

# **International Academy for the Study of the Jurisprudence of the Family**

## **By-Laws of the Academy**

(June 3, 2020)

### **Article I - Name and Seat**

1. The name of this organization is: The International Academy for the Study of the Jurisprudence of the Family.
2. The seat of the International Academy for the Study of the Jurisprudence of the Family (herein sometimes “Academy”) is where it is incorporated (initially Provo, Utah, USA), and its principal place of business is where the Executive Secretary has his office (initially La Coruna, Spain). (All pronouns herein are deemed gender neutral.)

### **Article II - Nature and Objectives**

1. The Academy is an international, scholarly, voluntary membership organization not for profit. The Academy is non-political and shall not engage in any political activities nor take a position on any specific international or national political or religious policies or proposals.
2. The Academy's objective is the study and discussion of the foundational principles of the legal regulation of family relations. The goal of the Academy is to bring together a group of scholars of family law and jurisprudence from around the world, reflecting diverse geographic regions, systems of belief, traditions of thought, and ideology to thoughtfully and responsibly explore and discuss the core principles of jurisprudence that underlie the organization of families and guide the recognition and support of families by society and the legal system of the state.
3. To these ends, the Academy sponsors and promotes:
  - (a) international co-operation in research on family law and family law reform;
  - (b) international conferences and symposia on the jurisprudence of the family;
  - (c) collection and dissemination of information in the field of family law by the accessible publications including papers presented at symposia of the Academy;
  - (d) co-operation with other international, regional or national associations having the same or similar objectives;
  - (e) interdisciplinary contact and research;
  - (f) the advancement of serious and thoughtful family jurisprudence in legal scholarship, professional education and activities, private and public promotion by all practical means including furtherance of exchanges of teachers, students, and practising lawyers; and
  - (g) other objectives furthering or connected with the above objectives.
4. These By-laws shall govern the Academy to the extent that they are not inconsistent with the Articles of Incorporation and Certificate of Incorporation of the Academy, and the laws of the state of incorporation.

### **Article III - Membership and Dues**

1. There are three categories of membership in the Academy:
  - (a) Fellows: Fellowship is open to leading, distinguished academic scholars of family law, jurisprudence, or related disciplines and distinguished members of the judicial, legal or related professions who have taught relevant subjects at a college or university level for at least seven years or who have been Associate Members for at least four years. The total number of current Fellows shall be set by the board not to exceed 200 in any given year.
  - (b) Members: Membership is open to interested scholars and graduate students of law and related disciplines, and other professional guests.
  - (c) Honorary Membership: Honorary membership may be conferred upon distinguished persons whose scholarship and/or service to the jurisprudence of the family is deemed by the Board of Directors to be deserving of an Honorary Membership. The number of Honorary members shall not exceed one-half of the number of members of the Board of Directors.
2. Dues shall be charged for membership in categories III.1.a, and b. The cost of membership dues shall be set by the Board of Directors of the Academy. Until otherwise determined by the Board, dues for Fellowship shall be \$40 per year, and dues for Membership shall be \$20 per year.
3. Upon a vote of 2/3 of the Board Members in a duly-called Board Meeting, after prior written notice to the concerned member, any member may be excluded from the Academy for conduct seriously inconsistent with the aims and purposes of the Academy.

### **Article IV - Officers**

1. The officers of the Academy are:
  - (a) The President,
  - (b) Three Vice-Presidents,
  - (c) The Editor-in-Chief,
  - (d) The Executive Secretary, and
  - (e) The Treasurer.
2. The Board of Directors may by majority vote establish such other officer positions as it may consider appropriate.
3. Any Fellow of the Academy is eligible to serve as an officer. The officers hold office until the end of the annual business meeting of the Academy three years following their election. All officers are eligible for election in their or another office for up to a total of three terms without a term out of the office intervening. After at least one term out of office, they are eligible again for election to an office until they have served a total of six terms, after which they are no longer eligible for election to any office. If an officer resigns or for any other reason cannot hold office, the other officers by majority vote shall appoint a successor from the Board to hold office for the unexpired term.
4. President. The President, or in his absence, a Vice-President, shall preside at all meetings of the Academy and the Board. The President in collaboration with the Vice-Presidents, shall formulate

and present at each annual business meeting of the Academy a report of the work of the Academy for the years then closing. The President in consultation with the Vice-Presidents shall appoint the Chairman and members of all Committees of the Academy and shall plan and superintend the work of the Academy, its Symposia and annual business meeting of the Academy during their terms, subject to the advice and approval of the Board. The President and the Vice-Presidents shall superintend the performance of all activities of the Academy, shall keep the Board duly informed and carry out its decisions. The President and the Vice-Presidents shall perform such other duties and acts as usually pertain to their officers or as may be designated by the Board. The President has the final decision in matters in which the Vice-Presidents work with the President, unless otherwise provided herein.

5. Vice-Presidents. The Vice-Presidents shall assist the President, and act in the absence of the President (by majority vote) and with his prior knowledge, to preside at all meetings and perform all presidential functions. The Vice-Presidents in collaboration with the President, shall help to formulate and present at each annual business meeting of the Academy a report of the work of the Academy for the years then closing. The President and the Vice-Presidents shall appoint the Chairman and members of all Committees of the Academy and shall plan and superintend the work of the Academy, its Symposia, and the Annual business meeting of the Academy during their terms, subject to the advice and approval of the Board. The President and the Vice-Presidents shall superintend the performance of all activities of the Academy, shall keep the Board duly informed, and carry out its decisions. The President and the Vice-Presidents shall perform such other duties and acts as usually pertain to their officers or as may be designated by the Board.

6. Editor-in-Chief. The Editor-in-Chief shall be the chief editorial officer as well as the chief executive officer of the International Journal of the Jurisprudence of the Family and also shall be an officer of the Academy. The Editor-in-Chief shall be elected by majority vote of the Board at the Annual Business meeting, and may be re-elected to four additional (a total of five) terms. The Editor-in-Chief shall arrange for publication of at one volume annually of the International Journal of the Jurisprudence of the Family, with one or more issues. The Editor-in-Chief shall recommend a budget for the International Journal to the Board of Directors of the International Academy, and shall keep the expenses of International Journal within the budget set or approved by the Board of Directors of the International Academy. Subject to override by the Board of Directors, the Editor-in-Chief shall appoint other officers for the International Journal, including a Managing Editor, Associate Editors, and other editors and officers as he deems appropriate, and shall appoint a Board or Editors and such other Boards as he deems appropriate, to serve for such terms as the Editor-in-Chief establishes.

7. Executive Secretary. The Executive Secretary shall perform the corporate secretary and executive record-keeping-and-communications responsibilities, including (without limitation) consulting with and assisting the other Officers of the Academy in the work of the Academy in such manner and to such extent as they may request. The Executive Secretary function includes also acting as the keeper, recorder, and custodian of all books, papers, documents and other business matters of the Academy. He shall keep and timely circulate a true record of the proceedings of all meetings of the Academy and of the Board. In conjunction with and under the direction of the President (and with the advice of the Vice-Presidents), and as authorized by the Board, he shall attend generally to the business of the Academy.

8. Treasurer. The financial management responsibilities of the Treasurer shall be to serve as the custodian of the money and overall assets and resources belonging to the Academy. He shall keep

an accurate record of all money appropriated to and expended for the use of the Academy, and shall report the financial condition, income, and expenditures at least annually to the Board (and otherwise upon their request). The Treasurer will be responsible for paying and reporting all legal reports, corporate filings, tax documents, and taxes.

## **Article V - Board of Directors**

1. The Board of Directors shall include the Officers of the Academy, the immediate Past President, and no fewer than nine and no more than fifteen other elected Directors (as determined by the Board prior to election), and up to five directors appointed by the Board. All Board members must be Fellows or Honorary Members of the Academy.

2. The composition of the Board shall reflect so far as reasonable and possible, the international character of the Academy, and when possible, at least one Director will be from each of the following seven regions of the world: (1) Latin America and the Caribbean, (2) North America, (3) Europe, (4) Middle East and North Africa (MENA), (5) Asia, (6) Africa and (7) Oceania (including Australia and New Zealand). If any region is unrepresented in the Board, the Board by majority vote shall appoint a board member from that region as soon as possible.

3. The officers of the Academy shall be the officers of the Board. Non-officer members of the Board shall vacate their office after the Annual business meeting of the Academy three years following their election. Non-officer Board members are eligible for re-election for up to three additional terms without a term off of the Board intervening, and for a total of up to six terms on the Board.

4. The Board is charged with the general overall supervision of the management of the affairs of the Academy by the officers and has such additional powers, duties and responsibilities as are delegated to it by the annual business meeting of the Academy. Committees to further the objects of the Academy may be established by the Board with such powers, functions and duties as the Board may determine.

5. The President, with approval of a majority of the officers or of the Board, shall call meetings of the Board at least once each year, at such places and at such times as may be convenient and necessary. Meetings of the Board may be held by webcam (such as Skype) and/or telephone conference call or similar real-time communication system -without cost to the Academy-, and Board members who cannot travel to meetings of the Board may participate in any meetings of the Board by such means upon such conditions as the President and Executive Secretary determine.

6. The President (or, if he is unavailable, at least one Vice-President) and at least one other officers and at least three other Board Members shall constitute a quorum for the transaction of business at any duly-called meeting of the Board. Binding action of the Board shall be by majority vote of the members present or voting by mail as hereinafter provided. There shall be no voting by proxy. The Executive Secretary shall promptly send to all officers and board members (by email or other written means) notice of all board meetings, at least three weeks (but not more than 12 months) before the scheduled meetings, unless it is an emergency in which case reasonably effective written notice (by email or otherwise) must be given at least 48 hours before the emergency meeting.

7. As soon as practicable after each Board meeting, the Executive Secretary shall submit to each member of the Board a copy of the minutes of the meeting specifying the decisions reached and actions taken at the meeting.

8. On matters deemed by them to be of substantial importance and when time permits the President and the Vice-President may direct that the Board vote by mail or email or other reliable medium of communication. In such a case, the Executive Secretary shall circulate to the members of the Board a statement describing the matter(s) to be voted on, along with other available information which may include position statements prepared by the officers or by proponents or opponents of the action proposed. The Executive Secretary shall prepare appropriate ballots and establish reasonable time limits and procedures for the transmission of information and the taking of the vote. He shall keep on file for at least three years all ballots returned to him. The votes of a majority of the members of the Board who are participating in the vote shall constitute binding action. No proxy-voting is permitted. Members may vote only once in an election, and anonymous voting is to be insured.

9. Reports and publications shall be prepared and distributed upon such terms and conditions as the Board may provide.

10. Between meetings of the Board, the President (or, if unavailable, the Vice-President) and another officer (or two other officers if the President is not available) may conduct business on behalf of the Board and the Academy. Written report of all such business shall be provided to the Board at or before the next Board meeting.

#### **Article VI - Executive Advisory Council**

1. The Board shall appoint a Chair and up to nine other distinguished and experienced scholars who belong to the Academy to serve as member of the Executive Advisory Council. That Council shall give advice to the Board and Officers about any and all issues that the Board and Officers wish to raise with them, or which the Chair refers to the Council.

2. The members of the Executive Advisory Council shall be given notice of and invited to attend the Annual Business meetings and all other regularly scheduled meetings of the Board. They shall have no vote but only advisory voice and shall offer the benefit of their experience and wisdom to the Board and Officers as counsel for consideration by the Board and Officers.

3. Members of the Executive Advisory Council may perform services within the Academy that are assigned them by the Board, but they do not have official representative authority or standing to act on behalf of the Academy regarding any business or legal activities or decisions.

#### **Article VII - Nomination and Election of Officers and Board Members**

At the annual business meeting of the Academy every year, one-third of the Officers and Members of the Board shall be elected in the following manner:

1. A committee consisting of the President, all former Presidents, and two other members of the Board and Officers appointed by the Board at least two months before the triennial election shall nominate eligible persons to serve as officers, and may also nominate persons to serve on the Board; such nominations are to be announced to the Board at least two months before the election.

2. Additionally, any two members of the Academy may nominate any eligible member to be an officer or member of the Board of Directors in a letter or letters signed by the nominating members and approved by the nominated person and received by the Executive Secretary at least 30 days in advance of the date of the election (with will be the triennial annual business meeting of the Academy). Electronic letters and signatures suffice.
3. Each candidate shall have the right to submit (at least 30 days before the election) a statement of not more than 250 words to the Executive Secretary which shall be included with the ballots.
4. The ballot for members of the Board and the Officers with appropriate instructions shall be sent by the Executive Secretary to all members of the Academy not later than 21 days in advance of the Annual business meeting of the Academy.
5. All members of the Academy (in all three classes of membership) who are in good standing may vote. Each member shall be required to return his ballot to the Executive Secretary by post or email or similar delivery service so that it is received at least 7 days in advance of the Annual business meeting of the Academy, unless it is delivered to the Executive Secretary or his representative in person at least 24 hours before the Annual business meeting of the Academy. Ballots may be returned by fax or email or postal mail or delivery service or hand delivery, or other media of communications approved by the Board.
6. Ballots shall be secret, and each member may vote only once, but members may return ballots by fax or email if they choose. In order to ensure that a ballot is legitimate, a member may be required to sign a separate enclosure accompanying the ballot so that the members who vote can be verified.
7. Not later than 24 hours in advance of the Annual business meeting of the Academy in the election year, at least two members appointed by the Executive Secretary, none of whom is a candidate, shall jointly open the ballot boxes and tally the votes. Election shall be by a plurality of the votes cast.
8. In the event that the annual business meeting is canceled due to force majeure, the mandate of the expiring Officers and Members of the Board, including the President, shall be extended until the next annual business meeting.

### **Article VIII - Annual business meeting of the Academy**

1. An Annual business meeting of the Academy of the membership shall be held in conjunction with the Academy 's Annual Conference.
2. The Agenda for the Annual business meeting of the Academy shall be prepared by the Executive Secretary in consultation with the officers and members of the Board. The agenda shall include a report by each of the Officers, and such other matters as may be relevant. The Agenda for the Annual business meeting of the Academy shall be sent to all the members not less than 7 days in advance of the Annual business meeting of the Academy.
3. At or before the conclusion of each Annual business meeting of the Academy, the tentative theme, date and location of the next Conference and Annual business meeting of the Academy shall be identified; such later may be revised.

4. All of the members of the Academy present at the Annual business meeting of the Academy, who are in good standing, shall constitute the quorum. All binding action, except the election of officers and members of the board and the amendment of these By-laws shall be by a majority vote of such members.

5. In its discretion, the Board may direct that a matter be submitted to the members of the Academy for vote by mail, email or similar communications methods. In such event decisions shall be determined by a majority of the votes received from members in good standing in accordance with rules fixed by the Board.

### **Article IX- Symposia**

1. Symposia of the Academy shall be held on such subjects of importance and scholarly interest and at such times and places as may be determined by the Board, taking into account recommendations made by the Annual business meeting of the Academy. The Board shall appoint a member of the Board as a Convener and shall appoint an advisory Organizing Committee. Such symposia shall be held at least once every year, and in odd-numbered years such a symposium shall be held in conjunction with the Annual business meeting of the Academy. When possible, such symposia should occur at, with the support of, or with the sponsorship of universities, law faculties, and other academic institutions.

2. The following persons shall be notified of and entitled to attend the symposia:

(a) All Members of the Academy,

(b) Persons invited by the Convener and Organizing Committee to attend,

(c) Observers approved by the Convener and Organizing Committee, or by the Board, and

(d) Members of the Press and invited representatives of other scholarly, professional, government, or civic organizations.

### **Article X - Amendment of the By-laws**

All proposed amendment shall be approved by a simple majority of the Board. Proposed amendments to the By-laws of the Academy may be adopted by the vote of a simple majority of the members of the Academy voting on the election ballot, or by vote of a simple majority of members at an Annual business meeting of the Academy. Notice of any proposed amendment shall be given in writing (including by email, etc.) to all members as part of the election ballot or as part of the agenda for the Annual business meeting of the Academy.

### **Article XI - Financial Affairs and Accounting**

1. The expenses of the Academy shall be met by dues from the members and subscribing organizations and by such subsidies, donations, and other income as the Board shall see fit to accept. No liabilities incurred or expenditures shall be made beyond the amount of the funds available.

2. The financial affairs of the Academy involving fundraising and budgeting shall be the responsibility of the Board which may delegate certain duties to the officers or to appropriate committees.
3. The Academy's financial year shall be the calendar year.
4. The Board shall appoint an Auditor or auditors every two years who shall review and submit a statement of review of the financial assets, liabilities and accounts to the Board. The Board shall report on such audits at the next annual meeting.

#### **Article XII – Jurisdiction and applicable law**

1. Any disputes regarding the interpretation or application or meaning of these By-laws shall be submitted first to the President. Appeal may be taken to the Board of Directors. Appeal may be taken to a mediator selected jointly by the appellant and the President. Such appeals to mediators shall be
2. Any litigation regarding such disputes or regarding these By-laws shall be filed and heard exclusively in courts of the state of incorporation of the Academy.
3. The law of the state of incorporation of the Academy shall govern all disputes, interpretations or questions concerning these By-laws.

*As approved* by the incorporators at the Symposium on the Jurisprudence of the Extended Family in Doha, Qatar, April 30-May 1, 2012, by responses from the incorporating Board members (June 21-26, 2012), by the Acting Officers and Representative Board Members by Vidyo Conference (June 26, 2012), and by the General Assembly (June 10, 2014).