

**PHILADELPHIA INTELLECTUAL
PROPERTY LAW ASSOCIATION**

ARTICLES OF ASSOCIATION

Adopted March 26, 1923

Revised 196 1;

Amended:

November 18, 1976;

April 17, 1980;

February 19, 1981;

May 5, 1983;

January 18, 1990;

October 11, 1990 and

May 19, 1994

**ARTICLE I
NAME**

The name of this Association shall be “The Philadelphia Intellectual Property Law Association”.

**ARTICLE II
OBJECTS**

The objects of this Association shall be to advocate steadfastly the provision in the U.S. Constitution for the promotion of science and the useful arts; to promote the development and administration of the patent, trademark and copyright laws; to increase knowledge of intellectual property law; and to further high standards of professional ethics and promote professional relationships in the intellectual property law field.

**ARTICLE III
MEMBERS**

Section 1 - Membership

There shall be five classes of membership in the Association - Honorary, Active, Associate, Life and Student. Persons shall be eligible for membership if of good moral character and meeting the following specific requirements:

(A) Honorary Members: All currently serving judges of the United States Federal Courts in the Third Judicial Circuit and the Court of Appeals for the Federal Circuit, the United States Commissioner of Patents and Trademarks and others, including any member of the Association who has achieved distinction through outstanding professional accomplishment or service to the Association, whom a majority of the entire Board of Governors may from time to time designate.

(B) Active Members: Lawyers actively practicing (prosecuting, litigating, etc.) patent, trademark or copyright law, registered patent attorneys and registered patent agents, living in or practicing within the geographical area of the

Association comprising the Third Judicial Circuit.

(C) Associate members: (1) Persons otherwise qualified for active membership but who shall neither live nor practice within the geographical area of the Association; (2) Lawyers, other than those eligible to be active members under the provisions of Subsection (B) hereof, living or practicing within the geographical area of the Association and interested in patents, trademarks or copyrights; and (3) Law school graduates, who are not members of any bar, living within the geographical area of the Association and interested in patents, trademarks or copyrights.

(D) Life Members: Any active member of long standing who because of special considerations, including age and health, has terminated or substantially curtailed the practice of law, and has been admitted to life membership by action of the Board of Governors.

(E) Student members: Students who are not otherwise qualified for membership and who are interested in patent, trademark or copyright law, while attending a law school within the geographical area of the Association.

Section 2 - Membership Rights and Obligations

(A) Only active members and life members may vote and hold an elective office.

(B) Each member shall conform to the Codes of Ethics and Professional Responsibility duly adopted in the jurisdictions in which the member is registered or otherwise admitted to practice.

Section 3 - Applications for Membership

A candidate for active or associate membership shall be proposed to the Membership Committee by an active member of the Association and seconded by two other active members. A candidate for student membership shall be proposed to the Membership Committee by an active member of the Association or by a member of the faculty of the law school which the candidate attends. The proposal shall be in writing, shall include over the candidate's signature an undertaking to

abide by the Articles of Association and shall set forth the class of membership to which it is proposed the candidate shall be elected, the candidate's residence, business address and professional qualifications, and such other facts as will enable the Membership Committee to evaluate the candidate's qualifications for membership. The Chairman of the Membership Committee shall transmit to the Secretary, from time to time, a list of all candidates who have been considered, together with recommendations for or reasons against election to membership. The Secretary shall submit to the Board a list of the candidates, together with a resume of their qualifications and the recommendations of the Membership Committee. A majority vote of the Board in favor of a candidate shall be necessary to elect a candidate favorably recommended by the Membership Committee. After a review of the reasons for any adverse recommendation of a candidate by the Membership Committee, the Board, upon a favorable three-fourths vote of the entire Board, may elect such candidate to membership. Promptly after action by the Board of Governors, the Secretary shall notify the proposer of any applicant not elected to membership and shall notify each applicant elected to membership.

ARTICLE IV OFFICERS AND BOARD OF GOVERNORS

Section 1 - Officers and Board of Governors

The officers of this Association shall be a President, a President-Elect, a Vice-President, a Secretary and a Treasurer, who shall perform the usual duties of their respective offices and who, together with the immediate past president and five other members of the Association, shall constitute the Board of Governors. The officers shall be elected for a term of one year, but shall hold their respective offices until their successors shall have been elected and/or qualified. The immediate past president shall serve on the Board of Governors for a term of one year, but shall continue so to serve until the qualification of a successor. The five other members of the Association serving on the Board of Governors shall be elected for a term of two years. In odd-numbered years two members and in even-numbered years three members shall be elected to full two-year terms on the Board of Governors.

Though eligible for any office, no member of the Association elected to a full two-year term to the Board of Governors shall be eligible for re-election to an immediately succeeding two-year term.

Section 2 - Duties of the Officers

(A) Presiding Officer. The President, or in the President's absence from any duly convened meeting, one of the officers of the Association, in the order designated in Section 1 of this Article, shall be vested with the executive authority and shall preside at the meetings of the Association and of the Board of Governors.

(B) President-Elect. The President-Elect shall perform such duties and acts as shall be delegated to the President-Elect by the President or these Articles, and shall in the President's absence exercise the rights and discharge the duties of the President.

(C) Vice-President. The Vice-President shall perform such duties and acts as shall be delegated to the Vice-President by the President or these Articles, and shall in the absence of the President and President-Elect exercise the rights and discharge the duties of the President.

(D) Secretary. The Secretary shall keep a record of the proceedings of all meetings of the Board and of the Association, of all referendum votes, and of such other matters as may be deemed worthy of record. The Secretary shall notify officers and members of their election, shall keep a roll of the members, and arrange for publication and distribution of the Roster. The Secretary shall give reasonable written or printed notice of all meetings of the Board of Governors and of the Association, including the notices of proposed amendments to these Articles of Association as set forth in Article VIII. The Secretary shall take such other action as required by these Articles of Association and as requested by the President or by the Board of Governors.

(E) Treasurer. The Treasurer shall receive and, under the direction of the Board of Governors, arrange for the care and distribution of all funds of the Association, and the keeping of full and regular accounts which shall at all times be open to the inspection of any member of the Board of Governors. The Treasurer shall from time to time present an account of the finances of the Association to the Board; and at the Annual meeting, to the Association. Within three (3) months after close of the Association year the person who had occupied the office of Treasurer at the close of such year shall present to the Board a written annual report of income, expenditures and the state of accounts for such closed year.

The Association year shall close on June 30.

Section 3 - Duties of the Board of Governors

(A) The Board of Governors shall have general charge of the affairs, funds and property of the Association. It shall consider any matter which may appear to involve the interests and welfare of the Association, including the objectives set forth in Article II. All matters which the Board may consider as involving substantive questions of policy with respect to changes proposed in the laws or rules or other matters affecting the practice of patent, trademark, copyright and other intellectual property law, shall be referred to the entire Association for approval or disapproval.

(B) The Board of Governors may propose to the members, in meeting or by mail, positions to be expressed outside the Association regarding legislation, rules of practice, appointments, and similar matters. When resolutions of a Committee are submitted to the Board, the Board may recommend action to the Association favoring or opposing such resolutions. Upon action by the Association, the Board of Governors shall empower an officer, the Chair of a Committee, or other designated representative, to take such steps as may be appropriate to make effective the final action of the Association,

(C) When time does not permit action by the Association, the Board of Governors may express, or authorize the expression of, a position outside the Association in the Board's own name consistent with the objects of this Association expressed in Article II. When time does not permit action by the Association, the Board, at a meeting duly called and noticed for that purpose, may endorse a candidate for a position in the United States Patent and Trademark Office, in the United States Copyright Office or on the Court of Appeals for the Federal Circuit, but other endorsements of any kind shall not be made without vote of the Association at a meeting duly noticed and called for that purpose. The Board shall report to the membership at the next regular meeting on any action taken by the Board in its own name.

(D) Meetings shall be held upon call of the President, the President-Elect, the Vice-President or by any three members of the Board. At any meeting of the Board of Governors, six members shall constitute a quorum. Any member of the Association, upon written request addressed to the President or Secretary expressing the member's desire and purpose, may be invited by the Board to attend a meeting so as personally to make any representations which the member

considers desirable to further the interests of the Association.

(E) The Board of Governors may in its discretion appoint an active member of the Association to serve, at the pleasure of the Board of Governors, as the Association's representative to the National Council of Patent Law Associations and to any other entities that address matters of intellectual property law.

Section 4 - Nomination of officers and Members of the Board

The Secretary, at least twenty days before the annual of meeting, shall mail a notice to members of the Association nominations made by the Nominating Committee. Candidates other than those presented by the Nominating Committee may be nominated by petition signed by any ten (10) voting members of the Association and filed with the Secretary not less than ten (10) days before the annual meeting. In case more than one candidate shall be nominated for any office, the Secretary shall prepare an official ballot for the annual election, designating the nominees for the offices for which they are standing, the names of those nominated for the same office to be placed in alphabetical order, and shall send by first-class mail a copy of such ballot to each voting member at least three (3) days before the annual meeting.

Section 5 - Succession of Officers and Vacancies among the Officers and Board of Governors

(A) All newly elected officers and members of the Board of Governors shall assume their respective offices on the first day of July following their election, and on that date also the person theretofore occupying the office of President-Elect shall automatically assume the office of President for the regular term of one year.

(B) In the event that the office of President shall be left vacant by death, incapacity, resignation or any other reason, the President-Elect shall succeed to the office of President for the remainder of the President's term.

(C) in the event that the office of President-Elect shall be left vacant by death, incapacity, resignation or any other

reason, the Vice-President shall succeed to the duties but not the office of President-Elect, and, in the discretion of the Board, either a special election may be called by the Board to fill the office of President-Elect, or the Board may declare that office vacant until the next regular election at which time both a President and President-Elect shall be elected.

(D) In the event that the offices of both President and President-Elect shall be left vacant by death, incapacity, resignation or any other reason, the Vice-President shall succeed to the duties but not the office of President, and, in the discretion of the Board, either a special election may be called by the Board to fill the office of President and/or the office of President-Elect, or the Board may declare one or both of those offices vacant until the next regular election at which time both a President and President-Elect shall be elected.

(E) In the event that any office other than President or President-Elect, or any Board membership shall become vacant by death, incapacity, resignation, or any other reason, the Board of Governors by majority vote of the entire Board shall fill such vacancy for the remainder of the term of the person creating such vacancy.

ARTICLE V MEETINGS

Section 1 - The Annual Meeting

The annual meeting of the Association shall be held on the third Thursday of May of each year, unless the Board shall seasonably notify the membership of a different day for such annual meeting. The annual election shall take place at the annual meeting.

Section 2 - Other Meetings

There shall be a stated meeting of the Association in October of each year, and one in either March or April of each year. Other meetings of the Association may be held from time to time upon call of the President, the President-Elect, the Vice

President, by any three members of the Board of Governors, or by any ten active members of the Association, providing the Secretary shall be advised in writing as to the purpose of each special meeting, the business to be transacted, the time and the place of such meeting, and at least twenty (20) days in advance of such meeting.

Section 3 - Quorum

At any meeting of the Association, the presence of twenty-five (25) voting members shall constitute a quorum. Association action at meetings and by referendum, except as otherwise provided, shall be by the majority of those voting.

ARTICLE VI DUES

Section 1 - Dues Payable

“Association year” shall mean the year beginning on July 1 and ending on the following June 30. The dues for members in good standing as of the last day of June shall be payable annually on the first day of July. New members shall pay full annual dues for the Association year in which they are elected, and such dues shall be payable upon application for membership. Except for Honorary members and life members, the amount of the annual dues for each membership class shall be established by the Board of Governors. Honorary members and life members pay no dues.

Section 2 - Failure to Pay

(A) Should any member fail to pay the dues within sixty (60) days after the same shall have been payable, it shall be the duty of the Treasurer promptly thereafter to notify such member in writing of the default. Unless such dues are paid within thirty (30) days after the date of such notice of default, said member forthwith shall be suspended, and it shall be the duty of the Treasurer to lay the name of the suspended member before the Board of Governors at their next

succeeding meeting. The Board shall thereupon order such name stricken from the Roster, except that in its discretion the Board may continue to carry such name on the Roster for cause shown.

(B) A former member whose name had been stricken from the Roster pursuant to Subsection (A) hereof may not be re-elected to membership in the Association before two years following the date of such striking, except that in its discretion the Board may waive part or all of such two-year period for cause shown.

Section 3 - Suspension of Dues

The Board of Governors shall have power to suspend or remit the payment in whole or in part of dues of any member of the Association (A) who is engaged in either (1) compulsory military service, or (2) government service during any period in which there exists a national emergency including war, and who, on either account, is unable to participate in the activities of the Association, or (B) in the event of that member's extended illness, or (C) for such other reason as to the Board appears good and sufficient.

ARTICLE VII COMMITTEES

Section 1 - Appointment

(A) Except for the Nominating Committee and the Audit Committee, the members of the Standing Committees (Section 3 of this Article VII) shall be appointed by the President, preferably prior to September 1st and shall serve for one year or until their successors shall have been appointed or elected and qualified.

(B) Special Committees shall be appointed by the President for a specified term not exceeding the President's own term of office.

Section 2 - Committee Reports

Each Committee shall report to the Board of Governors, and upon request by the President to the Association.

Section 3 - Standing Committees

(A) Junto Committee. The duty of this Committee shall be to encourage members to prepare papers of professional interest to the membership, to provide qualified speakers to present papers, talks and discussions to the membership concerning timely topics of professional interest and otherwise to promote the exchange of views upon subjects of professional interest.

(B) Patent Legislative Committee. The duty of this committee shall be to give attention to developments and proposed changes in the patent laws, and to report the results of the consideration thereof to the Board for appropriate action. This Committee, acting under the instructions of the Board, may represent this Association at hearings on pending legislation relating to patents before the appropriate Committees of the Senate and House of Representatives, and at hearings before Government Departments, the Courts and any other agency of a State or of the Federal Government, provided, however, that on any question on which the policy of the Association has been expressed by vote of the membership, the Committee shall support such policy.

(C) Trademark, Copyright and Unfair Competition Committee. The duty of this Committee shall be to give attention to developments and proposed changes in the trademark, copyright and unfair competition laws, and to report the results of the consideration thereof to the Board for appropriate action. This Committee acting under the instructions of the Board, may represent this Association at hearings on pending legislation relating to trademarks, copyrights and unfair competition before the appropriate Committees of the Senate and House of Representatives, and at hearings before Government Departments, the Courts and any other agency of a State or of the Federal Government, provided, however, that on any question on which the policy of the Association has been expressed by vote of the membership, the Committee shall support such policy.

(D) Patent and Trademark Office Coordination Committee. The duty of this Committee shall be to make a continuing study of the rules of procedure in the Patent and Trademark Office for the purpose of formulating constructive suggestions in respect thereto. The Committee is empowered on its own initiative to draft proposals for revision of such rules, such proposals to be submitted to the Board with recommendations for action by the Association. It shall be the duty of this Committee also to consult with and to be available to officials of the Patent and Trademark Office for consultation on matters of mutual professional interest, including the nature of the requirements for appointment to the Examining Corps, Trademark Examining Attorneys and otherwise.

(E) Chemical Practice Committee. The duty of this Committee shall be to continue its review of chemical practice before the Patent and Trademark Office involving the special problems peculiar to chemical, biotechnological and pharmaceutical inventions and, on its own initiative, to consult with like Committees of other Associations and of the Patent and Trademark Office and to recommend for appropriate action by the Board and by the Association revisions to Patent and Trademark Office procedures where indicated. Upon authority first received from the Board of Governors, the Chemical Practice Committee may in some instances petition on the behalf of the Association to file briefs amicus curiae in special situations.

(F) Committee on Membership. The duty of this Committee shall be to screen and process applicants for membership so as to make recommendations of suitable candidates to the Board of Governors, and to endeavor to increase the total membership of the Association by appropriate efforts to encourage applications for membership by eligible non-members.

(G) Publicity Committee. The duties of this Committee shall be to provide the public and members of the executive, legislative and judicial branches of State and U.S. governments with information on the importance and benefits to the public of intellectual property in the promotion of the progress of science and the useful arts; to increase the prestige of the Association in its relations with the public and the legal profession, by publicizing the activities of the Association; and to publish an Association "Newsletter," for the dissemination of news and information on such matters to the members of the Association. The Editor of the "Newsletter" shall be selected by this Committee, subject to the approval of the Board of Governors.

(H) Placement Committee. The duty of this Committee shall be to maintain lists of patent positions open to applicants

and to maintain lists of applicants seeking positions, and to formulate its own rules in respect to secrecy as to applications and openings, and otherwise to cooperate to the benefit of both those seeking employment and those seeking employees.

(I) Hospitality Committee. The duty of this Committee shall be to arrange in cooperation with the Board places for the meetings, dinner menus, and to take other steps, such as the provisions of name badges and the like, which will promote acquaintance of the members on the occasion of each meeting of the Association.

(J) Nominating Committee.

(1) This Committee shall consist of not less than three voting members who are not members of the Board whose duty it shall be to select nominees for the Board positions to be filled at the annual meeting of this Association, and to obtain the consent of each nominee. The names and offices to be filled shall be reported to the Secretary not later than April 15.

(2) The members of this Committee, including the chair, shall be elected by the Board. The members of the Nominating Committee shall be elected by the Board on or before March 1, and the Secretary shall make the names of the members so elected known to any inquiring member.

(3) Any five active or life members of the Association may, over their signatures, elect to the Nominating Committee one additional active or life member who has first consented to serve. Each member, under this provision, shall have but a single vote for an added member to the Nominating Committee. To qualify for election, petitions to add members to this Committee must be received by the Secretary before April 1.

(4) A majority of this Committee shall be required to select nominees. In the event of a tie vote, the Committee shall so inform the Board; the Board shall then appoint an additional member to the Committee.

(K) Antitrust Law Committee. The duties of this Committee shall be to give attention to the antitrust laws as they relate to, or affect the patent, trademark and copyright or unfair competition law. This Committee shall coordinate its efforts with the Patent Legislative Committee and with the Trademark, Copyright and Unfair Competition Committee and

acting under instructions of the Board may represent this Association at hearings on pending legislation relating to antitrust matters before the appropriate committees of the Senate and House of Representatives, and at hearings before government departments, the courts and any other agency of a State or Federal Government, provided, however, that on any question on which a policy of the Association has been expressed by vote of the membership, the Committee shall support such policy.

(L) Inventors Committee. The duties of this Committee shall be to maintain liaison and foster good will between organized groups of inventors and the Association, to identify and consider problems peculiar to individual inventors in the commercialization of their inventions, and to recommend what action, if any, the Association should take to assist and protect individual inventors.

(M) Audit Committee. This Committee shall consist of at least two members appointed by the President, neither of whom shall be an Officer or a member of the Board. The Audit Committee shall, within three (3) months after close of the Association year, audit the books of account of the Association and shall present its findings for such closed year for presentation to the Board.

(N) Computer Practice Committee. The duties of this committee shall be to keep abreast of developments in the laws, rules, regulations, judicial decisions and practices, both domestic and foreign, which relate to the securing, promoting and enforcing of intellectual property rights in computer and software technology, to inform the Board and the membership in general of such developments, and to make recommendations to the Board for Association action in these areas.

(O) Foreign and International Committee. The duties of this Committee shall be to keep abreast of developments in the laws, rules, regulations, judicial decisions and practices of foreign countries and international conventions and treaties, which relate to patents, trademarks, copyrights or intellectual property law in general, to inform the Board and the membership in general of such developments, and to make recommendations to the Board for Association action in these areas.

(P) Litigation Practice and Procedure Committee. The duty of this Committee shall be to give attention to developments in and proposed legislation and rules affecting practice and procedural matters in intellectual property

litigation outside the Patent and Trademark Office, and to other matters relating to practice in such litigation, and to make recommendations with respect thereto to the Board for appropriate action. This Committee acting under the instructions of the Board may represent this Association at hearings on pending legislation and rules relating to litigation practice and procedural matters before the appropriate Committees of the Senate and House of Representatives, and at hearings before government departments, the Courts and any other agency or tribunal of a state or the Federal Government, provided, however, that on any question on which the policy of the Association has been expressed by vote of the membership, the Committee shall support such policy.

(Q) Other Committees. Other standing committees may be created at any time, by a majority vote by the Board of Governors.

ARTICLE VIII AMENDMENT

Amendments to these Articles may be made by the voting members present at the Annual Meeting or at any regularly called meeting of the Association, provided such amendments are approved by a two-thirds (2/3) vote of those present at the meeting, and further provided that the proposed amendments shall previously have been approved by a majority vote of the entire Board of Governors or by ten (10) members in writing, but not otherwise; and further provided that a notice of the proposed amendment with a copy of the same shall have been sent by first-class mail to each member at least five (5) days before such meeting.

PROFESSIONAL RESPONSIBILITY (REPLACES FORMER CODE OF ETHICS)

Members of the Association are advised that they govern their conduct insofar as ethics and professional responsibility are concerned by the provisions of Title 37 of the Code of Federal Regulations and, if they are attorneys, by the Code of Ethics and Professional Responsibility of the respective states in which they are registered to practice