

International Society for Chinese Law and History

By-Laws

**(Officially Adopted by the Society on May 26, 2015, and Amended on July 11, 2015,
October 17, 2023, and September 1, 2025)**

Preamble:

The following By-laws were ratified unanimously by all the registered members of the Society who participated in the first election and were officially adopted by the Society on May 26, 2015 when the Society was incorporated in the State of New York. Several amendments were approved by its Board of Directors on July 11, 2015, October 17, 2023, and September 1, 2025.

Article 1. Name.

The name of the Society shall be “International Society for Chinese Law and History” (hereinafter “the Society”) and “中国法律与历史国际学会” in Chinese.

Article 2. Mission

The Society’s mission is to promote knowledge of Chinese law and history, broadly defined, and to facilitate exchange of ideas among scholars within the field and beyond.

Article 3. Structure of Governance.

- (1) The Board of Directors (“the Board”) and the Executive Council (“the Council”) is the joint governing body of the Society. The Council shall administer the Society’s business, but the President and the Council shall inform the Board of major decisions, such as the Society’s conferences/workshops, significant changes to membership dues and privileges, or appointment or election of Officers or Directors.
- (2) A motion supported by at least one third of all the Board members shall suffice to require the President or the Council to submit any such major decision as mentioned in Article 3.1 to a vote by the Board for approval or rejection.
- (3) The President shall appoint the non-elected officers, lead the Council and Standing Committees to carry out transactions of the Society, and shall consult the Council, the Board, or Society members when appropriate or required by the By-Laws.
- (4) When an Officer or Director resigns, the President shall appoint a new Officer for the remaining term and shall nominate a new Director for the remaining term to be ratified by the Board. In case of breach of duties stipulated in Articles 4-6, an elected member of the Council or the Board may be replaced anytime by consent of at least two thirds of the members of the Council or the Board respectively.
- (5) For the purpose of conducting business, a quorum of the Council or the Board is one-half of its members. A written proxy of an absent member to another member of that body may establish presence for the purpose of a quorum. Unless otherwise specified, a simple majority of the valid votes of the Council, the Board, or the Society shall constitute a quorum sufficient for deciding any transaction facing each of the bodies respectively.

Article 4. Executive Officers and the Council.

- (1) The Council shall consist of the following Executive Officers: (i) the President; (ii) the Vice President; (iii) the Treasurer; (iv) the Secretary; (v) the Immediate Past President; (vi) Chairs of the Standing Committees; and (vii) the Journal and Book Series Editors (if any).
- (2) The Treasurer, the Secretary, the Journal/Series Editor, and Members of the Standing Committees (except the Chairs) are appointed by the President, with approval by the Council, for a term of two years; and the current holders are eligible for re-appointment.
- (3) Under direction of the President, the Treasurer shall administer all the finances of the Society, keep records of its revenue and expenses, as well as take custody of its assets and property. Under direction of the President, the Treasurer shall prepare an annual budget for approval by the Council and the Board and keep track of expenditures of funds in accordance with this budget. The Treasurer shall file required governmental financial reports.
- (4) The specific duties of the Vice-President and the Secretary (if so established) shall be defined by the President in consultation with the Council. Among other duties, the Vice-President and the Secretary shall assist the President in conducting the Society's business and coordinate the operation of the Standing Committees.
- (5) If the office of the President becomes vacant prematurely, the Vice-President shall become president for the remainder of the unexpired term. If any other executive office becomes vacant, the President shall fill the office by appointment with the approval of the Council. The terms of such office shall be for the unexpired period from the time of approval.

Article 5. The Board of Directors.

- (1) The Board of Directors shall consist of the following Executive Officers: The President, the Vice-President, Chairs of the Standing Committees, the Immediate Past President; plus the Treasurer (non-voting ex-officio), the Secretary (non-voting ex-officio), and the Journal/Series Editor (non-voting ex-officio) (if any); plus
- (2) Five to ten other Directors elected from scholars, based on their records of outstanding scholarship or services in the field, with demonstrated interest in the Society's activities. Regular participation in the Board's business is required. The exact number of the Directors for a particular election shall be determined by the Council, with the Board's approval, based on the Society's membership size. The elected Directors shall serve without term limits unless the Bylaws are amended again to have such limits.
- (3) Within one month after taking office, the Board will appoint one of the directors (including the President and other elected Executive Officers on the Board) as the Executive Director to lead meetings or other business of the Board.

Article 6. Standing Committees under the Council.

- (1) Under direction of the President, the Standing Committees shall help carry out the Society's business as specified below (unless revised by the Council). Chairs of these Committees are also members of the Council and the Board.
- (2) Each Committee shall have a Chair and possibly other members (the specific number will be decided by the President in consultation with the Council). Each Committee shall prepare a written report to the President and the Council about major activities at least every six months, provide updates for the Officer in charge of the Society's Website, and report to the Treasurer any funds or expenditures associated with its business.
- (3) Unless revised by the Council, the Society has the following Standing Committees:
 - (i) **The Committee on Conference** shall organize the Society's (bi)annual conferences or workshops, organize panel proposals for other affiliated associations' conferences or similar events, and help update Society members about these events.
 - (ii) **The Committee on Publication** shall explore opportunities or provide assistance for such edited volumes, special journal issues, or book series as sponsored by the Society or Council, oversee the book prize process, set up workshops for graduate students, and solicit book reviews.
 - (iii) **The Committee on Research** shall compile information about archival or printed sources relevant to the field to be published by the Society online or elsewhere. With other officers' help, this Committee is also responsible for maintaining and updating the Society's Website and keeping Society members informed of major developments.
 - (iv) **The Committee on Development** shall help raise funds, promote public interest in the field, establish affiliation with selected scholarly organizations, and reach out to younger scholars in the field.

Article 7. Election and Term of Service.

- (1) Unless otherwise noted, the term of service shall be two years for the Executive Officers and Directors, except that the Immediate Past President will remain a member of the Council and the Board for two more years.
- (2) The President and Vice President shall serve for one term.¹ Standing Committee Chairs shall serve for a maximum of two terms in the same position. The Treasurer and the Secretary shall serve for a maximum of four terms. The Directors shall serve without term limits unless the Bylaws will be amended again to the contrary. After reaching term limit, all officers are eligible for a different Society position in the next election.
- (3) The Executive Officers and Directors to be elected shall include the Vice President, Standing Committee Chairs, and Directors as stipulated in Article 5 (2).¹ The Vice President shall, after completion of her/his term, succeed to the office of President.

¹ This will take effect after the 2026 election of the President and Vice President.

- (4) General election for members of the Council and the Board shall be held every two years, before the end of the current term. Newly elected members shall become non-voting members of the Council and/or the Board for the remainder of the current term before they take office.
- (5) With the Board's approval, the Council shall form a Nominating Committee of three to six members at least one month before the election starts to finalize a list of nominees for respective positions. With the Council's approval, the Nominating Committee shall form or designate an Election Committee of two or three members to supervise the voting process and confirm the results. Unless a majority of the Council or Board determines that a dispute over the nomination process warrants deliberation and approval by the Council or the Board, the Nominating Committee retains the authority to interpret the Bylaws and any related rules or procedures governing the nomination process on behalf of the Society.
- (6) The Nominating Committee needs to consider nominees' scholarly standing (including but not limited to the quality and quantity of research publications, such as monograph(s), refereed articles in top journals, etc.), academic reputation, contribution to the field of Chinese legal history broadly defined, and to the Society. The Nominating Committee has full authority and discretion in preparing the list of nominees based on these considerations and has no obligation to include any of the persons nominated by the Council, the Board or the members and may nominate persons it considers appropriate to the list.
- (7) The list of the nominations shall be approved by the Board of Directors before it is finalized. All candidates for President and Vice President must receive affirmative votes from at least four-fifths of the Board members, while candidates for the committee chairs will require approval by at least two thirds of the Board members. If such approval is not obtained, the Nominating Committee shall either present additional evidence to support the candidate's qualifications or consider alternative candidates. The final decision of the Nominating Committee, once approved by the Board, is conclusive and not subject to appeal.
- (8) Society members shall receive notice by their email address on file about the nomination, candidates, and voting procedure at least three weeks before the election closes.
- (9) The Council or the Board may decide later to stagger the election of their members, according to the general procedures of election in Article 7.

Article 8. Membership, Dues, and Privileges.

- (1) All scholars interested in Chinese law and history, including graduate students and comparative scholars of other regions, are welcome to join the Society. After having received confirmation and paid the membership dues, they will become Society members and enjoy all such rights and privileges as provided in the By-Laws.

- (2) In addition to the procedures outlined in Article 8 (1) for joining the Society, individuals seeking membership must provide materials demonstrating their research interests or experience in Chinese law and history, such as CVs or academic publications. After review by the Council, these individuals will be granted Society membership and entitled to all the rights and privileges as specified in the By-Laws.
- (3) The annual membership dues shall be fixed by the Council every year. Members shall be allowed to pay for one-, two-, or four-year membership. The Treasurer and the Secretary shall collect and maintain records of membership dues.
- (4) Only Society members in good standing may vote, nominate, or be nominated for any of the Society's officer positions in the general election. Members in good standing in this By-Laws means individuals who have duly paid their membership fees for the current year and meet any other eligibility criteria as determined by the Society's Council or Board.
- (5) All Society's members may participate in the Society's conferences, workshops, restricted online events, or any other activities and enjoy benefits as defined by the Council.
- (6) The Society's officers may use members' information when conducting the Society's business.
- (7) Upon recommendation by the Council, the Board shall have the authority, by a two-thirds vote, to suspend or terminate the membership of any individual whose actions are found to be materially detrimental to the Society's mission, operations, or reputation. Grounds for such action may include, but not limited to, repeated disruption of the Society's academic activities, interference with the functioning of the Council or the Board or conduct that adversely affect the reputation or public standing of the Society.

Before any action is taken, the member shall be provided written notice outlining the basis for the proposed termination or suspension and shall have an opportunity to respond in writing within thirty (30) days. The Board shall consider the response, if any, before making a final decision. The decision of the Board shall be final and not subject to appeal.

Article 9. Society Fellows, Prizes, and Other Honors.

- (1) Upon recommendation by the Council, the Board may decide to name one Lifetime Society Fellow every year for long, outstanding contribution to the Society or the field. The Fellow(s) shall be exempted from all membership dues and conference registration fees.
- (2) Upon recommendation by the Council, the Board may decide to name non-voting Honorary Directors to recognize their scholarly accomplishments, limited to five in total cumulatively unless three quarters of the Board members agree to change this.
- (3) The Council may create annual awards of Article and/or Book Prizes for excellent publications in the field (in Chinese or English) during the previous two years. It may

instruct the Committee on Publication to establish the selection criteria. The Council shall decide how to fund the prizes or whether to name them after accomplished scholars or donors.

Article 10. Society Conferences and Workshops.

- (1) With help of the Board and Society members, the President and the Council shall make all reasonable efforts to organize at least one Society conference or workshop every two years. The Board and the Council shall hold one general meeting either at such a conference/workshop or another venue arranged by the President every two years to decide on important Society matters.
- (2) The Council and the Board shall make all reasonable efforts to explore opportunities of financial subsidies for the Society's conference/workshop or other important events.

Article 11 Gift Acceptance Policy.

- (1) The Society may accept financial or in-kind donations that support its mission. All gifts are subject to review by the Council, which may decline or return any donation that poses a risk to the Society's reputation, best interest, or operations.
- (2) Acceptance of a donation does not entitle the donor to any role in decision-making, influence over the Society's governance, or special privileges beyond standard membership rights. The Council may adopt additional policies or thresholds to guide gift acceptance policy.
- (3) All donations shall be documented and acknowledged appropriately. The Treasurer shall maintain records of all contributions in accordance with applicable regulations and the Society's financial policies.

Article 12. Amendment and Revision.

Upon recommendation by the Council, the Board shall have the power to amend any provision of the By-Laws. Amendment will take effect upon such Board's decision and should be communicated to all members as soon as practicable by email or other communication means determined by the Board.