

10/1/11

**Formatting Resolutions
for
Presentation to the Board of Directors**

Please note the accepted format for proposing resolutions at Board of Directors Meetings. The notes below outline the details of what warrants a resolution and how to structure it for presentation to the Board of Directors. Please see the attached sample resolution as well.

1. Proposed Resolutions – The purpose of a proposed committee resolution is to set forth as broadly as the committee deems warranted a position that the Association may adopt on subjects relating to patents, trademarks, copyrights, unfair competition, and related subjects. These subjects will generally involve legislation, treaties, administrative rules and regulations, case law, and judicial interpretations of legislation and rules. A resolution should, whenever feasible, embody a statement of principle which reflects as broadly as possible the consensus of the committee and which is reasonably related to any specific purpose or statement of position which the resolution may include. When appropriate, direct the resolution to specific bills or rules with which the stated principle is involved, or make specific recommendations as to action to be taken. However, the resolution should be understandable in and of itself without reference to the rules or bills.

2. Body of Resolution (double spaced, flush with left margin) – Begin the body of each proposed resolution with "RESOLVED, that the American Intellectual Property Law Association (AIPLA) . . ." and use double spacing throughout. Address each resolution to a single principle. If several principles are involved in the committee consideration, prepare several resolutions.

3. If a principle is involved and it is also proposed to endorse or oppose a specific bill or proposition, prepare a multi-part resolution. Identify the specific bill by number, introducer, and Congress, and include a brief statement of the subject matter. Also, insert the phrase "or similar legislation" after identification of the bill. For example:

RESOLVED, that the American Intellectual Property Law Association (AIPLA) favors, in principle, [state a principle, e.g., "the United States Patent and Trademark Office being permitted to receive and use all fee revenues paid to the Office"] AIPLA approves H.R. 740, (Coble), 107th Cong., 1st Sess. (2001), or similar legislation, relating to

4. Do not preface resolutions with “whereas” or an introductory clause. Use the present tense. Resolutions should be understandable in and of themselves without reference to cited bills or rules.
5. Specifically Clauses – Note that "Specifically" begins a new paragraph, flush left.
6. Past Action(s) (single spaced, flush with left margin) – State all past actions taken by AIPLA, starting with the most recent. It is not necessary to quote all resolutions verbatim, but any abstract should be complete (do not incorporate by reference.) Identify the past action by citing the information regarding its adoption (e.g., Board of Directors Meeting – May 17, 1986) as stated in the *Past Action Manual*. Do not include mere consideration or recommendation by a committee under "Past Action." This may appear under "Discussion." Do not include under “Past Action” any positions of other organizations and proposals by their committees that have not also been approved by AIPLA.
7. Discussion (single spaced, flush with left margin) – Present pertinent comments, explanations, discussions, etc., following the “Past Action” section. This portion of the document is critically important. It should explain in detail why the “principle” stated in the resolution is correct. It is the basis for the text of comments to the Congress, the USPTO, the Copyright Office, WIPO, or other intended recipient of the position set forth in the resolution. It is, for example, the response to the question “What’s so bad about special treatment for business method inventions?”

If there is a conclusion, separate it with a new heading, “Conclusion.”

8. Committee Vote – A tabular indication of the votes of the voting members of the full committee, including the Chair, is required. A majority of the “active voting” committee members constitutes a quorum. To be validly reported as a committee action, approval of a majority of a quorum is required.

When reporting voting results, list the number of active voting members of the committee voting for or against, including those active voting members abstaining and those not responding. Committee Chairs have the discretion to reclassify an active voting committee member to an “information only” committee member following two successive failures of an active voting member to respond to a request for a vote.

However, as long as a majority of the voting committee members respond, and a majority of those responding are in favor of a proposal, the proposal is a valid committee recommendation. A Committee Chair should not send out final reports and resolutions and tell voting members that no response by a certain date will be interpreted as an affirmative vote.

SAMPLE RESOLUTION

TO: Board of Directors

FROM: John Wiedemann
Chair, Patent Law Committee

DATE: September 1, 2011

RE: Proposed Resolution on Discriminatory Treatment of Fields of Invention

RESOLVED, that the American Intellectual Property Law Association (AIPLA) is opposed, in principle, to any legislative, judicial, or administrative action that would result in discriminatory treatment of patent applications based on the field of invention, including different requirements for patentability, different criteria for publication, different opportunities for third parties to challenge patentability, or different requirements to disclose the extent to which the applicant searched for prior art for business method-related inventions.

Specifically, AIPLA opposes H.R. 5364, (Berman), 106th Cong., 2d Sess. (2000), or similar legislation, that would discriminate against patents on business method inventions.

Past Actions

RESOLVED, that AIPLA favors, in principle, relying on the statutory provisions and legislative history of 35 U.S.C. 101 in determining whether computer-related technology constitutes subject matter that is potentially eligible for patent protection.

Specifically, AIPLA opposes the use of special rules or tests not grounded in the statute with respect to questions of subject-matter patentability.

(Board of Directors Meeting – December 7, 2000)

(List as many Past Actions as appropriate.)

Discussion

H.R. 5364 introduces changes that are discriminatory to business method inventions as defined therein. Based on the statements on October 3, 2000, by Representatives Berman and Boucher, the proposed legislation is intended to address the issuance of patents for business method inventions that are invalid in light of the prior art, and improve the examination of patent applications for such inventions. The Committee believes that the proposed legislation is a response to an exaggerated and misperceived problem.

Title 35 of the United States Code and Title 37 of the Code of Federal Regulations currently provide appropriate mechanisms for preventing the issuance of patents for inventions that are obvious in light of the prior art. No legislative amendments to the existing patent laws are necessary to further the stated goals of the proposed legislation. At worst, the adherence to the existing laws should be examined.

(Include as much detail as necessary.)

Conclusion

(If necessary)

Committee Vote

Total Acting Voting Members of Committee: 100

Committee Vote on this Resolution:

Yes	60
No	10
Abstain	5
No Reply	25