Constitution of the
Intellectual Property Association
Of
University of California
Hastings College of the Law

ARTICLE I Name and Seal
SECTION 1. The name of this Association shall be "Hastings Intellectual Property Association"

SECTION 2. The name of this Association may be abbreviated to "Hastings IP Association" or "IPA"

SECTION 3. The name of this Association may not be used in any publications or media without the prior written consent of the Board. The name of this Association may be used on the resume of a current or former member without consent of the Board.

ARTICLE II Mission
SECTION 1. The mission of the Association shall be to maximize the near and long-term marketability of all students and alumni of Hastings College of the Law with an interest in Intellectual Property law.

SECTION 2. The activities of the Association shall be organized to carry out the mission of the Association and may include:
   a) Encouraging promising students interested in intellectual property to attend Hastings College of the Law;
   b) Encouraging recruiting of students and alumni by employers engaged in Intellectual Property law;
   c) Assisting in the development and promotion of the Intellectual Property program at Hastings College of the Law;
   d) Providing educational opportunities to develop the professional skills of students and alumni interested or involved with Intellectual Property law; and,
   e) Other activities as defined by the Board of Managers.

ARTICLE III Membership
SECTION 1. The membership of this Association shall consist of current students and alumni of Hastings College of the Law. The membership of this Association may include current and former faculty of Hastings College of the Law as Honorary members at the discretion of the Board of Managers.

SECTION 2. Applications for membership shall be made to the Board of Managers in any manner defined by the Board. The Board of Managers shall accept any applicant
for membership who is an alumni or current student of Hastings College of the Law. Any interested student may become a member.

ARTICLE IV Officers and Board Of Managers

SECTION I. The officers of this Association shall be currently enrolled students of Hastings College of the Law and shall include a President, at least one Vice-President, one and only one Treasurer, at least one Administrative Officer, and any other officers as defined by the Board of Managers. These Officers shall constitute the Board of Managers. The officers and other managers of this Association shall hold their respective offices until their successors shall have been elected or chosen by a majority of the Board and shall have accepted such election or until their resignation is tendered to and accepted by the Board of Managers. In each election, each Officer shall be elected for one year.

SECTION 2. President and Vice-President. The President shall preside over all meetings of the Association and of the Board of Managers, except that in the President's absence a Vice-President or officer shall preside. The President shall further discharge the duties usually pertaining to the office of President. Upon resignation or inability of the President, the duties of the President shall devolve upon a Vice-President, and upon the latter's resignation or inability to act while the office of President is still vacant or the holder thereof is still unable to act, the said duties shall devolve upon the Treasurer. Such person, upon whom the said duties shall thus devolve, shall act as President until the vacancy in a higher-ranking office shall be filled or the inability of the holder thereof to act shall cease.

SECTION 3. Treasurer. The Treasurer shall collect and have custody of all funds and securities of the Association, deposit all such funds in the name of the Association in banks or other depositories approved by the Board of Managers, make recommendations to the Board of Managers as to type of account or short term security which will return interest on unused funds and follow instructions of the Board thereon, keep full and regular books of account and make such available to an authorized auditing committee if requested to do so by the Board of Managers, disburse funds by check, give timely notice of dues and assessments as set forth in ARTICLE VII, and perform all duties usually considered incident to the office of Treasurer and such other duties as may be assigned to the Treasurer from time to time by the President or by the Board of Managers. The Treasurer shall collect and have custody of all personal property of the Association. In addition, the Treasurer shall act as Liaison on behalf of the Association to the Student Bar Association and prepare and keep the budget.

SECTION 4. Administrative Officer. An Administrative Officer shall, until the further order of the Association, keep the minutes of meetings of members of the Board of Managers, issue all notices required by these by-laws, be custodian of the corporate records and seal of the Association, be responsible for keeping a register of the address of each member, act as Librarian, manage Association website and
technology requirements, and perform all duties assigned from time to time by the President, Co-Presidents or by the Board of Managers.

SECTION 5. Immediate Past President. In those instances when the outgoing President continues as a student at Hastings College of the Law during the next academic year, that person may assume the position of Immediate Past President, at his or her discretion, and take an advisory position to the Board of Managers. The Immediate Past President shall perform all duties assigned from time to time by the President or by the Board of Managers.

SECTION 6. Other Officers. The Board of Managers shall define additional Officer positions as necessary to meet the needs of the Association or to match the skill set of the membership.

SECTION 7. Board of Managers. The Board of Managers shall have general charge of the affairs, funds, and property of the Association. It shall consist of all officers of the Association.

The Board of Managers shall have the power to fill by appointment any vacancy, which may occur in any office, such appointments to be for a term not longer than until the next annual election and the acceptance of office by the person elected to fill such vacancy.

Fifty-one percent of members of the Board of Managers shall constitute a quorum for the transaction of business. The President, the Vice-President during the absence of the President, or any three members of the Board of Managers may call a meeting of said Board.

Each of the elected members of the Board of Managers shall serve in a liaison capacity with respect to one or more of the Committees, the Committee assignments to be made by the President. The Board member shall have responsibility for working with an assigned Committee in setting up a Committee agency promptly upon the staffing of a Committee, for reporting to the Board of Managers from time to time on the status of the work being done by the Committee, and for acting as the Committee advocate in bringing to the attention of the Board, for approval, any action requiring such approval.

ARTICLE V Committees
SECTION 1. The Association shall include all those committees as may be necessary to assist in conducting the activities for the Association. Each membership of each committee shall include at least one Officer and unlimited volunteer members of the general body. The President shall be ex-officio a member of all committees and shall designate an officer chairman for each such committee.

ARTICLE VI Meeting And Elections
SECTION 1. Meetings of the Association shall be held at least three times during each of the fall and spring semesters. The dates for the meetings shall be determined by the President in collaboration with the Board of Managers, and notice thereof shall be provided to all members. Other meetings of the Association may be held at such time as may be determined by the Board of Managers and special meetings may be called at any time by the President, or in the absence of the President, by the Vice-President, or in the absence of both the President and the Vice-President, by three (3) members of the Board of Managers, or by any numerical majority of active members of the Association upon reasonable notice.

SECTION 2. In the spring semester, at such time as determined by the Board of Managers, the Board of Managers will accept nominations for Officers for the next academic year, from any current member. Each nominated member will be given the opportunity to accept or decline the nomination. The Board of Managers will convene to select a slate of Officers to propose to the membership. The slate shall be ratified by the membership by general vote either in person or through any other communication mechanism. For purposes of ratifying the slate a quorum shall consist of at least 25 members or 30% of the active membership list, whichever is greater. Ratification shall be accomplished by a majority of affirmative votes submitted by the voting members. Upon ratification the new Officers and the general membership shall be notified by the sitting Board of Managers. On such occasion that the absence of a quorum results in the failure of the general membership to ratify the slate of Officers proposed by the Board of Managers, the Board may, at its discretion, appoint the proposed slate of candidates or re-execute the election process from the beginning. On such occasion of the failure of the general membership to ratify the slate of Officers proposed by the Board of Managers, the Board shall re-execute the election process from the beginning.

SECTION 3. Twenty-five members or 25% of active members, whichever is less, shall constitute a quorum at any regularly called meeting of the Association but in the absence of a quorum a lesser number may adjourn the meeting to a future day. Such meeting may take place in the absence of a quorum with the qualification that no agenda items requiring membership approval may be acted upon.

SECTION 4. No member, except by unanimous consent, shall speak more than twenty minutes in the first instance to any question, nor more than five minutes a second time to the same question at any meeting, and the presiding officer may, by advance notice, restrict these times.

ARTICLE VII Indebtedness, Dues and Membership Fees
No indebtedness shall be incurred by the Association except upon approval of the Board of Managers, and the latter shall not incur indebtedness in excess of the actual funds in the treasury at any time.

The annual academic year's dues for active members shall be determined by the Board of Managers at the first meeting of the Board in each Academic year. The dues
required may be varied for different classes of members as determined by the Board of Managers.

After an application for membership has been approved by the Board of Managers, the new member shall be charged dues for the year in which the application is approved. If the application is approved at any time after the completion of the fall semester, the dues paid by such member shall be one half that set by the Board of Managers for the academic year.

It shall be understood that any surplus funds are assets of the Association as such and not of the individual members.

The Treasurer shall send each member timely notice of dues or assessments. In the event payment is not received within a period of time set by the Board of Managers of not less than thirty (30) days after notice, the Treasurer shall send a second notice. If payment is not received within a period of time set by the Board of Managers of not less than thirty (30) days in response to the second notice, the Treasurer may present the name of the individual to the Board of Managers. The Board shall then decide whether to appoint one of its members to look into the matter further or to strike the name of the individual from the roll of the Association. In the latter event, the member shall no longer have the rights and privileges of membership, provided, however, that upon written application of the individual, the Board of Managers may reinstate the member.

ARTICLE VIII Amendments
Amendments to this Constitution may be made at any regularly called business meeting of the Association by two-thirds (2/3) vote of the members present, provided that the proposed amendments shall have been approved by a majority vote of the Board of Managers or by ten (10) active members, in writing, but not otherwise. Notice of the proposed amendments with a copy of the same shall be provided to each member at least five (5) days before such meeting.

Varun Bhardwaj, President