

ASCL Sponsor Members

Minutes -- 2013

Annual Meeting of the Society on October 12, 2013

MINUTES

of the Annual Meeting of the Sponsor Members

of the American Society of Comparative Law, Inc.

Held on Saturday, October 12, 2013, at 9:00 a.m.,

in Room 114 at the University of Arkansas at Little Rock, William H. Bowen School of Law, 1201 McMath Avenue, Little Rock, Arkansas.

The annual meeting of the Sponsor Members of the American Society of Comparative Law, Inc., was called to order by President H. Patrick Glenn at 9:00 a.m.

1. Secretary's Roll Call

A sheet for silent roll call was distributed. The following 48 Sponsor Members were present at the meeting and were represented by the individuals listed below:

1. University of Alabama School of Law: Kenneth Rosen, Ron Krotoszynski, Jr.
2. American University, Washington College of Law: Fernanda Nicola
3. University of Arkansas at Fayetteville Lefar Law Center: Robert B. Lefar, Stephen M. Sheppard
4. University of Arkansas at Little Rock Bowen School of Law: Kenneth S. Gallant, Sarah H. Jenkins
5. University of Baltimore School of Law: James Maxeiner, Mortimer Sellers
6. Boston College Law School: Richard Albert
7. Catholic University of America: Rett Ludwikowski (by proxy)
8. Chicago-Kent College of Law, IIT: David J. Gerber
9. Columbia University School of Law: George A. Bermann
10. University of Connecticut School of Law: Richard S. Kay
11. Cornell Law School: Annelise Riles
12. University of Denver College of Law: Ved P. Nanda
13. Drake University Law School: Miguel Schor
14. Duke University School of Law: Ralf Michaels
15. Emory University School of Law: Robert B. Ahdieh
16. University of Florida College of Law: Pedro Malavet
17. Fordham University: Martin Gelter
18. University of Hawai'i, Richardson School of Law: Alison W. Conner
19. Indiana University at Bloomington Law School: Jay Krishnan (by proxy)
20. Indiana University at Indianapolis: Frank Emmert
21. University of Iowa College of Law: John C. Reitz
22. Loyola University New Orleans School of Law: Dominique Custos
23. McGill University, Institute of Comparative Law: H. Patrick Glenn, Helge Dedek
24. University of Maryland School of Law: Peter E. Quint

25. University of Michigan Law School: Mathias W. Reimann
26. University of Minnesota Law School: Fred L. Morrison
27. University of Missouri-Columbia School of Law: William B. Fisch, Stacie I. Strong
28. Oklahoma University School of Law: Shannon Roesier
29. University of the Pacific McGeorge School of Law: Franklin Gevurtz
30. Pennsylvania State University, Dickinson School of Law: Louis F. Del Duca
31. Pepperdine University School of Law: Donald Childress
32. University of Pittsburgh School of Law: Vivian Grosswald Curran, Haider Hamoudi
33. Princeton University Program on Law & Public Affairs: Kim Lane Scheppele
34. Saint John's University School of Law: Jeffrey K. Walker, Lucas Rezende
35. University of San Diego School of Law: Bert Lazerow
36. Seton Hall University School of Law: Elizabeth F. Defeis
37. National University of Singapore Faculty of Law: Gary F. Bell
38. Southern Methodist University: Peter Winship
39. Southwestern University Law School: Jonathon M. Miller
40. Texas Wesleyan University: James P. George
41. Università di Trento Facoltà di Giurisprudenza: Luisa Antonioli
42. Tulane University School of Law: Ronald J. Scalise, Sally Richardson
43. Washington & Lee University School of Law: Victoria Shannon
44. University of Washington: Clark Lombardi
45. Western New England College School of Law: Peter W. Schroth
46. Willamette University College of Law: James A. R. Nafziger, David S. Clark, Symeon C. Symeonides
47. University of Wisconsin Law School, East Asian Legal Studies Center: Alexandra Huneus
48. Zhejiang University Guanghua Law School: Jin Chengdong

2. Approval of Minutes of the 2012 Meeting of the Sponsor Members

The minutes from 2012 were approved without corrections.

3. President's Report

President Glenn thanked Laurie Schnitzer at the University of Baltimore for stepping in to aid the Society upon Blanche Capilos' retirement. The president also announced that the new Society website was up and encouraged all members to make use of the site.

4. Election of New Sponsor Members, Corresponding Institutional Members and Associate Members

Four applications for sponsor membership were approved:

1. Case Western Reserve University School of Law

Tim Webster (Director and Editor)

2. Lewis and Clark Law School

Ozan Varol (Director and Editor)

3. University of Ottawa Faculty of Law

Vanessa MacDonnell (Director and Editor)

4. University of Virginia School of Law

Darryl Brown (Director) and Mila Versteeg (Editor)

Six applications for associate membership were also approved:

1. Fred Einbinder (retired General Counsel, Alstrom, Associate Professor, American University of Paris)
2. Sujata Gadkar-Wilcox (Assistant Professor of Legal Studies, Quinnipiac University)
3. Caroline Kaeb (Visiting Assistant Professor, Northwestern University School of Law)
4. Marel Katsivela (Assistant Professor, Faculty of Law, University of Ottawa)
5. Dr. Diego F. Migliorisi (lawyer, Buenos Aires, Argentina)
6. Jiri Toman (Professor of Law, Santa Clara University School of Law)

5. Resolution to Fix the Number and Names of Directors

A resolution to fix the numbers and names of Directors as they appear on the Society's website (and as approved for the new sponsor members, now totaling 108) was made, seconded and approved pursuant to By-Law Section 4.1.

6. New Business

There was no new business.

7. Adjournment

There being no further business, it was moved, seconded and approved that the Meeting of the Sponsor Members be adjourned at 9:07 a.m.

Respectfully submitted,
Franklin A. Gevurtz, Secretary
American Society of Comparative Law, Inc.

ASCL Board of Directors

Minutes -- 2013

Annual Meeting of the Society on October 12, 2013

MINUTES

**of the Annual Meeting of the Board of Directors
of the American Society of Comparative Law, Inc.**

Held on Saturday, October 12, 2013, at 9:07 a.m.,

**in Room 114 at the University of Arkansas at Little Rock, William H. Bowen School
of Law, 1201 McMath Avenue, Little Rock, Arkansas.**

The annual meeting of the Board of Directors of the American Society of Comparative Law, Inc. was called to order at 9:07 a.m. by President H. Patrick Glenn, immediately following the adjournment of the meeting of the Society's Sponsor Members.

1. Secretary's Roll Call

A sheet for silent roll call was distributed. The following 28 Directors were present at the meeting, who are listed following the name of their institution:

1. University of Alabama School of Law: Kenneth Rosen
2. American University, Washington College of Law: Fernanda Nicola
3. University of Arkansas at Fayetteville Lefar Law Center: Robert B. Lefar
4. University of Arkansas at Little Rock Bowen School of Law: Kenneth S. Gallant
5. University of Baltimore School of Law: James Maxeiner
6. Catholic University of America: Rett Ludwikowski (by proxy)
7. Chicago-Kent College of Law, IIT: David J. Gerber
8. Columbia University School of Law: George A. Bermann
9. University of Connecticut School of Law: Richard S. Kay
10. University of Denver College of Law: Ved P. Nanda
11. University of Florida College of Law: Pedro Malavet
12. Fordham University: Martin Gelter
13. University of Hawai'i, Richardson School of Law: Alison W. Conner
14. Indiana University at Indianapolis: Frank Emmert
15. University of Iowa College of Law: John C. Reitz
16. McGill University, Institute of Comparative Law: H. Patrick Glenn
17. University of Minnesota Law School: Fred L. Morrison
18. University of Missouri-Columbia School of Law: William B. Fisch
19. Pepperdine University School of Law: Donald Childress
20. University of Pittsburgh School of Law: Vivian Grosswald Curran
21. Princeton University Program on Law & Public Affairs: Kim Lane Scheppele
22. Saint John's University School of Law: Jeffrey K. Walker
23. Seton Hall University School of Law: Elizabeth F. Defeis
24. Southern Methodist University: Peter Winship
25. Texas Wesleyan University: James P. George
26. Willamette University College of Law: James A. R. Nafziger

27. University of Wisconsin Law School, East Asian Legal Studies Center: Alexandra Huneus
28. Zhejiang University Guanghua Law School: Jin Chengdong

In addition, the following 20 individuals were present and represented the Director from their institution:

1. Boston College Law School: Richard Albert
2. Cornell Law School: Annelise Riles
3. Drake University Law School: Miguel Schor
4. Duke University School of Law: Ralf Michaels
5. Emory University School of Law: Robert B. Ahdieh
6. Indiana University at Bloomington Law School: Jay Krishnan (by proxy)
7. Loyola University New Orleans School of Law: Dominique Custos
8. University of Maryland School of Law: Peter E. Quint
9. University of Michigan Law School: Mathias W. Reimann
10. Oklahoma University School of Law: Shannon Roesier
11. University of the Pacific McGeorge School of Law: Franklin Gevurtz
12. Pennsylvania State University, Dickinson School of Law: Louis F. Del Duca
13. University of San Diego School of Law: Bert Lazerow
14. National University of Singapore Faculty of Law: Gary F. Bell
15. Southwestern University Law School: Jonathon M. Miller
16. Universita di Trento Facolta di Giurisprudenza: Luisa Antonioli
17. Tulane University School of Law: Ronald J. Scalise, Sally Richardson
18. Washington & Lee University School of Law: Victoria Shannon
19. University of Washington: Clark Lombardi
20. Western New England College School of Law: Peter W. Schroth

2. Approval of Minutes of the 2012 Meeting of the Board of Directors

The Minutes of the 2012 Meeting of the Board of Directors of the Society were approved with no corrections.

3. Report of the Nominating Committee and the Election of Officers and Executive Committee Members (David Clark)

David Clark, Chair of the Nominating Committee, reported on nominations for the Society's officers and executive committee members. There were no nominations from the floor. The results of the elections were as follows:

Vice President: David Gerber (2013-2015)

Parliamentarian: William B. Fisch (2013-2015)

Treasurer: Mortimer Sellers (2013-2015)

Executive Committee: Gary F. Bell and Fernanda Nicola (2013-2015).

4. Report of the Treasurer (Richard Kay)

The Treasurer presented his annual report on the finances of the Society, and distributed the final financial report for January 1 to December 31 2012, and the interim financial

report for January 1 to September 30, 2013, to members of the Society. The Treasurer noted that only one sponsor school had not yet paid dues and that reserves were up (non-cash reserves reaching over \$377,000) and that the Finance Committee was continuing to explore reducing this sum in ways appropriate to the Society's goals. The Treasurer also reported that expenses were the usual, with the expense for redesigning the website being the only new expense, but that expenses associated with the International Congress will mean running a deficit next year.

The Treasurer then presented 12 recommendations---the only one of which represented a new expenditure being Recommendation 7---which were also distributed to the Members. He recommended that:

1. Dues for Sponsor Members for 2014 remain at \$700;
2. Up to \$1000 be paid to Paypal for fees associated with electronic payment of dues;
3. \$10,000 be paid to a sponsor member for reimbursement for the services of the Executive Assistant and for other costs;
4. Up to \$3000 be paid to University of Arkansas, Little Rock, Bowen Law School for expenses of the 2013 annual dinner;
5. Up to \$2000 be paid for the expenses of travel to the 2013 annual meeting by the recipients of the Lifetime Achievement award.
6. Dues be paid to the American Council of Learned Societies in the amount of \$990;
7. Dues be paid to the International Association of Legal Science in the amount of €1000;
8. The maximum reimbursement for each Sponsor member represented at the 2014 Annual Meeting be set at \$1200;
9. Up to \$3000 be paid to recipients of prizes for scholarship authorized by the Society;
10. Up to \$3000 be paid for reimbursement of expenses for participation in the 2014 Comparative Law Works-in-Progress Workshop;
11. Up to \$6000 be paid for reimbursement of expenses for participation in and other costs of conferences to be sponsored by the Younger Comparatists' Committee.
12. Up to \$1000 be paid for website maintenance.

It was moved and seconded to adopt the Treasurer's Report and Recommendations; following which there were two motions to amend the Recommendations: It was moved, seconded and adopted to amend the Recommendations by changing the word "dinner" in Recommendation 3 to read "meeting". It was moved and seconded to change the figure "\$1200" to "\$1500" in Recommendation 8. After discussion, the proposed amendment to Recommendation 8 was defeated. The Treasurer's Report and Recommendations, as amended in Recommendation 3, were thereupon adopted unanimously. The Members then expressed their appreciation to Richard Kay for his service as Treasurer.

5. Board of Directors Meeting Suspended – Meeting of the Board of Editors of the American Journal of Comparative Law convened – Report of the Editor-in-Chief (Mathias Reimann)

The Directors meeting was suspended and the meeting of the Board of Editors of the American Journal of Comparative Law was convened, with Editor-in Chief Mathias Reimann conducting this portion of the meeting. He distributed the annual report including its financial reports for January 1 to December 31, 2012, and reported that the Journal's income has been sufficient to cover its expenses. The Editor-in-Chief informed the Editors that the Journal continues to be published on time. Volume 60 of the Journal included 31 articles by 33 authors and 5 book reviews. The authors of these articles are from and addressed laws in a wide range of countries. The Journal received 323 new submissions, with an 8% acceptance rate. The number of submissions represents an increase from just over 200 submissions in the last five years. The Editor-in-Chief expressed his thanks to all members of the Journal's executive editorial board for their review of these submissions.

Following the report from the Editor-in-Chief, the Board of Editors expressed the debt of gratitude the Society owns to the Editor-in-Chief, as well as to the Executive Editorial Board and to Annette Gregory for the outstanding stewardship of the journal.

The meeting of the Board of Editors then took up the proposal by Georgetown University Law School and McGill University School of Law to host the Journal for the next five years under the joint editorship of James Feinerman and Franz Werro of Georgetown and Helge Dedek of McGill. The evening prior to this meeting (Friday, October 11), the Board of Editors had the opportunity to hear a presentation on behalf of the Georgetown/McGill proposal and to ask questions of the proposed new Editors-in-Chief. The Board of Editors discussed the proposal at its meeting. Among the points discussed were the role of students at the host schools in the Journal, possible future reconsideration of the Board of Editors' decision not to pursue a publishing arrangement with a professional publishing company, and the desirability that the multiple Editors-in-Chief designate a point person among them with whom third parties can deal. The Board of Editors received clarifications regarding the role of students and that the Board of Editors was making no commitment regarding entering into an arrangement with a professional publishing company. It was moved, seconded and adopted that the Board of Editors:

Authorizes the Ad Hoc Journal Selection Committee (David Clark, Vivian Curran, and John Reitz, Chair) to work with the Georgetown/McGill proposers for a new

editorship for the Journal to formulate a Memorandum of Understanding (MOU) clarifying the issues raised at the annual meeting. If the Executive Committee of the Society approves the MOU, the transfer of the editorship of the Journal to the Georgetown/McGill team shall be approved.

6. Meeting of the Board of Editors of the American Journal of Comparative Law adjourned--Directors' Meeting Reconvened

President Glenn reconvened the Board of Directors meeting at 10:15 a.m.

7. Report of the Annual Meeting Program Committee, discussion of Program Committee Proposals (Ralf Michaels).

Ralf Michaels, chair of the Annual Meeting Program Committee, discussed the Committee's report. He explained that this year's meeting is the first under a new system in which a joint committee composed of the Annual Meeting Program Committee and representatives of the host school jointly plan the conference portions of the annual meeting.

The Annual Meeting Program Committee received three proposals to host the 2015 annual meeting: American University (who proposed a conference built around the topic of comparative law involving faith); University of Washington (who proposed a conference built around the topic of law in the new world, as opposed to the United States or Europe); and Southern Methodist University (who proposed a conference built around the topic of convergence, particularly in property and procedure). The Annual Meeting Program Committee did not reach a recommendation as between the proposals from the University of Washington and Southern Methodist University---the view being that American University had just been one of the three schools hosting the 2010 International Congress of Comparative Law---and asked the Executive Committee to make a recommendation. The Members heard from representatives from all three schools proposing to host the 2015 meeting and discussed the possibility of adopting one of the proposals for 2015 and another proposal for 2016; which was considered undesirable in light of the failure to request proposals for 2016. The recommendation of the Executive Committee to hold the 2015 annual meeting at Southern Methodist University was adopted. The next annual meeting will consider proposals for 2016.

8. Report of the Younger Comparativists' Committee (Richard Albert)

Richard Albert, chairman of the committee, thanked the members of the committee for their work and then reported on the group's plans and activities. This includes the 3rd Annual YCC Global Conference on Comparative Law scheduled for April 4-5, 2014 at Lewis & Clark Law School and Workshops on Comparative Public Law and Comparative Corporate and Financial Law planned for November 2014 at Trinity College Dublin and the University of California, Davis, respectively. The group is also making two annual awards: the Colin Picker Award (named after the founding chair of the YCC) for the best graduate law student paper on comparative law, and the Phanor James Eder Award (named after the founding president of the ASCL) for the best JD/LLB student paper on comparative law.

9. Report on Archives (James Nafziger)

James Nafziger reported on the subject of archives. He reported that the Society has no central or otherwise organized archive with the result that various documents related to the society are thought to be spread around the country in cartons and office files kept where officers of the Society reside or have resided. While the Society is not alone among learned societies in not having a central archive, this may not be a desirable state of affairs. He further reported, however, that the question of keeping archives is not a simple one. It was therefore moved, seconded and adopted that the President appoint a committee to address: whether the Society should attempt to organize a central archive and if so where; which of the Society's records are worth archiving; who should decide which categories of materials should be archived; who should do the actual archiving (including whether to consult a professional archivist); how the Society should develop criteria for records management in the future and what the criteria should be; what protocols should govern the archiving of digital material and how much should the Society retain; and what the budgetary implications are.

10. Report on joint meetings and conferences (John Reitz)

John Reitz reported that the next comparative law workshop for works-in-progress will be held at U.C.L.A. and reminded the members of early bird registration for the International Congress of Comparative Law in Vienna. Franklin Gevurtz reminded National Reporters to submit their reports.

11. Report of the Prizes Committee (Vivian Curran)

Vivian Curran thanked the committee for its work and reported the committee's choice for this year's Hessel Yntema Prize for younger scholars. The winner was Mariana Pargendler, *Politics in the Origins: The Making of Corporate Law in Nineteenth Century Brazil*, 60 Am. J. Comp. L. 805 (2012). The next lifetime achievement awards will go to Richard Buxbaum and Symeon Symeonides.

12. Continuing and New Business

Patrick Glenn then opened the floor for discussion of new business and moved to amend Section 3.5 of the Society's by-laws to allow notice of meetings either by first class mail or by electronic mail (instead of personally or first class mail as currently provided) and to remove the language limiting the notice requirement to members of the Board of Directors residing within the United States. This motion was seconded and adopted unanimously. A motion was made, seconded and adopted to thank the University of Arkansas at Little Rock, William H. Bowen School of Law for hosting the annual meeting.

13. Announcements

Kim Lane Scheppele distributed postcards with information on the Law and Public Affairs program at Princeton, which she suggested would be an ideal opportunity for those on sabbatical.

14. Adjournment

There being no further business, the meeting was adjourned at 11:05 a.m.

Respectfully submitted,
Franklin A. Gevurtz
Secretary, American Society of Comparative Law, Inc.