

## **NJLLA Bylaws**

### **ARTICLE I. Name.**

The name of this Association shall be the New Jersey Law Librarians Association, a Chapter of the American Association of Law Libraries.

### **ARTICLE II. Object.**

The Association is established exclusively for charitable, education and scientific purposes. It shall be conducted as a nonprofit organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) to promote librarianship, to develop and increase the usefulness of law libraries, to cultivate the science of law librarianship and to foster a spirit of cooperation among the members of the profession, particularly those in the State of New Jersey.

### **ARTICLE III. Membership.**

**Section 1.** Membership in the Association shall be open to all persons interested in law libraries or law librarianship.

**Section 2.** There shall be three classes of membership:

**Retired member.** Any person who meets the following criteria:

1. Retired from active professional employment related to law libraries; and
2. Has a total of 10-years membership in NJLLA or any other AALL Chapter.  
Membership in more than one chapter at the same time counts as one year.

**Lifetime members.** Those individual members who have reached the age of at least 55 years and who have retired from active professional employment related to law libraries may be granted retired membership in the Association. Persons so eligible shall be nominated by the Executive Board and their names placed before the membership of the Association at a regular meeting. The voting membership may then elect any or all of such persons to life membership.

**Individual members.** All others shall become individual members upon payment of dues.

**Section 3.** Dues for individual members shall be determined by the Executive Board subject to approval by two-thirds of the members present and voting at any regular meeting provided that a written notice and an explanation of the proposed dues change shall have been mailed to the members at least thirty days in advance of the meeting. Retired members shall pay reduced amount. Lifetime members shall pay no dues.

**Section 4.** All members have the right to hold office. All members shall receive the Association directory as part of their membership.

**Section 5.** Dues shall be payable annually in advance. All membership rights and privileges cease when dues are three months in arrears, at which time membership shall be suspended. Suspended members may be reinstated upon payment of current year's dues.

### **ARTICLE IV. Meetings.**

**Section 1. Regularly scheduled meetings.** There shall be at least two meetings of the Association each year. These meetings shall be held in May and September. The May meeting shall be the Annual Meeting.

**Section 2. Special meetings.** Special meetings of the Association may be called by President upon receiving a written petition requesting such a meeting, endorsed by at least ten members in good standing of the Association.

**Section 3. Quorum.** Twelve members qualified to vote shall constitute a quorum for Association meetings.

**Section 4. Voting.** The affairs of the Association shall be conducted by the majority vote of members voting unless otherwise provided in the Bylaws.

## **ARTICLE V. Officers.**

**Section 1. Offices.** The Officers of the Association are the President, the Vice President/President Elect, the Secretary and the Treasurer. All officers of the Association must be regular members in good standing of the Association, and the President and the Vice President/President Elect must be members in good standing of the American Association of Law Libraries. No Officer may hold more than one office at a time. No Officer may be elected to the same office for more than two consecutive terms.

**Section 2. Terms of Office.** The offices of President, Vice President/President Elect and Secretary shall be elected to serve a term of office of one year, or until he or she has been duly succeeded. Each Officer's term of office shall begin at the close of the May meeting immediately following his or her election, unless otherwise provided by these Bylaws. The Treasurer shall be elected to serve a term of office of two years, or until he or she has been duly succeeded.

**Section 3. Duties.** The Executive Board shall manage the affairs of the Association, fix time and place of business meetings, determine policy matters, make recommendations to the Association and perform other duties as specified by these Bylaws or the parliamentary authority. The Board shall be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association.

a. **President.** The President shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. He or she shall preside at all meetings of the members and of the Executive Board and, in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Executive Board from time to time.

b. **Vice President/President Elect.** The duties of the office of Vice President/President Elect shall include, to preside at any regular meeting of the Association in the absence of the President; and to perform any other duties assigned to him or her by the President and/or the Executive Board.

c. **Secretary.** The duties of the office of Secretary shall include: to maintain all records of the Association; to keep and record the minutes at any regular meeting of the Association; to notify all members of called meetings of the Association; to conduct the correspondence of the Association; and to perform any other duties assigned to him or her by the President and/or the Executive Board.

d. **Treasurer.** The duties of the office of Treasurer shall include: the holding, and paying out, of the funds of the association; to collect the annual dues of the membership, to furnish the Association with an annual financial report; and to perform any other duties assigned to him or her by the President and/or the Executive Board.

**Section 4. Powers.** The Executive Board shall have sole power, on behalf of the Association, or any of its committees or subunits, to incur indebtedness or solicit funding, make public statements, issue public

writings and establish and maintain relations with other organizations except in those cases where these activities shall be expressly delegated by the Executive Board to some other officer of the Association.

## **ARTICLE VI. Executive Board.**

**Section 1. Members.** The Executive Board shall be composed of the Officers of the Association, the immediate past President and two at-large members.

### **Section 2. Terms of Office.**

- a. **Officers.** Executive Board members who are Association officers shall serve a term on the Executive Board corresponding to their term of office.
- b. **Immediate Past President.** The immediate past President shall serve a term of one year on the Executive Board.
- c. **At-Large Members.** At-Large Executive Board members shall assume office at the close of the May meeting immediately following their election and shall serve a term of one year.
- d. **Succession.** In the event that a successor has not been elected or qualified at the end of the term of office specified above, the incumbent shall continue to serve until properly succeeded.

**Section 3. Duties.** The Executive Board shall manage the affairs of the Association, determine policy matters, make recommendations to the Association and perform other duties as specified by these Bylaws or the parliamentary authority. The Board shall be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association.

**Section 4. Powers.** The Executive Board shall have sole power, on behalf of the Association, or any of its committees or subunits, to incur indebtedness or solicit funding, except in those cases where these activities shall be expressly delegated by the Executive Board to some other officer of the Association.

**Section 5. Quorum and Voting.** Five members of the Executive Board shall constitute a quorum. Resolutions of the Executive Board shall be supported by the vote of at least four of its members.

**Section 6. Meetings.** Meetings of the Executive Board shall be called, and the time and place for them set at the discretion of the President. However, there shall be at least two meetings of the Executive Board called and convened between the annual meetings of the Association.

**Section 7. Publications and Resolutions.** The text of these Bylaws, and all major resolutions and policy decisions of the Association shall be published on the New Jersey Law Librarians' website.

## **ARTICLE VII. Committees.**

**Section 1.** There shall be such committees and other organizations as the Executive Board shall create or shall be created by a two-thirds vote of those present and voting at any meeting of the Association.

- a. **Standing committees** shall be as follows: Archive, Bylaws, Community Services, Government Affairs and Legal Information, Grants and Awards, Membership, Nominating, Outreach Education, Policy and Procedure Manual, Program, Public Relations, and Technology.
- b. **Special committees** shall be appointed by the Executive Board for a stated period to accomplish a specific purpose. At the end of that period the continuation of each special committee shall be decided upon by the Executive Board.

**Section 2.** Each committee shall submit to the Executive Board a written annual report of its activities which shall contain any recommendations considered necessary or advisable. Additional reports may be submitted at the option of a committee or as requested by the Executive Board or President. Summaries of the reports shall be published on the New Jersey Law Librarians Association's website.

**Section 3.** No committee shall incur expenses on behalf of the Association except as authorized by the Executive Board, nor shall any committee commit the Association by any declaration of policy.

**Section 4.** The President shall be ex-officio member of all committees except the Nominating Committee.

#### **ARTICLE VIII. Parliamentary Authority.**

The rules contained in the current edition of Sturgis' The Standard Code of Parliamentary Procedure shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

#### **ARTICLE IX. Nominating and Elections.**

##### **Section 1. General Elections.**

a. **Nominating Committee.** The Executive Board shall appoint a Nominating Committee, consisting of five members of the Association, one of whom shall be the past Past President of the Association. The nominating committee shall be chaired by the past Past President of the Association. In the event the past Past President is unable to serve, the chair of the nominating committee shall be appointed by the President of the Association.

b. **Nominations by the Nominating Committee.** The Nominating Committee shall submit nominees to the President at least thirty-five days prior to the annual meeting. In the event that the current Vice President cannot assume the duties of President and such fact is known prior to March 1st, the committee shall nominate a candidate for office of president for the term of one year.

c. **Nominations by Petition.** Additional nominations, except for the office of President, may be made by any member in good standing of the Association by communicating such nomination to the President in writing, endorsed by the signature of at least ten members of the Association's members in good standing, at least thirty days prior to the annual meeting.

**Candidacy Requirements.** All nominees for the position of Vice President/President-Elect shall be a member of the American Association of Law Libraries.

##### **Section 2. Vacancies and Special Elections.**

a. **President.** In the event that a vacancy occurs in the office of the President, the Vice President/President Elect shall automatically assume the office of the President for the remainder of the term plus one year.

b. **Vice President/President Elect.** In the event that a vacancy occurs in the office of the Vice President/President Elect, a special election will be held to elect a new Vice President/President Elect to fill the vacancy for the remainder of the term. The Vice President/President Elect thus elected shall duly succeed to the office of the President.

c. **Secretary and Treasurer.** In the event that a vacancy occurs in the office of the Secretary or in the office of the Treasurer, the Executive Board shall appoint a member to fill that office for the remainder of the term.

d. **Executive Board Member-At-Large.** In the event that a vacancy occurs in an at-large membership of the Executive Board, a replacement shall be appointed by the President for the remainder of the term.

e. **Special Elections.** Special elections shall be held at the next regularly scheduled meeting in the event of a vacancy occurring, and shall observe the procedures established for general elections.

**Section 3. Voting.** General and special elections shall be decided by the majority vote of the members voting.

#### **ARTICLE X. Amendments of Bylaws.**

**Section 1.** Amendments to these Bylaws must be proposed by the Executive Board or by petition signed by no fewer than ten (10) members of the Association. Such proposed amendments along with a summary of the purpose of the amendment must be filed with the secretary sixty days before a regularly scheduled meeting and notice setting forth the purpose and the wording of the proposed amendment shall be sent by the secretary to all members not later than thirty days prior to such meeting. Such notice may be sent in electronic format to satisfy the notification requirement outlined herein.

**Section 2.** At such meeting, a proposed bylaw amendment shall be subject to amendment or substitution, provided that the amendment is consistent with the original proposed bylaw amendment.

**Section 3.** If two-thirds of the members present and voting at such meeting are in favor of the amendment proposed, as it may be amended consistent with the purpose of the original proposal, it shall stand adopted.

**Section 4.** Amendments to these Bylaws shall be submitted to the American Association of Law Libraries' Bylaws Committee by the President upon adoption by the membership of the Association.

#### **ARTICLE XI. Antidiscrimination.**

Membership in the New Jersey Law Librarians Association, or participation in any of its activities, shall not be denied or abridged to any individual on account of race, color, religion, gender, age, national origin, disability, sexual orientation, or gender identity.

#### **ARTICLE XII. Protection of Tax Exempt Status.**

**Section 1. Activities Restricted.** No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, executive board members, officers, or other private persons, except that the Association shall be authorized and empowered to make reasonable compensation for services rendered to make payments and distributions in furtherance of the Association's educational and scientific purposes, including distributions to other such organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 ( or the corresponding provision of any future United States Internal Revenue law).

No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in, including the publishing or distribution of statements or any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the Association's articles of incorporation or these bylaws, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

**Section 2. Dissolution.** Upon any dissolution, voluntary or involuntary, revocation of its charter, insolvency or bankruptcy of the Association, the Executive Board shall, after paying or making provisions for the payment of all liabilities of the Association, dispose of all the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law), as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine.

Adopted: July 6, 1987

Amended: May 6, 1988

Amended: March 8, 1989

Amended: May 10, 1989

Amended: March 7, 1990

Amended: May 22, 1991

Amended: September 24, 1998

Amended: May 18, 2000

Amended: November 13, 2003

Amended: September 20, 2005

Amended: May 2, 2006

Amended: May 20, 2009

Amended: May 8, 2012

Amended: October 29, 2015