

International Association for Artificial Intelligence and Law, Inc.

By-Laws

Amended June 6, 2007

Article I: Purpose

The International Association for Artificial Intelligence and Law, Inc. (IAAIL) was formed for the purpose of supporting, developing and promoting the field of Artificial Intelligence and Law at the international level. One activity consistent with this purpose is the organization of a biannual International Conference on Artificial Intelligence and Law (ICAAIL). Other activities consistent with this purpose may be pursued, from time to time, by decision of the Executive Committee.

Article II: Members

Membership is open to anyone interested in Artificial Intelligence and Law. The Executive Committee shall establish and publish the procedures for becoming a Member, and for renewing membership. If membership dues are required, a lower dues rate for full time students may be established.

A Member may terminate his or her membership by submitting a request to the Secretary-Treasurer, or by failing to follow procedures for renewing membership as established by the Executive Committee.

Each Member shall be entitled to one vote on any question (including elections) that is submitted to the membership.

Article III: Meetings

A meeting of Members will normally be held biannually at the International Conference on Artificial Intelligence and Law. In the intervening years, an annual meeting of Members may be called by the Executive Committee at any convenient time and place, if proper notice is given to the membership.

The Executive Committee shall meet during each biannual or annual meeting of the Members, and at such other times as it may from time to time determine.

Article IV: Officers

The Association shall have the following Officers, serving two-year terms beginning January 1:

1. President. The President shall be the chief executive officer of the Association. He or she shall (a) supervise the affairs of the Association; and (b) chair all meetings of Members and all meetings of the Executive Committee.
2. Vice-President. The Vice-President shall assist the President, and chair all meetings in the President's absence. In the event that the President is unable to complete his or her tenure, the Vice-President shall assume the powers of the Presidency for the balance of the two-year term.
3. Secretary-Treasurer. The Secretary-Treasurer shall keep (a) correct and complete minutes of the meetings of the Members and the Executive Committee; (b) correct and complete books and records of account; and (c) a current register of Members entitled to vote. In addition, the Secretary-Treasurer shall have custody of and be responsible for all funds and securities of the Association.

The Executive Committee shall consist of these three Officers, plus four additional Members serving staggered four-year terms beginning January 1. The President and the Vice-President may not serve two consecutive terms in the same position, but the Vice-President may succeed to the Presidency.

All Officers and Executive Committee Members shall be elected by a vote of the membership at the biannual meeting preceding the beginning of their terms. All Officers and Executive Committee members must be Members of the Association.

Article V: Elections

Candidates for the positions of Officer and Executive Committee member shall be proposed by a Nominating Committee consisting of: (1) the Past President; (2) the Past Past President; and (3) two additional elected Members. Each person on the Nominating Committee shall serve for a period of four years. (Until the steady-state is reached, members of the Nominating Committee shall be elected, as needed, to fill these designated roles.)

The slate of Officers and Executive Committee members proposed by the Nominating Committee shall be announced to the membership in advance of the biannual meeting of the membership, and additional nominations for Officers will be accepted from the floor at the biannual meeting.

Election to the position of Officer is by simple majority of all Members present and eligible to vote. If no candidate receives a majority vote on the initial ballot, a second ballot shall be held between the top two candidates in the initial vote. Election to

the additional four positions on the Executive Committee shall be by a plurality of votes cast. Proxy votes are not allowed. Ballots shall be secret if a member present so requests.

Candidates for vacant positions on the Nominating Committee shall be proposed from the floor at the biannual meeting, and voted upon at the conclusion of the regular voting for Officers and Executive Committee members.

In the event that the Vice-President, the Secretary-Treasurer or a member of the Executive Committee is unable to complete his or her tenure, the Nominating Committee shall appoint a Member of the Association to fill the vacant position until the time of the next biannual meeting, at which time the vacant position will be filled by the regular election procedure.

Article VI: Executive Committee

The Executive Committee shall be responsible for setting policies and procedures governing the International Conference on Artificial Intelligence and Law. These policies and procedures shall provide for (but are not limited to): (a) the selection of the location and date of forthcoming conferences; (b) the selection of a General Chair and a Program Chair for forthcoming conferences; (c) the determination of annual dues, budgets, fees, and the disposition of any unexpended funds; and (d) all other decisions necessary for the management of an international academic conference.

The Executive Committee shall be responsible for initiating other activities consistent with the purposes of the Association. These activities may include (but are not limited to): (a) the sponsorship or co-sponsorship of additional conferences and workshops; (b) an affiliation with a professional journal; (c) the publication of a newsletter; and (d) the establishment of working relationships with other groups active in the field.

The Executive Committee shall be responsible for setting the annual dues of the Association.

A quorum for meetings of the Executive Committee shall consist of five members. Decisions shall be determined by a majority of those present. For matters arising at times when it is not feasible to call a meeting, decisions of the Executive Committee may be made by votes sent to the President or the Secretary-Treasurer by ordinary or electronic mail. A quorum for such postal voting shall consist of five members, and decisions shall be determined by a majority of those voting.

Article VII: Contracts, Checks, Deposits

The Executive Committee may authorize any Officer or Officers, and any agent or agents of the Association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association. Such authority may be general or confined to specific instances. In the absence of any such determination by

the Executive Committee, contracts shall be jointly signed by the President and the Secretary-Treasurer.

The Executive Committee may authorize any Officer or Officers, and any agent or agents of the Association to sign any checks, drafts, or other orders for the payment of money in the name of the Association. Such authority may be general or confined to specific instances. In the absence of any such determination by the Executive Committee, checks, drafts, and other orders for the payment of money shall be jointly signed by the President and the Secretary-Treasurer.

All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies, or other financial institutions as the Executive Committee may select.

Article VIII: Legal Status

The Association shall be incorporated in one of the states of the United States of America, in such a manner that it qualifies under Section 501(c)(3) of the United States Internal Revenue Code as a tax exempt organization.

Article IX: Amendments

Amendments to these By-Laws must receive a majority of the votes cast by Members in good standing at a duly constituted meeting of the membership.