

Minutes -- 2003

Annual Meeting of the Society on October 18, 2003

MINUTES
of the
Annual Meeting of the Board of Directors
of the American Society of Comparative Law, Inc. (a New York Corporation)
Held on Saturday, October 18, 2003 at the Crummer Building,
Stetson University College of Law,
Gulfport, Florida

The meeting of the Board of Directors of the American Society of Comparative Law, a New York not-for-profit corporation, was called to order by the president, David S. Clark, immediately following the adjournment of the meeting of the Society's Sponsor Members.

1. Attendance

The following 38 directors were present, listed following the name of their institution:

1. American University, Washington College of Law: Teemu Ruskola
2. University of Baltimore School of Law: Mortimer Sellers
3. Brigham Young University, J. Reuben Clark Law School: Stephen G. Wood
4. University of California at Berkeley School of Law, Boalt Hall: James Russell Gordley
5. University of California at Hastings College of the Law : Ugo A. Mattei
6. Chicago-Kent College of Law: David J. Gerber
7. University of Colorado School of Law: Courtland H. Peterson
8. University of Connecticut: Richard Steven Kay
9. University of Denver College of Law: Ved P. Nanda
10. DePaul University College of Law: Brian F. Havel
11. University of Detroit Mercy School of Law: Antonio Gidi
12. University of Florida, Fredric G. Levin College of Law: Michael Wallace Gordon
13. Georgetown University Law Center: Charles H. Gustafson
14. The George Washington University Law School: John A. Spanogle, Jr.

15. Harvard University Law School: Arthur Taylor von Mehren
16. University of Hawaii, William S. Richardson School of Law: Alison W. Conner
17. Hofstra University School of Law: Nora V. Demleitner
18. University of Iowa College of Law: John C. Reitz
19. Loyola Law School: Edith Z. Friedler
20. McGill University, Institute of Comparative Law: H. Patrick Glenn
21. Marquette University School of Law: Phoebe Weaver Williams
22. University of Miami School of Law: Keith S. Rosenn
23. The University of Michigan Law School: Mathias W. Reimann
24. University of Missouri–Columbia School of Law: William B. Fisch
25. University of Oklahoma Law Center Center: Peter Krug
26. Oklahoma City University School of Law: Richard E. Coulson
27. The Pennsylvania State University, Dickinson College of Law: Louis F. Del Duca
28. University of Pittsburgh School of Law: Vivian Grosswald Curran
29. University of Puerto Rico School of Law: Luis Muniz–Arguelles
30. University of San Diego School of Law: Joseph Darby
31. Stetson University College of Law: Peter Lanston Fitzgerald
32. Syracuse University College of Law: Hilary K. Josephs
33. Tulane University School of Law: A.N. Yiannopolous
34. Washington and Lee University School of Law: Ronald James Krotozynski, Jr.
35. Washington University School of Law: Frances H. Foster
36. Wayne State University Law School: William Burnham
37. Western New England College School of Law: Peter W. Schroth
38. Willamette University College of Law: James A.R. Nafziger

The following 11 individuals were present and represented the Director from their institution:

1. Annelise Riles (Cornell Law School)
2. Sampong Sucharitikul (Golden Gate University School of Law)
3. Harry D. Krause (University of Illinois College of Law)
4. Hannah Luise Buxbaum (Indiana University at Bloomington School of Law)
5. Dominique Custos (Loyola University, New Orleans)
6. Franklin Gevurtz (McGeorge University School of Law, University of the Pacific)
7. Peter E. Quint (University of Maryland School of Law)
8. Colin Benjamin Picker (University of Missouri, Kansas City, School of Law)
9. Paul R. Dubinsky (New York Law School)
10. Edward J. Eberle (Roger Williams University School of Law)
11. Stanislaw Frankowski (Saint Louis University School of Law)

The following 2 Directors were represented by proxy:

1. Dennis S. Karjala (Arizona State University College of Law)
2. Diane Marie Amann (University of California at Davis)

2. Approval of Minutes of 2002 Meeting of the Board of Directors

The Minutes of the 2002 Meeting of the Board of Directors of the Society had been mailed to the Directors in advance. Following a motion to that effect, the Board approved the 2002 Minutes.

3. Remaining a New York Corporation

The Board approved ratification of the Executive Committee's recommendation that the Society remain a New York corporation and cease being a Utah corporation.

4. Editor-in-Chief's Report

Editor-in-Chief Richard M. Buxbaum reported that the Journal's deficit last year was just under \$54,000, after subsidies from the Society, but that the Host Institution took care of it. This year the deficit is in the mid-\$60,000s. He noted that such deficits always occur in the fourth year because of expenses related to the American reports to the International Congress. He further noted that an additional financial burden had accrued this year as a result of an increase in the number of pages of the Journal's issues.

The Editor-in-Chief further reported that copyright fees have increased fairly substantially, and particularly so this year, making it unlikely that they will be this high every year. He reported that we have about \$6,000 in accounts receivable, and that he expects the deficits to run in the high \$50,000s regularly, but that he had not seen fit to ask the Society for a larger subsidy.

The Editor-in-Chief further reported that our subscription list continues to be very good. We have kept the price of subscriptions low (\$30 or \$32).

Upon a motion to that effect, the Editor-in-Chief's report was approved.

5. Executive Committee pro tem's Report on the Change in Editorship for the Journal

Courtland Peterson noted that the relevant materials had been mailed in advance. He explained that the amendment to the by-laws, see supra, allowing the singular to include the plural with respect to the AJCL's Editor-in-Chief and Host Institution, did not require the plural to be understood always, but merely permitted such an interpretation to be possible.

Courtland Peterson addressed the issue of proxies that had arisen because of confusion as to whether individuals present might vote for the new Editor-in-Chief and Host Institution even if their dean had not designated them as their institution's editor for purposes of this meeting on the proxy forms sent to everyone in advance of the meeting. He explained that Robert's Rules of Order encourages informality, such that the chair of a meeting usually can adopt a modification to formal procedure in the absence of objection. He also noted that this procedure has been a constant in the Society's practice for at least the past 38 years.

The Board decided by unanimous vote that any representative of a Sponsor Member, whether its editor, director or delegate, was eligible to vote at director and editor meetings in the absence of the person formally designated as the director or editor.

6. Interruption of the Board of Directors Meeting

The Meeting of the Board of Directors was interrupted and the Meeting of the Board of Editors was opened.

ASCL Board of Editors Meeting Minutes 2003

Annual Meeting of the Society on October 18, 2003

1. Attendance

The following 36 editors, listed individually after the institution which they represented, attended the meeting as officially designated editors, but, as explained in Paragraph 5, supra, of the minutes of the Board of Directors, any individual listed as representing a host institution in Paragraph 1 of the Sponsor Members' meeting also was eligible to vote if attending in the absence of the officially designated editor:

1. American University, Washington College of Law: Teemu Ruskola
2. University of Baltimore School of Law: Mortimer Sellers
3. University of California at Berkeley School of Law, Boalt Hall: James Russell Gordley
4. University of California at Hastings College of the Law: Ugo A. Mattei
5. Chicago-Kent College of Law: David J. Gerber
6. Columbia University School of Law: George A. Bermann
7. University of Connecticut: Richard Steven Kay
8. University of Denver College of Law: Ved P. Nanda
9. DePaul University College of Law: Brian F. Havel
10. Duke University School of Law: Ralf Michaels
11. University of Florida, Fredric G. Levin College of Law: Walter O. Weyrauch

12. Fordham University School of Law: Roger J. Goebel
13. Golden Gate University School of Law: Sompong Sucharitikul
14. Harvard University Law School: Arthur Taylor von Mehren
15. University of Hawaii, William S. Richardson School of Law: Alison W.

Conner

16. Hofstra University School of Law: Nora V. Demleitner
17. University of Illinois College of Law: Harry D. Krause
18. Indiana University School of Law – Bloomington: Hannah Luise Buxbaum
19. Loyola Law School: Edith Z. Friedler
20. McGeorge School of Law, University of the Pacific: Franklin Gevurtz
21. Marquette University School of Law: Phoebe Weaver Williams
22. University of Maryland School of Law: Peter E. Quint
23. University of Miami School of Law: Keith S. Rosenn
24. The University of Michigan Law School: Mathias W. Reimann
25. University of Missouri–Columbia School of Law: Ilhyung Lee
26. University of Missouri – Kansas City School of Law: Colin Benjamin Picker
27. Oklahoma City University School of Law: Richard E. Coulson
28. The Pennsylvania State University, Dickinson College of Law: Louis F.

Del Duca

29. University of Pittsburgh School of Law: Vivian Grosswald Curran
30. University of Puerto Rico School of Law: Luis Muniz–Arguelles
31. Roger Williams University School of Law: Edward J. Eberle
32. University of San Diego School of Law: Laurence Paul Claus
33. Stetson University College of Law: Luz Estella Nagle–Ortiz
34. Tulane University School of Law: Joachim Zekoll
35. Western New England College School of Law: Peter W. Schroth
36. Willamette University College of Law: Symeon Symeonides

2. New Journal Editorship

A motion was made and seconded to defer the decision in order to determine if others would set forth their candidacy in light of the by-law amendment that expressly permitted multiple editors and host institutions. The motion was defeated.

The three candidates were: (1) the consortium of Berkeley, Columbia and Michigan; (2) Tulane; and (3) Willamette. After each candidate presented its proposal for the new editorship, a vote was taken. The vote resulted in the election of the consortium of Berkeley, Columbia and Michigan as host institutions, and of James Gordley, George Bermann and Mathias Reimann as Editors-in-Chief.

3. Adjournment

There being no further business, the Editors' Meeting was adjourned, in order for the Directors' Meeting to resume.

Resumption of the Board of Directors' Meeting
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7. Treasurer's Report

Treasurer James A. R. Nafziger reported that several Sponsor Members were delinquent in paying their dues and asked those in attendance to notify their deans if their institutions were delinquent.

The Treasurer then submitted the interim report for the period 1/1/2003 to 10/1/2003. He explained that some mutual funds have not yet provided dividends, and that the Society has not yet paid the \$25,000 subsidy for the Journal, but that it will. The Society also has not paid for the 2003 expenses of the President, Treasurer or Secretary.

The Treasurer reported that, taking account only of the Society's reserves from mutual funds, the Society has earned approximately 14%, which is on a par with general market conditions for the relevant time period.

Upon a motion and vote to that effect, the Board decided to increase its subsidy from \$2000 to \$4000 to institutions hosting the Society's annual meetings. This amount is intended for the partial coverage of event expenses.

The Board approved all remaining recommendations in the Treasurer's Report, which included: (1) maintaining Sponsor Member dues at \$700; (2) setting the 2004 Journal subsidy at \$25,000; (3) maintaining the 2004 reimbursement to the schools of the President, Secretary, and Treasurer at \$500 for each officer; (4) paying the 2004 dues to the International Association of Legal Sciences and the Council of Learned Societies; and (5) setting the maximum reimbursement for each Sponsor Member represented at the 2004 annual meeting at \$600.

8. Nominating Committee's Report and Election of Officers

The Committee's nominations had been sent to everyone in advance. The Committee nominated Symeon Symeonides for Vice-President and James A.R. Nafziger for Treasurer, both to run unopposed. It nominated the following four candidates to run for the two Executive Committee openings: Nora Demleitner, Richard Steven Kay, Francesco Parisi, and Annelise Riles.

There were no nominations from the floor.

The results of the election were as follows: Vice-President: Symeon Symeonides (2003–05); Treasurer: James A.R. Nafziger (2003–05); Executive Committee: Nora Demleitner, Richard Steven Kay (2003–05).

9. Prizes Committee's Report

Vivian Curran reported that the Hessel Yntema Prize of \$1500 for the most outstanding article in the Journal in 2002 by an author under the age of 40 was being awarded to Katharina Pistor, Associate Professor of Law, Columbia University, for her article, *The Standardization of Law and Its Effect on Developing Economies*, 50 *Am. J. Comp. L.* 97 (2002).

No Senior Scholar prize was awarded this year.

The Prizes Committee recommended the establishment of a Lifetime Achievement Award, to be a non-monetary recognition of lifetime extraordinary scholarly contributions to comparative law in the United States. On the recommendation of both the Committee and the Executive Committee, the Board approved the establishment of the Lifetime Achievement Award..

10. Annual Meeting Program Committee's Report

William Fisch reported that the Committee had two proposals submitted to host the Society's 2005 annual meeting: one from Suffolk with a program theme of globalization, and the other from Hawaii with a program theme of comparative federalism (with an Asian emphasis). While both proposals came with strong local support, the Committee recommended acceptance of the Hawaii proposal. The Executive Committee agreed with this recommendation, which was approved by the Board.

11. Joint Meetings Committee's Report

John Haley reported that Saint Louis University, Washington University and the University of Missouri, Columbia, law schools were organizing a conference to commemorate the one hundredth anniversary of comparative law in the United States. On the recommendation of the Committee and the Executive Committee, the Board approved the Society's participation in a conference co-sponsored by the Whitney R. Harris Institute for Global Legal Studies of the Washington University School of Law, the International and Comparative Law Center of Saint Louis University School of Law and the University of Missouri, Columbia, School of Law, to be held in St. Louis November 12–13, 2004.

John Haley also reported on the Executive Committee's recommended reimbursement policy for joint meetings. Discussion of the recommendation suggested that it be liberally construed and that Society members receive

priority for reimbursement where feasible. As approved by the Board, the resolution states:

“When the Society co-sponsors an academic program to which it will send delegates or participants, it should first formally ask the person to look for reimbursement from his or her home school. If that will not cover all the reasonable costs, the person may request reimbursement (against receipts for items above \$25) from the Society. The maximum reimbursement would be \$600 for a meeting within the United States and \$1,000 abroad. If a particular meeting requires special treatment, that should be approved by the executive committee or directors prior to the meeting.”

12. Centennial Campaign Committee’s Report

Ved Nanda presented the report of the Centennial Campaign Committee. He reported that the Committee’s planning was in the very early stages.

13. Research and Service Committee’s Report

Sompong Sucharitkul reported that the Committee has begun compiling a database of individuals involved in the Society, and hopes to begin an e-mail discussion list. He reported that other long-term projects also are being discussed.

14. Parliamentarian’s Report

Court Peterson reported the results of the elections, noted, supra, Paragraph 8.

15. Investment and Audit Committee’s Report

Richard Kay reported that the Committee had agreed to review the Society’s portfolio on an ongoing basis, and to establish regular consultation between the Committee and the Treasurer. The Committee also is considering formulating general investment guidelines for the Society’s fund. He further reported that the Committee had decided that a full financial audit was not necessary at the present time. The Committee solicited the advice of interested persons on any of the matters before it.

16. New Business

It was reported that the 2002 Tulane and 2003 Milan meetings, both jointly sponsored by the Society, were a great success.

The Executive Committee, at its October 17 meeting, unanimously approved a resolution of appreciation for Dick Buxbaum. The President presented a plaque at the Society’s annual dinner commemorating this appreciation, which honored and thanked Richard M. Buxbaum, editor in chief of the Journal from

1987 to 2003, “for his extraordinary contributions over seventeen years to the success of the Journal, bringing it into its second half century, and for his contributions to the Society and to comparative law.”

Nora Demleitner announced that the Comparative Law section of the Association of American Law Schools would hold its annual program on January 4th in Atlanta.

Colin Picker requested on behalf of younger comparative law scholars that thought be given to ways for the Society to encourage, mentor and inform others of their work.

17. Adjournment

There being no further business, President Clark adjourned the meeting at approximately 12:40 p.m.

Respectfully submitted,

Vivian Grosswald Curran
Secretary
American Society of Comparative Law, Inc.