



**NEW YORK STATE BAR ASSOCIATION**  
Committee Chair Policy and Operations Handbook  
2024-2025

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## **CALENDAR OF MEETINGS AND KEY DEADLINES**

### **House of Delegates Dates:**

Saturday, November 2, 2024 – Bar Center (Virtual Option Available)

Friday, January 17, 2025 - New York Hilton Midtown

Saturday, April 5, 2025 – Bar Center (Virtual Option Available)

Saturday, June 7, 2025 - Bar Center (Virtual Option Available)

Saturday, November 1, 2025 – Bar Center (Virtual Option Available)

### **Executive Committee:**

Friday, November 1, 2024 – Bar Center (Virtual Option Available)

Thursday, January 16, 2025 - New York Hilton Midtown

Friday, April 4, 2025 – Bar Center (Virtual Option Available)

Friday, June 6, 2025 - Bar Center (Virtual Option Available)

Friday, October 31, 2025 – Bar Center (Virtual Option Available)

### **Deadlines for Submission of Reports:**

June 2024 meeting – Monday, March 25, 2024

November 2, 2024, meeting – Monday, August 26, 2024

January 17, 2025, meeting - Monday, November 6, 2024

April 5, 2025, meeting – Monday, January 20, 2025

June 7, 2025, meeting – Monday, March 24, 2025

November 1, 2025, meeting – Monday, August 18, 2025

### **Annual Meeting:**

Wednesday, January 14 – Friday, January 17, 2025

New York Hilton Midtown, New York City

TBA 2026

### **Committee Appointments Applications**

First week in April

### **Finance Committee meetings:**

January, April, September, and October

## Staff Contacts

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## 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 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.

Link to Association Bylaws: <https://nysba.org/committees/committee-on-bylaws/>

## **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 over 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, whether the committee could be combined with another group or otherwise modified or constituted, and whether committees 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)

Stationery and envelopes can be provided for 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 over 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 remotely. 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, effective at the beginning of his or her term.

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 Resource Center 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 action 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.

At the 2023 Annual Meeting, amendments were approved to incorporate a statement of commitment to diversity into the Purposes Article of the NYSBA Bylaws:

The Association holds an unwavering and longstanding commitment to diversity within its membership and leadership ranks based upon its firm belief that diversity, equity, and inclusion must be fostered within the legal community and in society at large. The Association is made stronger and more capable of implementing positive change through the law when its membership reflects the diversity of the individuals and communities served by the legal profession. Accordingly, the Association will promote and advance the full and equal participation of diverse attorneys in the profession and the Association, including diversity based on gender, race, color, ethnic origin, national origin, religion, sexual orientation, gender identity and expression, age, and disability.

*Reference:* Bylaws, Article II, Section 2.

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, Equity, and Inclusion, the Committee on Disability Rights, and the Committee on Veterans. The Women in Law Section has a committee that promotes opportunities for women in the Association. The LGBTQ Law Section and 50+ Section also have several relevant committees. The Committee on Leadership Development is charged with identifying, encouraging, and mentoring prospective leaders of the Association in general. Committees seeking to diversify their program faculty are encouraged to partner with these entities.

## COMMITTEE OPERATIONS

### Meetings

Chairs are urged to be cognizant of the costs and staffing necessary to run in-person or hybrid meetings. Videoconference or conference calls are a practical option, especially for brief or regular meetings. In-person or hybrid meetings should be held at members' offices, or at the Bar Center. 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 – if money was budgeted for these purposes.

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, or, via videoconference or conference call.

*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 can hear each other at the same time. A written record of actions taken at the meeting shall be maintained. Some committees have found it useful to conduct some meetings solely by videoconference or offer members the choice of attending or participating by telephone or videoconference, 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's 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 – please note that many staff liaisons are not attorneys.

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. If the committee uses an online community for archival purposes, then the minutes should also be uploaded to the online community.

Sample minutes may be found in the Appendix.

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

## **COMMUNICATIONS DEPARTMENT**

### **Department Responsibilities**

The 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 email, which is sent to members each Wednesday, as well as the State Bar News, which comes out two times a year. The Department collaborates with the Publications Design Department on the NYSBA Journal, which comes out six times per year.

The Department is also 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 Communications 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 informing the public of its work and to seeking 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, meetings of the Committee on Professional Ethics, 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. Any privileged materials will be marked as CONFIDENTIAL or PRIVILEGED and will be accompanied by a note explaining the privileged status of the materials.
- 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 in April 2018 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 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 Communications, with input, as needed, by Counsel's Office and Government Relations. Media inquiries directed to the Association shall be handled by the Association President, the Executive Director, the Director of the Department of Communications, or other authorized staff person, or, when appropriate, by a section or committee chair or another 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 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 Communications will refer reporters to the appropriate committee or section chair or official who may be able to assist. 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 and Communications is always willing and able to provide any help or guidance you need.

## 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 and 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 videoconference or conference calls rather than on-site meetings and using law offices or the Bar Center rather than private clubs for in-person 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. In November, the House of Delegates reviews and approves the Association budget for the forthcoming year. 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 reasonable 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. A reimbursement request form and supporting receipts and related information should be submitted through the committee liaison to request reimbursement of travel and other expenses.

### **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 centralized location and appropriate time to complete all business within a single day and to allow members to complete travel within a single day. Committees are encouraged to make use of the Bar Center as a meeting site for in-person or hybrid meetings.

*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, including if the first meeting is held concurrent with the Annual Meeting.

*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 webpages.

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 who will communicate with the NYSBA Marketing Department to satisfy these requests.

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.

The Association’s Social Media and Digital Communications Policy, Blogging Policy, and Communities Policy are included as appendices to this manual.

## 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 scheduling of reports after the 75-day deadline requires the approval of the Association President and, for reports requiring approval of the House of Delegates, the Chair of the House (i.e., the President-Elect). The report will be converted to PDF format and posted to [www.nysba.org/reportsgroup](http://www.nysba.org/reportsgroup). A notice about the report will then be e-mailed to the Reports Group – all members of the House of Delegates, Executive Committee, section chairs, committee chairs, and staff liaisons. 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](mailto:reportsgroup@nysba.org). Comments will be distributed to the House and/or Executive Committee in advance of the meeting. The NYSBA Affirmative Legislative Proposal Form is included as an appendix to this manual and should be submitted to the Reports Group together with the report / affirmative legislative proposal.

These scheduling 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.

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 comments 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 if the report does not conflict with Association policy and if it is conspicuously noted that the positions expressed are solely those of the group and not the Association. Notice of the intended release of such reports should be given to the President and

Executive Director, in coordination with the staff liaison to the committee, 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 on matters pertaining to the governance of the Association and issues of interest to the 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 legislative activity must be coordinated with the Department of Government Relations.**

Legislation being proposed by a committee requires the approval of the Executive Committee or, in some cases in which the bill is of broad interest to the membership, 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, including in the drafting of legislative memoranda, support letters, and other advocacy-based communications.

The Department of Government 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. The NYSBA Legislative Memorandum Form is included as an appendix to this manual and should be submitted to the Government Relations Department together with the comments / legislative memorandum prepared by the committee.

Committees should consider designating certain members or a subcommittee to handle legislative requests and liaise with the Department of Government Relations, especially if the committee has a strong legislative focus.

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 Government 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. To ensure compliance with the NYS Lobbying Law, **all legislative activity must be coordinated with the Department of Government Relations.**

## *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**

Link to Association Bylaws: <https://nysba.org/committees/committee-on-bylaws/>

**CODE OF CONDUCT  
OF THE  
NEW YORK STATE BAR ASSOCIATION  
(Adopted June 20, 2009; amended June 21, 2014)**

**A. Introduction**

The purposes of the New York State Bar Association include elevating the standards of integrity, honor and courtesy in the legal profession, as well as promoting the public good and advancing the interests of the legal profession. Members of the Association carry out these purposes on a volunteer basis by their participation in the Association. This Code is intended to assist members in carrying out the purposes of the Association in accordance with the law, the Rules of Professional Conduct, and the high ethical standards the Association espouses.

**B. Applicability**

This Code applies to all officers, members of the Executive Committee, members of the House of Delegates, and all other members of the Association who: (1) participate in any business decision, as defined in Section D (2) (a) below, of the Association or any of its sections, committees or task forces, or (2) hold a position entitling them to vote on a position or policy of the Association or any of its sections, committees or task forces (“Officers or Other Members”).

**C. Other Mandates**

The Association and its members are subject to various federal and state laws, rules and regulations. In addition, those members practicing in New York are subject to the Rules of Professional Conduct and those members practicing in other jurisdictions are subject to similar rules of professional conduct. In the event of a conflict between the provisions of this Code and such other authorities, the latter shall control, except for matters concerning conflicts of interest.

**D. Financial Conflicts of Interest Policy**

1. Fiduciary Duties of Officers and Other Members with Respect to Financial Issues
  - a. The purpose of this Financial Conflicts of Interest Policy is to protect the Association’s interests when it enters into a transaction or arrangement that might benefit the personal financial interests of an Officer or Other Member who participate in conducting the business of the Association. Officers and Other Members have a fiduciary responsibility to the Association in connection with transactions or arrangements of the Association which includes a duty of care and a duty of loyalty.
  - b. The duty of care concerns an Officer or Other Member’s competence in performing his or her responsibilities in connection with transactions or arrangements of the Association (“Responsibilities”). The Officer or Other Member must carry out his or her Responsibilities with that degree of diligence, attention, care and skill that a reasonable prudent person would exercise under similar circumstances.



- c. The duty of loyalty requires that an Officer or Other Member act in good faith and in a manner they believe to be in the best interests of the Association when performing their Responsibilities. The duty of loyalty forbids self-dealing and usurpation of corporate opportunities.

## 2. Rule on Related Party Transactions

- a. A “Related Party Transaction” means any transaction, agreement or any other arrangement in which an Officer or Other Member, or any Related Party with respect to such individual, has a financial interest, and in which the Association or any affiliate of the Association is a participant.
- b. The Association shall not enter into any Related Party Transaction, unless the following occur:
  - (i) The Audit Committee determines that such transaction is fair, reasonable, and in the Association’s best interest;
  - (ii) With respect to Related Party Transactions in which an Officer or Other Member (or any Related Party thereof) has a substantial financial interest, the Audit Committee (A) considers, prior to entering into such transaction, alternative transactions to the extent available, (B) approves such transaction by a majority vote of the committee members present at the meeting, and (C) the Audit Committee contemporaneously documents in writing the basis for its approval, including considerations of any alternative transactions.

## 3. Conflicts of Interest

- a. Except in compliance with this Policy, an Officer or Other Member may not act in carrying out this or her Responsibilities or enter into a Related Party Transaction if those actions involve a conflict of interest. A conflict of interest arises, for example, when an Officer or Other Members has a personal financial interest, which affects the objectivity of that individual in performing his or her Responsibilities on behalf of the Association or conflicts with the best interests of the Association.
- b. Each member of the Executive Committee, Finance Committee, and Audit Committee of the Association shall annually complete, sign and submit to the Secretary of the Association a written statement (i) identifying any entity of which such individual is an officer, director, trustee, member, owner or employee and with which the Association has a relationship and (ii) any transaction in which the Association is a participant and in which such individual might have a conflict of interest. Each member of the Executive Committee, Finance Committee and Audit Committee shall, prior such individual’s initial election, complete, sign, and submit to the Secretary of the Association a questionnaire identifying any entity or transaction with which such person might have a conflict of interest.

- c. Immediately upon an Officer or Other Member learning of a Related Party Transaction between such individual (or his or her Related Party) and the Association or other potential conflict of interest (“Interested Member(s)”), an Interested Member prior to participating in such matter, shall notify the Association’s attorney (or such other Association attorney as may be designated by the Executive Director) (the “Counsel”) in writing, fully describing all material facts of such matter. The Counsel shall disclose to the Audit Committee all Related Party Transactions or other potential conflicts of interest reported to her or him under this Policy.
- d. Interested Members shall not be present at or participate in a committee deliberation or vote on the matter giving rise to such conflict, but may, at the option of such committee, be present prior to the vote or discussion of the vote to make a factual presentation to such committee, disclose additional facts or respond to questions, provided, however, that Interested Members shall not attempt to influence the deliberation or voting on the matter giving rise to such conflict.
- e. The minutes of any committee meeting during which a Related Party Transaction or conflict of interest is discussed shall document the existence thereof, any action taken to determine where a conflict of interest was present, the committee’s determination whether a conflict of interest existed, and a decision on whether the transaction shall be approved notwithstanding the conflict.

#### 4. Rule on Receipt of Gifts

No Officer or Other Member who participate in conducting the business of the Association shall solicit or accept any gift, either in cash or in kind, where it could reasonably be inferred that the gift was intended to obtain a benefit from the Association; provided, however, that gifts valued at less than \$100 shall be presumed not to have been given for this purpose.

#### **E. Confidential Information**

Officers and Other Members who acquire confidential information of the Association in connection with their Association activities shall not disclose or use such information other than for the benefit of the Association and shall maintain the confidentiality of such information when such information is not generally available and is not intended to be disseminated beyond the Association. Such confidential information includes, but is not limited to: non-public information regarding Association employees; proprietary and business information; financial information; product or marketing plans; technical information and computer source codes; information about litigation; contracts and sponsorships or royalty agreements; and membership lists.

#### **F. Antitrust Policy**

The Association is subject to both federal and state antitrust laws. The Association is committed to obeying the letter and spirit of these laws. Accordingly, officers or other members acting on the Association’s behalf and all other members participating in Association activities shall take

whatever steps are necessary to ensure that the member shall not violate or cause the Association to violate these laws.

### **G. Reporting Suspected Violations (Whistleblower Policy)**

1. The purpose of this Whistleblower Policy is to protect from retaliation any Officer or Other Members, who in good faith, report any action or suspected action taken by or within the Association that is illegal, fraudulent, or in violation of policy of the Association.
2. Any Officer and Other Members who possess knowledge or suspect that any other Officer or Other Members or staff have engaged in conduct while acting on behalf of the Association that raises a substantial question as to whether such person has violated the law, this Code or other policies of the Association, including procedures for preserving the confidentiality of reported information, may make a confidential report of such suspected misconduct to the Counsel (“Whistleblower Reports”). The Association does not permit retaliation against any Officer or Other Member who, in good faith, reports a possible violation of laws, the policies of the Association, including this Code or the Business Conduct Standards. Any Officer or Other Member found to have been involved in improper retaliation shall be subject to sanctions as described in Section H.

### **H. Administration**

The Executive Committee shall appoint a special committee consisting of three or more former Presidents of the Association to administer, investigate and make a recommendation concerning disposition of any reported alleged violation of a provision of this Code, including Whistleblower Reports. Any alleged violation or Whistleblower Reports shall be referred to the special committee and shall not be disclosed to the Executive Committee unless and until the special committee submits a recommendation to the Executive Committee under the procedure set forth in this section. The special committee shall notify the alleged violator, if such notice has not previously been given, describing the alleged violation of the Code or Whistleblower Report, and provide such alleged violator with a fifteen day period in which to submit a written response setting forth information relating to the activities cited in the Whistleblower Reports or as an alleged violation. If the special committee thereafter makes a determination that further inquiry is justified, it shall give the alleged violator an opportunity to be heard. If the special committee determines at any time that there has been no violation, it shall so advise the alleged violator and the complainant. If the special committee determines that there has been no violation, all of the foregoing shall be confidential. Absent such determination, the special committee shall submit its recommendation to the Executive Committee, and the Executive Committee may have access to all material considered by the special committee. If the Executive Committee finds that a violation of the Association’s policies, including the Code, has occurred, or a violation of law may have occurred, the Executive Committee may impose such sanctions as it deems fair and appropriate.

Any member may seek the guidance of the Counsel with respect to any question that may arise under this Code, and may request a written opinion; provided, however, that in providing any written opinion or other advice, the Counsel shall act only as counsel to the Association and shall advise the member accordingly. Any member who receives a written opinion from the Counsel

after having fully revealed all relevant facts may not be sanctioned by the Association for acting pursuant to such advice.

#### **I. Effective Date and Amendment**

This Code shall become effective ninety days after adoption of a resolution by the House of Delegates approving the Code. Upon approval, it shall be published on the Association's web site. The Code may be amended from time to time by approval of a resolution by the House of Delegates. The Audit Committee shall review the Code at least once every three years to determine whether any amendments should be proposed.

**GUIDELINES FOR STAFF LIAISONS  
AND COMMITTEES  
(Approved by the Executive Committee June 23, 2005; Amended by the Executive  
Committee October 28, 2021)**

**INTRODUCTION**

Standing committees are an essential part of the Association. The active involvement and personal commitment of countless standing committee members provide 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 committees to facilitate the provision of meaningful, relevant, and outstanding services to the members.

Standing committees are similar in scope and purpose to NYSBA sections and task forces. NYSBA membership is a prerequisite for service in sections, task forces, and standing committees of the Association. However, standing committees differ from both sections and task forces in several keyways.

Sections focus on specific areas of practice or work setting and range in size from 300 to 4,500+ members. Each section draws its membership from lawyers or judges with common professional interests. Sections address professional development, improvement of laws, and continuing legal education in a variety of substantive law fields. Each section has its own officers, dues schedule, and committees of the section. Sections, subject to a few limitations such as the age requirements for the Young Lawyers Section and 50+ Section, are generally open to all members of the Association. Members of the Judicial Section must be active members of the judiciary.

Task forces are smaller, limited-scope groups formed by the Executive Committee or Association President to engage in a timely review of pressing legal issues or matters pertaining

to the governance of the Association. This usually includes the preparation of a substantive policy-based report and recommendations within the term of the President who established the task force.

Standing committees, in contrast, have smaller memberships and generally focus on specific assignments or issue-focused areas, such as Animals and the Law, Law Practice Management, or Membership. Committees are created by the House of Delegates, the Executive Committee, or the President, and are periodically reviewed by these bodies and by the Committee on Committees. The mission, work, and function of committees are governed by Article VI of the Association Bylaws. Any questions on the Bylaws, or on the general governance of committees, should be directed to the General Counsel and the Deputy General Counsel. The Bylaws are available online at <https://nysba.org/app/uploads/2021/03/NYSBA-Bylaws-January-2021.pdf> and as Attachment 1 to these Guidelines.

Appointments to standing committees and task forces are made at the discretion of the Association President as outlined in Guideline 13 below. Staff liaisons play a central role in assisting standing committees in accomplishing their goals and objectives. Standing committee 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 committee leaders and members have with the Association. Thus, it is important that staff liaisons exercise careful judgment, work closely with their assigned 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 each committee operates at a different activity level 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, the Deputy General Counsel, the General Counsel, or, as appropriate, the Executive Director.

## **GUIDELINES**

1) Liaisons should be available to committee leaders by videoconference, telephone, e-mail, or in person to discuss proposals, policy issues, or any other matters. Committee liaisons should meet with the respective committee chairs towards the beginning of the Association year (June 1<sup>st</sup>) to discuss changes to the committee roster, goals for the year, plans for upcoming events, and other relevant committee business. *See Attachment 2: Sample Introductory Email to New Committee Chairs; Attachment 3: Sample Welcome Email to Committee Members.*

2) Liaisons should coordinate with their assigned committee leaders to develop agendas for meetings, and to distribute agendas and meeting materials prior to the meetings. Letterhead for each standing committee is created at the start of each Association year in June by the Assistant to the General Counsel and is accessible in the Shared Drive\ under S:\LTRHEAD. *See Attachment 4: Sample Committee Letterhead.*

3) Liaisons should actively share information with appropriate staff and departments to facilitate 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 contact and publicity, meeting development, membership, continuing legal education, financial administration, and other activities. E-mail 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 an electronic folder in either the Shared or Department drive for assigned committees. These folders should include, categorized by year, copies of meeting minutes, reports, legislative actions, meeting information, and general correspondence relative to the committee.

5) Liaisons are expected to participate in all meetings of the committee, in person, by videoconference, or by telephone. Likewise, liaisons should participate in staff liaison meetings to share information and ideas, and to coordinate with other relevant staff members on projects involving multiple committees, sections, or leadership initiatives.

6) Liaisons should ensure that committees maintain minutes of all their meetings. *See* Attachment 5: Template Meeting Agenda and Minutes

7) Liaisons should encourage their committees to meet on a reasonable basis, either in person, by videoconference, or by telephone. In furtherance of this purpose, liaisons should arrange meetings, videoconferences, or conference calls for committees, as needed. Standing committees should utilize the NYSBA videoconference and conference call systems to the greatest extent possible. In person meetings should be held at neutral locations, such as the Bar Center, law schools, and, as appropriate, the law office conference rooms of committee chairs or members. Careful attention should be given to ensure that the use of law offices for committee meetings does not represent or imply that the Association gives preferential treatment to or maintains a favored opinion of said law firm.



8) Liaisons shall familiarize themselves with the Financial Policy for Committees of the Association and ensure that committee chairs are familiar with this policy, especially the provisions on travel reimbursements. The policy is available online at <https://nysba.org/app/uploads/2020/05/FINANCIAL-POLICY-FOR-COMMITTEES-1-1-15.pdf> and as Attachment 6 to these Guidelines. Requests for the use of funds supplemental to the committee budget require the approval of either the Executive Director, the Association Treasurer and Chair of the Finance Committee, or the full Finance Committee, depending on the amount of the request.

9) Liaisons shall work with committee chairs to develop yearly budgets and keep track of expenditures monthly. The budget preparation process begins in June of each year. Committee liaisons are expected to prepare the draft budgets for their assigned committees and to communicate with committee chairs, and the appropriate staff, to complete this process based on the anticipated reasonable needs of the individual committee. Draft budgets for all committees, sections, and departments are compiled over the summer and the full budget then prepared by the Finance Department under the Senior Director of Finance in consultation with the Executive Director. The Finance Committee then meets in the fall to review, amend, and approve the draft budget. The budget for the upcoming year is then presented to and approved by the House of Delegates at the Fall meeting.

9) Liaisons should help committee chairs 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. This may include the preparation and submission of memoranda concerning legislation at the state or federal level. Staff liaisons should consult with the Governmental Relations Department on committee requests

pertaining to legislation, commentary on legislation, or any outreach to the state or federal government. Committee chairs and members shall not, in any capacity, hold themselves out as representatives of the Association without the prior approval and oversight by NYSBA leadership and the Governmental Relations Department. Any outreach to the government done outside of these established frameworks could be interpreted as lobbying and expose the Association to significant liability and penalty. Immediately contact the Governmental Relations Department and, as appropriate, the General Counsel, Deputy General Counsel, or Executive Director should any members of the committee, including committee chairs, engage in any such activity without the approval and involvement of NYSBA leadership and the Governmental Relations Department.

10) Liaisons should coordinate with the Marketing Department's website coordinator in the development and ongoing maintenance of committee websites. This shall include coordination on the posting of meeting notices and registration materials; periodic review of the sites for relevance and timeliness and communication with relevant in-house staff if changes are necessary. Liaisons, and not member leadership, are responsible for the maintenance of and posting to the committee websites.

11) Staff liaisons should encourage the use of the committee online community to the greatest extent possible. The online communities function as a listserv and documentary repository and serve as a forum for committee members to share information and relevant resources and materials. Committee liaisons, chair, and members should familiarize themselves with the Communities Policy for use of the online community. This policy is available at <https://nysba.org/app/uploads/2021/07/NYSBA-Communities-Policy-January-2020.pdf> and as Attachment 7 to these Guidelines. Any request for messages to be sent should be coordinated through the Communications Department and Marketing Department.

12) Liaisons should keep committee leaders apprised of Association policy related to proposed or planned projects of the 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 committee informed of relevant Association positions or actions.

13) Staff liaisons should familiarize themselves with the Rules of the Executive Committee and House of Delegates for the Consideration of Reports and ensure that committee chairs are similarly aware of the rules and requirements for the submission of reports. The Rules are available at <https://nysba.org/app/uploads/2020/06/Final-New-Rules-for-Submission-of-Reports-corrected-4-12-11-002.pdf> and as Attachment 8 of these Guidelines. Agenda items which require the approval of the Executive Committee and/or House of Delegates, including substantive reports prepared by Association sections, task forces, and committees, are shared with all section and committee chairs via the Reports Group online community in advance of scheduled meetings of the House of Delegates. This allows committees to review and comment on relevant reports before they are voted on by the House and become Association policy. Staff liaisons should ensure that committee chairs are aware of these notices when reports are posted to the Reports Group online community and of the opportunity to comment on reports. However, the actual review and decision to comment on the reports should be at the discretion of the respective committee. Resources pertaining to the House of Delegates, including meeting agendas, materials, and reports, are available at <https://nysba.org/committees/members-of-the-house-of-delegates/>. Please contact the General Counsel and Deputy General Counsel with any questions pertaining to the Executive Committee, House of Delegates, or reports of the Association.

14) The filing of amicus curiae briefs on behalf of NYSBA requires the approval of the Executive Committee and cannot be undertaken by an individual committee. The Rules for the Filing of Amicus Curiae Briefs on Behalf of the New York State Bar Association are available at <https://nysba.org/app/uploads/2020/07/NYSBA-Amicus-Policy.pdf> and as Attachment 9 of these Guidelines.

15) Liaisons shall assist in the annual committee review and appointment process. The committee appointment process begins each February with the President-Elect as he or she prepares for the upcoming term. A form will be sent to each liaison to work with the committee chair to review the membership of the committee, including recommendations on any new members or members to be rotated off the committee for lack of participation or other purposes. *See* Attachment 10: Sample Confidential Questionnaire for Committee Appointment Process; Attachment 11: Sample Email to Committee Chairs Re Committee Appointment Process. The staff liaison shall also participate in the periodic review of committee activity as requested by the Committee on Committees. This periodic review ensures that committees remain focused on their intended purpose and mission, and that Association resources are adequately allocated to support the continued work of committees. *See* Attachment 12: Sample Confidential Questionnaire for Committee on Committees Review. Committee members are notified of their appointment – or reappointment – the committee in the late spring of each year (usually in May, to coincide with the start of a new Association year and presidential term on June 1<sup>st</sup>). *See* Attachment 13: Sample Committee Appointment Letter.

16) Liaisons should assist committees in the preparation of plans for the year ahead and an annual report to the President regarding section activities, or other reports as may be requested by the Association’s leadership or Department of Communications. Liaisons should coordinate

with the General Counsel and Deputy General Counsel should the committee wish to request to give an informational report to the Executive Committee and/or House of Delegates, in addition to adherence to the Rules posted above concerning the submission of substantive reports for approval by the Executive Committee and/or House of Delegates.

17) If a 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. The creation or new awards, or the modification or current awards, requires the approval of the Executive Committee as a consent calendar action item, and should be brought to the attention of the General Counsel and Deputy General Counsel in advance of scheduled meetings of the Executive Committee.

18) Liaisons to committees shall be responsible for arranging space for Annual Meeting programs, and, with the Sections and Meeting Services Department and Marketing Department, developing program fliers, publicizing and mailings for events, as well as assisting in the compilation of meeting materials.

19) Liaisons should coordinate with the Marketing Department in developing targeted mailing lists for meetings and special events. Liaisons should coordinate with the Continuing Legal Education Department in the scheduling of all committee CLE programs and webinars. Although these programs will be administered by the CLE Department, the liaison is expected to monitor developments relative to the program and ensure that information on the program is available to members of the committee.

20) Members of the Executive Committee are assigned as member liaison to several Association sections and committees. The purpose of this liaison-ship is twofold – to report to the Executive Committee on the workings and needs of individual sections and committees, and to

report to sections and committees on matters related to the policy, governance, and fiscal oversight of the Association. This reporting may involve consultation with the committee staff liaison on the working of the committee, goals, and programs. Executive Committee liaisons are requested to participate in the assigned section's executive committee meetings and, for committees, scheduled full committee meetings, and to also attend other major events for the assigned section or committee. Executive Committee liaisons are ex officio members of the committee and should abstain from all votes taken by the assigned committee.

21) The New York State Bar Association is registered with the New York State Joint Commission on Public Ethics ("JCOPE") pursuant to the Lobbying Act to engage in lobbying activities. Consequently, public officials cannot accept certain benefits from the Association. Notify the General Counsel and Governmental Relations' office of any intended gifts to public officials or plans to give gifts to public officials to ensure that any activity follows NYSBA and JCOPE policy.

22) Staff liaisons are employees of the New York State Bar Association, and not of any individual section, committee, chair, or member. Staff should confer with their supervisor on any member requests that suggest action outside the scope of these Guidelines.

#### **INFORMATION ON REMOTE MEETINGS AND EVENTS VIA ZOOM**

Committees are encouraged to hold meetings by video or by telephone conference call where practicable (*See* Financial Policy for Committees, F.1.b.). Zoom has proven to be a reliable tool for hosting committee meetings, forums, and other events. The following information should be instructive to liaisons as they plan future remote meetings and events for their assigned committees.

- There are two types of Zoom platforms – Meetings and Webinars. Although similar in setup and operation within the Zoom software, there are some key differences. Meetings are most like an in-person traditional meeting, in that all participants, unless otherwise prohibited by the host, can turn on video and audio, screen share, and view the list of attendees. Webinars, in contrast, are structured so that the host designates a certain number of panelists who are given the ability to share video, audio, and screen. All other attendees participate in the webinar as an observer (i.e., they view and listen to whatever is being shared by the host or panelists), although there are certain interactive features which may be enabled, such as Q&A, chat, and polls. The webinar host can “promote” attendees to panelists so that they can share screen, audio, and video – this can be particularly useful in managing the Q&A for larger events.
- In general, regular committee meetings and smaller events (fewer than 30 people) should be set up as Zoom meetings, while larger events, such as CLE programs, public forums, and special events such as meetings of the House of Delegates should be set up as Zoom webinars. The Zoom webinar platform allows for a more structured and controlled event than a Zoom meeting in that the host has absolute control over who can share audio, video, and screens (although there are useful administrative features within the Zoom meeting platform to ensure privacy and a smoothly-managed meeting, such as the waiting room, which requires the host to approve all individual attendees before they can join the meeting, and the “mute upon entry” feature which requires attendees to manually unmute themselves when they wish to speak. The meeting host also retains the ability to mute attendees, designate co-hosts, and remove participants as needed from the meeting).

- It is recommended that staff liaisons confer with the committee or event chair before the event on preferences for remote meeting etiquette, including how speakers will be recognized and whether the chat will be enabled. The “Raise Hand” function should be used should attendees wish to speak. Once selected, a “raised hand” Emoji will appear next to the attendees’ name in their individual picture box and next to their name in the list of attendees in both Zoom webinars and Zoom meetings. The host can lower hands as needed and in a Zoom webinar, as described above, can choose to promote attendees with their raised hand so that they can share screen, audio, and video. The Q&A feature may also be utilized in Zoom webinars should an attendee wish to pose a specific question to the webinar host, panelists, or moderator. The host, panelist, or moderator can choose to either answer the question live, type out an answer, or ignore the question. The chat function can also be disabled as needed or limited so that only panelists, and not attendees, can use the chat.
- The staff liaison should ensure that all presenters are comfortable using the “share screen” feature, especially if PowerPoint is to be used, and should save backup copies of any PowerPoints or videos in case presenters have technical difficulties in sharing multimedia via Zoom. However, it is generally expected that presenters will share and control their own PowerPoint presentations.
- The staff liaison should confer with the committee chair in advance of the event on whether the meeting or webinar should be recorded and, if so, also whether the transcript should be enabled in Zoom. Both staff liaisons and committee chairs should remain aware that the minutes, and not recordings or transcripts, are the official record of Association meetings



per the Bylaws. A committee member should be designated as Secretary or Recorded if needed to take minutes for the remote meeting or event.

- Polls can be enabled for both Zoom meetings and Zoom webinars. The results of the poll can be shared with all attendees or only shown to the host and panelists – the staff liaison should confer on this with the committee chair before the meeting. Staff liaisons should note that the first poll must be built within the Zoom app before the webinar/meeting begins, and other polls can only be built during the scheduled duration of the webinar/meeting (i.e., if the meeting is only scheduled for two hours in Zoom, then the poll feature will be disabled once the two-hour mark is reached and the host prohibited from building additional polls). Staff liaisons should ensure that Zoom meetings and webinars are appropriately scheduled so that such technological delays are avoided, with polls built in advance of the meeting or webinar.
- The meeting or webinar host will receive an email notification with link to any recordings, poll results, and transcripts shortly after the end of the meeting. The link to the recording can be freely shared, or, in coordination with the Communications Department, uploaded to the Association’s Vimeo account and the committee’s online community.

## **CONCLUSION**

The foregoing guidelines represent a core body of principles to guide staff members in discharging their liaison responsibilities to standing committees of the Association. These guidelines shall not be viewed as all-inclusive, as circumstances may arise where variations are warranted. In those 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 committees.

## **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

## SAMPLE COMMITTEE 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]

**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.



**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.

## NYSBA Affirmative Legislative Proposal Form

This form should be completed and attached to any affirmative legislative proposal to be considered by the Association's Executive Committee. This form will be used internally to assist our Government Relations Department.

Date:

Name of Section or Committee:

2-3 sentence summary of proposal:

Rationale why the law needs to be amended:

Examples of how current law is working in practice and how it would be changed under the proposal:  
Fiscal implications (if any):

Known support/opposition from other sections, committees, or organizations (if any):

Proposal point person contact information for Government Relations follow up:

## NYSBA Legislative Memorandum Form

This form should be completed and attached to any legislative memorandum submitted for consideration by the President. This form will be used internally to assist our Government Relations Department and the President.

Date submitted:

Deadline to be submitted to the legislature, Governor, etc. (if any):

Name of Section or Committee:

Date approved by Section or Committee:

2-3 sentence summary of proposal:

Known support/opposition from other sections, committees, or organizations (if any):

Summary of applicable NYSBA policy previously approved by the Association's Executive Committee or House of Delegates (if any):

Proposal point person from Section or Committee contact information for Government Relations follow up:

## **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 organization<sup>1</sup>. 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 consequently do not always appreciate the distinction between communications from the Association itself and those from its Sections and Committees. Therefore, 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.

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

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<sup>1</sup> 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.



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 the 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, then 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**

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**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**

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**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.

**NYSBA Social Media and Digital Communications Policy**  
**Approved by the NYSBA Executive Committee January 2020**

**A. Policy Statement**

The New York State Bar Association (“NYSBA” or “the Association”) recognizes that the internet, electronic communications and social media are changing communication and information delivery. This policy is designed to foster responsible, constructive communications via social media for members of the Association.

This policy is intended to conform to the laws of New York State and the United States. It should be interpreted in a manner consistent with NYSBA bylaws and policies, including the Code of Conduct of the New York State Bar Association already in place. This policy also complements the Association’s guidelines for use of bulk e-mail for communications to members. A separate policy for Association staff has been developed as an addendum to the Employee’s Handbook.

**B. Guiding Principles**

1. Effectively managing and protecting NYSBA’s confidential information is a critical responsibility for all members. You must not speak or otherwise imply that you are acting on behalf of the NYSBA or that you have an official NYSBA opinion unless authorized to do so. Communications made through social media do not constitute a legal or official notice or comment to NYSBA or any official or employee of NYSBA for any purpose.
2. NYSBA Social Media Sites: Only those officially designated in item “a” below or by NYSBA’s executive director or his or her designee can use social media to speak on behalf of NYSBA, though any member may use social media to speak for themselves individually.
  - a. Those officially designated to use social media to speak for the Association are the Officers of the Association, the Executive Director, the Social Media and Web Content Manager and the Managing Director of Marketing & Communications or his or her specific designee - an employee who is a direct report to the Director and who has received training on social media and media services.
  - b. NYSBA will maintain the official NYSBA presence on any social media/social networking site and may, at its discretion, create sites for various entities, such as Sections or Committees. Only NYSBA staff designated as social media administrators (the social media and web content manager or a designated staff member from Marketing and Communications) may create official NYSBA social media sites. NYSBA reserves the right to have any unofficial pages removed by the social media/social networking site.
  - c. The use of the NYSBA name, logo, trademarks or other branding elements on social networking sites is limited to NYSBA’s official sites only; the NYSBA name, logo, trademarks or other branding elements should be added to such sites only by NYSBA staff designated as social media administrators. All use of NYSBA’s name, logo, trademarks or other branding elements must comply with existing NYSBA graphic standards and trademark/service mark policies.
  - d. Staff liaisons authorized by the Executive Director may post social media communications on behalf of a group to which they are liaison. The liaison must confine him or herself to posting only information specific to the Section or Committee to which they are assigned as liaison and only to the social media accounts specific to that entity.
  - e. NYSBA members and Section and Committee members are encouraged to interact with NYSBA’s social media channels and to participate in NYSBA’s social media platforms. Any member may post to a NYSBA social media group of which they are a member if that social media channel allows for posting.

3. Misrepresentations made about NYSBA by the media or analysts should be brought to the attention of the Managing Director of Marketing and Communications; the Managing Director or his or her designated representative will handle any response in consultation with the Executive Director. Misrepresentations made about NYSBA by bloggers or other social media communications on any forum, network, group, etc. should be brought to the attention of the Social Media and Web Content Manager, who will handle a response in consultation with the Executive Director and other NYSBA staff as appropriate.
4. Guidelines for member use of various social media channels:
  - a. NYSBA trusts and expects members to exercise personal responsibility and to act professionally whenever they use social media in any manner related to NYSBA.
  - b. NYSBA members are encouraged to become followers of NYSBA's social media vehicles. Members are welcome to comment using their own "handles" or accounts but should remember that they are being viewed in their professional capacity and should submit their comments accordingly and in accordance with the guidelines in this policy.
  - c. NYSBA reserves the right not to friend, follow, like or link to any social media accounts for any reason.
  - d. NYSBA members should always be aware that their communications on social media are neither private nor temporary. Social Media communications live online indefinitely, and they may be visible to a broader audience than one may intend.
  - e. NYSBA social media sites exist for the exchange of substantive, topical information by, between and for NYSBA members. Negative or harmful conduct is prohibited, including but not limited to flame wars, *ad hominem* attacks, advertising not related to NYSBA or any types of commercial solicitations. Posts are subject to libel, slander, and antitrust laws.
  - f. NYSBA members should not post on NYSBA Social Media sites:
    - i. information containing or linking to libelous, defamatory or harassing content, even by way of example or illustration;
    - ii. information that is confidential or proprietary to NYSBA, NYSBA's affiliates, or NYSBA's members;
    - iii. anything that would bring or tend to bring the Association into disrepute;
    - iv. use the NYSBA brand to endorse or promote any product, opinion, cause or political candidate unless such use is authorized by the NYSBA president or NYSBA Executive Committee;
  - g. By posting content to a social media platform, you warrant and represent that you either own or otherwise control all of the rights to that content, including, without limitation, all the rights necessary for you to submit the content.
  - h. Members who post to blogs must also comply with [NYSBA's Blogging Policy](#).
  - i. Members who post to Communities must also comply with [NYSBA's Communities Policy](#).
5. All members are reminded that they are to abide by the principles of the New York Rules of Professional Conduct, including attorney obligations with regard to competency, advertising, privilege, and client confidences, and this policy is complementary to the Rules.
6. NYSBA encourages transparency and honesty in its activities. Members must use their real names in any social media communication that involves Association-related topics. The use of pseudonyms and aliases is not permitted for communication that involves Association-related topics.
7. Compensation and Incentives:
  - a. NYSBA does not pay bloggers or anyone else outside of NYSBA to write endorsements or create fake or misleading social media communications
  - b. NYSBA does not purchase inbound links, participate in link bartering exchanges or use the promise of inbound links to try to convince individuals to create positive social media communications about or on behalf of the Association

8. NYSBA's sections and committees draft documents for internal consideration and governance of those sections and committees and for the Association. They also draft statements, proposed rules and a wide variety of position papers, reports and other documents meant to influence a wide variety of people and interests.
9. NYSBA supports open communication, however, open communication must be balanced with the understanding that a draft that is still in the formulation stage has not reached a state where the group drafting the document has reached consensus on the position taken by the draft. It is contrary to an open and thoughtful deliberation process to post drafts in an area of the **NYSBA website or elsewhere** that is accessible to more than the immediate group drafting the document. In general, a group drafting a document should refrain from posting the internal Section or Committee deliberations, including drafts, in any public online forum or format. Forums appropriate for discussion of drafts in formulation stage include NYSBA Communities and collaborative workspaces provided by NYSBA. Draft reports intended for consideration by the Executive Committee and/or House of Delegates should be submitted to the Association in accordance with the NYSBA reports policy.
10. NYSBA members using social media channels with respect to NYSBA business are expected to do so without infringing the rights or property of others.
11. NYSBA members must not use social media channels to discuss NYSBA's legal matters, litigation, its financial performance or other confidential information unless specifically authorized by the NYSBA leadership. See [NYSBA Ethics Opinions](#) page for further guidance.

### **C. Enforcement**

12. Failure to comply with this policy may result in:
  - a. Removal of content
  - b. Withdrawal, without notice, of access to information and/or information resources.
  - c. Discontinuance of unauthorized social media accounts.
  - d. Disciplinary action in accordance with NYSBA bylaws and policies.

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## Appendix A - Definitions

1. Social Media Networks and Forums – Communities, blogs, Facebook, Twitter, LinkedIn, Instagram, YouTube, wikis, social networks, social bookmarking services, user rating services and any other online applications, sharing or publishing platform, whether accessed through the web, a mobile device, text messaging, email or any other electronic communications platform.
2. Social Media Account – A presence or participation in a social networking channel.
3. Social Media Communications – Communities, blog posts, blog comments, status updates, text messages, posts via email, images, audio recordings, video recordings or any other information made available through a social media channel. Social media communications are the information and data a user distributes through a social media channel, usually by means of their social media account.
4. NYSBA-related Topics – Examples of NYSBA-related topics include news and information about our businesses, members, affinity partners, products and services, as well as the categories in which we compete.
5. Official Content – Content created and made available by NYSBA.
6. Inbound Links – An inbound link is a hyperlink that transits from one domain to another. A hyperlink that transits from an external domain to your own domain is referred to as inbound link. Inbound links are important because they play a role in how search engines rank pages and domains in search results.
7. Link Bartering Exchanges – Trading or purchasing inbound links from other domains exclusively for the purposes of lifting your domain in search engine page results.
8. NYSBA Branding Elements – Branding elements refer to the name, logo, trademarks and other intellectual property of NYSBA.

# NYSBA BLOGGING POLICY

Approved by the NYSBA Executive Committee January 2020

## BLOG APPROVAL PROCESS

The New York State Bar Association (NYSBA) has dedicated a portion of its website to blogs ([www.nysba.org/blogs](http://www.nysba.org/blogs)). If a NYSBA section, committee, or other NYSBA entity would like to set up a blog page, they must email [webmaster@nysba.org](mailto:webmaster@nysba.org) for approval to start a blog page. NYSBA can approve or decline a proposal for a blog page for any reason. If approved, NYSBA will set up a blog page for that Section, committee or NYSBA entity.

## BLOG ADMINISTRATION

1. Approved NYSBA entities should appoint a blog administrator (or more than one) from the group to be the primary blogger(s). Blog posts should be “signed” by the person making the post in the event the blog is written by multiple parties using a common login. For blogs with multiple logins the system indicates the name of the contributor. Sections and Committees may have more than one blog (at the discretion of NYSBA). The creation of all blogs requires the approval of the Section or Committee chair.
2. All approved blog pages, must include a header at the top of the blog page, which states, “*The opinions expressed and statements made by the bloggers are those of the blogger alone and do not necessarily reflect the opinions of NYSBA, its sections, committees, special committees or subcommittees or any employee or other member thereof. Posts or portions thereof are not intended to represent legal advice of any kind.*”
3. Blog administrators should consult with their staff liaison with regard to any questions about posts.
4. Blog administrators should ensure that content is uploaded to the blog on a regular basis, preferably at least one post per month. If there is inactivity on a blog page that exceeds one year, NYSBA, at its discretion, will give notice to the NYSBA entity that the blog will be removed from the NYSBA website.
5. All blog submissions, including comments, become the property of NYSBA which reserves the right to reproduce these entries in any format currently known or to be developed in the future.
6. NYSBA is the publisher of all blogs and as such retains the right to edit or remove any submission for style, content, clarity, brevity, usage, or any other reason. NYSBA reserves the right to only publish comments relevant to the conversation.

## BLOG GUIDELINES

1. NYSBA blogs exist for the purpose of expanding the body of knowledge relating to positions of the Bar Association and have no commercial intent or purpose. NYSBA Sections, committees, and other NYSBA entities with approved blog pages are invited to blog on topics of interest to the NYSBA membership and the public at large.
2. Use of a NYSBA blog should not be construed as any type of contract or employment. Blog contributions are strictly voluntary and should not be considered works for hire. Contributors will receive no consideration for their work.

3. As the publisher, NYSBA encourages thoughtful and cogent blog posts and insightful commentary. Blog posts that become personal, resort to inappropriate language, or do not support the overall mission of NYSBA will not be published or will be removed. Comments will only be published if they directly relate to the blog post to which they are attached and comply with the above standards.
4. By posting content to a blog, you warrant and represent that you either own or otherwise control all of the rights to that content, including, without limitation, all the rights necessary for you to submit the content. If you would like to post certain content on the blog that was originally posted elsewhere, please send an email to [webmaster@nysba.org](mailto:webmaster@nysba.org).
5. When crafting posts, do not provide legal advice. Contact [webmaster@nysba.org](mailto:webmaster@nysba.org) or your staff liaison if you ever have questions on this point.
6. Use caution when discussing actual matters or litigation on the blogs (even as a hypothetical). Blogs are not confidential communications. Messages may be seen by other parties, government agencies, or opposing counsel.
7. Blog administrators and bloggers are encouraged to post links to their blog posts to personal and NYSBA-sanctioned social media accounts in order to encourage traffic to the blog post.
8. Posts are subject to libel, slander, and antitrust laws.
9. Blog administrators and members who utilize NYSBA's Blog pages must also comply with the provisions of NYSBA's Social Media and Digital Communications Policy.
10. NYSBA reserves the right to terminate access to any user who does not abide by this policy.



## NYSBA Communities Policy

Approved by the NYSBA Executive Committee January 2020

Thank you for being part of a New York State Bar Association (“NYSBA”) Communities. In order to join and use one or more NYSBA Communities, you must read the policy set forth below and accept the acknowledgement below.

You also agree to reserve discussions, shared files and content to that best suited to the medium. This is a great medium with which to solicit the advice of your peers, benefit from their experience, and participate in an ongoing conversation. Questions should be directed to our Member Resource Center via [webmaster@nysba.org](mailto:webmaster@nysba.org).

Please take a moment to acquaint yourself with this policy. If you have questions, contact NYSBA’s Member Resource Center at [webmaster@nysba.org](mailto:webmaster@nysba.org). In order to preserve a climate that encourages both civil and fruitful dialogue, we reserve the right to suspend or terminate membership in this Community for anyone who violates these rules.

### **DISCUSSION GROUP ETIQUETTE & RULES OF CONDUCT**

1. Only send a message to the entire group when it contains information that everyone in your community can benefit from. Send messages such as “thanks for the information” or “me too” to individuals—not to the entire group. Do this by using the “*Reply to Sender*” link (instead of “*Reply to Group*.”)
2. Include a signature tag on all messages. Include your name, affiliation, location. If you are not a licensed attorney, please note that in your signature line in every post to the Communities.
3. State concisely and clearly the topic of your comments in the subject line. This may include common abbreviations or “hashtags” such as LPM, LIT, or CORP. This allows members to respond more appropriately to your posting and makes it easier for members to search the archives by subject.
4. Include only the relevant portions of the original message in your reply. Delete any header information and put your response before the original posting.
5. Do not post administrative messages, such as “remove me from the group.” Instead, use the web interface to change your settings or to remove yourself from a group. If you are changing e-mail addresses, you do not need to remove yourself from the group and rejoin under your new e-mail address. Simply change your settings.
6. Warn other Community subscribers of lengthy messages either in the subject line or at the beginning of the message body with a line that says “Long Message.”
7. Don’t challenge or attack others. The discussions and comments are meant to stimulate conversation not to create contention. Let others have their say, just as you may.
8. Don’t post commercial messages in any Community. This includes advertising or promoting non-

NYSBA CLE programs.

9. Information posted to a Community or its library is available for all members of the group to see, and comments are subject to libel, slander, and antitrust laws.
10. Use caution when discussing actual matters or litigation (even as a hypothetical). The Communities are confidential forums. Posts may be seen by other parties, government agencies, or opposing counsel.
11. All defamatory, abusive, profane, threatening, offensive, or illegal content is strictly prohibited.
12. The Communities are not the place for discussion of partisan politics, world politics, terrorism, and war. No political editorials, articles or links thereto, may be posted to unless related directly to legislation or a specific legal topic.
13. Do not distribute through the Communities any content such as, petitions for signatures, solicitations of users, promotional materials, chain letters or letters relating to pyramid schemes, advertising or solicitations for funds, political campaigning, mass mailings, any form of unsolicited commercial or promotional email ("spam") or an offering of lawful or fraudulent goods, services, schemes or promotions.
14. Do not post anything that you would not want the world to see or that you would not want anyone to know came from you. Please note carefully all items listed in the disclaimer and legal rules below, particularly regarding the copyright ownership of information posted.
15. Participants are asked not to share content outside the community unless they obtain the consent of the author.
16. Post should be made only to the most appropriate Communities or libraries. Do not spam several Communities or libraries with the same message.
17. Posts may not encourage or facilitate members to arrive at any agreement that either expressly or impliedly leads to price fixing, a boycott of another's business, or other conduct intended to illegally restrict free trade. Posts that encourage or facilitate an agreement about the following subjects are inappropriate: fees, prices, discounts, or terms or conditions of sale; salaries; profits, profit margins, or cost data; market shares, sales territories, or markets; allocation of customers or territories; or selection, rejection, or termination of customers or suppliers.
18. Do not post any information or other material protected by copyright without the permission of the copyright owner. By posting material, the posting party warrants and represents that he or she owns the copyright with respect to such material or has received permission from the copyright owner. In addition, the posting party grants NYSBA and users of this site a nonexclusive and transferrable right and license to display, copy, publish, distribute, transmit, print, and use such information or other material.
19. This site is provided as a service for NYSBA members. NYSBA is not responsible for the opinions and information posted on this site by others. We disclaim all warranties with regard to information posted on the Communities; this disclaimer includes all implied warranties of merchantability and fitness. In no event shall NYSBA be liable for any special, indirect, or consequential damages or any damages whatsoever resulting from loss of use, data, or profits, arising out of or in connection with the use or performance of any information posted on this site.
20. NYSBA does not actively monitor the site for inappropriate postings and does not on its own undertake editorial control of postings. However, in the event that any inappropriate posting is

brought to the attention of NYSBA, appropriate action will be taken. NYSBA reserves the right to remove discussion threads, including all posts, related to any content that is in violation of this policy. NYSBA reserves the right to terminate access to any user who does not abide by this policy.

21. Participants in Communities must also comply with NYSBA's Social Media and Digital Communications Policy.