*The Ohio State Business Law Journal*

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Constitution

CONSTITUTION

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## PREAMBLE

The *Ohio State Business Law Journal* (“Journal”) is a student-managed publication of scholarly research and commentary exploring the legal issues facing entrepreneurs, business owners, and venture capitalists. The Journal provides an excellent opportunity for readers, academics, and students to explore the intersection of business and the law. Founded and managed by students, this semi-annual journal will publish scholarly articles, book reviews, and student-authored notes discussing provocative, timely issues facing the entrepreneurial business community. Additionally, the Journal will host an annual symposium where professors and practitioners from Ohio and around the country gather to discuss topical issues and emerging trends in entrepreneurial business law. The staff and board are selected for their demonstrated writing ability, professionalism, and commitment to advancing the purposes of the Journal.

This Constitution governs the management and operations of the Journal. The criteria for selection to Board membership shall be demonstrated dedication and commitment to the Journal, as well as aptitude in the areas of writing and editing. Other criteria, if pertinent, may be considered.

The successor Board shall assume office whenever the outgoing Board deems it appropriate. In no event shall the successor Board assume office before the successor Editor-in-Chief is elected and the Board positions are fulfilled pursuant to Articles III and IV. The assumption of office shall occur no earlier than four weeks before the end of the second semester. The successor Board’s duties commence at the time of assumption of office and continue until another Board assumes office the following year. Until it assumes office, the successor Board shall have no vote at Board meetings.

## ARTICLE I.

**Rights and Duties**

1. Every Journal member shall have a right to:
   1. The fullest extent of due process, as provided in Article VIII, in any proceeding under Article X for the purpose of Journal termination
   2. Be free from discrimination on the basis of race, color, national origin, religion, sexual orientation, gender, age, creed, marital status, veteran status, political belief, organizational affiliation, or disability.
2. Every Journal member shall have the responsibility to:
   1. Comply with every provision of this Constitution, all bylaws that are adopted, and any duties that are required by the Board

2). Refrain from discrimination against Journal members or applicants on the basis of race, color, national origin, religion, sexual orientation, gender, age, creed, marital status, veteran status, political belief, organizational affiliation, or disability.

1. Membership on the *Ohio State Business Law Journal* shall be mutually exclusive with membership on the *Ohio State Law Journal*, the *Ohio State Journal on Dispute Resolution*, the *Ohio State Journal of Criminal Law*, the *Ohio State Technology Law Journal*, and any other journals that may be created at The Ohio State University Moritz College of Law. Upon accepting membership with the Journal, every Journal member shall have the duty cease any participation on other journals.

## ARTICLE II

**Board of Editors**

1. Composition:

The Board of Editors (“the Board”) is the governing body of the Journal and is jointly responsible for the operation and publication of the Journal with the Editor-in-Chief. The Board shall be comprised of:

* 1. Editor-in-Chief (1)
  2. Executive Editor (1)
  3. Chief Managing Editor (1)

1. Note & Comment Editor (1)
2. Symposium Editor (1)
3. Business & Marketing Editor (1)
4. Communications & Technology Editor(1)
5. Articles Editor (1)
6. Managing Editors
7. Other positions at the discretion of the Editor-in-Chief and subject to the approval of the outgoing Board.
8. Powers:

The Board shall have those powers reserved to it or designated to it by this Constitution. The Board may overrule any decision of the Editor-in-Chief by a majority vote of the total number of Board members. The Board may initiate actions not inconsistent with this Constitution.

The Board’s powers include, but are not limited to the following:

1. The power to remove Board and staff members according to Article VIII.
2. The power to grant credit according to Article VI.
3. The power to establish, change, and approve a successor Board according to Article IV.
4. The power to remove the Editor-in-Chief according to Article VIII.
5. Meetings:
6. The power to establish the duties and responsibilities of the Board, Associate Editors, and staff members.
7. The power to appoint and remove the faculty advisors according to Article XIII.
8. The power to approve bylaws.
9. The power to participate in decisions regarding which articles shall be published, according to Article V.

The Board shall meet at least three times per academic year, not in the summer, and at a time determined by the Editor-in-Chief.

All Board meetings are open to the entire Journal membership, except as otherwise provided in the Constitution and except when the meeting is a special meeting. Special meetings are Board meetings limited to Board members, the Faculty Advisors, and those invited by a majority vote of the Board. A meeting shall be a special meeting if the Editor-in-Chief designates the meeting a special meeting, or if the majority of the Board votes for the meeting to be a special meeting. All or part of a Board meeting may be voted to be a special meeting, provided that at least one open Board meeting is held each semester. The results or decisions of a special meeting shall be made known to all Journal members by notice promptly posted in the Journal office.

* 1. Three or more Board members may petition the Editor-in-Chief to convene a meeting, either special or open, in which case the Editor-in-Chief shall convene the requested meeting within eight days. The Editor-in-Chief shall have the discretion to limit the agenda of a petitioned meeting to the matters raised in the petition.
  2. Board members are required to attend Board meetings unless excused in writing by the Executive Editor. Fifty percent of the Board membership shall constitute a quorum. Unless otherwise specified, a majority vote of the Board means a majority of those

specifically present at the meeting.

* 1. The Executive Editor shall be responsible for the taking of minutes at each meeting. The Board may excise portions of the minutes by a majority vote. Rules of procedure shall be determined by the Editor-in-Chief prior to the close of the academic year in which he or she takes office, subject to the approval of a majority of the Board. It is the intent of this Constitution that Board meetings shall be conducted informally whenever possible, and that the rules of procedure shall be invoked only when the exigencies of time or decorum so require.
  2. Staff members shall be allowed to offer discussion at meetings, but the right to make motions and to vote on the business of the Journal shall be in the Board members.

## ARTICLE III

**Duties of Executive Positions**

**Editor-in-Chief**

1. Description:

The Editor-in-Chief is the chief executive officer and is jointly responsible with the Board of Editors for publishing the Journal.

1. Powers and Duties:
   1. Except as otherwise provided by this Constitution, the Editor-in-Chief shall have the power to make and implement all decisions regarding the operation of the Journal subject to the Board’s power to overrule any decision by a majority vote of the total number of Board members, at a meeting as provided in Article II provided that the Board’s power be exercised within a reasonable time under the circumstances.
   2. The Editor-in-Chief shall:
      1. Execute and uphold the provisions of this Constitution and all duly enacted bylaws, by this Constitution,
2. Hold Board and staff members accountable for the discharge of their duties,
3. Propose non-publication expenditures to the Board for approval,
4. Call meetings of the Board as required by Article II,
5. Destroy all evaluation forms immediately prior to the expiration of his or her term of office, and
6. Discharge other responsibilities as provided by this Constitution.
   1. The Editor-in-Chief may:
      1. Submit extraordinary matters to the Board for decision.
      2. Propose any necessary and proper action or bylaw to the Board for decision.
      3. Call a meeting of the Board at any time.
   2. At the earliest possible time, the Editor-in-Chief shall submit for Board approval a publication schedule for at least two issues of the Journal.
7. Selection of the Editor-in-Chief:
   1. No later than the seventh week of the second semester of each academic year, but no earlier than the third week of such semester, on two business days selected by the outgoing Editor-in-Chief, an election shall be held for the purpose of selecting a successor Editor- in-Chief.
8. All Journal members shall be eligible to vote as follows:
   1. each Board member shall be entitled to cast one vote.
   2. each staff member and each associate editor shall be entitled to cast one vote.
   3. no write-in candidates shall be allowed.
   4. absentee votes shall be accepted by the outgoing Editor-in-Chief any time after the nomination process is completed and before the opening of the election meeting.
9. The election shall be by secret ballot, provided that each ballot shall indicate whether the voting member is a successor or outgoing Board member, and provided that all absentee ballots shall indicate the name of the absent voting member.
10. Votes shall be counted by the outgoing Editor-in-Chief and Executive Editor.
    1. There shall be a nomination period during which any successor Board member may declare candidacy in writing to the Editor-in-Chief and Executive Editor. The nomination period must end at least five business days before the election. An open forum for candidates shall be held for all members not more than fourteen and not less than two business days before the election.
    2. The candidate who receives a majority of votes cast shall be declared the new Editor-in-Chief. If no candidate receives a majority of votes, another election shall be held the following business day between or among the candidates in the top two positions. The candidate who receives the majority of votes cast in the next election shall be declared the new Editor-in-Chief. This procedure shall be repeated until a new Editor-in-Chief is declared. If a final election between two remaining candidates results in a tie, that tie will be broken by counting only those votes cast by the staff members.
    3. Within fourteen calendar days after being elected, the Editor-in-Chief shall select the successor Board members’ Editorial positions. Prior to this selection, the Editor-in-Chief shall solicit successor Board members to determine each member’s desired position; the Editor-in-Chief is in no way bound by a member’s expressed desires. The Editor-in-Chief shall also solicit suggestions from outgoing Board and shall become effective subject to the following:
       1. Within twenty calendar days after the election of the successor Editor-in-Chief, the outgoing Editor-in-Chief shall convene a meeting of the outgoing Board members to consider the selections of the successor Editor-in-Chief. The successor Editor- in-Chief shall be present at this meeting. The outgoing Board may disapprove of a selection by a two-thirds vote of the total number of Board members. Following any disapproval by the outgoing Board, the successor Editor-in-Chief shall present

revised selections to the outgoing Board subject to the same disapproval process until the outgoing Board accepts the selections.

* + 1. Within ten calendar days of the outgoing Board’s acceptance, any successor Board member may decline his or her particular editorial appointment and choose to become an Associate Editor, in which case the vacated position shall be filled as provided in this section.
  1. A Board member’s editorial position may be changed only as provided in paragraph 1 of this Section and as follows:

At any time, the Editor-in-Chief may submit for the Board’s approval a proposition that a Board member’s position be changed. The Board may then authorize the proposed change by a majority vote of the total number of Board members after considering the desires of the affected Board member and the Editor-in-Chief’s reasons for proposing the change. All Board members, including the affected member, will be eligible to vote. The vote shall be by secret ballot.

* 1. Impeachment: When the Editor-in-Chief has been unable to perform the duties of the office for thirty days due to any reason, the Executive Editor shall succeed to the position upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

**Executive Editor**

1. Description:

The Executive Editor is the executive officer primarily responsible for the publication of the Journal.

1. Powers and Duties:
   1. The Executive Editor shall:
      1. Manage publication including formatting/final reads/contacting publishers,
2. Track, record, and submit hours and credits,
3. Manage and record discipline issues,
4. Read and grade writing samples and personal statements.
5. Selection of the Executive Editor:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Executive Editor has been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

**Chief Managing Editor**

1. Description:

The Chief Managing Editoris the executive officer responsible for the editing of the Journal.

1. Powers and Duties:
   1. The Chief Managing Editorshall:
      1. Answer footnote-related questions from authors after each acc checks,
      2. Distribute, manage and meet with Managing Editors,
      3. Provide instruction on Bluebook education, and
      4. Grade editing applications over the summer period.
2. Selection of the Chief Managing Editor:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Chief Managing Editorhas been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

**Note and Comment Editors**

1. Description:

The Note and Comment Editorsare the executive officers responsible for the selecting student articles for the Journal.

1. Powers and Duties:
   1. The Note and Comment Editorsshall:
      1. Manage the note-writing process,
      2. Delegate work to note coaches
      3. Coach writers on thee note topics,
      4. Create and manage note-topic bank,
      5. Create rubrics for student publication, and
      6. Instruct writing workshops.
2. Selection of the Note and Comment Editors:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Chief Note Editorhas been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# Symposium Editors

1. Description:

The Symposium Editorsare the officers responsible for organizing the yearly symposium event for the Journal.

1. Powers and Duties:
   1. The Symposium Editorsshall:
      1. Generate topics for the symposium
      2. Plan and organize symposium in collaboration with professors and practitioners, and
      3. Fundraising for the symposium.
2. Selection of the Symposium Editors:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Symposium Editorshas been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# Business & Marketing Editor

1. Description:

The Business & Marketing Editoris the officer responsible for organizing the yearly symposium event for the Journal.

1. Powers and Duties:
   1. The Business & Marketing Editorshall:
      1. Request funding for the Symposium
2. Selection of the Business & Marketing Editor:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Business & Marketing Editorhas been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# Communications Editor

1. Description:

The Communications Editoris the officer responsible for making announcements, networking, and drafting communications for the Journal.

1. Powers and Duties:
   1. The Communications Editorshall:
      1. Recruitment for Staff Editors throughout the year
      2. Maintain alumni connections
      3. Organize events throughout the year (Happy Hours with practitioners, alumni events)
      4. Connecting with the Business Law Society, and
      5. Email/reminders/meeting minutes.
2. Selection of the Communications Editor:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Communications Editor has been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# Media and Tech Editor

1. Description:

The Media and Tech Editoris the officer responsible for maintaining the Journal’s social media presence.

1. Powers and Duties:
   1. The Media and Tech Editorshall:
      1. Select the editors of the month
      2. Management of the social media (Facebook, Twitter, Linkedin), and
      3. Management of the OSBLJ website
2. Selection of the Media and Tech Editor:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Media and Tech Editor has been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# Articles Editors

1. Description:

The Article Editorsare the officers responsible for selecting articles for the Journal.

1. Powers and Duties:
   1. The Articles Editor**s** shall:
      1. Solicit articles from authors
      2. Review articles and submissions, and
      3. Answer substantive questions about comments from the authors.
2. Selection of the Articles Editors:
   1. This position is selected by the Editor-in-Chief.
   2. Impeachment: When the Articles Editorshas been unable to perform the duties of the office for thirty days due to any reason, the successor to the position will be approved upon a majority vote of the Board as per Article VIII. It is the intent of this Constitution that only a gross dereliction of duties shall warrant impeachment.

# ARTICLE IV

**Staff**

1. First and second year students shall have the opportunity to participate in a writing competition held in accordance with Article XI. Invitations to join the Journal staff shall be extended to successful participants.
2. Transfer students shall be eligible for Journal membership according to Article XII.
3. Within two weeks after the beginning of the school year, the Staff shall elect one staff member to serve as representatives to the Board. The representative shall attend all Journal meetings, including special meetings, and shall serve as liaison through which staff interests are brought before the Board. The staff may remove and replace a representative at any time by a majority vote of the total number of staff members.
   1. Any member who resigns his or her Journal membership, is denied Journal credit, or whose membership is terminated shall not be eligible thereafter for Journal membership, unless two-thirds of the total number of Board members determines that the refusal was caused by significant hardship.

## ARTICLE V

**Writing Requirement**

During the first year of Journal membership, each Journal associate member shall complete a publishable work. The standards for the writing program shall be set by the Note and Comment Editor. The Note and Comment Editor shall publish guidelines outlining the criteria for a publishable paper.

## ARTICLE VI

**Academic Credit**

The Board shall hold a special meeting no later than the tenth week of the Spring semester to vote on Board and Staff credit. The Board must vote by secret ballot to recommend that credit be granted to each individual member of the Journal. Recommendation is by a majority vote of the total number of Board members.

A Board recommendation that credit not be given a Journal member may only be based on the grounds listed in Article VIII. The member shall be notified in writing that denial of credit will be recommended by the Board, and shall also be notified of the grounds for the recommended denial. The member may then make a written request for a formal hearing before the Board, which shall be granted only for good cause shown. When the Board recommendations are presented to the faculty advisor, justifications for such recommendation shall be given. A member for whom denial of credit has been recommended may appeal to the faculty advisor.

If a recommendation is made that a member should be denied credit, the due process requirements in Article VIII must have been followed.

## ARTICLE VII

**Denial of Credit**

A recommendation by the Board to deny Journal credit shall only be made for the following reasons:

* + 1. Failure to complete the requirements of the writing program as found in Article V, or
    2. Repeated failure to fulfill the responsibilities in the Constitution.

No credit shall be given if the writing program requirements of Article V are not completed.

## ARTICLE VIII

**Membership Termination**

1. Subject to the due process procedures mandated by Article VIII, the Journal membership of any staff or Board member may be terminated upon a finding that:
   1. The staff or Board member has knowingly failed, or has negligently and repeatedly failed, to fulfill his or her responsibilities as required by this Constitution, or
   2. The staff or Board member has knowingly violated Article I, Section (B) (2) of this Constitution.
   3. Such a finding shall be manifested by:
      1. In the case of a staff member, a two-thirds vote of those Journal members present and eligible to vote at a meeting or a unanimous vote of the entire Board;
      2. In the case of a Board member, a two-thirds vote of those Board members present and eligible to vote at a meeting;
2. Failure to conform to the due process procedures mandated by this Article and Article VIII shall constitute a complete defense to any Journal membership termination procedure.
3. Petition for Review:
   1. If review of any Journal member is sought for the purpose of termination of his or her Journal membership under this Article, a petition for review shall be presented to the Editor-in-Chief, or if review of the Editor-in-Chief is sought, to the Executive Editor.
   2. The petition for review shall:
      1. Be in writing,
      2. Be signed by three Journal members, two of whom must be Board members,
      3. Consist of a short and concise statement of the reasons and factual basis for placing the member under review, and
      4. Be distributed in person to the member of whom review is sought within three calendar days of presentation of the petition to the Editor-in-Chief, or if appropriate, the Executive Editor.
4. Staff Member Review
   1. If review of a staff member is sought, the Editor-in-Chief shall call a Board meeting to consider the petition to be held not less than four nor more than

ten calendar days after the petition is distributed to the staff member under review.

The purpose of the meeting shall be to determine whether there is sufficient evidence to bring the matter to the Journal membership as provided in Paragraph 2 of this Section. Sufficient evidence shall exist when the facts are such that reasonable people could not disagree. The matter shall be brought to the entire membership for full consideration if a majority of the Board concurs that sufficient evidence exists, provided that:

* + 1. The staff member under review shall have the right to be heard at the Board meeting, but attendance shall otherwise be confined to Board members,
    2. There can be no Board meeting under this Paragraph unless two-thirds of the Board members are present for the entire meeting,
    3. No Board member shall be eligible to vote unless he or she attends the entire meeting.
    4. For the purposes of this Section, a majority of the Board shall consist of a majority of those Board members eligible to vote at the meeting.
  1. If sufficient evidence is found to exist as provided in Paragraph 1 of this Section, there shall be a meeting of the Journal membership to fully consider the petition for review not

less than four nor more than ten calendar days after the determination is made. Proceedings under this Paragraph are subject to the requirements of Section E of this Article, provided that the staff member under review shall have all rights guaranteed by Section E, irrespective of an unanimous vote of the Board that sufficient evidence exists.

1. Board Member Review

If review of a Board member is sought, Section C of this Article shall not apply, but a meeting of the Board to fully consider the petition for review shall be held not less than seven nor more than fourteen calendar days after the petition is distributed to the Board member under review.

Proceedings under this Section are subject to the requirements of Section E.

# ARTICLE IX

**Meetings for Consideration of Review**

A meeting shall be held for full consideration of the petition for review, provided that:

1. Prior to the Board meeting, the member for whom review is sought shall have a right of access to all written evaluations concerning his or her performance of Journal responsibilities.
2. At a meeting under this Article, the Journal member shall have a right to:
   1. Be heard,
   2. Present any Journal member or other person as a witness on his or her behalf,
   3. Present any other relevant evidence,
   4. Question those who requested that notice be given, signed the petition for review, or are presented as witnesses for the case against the member, and
   5. Be represented during the meeting by a non-Journal member, except that there shall be no right of representation whatsoever during the preliminary hearing under Article VIII.
3. Attendance at meetings held under this Article shall be limited to Journal members, except when non-Journal members are called to testify or represent as provided in this Section.
4. Attendance at meetings held under Section D of this Article shall be limited to Board members, except when non-Board members are called to testify or represent as provided in this Section.
5. For the purposes of this Section, no person otherwise eligible to vote shall vote unless he or she has attended the entire meeting.
6. In a Section D of Article VIII, there must be two-thirds of the Journal membership present, and in a Section E proceeding there must be two-thirds of the Board present.
7. The member under review shall have no right to be present during any deliberation, no right to vote, and shall not be considered eligible to vote within the meaning of this Article.
8. Votes taken under of this Article shall be by secret ballot and shall conform to any relevant bylaw adopted pursuant to this Constitution.
9. The members seeking review shall control the proceeding.
10. The Journal member under review shall be presumed to have complied with his or her Journal responsibilities, and the burden of proof shall be on the members seeking review.
11. Denial of due process may be raised as an affirmative defense by the member under review, and when the defense is raised the burden shall be on the members seeking review to prove that the due process procedures of this Article were complied with.
12. The Editor-in-Chief shall be responsible for oversight of compliance with the due process procedures of these Articles, but if review of the Editor-in-Chief is sought, the Executive Editor shall have this responsibility.
13. Decisions under this Article shall be made within 24 hours of the meeting, and failure to reach a decision within that time will end the inquiry.
14. The denial of Journal credit shall not afford the member whose credit is denied any recourse under this Article.

## ARTICLE X

**Writing Competition**

The purpose of the Writing Competition is to offer Journal membership to those eligible students who demonstrate quality writing and editing skills. The set of rules announced to all entrants at the beginning of the Writing Competition shall be incorporated into the Constitution. The Writing Competition rules shall be strictly enforced and all interpretations of the rules shall be final.

The following persons shall be eligible to participate in the Writing Competition:

1. Persons having first-year or second-year standing and who plan to enroll for at least two semesters after the date set for the issuance of offers of membership, provided that any person who has resigned from the Journal shall not be permitted to participate in the subsequent Writing Competition, unless the Board determines by a three-fourths vote that the resignation was caused by a significant hardship, and
2. Transfer students according to Article XII.

Participation in the Writing Competition requires all eligible entrants to strictly adhere to the Writing Competition rules. The Writing Competition rules shall include, but shall not be limited to the following requirements:

1. A time schedule for the Writing Competition,
2. The format in which the papers are to be submitted,
3. Limitations on the assistance that entrants may receive,
4. Gender neutral writing style, and
5. Anonymous evaluation of all writing samples and editing assignments.

The Note and Comment Editor or other Board members appointed by the Editor-in-Chief shall administer the Writing Competition.

**ARTICLE XI**

# Transfer Students

All transfer students shall be eligible for Journal membership according to these standards:

1. All transfer students admitted to The Ohio State University Moritz College of Law prior to completion of the spring semester final exam schedule shall be required to participate in the Spring Writing Competition held immediately after spring semester exams.
2. All transfer students admitted to The Ohio State University Moritz College of Law after completion of the spring semester final exam schedule shall not be eligible to participate in the Spring Writing Competition until completion of their first spring semester following their matriculation at the Moritz College of Law.

An exception to the requirements of this Article may be granted upon the recommendation of the Editor- in-Chief, Executive Editor, and Note & Comment Editors.

## ARTICLE XII

**Faculty Advisors**

1. The Faculty Advisor(s)’ primary role shall be to represent the Journal’s interests before the law school faculty and administration and to transmit to the faculty, in his or her discretion, the recommendation of the Board regarding awards of credit to members of the Journal.
2. The Faculty Advisor(s) shall have only those powers expressly granted by this Constitution.

## ARTICLE XIII

**Military Service**

Any student who would have been entitled to receive a Journal invitation after his or her first year of law school will be entitled to receive a Journal invitation on return from the Armed Services or service in the National Guard. Any Journal member inducted into the armed forces will be entitled to resume Journal membership in any appropriate position approved by the Board upon his or her return.

## ARTICLE XIV

**Interpretation of Bylaws**

1. The Board shall be the final arbiter of disputes regarding the interpretation of the principles and rules in this document, and in resolving interpretive disputes, the Board shall be guided by the understanding that this Constitution includes both statements of policy regarding Journal operation and statements of binding obligations.
2. Necessary and proper bylaws may be adopted by a majority vote of the entire Board. Any Board or staff member may propose additional bylaws or amendments to existing bylaws. The Board shall retain the bylaw until amended, or until another concerning any subject is adopted to replace it.
3. This Constitution may be amended only upon both a three-quarters vote of the entire Board by a secret ballot, as well as a majority vote of the entire staff by a secret ballot.

## ARTICLE XV

**Publication of Constitution**

1. The Editor-in-Chief shall make this Constitution available to all Journal members. A file shall be kept in the Journal office containing all previous Constitutions, proposed or adopted amendments, and proposed or adopted bylaws.
2. Each member’s knowledge of the Constitution and current bylaws is conclusively presumed.

## ARTICLE XVI

**Statement of Nondiscrimination**

1. The Ohio State Business Law Journal in all recruiting, assignment of duties, elections and other activities will abide by a statement and principle of nondiscrimination. This statement prohibits discrimination on the basis of age, ancestry, color, disability, gender identity or expression, genetic information, HIV/AIDS status, military status, national origin, race, religion, sex, sexual orientation, protected veteran status or any other basis.

*Created and Adopted this Twenty-First Day of October Two Thousand and Twenty-One.*

*Signed and Ratified by the Inaugural Members*