



NEW YORK STATE BAR ASSOCIATION
Committee Chair Policy and Operations Handbook
2019-2020

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CALENDAR OF MEETINGS AND KEY DEADLINES

House of Delegates:

Saturday, November 2, 2019 – Bar Center, Albany

Friday, January 31, 2020 – New York Hilton Midtown, NYC

Saturday, April 4, 2020 – Bar Center, Albany

Saturday, June 13, 2020 – The Otesaga Hotel, Cooperstown

Executive Committee:

Thursday-Friday, June 13-14, 2019 – The Otesaga Hotel, Cooperstown

Friday, November 1, 2019 – Bar Center, Albany

Thursday, January 30, 2020 – New York Hilton Midtown, NYC

Friday, April 3, 2020 – Bar Center, Albany

Thursday-Friday, June 11-12, 2020 – The Otesaga Hotel, Cooperstown

Deadlines for Submission of Reports:

November 2019 meetings – August 19, 2019

January 2020 meetings – November 18, 2019

April 2020 meetings – January 20, 2020

June 2020 meetings – March 30, 2020

November 2020 meetings – August 24, 2020

Annual Meetings:

January 27-31, 2020

January 25-29, 2021

Committee Appointments Applications – First week in April

Finance Committee meetings:

January, April, September and October

STAFF CONTACTS

Address Changes	Member Resource Center mrc@nysba.org (800) 582-2452
Appointments	Melissa O'Clair, Assistant to General Counsel mclair@nysba.org (518) 487-5624
Budget	Kristin O'Brien, Senior Director of Finance kobrien@nysba.org (518) 487-5510
Bylaws and Policies	Kathleen R. Baxter, General Counsel kbaxter@nysba.org (518) 487-5690
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Financial Policies, Travel Expenses	Kristin O'Brien, Senior Director of Finance kobrien@nysba.org (518) 487-5510
Legislative Policy	Ronald Kennedy, Director of Governmental Relations rkennedy@nysba.org (518) 487-5652
Litigation and Amicus Curiae Briefs	Kathleen R. Baxter, General Counsel kbaxter@nysba.org (518) 487-5690
News Releases and Communications	Daniel Weiller, Senior Director of Marketing and Communications dweiller@nysba.org (518) 487-5500
Reports to Executive Committee and House of Delegates	Kathleen R. Baxter, General Counsel kbaxter@nysba.org (518) 487-5690
Stationery	Melissa O'Clair, Assistant to General Counsel mclair@nysba.org (518) 487-5624

OVERVIEW

Given the complexity of our Association, policies have been developed to assure the smooth and efficient operation of our committees and so we align in non-profit governance with best practices. The following provides capsulized information regarding some of the Association policies and procedures that are most frequently encountered in considering and implementing activities of committees. Each item identifies contact persons for additional information and the source of the full text for further reference. The staff liaison may be consulted for further information and copies of the full texts, as well as assistance in the administration and projects of the committee.

ESTABLISHMENT, GOVERNANCE, MEMBERSHIP AND DIVERSITY OF COMMITTEES

Creation of Committees

The House, Executive Committee or the President may designate and abolish committees, which have duties set forth in the Bylaws or the resolution establishing the committee.

Reference: Bylaws, Article VI, Section 1(A) and (B)

Governance

The House controls and manages the Association's affairs and determines policy of the Association; supervises, controls and directs the officers, Executive Committee, sections and committees.

Reference: Bylaws, Article V, Section 1

The Executive Committee may promulgate rules to supervise the action and functioning of committees (other than the Nominating Committee) and sections, including limits on public statements as deemed appropriate.

Reference: Bylaws, Article VII Section 4

A Committee on Committees has been established to review committees' operations on a three-year cycle. This committee is charged with reviewing all committees to assess whether their activities are within the scope of and relevant to the Association's purposes, could be combined with another group or otherwise modified or constituted, and are functioning in a beneficial manner.

Reference: Executive Committee minutes, June 28-29, 2007

Duties of Committees

The powers and duties of a committee are set forth in the Bylaws generally and in the resolution creating it. Each committee has a stated purpose, set by the House of Delegates or Executive Committee. The chair has the responsibility of submitting to committee members, for their consideration, matters that the chair or any member considers appropriate to this purpose.

References: Bylaws, Article VI, Section 1(D) and (E), Section 2(C)

Each committee has the power to adopt rules and regulations for its own governance and conduct activities through correspondence, use of subcommittees and by other means. Amendments to a committee's stated purpose must be approved by the Executive Committee.

Reference: Bylaws, Article VI, Section 3(E)

Stationary and envelopes can be provided to chairs. Requests for these materials should be made to the staff liaison.

Duties of the Chair

The committee chair is expected to schedule and preside at meetings, develop meeting agendas, and ensure that the committee is fulfilling the functions set forth in its stated purpose. The chair should ensure that discussions are on topic, productive, and professional. In addition, the chair should ensure that a person is designated to take minutes of the meeting. Sample minutes are included in the Appendix.

Duties of Committee Members

Committee members are expected to attend and participate in meetings, whether in person or via conference call. Some committees establish subcommittees for specific purposes; if on a subcommittee, members are expected to participate in subcommittee activities.

Membership – Appointments and Terms

Unless otherwise provided in the resolution establishing the committee, the President annually designates the number of members and appoints the members and chair, who generally serve for three one-year terms, beginning June 1.

To increase awareness of the opportunities for involvement, a committee assignment request form is posted to the website for the general membership early in the year; committee chairs are also asked to recommend new members, give their views on reappointment and, if the chair is concluding his or her service, to suggest a successor. However, the President ultimately makes these decisions.

Except as otherwise specifically provided, the President may fill vacancies in committee memberships and chairs.

References: Bylaws, Article VI, Section 1(B), Section 2(A) and Section 3(B)

Each committee also has the power to declare a vacancy after three successive absences of a member.

Reference: Bylaws, Article VI, Section 3(E).

The Member Resources Department should be advised of changes in address, telephone, fax and e-mail so that the committee rosters can be updated.

Diversity Initiatives

The Association has taken a number of actions to promote opportunity for active participation and leadership in all aspects of the Association. In 2003, the House of Delegates approved the following statement of diversity which includes committee activities:

The New York State Bar Association is committed to diversity in its membership, officers, staff, House of Delegates, Executive Committee, Sections and Committees and their respective leaders. Diversity is an inclusive concept, encompassing gender, race, color, ethnic origin, national origin, religion, sexual orientation, age and disability.

We are a richer and more effective Association because of diversity, as it increases our Association's strengths, capabilities and adaptability. Through increased diversity, our organization can more effectively address societal and member needs with the varied perspectives, experiences, knowledge, information and understanding inherent in a diverse membership.

Committees are encouraged to consider the diversity policy in selecting speakers for CLE and other presentations. Several existing committees have been created to, in part, further the diversity of the Association, including the Committee on Diversity and Inclusion and the Committee on LGBT People and the Law. The Women in Law Section has a committee that promotes opportunities for women in the Association. Committees seeking to diversify their program faculty are encouraged to partner with these entities.

COMMITTEE OPERATIONS

Meetings

To conserve funds for use for projects, committees are encouraged to hold meetings at members' offices. Videoconference or conference calls also may be practical, especially for brief meetings. The Bar Center is equipped for both types of meetings. Please contact your staff liaison to make necessary arrangements regarding the date and place of a meeting, and issuance of meeting notices and any materials to be distributed to committee members. It is highly recommended that an agenda be used at all meetings.

The staff liaison can make arrangements for meeting sites, including beverages or food required, and for videoconference or conference call meetings of the committee or its subcommittees. Expenses for such meetings and luncheons are paid by the Association from the committee budget.

The chair has the power to call a meeting upon due notice which may be by mail, telephone or e-mail. The staff liaison can send Microsoft Outlook invitations to members. A meeting shall also be called by the Association Secretary upon the written notice of five members of the committee or the President.

Reference: Association Bylaws, Article VI, Section 3(F).

Unless otherwise provided in the resolution establishing the committee, one-third of the members will constitute a quorum.

Reference: Association Bylaws, Article VI, Section 3(D).

Meeting Sites

Meetings of the Association and its committees and sections are to be held only at places that are non-discriminatory. Committees are encouraged to hold meetings at law firm conference facilities to minimize meeting expenses.

Reference: House of Delegates minutes, January 23, 1981.

Conference Calls and Videoconferencing

Under the Bylaws, committees, including the Executive Committee, may meet by conference call or similar communications equipment (including videoconference) upon at least 24 hours' notice, where all members participating have the opportunity to hear each other at the same time. A written record of actions taken shall be maintained. Some committees have found it useful to conduct some meetings by conference call or offer members the choice of attending or participating by telephone, as a means of maximizing participation.

Reference: Association Bylaws, Article XIII

Minutes

Minutes must be taken for each meeting and should record motions and other formal action of the committee, as well as the committee name, date and place of the meeting, names of attendees, and subjects discussed or reported. Projects or programs should also be listed, together with their status, members responsible, and scheduled completion dates, where appropriate. If the committee does not have a designated person to take minutes, the chair may designate a member to prepare the minutes. It may be appropriate for the staff liaison to prepare the minutes if it is determined that the liaison is sufficiently familiar with the subject matter of the committee's purview.

The minutes should be made available as soon as possible after the meeting. The staff liaison will distribute copies to the committee and place the minutes on file at the Bar Center.

Sample minutes may be found in the Appendix.

Reference: Association Bylaws, Article VI, Section 3(G).

MARKETING AND COMMUNICATIONS DEPARTMENT

Department Responsibilities

The Marketing and Communications Department has overall responsibility for communicating Association news to members, the news media, the legal profession, and the public. The Department provides professional communications, advice and counseling to Association officers, sections, committees, and other Association entities.

As a committee leader, you have an affirmative responsibility to assist the Association in achieving its strategic communication goals – informing and educating the public about the law, the role of lawyers in society, and the good things they do.

Department staff collaborates with committee and section chairs and staff liaisons to develop news stories and disseminate them to appropriate media outlets. They also prepare news releases; schedule news conferences and interviews; arrange for media training; and prepare fact sheets, press materials and other background information. The Department produces and disseminates the *NYSBA Weekly* content email, which is sent to members each Wednesday, as well as the *State Bar News*, which comes out three times a year. The Department collaborates with the Publications Department on the *NYSBA Journal*, which comes out nine times per year.

The Department also is responsible for the Association's institutional social media feeds, and for ensuring the currency of information for the public posted on the Association's website.

Communications advice and assistance may be specifically requested by an Association officer or a section or committee chair. The decision to make a public communication is made by the Department Director in consultation with the President and Executive Director. Primary consideration is given to:

- Whether the publicity will serve the purposes of the Association;
- Whether the matter in question has sufficient news value;
- Appropriate timing.

Major Principles Guiding the Association's Media Relations Policy

- A. The Association acts on behalf of its members and in the public interest. Therefore, the Association is committed to inform the public and to seek general public support on matters of interest to attorneys and the legal profession.
- B. To facilitate public understanding, the Association will cooperate with journalists from the news media whenever possible.
- C. In general, Association business is available for reporting by the news media. However, we recognize our obligation to maintain confidentiality on matters including pending

litigation, personnel action, screening of nominees for appointment as Court of Appeals judges, confidential communications with court officials involving the administration of justice, and such other matters are the President and the Executive Director determine.

- D. The Association recognizes that information available to members is, automatically, open to the public. Thus, with rare exception, materials disseminated for House of Delegates meetings are public information.
- E. The Association will provide only accurate information to reporters. When inaccuracies are published or broadcast, the Association will advise the media of the errors and seek appropriate correction.

Guidelines on Statements to the Media

The Guidelines approved by the Executive Committee are as follows:

- A. News releases relating to policy or positions of the Association shall be cleared by the Association President or authorized designee.
- B. News releases relating to section or committee activities and not involving Association policy or positions shall be cleared by the appropriate section or committee chair, the Association President or authorized designee, and shall be prepared and distributed by the Association's Department of Marketing and Communications. All such releases shall make it clear that the position stated or opinion expressed is that of the section or committee and not that of the Association, unless authorized by the Executive Committee or the House of Delegates.
- C. Media inquiries regarding Association policy or positions shall be referred to the Department of Marketing and Communications. Media inquiries directed to the Association shall be handled by the Association President, the Executive Director, the Director of the Department of Marketing and Communications, or other authorized staff person or, when appropriate, by a section or committee chair or other authorized designee.
- D. Media inquiries regarding section or committee activity, not involving Association policy or positions, may be answered by a section or committee chair, when appropriate or authorized, but all such public statements must make it clear that the position stated or opinion expressed is that of the section or committee and not that of the Association unless otherwise authorized by the Executive Committee or the House of Delegates.
- E. When practicable, a section or committee chair should advise the Department of Marketing and Communications that he or she:
 - 1. Intends to make a public statement;
 - 2. Has been contacted by the media for a public statement; or

3. Has made a public statement regarding a section or committee.

Providing Legal Expertise to the Media

The Association strives to cooperate with the media as much as possible. As such, many times journalists call the department looking to speak to a legal expert about an issue related to a specific area of law that has nothing to do with the Association or Association policies. When this occurs, the Department of Marketing and Communications will refer reporters to the appropriate committee or section chair or official who may be able to provide assistance. Whenever possible, we ask that section and committee chairs or their designees please provide assistance to the media in these circumstances, and that when doing so they stress that they are speaking as individuals, not as representatives of the Association or a section or committee.

Should you have any questions related to providing assistance to the media, or would like guidance on how to handle requests from the media, the Department of Marketing and Communications is always willing and able to provide any help or guidance you need. Do not hesitate to contact the Director at any time for assistance.

FINANCIAL POLICIES

The topics in the Financial Policy for Committees are budget procedures, control of Association funds, adjustments and supplements to committee budgets, reconsideration and appeals, payment or reimbursement of expenses of committee members, and consultants' expenses.

Budget Preparation

Each committee chair is responsible for the preparation of the proposed annual budget. Requests for proposed budgets are sent to committee chairs and the proposals should be submitted by the first week of July. The financial impact of meetings, continued and new projects should be considered. The Finance Committee requests that all expenses be carefully reviewed with the goal of reducing costs while still maintaining necessary and beneficial services. Cost-saving ideas include using conference calls rather than on-site meetings, and using law offices rather than private clubs for meetings. Additionally, the Association's print shop is significantly less expensive than using outside printers. Assistance in preparing the budget is available from the staff liaison, the Senior Director of Finance, Associate Director of Finance, or, for specific activities, from the relevant departments on staff. In accordance with the above referenced Financial Policy, if the proposed budget is not received by the date set, the budget will be prepared by the Senior Director and liaison.

Reference: Financial Policy for Committees of the Association, as amended effective January 1, 2015, Section B(2) and (3)

The Finance Committee approves income and expense budgets for each committee' The House takes action on the budget as part of the Association budget. Committee budgets are effective upon adoption by the House.

Reference: Financial Policy for Committees, Section B(4)

It is generally expected that committees, with the assistance of Association staff, will perform all reasonable tasks, such as preparation of studies and reports. Where particular projects require special expertise or effort beyond that which may be reasonably expected of volunteers, consultants may be retained. Such retention by a committee requires specific advance approval from the President or Finance Committee, including the terms of employment and compensation limitations.

Reference: Financial Policy for Committees, Section G

Outside Grants

Association committees, section Executive Committees and section committees are required to obtain approval of the Finance and Executive Committees prior to the filing of applications for financial grants from sources other than The New York Bar Foundation.

Reference: Executive Committee Minutes, January 29, 1976, Paragraph 4

Reimbursement

The Association pays for telephone, postage or reproduction expenses incurred in connection with committee business. Please note, however, that the bulk of mailings and reproduction should be handled through the Bar Center to reduce the burden on committee members' staffs and costs. As reimbursement request form and supporting receipts and related information should be submitted through the committee liaison to request reimbursement of travel and other expended.

Travel Expenses

Association members are encouraged to participate in meetings of committees in person, by video or by telephone conference call. Committees are encouraged to hold meetings by video or conference call where practicable; when an in-person meeting is necessary, meetings should be scheduled at a location and time to complete all business within a single day and to allow members to complete travel within a single day.

Reference: Financial Policy for Committees, Section F(1)

Committee members may apply for reimbursement of actual, reasonable travel expenses after attending the first committee meeting of the calendar year (including the Annual Meeting, if the committee meets during the Annual Meeting). Committee members will not be reimbursed for expenses relating to the first meeting of the calendar year.

Reference: Financial Policy for Committees, Section F(1)

The following categories of actual, reasonable travel expenses of a committee member who travels to a committee meeting held at a location 100 miles or more away from the member's office are reimbursable: a) air, train or bus fare at economy rates; b) reasonable ground transportation; c) an auto mileage allowance at a rate per mile determined annually by the Finance Committee for driving his or her own vehicle, plus actual tolls and parking charges incurred; d) overnight hotel or motel accommodations, but only if the committee meeting is so early or late in the day as to prevent the member from completing travel during the day of the meeting. The total reimbursement allowed per meeting (currently \$600) is reviewed annually by the Finance Committee.

Reference: Financial Policy for Committees, Section F(1)

WEBSITE AND SOCIAL MEDIA

The Association Website is a fully featured site, offering opportunities for personalization and customization. In addition, the site serves as a home for individual committee Web pages.

Each committee is asked to assign a content coordinator to manage the flow of content from members to the committee Website. Coordinators should forward all requests to the committee liaison or the Social Media and Web Content Manager.

Each committee has the opportunity to have a site at nysba.org. A simplified interface is provided for content loading, maintenance, and delivery. The tools are browser-based, meaning they can be used anywhere there is an Internet connection, and they are user-friendly, meaning they are designed around the same interface as common word processing programs.

Services available from the Social Media and Web Content Manager include:

- A. Website content planning (information architecture) to help committees determine what content they want on their site and where they want it to appear.
- B. Training on content creation, management, maintenance and delivery using the browser-based tools.
- C. Site management assistance to help committees get sites up and running quickly and to cover maintenance issues in the absence of a committee member assigned to the task.
- D. Site creation for committees as requested.
- E. Ongoing user support and training.

The Website is a dynamic entity, with live feeds of news and substantive legal information based on committee interests. It is important to remember that a committee site exists to meet the needs of its members, and different committees have different needs. The flexible nature of the site management tools makes it possible to meet those varying needs effectively.

In addition to a website, committees may establish “Communities,” private discussion groups enabling committee members to join in discussions and share resources. The Association also has a strong social media presence, including Facebook, Instagram and Twitter.

REPORTS

Committees are encouraged to prepare reports on means of improving the legal system. A committee may report to the House of Delegates at any time or shall report when requested to do so by the President or Chair of the House, or by vote of the House. Any committee, with House approval, may report to the Association at any time.

Reference: Association Bylaws, Article VI, Sections 1(F), 2(D) and 3(J)

Executive Committee and House of Delegates Consideration

Committees bringing reports to the House of Delegates and/or Executive Committee are asked to submit reports at least 75 days in advance of the meeting at which the report will be considered. Please submit all reports in Word format. The report will be converted to PDF format and published in the Reports Community, which can be accessed by members of the House of Delegates, Executive Committee, section chairs, and committee chairs. A notice about the report will be e-mailed to these members. Those wishing to comment on reports are asked to do so at least 15 days before the meeting; comments may be sent to reportsgroup@nysba.org. Comments will be distributed to the House and/or Executive Committee in advance of the meeting.

Sections and committees that are preparing a report for submission to the House and/or Executive Committee are encouraged to contact other sections and committees that are likely to have an interest in the subject matter of the report for their input as part of the drafting process.

Reference: Rules for Consideration of Reports, Section 4

Committees also are encouraged to establish a rapid response system for expediting review and comment in those situations where the Association needs comment on a report in a short time frame.

Release of Reports

Reports of an Association group other than legislative reports (see “Legislative Action” section) may be distributed by the group in its own name to the public, government entities and other appropriate recipients as long as the report does not conflict with Association policy and as long as it is conspicuously noted that the positions expressed are solely those of the group and not the Association. Notice of the intended release should be given to the President and Executive Director at least five business days in advance. The President may waive this notice requirement at the request of the group chair. When a waiver request is made, authorization is deemed provided unless the President notifies the group to the contrary prior to the intended release date. There are procedures concerning the withholding of approval or request for modifications.

Reference: Rules for Consideration of Reports, Section 4(b).

Communication with Executive Committee and House of Delegates

In addition to having a staff liaison, each committee is assigned a member of the Executive Committee to serve as liaison, aiding in communication and coordination between the committee and the Executive Committee.

Minutes of the Executive Committee and House of Delegates meetings are posted online after meetings.

LEGISLATIVE ACTION

Unless the Association has taken a contrary position, committees are permitted to announce their support or opposition to pending legislation at the state or federal level, but must conspicuously disclose that the position is their own and not that of the association. Committees may not present positions that are contrary to policy adopted by the Executive Committee or House of Delegates. All activity should be coordinated with the Department of Governmental Relations.

Legislation being proposed by a committee requires the approval of the Executive Committee or, in some cases, the House of Delegates. After a proposal is approved and introduced in the Legislature, the committee chair or designee may be called upon to assist in guiding the bill through the legislative process.

The Department of Governmental Relations monitors bills introduced in the State Legislature and will work with committees regarding legislation falling within their areas of expertise. In preparing comments on bills, the chair or designee may select bills that warrant reports, memoranda, or statements of a position. Additionally, the Department may solicit comments from a committee at a legislator's request. All comments must be coordinated with and routed through the Department of Governmental Relations.

A report, memorandum, or other statement representing the work of a committee should be prepared with the same precision as a memorandum of law or a pleading. The name of the committee must be prominently displayed on the document. Immediate action may be necessary to ensure that the comments are received by members of the Legislature in a timely manner.

When legislation passes both Houses in the Legislature, the Governor's Office often requests input from the Association. In those instances where a legislative report or memorandum has previously been prepared on a bill that is before the Governor for action, that report or memorandum will be delivered to the Governor's Counsel by the Department of Governmental Relations. When no report or memorandum has been prepared, the Department will coordinate activity on the bill with the person designated by the committee chair to handle comments on bills. The substantive text of comments should first be sent to the Department. The text will be placed in the appropriate format and delivered to the Governor's Office by the Department. Meetings with the Governor's Office will be arranged by the Department when appropriate.

AMICUS CURIAE RULES

Amicus briefs are filed only in the name of the Association upon Executive Committee approval. Committees cannot make filings on their own but may propose briefs for Executive Committee consideration. The filings must be made at the appellate level in a Federal or a New York State Court or the highest appellate court of another state. The brief must focus on issues of law, not fact. Except in cases where the court has requested the Association's participation, the proposed brief must be expected to make a significant contribution to the resolution of issues in the case and must be:

1. consistent with previously stated policy of the Association; or
2. plainly one that would be supported by a large majority of the membership as policy to be adopted by the Association; or
3. of particular importance to the Association or lawyers generally.

Reference: Rules for the Filing of Amicus Curiae Briefs, Sections A and B.

LITIGATION

On rare occasions, it may be appropriate for the Association to serve as a party to litigation to advance the interests of its members. Such litigation must be commenced in the name of the Association. Executive Committee approval is required; when appropriate, the Executive Committee may ask for House of Delegates consideration. Sections and committees cannot initiate litigation on their own. Applications are to be submitted to the President. If the President and Chair of the House believe the proposal has no substantial chance of approval, they may disapprove the application and so advise the submitting group. Executive Committee approval requires a two-thirds vote of those present at a meeting but no less than a majority of the full committee.

Litigation is to be brought only in New York State or Federal courts on the basis that:

1. The issues are of unique significance to the Association or lawyers generally, consistent with Association policy, or likely to be supported by a large majority of the membership.
2. The interests to be protected are germane to the Association's stated purposes.
3. Individual Association members would have standing to commence the litigation but neither the claim presented nor the relief requested requires the participation of individual members.

Reference: Rules for Commencement of Litigation, Sections A-D.

APPENDICES

**NEW YORK STATE BAR ASSOCIATION
RULES OF THE EXECUTIVE COMMITTEE AND HOUSE OF DELEGATES
FOR THE CONSIDERATION OF REPORTS**

**(Adopted by the Executive Committee on January 27, 2011
and by the House of Delegates on January 28, 2011)**

1. Statement of Purpose. These rules are issued pursuant to Article V, Section 1 and Article VII, Section 4 of the Bylaws of the New York State Bar Association (hereinafter “Bylaws”) to set forth procedures with respect to reports and resolutions and certain other matters (i) submitted to the Executive Committee and/or the House of Delegates for approval or action or (ii) issued by a committee, section or task force of the Association in its own name. These rules are intended to supplement and amplify the Bylaws to facilitate the consideration of reports and resolutions submitted to the Executive Committee and/or House of Delegates by committees, sections and task forces of the Association (collectively, “Association Committees”) and by other bar associations entitled to representation in the House of Delegates (collectively, together with Association Committees, “Association Groups”) without abrogating existing rights which they possess under the Bylaws. These rules supersede the New York State Bar Association Rules of the Executive Committee for the Consideration of Reports Prepared by Committees, Sections, and Task Forces of the Association (revised November 3, 1995).

2. Implementation. The Executive Director of the Association shall be responsible for implementing the procedures contemplated by these Rules. Initially, implementation will use a combination of (a) a webpage (the “Reports Webpage”) accessible to all members of the House of Delegates, all members of the Executive Committee, all officers of the Association (collectively, the “Officers”), up to three persons designated by each Association Group and all staff liaisons to Association Committees (collectively, the “Reports Group”), (b) a dedicated email address for submission of material to the Reports Webpage, and (c) periodic emails sent by the staff of the Association to the Reports Group to notify the Reports Group of new postings on the Reports Webpage and of the timetable for the submission of Reports and resolutions and comments for consideration and action at the next four Executive Committee and/or House of Delegates meetings. Each Association Group is encouraged to designate internally a single representative to be responsible for ensuring that information posted on the Reports Webpage or contained in a staff email to the Reports Group that may be of interest to the group or to a subgroup is timely distributed to the group or subgroup, as appropriate. All submissions to the Reports Webpage shall be in the form of Word or WordPerfect documents, which the staff will convert to searchable pdfs that bear a watermark saying “Confidential – Not for Distribution.” The Executive Director may, from time to time, determine that newer technological solutions will better serve the purpose of these rules, and amend the provisions with respect to implementation. The Executive Director of the Association shall give notice of any such amendment to all members of the Reports Group at least 90 days before implementing any such amendment.

3. When an Association Committee May Issue a Report in its Own Name.

a) As provided in Article VII, Section 5 of the Bylaws, an Association Committee may, in its own name, issue reports on subjects within its area of interest and expertise or commenting on pending legislation or regulations, and may issue reports supporting or opposing pending legislative,

regulatory or other action at the local, state or federal level, subject to the provisions of sub-section d) of this paragraph.

b) In issuing reports on subjects within its area of interest and expertise, or in commenting on pending legislation, an Association Committee may not publicly espouse positions, issue statements or release reports which are inconsistent with policy adopted by the House of Delegates or the Executive Committee. Positions adopted by the Executive Committee but not the House of Delegates shall be considered to be Association policy for six months from the date of adoption unless acted upon sooner by the House of Delegates.

c) If not intended for dissemination outside the Association, reports within an Association Committee's area of interest and expertise may be received by the Executive Committee without need for formal action.

d) Subject to the procedure set forth in i) and ii) below, an Association Committee's report regarding its area of interest and expertise, or comments on pending legislative or regulatory proposals, may be distributed in the name of the Association Committee so long as the report or comment clearly indicates that it reflects solely the views of the Association Committee and not those of the Executive Committee or the House of Delegates until approved by the Executive Committee or House of Delegates.

i) Notice of intended release. An Association Committee shall deliver an electronic copy of such report, in the form of a Word or WordPerfect document, to the Association President and Executive Director at least five (5) business days in advance of the intended release date, which date shall be stated in the transmittal document. The President may waive this notice requirement at the request of the Chair of the Association Committee.

ii) Authorization to release. The submission to the President and Executive Director shall be solely for a determination as to whether the prospective report or comment is inconsistent with policy adopted by the House of Delegates or Executive Committee. Authorization to release the report shall be deemed to have been given unless the President notifies the chair of the Association Committee to the contrary prior to the intended release date or any extension accepted on behalf of the Association Committee. Prior to the intended release date or any extension accepted on behalf of the Association Committee, the President may withhold authorization or may request that revisions be made to the language, tone or content of the Report to conform it to prior positions adopted by the Executive Committee or House of Delegates. If such revisions are accepted by the Association Committee, the report may then be released as revised. If such revisions are not accepted, the Association Committee may withdraw the report or may request review of the matter by the Executive Committee. If in his or her judgment the President determines that the report raises significant issues or policy questions, the President may request that the report be submitted to the Executive Committee or House of Delegates, as appropriate, for consideration prior to release.

4. When Approval by the Executive Committee or House of Delegates Is Required.

a) Initiation of Legislative Action or Proposals for New or Modified Court Rules and Administrative Regulations. Association Committees may initiate legislative action at the local, state or federal level, or may submit proposals for new court rules and administrative regulations or for modification of existing court rules and administrative regulations but only with the prior approval of the Executive Committee or House of Delegates. Reports requesting such approval from the Executive Committee or House of Delegates shall be submitted and considered in accordance with the procedures set forth in subsection 5, below.

b) Any Association Committee that wishes to issue a report in the name of the Association rather than in the name of the Association Committee shall request approval of the Executive Committee and/or the House of Delegates of any report and resolution regarding its areas of interest and expertise, or of any comments on pending legislative or regulatory proposals. Where such approval is sought, a report and a proposed resolution requesting such approval shall be submitted and considered in accordance with the procedures set forth in subsection 5.

5. Procedures for Approval by the Executive Committee and/or House of Delegates. The following procedures apply to any report or other action item (a “Report”) for which approval of the Executive Committee or House of Delegates is: (i) required (e.g., initiation of legislative action or proposals for court rules and administrative regulations) or (ii) not required, but sought by an Association Group (e.g., reports and resolutions and comments on pending legislative proposals to be issued in the name of the Association, rather than in the name of the Association Group alone):

a) An Association Committee preparing a Report (“Author Group”) shall, promptly after the Association Committee determines that it will prepare such a Report or that it will seek Executive Committee or House of Delegates approval of such Report, submit a notice to be posted to the Reports Webpage setting forth (i) that it is preparing a Report, and describing the subject matter of the Report in sufficient detail to enable the members of the Reports Group to understand whether the Report is likely to implicate issues of interest to other Association Groups, and (ii) the name(s) and contact information of one or more persons to whom questions or comments about the Report or its subject matter should be addressed. Bar associations entitled to representation in the House of Delegates are not required to submit a notice pursuant to this subsection at the inception of work on a Report, but they are encouraged to submit such a notice promptly after they determine that they are likely to submit the Report for approval or action by the Executive Committee or House of Delegates.

b) Any member of the Reports Group or any Association Group that is interested in the topic of the Report (“Interested Party”) should contact the persons designated in the Author Group’s notice to discuss its interest in the subject matter of the Report. However, if the Interested Party believes that the Report may implicate issues of interest to a very broad range of Association Groups, the Interested Party may submit a comment to be posted on the Reports Webpage to express any concerns that the Interested Party believes warrant sharing with the Reports Group.

c) The Author Group is not required to post status reports or updates, but it is a best practice to communicate with all Interested Parties that have contacted the Author Group during the preparation of the Report.

d) The Author Group shall submit its Report and a proposed resolution for posting on the Reports Webpage at least seventy-five (75) days prior to the Executive Committee and/or House of Delegates meeting at which action will be requested on the Report. Staff also shall send a hard copy of any Report and proposed resolution to any member of the Reports Group who notifies staff in writing that the member wishes to receive hard copies of Reports and resolutions.

e) (i) Any Interested Party shall submit its comments on a Report for posting on the Reports Webpage at least fifteen (15) days prior to the Executive Committee and/or House of Delegates meeting at which action will be requested on the report.

(ii) If an Interested Party requires more than sixty (60) days to prepare its comments on a Report, it shall submit a notice to that effect to be posted on the Reports Webpage within fifteen (15) days after the Report is posted, with an explanation of why it is not possible to comment within the sixty (60) day period and a request to waive the requirement that comments be posted within sixty (60) days or to postpone consideration of and action on the Report to the next Executive Committee or House of Delegates meeting after the meeting at which the Report was originally going to be considered. If the Author Committee agrees to that request, it shall promptly submit a notice to be posted on the Reports Webpage that it waives the requirement for the Interested Party requesting additional time to comment within the sixty (60) day period, or that consideration of the Report will be deferred. If the Author Committee does not agree to the request, a majority of the Officers shall decide whether or not to grant the Interested Party's request, and shall promptly submit a notice of their decision to be posted on the Reports Webpage.

f) Interested Parties and the Author Group may submit for posting reply comments to any comments submitted by any other Interested Party for posting on the Reports Webpage.

g) If the Author Committee makes changes to the Report before it is considered by the Executive Committee and/or the House of Delegates, the Author Committee shall promptly submit the revised Report to be posted on the Reports Webpage.

h) Any Interested Party who submits comments for posting on the Reports Webpage shall indicate whether the comments represent the views of the submitting individual or of an entity that is an Interested Party.

i) Only the Chair of an Association Committee or the President of an affiliated bar association, or a person designated in writing by the Chair or President to submit Reports or comments, may submit Reports or comments for posting on the Reports Webpage on behalf of that Association Group.

6. Modification of the Schedule Contemplated by Subsection 5.

a) At any time after posting of a Report, a majority of the Officers may determine that the Report should be presented in two stages, with an informational presentation at one meeting of the Executive Committee or the House of Delegates, followed by formal consideration of and action on the Report at the next meeting or meetings of the Executive Committee or the House of Delegates, and shall decide the date by which comments will be due. In such instance, the staff shall inform the Author Group and post on the Reports Webpage a notice of the decision to consider the Report in two stages and the new date for comments.

b) Upon request by an Author Group, and a showing of need, the President of the Association and the Chair of the House of Delegates may allow a Report to be considered and acted on by the Executive Committee and/or the House of Delegates on shorter notice than set forth in Section 5 above. If the request is granted, the President and Chair of the House of Delegates shall establish and staff shall post on the Reports Webpage a timeline for posting the Report and for submitting comments on the Report.

c) If a majority of the Officers determines that a Report is complex, they may recommend that the House of Delegates adopt a scheduling order for consideration of and voting on the Report and accompanying proposed resolution, which may vary the time requirements set forth above.

7. Applicability of Rules. These rules do not apply to: reports relating to internal finance, governance or membership benefit issues of the Association, unless a majority of the Officers, in their discretion, decide that these rules or a variant of these rules should apply to a particular report; requests for *amicus* briefs; or requests to support, sponsor or oppose proposals to the American Bar Association House of Delegates. The Executive Committee and/or House of Delegates may consider and act on such reports or proposals without prior notice to the Reports Group.

8. Reports to the Association. Notwithstanding the foregoing, each Association Group shall retain its right under Article VI, Section 3(J) of the Bylaws to report to the Association at any time with the approval of the House of Delegates.

**NEW YORK STATE BAR ASSOCIATION
FINANCE COMMITTEE
FINANCIAL POLICY FOR COMMITTEES OF THE ASSOCIATION
Effective July 1, 1977 – As Amended Effective, January 1, 2015**

A. PURPOSE

These guidelines are intended to assist the orderly administration of the financial affairs of committees by furnishing committee chairs with a convenient reference concerning policies and procedures. It is the purpose of the Finance Committee to provide adequate funds for committee activities, with reasonable limitations on expenditures, since such funding is derived principally from membership dues.

B. BUDGET PROCEDURES

1. Although the committee year is structured on a June 1 – May 31 basis, the Association budget is based on the calendar year. The budget for any given calendar year is prepared by the Finance Committee and submitted for approval by the House of Delegates at the November meeting immediately proceeding the calendar year for which the budget is to take effect.
2. Committee chairs shall be responsible for the preparation of proposed budgets for their respective committees. Necessary instructions and the timetable for submission of such proposed budgets shall be forwarded to each chair by the Director of Finance of the Association.
3. In the absence of a submitted budget, the Director of Finance, under the supervision of the Executive Director, shall prepare a proposed budget for submission to the Finance Committee based upon such information as may be available.
4. The Finance Committee shall approve income and expense budgets for each committee as part of the Association budget, and such shall become applicable for the next calendar year upon adoption by the House of Delegates.
5. Should the Finance Committee materially alter the proposed budget of any committee, the Executive Director shall promptly notify the committee chair of such change.

C. CONTROL OF ASSOCIATION FUNDS

1. No committee shall have funds or bank accounts of its own, as all transactions connected with committee activities shall be reflected in the appropriate Association accounts.
2. All funds received by a committee shall be remitted to the Association, and all expenditures on behalf of a committee shall be paid by check of the Association.

3. Payment is not authorized for expenditures incurred by any committee except as provided for in the budget of such committee. Prior to drawing an Association check for payment of any committee expenditure, the Director of Finance shall verify that such expense is a budgeted item and sufficient funds remain for such purpose.

D. ADJUSTMENTS AND SUPPLEMENTS TO COMMITTEE BUDGETS

1. Should circumstances warrant a transfer between budget line items during the course of the year, the committee chair may obtain authorization from the Executive Director for transfers up to \$200, or from the Association Treasurer and the Chair of the Finance Committee for higher amounts.
2. Should a committee require additional funds during the course of the year, approval for same may be obtained upon consent of the following:
 - a. The Executive Director for amounts up to \$200.
 - b. The Association Treasurer and the Chair of the Finance Committee for amounts between \$200 and \$1,500.
 - c. The Finance Committee for amounts exceeding \$1,500.
3. Any special committee or task force appointed during the year shall, as promptly as possible, have a budget prepared by the committee or task force chair, in consultation with the Executive Director, President, Treasurer and Chair of the Finance Committee. Such budget shall take effect immediately, subject to ratification by the Finance Committee at its next regularly scheduled meeting.

E. RECONSIDERATION AND APPEALS

Denials of any portion of a proposed budget, requests for additional funds, or requests for changes in line items or amounts, may be appealed to, or reconsidered by, the Finance Committee upon request of the committee chair. A further appeal to the Executive Committee may be taken from a decision of the Finance Committee. In either instance, the committee chair should contact the Executive Director for assistance in the appropriate procedure for the presentation of such appeals or requests for reconsideration.

F. PAYMENT OR REIMBURSEMENT OF EXPENSES OF COMMITTEE AND TASK FORCE MEMBERS

1. Committees Generally

- a. Association members are encouraged to participate in meetings of Standing Committees, Special Committees, and Task Forces (hereinafter referred to collectively as “committees”), in person, by video or by telephone conference call.

- b. Committees are encouraged to hold meetings by video or by telephone conference call, where practicable, and where an in-person meeting is necessary, to schedule meetings at a location and time to complete all business within a single day and to allow members to complete travel within a single day.
- c. Committee members may apply for reimbursement of actual, reasonable travel expenses after attending one committee meeting per year (including Annual Meeting, if the Committee meets during the Annual Meeting).
- d. Committee members will not be reimbursed for travel expenses to or from the Association's Annual Meeting or the first meeting of the committee held each calendar year.
- e. The following categories of actual, reasonable travel expenses of a committee member who travels to a committee meeting held at a location 100 miles or more away from the member's office are reimbursable: a) air, train or bus fare at economy rates; b) reasonable ground transportation; c) an auto mileage allowance at a rate per mile determined annually by the Finance Committee for driving his or her own vehicle, plus actual tolls and parking charges incurred; d) overnight hotel or motel accommodations, but only if the committee meeting is so early or late in the day as to prevent the member from completing travel during the day of the meeting.
- f. The Finance Committee will annually determine a fixed dollar cap for reimbursable travel expenses per person per meeting. In the absence of an annual determination by the Finance Committee, the fixed dollar amount shall be \$600.
- g. This policy does not apply to the following Association committees which are subject to their existing practices and/or rules for travel expense reimbursements: Executive Committee, Finance Committee, Nominating Committee, Committee on Committees, Lawyer Assistance Committee and Committee to Review Judicial Nominations.
- h. This policy does not apply to committees and subcommittees of the Association's Sections, which are subject to the policies of the applicable Section.
- i. Any existing or new Association Committee may apply to the Finance Committee for an exception or variation of this policy based on special facts and circumstances.
- j. Any member may seek additional travel expenses in order to participate in committee work, and such applications will be considered by the Treasurer and Chair of the Finance Committee on a case by case basis.

2. Executive Committee

- a. Reimbursement shall not be provided to members of the Executive Committee for attendance at meetings of the Executive Committee held in conjunction with regular meetings of the House of Delegates, except that members of the Executive Committee shall be entitled to be reimbursed for one night's hotel or motel accommodations incurred for meetings of the Executive Committee held in conjunction with the spring and fall meetings of the House of Delegates held at the Bar Center in Albany and the summer meeting of the House held at the Otesaga in Cooperstown, and as set forth immediately hereafter in subdivision (b), for limited reimbursement of expenses incurred in attending meetings of Association committees and sections in a liaison capacity during the Annual Meeting. For meetings other than those held in conjunction with regular meetings of the House of Delegates, members shall be entitled to reimbursement for expenses as hereinafter set forth in paragraph F(1)(e).
- b. Executive Committee members who attend meetings of Association committees and sections in a liaison capacity shall be entitled, as hereinafter set forth in paragraph F(1)(e), to reimbursement for travel expenses incurred in such capacity. Executive Committee members attending committee or section meetings in such capacity during the week of the Annual Meeting may be reimbursed their actual costs for hotel accommodations and meals to a maximum of \$750 for extending their stay beyond the days normally required to attend meetings of the Executive Committee and House of Delegates.

3. Finance Committee

Members of the Finance Committee shall not be entitled to reimbursement for attendance at Finance Committee meetings held in conjunction with regular meetings of the House of Delegates. For meetings other than those held in conjunction with regular meetings of the House of Delegates, members shall be entitled to reimbursement for expenses as hereinafter set forth in F(1)(e).

G. CONSULTANTS' EXPENSES

1. In keeping with the policy that the Association is a voluntary organization whose members donate their time and services for the betterment of the profession, it is generally expected that committees, with the assistance of the Association staff, will perform all reasonable tasks, such as the conduct of studies and the preparation of reports, associated with their respective areas of interest. Where particular projects may require special expertise or entail effort beyond that which may reasonably be expected of volunteer committee members, consultants may be retained to render necessary services.
2. The retention of any consultant by a committee shall require specific advance approval from either the Association President or the Finance Committee.
3. Consistent with the philosophy underlying the voluntary donation of time and effort by committee members, it is expected that lawyer consultants will contribute a portion of their services on a pro bono basis for the improvement of the profession. In furtherance of this

principle, lawyer consultants will be reimbursed on a time basis, at one-half their usual hourly rate, to a maximum of \$75 per hour, with an annual limit of \$3,000 per consultant. Any increase from these hourly or annual limitations shall require the authorization of the Finance Committee.

4. The terms of employment and limitation governing the compensation of non-lawyer consultants shall be approved in advance by either the Association President or the Finance Committee.
5. The duties of all consultants retained by committees, and the terms of their compensation, including applicable limitations, shall be set forth in a letter agreement at the time of retention to minimize the possibility of any subsequent misunderstanding.

SAMPLE MINUTES TEMPLATE

NEW YORK STATE BAR ASSOCIATION

[Committee/Section name]

[Meeting location]

[Date]

MINUTES

Present: [List members]

Guests: [List any guests attending the meeting]

1. The minutes of the [date] meeting were [approved] or [amended to _____].
2. [Topic. Should reflect listing on meeting agenda.] Include a brief description of the subject matter discussed. If action is taken by the group, you should reflect that action. Example: "After discussion, a motion was adopted to approve the report and recommendations." If the report is solely informational, the minutes may state "The report was received with thanks."
3. [Other topics discussed should proceed in the order contained in the agenda.]

There being no further business to come before the [section/committee], the meeting was adjourned.

Respectfully Submitted,

[Name of recorder or secretary]

SAMPLE COMMITTEE MEETING AGENDA

Name of the Committee

Date of the meeting

Time of the meeting

Location of the meeting

Dial-in instructions for conference call

Purpose of the Meeting [What do you plan to accomplish?]

1. Roll Call
2. Approval of the minutes of the last meeting
3. Discussion and action items

Tip: Note on the agenda what action is to be taken: adopt a report, make a recommendation to another body, write a letter. It helps focus the discussion.

4. Receiving reports from liaisons and subcommittees
5. Old business
6. New business
7. Date and place of next meeting
8. Adjourn

NYSBA GUIDELINES FOR EFFECTIVE ADVOCACY *(Approved by NYSBA Executive Committee, January 29, 2015)*

Introduction

If the New York State Bar Association's advocacy activities are to be effective, we must deliver clear, concise, and coherent "messages" to state and federal public officials based on the general interests of the entire Association. Responsibility for the Association meeting this objective lies with the Association's Department of Governmental Relations (Governmental Relations). Governmental Relations, with lawyers long experienced in legislative advocacy, is at the center of all of our legislative activities, both in Albany and in Washington.

To enable Governmental Relations to carry out its functions, it is essential that Sections and Committees coordinate all of their legislative activities with Governmental Relations' lawyers. This means that no Section or Committee should contact or communicate with any local, state or federal official except through or with the guidance of Governmental Relations.

This is important for several reasons. First, the New York State Bar Association is registered with the state as a lobbying organization¹. For this purpose, the Association is one entity, including all of its Sections and Committees. The Lobbying Act, which applies to us, is quite technical and requires periodic reporting to the Joint Commission on Public Ethics (JCOPE). We must report all contacts with legislators, executive agencies and the Governor's office, including those made by Sections and Committees. Compliance with the law is of the utmost importance.

Further, the Association is perceived by those with whom we communicate, such as legislators, the Governor, other public officials and the media, as a single organization. Most outsiders do not fully understand the Association's Section and Committee structure, and as a consequence do not always appreciate the distinction between communications from the Association itself and those from its Sections and Committees. As a consequence, the Association needs to coordinate all of its legislative activities through Governmental Relations. Sections and Committees can and should be engaged in legislative matters, but we must make sure that everything we do in terms of our many and varied legislative activities is beneficial, rather than detrimental, to the entire Association.

Moreover, many of the policy issues of interest to the Association and its Sections and Committees are within the purview of a limited number of legislators, such as the leaders and the chairs of the Judiciary and Codes Committees. The Association has established a good working relationship and regularly interacts with those holding these positions. It is important that Sections and Committees work with Governmental Relations to navigate the legislative process and ensure that the integrity of these relationships remains intact.

In general, Governmental Relations, working with the leadership, is in the best position to maximize our efforts, marshal the resources available for our legislative work and ensure compliance with the law.

¹ Most of the Association's lobbying activities focus on legislation and the Legislature, but lobbying as defined under state law also covers administrative regulations and most other public officials.

Governmental Relations regularly reports to the Association leadership, which is ultimately responsible for assuring that the Association maximizes its effectiveness, both in Albany and in Washington. Governmental Relations needs to be aware of all of the efforts of our Sections and committees to effectively keep the leadership informed.

The following are examples of activity by a Section, Committee, or individual member that would be problematical:

- Distributing to state or federal public officials any legislative proposal that has not been approved by the Association's Executive Committee and/or House of Delegates;
- Releasing any report, memorandum, op-ed or statement to the public without appropriate notification to and approval by the President; or,
- Independently contacting state or federal public officials to advocate a position on legislation or a proposed administrative regulation.

Guidelines

With this in mind, the Executive Committee hereby adopts the following guidelines:

1. **DEVELOPMENT OF NYSBA LEGISLATIVE PROPOSALS** – It is essential that Sections and Committees communicate with Governmental Relations regarding to issues that they plan to address, as well as their timetable. Governmental Relations will work with the Sections and Committees in navigating our policy-development process. Any legislative proposal from a Section or Committee must be submitted to and approved by the Executive Committee and/or the House of Delegates before it can be submitted to the Legislature. Once approved, it becomes a policy of the Association, not the submitting Section or Committee.
2. **PROMOTING APPROVED NYSBA PROPOSALS** – After a proposal has been approved it becomes a policy of the Association, with advocacy conducted or overseen by the leadership. The Section or Committee that initiated the proposal should anticipate working with Governmental Relations to assist in its promotion in the Legislature. There cannot be any Section or Committee activity independent of this process.
3. **SUPPORTING AND OPPOSING NON-NYSBA LEGISLATIVE PROPOSALS** - Under the Association bylaws, Sections and committees may support or oppose proposals pending in the Legislature without obtaining Executive Committee or House approval. However, this authority is not absolute, and is subject to the general supervisory authority of the Executive Committee over Sections and Committees set forth in the bylaws. Several issues need to be addressed before a Section or Committee may submit a memorandum or other document in support of or in opposition to a pending proposal or take any other action.

To ensure that the position to be taken does not conflict with a previously adopted policy of the Association, a proposed memorandum must be reviewed by the President. To allow this process to work, any document that a Section or Committee wishes to issue supporting, opposing or commenting on a pending proposal must be submitted to Governmental Relations. Under our bylaws, the President has five business days within which to complete the review.

In addition, since the Association's overall legislative efforts need to be coordinated, no one bill or policy can be considered in a vacuum. For example, timing is very important. If we are to be effective, we must make our submissions to the Legislature at the opportune time for maximum impact and they need to be directed to those members who are likely to have a significant role in the outcome. Thus, Governmental Relations, working with the leadership, is in a position to maximize our efforts and marshal the resources available for our legislative work. Prioritizing these efforts must be done centrally.

Another concern is the tone or appropriateness of a legislative memo. Everything we submit to the Legislature affects our relationship with its members and how the Association is viewed. The Association's overall interests require that we submit lawyer-like substantive memos. Memoranda that are personally critical of public officials, inappropriate in tone, or purely political do not present us well. We have the respect of the Legislature because we present substantive, thoughtful arguments. If we lose that respect we will have lost our most precious resource.

4. **DELIVERY OF "MESSAGE"** – Upon receiving a document that Governmental Relations believes may present the type of issues described above, Governmental Relations shall forthwith submit the document to the President. After consultation with Governmental Relations and the leadership of the Section or Committee submitting the document, the President may direct that the document be publicly released with such changes as may be agreed upon by the President and such Section or Committee. If there is not agreement as to such changes, or if the President believes that the document should not be released, the President shall call a meeting of the Executive Committee of the Association by telephone conference as soon thereafter as practicable. At such meeting, the Section or Committee submitting the document shall be entitled to make a presentation in support of its view. The Executive Committee may decide to amend or withhold the document from public release, or to take such other action as it may determine is in the best interests of the Association. If the actions taken by the Executive Committee are not acceptable to the Section or Committee submitting the document, such Section or Committee may elect to withdraw the document from public release by notice to the President. If the President is not available at any time during the process, the President-elect may act on behalf of the President to the extent necessary to avoid undue delay.
5. **COMPLIANCE WITH THE LOBBYING LAW** – Since the Association is registered to lobby in the State, we are required to periodically report all of our contacts with the Legislature and administrative agencies. These reports are drafted by Governmental Relations. Thus, it is essential that Governmental Relations know of every contact by any member with the Legislature or any other public official if it relates to an Association

matter. Consequently, no member may have any legislative contact except through Governmental Relations. There is no other manner of compliance with the law. Any violation of this requirement puts the Association at risk of a violation and a monetary penalty.

6. **GIFTS** – As a lobbying organization, we are prohibited from giving a “gift” to any public official. Under the statute, a gift is anything of value, although there are exceptions. The law is quite technical, but the basic rule is not to give any gift, which includes food, drink and entertainment, to any public official. Should an issue arise, Governmental Relations can advise you.

7. **SUGGESTIONS FOR SECTIONS AND COMMITTEES** –
 - a. Sections should create a small legislative Committee that will provide expertise and continuity from year to year. Involve the Section chair in communication on legislative priorities and in coordinating activities. Involve the Section chair-elect in order to maintain continuity from year to year.

 - b. Consider involvement, coordinating with Governmental Relations, in the following areas:
 - commenting on pending legislation by issuing memoranda, using the process described above;

 - drafting and promoting affirmative legislative proposals;

 - meeting with legislators and their staff regarding particular issues;

 - analyzing and preparing “white papers” on legislative issues

 - c. When the Legislature is in recess (generally from July-December), set priorities. Identify major issues and goals for the upcoming legislative session. Part of this issue-identification process is consideration of whether a topic or a particular report produced by the Section or Committee may be of interest to the news media. Contact Governmental Relations of Media Services and Governmental Relations to discuss particular issues and reports. Such contact should be early in the process, before release of the final product.

 - d. Consider asking that a proposal previously approved by the Executive Committee or House of Delegates become an Association legislative priority. Keep in mind that when the Legislature is not in session is the time when the Association conducts its process for identifying legislative priorities for the following legislative session. Requests for priorities are submitted during the summer to Governmental Relations, as the Committees that set the priorities meet in the early

fall. The Executive Committee usually finalizes the priorities for the upcoming session later in the year.

e. The Legislature is a “political institution” that does not operate by the same model and timetables used by most business or professional institutions. To be effective, recruit members who have had experience with the legislative process to work with Governmental Relations. In addition, create a mechanism for rapid and effective response at certain times, especially during critical stages of the legislative session. These include the adoption of the budget in late March and end of session in June.

f. As noted, the Association is a registered lobbying organization. You should call Governmental Relations with specific questions about compliance with the Lobbying Act.

**RULES FOR THE FILING OF AMICUS CURIAE BRIEFS
ON BEHALF OF THE
NEW YORK STATE BAR ASSOCIATION**

**Adopted by the NYSBA
House of Delegates on June 28, 1975
As Amended November 1, 1997**

A. POLICY

1. No Section or Committee shall file an *amicus curiae* brief. All *amicus curiae* briefs shall be filed in the name of the Association upon the approval of the Executive Committee and shall show as counsel, in addition to the person or persons actually preparing the brief, the President of the Association.
2. The costs of printing and filing an authorized *amicus curiae* brief shall be paid by the Association, but no fee shall be paid by it to any person for the preparation or review of such a brief.
3. Proposals to submit *amicus curiae* briefs shall not be publicized without the specific approval of the President or the Chair of the House of Delegates.

B. APPROPRIATE CASES

1. *Amicus curiae* briefs shall be addressed to issues of law alone and not to questions of fact. They shall be filed only in the appellate courts of the New York State or Federal judicial system or in the highest appellate court of another state.
2. An *amicus curiae* brief shall be authorized only when the proposed brief may be expected to make a significant contribution to the determination of the legal issues involved.
3. Except in cases where the court has specifically requested the views of the Association, the basis for filing of an *amicus curiae* brief should be that the position proposed to be taken in the brief is:
 - (a) Consistent with previously stated policy of the Association; or
 - (b) Plainly one which would be supported by a large majority of the membership as a policy to be adopted by the Association; or
 - (c) Of peculiar importance to the Association or to lawyers generally.

C. APPLICATION TO THE EXECUTIVE COMMITTEE

1. Any Section or Committee of the Association, or any member of the Association, may apply to the Executive Committee, through the Executive Director of the Association, for approval of the filing of a proposed *amicus curiae* brief in the name of the Association. In the instance of a request to file a brief in the highest appellate court of another state, the application must be made by the President or the Chair of the House of Delegates. The Executive Director shall furnish copies of such application to the Executive Committee and to any Section or Committee appearing to have an interest in the subject matter, with a request that prompt and appropriate comment be made to the Executive Committee as to such application by any interested Section or Committee.
2. Unless the extraordinary procedures set forth in paragraph E shall be invoked, the application of an individual, Section or Committee shall be accompanied by:
 - (a) A copy of the complete brief, in final form as proposed for filing;
 - (b) A concise statement of the facts of the controversy, the status of the litigation, and the applicant's reasons for believing the case to be one calling for the Association's taking of the position proposed;
 - (c) In the case of an application by a Section or Committee, a statement showing how and when the application was authorized by the particular body, including a discussion of any dissenting views;
 - (d) A full disclosure of any personal or professional interest in the particular litigation or in the establishment of the position proposed to be taken in the brief, as to any individual application or as to any member of the governing body of a Section or Committee making an application.

D. ACTION OF THE EXECUTIVE COMMITTEE

1. No *amicus curiae* brief shall be filed in the name of the Association without the prior, specific authorization of the Executive Committee.
2. If, in the opinion of the President of the Association, an application made to the Executive Committee stands no substantial chance of approval, the President may direct the Executive Director to canvass the Executive Committee by mail as to a recommendation that the application be denied. Unless three or more members of the Executive Committee shall respond by recommendation that the application be considered at a meeting of the Executive Committee, the application shall be considered as disapproved by the Executive Committee.

3. When a meeting is called for under the provisions of the preceding paragraph, and in all cases other than those governed by the extraordinary procedures of paragraph E, an application for authorization of an *amicus curiae* brief shall be considered at a regular or special meeting of the Executive Committee, held within a reasonable time after the circulation of the application to the Committee and the request for comment by an interested Section or Committee. If, in the judgment of the President, the meeting should be held before an interested Section or Committee can report formally on the application, the President may, at his or her option, either receive and convey to the Executive Committee any informal statement of the Chair of such Section or Committee or invite the Section or Committee Chair to appear, in person or by a representative, at the meeting of the Executive Committee and present a consensus of the views of such Section or Committee.
4. A majority vote of those present at a meeting of the Executive Committee shall be necessary for approval of an application for the filing of an *amicus curiae* brief. If the Executive Committee shall so approve an application in general or in principle, with the condition that additions or changes be made to the proposed brief submitted with the application, the President shall appoint a subcommittee of one or more members of the Executive Committee in this respect. Such subcommittee shall have authority to give or withhold final approval of the filing of the *amicus curiae* brief in the name of the Association, depending upon the compliance with the requirements of the Executive Committee for additions or changes.

E. EXTRAORDINARY PROCEDURES

1. If, in the opinion of the President of the Association, a complete and sufficient application under the requirements of paragraph C is obviously meritorious and an expedited decision is required, the President may direct the Executive Director to canvass the Executive Committee by telephone, electronic mail or fax, after circulating the application and without awaiting the comments or reports of Sections or Committees, as to authorization of the proposed *amicus curiae* brief. An affirmative vote by a majority of the Executive Committee shall be required to authorize the filing of a brief by this procedure, PROVIDED HOWEVER: if three or more members of the Executive Committee shall respond by requesting that the application be considered at a meeting, the application shall be referred to a regular or special meeting of the Executive Committee.
2. Under unusual and compelling circumstances, the President may cause the application of a Section or Committee of the Association for authorization of an *amicus curiae* brief to be brought on before a regular or special meeting of the Executive Committee without the submission of a proposed brief in final form. The application shall otherwise comply as nearly as practicable with the other requirements of paragraph C: the application shall be circulated in advance to the Executive Committee and reasonable efforts shall be made to obtain the comments of other interested Sections or Committees. The Section or Committee making the application shall present a draft or

synopsis of its proposed *amicus curiae* brief at the meeting of the Executive Committee if a copy of the proposed brief in final form is not then available. A majority vote of the members of the Executive Committee present at the meeting shall be required for authorization of the filing of an *amicus curiae* brief under this procedure and, if the proposed brief in final form is not approved at the meeting, the President shall appoint a subcommittee of one or more members of the Executive Committee to review any brief thereafter presented under the terms of approval thereof in principle. Such subcommittee shall have authority to give or withhold approval of the filing of the *amicus curiae* brief in its final form, depending on compliance with the standards or any terms stated by the Executive Committee. Such subcommittee shall also be charged with requiring that any brief thereafter prepared shall be of high professional quality and shall contain a fair representation of any policy position of the Association.

F. MISCELLANEOUS

1. Any reference herein to authorization of the filing of an *amicus curiae* brief in the name of the Association shall include the execution and submission of appropriate requests or motion papers in the name of the Association for permission to file the same in any court.
2. These rules shall supersede the "Rules on Filing *Amicus Curiae* Briefs on Behalf of the Association" adopted by resolution of the House of Delegates on December 1, 1972, and shall take effect immediately. These rules shall be subject to amendment or revocation by any subsequent resolution of the House of Delegates provided that timely notice of the subject matter is given in advance of the meeting at which such resolution is adopted.



**Rules for Commencement of Litigation
on Behalf of the
New York State Bar Association**

**Adopted by the NYSBA
House of Delegates on November 1, 1997**

A. Policy

1. These Rules govern the commencement of litigation by the New York State Bar Association in those instances in which the Association may be considered an appropriate entity to act on behalf of its members. These Rules do not govern litigation commenced in the normal course of business to which the Association may be a party.
2. No Section or Committee is authorized to commence litigation on its own behalf or on behalf of the Association. All litigation commenced pursuant to these Rules shall be conducted in the name of the Association upon the approval of the Association's Executive Committee.
3. Proposals for commencement of litigation shall not be publicized without the specific prior approval of the President or the Chair of the House of Delegates.

B. Appropriate Cases

1. Litigation shall be commenced solely in New York State or Federal courts.
2. The basis for commencing litigation in the name of the Association should be the following:
 - a. The issues presented are of unique significance to the Association or to lawyers generally; consistent with previously stated policy of the Association; or likely would be supported by a large majority of the membership.
 - b. The interests sought to be protected are germane to the Association's purposes as stated in its Bylaws.
 - c. Individual members of the Association would have standing to commence the litigation, but neither the claim presented nor the relief requested require the participation of individual members.

C. Application to the Executive Committee

1. Any Association Section or Committee, individual Association member, or head of a New York State governmental authority, may apply to the Executive Committee, through the President, for approval to commence litigation in the name of the Association. Copies of such application shall be furnished to the Executive Committee and to any Section or Committee likely to have an interest in the subject matter, with a request that prompt and appropriate comment be made to the Executive Committee.
2. The application of an individual, Section, Committee or government official shall consist of the following:
 - a. A concise statement of the facts of the controversy, the applicant's reasons for believing the controversy to be one calling for the Association to take legal action, the basis on which the Association would have standing to commence litigation, and the relief to be sought by the Association.
 - b. In the case of an application by a Section or Committee, a statement showing how and when the application was authorized by the particular body, including a discussion of any dissenting views.
 - c. A full disclosure of any personal or professional interest in the proposed litigation by the individual or entity making the application.

D. Action of the Executive Committee

1. No litigation shall be commenced in the name of the Association without the prior, specific authorization of the Executive Committee.
2. If, in the opinion of the President and the Chair of the House of Delegates, an application to the Executive Committee stands no substantial chance of approval, they may disapprove the application and shall so advise the submitting individual or group.
3. When a meeting is called for under the provisions of the preceding paragraph, and in all cases other than those governed by the extraordinary procedures of paragraph G, an application for the authorization of litigation shall be considered at a regular or special meeting of the Executive Committee, held within a reasonable time after the circulation of the application and the request for comment by interested Sections or Committees. If, in the judgment of the President, the meeting should be held before an interested Section or Committee can report formally on the application, the President has the option to either receive and convey to the Executive Committee any informal statement of the chair of such Section or Committee or invite the Section or Committee chair to appear, in person or by a representative, at the meeting of the Executive Committee and present the views of such Section or Committee.

4. The individual applicant, government official or representative of the Section or Committee making application for commencement of litigation shall appear before the Executive Committee in the course of the committee's consideration of the application.
5. A two-thirds vote of those present at a meeting, but no less than a majority of the full Executive Committee, shall be necessary for approval of an application for commencement of litigation. In appropriate circumstances, the Executive Committee may forward the application to the House of Delegates for consideration and approval.

E. Appointment of Subcommittee

1. If the Executive Committee approves an application for commencement of litigation, the President shall appoint a subcommittee consisting of two or more members of the Executive Committee, including the President, to oversee the litigation process. The subcommittee shall have the authority to make decisions regarding the retention of outside counsel to represent the Association and the conduct of the litigation.
2. The President shall report the Executive Committee's authorization of litigation to the House of Delegates, and thereafter shall report to the Executive Committee and the House of Delegates on a regular basis regarding the status of the litigation.

F. Retention of Outside Counsel

1. The Association shall enter into a written retainer agreement with any outside counsel selected by the appointed subcommittee of the Executive Committee, specifying the scope of services to be rendered, the scope of the Association's involvement in the conduct of litigation, and the terms of counsel's compensation and the reimbursement of expenses. The retainer shall set forth the names of the subcommittee members empowered to make decisions on behalf of the Association regarding the conduct of the litigation.
2. In making decisions regarding the retention of outside counsel, the subcommittee shall require that papers submitted on behalf of the Association shall be of high professional quality and contain a fair and accurate representation of relevant policy positions of the Association.

G. Extraordinary Procedures

If, in the opinion of the President of the Association, unusual and compelling circumstances exist to warrant expedited consideration of an application by the Executive Committee, the President may direct the Executive Director to circulate the application to the Executive Committee without awaiting the comments or reports from other Sections or Committees. A meeting of the Executive Committee shall be held as soon as practicable following the circulation of the application.

H. Effective Date

These rules shall take effect immediately. Nothing in these rules shall supersede or affect the “Rules on Filing Amicus Curiae Briefs on Behalf of the Association,” adopted by the House of Delegates on June 28, 1975 and as subsequently may be amended. These rules shall be subject to amendment or revocation by any subsequent resolution of the House of Delegates provided that timely notice of the subject matter is given in advance of the meeting at which such resolution is to be considered.

GUIDELINES FOR STAFF LIAISONS TO SECTIONS AND COMMITTEES

INTRODUCTION

Sections and committees are an essential part of the Association. The active involvement and personal commitment of countless Association section and committee members provides the Association with an unparalleled leadership position within the legal profession. To maintain this advantageous position, it is imperative that each staff liaison take an active role in coordinating the activities of assigned sections and committees to facilitate the provision of meaningful, relevant and outstanding services to the members.

Staff liaisons play a central role in assisting sections and committees in accomplishing their goals and objectives. Sections and committees furnish essential services to the overall Association and staff liaisons are critical to ensuring the proper functioning of these entities. The staff liaison is a key contact that section and committee leaders and members have with the Association. Thus, it is important that staff liaisons exercise careful judgment, work closely with their assigned sections/committees, communicate with other staff, and adhere to the Association's policies and procedures.

These guidelines are intended to outline some common responsibilities expected of a staff liaison, with the caveat that sections and committees operate at different activity levels with many diverse structures, needs, activities and goals. Thus, flexibility and thought are required in the application of these guidelines. Questions arising regarding the interpretation or applicability of these guidelines in given situations, or liaison responsibilities in general, should be raised with the liaison's department head, Senior Director, or the Executive Director, as appropriate.

GUIDELINES

1. Liaisons should be available to section and committee leaders by telephone, email, or in person to discuss proposals, policy issues, or any other matter.
2. Liaisons should coordinate with their assigned section and committee leaders to develop agenda for meetings, and to distribute agendas and meeting materials prior to meetings.
3. Liaisons should actively share information with appropriate staff and departments to facilitate section and committee initiatives and to be sure that these initiatives are in accord with Association policies and procedures. These will include, but are not limited to governmental relations, media contacts and publicity, meeting development, membership, continuing legal education, financial administration and other activities. Email is a particularly effective tool for this purpose and will enhance coordination and reduce overlap and redundancy of effort between sections and committees on programs, reports or legislative initiatives.

4. Liaisons should keep master files (or electronic copies) for assigned sections and committees including minutes, reports, legislative actions, meeting information and general correspondence.

5. As appropriate, and depending on the nature and purpose of the meeting, liaisons should participate in committee and section executive committee meetings, in person or by telephone.

6. Liaisons should ensure that sections and committees maintain minutes of all their meetings.

7. Liaisons should encourage their sections and committees to meet on a reasonable basis, either in person or by telephone conference. In furtherance of this purpose, liaisons should arrange meetings or conference calls for committee and section committees, as needed.

8. Liaisons should work with committee chairs and section officers to develop yearly budgets, and keep track of expenditures monthly, so as to alert the chairs or officers to any problems that might arise.

9. Liaisons should help committee chairs and section officers establish a “rapid response” mechanism for reporting on and/or responding to emergent issues and for commenting on reports prepared by other Association entities, as requested by the Association’s leadership.

10. Liaisons should coordinate with section officers and the Association’s Web Editor in the development and ongoing management of section websites; to post meeting notices and registration materials; to review the sites frequently for relevance and timeliness; and to notify the section’s web coordinator and/or relevant in-house staff if changes are necessary. Liaisons should help committees and sections plan for the development of materials for placement on the site, as appropriate.

11. Liaisons should keep section/committee leaders apprised of Association policy relating to proposed or planned projects of the section or committee. They should notify appropriate staff regarding items that might affect other sections or committees or come before the Executive Committee or House of Delegates. They should also keep the section or committee informed of relevant Association positions or actions.

12. Liaisons should assist section/committee chairs in the development of rosters and letterhead, and in discharging responsibilities required by section bylaws, such as nomination and election of officers or holding the annual meeting of the section. Liaisons also should review committee rosters as requested by the Executive Director to assist in recommendations for committee appointments.

13. Liaisons should assist sections with membership initiatives and closely coordinate those activities with the Member Outreach and Development Department.

14. Liaisons should assist sections and committees in the preparation of plans for the year ahead and an annual report to the President regarding committee and section activities, or other reports as may be requested by the Association's leadership.

15. If a section or committee has an award program, liaisons should make sure the necessary steps, such as the call for nominations and announcement of awards, are fulfilled by announced deadlines, and coordinate with other departments as necessary.

16. Liaisons to committees shall be responsible for arranging space for Annual Meeting programs, developing program fliers, publicizing and mailing for events, as well as assisting in the compilation of meeting materials.

17. Liaisons should draw upon the Association's database resources when preparing promotional mailing lists. The Departments of Communication and Marketing and Member Outreach and Development are available to assist the development of targeted mailing lists for meetings and special events.

18. Liaisons should participate in staff liaison meetings to share information and ideas, and to coordinate with other relevant staff members on projects involving multiple sections or committees.

CONCLUSION

The foregoing guidelines represent a core body of principles to guide staff members in discharging their liaison responsibilities to sections and committees. These guidelines shall not be viewed as all-inclusive, as circumstances may arise where variations are warranted. In this situations, liaisons shall consult with their supervisor so that appropriate actions may be taken. If applied thoughtfully, these guidelines will assist staff members in rendering effective assistance to their assigned sections and committees.