subsection 4. The National Treasurer shall monitor the budget of the Association, and shall produce, with the Finance and Operations Committee of the Board, all necessary reports for the organization's consumption.

Subsection 5. The National Treasurer shall chair the Finance and Operations Committee of the Board, and shall serve as a resource liaison to the National Finance and Administration Committee, reporting regularly on the fiscal health of the organization and entertaining recommendations to further improve the organization's financial stewardship and position.

Subsection 6. The National Treasurer shall be empowered to coordinate and monitor the activities of each Regional Treasurer and other relevant persons to ensure uniform and compliant execution of financial procedures.

Subsection 7. The National Treasurer shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section E. The National Secretary

Subsection 1. The National Secretary shall serve as the chief records officer of the organization, charged with maintaining the central corporate records and documents of the organization.

- Subsection 2. The National Secretary shall record the minutes of all meetings of the Board of Directors and the NBLSA General Assembly.
- Subsection 3. The National Secretary shall set forth rules, with the consultation and approval of the Board of Directors, regarding the proper archiving of National and Regional business documents to maintain proper corporate records management controls.
- Subsection 4. The National Secretary shall maintain the official copies of the National and Regional governing documents of the Association, along with a copy of all acts of the General and Regional Assemblies and each policy of the NBLSA Board of Directors. They shall organize such documents so as to make them accessible to all NBLSA members.
- Subsection 5. The National Secretary shall serve as the resource liaison to the National Governance and Operations Committee, reporting regularly on the operational stability of the Association.
- Subsection 6. The National Secretary, in conjunction with the National Chair, shall be responsible for compiling the Association's mid-year and annual report.
- Subsection 7. The National Secretary shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section F. The National Attorney General

- Subsection 1. The National Attorney General shall serve as the chief policy advocate of the organization, charged with working with the Board of Directors, relevant National Executives, the Regions, and the Chapters to advance the mission of the organization through engagement with governmental, civic, community, and other organization.
- Subsection 2. The National Attorney General shall be empowered to draft statements, position papers, and other documents to advance the policy perspectives of the Association, and may propose coalitions and alliances with likeminded organizations to advance NBLSA policy interests.
- Subsection 3. The National Attorney General shall maintain NBLSA's political activity compliance program, coordinating with Regional Attorneys General to ensure programs and initiatives align with NBLSA's federal and state tax law obligations.
- Subsection 4. The National Attorney General shall serve as a resource liaison to the National Advocacy and Social Action Committee, reporting regularly on the various advocacy and social action initiatives of the Association.
- Subsection 5. The National Attorney General shall consider a publication of at least one *amicus curiae* brief throughout their term which can be undertaken jointly with other entities in which the Association aligns.

Subsection 6. The National Attorney General shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section G. The National Board Members-at-Large

Subsection 1. The National Board Members-at-Large shall be general representatives of the NBLSA membership with seats and voting power on the NBLSA Board of Directors. At no-time shall more than two (2) members-at-large be elected from the same Region.

Subsection 2. Members-at-Large shall work with Regions and chapters to further develop chapter resources for local leaders and encourage chapter programming and initiatives.

Subsection 3. Members-at-Large shall, where possible, attend events in other Regions and promote NBLSA to law school administrative staff.

Subsection 4. Members-at-Large shall work with the Board of Directors and the National Executives to advance NBLSA priorities and programming, as well as to ensure the proper exercise of NBLSA business.

Subsection 5. The Members-at-Large shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

Section H. The Regional Chairs

Subsection 1. The Regional Chairs shall be the chief executive officer of the Region in which they were elected, having executive authority over the business, operations, programs, initiatives, and other activities of NBLSA within that Region, and charged with primary responsibility for the regional execution of directives from the NBLSA General Assembly, the NBLSA Board of Directors, and their specific Regional Assembly.

Subsection 2. The Regional Chairs shall serve as the chairperson and presiding officer of their respective Regional Executive Boards and their Regional Assemblies. The Regional Chairs shall also direct and organize the programming and operational activities of the Regional Board members.

Subsection 3. The Regional Chair shall enforce Regional policies and execute the established will of their Regional Assembly and Regional Executive Board, as well as carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, or directives of the Board of Directors.

ARTICLE III. DUTIES OF NATIONAL EXECUTIVES

Section A. General Duties of National Executives

- Subsection 1. National Executives are appointed to carry out programming or duties specific to their position. Executives are responsible for understanding their duties and determining a vision and strategy for the execution of their programming or operational responsibilities for their term. Such strategies shall encompass chapter, regional, and national approaches to ensuring a cohesive, generally beneficial slate of programming for each year.
- Subsection 2. All executives shall complete a transition memorandum for their successor no less than seven³ (7) days prior to the conclusion of their term. Executives shall also compile synopses of their activities to be included in the organization's mid-year and final annual reports.
- Subsection 3. In the case of regional counterparts for a given position, the relevant National Executive shall work to advise, monitor, and coordinate like regional officers to as to ensure alignment with the mission, purposes, and any necessary compliance obligations of the Association.
- Subsection 4. Executives shall comport themselves with reasonable competence and professionalism in the execution of their duties, as well in the interactions with other NBLSA officers/executives, members, alumni, and with external partners.
- Subsection 5. Executives shall comply with all NBLSA policies and work in the best interests of NBLSA and its members, safeguarding its reputation with the best in personal, ethical, and professional conduct.

Section B. Director of Membership Operations

- Subsection 1. The Director of Membership Operations shall be charged with the administration of the Association's membership operations and the maintenance of NBLSA's official record of active law school and pre-law chapters. The Director shall work with the Board of Directors, Regions, and Chapter to promote and increase NBLSA membership within the law student and pre-law student community.
- Subsection 2. The Director shall facilitate the chartering and reactivation process of new and/or deactivated chapters, bringing applications for new chapters to the Board of Directors for its review and approval.
- Subsection 3. The Director shall certify the voting strength of active chapters prior to the opening of the plenary sessions of the NBLSA General Assembly.
- Subsection 4. The Director maintain records of membership statistics and data for the purposes of various reports and operations of the Association.
- Subsection 5. The Director, in conjunction with the National Members-at-Large, shall administer all chapter recognition, development, and leadership cultivation programs.

³ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Subsection 6. The Director shall work with like regional officers in the proper recording and management of membership operations.

Subsection 7. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the General Assembly the Board of Directors, or the National Chair.

Section C. Director of Programming and Events

Subsection 1. The Director of Programming and Events shall work to administer the major programming and events of the Association, coordinating with the Board of Directors and other National Executives to ensure quality, beneficial programming in alignment with the mission of NBLSA.

Subsection 2. The Director shall work in coordination with the Board of Directors and the National Executives to plan, manage, and coordinate the execution of the National Convention.

Subsection 3. The Director shall work with relevant National Executives to assist in the logistical preparation of planned events, including the securing of locations, vendors, and other items.

Subsection 4. The Director, in consultation with the National Chair, shall be empowered to recommend for appointment an Assistant Director, who shall assist the Director in the administration of the programming needs of the Association. Such a person shall comply with the eligibility requirements found in Article VI, Section E of the NBLSA Constitution.

Subsection 5. The Director shall be responsible for establishing programming standards and protocols to ensure the consistency of NBLSA programs and events on the regional and chapter levels.

Subsection 6. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section D. Director of the Constance Baker Motley Mock Trial Competition (CBMMTC)

Subsection 1. The Director of CBMMTC shall be responsible for the logistical administration, substantive preparation, and nation-wide operation of the Competition, and shall have had at least one (1) full year of participation in the Competition to be eligible for appointment.

Subsection 2. The Director shall maintain, and propose necessary updates and enhancements for, the rules and substantive guidelines of the competition. In this wise, the Director shall consult the National Competitions Council and the Advisory Committee on National Competitions annually to review and revise the rules based upon committee member feedback.

- Subsection 3. The Director shall arrange for the formulation of the Competition's factual pattern and evidentiary information, including any necessary statutory or case law supplements, which shall form the basis for participation in the competition. The Director shall be empowered to propose to the Board of Directors the engagement professional services for the creation of the factual pattern and associated materials.
- Subsection 4. The Director, in consultation with the National Chair, shall be empowered to recommend for appointment two (2) Assistant Directors, who shall assist the Director in the administration of the competition. Such persons shall comply with the eligibility requirements found in Article VI, Section E of the NBLSA Constitution.
- Subsection 5. The Director shall be an ambassador for the CBMMTC, and shall actively promote participation by all chapters as well as seek partnerships with external organizations in the legal community.
- Subsection 6. The Director shall be empowered to proposed to the Board of Directors a uniform registration fee and format for the competition, considering the costs of travel to, preparation for, and the location of the site of the national rounds.
- Subsection 7. The Director shall coordinate the efforts of the regional directors of the CBMMTC to effectuate a uniform administration of the competition on the regional and national levels, and shall attend each Regional administration of the competition, wherever possible and financially feasible.
- Subsection 8. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section E. Director of the Thurgood Marshall Moot Court Competition (TMMCC)

- Subsection 1. The Director of TMMCC shall be responsible for the logistical administration, substantive preparation, and nation-wide operation of the Competition, and shall have had at least one (1) full year of participation in the Competition to be eligible for appointment.
- Subsection 2. The Director shall maintain, and propose necessary updates and enhancements for, the rules and substantive guidelines of the competition. In this wise, the Director shall consult the National Competitions Council and the Advisory Committee on National Competitions annually to review and revise the rules based upon committee member feedback.
- Subsection 3. The Director shall arrange for the formulation of the Competition's case record, including any necessary statutory or case law supplements, which shall form the basis for participation in the competition. The Director shall be empowered to propose to the Board of Directors the engagement professional services for the creation of the factual pattern and associated materials.

- Subsection 4. The Director, in consultation with the National Chair, shall be empowered to recommend for appointment two (2) Assistant Directors, who shall assist the Director in the administration of the competition. Such persons shall comply with the eligibility requirements found in Article VI, Section E of the NBLSA Constitution.
- Subsection 5. The Director shall be an ambassador for the Thurgood Marshall Moot Court Competition, and shall actively promote participation by all chapters as well as seek partnerships with external organizations in the legal community.
- Subsection 6. The Director shall be empowered to proposed to the Board of Directors a uniform registration fee and format for the competition, considering the costs of travel to, preparation for, and the location of the site of the national rounds.
- Subsection 7. The Director shall train and coordinate the efforts of the regional directors of the TMMCC to effectuate a uniform administration of the competition on the regional and national levels, and shall attend each Regional administration of the competition, wherever possible and financially feasible.
- Subsection 8. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section F. Director of the Nelson Mandela International Negotiations Competition (NMINC)

- Subsection 1. The Director of the NMINC shall be responsible for the logistical administration, substantive preparation, and nation-wide operation of the Competition, and shall have had at least one (1) full year of participation in the Competition to be eligible for appointment.
- Subsection 2. The Director shall maintain, and propose necessary updates and enhancements for, the rules and substantive guidelines of the competition. In this wise, the Director shall consult the National Competitions Council and the NBLSA Competition Advisory Committee annually to review and revise the rules based upon committee member feedback.
- Subsection 3. The Director shall arrange for the formulation of the Competition's problem and fact pattern, which shall form the basis for participation in the competition. The Director shall be empowered to propose to the Board of Directors the engagement professional services for the creation of the factual pattern and associated materials.
- Subsection 4. The Director, in consultation with the National Chair, shall be empowered to recommend for appointment two (2) Assistant Directors, who shall assist the Director in the administration of the competition. Such persons shall comply with the eligibility requirements found in Article VI, Section E of the NBLSA Constitution.

- Subsection 5. The Director shall be an ambassador for the Nelson Mandela International Negotiations Competition, and shall actively promote participation by all chapters as well as seek partnerships with external organizations in the legal community.
- Subsection 6. The Director shall be empowered to proposed to the Board of Directors a uniform registration fee and format for the competition, considering the costs of travel to, preparation for, and the location of the site of the national rounds.
- Subsection 7. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section G. Director of Pre-Law Affairs

- Subsection 1. The Director of Pre-Law Affairs shall be responsible for the operations of the NBLSA Pre-Law Division and shall devise and develop NBLSA's pre-law programming and events.
- Subsection 2. The Director shall be responsible for advising the Pre-Law Division officers and shall maintain the relationship between the NBLSA Board of Directors and the Pre-Law Division Board.
- Subsection 3. The Director shall maintain a definitive record of the established PreLaw Chapters and shall work in conjunction with Regions and Law School Chapters to establish further pre-law organizations.
- Subsection 4. The Director shall develop and maintain a database of Pre-Law advisors and Pre-Law student organizations at undergraduate institutions and shall collaborate with external organizations to promote Black and minority enrollment and preparation for law school.
- Subsection 5. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section H. Director of Corporate Engagement

- Subsection 1. The Director of Corporate Engagement shall be responsible for coordinating and driving the fundraising and development efforts of the Board of Directors and the national organization, at large. The Director shall administer outreach efforts and coordinate the solicitation of gifts and partnerships from major entities.
- Subsection 2. The Director shall propose to the Board of Directors possible options for soliciting tax-deductible unrestricted and restricted gifts, donations, sponsorships, and partnerships. Such options shall include law firms, corporations, charitable organizations, relevant government agencies and offices, and other institutions that can and will support the mission and purposes of NBLSA.

Subsection 3. The Director shall monitor the organization's uniform policy on the solicitation of gifts, sponsorships, partnerships, and other such donations for, in conjunction with the Fundraising and Development Committee of the Board and the full Board of Directors. The Director shall annually review the policy with the Fundraising and Development Committee, as well as the National Finance and Administration Committee to seek recommended policy amendments.

Subsection 4. The Director shall coordinate activities with regional corporate engagement officers, or similar officers, and shall work to harmonize strategies, streamline firm communications, and maximize organizational impact.

Subsection 5. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair

Section I. Director of Community Outreach

Subsection 1. The Director of Community Outreach shall be responsible for executing the community engagement and service efforts of the Association, developing initiatives and strategies for maximizing the positive impact of NBLSA and its members.

Subsection 2. The Director shall be responsible for developing chapter guidance on projects, initiatives, and standards for community engagement and civic service, as well as working with Regions to identify potential multiregional projects.

Subsection 3. The Director shall propose partnerships service organizations and other external partners in the advancement of service projects and initiatives, including those by legal services organization.

Subsection 4. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section J. Director of Advocacy and External Initiatives

Subsection 1. The Director of Advocacy and External Initiatives shall execute programming to advance the advocacy, social justice, and civil rights, and other mission-aligned advocacy efforts of the organization.

Subsection 2. The Director shall spearhead, in conjunction with the National Attorney General, the planning and programming of the Charles Hamilton Houston Advocacy Symposium.

Subsection 3. The Director shall work with regional counterparts to harmonize concerted action on policy and civic issues confronting the Black and minority community.

- Subsection 4. The Director shall engage with aligned organizations on joint advocacy projects and initiatives and shall propose formal partnerships for the approval of the National Chair and the Board of Directors.
- Subsection 5. The Director shall, with the National Attorney General, propose a national advocacy strategy, identifying key issues to be highlighted and advanced during a term year or over the course of several years.
- Subsection 6. The Director shall serve as a resource liaison to the National Advocacy and Social Action Committee, reporting regularly on the various advocacy and social action programming of the Association.
- Subsection 7. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section K. Director of Academic Programs

- Subsection 1. The Director of Academic Programs shall be responsible for planning programming and initiatives that bolster the organization's academic excellence mission objectives.
- Subsection 2. The Director shall be responsible for the development and maintenance of a nationwide academic resource bank which shall include academic development resources including, but not limited to, law school exam strategies, legal writing improvement, oral advocacy development, legal analysis training, and other core skills.
- Subsection 3. The Director shall be empowered to work with Regions and chapters to develop nationwide programming, including webinars and resource documents to enhance regional and chapter-level academic excellence strategies.
- Subsection 4. The Director shall work to develop NBLSA's bar passage initiative, creating relationships, programs, and resources to advance the organizational mission of increasing member bar passage rates.
- Subsection 5. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section L. Director of Career and Professional Development

- Subsection 1. The Director of Career and Professional Development shall work to advance NBLSA's mission objective of professional success for its members, working to develop programs, initiatives, and resources for enhancing members' professional competencies and access to career opportunities.
- Subsection 2. The Director shall work with each Region to execute the regionally hosted National Job Fair program, providing logistical

support to each Regional Executive Board and working with regional officers to increase employer participation in each Region.

Subsection 3. The Director shall be responsible for the development and maintenance of a nationwide professional resource bank which shall include, but not be limited to, information on successful networking, professional skills, and any open employment/internship/externship opportunities, as may be provided to the organization from time to time.

Subsection 4. The Director shall be empowered to work with Regions and chapters to develop nationwide programming, including webinars and resource documents to enhance regional and chapter-level professional success strategies, including exposure to various legal and non-legal applications of legal education.

Subsection 5. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section M. Director of Alumni Relations

Subsection 1. The Director of Alumni Relations shall be responsible for maintaining NBLSA's relationship with its alumni, including the development of programs and initiatives to cultivate relationships between NBLSA members and alumni, as well as alumni networking events.

Subsection 2. The Director shall be responsible for the development and maintenance of the organization's alumni database and shall work with Regions to provide timely updates to such databases.

Subsection 3. The Director shall serve as a resource liaison to the National Alumni Advisory Council, providing updates on alumni initiatives and entertaining recommendations on further programming.

Subsection 4. The Director shall coordinate the organization's annual Allen-Ray Lecture on African-American Issues in the Law, in honor of Macon B. Allen and Charlotte E. Ray, the first African-American man and woman to practice law in the United States.

Subsection 5. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

Section N. Director of Communications

Subsection 1. The Director of Communications shall be responsible for the maintenance of the Association's external communication platforms, website, and internal communication devices.

- Subsection 2. The Director, in conjunction with the National Chair, shall act as the official spokesperson for NBLSA, communicating responses to issues and articulating the positions and stances of the Association, as may be directed by the National Chair, the Board of Directors, or the General Assembly.
- Subsection 3. The Director shall maintain the NBLSA website, social media pages, and internal communication instrumentalities of the organization.
- Subsection 4. The Director shall propose policies and procedures on effective organizational communications to the Board of Directors.
- Subsection 5. The Director, in conjunction with the National Chair, shall oversee and review all NBLSA publications, include the official organ of the organization.
- Subsection 6. The Director shall carry out any other such duties as may be assigned by applicable federal, state, or local law, extant NBLSA policy, the acts of the General Assembly, the directives of the Board of Directors, or the National Chair.

ARTICLE IV. MEETING PROCEDURES

Section A. The NBLSA Board of Directors

- Subsection 1. Pursuant to Article IV, Section C, Subsection 1 of the NBLSA Constitution, the Board of Directors shall meet in person quarterly, convening four (4) times per term, except in the case of inclement weather, financial impossibility, or another emergency as certified to the Board of Directors in writing. The National Chair shall propose a schedule of such meetings to the Board for its approval.
- Subsection 2. The full Board of Directors shall otherwise meet no less than once each month, through electronic or telephonic means pursuant to a schedule proposed by the National Chair. The committees of the Board shall likewise meet no less than once each month, at the call of the committee chair, in addition to any point where pressing business demands the committee's immediate attention.
- Subsection 3. Members of the Board of Directors shall be expected and required to attend such meetings, whether in-person or electronic/telephonic, with due regard for each member's fiduciary duties to the Association.
- Subsection 4. The Board of Directors shall be empowered to enact policies governing the attendance of its members at its in-person and other meetings.

Section B. National Executives and Professional Staff

- Subsection 1. The National Chair shall be empowered to coordinate the work of the National Executives and any professional staff through in-person meetings, conference calls, and other methods. The Board of Directors shall be apprised of all such meetings in advance and members may attend those meetings.

Subsection 2. The National Executives shall convene in-person or virtually⁴ no less than two (2) times per year, to coordinate on strategy, identify intended programming, and engage in necessary training and professional development. Such meetings may be coordinated with in-person meetings of the Board of Directors.

Subsection 3. All meetings of the National Executives and/or professional staff are administrative in nature, attending to the programmatic and operational needs of the Association. At no time shall any grouping or meeting of the National Executives seek to act or represent themselves as acting for the Board of Directors in its governance responsibilities.

Section C. The NBLSA Joint Leadership Training Retreat

Subsection 1. The NBLSA Board of Directors, National Executives, and Regional Executive Boards shall convene annually in a leadership training retreat to gain training on corporate governance and organizational management, program development and execution, fundraising efforts, and other skills incident to the successful operation of the Association.

Subsection 2. Attendance at this meeting shall be a mandatory condition of service, barring a serious emergency or an academic or professional conflict.

Subsection 3. The retreat shall be convened within the first quarter of the NBLSA Board term and shall be planned by the immediate past National Chair, the sitting National Chair, and the chair of the NBLSA Alumni Advisory Council.

Section D. Special and Emergency Meetings of NBLSA Entities

Subsection 1. The NBLSA General Assembly may be convened for an emergency plenary session outside of its annual convention by a two-thirds vote of the Board of Directors or by petition of one-third (1/3) of the active law school chapters of NBLSA submitted to the National Chair and National Secretary. The National Chair, upon the vote of the Board of Directors or receipt of a petition sponsored by a sufficient number of active chapters, shall convene and detail the parameters of said emergency session within thirty (30) days.

Subsection 2. The NBLSA Board of Directors may be convened for a special meeting outside of its regular meeting schedule by the National Chair or by petition sponsored by a majority of Board members submitted to the National Chair and National Secretary. At least fourteen (14) days' notice must be provided to all Board members prior to the proposed date of the special meeting; however, such notice may be waived by a majority vote of Board members.

Subsection 3. Regional Assemblies and Executive Boards may be convened for emergency or special meetings outside of their annual conventions or regularly-scheduled regional board meetings in the same manner

⁴ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

provided in Subsections 1 and 2 of this section, conducted by the Regional counterparts to National officers mentioned.

Subsection 4. In all cases of special or emergency meetings conducted by National or Regional entities, conference calls or other technological methods of meeting, where utilized, shall be held as valid meeting methods, and such meetings shall be conducted in accordance with all relevant NBLSA policies and parliamentary authorities.

Subsection 5. Meetings initiated under this Section shall, pursuant to the parliamentary authority, be called for the purposes of addressing, and strictly limited to, specified agenda items. No other business shall be permitted to be raised, included, or acted upon during said meetings. Any ancillary matters arising from the transaction of specified agenda items must be germane and integral to the transaction of main agenda topics specified in the meeting's call.

ARTICLE V. NATIONAL COMMITTEES

Section A. General Committee Requirements

Subsection 1. National Committees shall be comprised of no less than five⁵ (5) members and no more than nine (9), including a member from each region and a chairperson appointed by the National Chair.

Subsection 2. The committee chair shall be responsible for scheduling and organizing the meetings of the committee and may appoint a person to draft notes of committee meetings.

Subsection 3. The National Chair shall be a resource liaison to all committees, apart from the Committee on Standards and Discipline. The National Chair upon request by a committee, be available to answer questions or provide updates.

Subsection 4. Committee members shall be appointed by the National Chair, upon open application by eligible NBLSA members, pursuant to Article VI, Section E of the NBLSA Constitution. National Officers and Executives shall not be eligible for committee membership, except as permitted by these Bylaws or the Constitution.

Section B. Advocacy and Social Action Committee

Subsection 1. The Advocacy and Social Action Committee shall work to review and develop an organization-wide advocacy strategy, which shall include articulation of issues of concern to NBLSA, recommendation of programs and initiatives, and development of educational opportunities.

Subsection 2. The Committee shall work with National officers and executives to devise advocacy resources for the use of chapters, Regions, and the

⁵ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

National organization in civic/government engagement efforts and programs.

Subsection 3. The Committee may recommend for the review of the Board of Directors, policies and strategies for appropriate engagement of government/civic officials on local, state, and federal levels, including compliance with NBLSA's 501(c)(3) tax designation.

Subsection 4. The Committee may provide further recommendations to the Board of Directors and the General Assembly, as appropriate, which may include, but is not limited to further advocacy initiatives not covered in the national strategy and identify emerging issues and topics of immediate concern.

Subsection 5. The Committee shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section C. Governance and Operations Committee

Subsection 1. The Governance and Operations Committee shall provide oversight on the operations and corporate governance activities of the Association, including the activities of the National Chair and National Officers, the National Executives, and any professional staff.

Subsection 2. The Committee shall be empowered to request reports from the members of the Board of Directors and the National Executives on the operations of the organization, as well as provide recommendations thereto on improvements to organizational functions and activities.

Subsection 3. The Committee shall receive an annual cost-benefit report on all usage of professional staff, contractors, and other independent actors in the employ of the Association, including services rendered and costs paid.

Subsection 4. The Committee shall be apprised as to the compliance obligations of the Association and shall receive a copy of the mid-year and annual reports of the organization prior to publication.

Subsection 5. The Committee shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section D. Finance and Administration Committee

Subsection 1. The Finance and Administration Committee shall monitor the financial health of the Association and exercise oversight over the use of NBLSA resources, assets, securities, gifts, and other tangible resources.

Subsection 2. The Committee shall be empowered to request reports from the members of the Board of Directors and the National Executives on the fiscal operations of the organization, as well as provide

recommendations thereto on improvements to financial procedures and budgetary activities.

- Subsection 3. The Committee shall receive an annual comprehensive report on the expenditures, revenue, and budgetary priorities of the organization, prior to the opening of the National Convention.
- Subsection 4. The Board of Directors shall annually submit all financial policies of the organization for the Committee's review. The Committee shall be empowered to make recommendations to the Board and General Assembly for amendments.
- Subsection 5. The Committee shall be apprised as to the status of tax and other financial compliance obligations of the Association and shall receive a copy of the mid-year and annual reports of the organization prior to publication.
- Subsection 6. The Committee shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section E. Membership Development Committee

- Subsection 1. The Membership Development Committee shall be responsible for monitoring the growth and cultivation of NBLSA membership, providing guidance on development of NBLSA chapters, and conducting research and advocacy efforts on diversity in law school admissions.
- Subsection 2. The Committee shall be empowered to request reports from the members of the Board of Directors and the National Executives on the membership operations of the organization, as well as provide recommendations on the development of NBLSA membership, resources for chapters, and ways to increase the number of Black and minority law students.
- Subsection 3. The Committee shall receive an annual comprehensive report on the membership numbers of the organization - including active, inactive, and dormant Law School and Pre-Law chapters of the organization - prior to the opening of the National Convention.
- Subsection 4. The Committee shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section F. National Competitions Council

- Subsection 1. The National Competitions Council shall be responsible for monitoring the substantive development and improvement of NBLSA's competition programming, providing guidance to Competition Directors on the uniform and efficient administration of the moot court, mock trial, negotiations, and other competitions authorized by the Association
- Subsection 2. The Council, in conjunction with the Advisory Committee on National Competitions shall be empowered to conduct an annual review of all competitions hosted by the Association, and shall provide recommendations to the Board of Directors on amendments to enhance the substantive and administrative stability of the competition.
- Subsection 3. At no time shall the Council have members that have not competed in a NBLSA competition previously. Active chapter competitors shall not be permitted to serve on the Council. Additionally, at no time shall the committee provide input or review to the development of the factual pattern actively used in a NBLSA term year.
- Subsection 4. The Council shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section G. Academic and Professional Development Committee

- Subsection 1. The Academic and Professional Development shall be responsible for working with the National Executives and Officers to develop academic and professional development initiatives for the benefit of NBLSA members. The Committee shall promote in-school academic excellence, increasing job
- Subsection 2. The Committee shall be empowered to request reports from the members of the Board of Directors and the National Executives on the membership operations of the organization, as well as provide recommendations on the development of NBLSA membership, resources for chapters, and ways to increase the number of Black and minority law students.
- Subsection 3. The Committee shall receive an annual comprehensive report on the membership numbers of the organization - including active, inactive, and dormant Law School and Pre-Law chapters of the organization - prior to the opening of the National Convention.
- Subsection 4. The Committee shall dutifully take up these issues and any other issue referred to it by the General Assembly or the Board of Directors. It shall be empowered to draft and submit policy recommendations and resolutions for consideration by the Board of Directors and the General Assembly.

Section H. Committee on Standards and Discipline

- Subsection 1. The Committee on Standards and Discipline shall exercise the investigatory functions of the General Assembly, pursuant to its powers under Article III, Section C, Subsection 1(vi) of the NBLSA Constitution, on matters related to discipline of NBLSA members, officers, chapters, and Regions.
- Subsection 2. The Committee shall conduct all initial proceedings related to violations of the NBLSA Constitution, the NBLSA Bylaws, the NBLSA Code of Conduct, the NBLSA Code of Ethics, or other established NBLSA standards.
- Subsection 3. Upon conducting the complaint and hearing procedures, as may be found within these Bylaws, the committee shall make recommendations regarding disciplinary action and appropriate sanctions to the Board of Directors. Such recommendations shall require a two-thirds vote in favor of disciplinary action to be acted upon by Board of Directors.
- Subsection 4. The Committee on Standards and Discipline shall be empowered to provide a report to the General Assembly on recommended updates and amendments to the NBLSA Code of Conduct, Code of Ethics, and other policy standards for members, officers, executives, chapters, and Regions.
- Subsection 5. The Committee shall operate under a general duty of confidentiality, applicable to all members of the committee and any person party to a complaint before it.

ARTICLE VI. ALUMNI ADVISORY COMMITTEES

Section A. General Scope, Term, Powers, and Officers

- Subsection 1. There shall be Alumni Advisory Committees that shall exist to advise, assist and support and advocate for the National Black Law Students Association and its programming, advocacy, academic success, and professional development efforts.
- Subsection 2. The committees as authorized herein shall be composed of alumni of NBLSA who shall have an expressly dedicated interest in improving the operations, programming, and mission success of NBLSA. At no time shall advisory committees be liable or responsible for decisions of the General Assembly, Board of Directors, any Regional Executive Board, or any individual officer or executive.
- Subsection 3. The committees shall be empowered to provide recommendations to the NBLSA General Assembly, the Board of Directors, the National Chair, and individual executives to enhance corporate policies, increase operational capacity, and further external engagement on organization initiatives. Committees may, of their own accord, create subcommittees and working groups to better address specific issues.

- Subsection 4. Member terms shall be no more than three (3) years, as provided herein. No member shall serve more than two consecutive terms, but a former member having served two consecutive terms may be reappointed after a one-year absence from the advisory committee in question.
- Subsection 5. Except as provided within these Bylaws, Advisory Committees shall consist of at least nine (9), but no more than twelve (12) members, which shall be divided, with respect to the time for which they severally hold office, into three classes, as nearly equal in number as is reasonably possible, with the term of office of the first class (Class I) to expire on December 31 within the year of the adoption of these Bylaws, the term of office of the second class (Class II) to expire on December 31 one year from the date of adoption of these Bylaws, and the term of office of the third class to expire on December 31 two years from the date of adoption of these Bylaws.
- Subsection 6. Except as provided within these Bylaws, after the appointment of the committee's initial members by the National Chair, committees shall be empowered to openly solicit, approve, and discipline their own members, as well as select officers from within their number, which shall include a chair, vice chair, and recording secretary who are elected for one-year terms by the committee members. Each committee, where possible, shall endeavor to have a diverse collection of experiences and professions, including government/public interest, academia, corporate, and law firm practitioners.
- Subsection 7. Committees shall operate on a calendar year (January – December) timeframe, with a term beginning on the first business day of January and concluding on the final business day of December.
- Subsection 8. If an Advisory Committee member resigns their seat, is removed, or is otherwise unable to conclude the duration of their term, the remaining committee members shall nominate and recommend a qualified individual who will complete the remainder of the term.

Section B. NBLSA Alumni Advisory Committee

- Subsection 1. The NBLSA Alumni Advisory Committee (NAAC) shall serve as the central alumni advisory committee to the NBLSA Board of Directors, providing strategic guidance, advice, and assistance on achieving the short-term and long-term goals of the organization.
- Subsection 2. The NAAC shall work with the Board to develop a strategic plan for the organization, including operational, programmatic, and advocacy initiatives. In addition, the NAAC shall coordinate with Regional alumni advisory committees, where applicable, to ensure consistent advice and counsel is provided to officers and regional executive boards.
- Subsection 3. No less than fourteen (14) days prior to the publishing of proposed amendments to the NBLSA Constitution or these Bylaws to the General Assembly, the NBLSA Board of Directors shall submit such

amendments to the NAAC, which shall be empowered to provide collective recommendations and commentary to the Board of Directors and the General Assembly for its consideration by majority vote.

Subsection 4. The NAAC, in the case of any proposed amendment or previously enacted Board policy that is believed to violate extant law, compromise corporate or financial governance responsibilities, or produce an deleterious effect to the mission and purposes of the organization, shall be empowered to submit an advisory opinion directly to the Board of Directors or the General Assembly upon a two-thirds vote of the Committee through the National Secretary, who shall deliver it to Board members or delegates, where applicable, within forty-eight (48) hours of receipt.

Subsection 5. NAAC membership shall be open to any alumni member, as defined by Article II, Section C, Subsection 1 of the NBLSA Constitution. Each outgoing National Chair, upon the completion of his/her term, shall be eligible to take up an automatic membership as a Class I member of the NAAC, beginning at the opening of the subsequent NAAC term.

Subsection 6. The NAAC shall meet no less than two (2) times in each term year, including an in-person meeting at the site of the annual National Convention. Otherwise, meetings shall be convened at the call of the NAAC Chair or by one-third of the committee membership. Such meetings shall be announced to the NBLSA Board of Directors in advance.

Subsection 7. The NBLSA Board of Directors shall be responsible for submitting its mid-year and annual reports to the NAAC, as well as providing a report on Association progress for each of its established meetings.

Section C. Advisory Committee on National Competitions

Subsection 1. The Advisory Committee on National Competitions shall advise the Competition Directors on the substantive development and improvement of NBLSA's competition programming, providing guidance to Competition Directors on the uniform and efficient administration of the moot court, mock trial, negotiations, and other competitions authorized by the Association.

Subsection 2. The Committee shall be empowered to conduct an annual strategic review of all competitions hosted by the Association, and shall provide recommendations to the Board of Directors on structural changes to enhance the substantive and administrative stability of the competition.

Subsection 3. The Committee shall provide recommendations to the Board of Directors for standards on competition judges and shall review the scoring methodology on an annual basis.

Subsection 4. The Committee shall review prior factual patterns to identify legal subjects, factual issues, and oral advocacy skills that are optimal for

the use of future competition factual patterns and will substantively develop oral advocacy competencies in law students.

Subsection 5. The Committee may request and review prior factual patterns to identify and recommend legal subjects, factual issues, and oral advocacy skills that are optimal for the use of future competition factual patterns.

Section D. Council of National Chairs Emeriti

Subsection 1. The Council of National Chairs Emeriti shall exist to advise the National Chair in the exercise of his/her duties as chief executive officer of the Association, providing counsel and assistance in ensuring the proper execution of the mission of NBLSA and the vision of the sitting National Chair.

Subsection 2. The Council shall consist of all former National Chairs of NBLSA who shall have not been removed.⁶

Subsection 3. The Council shall primarily meet at the call of its Chair or at the request of the sitting National Chair. An in-person meeting shall be convened at the site of the National Convention to include the Council, the sitting National Chair, and the National Chair-Elect.

ARTICLE VII. FINANCIAL AFFAIRS

Section A. Approved Funding Sources

Subsection 1. The activities of Association shall be financed by the dues paid by each individual member, solicited charitable gifts and donations, grants and subsidies, and any other lawful revenue source as authorized by the Board of Directors. At no time shall any source of NBLSA revenue or funding be kept secret or not properly declared.

Subsection 2. The revenue of the Association shall be collected and utilized for the benefit of NBLSA mission-related purposes.

Section B. The National Budget

Subsection 1. The spending authority of the NBLSA Board of Directors shall be expressed in the annual approval of the National Budget. The budget shall include the budget for each Regional Executive Board.

Subsection 2. The Budget shall be prepared by the Finance and Operations Committee of the Board and reviewed by the National Finance and Administration Committee prior to Board consideration. The Finance and Operations Committee shall be empowered, in consultation with the National Chair, to enlist external assistance from the NAAC or volunteer professionals in the creation of a budget proposal.

⁶ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

- Subsection 3. The National Treasurer shall be responsible for setting the budget review and approval timeline and shall be empowered to solicit budget requests from National Officers and Executives to comply with Article VII, Sections B & C of the NBLSA Constitution.
- Subsection 4. Upon receiving the budget proposal of the Finance and Operations Committee and the review report of the National Finance and Administration Committee, the Board shall consider the proposed National Budget, which shall require a two-thirds vote for passage.
- Subsection 5. Further amendments to the National Budget, after initial approval, shall require a two-thirds vote of the Finance and Operations Committee of the Board and the full Board of Directors.

Section C. Banking and Financial Solvency Regulations

- Subsection 1. The Board of Directors shall designate a sufficiently accredited banking institution, who shall be insured by the Federal Deposit Insurance Corporation or similar government entity, for the purposes of being a repository for NBLSA financial resources. Such an institution shall have such sophisticated reputable banking and credit facilities to carry out the normal business of the Association.
- Subsection 2. The National Treasurer shall be responsible for creating such centralized accounts as may be necessary to comply with federal and state law, as well as appropriately designate sub-repositories for regional appropriations and other major financial priorities.
- Subsection 3. The National Chair and National Treasurer shall monitor the cash flow of the organization, and shall apprise the Board of any disruptions. Upon recommendation from the National Chair and National Treasurer, the Executive Committee, in the case of severe financial constraints, shall be empowered to temporarily freeze spending until such time as cash flow is normalized. The Finance and Operations Committee of the Board shall, in such situations, recommend budget reductions for the Board's consideration.
- Subsection 4. The NBLSA Board of Directors shall be empowered by a two-thirds vote to marshal the full resources of the Association, including those previously allocated to or raised by regional entities, in order to satisfy liabilities of the organization, not otherwise able to be covered by resources designated for national activities.
- Subsection 5. In cases where the Board votes to reallocate previously allocated or separately raised resources for the purposes of paying national and/or regional liabilities for which dedicated resources were deficient, such reallocations shall be documented by the National Treasurer as "internal loans" and shall be repaid from incoming non-membership fee revenue at a rate designated by the Board. The repayment of internal loans may not interfere with the timely payment of external liabilities of the organization.

- Subsection 6. Upon receipt of the funds, the affirmative repayment of such loans shall continue until such time as the internal loan is fully satisfied, changes in administration notwithstanding. The National Chair, the National Treasurer, and each Regional Chair shall note in transition materials the existence and payment status of any internal loans received or disbursed to or from their respective national or regional entity.
- Subsection 7. At no time, shall internal loans be discharged, set aside, or cancelled, except by the completion of its repayment, as certified by the National Treasurer, or an act of the General Assembly expressly discharging the internal loans in question.
- Subsection 8. In the case of a budget deficit or complete insolvency, the National Chair and National Treasurer shall compile a report identifying the source and reasoning of the liabilities. The report shall be issued to the Board, the National Finance and Administration Committee, and the Alumni Advisory Council.

Section D. Insurance and Bonding

- Subsection 1. The Board of Directors shall be empowered to purchase and maintain such liability insurance policies for the organization-at-large as may be reasonable and prudent to protect the organization from liability risks.
- Subsection 2. The corporate officers of the Association, as defined by Article I, Section A of these Bylaws shall, where possible and prudent, be bonded to as to mitigate risks while in the conduct of Association business.

Section E. Regulations on Travel Expenses

- Subsection 1. The Board of Directors shall be empowered to budget for the necessary travel expenses of certain officers and executives of the Association incident to the reasonable transaction of NBLSA business. For certain officers listed herein, such spending authority shall be limited by these Bylaws and may not be increased except by amendment to this Section. The financial policies of the organization may supplement these rules.
- Subsection 2. The Board of Directors may, at its discretion, provide a general travel reimbursement discretionary fund within the National Budget to assist in the defraying of costs for certain necessary travel for officers/executives conducting specific NBLSA business. Such expenses from such a fund shall be certified as necessary and authorized jointly in writing by the National Chair and National Treasurer and shall be limited to the reimbursement policy of Subsection 3.
- Subsection 3. For all expenses, except as otherwise stated herein, the officer or executive in question shall be authorized to seek reimbursements for qualifying expenses of up to fifty-percent (50%) of the total cost of travel, upon the submission of proper documentation as required by NBLSA policy. Such reimbursements shall be limited to reasonable round-trip transportation from the officer/executive's residence to the destination and hotel accommodations.

- Subsection 4. NBLSA officers and executives shall make every available effort to reduce the cost of reimbursable travel. At no time shall any NBLSA officer or executive be authorized to seek reimbursement for travel in first class, business class, or any other elevated travel category, including use of travel lounges, reserved seating, advanced gate entry placement, or other like programs.
- Subsection 5. At no time shall any personal reward point identification numbers or other point-like programs be used when paying for or seeking reimbursement for travel under NBLSA business, in accordance with Article VII, Section D, Subsection 1 of the NBLSA Constitution.
- Subsection 6. NBLSA shall directly subsidize the National Convention travel costs, incidental expenses, and accommodations of the NBLSA Founder, during his lifetime, up to an annual limit of \$4500.00.
- Subsection 7. Travel reimbursement authority shall be automatically approved and budgeted in accordance with the following schedule:
- (i) National Chair: \$4000.00
 - (ii) Each⁷ Regional Chair: \$2500.00
 - (iii) CBMMTC, TMMCC, NMINC Competition Directors: \$2500.00
 - (iv) CBMMTC, TMMCC, NMINC Competition Assistant Directors: \$1500.00
- Subsection 8. The Audit and Governance Committee of the Board shall be empowered to periodically audit and inspect the documentation and usage of travel funding under this section. The National Finance and Administration Committee shall receive a report of travel usage at each of its required meetings.
- Subsection 9. In the case of abuse of any travel reimbursement or direct subsidizing mechanism herein provided, the Board of Directors may, by two-thirds vote, suspend its usage and investigate under relevant sections of these Bylaws and the NBLSA Code of Conduct.

Section F. Revenue Regulations

- Subsection 1. The Board of Directors shall be empowered to set and modulate rates for revenue distributions for shared revenue programming, i.e., membership fees and certain National competitions conducted both at the Regional and National Level. Such rates shall be set by a two-thirds vote of the Board of Directors. Once set, such a rate shall not be changed again within the same Board term.
- Subsection 2. The following default annual revenue disbursement rates shall apply absent any Board action to the contrary:

NBLSA Dues	50% to Regions 40% to National 10% to Restricted Savings Account
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⁷ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Moot Court and Mock Trial Competitions	45% Regions 45% to National 10% to Restricted Savings Account
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Subsection 3. There shall be a Restricted Savings Account in which 10% of all NBLSA revenue, from all authorized sources, shall be deposited for the purposes of mitigating any emergent externalities or crises confronted by the organization. The Restricted Savings Account shall not be utilized without written details of the reasoning for use of the funds provided to the National Finance and Administration and the NBLSA Alumni Advisory Committee, followed by a three-fourths (3/4) vote of the Board of Directors no less than seven (7) days after such notification.

ARTICLE VIII. THE NATIONAL CONVENTION

Section A. Purpose and Timing

Subsection 1. Pursuant to Article VIII, Section C, Subsection 2(vii) of the NBLSA Constitution, the Association shall host a National Convention for the purposes of holding programming and educational symposia for law students and pre-law students and transacting the business of the organization.

Subsection 2. The National Convention shall be held in the spring of each year and, wherever possible, shall not be scheduled within one (1) week of the spring administration of the Multistate Professional Responsibility Exam.

Section B. Convention Location Selection

Subsection 1. The Regional site of the National Convention shall be rotate on a yearly basis along the following cycle:

- (i) Western Region
- (ii) Mid-Atlantic Region
- (iii) Southwest Region
- (iv) Northeast Region (v) Southern Region
- (vi) Midwest Region

Subsection 2. The Programming Committee of the Board shall work to set forth the specific city and location of the National Convention with the consideration of trying to secure such place no less than one year as is financially reasonable. The consideration of doing so in no less than one year, shall be reasonably construed considering the current financial status of the Association upon affirmative vote of the National Board. The Committee shall solicit proposals from various chapters within the Region slated next to hold the Convention on suitable cities in which to host the National Convention, considering cost of travel, cost of

accommodations, and the availability of facilities for programming and competitive spaces.

Subsection 3. The Programming Committee shall provide recommendations to the Board of Directors who shall identify and confirm a host hotel and set forth the location of the Convention to take place two (2) years after the conclusion of the sitting term.

Section C. Convention Preparation Personnel

Subsection 1. The Director of Programming and Events, in consultation with the National Chair, shall be empowered to nominate a “National Convention Coordinator,” who shall be an assistant director that shall be primarily responsible for coordinating the efforts of the Board of Directors and relevant National Executives in the planning, preparation, and execution of the National Convention. The nomination shall require the approval of the NBLSA Board of Directors.

Subsection 2. An *ad-hoc* Convention Steering Committee shall be convened to guide the proper execution and planning of the National Convention. The committee shall be comprised primarily of:

- (i) The National Convention Coordinator, as chair of the committee;
- (ii) Director of Programming and Events, as vice-chair;
- (iii) National Chair;
- (iv) National Treasurer;
- (v) Director of Corporate Engagement;
- (vi) Director of Membership Operations;
- (vii) The Competition Directors;
- (viii) The Regional Chair of the region in which the impending National Convention is located; and,
- (ix) A representative of each chapter located in or reasonably near the city in which the impending National Convention is located.

Subsection 3. The Committee shall regularly report to the Programming Committee of the Board of Directors, as well as the full Board, as to its progress. Other National Executives shall be organized and integrated as necessary to prepare the program components, e.g., advocacy, competitions, and community service elements.

Subsection 4. The Director of Programming and Events, in consultation with the National Chair and the appointed National Convention Coordinator, shall be responsible for including within the National Budget a proposed budget for the National Convention.

Section D. Plenary Sessions of the General Assembly

- Subsection 1. The plenary sessions of the NBLSA General Assembly, held annually at the site of the National Convention, shall be the primary exercise of the powers of the General Assembly, as articulated by Article III, Section C of the NBLSA Constitution.
- Subsection 2. The National Chair, per Article II, Section B, Subsection 2 of these Bylaws, shall preside over and coordinate the proceedings of the plenary sessions of the NBLSA General Assembly in accordance with the provisions of the NBLSA Constitution, these Bylaws, any mandates or special rules the Assembly may adopt, and the parliamentary authority of NBLSA. The National Vice Chair, National Secretary, National Parliamentarian, and other such officers and executive as the National Chair deems appropriate, shall assist as may be necessary to efficiently carry out the business of the General Assembly.
- Subsection 3. Within forty-five⁸ (45) days of the start of plenary sessions, the National Chair shall issue a notice to all chapters, apprising them of the impending plenary session, as well as procedures and deadlines for the submission of legislation.
- Subsection 4. Active Law School Chapters shall send no more than two (2) delegates and one (1) alternate delegate to represent the chapter at General Assembly sessions. Such delegates must be financial members of NBLSA. This provision shall not prevent the attendance of non-delegate attendees.
- Subsection 5. To transact any Association business, the general and working quorum thresholds under Article III, Section D, Subsection 4 of the NBLSA Constitution must be met. Chapters may hold proxy power for nonattending chapters, pursuant to the provisions of Article III, Section B, Subsection 5 of the Constitution. Such proxies shall count towards both quorum thresholds.
- Subsection 6. The General Assembly shall consider the following business items within the time allotted:
- (i) The annual report of the National Chair and the Board of Directors;
 - (ii) The financial report compiled by the National Treasurer and the Finance and Operations Committee of the Board;
 - (iii) Resolutions from the Assembly floor or recommended by National Committees and/or the Board of Directors, including those that amend the Constitution or these Bylaws; and, (iv) The election of National Officers.

⁸ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Subsection 7. The sessions of the General Assembly shall be recorded by minutes and other recording devices as approved by the National Secretary. Such minutes shall be made available to the full membership.

Subsection 8. Items passed by the General Assembly shall be catalogued and distributed to the active Law School and Pre-Law Chapter membership prior to the conclusion of the NBLSA term. Acts of the Assembly that enact a program, direct action, or amend the governing documents shall be effective at the beginning of the next term, unless explicitly stated otherwise.

ARTICLE IX. THE NATIONAL COMPETITIONS

Section A. Purpose and Timing

Subsection 1. The National Competitions, as authorized by Article VIII, Section C of the NBLSA Constitution, shall exist to train and develop the trial and other oral advocacy skills of NBLSA members and further the Association's constitutional goal of fostering and encouraging academic and professional competence among Black and minority law students.

Subsection 2. The competitions shall be seen by the organization as an inter-chapter competition, internal to the corporate structure of NBLSA. At no time, shall the competition be open to non-BLSA chapter entities.

Section B. Competition Administration and Eligibility

Subsection 1. The Competitions shall be administered by directors appointed by the Board of Directors. The National Competitions Council and the Advisory Committee on National Competitions shall provide advice and counsel to the Competition Directors in the proper administration of the programs.

Subsection 2. Competitors wishing to participate in any NBLSA competition shall have been a financial and active member of NBLSA, within the meaning of Article II, Section A, Subsection 3 of the NBLSA Constitution and Article XI, Section B, Subsection 3(iii) of these Bylaws, no less than one (1) full academic semester prior to the qualification deadline for the competition in question. Newly chartered NBLSA Chapters that have joined the Association less than one calendar year prior to the qualification deadline shall be exempt from this rule.

Subsection 3. In the case of first-year student competitor(s), the Chapter shall make an application to the Competition Director requesting the waiver of Subsection 2 for the proposed competitor(s), providing evidence of financial membership status within the organization and an affirmative statement as to active engagement within the chapter from the point of the activation of their membership. Such an application shall be made no less than fourteen (14) days prior to the qualification/team registration deadline.

- Subsection 4. Potential competitors shall submit a form to the Chapter declaring compliance with the terms of Subsection 2 of this Section, which shall be attested to by the Chapter President. Regional Competition Directors shall hold an annual certification meeting and conference call with participating chapter representatives, in which Chapters, by way of their Chapter representative, shall affirmatively certify their members' compliance with Subsection 2 of this Section. In addition, Chapters shall provide general body meeting attendee lists, event attendee lists, and community service attendee lists to further verify members are active within their respective chapters. First-year student competitors shall be exempted from the provisions of this subsection, in favor of the provisions of Subsection 3.
- Subsection 5. Chapters and competitors found to not be in compliance with this Section shall be suspended from their ability to participate in NBLSA competition activities pending an investigation, and their competitors summarily dismissed from the competition(s) in which they are participating.
- Subsection 6. Competition Directors, both Regional and National, shall be directly responsible for ensuring compliance with these provisions.

Section C. Competition Advising and Authority of Directors

- Subsection 1. The NBLSA Board of Directors shall be empowered to obtain an advisor for each competition who shall assist the competition directors in the administration and governance of the competition and its logistics. The competition advisors shall hold ex-officio seats on the Advisory Committee on National Competitions and shall not count towards the number of members.
- Subsection 2. Each advisor shall serve a term of three (3) years, which shall be renewable once. After two consecutive terms, advisors shall not be eligible for reappointment for one term.
- Subsection 3. The National Competition Directors shall have general authority to administer their respective competitions nationwide in accordance with the established rules and NBLSA policy, and shall be empowered to make decisions regarding its operations, including:
- (i) The qualification of teams and individual competitors;
 - (ii) The timeliness of competition submissions, including registration, briefs, motions, grievances, and other requirements; and,
 - (iii) Dispositive substantive and procedural decisions on grievances filed within the context of an ongoing competition.
- Subsection 4. Regional Competition Directors shall have authority to administer their respective competitions within their own Region in accordance with the established rules and NBLSA policy. Decisions of the Regional Competition Directors may be appealed to the respective National

Competition Directors and, ultimately, to the NBLSA Board of Directors.

Subsection 5. Decisions of any competition director are subject to appeal in strict accordance with the rules of the Competition and relevant NBLSA policy. The Board of Directors shall have final authority on whether to sustain or overturn a decision of any competition director.

ARTICLE X. ELECTION OF NATIONAL OFFICERS

Section A. Election of National Offices

Subsection 1. The NBLSA General Assembly shall elect these national officers to attend to the general business of the organization:

- (i) The National Chair;
- (ii) The National Vice-Chair;
- (iii) The National Secretary;
- (iv) The National Treasurer;
- (v) The National Attorney General;
- (vi) Six⁹ (6) National Board Members-At-Large

Subsection 2. Contested elections shall be decided by a plurality of votes cast by eligible chapters present at the National Convention or their duly empowered proxies. Uncontested elections shall require a majority of eligible votes cast to be acquired.

Subsection 3. In the case of a tie between candidates, run-off elections shall be held until a candidate is elected. In the case of an office where no person wins or no person is nominated, the Board of Directors shall be empowered to fill the seats pursuant to Article VI, Section F, Subsection 3 of the NBLSA Constitution.

Section B. Special Committee on Elections

Subsection 1. The Special Committee on Elections shall be convened by the National Chair to administer the application and verification process of potential candidates vying for national office, as well as recommend and enforce rules on applications, campaigning, and otherwise conducting oneself as a candidate for National office. All recommended rules shall require the approval of the Board of Directors.

Subsection 2. The Committee shall comply with the requirements of Article V, Section A of these Bylaws. Members of the committee must hold the same eligibility requirements as found in Article VI, Section E of the NBLSA Constitution. The chair and members of the committee shall be appointed by the National Chair.

⁹ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Subsection 3. The Committee shall include at least one Regional Chair and two members at large. At no time, shall any person serve on the Committee who is a candidate, or working closely therewith, in the election. Each member of the Committee shall certify compliance with foregoing provision.

Subsection 4. The Committee shall adjudicate election disputes in accordance with NBLSA policy and shall make recommendations to the NBLSA Board of Directors for action and review.

Section C. General Requirements for Electoral Eligibility

Subsection 1. NBLSA Members seeking National Office shall comply with all other eligibility requirements found herein and in the NBLSA Constitution and have had at least one (1) semester of active and financial chapter membership, as defined by these Bylaws and certified by the Chapter.

Subsection 2. Members seeking certification as candidates shall submit such forms and documentation as the Special Committee on Elections may reasonably require, including:

- (i) Application for National Office Candidacy
- (ii) Statement of Commitment to NBLSA's Mission and Values
- (iii) Statement of Understanding of National Officer Financial Obligations
- (iv) Disclosure Statement for Other Obligations/Employment/Extracurricular Activities

Subsection 3. At no time, may the Special Committee on Elections waive the aforementioned general requirements. Variances to other election rules may be requested and granted by a majority of committee members, unless objected to by the Board of Directors.

Section D. General Election Regulations

Subsection 1. A candidate may only vie for one elected office at a time. A desire to seek a different office shall require the written repudiation of any precertification or nomination to the prior candidacy.

Subsection 2. Members of the NBLSA Board of Directors and National Executives are prohibited from speaking, working, or acting in support of or opposition to any candidate in any NBLSA election explicitly or implicitly, including serving on or advising any candidate's campaign or campaign staff. Board members and executives are to be strictly impartial observers of the election.

Subsection 3. Members of the NBLSA Board of Directors and National Executives who serve as duly certified or nominated candidates shall not make use of their office to gain an unfair or untoward advantage over candidates, including making use of Convention materials, staff, or room access.

- Subsection 4. Potential candidates must be present at the National Convention in which they seek to be elected. A candidate who serves as a competitor during the National Convention may be pre-certified through submission of the documents under Section C, Subsection 2 of this Article or may submit in advance to the National Chair and National Secretary a written statement declaring acceptance of an explicitly stated office to which they may desire to be nominated.
- Subsection 5. The election process shall be the final agenda item for all plenary sessions, and shall not be held until the final official plenary session of the General Assembly.
- Subsection 6. The use of campaign materials within the chamber in which the General Assembly meets during the National Convention, or within fifty (50) feet of its entrance, shall be strictly prohibited.

ARTICLE XI. STANDARDS AND DISCIPLINE

Section A. Standards for Chapters

- Subsection 1. Chapters of the National Black Law Students Association are required to adhere to the following general standards of conduct and administration of NBLSA business:
- (i) Chapters and their members shall uphold the mission and values of the organization, at all times, and shall represent NBLSA with the best in responsible and professional conduct.
 - (ii) Chapters shall comply with the NBLSA Constitution, Bylaws, acts of the General Assembly, corporate policies as passed by the Board of Directors, and acts of the Regional Assembly where the Chapter is located. Chapters shall not willfully, negligently, or recklessly violate or seek to circumvent NBLSA policy.
 - (iii) Chapters shall, to the best of their abilities, be active participants in the activities of NBLSA, including advocacy initiatives, community service, academic and professional development for members, and outreach to Black and minority pre-law students.
 - (iv) Chapters shall be transparent and responsible with their financial resources and financial dealings with members and external entities.
 - (v) Chapters and chapter officers shall respect the will of its membership as expressed through the vote of the chapter general body, as provided in its governing documents.
- Subsection 2. Such general standards shall be enforceable against chapters by the Board of Directors and shall be supplemented and interpreted by the NBLSA Code of Conduct, the NBLSA Code of Ethics, and other policies as the General Assembly or Board of Directors may provide.

Section B. Standards for Members, Officers, and Executives

Subsection 3. Members, officers, and executives of the National Black Law Students Association are required to adhere to the following general standards of conduct and administration of NBLSA business:

- (i) Members shall uphold the mission and values of the organization, at all times, and shall represent NBLSA with the best in responsible, professional, and ethical conduct, refraining from bringing the organization into ill repute.
- (ii) Members shall comply with the NBLSA Constitution, Bylaws, acts of the General Assembly, corporate policies as passed by the Board of Directors, and acts of the Regional Assembly where the member is located. Members shall not willfully, negligently, or recklessly violate or seek to circumvent NBLSA policy.
- (iii) Members shall be “active participants” in the activities of NBLSA, their Region, and their local chapters, including:
 - 1) Recorded attendance at their chapter general body meetings; and,
 - 2) Regular participation in chapter, regional, and national programming, including community service, pre-law activities, academic and professional development, and advocacy initiatives;
- (iv) Chapter, Regional, and National Officers/Executives shall be exemplars of good stewardship and professional conduct with each other, NBLSA members, law school administration/faculty/staff, and external partners.
- (v) Chapter, Regional, and National Officers/Executives shall understand and have working knowledge of the policies that govern the organization. This includes: the NBLSA Constitution, the NBLSA Bylaws (including one’s duties under the Bylaws), all current policies of the organization, *Robert’s Rules of Order*; and, where applicable, Regional Governing Articles and Regional Bylaws.

Subsection 4. Such general standards shall be enforceable against members, officers, and executives by the Board of Directors and shall be supplemented and interpreted by the NBLSA Code of Conduct, the NBLSA Code of Ethics, and other policies as the General Assembly or Board of Directors may provide.

Section C. Disciplinary Procedures

Subsection 1. Any elected or appointed national officer or executive of the Association may be disciplined by the Board of Directors, through established due

process, for disciplinary action for the following offenses, including but not limited to:

- (i) Mifeasance, malfeasance, and nonfeasance of duties;
- (ii) Violations or misapplications of NBLSA policy; or,
- (iii) The willful, reckless or negligent cause of damage to the reputation and/or standing of the organization.

Subsection 2. A chapter or Region may be recommended by the Board of Directors for General Assembly review for the following offenses:

- (i) Practices, procedures and programs that seriously violate or misapply NBLSA policy; or,
- (ii) The willful, reckless or negligent cause of damage to the reputation and/or standing of the organization.

Subsection 3. The disciplinary powers of the Association shall be exercised by the Committee on Standards and Discipline, the Board of Directors, and ultimately, by the General Assembly through established protocols set forth in the NBLSA Code of Conduct. Regions may establish and convene their own similar committees for regional officers.

Subsection 4. For all disciplinary processes, including removal of a National Officer,¹⁰ due process for the subject of the complaint shall be afforded. In the case of a chapter or Region being the subject of the complaint, the chapter president or Regional Chair shall serve as the representative of the entity involved.

Subsection 5. Complaints shall be adjudicated through a hearing and debate on a motion to find a respondent “responsible” for the charge alleged. Each charge shall require a two-thirds (2/3) majority vote by the Board of Directors¹¹ in the affirmative to be substantiated.

Subsection 6. Aggrieved parties in a disciplinary hearing may appeal to a higher national body for a rehearing under extant NBLSA policies.

ARTICLE XII. AMENDMENT PROCEDURES FOR THE BYLAWS

Section A. Notice to Chapters

Subsection 1. Amendments to these Bylaws may be put forward in writing to the General Assembly by the NBLSA Board of Directors or an active chapter of the Association. Such amendments shall be submitted to the National Parliamentarian and National Secretary no later than forty-five (45) days prior to the opening of the National Convention.

Subsection 2. Amendments may also be considered by a Regional Assembly, which upon passage shall be forwarded to the National Parliamentarian and National Secretary.

¹⁰ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

¹¹ Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)

Subsection 3. The National Secretary shall compile and distribute the text of all proposed amendments to each active chapter of the Region at least thirty (30) days prior to the opening of the National Convention.

Section B. General Assembly Consideration

Subsection 1. For all proposed amendments submitted by chapters directly to the National Parliamentarian, an *ad-hoc* Constitution and Bylaws Committee, chaired by the National Parliamentarian, shall be convened to review the proposed amendments. Amendments not having a majority of committee votes in the affirmative shall not be laid before the full Assembly.

Subsection 2. The General Assembly shall debate and consider any proposed amendments having survived committee scrutiny or having first been heard by a Regional Assembly and passed by a two-thirds vote. A two-thirds (2/3) majority of the voting delegates of the General Assembly shall be required to ratify an amendment.

Subsection 3. The National Parliamentarian shall, after the close of the National Convention, amend the Constitution in accordance with the actions of the General Assembly and publicly display the newly amended document. The National Secretary shall distribute the newly amended Bylaws to the Board of Directors and all Chapters.

Subsection 4. All instances where he/she appeared were replaced with they.¹²

¹² Amended March 19, 2022, by the 54th General Assembly (Effective April 1, 2022)