

Case Western Reserve University School of Law
Law Alumni Association Board
ARTICLES OF GOVERNANCE
As Adopted on August 7, 2009

These Articles of Governance restate and replace Articles V through and including Article X of the second revised "Constitution" of the Law Alumni Association Board of the Case Western Reserve University School of Law, last revised on October 8, 1994. These Articles of Governance being duly adopted at a meeting of the Law Alumni Association Board on August 7, 2009 in accordance with the terms of Article X, Section 1 of the last revised C

Section 2. Board Composition:

LAAB members shall be nominated through procedures initiated and conducted by the Nominating Committee of the LAAB, and a slate of proposed LAAB members shall be recommended to the LAAB as a whole for approval at the LAAB meeting preceding the Alumni Association Annual Meeting. A slate so approved shall be nominated to the Alumni Association for election by a majority of the Alumni Association attendance, in person or by proxy (as the Constitution permits) at the Annual Meeting.

LAAB members may serve for a limit of two (2) consecutive terms, but with no lifetime limit. Thus, a LAAB member may not be nominated for election to a third consecutive term, but after serving two consecutive terms such person may be eligible for nomination and election in the future to a non-consecutive LAAB term.

Section 3. Board Membership and Responsibilities:

LAAB members commit to the mission and goals of the LAAB. To be considered, the individual must demonstrate a proven track record of leadership and volunteerism through personal and professional affiliations, and community involvement.

LAAB members attend three (3) Board meetings each year during a Board member's term;

LAAB members actively serve on and support at least one (1) committee of the Board;

LAAB members provide input regarding and contribute expertise with respect to, the development of the LAAB and the Alumni Association;

LAAB members attend School of Law alumni events, including the annual Alumni and Faculty Luncheon, Alumni Weekend and regional events, when possible and practicable;

LAAB members contribute to the School of Law Annual Fund on a personally significant level.

ARTICLE V. - MEETINGS

Section 1. Frequency of meetings The LAAB shall meet at least three (3) times each year, usually in May, August and November (following the annual Alumni and Faculty Luncheon, being the annual meeting of the Alumni Association). The meetings shall be held at such time and place as shall be determined by the President in consultation with the Dean and senior staff of the School of Law. Notice of such meeting shall be by publication to the LAAB members of the Association at least fifteen (15) days in advance. The President shall also call special meetings at the written request of at least five (5) LAAB members.

Section 2. Voting. - At all properly convened meetings of the LAAB, quorum shall consist of those LAAB members who shall be present in person or by telephone or video conferencing. A majority vote of those LAAB members present in person or by telephone or video conferencing shall be necessary to take any action except as may be otherwise specifically prescribed herein. In the event of a tie in voting by the LAAB, the Dean of the School of Law may cast the deciding vote.