TO: DANIEL SIMMONS, International Commercial Law Program Chair

FROM: KYAW THA PAW U, Graduate Council Chair

RE: International Commercial Law Bylaws

Enclosed is a copy of the International Commercial Law Bylaws as approved by Graduate Council on April 28, 2016. These bylaws are now the revised, official document for the International Commercial Law Graduate Program and will be posted on the Office of Graduate Studies program webpage:

https://gradstudies.ucdavis.edu/programs/gicl

Thank you for your efforts on behalf of graduate education.

Sincerely,

Kyaw Tha Paw U, Chair
Graduate Council

Enclosure

c: Nicole Baumgarth, Graduate Council Vice Chair
Regan Scott-Chin, Graduate Studies Analyst
Cynthia Spencer, Program Coordinator
Article I. Objective

A. Degree(s) offered by the program: LLM

B. Discipline: International Commercial Law

C. Mission of the Program: The part-time, self-supporting program in international commercial law is designed to provide domestic and foreign lawyers with the theoretical and practical knowledge that they need to practice law and assist businesses and clients involved in such transactions. The commercial world has become increasingly internationalized over the past 20 years. International business ventures between parties are now commonplace. Lawyers facilitating these transactions, and advertising business undertaking them, must have knowledge of different legal environments and a working familiarity with the substantive and procedural law in the jurisdictions in which the transactions take place. They must also understand business aims and methods. Those who undertake the LLM will acquire this necessary knowledge that will result in their becoming more effective international practitioners as they serve the interests and needs for their domestic and international clients.

Article II. Membership

A. Criteria for Membership in the Graduate Program

1. Appropriate academic and teaching title.

Members must hold an appropriate academic title as outlined in Graduate Council Policy, GC1998-02, “Policy on Membership in Graduate Programs”, and any revisions to this policy that may be made by Graduate Council.

It states that members must hold an appropriate academic title as (a) a member of the Academic Senate of the University of California (includes Professors, Lecturers with Security of Employment, Professors in Residence, Professors of “Clinical”, Professors Emeritus/a, and Research Professors), (b) Adjunct Professor, (c) Lecturer (without Security of Employment) or (d) Lecturer Without Salary. Academic staff with primary appointments as Cooperative Extension Specialists or in the Professional Research series are not eligible to be members of graduate programs unless they also hold an appropriate instructional title (normally Lecturer Without Salary).

2. Active research appropriate to the discipline(s) encompassed by the program.
Membership is based upon disciplinary expertise and active research, so members throughout campus are eligible for consideration to membership in the program. However, faculty with appointments in the School of Law have automatic membership rights in the program.

3. Voting rights.
   All members of the graduate program are eligible to vote on graduate program matters. See GC2011-04, Policy on Quorum, Voting Rights and Responsibility.

B. Application for membership.

1. How faculty may apply:
   New members are nominated by Graduate Program members or by self-nomination. The nominee will submit a curriculum vitae which will be reviewed by the Executive Committee for completeness and compliance with membership requirements and appropriate expertise. Membership applications will be evaluated on demonstrated expertise and training in international commercial law and affiliated areas, evidence of scholarly activity relevant to international commercial law, and active research in the discipline of law.

2. Anticipated contributions that graduate faculty members will perform as a member.
   a. Active role in the administration of the graduate program by serving on graduate program administrative committees; as a graduate adviser (not to be confused with being a major professor); or as an administrative officer of the program.
   b. Providing graduate level instruction, as appropriate, in addition to research instruction.
   c. Service on dissertation/thesis and qualifying examination/master’s comprehensive examination committees.

C. Emeritus Status.
   Emeritus faculty with active research programs may remain members of the program and are afforded the following rights: they may attend and participate in program activities (including meetings and administrative committees), may serve as members of program committees, may teach graduate courses, and may serve on student committees. Emeritus faculty are afforded the right to vote on policy and bylaw issues related to the program.

D. Review of Membership

   The criteria for reviewing members of the program are the same for all members. Each faculty member’s contributions to the program shall be reviewed once every three years for the purpose of identifying faculty members who are not providing a minimal level of service to the program.

   This review will be conducted by the Executive Committee, who will shall review on a yearly basis approximately one-third of the membership. The review will focus on the areas defined in Section B. above, “Anticipated Contributions by Members.”
Faculty whose record reflects poor performance in any of these areas will be subject to non-renewal or to a probationary period in which greater involvement must be demonstrated as a condition of continuing membership.

E. Membership Appeal Process

If membership is denied or not renewed, faculty can appeal to the Executive Committee for reconsideration. Applicants denied membership or renewal of membership by the Executive Committee may make a final appeal to the Dean of Graduate Studies.

Article III. Administration

The administration of the program and its activities will be vested in the Department Chair and the Graduate Program Committee.

Article IV. Graduate Program Chair

A. Chair appointment process

The Dean of the School of Law, as the Department Chair, administers the program. The Dean may delegate the day-to-day responsibilities of the graduate program to one or more faculty members of the program. However, even with the delegation of responsibilities, the Department Chair is the official, graduate program Chair. The Department Chair should notify the Office of Graduate Studies of the name of the faculty to whom he/she has delegated duties. Chairs of departmentally-based graduate programs also coordinate the program’s graduate course teaching assignments with relevant department chairs.

B. Duties of the Chair

The Chair: a) provides overall academic leadership for the program; b) develops and implements policies for the program; c) represents the interests of the program to the campus and University administrators; d) calls and presides at meetings of the Executive/Program Committee; e) calls and presides at meetings of the program; f) is responsible for coordinating all administrative matters with the Office of Graduate Studies; g) manages the budgets of the program; h) submits course change or approval forms; i) is responsible for the accuracy of all publications related to the program including web pages and catalog copy; and j) nominates graduate advisers for appointment.

Article V. Committees

Executive Committee

The Executive Committee shall consist of the Dean of the School of Law or her/his delegate, who serves as chair of the committee, plus two faculty elected from the membership plus the Graduate Advisor. All members have voting rights. The faculty members of the Executive Committee shall be elected for a three-year term, which is renewable two times.

Election of faculty members of the Executive Committee: nomination shall be made either by e-mail or from the floor at the annual Spring Semester meeting of the program. Elections shall be
conducted by mail or electronic-mail ballot within two weeks of the annual Spring Semester meeting. At
election, each member of the program shall vote for not more than the number of positions to be
filled on a ballot provided, without weighing of choice. Those receiving the most votes will be
declared elected. Ties will be resolved by lot. Election results shall be communicated to the
members of the program promptly. Elected members shall assume their duties on July 1.

The principal duties of the Executive Committee shall be to determine and implement policy for the
good of the program, and to represent the interests of the program generally to various universities
and other institutions. The Executive Committee is also responsible for distribution of Block grant
and work study funds.

The Executive Committee shall meet at least once each semester. Additional meetings and executive
sessions may be held as deemed necessary, or upon petition by five members of the program.

The Executive Committee shall fill interim vacancies for the remainder of the current year.

**Membership Committee**

The Executive Committee shall serve as the membership committee. The Committee on Membership
shall review on a yearly basis one-third of the membership in addition to new applicants.

**Educational Policy Committee**

The Educational Policy Committee of the School of Law shall serve as the Educational Policy
Committee for the Program. The function of this committee shall include consideration of course
offerings and recommendations regarding the graduate program and supervision of teaching
assignments and teaching experience of graduate students.

**Admissions Committee**

The Admissions Committee shall consist of the Chair of the program or the Chair’s delegate and the
Graduate Advisor. The functions of this committee shall include recommendations of admission of
students to the Dean of Graduate Studies, who is endorsed by the Graduate Council to run graduate
admissions, with the recommended students meeting the same basic admissions requirements as for
other graduate programs. The Committee will prepare recommendations for offers of financial
support to the admitted students.

**Article VI. Student Representatives**

Students are in residence only during the summer months. Since Committees do not meet at this time, it
is not practical to include student representatives.

**Article VII. Graduate Advisers**

1. Graduate Adviser appointments will be made in accordance to the Office of Graduate Studies and
Graduate Council’s policies and procedures.
2. The Graduate Adviser acts as the student’s first source of academic information and provides
assistance with the details of particular graduate programs. The Adviser must evaluate that the student’s
academic program is acceptable under existing requirements. The Graduate Adviser will serve a three-year renewable term.

**Article VIII. Meetings**

Graduate Program matters, when necessary, shall be considered at meetings of the Faculty of the School of Law. Program members who are not members of the Faculty of the School of Law shall be permitted to participate in discussions of Graduate Program matters and exercise a right to vote.

The Program Chair shall call an annual meeting during the Spring Semester for the purpose of electing committee members and conducting other business. The Chair shall be privileged to call other meetings in the interest of the Group and shall be required to do so at the written request of five or more members. Notification will be e-mailed at least two weeks before the meeting. Faculty not on campus may participate by teleconference or other available technology. At a duly called meeting, any member can make a motion, which would then require a second.

**Article IX. Quorum**

All issues that require a vote must be voted on by at least 50+ percent of the eligible members. Passage of proposals requires a minimum of 50 percent +1 of the members who actually vote.

Balloting to establish/revise bylaws or graduate program policy can be done either in a meeting of the program, via telephone, e-mail, or other electronic-based balloting technology. The balloting may be done either publicly (such as a voice vote or show of hands), or anonymously. Any member can make a public or confidential request to the program chair for anonymous balloting at any time. The Program Chair will arrange for anonymous voting. If balloting is done via electronic-based technologies, then seven days must be provided for expression of opinions about the proposal prior to the acceptance of votes, and the program must then allow seven days for votes to be returned or before the "polls are closed."

**Article X. Order of Business for Meetings**

N/A

**Article XI. Amendments**

Amendments to these bylaws may be made in accordance with program’s quorum policy in Article IX and require adoption by a vote of 2/3 members in accordance to Graduate Council guidelines. Program members also may propose amendments by petition to the program Chair. The program Chair, or relevant program committee, may ask for revisions from the faculty who submitted proposed amendments before forwarding the revisions to the membership for review and voting. Quorum, voting and passage is prescribed in Article IX. All amendments and revisions must be submitted to the Graduate Council for review and approval; changes in the bylaws will become effective upon approval by the Graduate Council.