

National Conference of Commissioners on Uniform State Laws

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Uniform Law Conference of Canada

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Mexican Center of Uniform Law

Joint Project to Create a Harmonized Legal Framework for  
Unincorporated Nonprofit Associations in North America

Joint Committee Meeting March 17-19, 2006

Marriott Portland Downtown Waterfront, 1401 SW Naito Parkway, Portland, OR

**Tentative Agenda**

**Friday March 17, 9.00 a.m.**

1. Introductions and opening remarks by Committee Chair.
2. Description and discussion of legal framework for unincorporated nonprofit associations in Canada, Mexico, and the United States
  - ! Canada: Kevin Zakreski (common law provinces); Michelle Cumyn (Quebec)
  - ! Mexico: Elias Mansur Tawill
  - ! United States: Harry Haynsworth
3. Identification of the legal approaches commonly used within the North American countries.

**Friday March 17, 12.01 p.m.**

Lunch Break

**Friday March 17, 12.30 p.m.**

4. Should the proposed framework take the form of a comprehensive legal statement or a set of default rules? In answering this question should any distinction be drawn between rules that define the relationship of the association to third parties and rules that concern the relationship of members to the association and each other?
5. It is a given that word-for-word uniformity is an unrealistic goal in a project that potentially involves three different languages and four different legal traditions. What approach should the Committee adopt to ensure
  - ! that work proceeds smoothly and efficiently, and
  - ! that the greatest possible degree of harmony is achieved among the different legislative statements that will emerge from the project?This question was considered by the organizing group at its February 17 meeting and a suggested strategy and workplan will be brought forward.

**Saturday March 18, 9.00 a.m.**

6. Specifics or principles that might be considered for inclusion in a harmonized framework
  - ! Some inter-related issues that concern the relationship of an association to third parties
    - ! Entity status for unincorporated nonprofit associations
    - ! Ability to sue and be sued
    - ! Ability to hold title to and to transfer property
    - ! Limited liability for members and/or officers
  - ! Issues that concern the relationship of members to the association and each other
    - ! Management and governance
    - ! Standards of conduct
    - ! Member rights
  - ! Other issues
    - ! Creation of an association
    - ! Dissolution of an association
    - ! Conversion of an association from one type of entity into another type
    - ! Merger of an association with another entity.

**Sunday March 19, 9.00 a.m.**

7. To what extent, if at all, do the principles adopted raise issues or difficulties in relation to implementation in the individual countries participating.
8. Next meeting of the Committee.

**Sunday March 19, 11.59 a.m.**

9. Meeting adjourned.