



Association of American Law Schools

December 28, 2011

*President*  
**Michael A. Olivas**  
University of Houston

**Memorandum 11-22**

**TO:** Deans of AALS Member Schools and Members of the House

*President-elect*  
**Lauren K. Robel**  
Indiana University-  
Bloomington

**FROM:** Susan Westerberg Prager, Executive Director

*Immediate Past President*  
**H. Reese Hansen**  
Brigham Young University

**SUBJECT:** AALS Policy Regarding Annual Meetings

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**Katharine T. Bartlett**  
Duke University

During the debate centering on the location of the Annual Meeting which occurred at the 2011 Annual Meeting in San Francisco, President-elect Olivas announced that he “expected to appoint a committee that will advise the [AALS] Executive Committee on these particular issues,” indicating that “we have not been unmindful of the importance of the issues and the value of this kind of discourse.”

**Daniel B. Rodriguez**  
The University of Texas

Given the strong differences expressed during the debate, President Olivas determined that rather than appoint a Special Committee he would refer the consideration to a standing committee of the association. The use of a standing committee had the following benefits:

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**Dorothy Andrea Brown**  
Emory University

**Ann C. Shalleck**  
American University

- No member of the committee had been selected with this particular issue in mind.
- Since AALS standing committees have staggered terms, the Committee is composed of members appointed by 3 different Presidents, (2009 President Rachel Moran, 2010 President H. Reese Hansen and 2011 President Michael Olivas).
- The most appropriate standing committee based on subject matter, the Committee on Sections and the Annual Meeting, is composed predominantly of faculty members who have served as Section Chairs and therefore its members have backgrounds in the work of the sections. They also have a familiarity with the annual meeting from the vantage point of knowledge about what the sections need and expect in the context of the Annual Meeting.

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**Pat K. Chew**  
University of Pittsburgh

**Paul Marcus**  
College of William and Mary

*Executive Director*  
*Chief Executive Officer*  
**Susan Westerberg Prager**

*Managing Director*  
**Jane M. La Barbera**

The Committee on Sections and the Annual Meeting held two separate day-long in person meetings during the course of 2011 to explore the issues involved and to develop their recommendations. Not unexpectedly, Committee members came to the issues with a range of perspectives and divergent views. They took their assigned task very seriously, asked many questions, listened to one another and ultimately formed a unanimous direction.

After receiving the Committee Recommendations, the Executive Committee also took great care with the issues. Drawing extensively and comprehensively on the Committee recommendations, the Executive Committee converted the recommendations into a formal policy statement titled Policy Regarding Annual Meetings. (It may also be important to note that 3 members of the Executive Committee had not been involved in the Executive Committee's discussions and decisions relating to the 2011 Annual Meeting and they too brought fresh perspectives to the discussion.)

While there is extensive overlapping material in the two reports, I felt, and the Executive Committee agreed, that, given the nature of the controversy last year, both reports should be made available to our membership. The Recommendations from the Committee on Sections and the Annual Meeting do provide more insight into the rationale for the conclusions, than by its very nature is provided within the formal policy statement itself.

Find below the AALS Policy followed by the AALS Committee on Sections and Annual Meeting Report and Recommendation to the AALS Executive Committee on the Policy for Annual Meetings

The document that is designed to guide the AALS going forward follows:

### **AALS Policy Regarding Annual Meetings & Commentary**

#### **Policy Regarding Annual Meetings**

(1) Location of Annual Meetings. It is AALS policy that an Annual Meeting will not be moved once a contract has been signed with a hotel. The value of centralization for the Annual Meeting, the long-term reputation of the AALS as a reliable contracting party, the potential unavailability of alternate locations, the difficulty of assessing competing "suitability" issues, and the drain on AALS staff resources all counsel in favor of taking this position even though the AALS recognizes that some Sections and their members may be unwilling to or strongly prefer not to attend an event at a particular Conference hotel.

(2) Sections.

(a) Some Sections may have such strong objections to holding their programs at the meeting hotel that they conclude that dissemination of values-based educational information at the meeting site is insufficient as an ameliorative response and that accordingly, they wish to move their program. Respect for values counsels against forcing a Section to hold its program at a particular hotel in the face of strong opposition by members of the Section. On the other hand, accommodating requests to move Section meeting locations may place an unacceptable burden on AALS staff. In order to accommodate these competing interests, it is Association policy to permit Sections to relocate their programs from the conference hotel(s) upon compliance with Executive Committee Regulation 1.1(i). This rule requires Sections to obtain Presidential approval to hold their programs at a location other than the conference hotel. The President, in consultation with the Officers, may authorize such relocation upon a determination that the professional interests of the Association and the faculty of its member schools would be materially served thereby. The Executive Committee believes such interests would be materially served under the conditions stated in this rule.

Prior to making an ECR 1.1(i) application to relocate a Section program to a venue other than the official conference venues, the Section Chair shall poll both the executive committee of the Section and the Section membership. The Section Chair shall inform the President of the results of these polls in the application.

(b) Sections shall be responsible for all planning of programs held at alternate locations. The AALS staff shall not be responsible for coordinating programs held at alternate locations, nor shall the AALS provide transportation to and from the alternate location.

(c) At the request of the Section and upon timely receipt of location information, the AALS shall include information about Section programs held at alternate locations in the meeting program.

(d) If the President approves a Section's request to hold a program at a venue other than a Conference hotel, the Section shall have a waiver of ECR 1.1(g), which requires each Section to hold a business meeting at every Annual Meeting. If the Section plans to elect new officers at the Annual Meeting, as opposed to holding over its prior officers, the Section must do so using the "mail" alternative set forth in ECR 1.1(i). The word "mail" includes elections held using electronic mail functions such as the AALS listserv or AALS website polling function. Official business, such as voting on awards, may not take place at the Section Program held at a non-conference venue.

(3) Accommodation of Expressions of Values. At the request of a Section, and upon timely receipt at AALS offices, the AALS will include in the meeting program notices of events organized by faculty at AALS member schools that concern values issues related to the meeting location. In publishing these notices, the AALS will indicate that it is not endorsing any position on the contested issue.

### **Commentary on Policy Regarding Annual Meetings**

This Commentary on Policy Regarding Annual Meetings identifies factors considered in developing the Policy and should be used in its interpretation and implementation.

(1) The Benefit of Having A Centralized Annual Meeting. The AALS has an interest in having its Annual Meeting as centralized as possible. Centralization facilitates both formal and informal communications, including chance encounters and more formal communication, among members and sections that may not regularly communicate with each other. It also increases the likelihood that attendees will participate in substantive law programs outside their areas of specialty and attend programs that do not focus on particular substantive law topics, but on shared interests of teaching, scholarship, service or institutional issues.

(2) Respecting the values of the AALS, its member schools, and their faculties. As articulated in Association Bylaw 6.1, the AALS has an interest in respecting its values as an organization, "while according appropriate respect for the autonomy of its member schools." The Association "values and expects its members to value . . . scholarship, academic freedom, and diversity of viewpoints" and "a diverse faculty and staff hired, promoted, and retained based on meeting and supporting high standards of teaching and scholarship and in accordance with principles of non-discrimination." Because member schools and their faculties are diverse and do not have one set of values, it is easy to imagine a values issue that would have strong proponents on both sides among faculty at AALS schools. Regardless of whether there is a division on an issue, the AALS should take reasonable steps to respect member school and faculty values and allow them to act in a manner consistent with their own values.

(3) The feasibility of moving an AALS meeting. There are a surprisingly small number of cities that are suitable for hosting the Association's Annual Meeting because relatively few cities have hotels that are suitable to host the Annual Meeting. Many hotels are too small, and do not have sufficient space to

accommodate an Annual Meeting – i.e. there are few of the so-called “Big Box” hotels. Even if the Association were to spread the meeting among several hotels, which diminishes the value of centralization, there are only a few cities that have a number of hotels in close proximity to each other. At the other extreme, large public and private conference centers are significantly more expensive than the large hotels that typically host the Annual Meeting. Some of the small number of suitable hotels have commitments to other conferences during the Annual Meeting time. This scarcity of suitable hotels is one of the major reasons why the AALS contracts for its meeting hotels so far in advance and why, to date, the meetings have been held in the limited number of cities that have the so-called “Big Box” hotels. Deciding to move a meeting on short notice would therefore be risky because suitable alternative hotels might not be available. Moving a meeting with ample notice may be more feasible, but it would present risks of its own because the situation raising controversy might change. It may also be difficult for the Association to determine when a new hotel and city is more “suitable.” At the same time, the Association recognizes there may be exceptional circumstances when moving hotels may be required, such as a natural disaster (e.g. hurricanes) and impossibility of performance (e.g., failure of major utilities in the hotel), or may be appropriate (e.g., when a hotel offers or requests a move that serves the Association’s convenience or interests).

(4) The long-term interests of the AALS. The AALS has a strong interest in maintaining a reputation as a reliable contracting party. Contracts between the AALS and meeting hotels are often signed ten years in advance. If the AALS loses its reputation as a reliable contracting party, hotels could demand substantial cancellation penalties in AALS contracts. The Committee was particularly concerned with the near bankruptcy of another learned society that resulted from its decision to move a meeting location due to a potential labor dispute.

(5) The burden of AALS staff. Planning for the Annual Meeting takes a great amount of AALS staff time. Moving a meeting, especially on short notice, would prevent staff from spending time and energy on other vital tasks. Similarly, making major alterations in the structure of a meeting that remains in the same location also diverts staff resources.

There are clear potential conflicts among these five considerations. Although the AALS has a strong interest in respecting the values of its member schools and their faculties, a balancing of all these factors counsels strongly against moving an AALS meeting.

## Report and Recommendations on the AALS Annual Meetings Policy from the AALS Committee on Sections and Annual Meeting July 2011

### COMMITTEE ON SECTIONS & ANNUAL MEETING MEMBERS

#### Term Expires 2011:

GUY-URIEL E. CHARLES, Duke University School of Law  
CYNTHIA LEE, George Washington University Law School  
NELL J. NEWTON, University Notre Dame Law School

#### Term Expires 2012:

D. BENJAMIN BARROS, Widener University School of Law, Chair  
LAUREL S. TERRY, Pennsylvania State University The Dickinson School of Law

Term Expire 2013:

LENNI B. BENSON, New York Law School .  
KRISTI L. BOWMAN, Michigan State College of Law  
PATRICK WOOLLEY, The University of Texas School of Law

The Committee has been asked to make a recommendation to the Executive Committee about when the AALS should change a meeting location due to conflicts with the core values of the AALS or due to objections raised by a substantial percentage of the faculty of AALS member schools. These conflicts might involve labor disputes, state or local enactment of controversial laws, or other values-related issues. In developing a proposed policy on this issue, the Committee considered a number of different factors, which are listed below. The Committee recommends that the Executive Committee adopt a policy on this issue. If the Executive Committee chooses to include this new policy in the Executive Committee Regulations as ECR 1.1(k), then this Committee recommends that the Executive Committee issue an accompanying report that explains the basis for this action and includes the factors listed in this memo. Alternatively, the Executive Committee might choose to adopt a "stand alone" policy that is not incorporated into the ECRs, in which case these factors might be included as part of that policy statement.

FACTORS RELEVANT TO AN ANNUAL MEETING MOVE

The Executive Committee has identified the following factors as relevant to the issue of whether to relocate an Annual Meeting for values-based reasons:

- (1) The Benefit of Having A Centralized Annual Meeting: The AALS has an interest in having its Annual Meeting as centralized as possible. Centralization facilitates both formal and informal communications, including chance encounters and more formal communication among members and sections that may not regularly communicate with each other. It also increases the likelihood that attendees will participate in substantive law programs outside their areas of specialty and attend programs that do not focus on particular substantive law topics, but on shared interests of teaching, scholarship, service or institutional issues.
- (2) Respecting the values of the AALS member schools and their faculties. The AALS has an interest in respecting its values as an organization, a number of which are set forth in [Association Bylaw 6.1](#). One of the core values articulated in Bylaw 6.1 is that the Association "values and expects its member schools to value ...a diverse faculty and staff..." Because AALS member schools and their faculties are diverse and do not have one set of values, it is easy to imagine a values issue that would have strong proponents on both sides among faculty at AALS schools. Regardless of whether there is a division on an issue, the AALS should take reasonable steps to respect member school and faculty values and allow them to act in a manner consistent with their own values.
- (3) The feasibility of moving an AALS meeting. There are a surprisingly small number of cities that are suitable for hosting the Association's Annual Meeting, which is held in

January. Relatively few cities have hotels that are suitable to host the Annual Meeting. Many hotels are too small, and do not have sufficient space to accommodate an Annual Meeting – i.e. there are few of the so-called “Big Box” hotels. Even if the Association were to spread the meeting among several hotels, which diminishes the value of centralization, there are only a few cities that have a number of hotels in close proximity to each other. At the other extreme, large public and private conference centers are significantly more expensive than the large hotels that typically host the Annual Meeting. Some of the small number of suitable hotels have commitments to other conferences during the Annual Meeting time. This scarcity of suitable hotels is one of the major reasons why the AALS contracts for its meeting hotels so far in advance and why, to date, the meetings have been held in the limited number of cities that have the so-called “Big Box” hotels. Deciding to move a meeting on short notice would therefore be risky because suitable alternative hotels might not be available. Moving a meeting with ample notice may be more feasible, but would present risks of its own because the situation raising the values controversy might change. Finally, it may also be difficult for the Association to determine when a new hotel and city is more “suitable.” The Association holds most of its meetings in union hotels. Most hotels have a number of unions, whose contracts may have different expiration dates. For example, during the 2011 San Francisco Annual Meeting, four of the five unions were “in contract.”

(4) The long-term interests of the AALS. The AALS has a strong interest in maintaining a reputation as a reliable contracting party. Contracts between the AALS and meeting hotels are often signed ten years in advance. If the AALS loses its reputation as a reliable contracting party, hotels could demand a substantial cancellation penalty in AALS contracts. The Committee was particularly concerned with the near bankruptcy of another learned society that resulted from its decision to move a meeting location due to a potential labor dispute.

(5) The burden on AALS staff. Planning for the Annual Meeting already takes a great amount of AALS staff time. Moving a meeting, especially on short notice, would prevent staff from spending time and energy on other vital tasks. Similarly, making major alterations in the structure of a meeting that remains in the same location, as occurred with the 2011 Annual Meeting in San Francisco, would also divert limited staff resources.

There are clear potential conflicts among these five considerations. Although the AALS has a strong interest in respecting the values of member schools and their faculties, the other considerations all counsel strongly against moving an AALS meeting for values reasons. In developing its proposal, the Committee attempted to provide balance among these competing considerations.

The Committee recommends that the Executive Committee adopt the following policy regarding Annual Meetings. This policy has three parts:

## Recommended Policy Regarding Annual Meetings

(1) Location of Annual Meetings. It is AALS policy that an Annual Meeting will not be moved due to values issues once a contract has been signed with a hotel. The value of centralization for the Annual Meeting, the long-term reputation of the AALS as a reliable contracting party, the potential unavailability of alternate locations, the difficulty of assessing competing "suitability" issues, and the drain on scarce AALS staff resources all counsel in favor of taking this position even though the AALS recognizes that some Sections and their members may, for values reasons, be unwilling to or strongly prefer not to attend an event at a particular Conference hotel.

### (2) Sections.

(a) Some Sections may have such strong objections to holding their programs at the meeting hotel that they conclude that values-based educational information is an insufficient response and that accordingly, they wish to move their program. Respect for values counsels against forcing a Section to hold its program at a particular hotel in the face of strong opposition by members of the Section. On the other hand, accommodating requests to move sections placed a tremendous burden on the AALS staff at the 2011 Annual Meeting. In order to accommodate these competing interests, it is Association policy to permit Sections to relocate their programs from the conference hotel(s) for values-based reasons upon compliance with Executive Committee Regulation 1.1(i). This rule requires Sections to obtain Presidential approval to hold their programs at a location other than the conference hotel. The President may authorize such relocation upon a determination that the professional interests of the Association and the faculty of its member schools would be materially served thereby. The Executive Committee believes such interests would be materially served under the conditions stated in this rule.

Prior to making an ECR 1.1(i) application to relocate a Section program to a venue other than the official conference venues, the Section Chair shall poll both the executive committee of the Section and the Section membership. The Section Chair shall inform the President of the results of these polls in the application.

(b) Sections shall be responsible for all planning of programs held at alternate locations. The AALS staff shall not be responsible for coordinating programs held at alternate locations, nor shall the AALS provide transportation to and from the alternate location.

(c) The AALS shall include information about Section programs held at alternate locations in the meeting program.

(d) If the President approves a Section's request for values reasons to hold a program at a venue other than a Conference hotel, the President is empowered to and shall grant the Section a waiver of ECR 1.1(g), which requires each Section to hold a business meeting at every Annual Meeting. If the Section plans to elect new officers, as opposed to holding over its prior officers, the Section must do so using the "mail" alternative set forth in ECR 1.1(i). The word "mail" includes elections held using electronic mail functions such as the AALS

listserv or AALS website polling function. Official business, such as voting on awards, may not take place at the Section Program held at a non-conference venue.

(3) Accommodation of Expressions of Values. At the request of a Section, the AALS will include in the meeting program notices of events organized by faculty at AALS member schools that concern values issues related to the meeting location. In publishing these notices, the AALS will indicate that it is not endorsing any position on the contested issue. The Executive Committee may, in its discretion, also wish to organize a panel discussion at the meeting about the matter of controversy, as it did on the same-sex marriage issue at the 2010 San Diego Annual Meeting.