

# Minutes -- 2001

Annual Meeting of the Society on October 6, 2001

**MINUTES  
of the  
Annual Meetings of the Boards of Directors  
of the American Society of Comparative Law, Inc. (a New York Corporation)  
and the American Society of Comparative Law, Inc. (a Utah Corporation)  
Held on Saturday, October 6, 2001, at 10:30 a.m.  
at the John C. Paulus Great Hall  
Willamette University College of Law  
245 Winter Street, Salem, Oregon**

The meetings of the Board of Directors of the American Society of Comparative Law, Inc., a New York not-for-profit corporation, and the American Society of Comparative Law, Inc., a Utah nonprofit corporation, were simultaneously called to order by the president of both corporations, George A. Bermann, at 10:55 a.m.

**1. Roll Call.** Sixty-four Directors of both corporations were represented at the meeting. The following 32 Directors, listed in alphabetical order by institution in parentheses, were present: 1. Eric C. Schneider (University of Baltimore School of Law); 2. Stephen G. Wood (Brigham Young University, J. Reuben Clark Law School); 3. James R. Gordley (University of California at Berkeley School of Law); 4. Ugo A. Mattei (Univ. of California Hastings College of the Law); 5. David J. Gerber (Chicago-Kent College of Law, IIT); 6. Courtland H. Peterson (University of Colorado School of Law); 7. Richard S. Kay (University of Connecticut School of Law); 8. Francesco Parisi (George Mason University School of Law); 9. Charles H. Gustafson (Georgetown University Law Center); 10. Arthur T. von Mehren (Harvard Law School); 11. Alison Conner (University of Hawaii, Richardson Sch. of Law); 12. Nora Demleitner (Hofstra University School of Law); 13. John C. Reitz (University of Iowa College of Law); 14. Keith B. Vetter (Loyola University School of Law, New Orleans); 15. H. Patrick Glenn (McGill University, Institute of Comparative Law); 16. Mathias Reimann (University of Michigan Law School); 17. Lung-Chu Chen (New York Law School); 18. Richard E. Coulson (Oklahoma City University School of Law); 19. Peter Krug (University of Oklahoma Law Center); 20. Rennard Strickland (University of Oregon School of Law); 21. Vivian Grosswald Curran (University of Pittsburgh School of Law); 22.

Louise E. Teitz (Roger Williams University School of Law); 23. Joseph Darby (University of San Diego School of Law); 24. Peter Winship (Southern Methodist University School of Law); 25. Peter L. Fitzgerald (Stetson University College of Law); 26. James Paul George (Texas Wesleyan Univ. School of Law); 27. David S. Clark (University of Tulsa College of Law); 28. John F. Murphy (Villanova University School of Law); 29. Ronald J. Krotoszynski, Jr. (Washington & Lee University School of Law); 30. William Burnham (Wayne State University Law School); 31. Peter W. Schroth (Western New England College); and 32. James A.R. Nafziger (Willamette University College of Law).

The following 13 individuals were present and represented the Director from their Institutions: 33. Carol S. Bruch (for Diane Marie Amann, University of California at Davis School of Law); 34. George A. Bermann (for Lance M. Liebman, Columbia University School of Law, Parker School); 35. Christian Okeke (for Joel E. Marsh, Golden Gate University School of Law); 36. Harry D. Krause (for Matthew W. Finkin, University of Illinois College of Law); 37. Jeffery Atik (for Edith Friedler, Loyola Law School, Los Angeles); 38. Peter E. Quint (for Edward A. Tomlinson, University of Maryland School of Law); 39. Colin B. Picker (for Robert R.M. Verchick, University of Missouri–Kansas City School of Law); 40. Mary Ellen O'Connell (for Thomas P. Gallanis, Ohio State University College of Law); 41. Antonio Gidi (for Jacques deLisle, University of Pennsylvania Law School); 42. Jack J. Coe, Jr. (for Antonio Mendoza, Pepperdine University School of Law); 43. Veronica Taylor (for Donald C. Clarke, University of Washington School of Law); and 44. Leila Sadat (for Frances H. Foster, Washington University School of Law).

The following 20 Directors were represented by proxy: 45. Teemu Ruskola (American University, Washington College of Law); 46. Robert B. Leflar (Univ. of Arkansas, Fayetteville, Leflar Law Center); 47. Michael Ansaldi (Boston College Law School); 48. William Aceves (California Western School of Law); 49. Arthur I. Rosett (Univ. of California at Los Angeles Sch. of Law); 50. Rett R. Ludwikowski (Catholic University of America Columbus Sch. of Law); 51. Louis F. Del Duca (Dickinson School of Law, Pennsylvania State University); 52. Francesca Bignami (Duke University School of Law); 53. Christopher L. Blakesley (Louisiana State University Law Center); 54. Keith S. Rosenn (University of Miami School of Law); 55. Fred L. Morrison (University of Minnesota Law School); 56. William B. Fisch (University of Missouri–Columbia Sch. of Law); 57. Antoinette Sedillo Lopez (University of New Mexico School of Law); 58. Edward D. Re (St. John's University School of Law); 59. Bernard D. Reams, Jr. (St. Mary's University School of Law); 60. Peter Winship (Southern Methodist University School of Law); 61. Hilary K. Josephs (Syracuse University College of Law); 62. Beverly I. Moran (Vanderbilt University School of Law); 63. Paul B. Stephan, III (University of Virginia School of Law); and 64. John A. Spanogle (George Washington University National Law Center).

The following ten individuals were also present at the meeting: 65. Mortimer Sellers (Baltimore); 66. W. Cole Durham, Jr. (BYU); 67. Richard M. Buxbaum (Berkeley); 68. Barbara Juenger (Davis); 69. Lawrence Claus (San Diego); 70. Luz E. Nagle-Ortiz (Stetson); 71. Clifford Larsen (Washington & Lee); 72. John O. Haley (Washington University); 73. Julia Ya Qin (Wayne State); and 74. Symeon C. Symeonides (Willamette).

**2. Approval of Minutes of 2000 Meeting of the Sponsor Members.** The Minutes of the 2000 Meeting of the Board of Directors of the Society, which was held on Friday, November 3, 2000, at 4:45 p.m., at the Kendall-Cramm Room, Tulane University School of Law, New Orleans, Louisiana, had been mailed to the Directors in advance. Following a motion to that effect, the Minutes were approved.

**3. Approval of Merger of the New York Corporation into the Utah Corporation.** On behalf of the Re-Incorporation Committee, Chairman W. Cole Durham, Jr. relayed the history of this issue and explained the reasons for which it became necessary to approve again the merger of the New York corporation into the Utah corporation.

(a) At the 1995 Annual Meeting, the Board of Directors of the American Society of Comparative Law, Inc., then a New York not-for-profit corporation, decided to move the corporation to Utah. To this end, the Board voted to establish a new corporation under Utah law, and then to merge the New York corporation into the Utah corporation. The Board adopted Articles of Incorporation for the new corporation, and authorized W. Cole Durham, Jr. and Stephen G. Wood to proceed with the steps necessary to effectuate the incorporation of the new corporation under Utah law. Durham and Wood effectuated the incorporation in Utah by filing with the Utah Secretary of State the Articles of Incorporation of the new corporation.

(b) At the 1996 annual meeting of the Society, the Board of Directors of the Utah corporation: (1) adopted By-Laws that were identical to those of the New York corporation as they then existed, except that references to New York law were replaced with references to Utah law; and (2) approved as sponsor members, corresponding institutional members, and honorary members the same individuals and entities that were then members of the New York corporation;

(c) At the 1996 annual meeting of the Society, the Boards of Directors of the New York corporation and of the Utah Corporation each approved a Plan of Merger of the New York corporation into the Utah corporation as the surviving corporation, and authorized W. Cole Durham to proceed with the steps necessary to de-incorporate the New York corporation.

Since 1996, the Society has functioned as the Utah corporation. However, the process of dissolving the New York corporation run into unexpected difficulties

and has not been completed. For this reason, it has become necessary to approve a new Plan of Merger of the New York corporation into the Utah corporation, and to try again to de-incorporate the New York corporation. To this end, a new Plan of Merger (attached herewith) has been sent in advance to the Directors of both corporations.

W. Cole Durham moved that the Board of Directors of the American Society of Comparative Law, Inc., a New York not-for-profit corporation, approve the attached Plan of Merger of the New York Corporation into the American Society of Comparative Law, a Utah nonprofit corporation, with the latter corporation as the surviving corporation. The motion was duly seconded and voted upon. The motion carried the requisite number of affirmative votes.

W. Cole Durham moved that the Board of Directors of the American Society of Comparative Law, Inc., a Utah nonprofit corporation, approve the attached Plan of Merger of the New York corporation into the American Society of Comparative Law, a Utah corporation, with the latter corporation as the surviving corporation. The motion was duly seconded and voted upon. The motion carried the requisite number of affirmative votes.

At this point (at 11:15 p.m.) the Meeting of the Directors was suspended and the Meeting of the Members was called to order. The Meeting of Directors resumed at 11.20 a.m.

**4. Treasurer's Report.** Treasurer James A. R. Nafziger submitted the final report for the calendar year 2000 and the interim report for the period 1/1/2001 to 10/1/2001. Copies of these reports had been circulated in advance and are attached to these Minutes. On motion duly made, seconded and carried, both of these reports were approved.

The Treasurer recommended that the dues for Sponsor Members for 2001 remain at their present level of \$700. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the subsidy to the University of California at Berkeley for the Journal be set at \$25,000 for 2001-02. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the subsidy to Willamette University for dinner and other expenses related to the 2001 annual meeting be set at \$2,000. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the reimbursement to the law schools of the President, Secretary, and the Treasurer for mailing and other costs be continued at \$500 per officer. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the Society's dues to the International Association of Legal Science of \$500 be paid. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the Society's dues to the American Council of Learned Societies of \$440 be paid. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the maximum reimbursement for the 2001 annual meeting be set at \$600. On motion duly made, seconded, and carried, this recommendation was approved.

The Treasurer recommended that the maximum reimbursement for the 2002 annual meeting in Brisbane be set at \$1,000. On motion duly made, seconded, and carried, this recommendation was approved.

**5. Report of the Editor-in-Chief.** Editor-in-Chief Richard M. Buxbaum presented his Combined Financial Report for the American Journal of Comparative Law for the period of July 1, 2000 to June 30, 2001. A copy of this report had been circulated in advance and is attached to these Minutes. On motion duly made, seconded, and voted upon, the above report was approved. Buxbaum also reported that the Journal may be forced to write off about \$15–20,000 due from delinquent foreign subscriptions.

Buxbaum announced that he will not be a candidate for another term as the Journal's Editor in Chief. President Bermann thanked Richard Buxbaum for his outstanding service as Editor in Chief and then described the process for selecting the new Editor in Chief and the host school for the Journal. This process consists as follows:

(a) A Screening Committee consisting of Vivian G. Curran (C), John Reitz, and Richard Buxbaum will announce the vacancy as soon as possible to all member schools and solicit applications. The deadline for submitting applications is March 15, 2002;

(b) This Committee will evaluate the applications and will make recommendations to the Executive Committee, well before the 2002 annual meeting in Brisbane;

(c) The Executive Committee will meet to consider the recommendations well before the Brisbane meeting and will make recommendations for final selection by the Board of Editors at the Brisbane meeting.

**6. Elections in Brisbane.** On behalf of the Executive Committee and the Nominating Committee, David J. Gerber reminded the Directors that the next election of officers (including President and Secretary) will be held at the 2002 meeting in Brisbane. Because some members had expressed concern about the remoteness of the venue, this matter was placed on the agenda of the 2000 meeting and was discussed at some length. The conclusion of that meeting was to authorize the Executive Committee and the Nominating Committee to study this matter further and decide whether to recommend any action at the 2001 meeting. Gerber reported that, after careful deliberation and conversations with the membership, the Nominating Committee decided not to recommend any

changes and that the Executive Committee also concurs. Gerber invited comments from the audience but there were none.

**7. Nominations and Elections of Officers.** On behalf of the nominating Committee (Frances Foster, David Gerber, and Richard Kay), Chairman David J. Gerber nominated the following individuals for election to two-year terms in the Society's offices indicated below:

1. David S. Clark, for Vice President
2. James A.R. Nafziger, for Treasurer
3. Alison W. Conner, Ugo A. Mattei, Paul B. Stephan, and Louise E. Teitz for the two slots on the Executive Committee vacated by H. Patrick Glen and Leila Sadat.

Abbreviated biographical information on the above candidates had been circulated in advance. The President invited additional nominations from the floor, but none were submitted. After the candidates exited the room, a vote was taken by written ballot. David S. Clark, James A.R. Nafziger, Alison W. Conner, and Ugo A. Mattei were elected to the offices indicated above.

Following this election, the officers of the Society are as follows:

George A. Bermann	President (2000-02)
David S. Clark	Vice President (2001-03)
Symeon C. Symeonides	Secretary (2000-02)
James A.R. Nafziger	Treasurer (2001-03)
Courtland H. Peterson	Parliamentarian (2000-02)

The Executive Committee consists of the above officers, plus: Richard M. Buxbaum (ex officio); Vivian Grosswald Curran (2000-02); Mathias W. Reimann (2000-02); Alison W. Conner (2001-03), and Ugo A. Mattei (2001-03).

**8. Joint Meetings with Foreign Comparative Law Organizations--Italian Proposal, 2002.** On behalf of the Ad Hoc Committee on Joint Meetings (Morrison, Quint, Reitz), Chair Quint reported on a proposal of the Italian Association of Comparative Law to conduct joint roundtables with the Society. The first meeting will be in Italy in 2003, to be followed by a later meeting in the United States. Each meeting will involve approximately six participants on each side, who would present papers and engage in discussion over a two-day period. The Society's participation would be organized by a Steering Committee, which would be chosen by the Executive Committee. The Italian Association approved two possible topics for the first meeting: "Ordinary Language and Legal Language in Public and Private Law" and "Sub-National and Supranational Communities and Their Effects on Public and Private Law," with an apparent preference for the first topic. After this report, President Berman added his comments on the background and goals of this proposed collaboration. Upon a motion by Quint, the Directors voted unanimously to approve the program as set forth in the Ad Hoc Committee's memorandum to the Executive Committee

of February 16, 2001 (copy attached to these minutes) and approved the two topics proposed by the Italian Association.

**9. Worldwide Congress on Mixed Jurisdictions--2002.** Symeon C. Symeonides reported that the Society has been asked to co-sponsor the First Worldwide Congress on Mixed Jurisdictions, to be held at Tulane University School of Law, on November 6-9, 2002. The other co-sponsors are the International Academy of Comparative Law, the International Association of Legal Science, and the World Society of Mixed Jurisdiction Jurists. The only financial obligation of the Society will be to send two of its members to the congress and reimburse their expenses for an amount not to exceed \$600. On behalf of the Executive Committee, Symeonides moved that this proposal be approved. The motion was approved.

**10. Report on Brisbane Congress, 2002.** John C. Reitz and Symeon C. Symeonides reported on preparations being made for the Society's participation in the 16th International Congress of Comparative Law to be held in Brisbane, Australia, on July 14-20, 2002. They thanked those national reporters who submitted their reports and urged the rest to submit theirs as soon as possible.

Symeon Symeonides reminded the members of a plea made by the late Professor Friedrich K. Juenger at the 2000 meeting underscoring the need for an overall renewal of the Academy in terms of structure, leadership, membership, program, and ideas. Juenger had proposed that the Society take a leadership role at the Brisbane meeting to seek an amendment to the Academy's statute setting a finite term of office for the Academy's Secretary. Juenger's proposal had received unanimous support from the Directors and titular members present at the meeting. Symeonides urged those colleagues who are titular members of the Academy to follow the line Juenger articulated.

**11. Report of Committee on Prizes.** On behalf of this Committee, Chair G. Vivian Curran proposed the following Resolution:

Resolved That

The American Society of Comparative Law ("ASCL") shall establish a prize in the amount of \$1,500 to be funded by the ASCL, for the best scholarly article published in the American Journal of Comparative Law ("AJCL");

The prize shall be awarded no more frequently than on an annual basis, and less frequently if the prize committee does not deem any article to merit such recognition; it is recommended that the prize be awarded at least once every five years; in the event that the prize committee deems more than one article in a given year to merit a prize, the committee may award more than one prize and may award them in honor of different deceased members, applying the criteria set forth in the next paragraph; in the event that more than one

prize is awarded, the monetary amount for each shall be reduced so that all recipients receive an equal share of \$1,500;

Each prize awarded shall be named for a recently deceased member of the ASCL, to be selected by the prize committee in recognition of his or her scholarly legacy and in consideration of her service to the ASCL.

During the discussion, it was agreed that the prize committee should seek a congruence between the subject matter of the article selected for the prize and the scholarly work of the deceased person in whose honor the prize will be named. The above Resolution was approved.

**12. Report of the Yntema Prize Committee.** On behalf of the Yntema Prize Committee (Alison Conner, Vivian G. Curran, Nora V. Demleitner, James R. Gordley, and Stephen C. Hicks), Chair Curran reported that the winner of the 2001 Yntema Prize for Young Scholars is Elisabetta Grande for her article "Italian Criminal Justice: Borrowing and Resistance," which is published in volume 48 of the American Journal of Comparative Law 2000.

**13. Report of Long-Range Planning Committee.** On behalf of the Long-Range Planning Committee (Clark, Foster, Gerber, Gordon, Josephs, Reimann, Reitz, and Zekoll), chairman Reitz presented a Memorandum on Scholarly Projects dated Sept. 13, 2001, which had been previously sent to the members and is attached to these minutes. Reitz moved that the Executive Committee be authorized to approve the expenditure of \$1,000 for a comparative law listserv in connection with the Legal Scholarship Network. The motion was approved.

**14. Report of the Standing Program Committee -- Place of Future Meetings.** Secretary Symeonides reported on behalf of this committee, which consists of William Fisch (Chair), Edith Friedler, and Roger J. Goebel. Pursuant to previous decisions of the Board, the annual meetings for the next three years will be held in the following venues:

1. For 2002, in Brisbane, Australia;
2. For 2003, at Stetson University College of Law; and
3. For 2004, at the University of Michigan Law School.

The topic of the Stetson meeting will be on comparative corporate governance. The topic of the Michigan meeting will be on comparative law and international human rights.

In accordance with the Statement of Practices approved by the Board in 2000, the Committee will entertain proposals for the 2005 meeting until two months before the 2003 meeting, i.e., in the summer of 2003. The Committee will evaluate the proposals and will make its recommendations to the Executive Committee and the Board for a decision at the Stetson meeting.



**15. Report of Webmaster.** David S. Clark reported in his capacity as the Society's webmaster as well as delegate to the American Council of Learned Societies.

**16. Resolutions of Appreciation.** Courtland H. Peterson read three Resolutions honoring the memory of three recently deceased members of the Society: Friedrich K. Juenger (1930–2001), Herbert L. Bernstein (1930–2001), and Dan Henderson (1921–2000). These resolutions, which are attached to these minutes, were approved by a voice vote.

Barbara Juenger, Fritz Juenger's wife, was present at the meeting as a special guest of the Society and Willamette University. On behalf of both organizations, Secretary Symeon Symeonides thanked Mrs. Juenger for coming to the meeting and for her life-time of support of our friend and former president.

**17. Announcements.** President Bermann invited members who are interested in serving on committees to let him know in person or by e-mail.

**18. Adjournment.** There being no further business, the Meeting of the Board of Directors was adjourned at 1:00 p.m.

11/15/2001 Transcribed and respectfully submitted

Symeon C. Symeonides  
Secretary  
American Society of Comparative Law, Inc.

Attachments:

Plan of Merger  
Treasurer's Report  
Report of the Editor in Chief  
Memorandum on Scholarly Project Proposals (Reitz)  
Memorandum on Italian Proposal (Quint)  
Resolutions of Appreciation (Juenger, Bernstein, Henderson)