

**CONSTITUTION AND BYLAWS**  
**OF THE**  
**NATIONAL ASSOCIATION OF STATE JUDICIAL EDUCATORS**

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**CONSTITUTION AND BYLAWS  
OF THE  
NATIONAL ASSOCIATION OF STATE JUDICIAL EDUCATORS**

**ARTICLE I**

**Name and Objective**

**Section 1** The name of this organization shall be the **National Association of State Judicial Educators**.

**Section 2** The principal office for the transaction of the business of this association is located in the city and state of the current Secretariat of the Association. If there is no Secretariat, the principal office is located in the city and state of the current President of the Association.

**Section 3** This association is a non-profit, public benefit, non-incorporated association and is not organized for the private gain of any person. It is organized for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

Notwithstanding any other provision of this Constitution and Bylaws, the association shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

**Section 4** Specifically the purposes of the Association are to:

- a. improve the quality of judicial branch education through the development and implementation of professional standards;
- b. promote research and development in the field of judicial branch education;
- c. provide a forum for the development of progressive theories of judicial branch education;
- d. increase the awareness and utilization of adult education concepts and techniques;
- e. establish a mechanism for the exchange of judicial branch education information;
- f. cooperate with other organizations in the field of judicial branch and justice system education;

- g. promote and represent the interest of the state and local judicial branch education programs;
- h. meet the changing needs of the members; and
- i. aspire to have a diverse membership in regard to race, ethnicity, gender, age, disability, religion, sexual orientation, and national origin.

**Section 5** Membership in the Association is understood to include the mutual recognition and furtherance of the purposes set forth in Section 3 and Section 4. Each and every member agrees to be bound by the Constitution and Bylaws and any amendment thereto.

- Section 6**
- a. No substantial part of the activities of this association shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
  - b. This association is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to the members thereof as defined for purposes of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law), or individual.
  - c. The property, assets, profits and net income of this association are dedicated irrevocably to the purposes set forth in Article I, Sections 3 and 4 above, and no part of the profits or net income of this association shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private individual.
  - d. Upon the winding up and dissolution of this association after paying or adequately providing for the debts and obligations of the association, the remaining assets of the association shall be distributed to a non-profit fund foundation, or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue law).
  - e. The federal tax ID number of the National Association of State Judicial Educators is available from the Association's Secretariat.

## ARTICLE II

### Membership

- Section 1** Any person involved with or interested in judicial branch education is eligible for membership in the Association.
- Section 2** Members in good standing shall be entitled to one vote in the affairs of the Association and may hold office in the Association, attend meetings, serve on committees and participate in discussions at meetings.
- Section 3** The Board of Directors shall determine the amount of annual membership dues.
- Section 4** Calendar year membership in the Association shall become effective upon payment of dues. Membership dues must be paid no later than sixty (60) days prior to the Association's annual meeting. In order to hold office, a person's membership dues must be paid no later than sixty (60) days prior to the Association's annual meeting. Members in good standing can vote and hold office.
- Section 5** Transfer of any membership shall be granted if the new member meets the admission requirements of the Association.
- Section 6** The Board of Directors may recommend the termination of a membership upon violation of the Constitution and Bylaws or if deemed to be in the best interest of the Association. The President may appoint a committee to investigate, provide notice and hearing and make a recommendation to the full membership. Termination of any membership will occur if approved by a majority vote of the members in good standing.

## ARTICLE III

### Board of Directors

- Section 1** The Association shall be governed by a Board of Directors (hereinafter Board) consisting of President, President-Elect, Vice President, Secretary, Treasurer, four Regional Directors and Past President.
- Section 2** All positions on the Board, except that of Past-President, President and President-Elect shall be elective positions. All elective positions on the Board shall be filled by a majority of the votes cast at the annual meeting except the Regional Directors, who shall be elected by members of the respective Regions at the annual meeting.
1. Elections shall be held at the association's annual meeting. Elections shall be by secret ballot of the attending voting members of the association. Proxy voting will be allowed if the voting member present provides a valid authorization letter or electronic communication that is verifiable from the absent member to the nominating committee chairperson at least twelve (12) hours in advance of the NASJE Business Meeting. A valid authorization letter or electronic communication that is verifiable must be signed and dated by the absent member. Each member present is limited to casting two (2) proxy

votes. A member designating his/her proxy to a member in attendance, may designate it for any nominee for any office or for a specific nominee to a specific office, or may indicate that the vote will be at the discretion of the proxy holder as to office or nominee.

2. Nominations for any office may be made from the floor at the annual meeting provided that such nominees meet the guidelines referenced in Article VII, Section 5 and that such nominations for Regional Director positions may be made only by members of the respective Regions. Nominees may accept nominations from the floor by proxy, authorized by a letter or electronic communication that is verifiable, signed and dated by the absent member.
3. Election to office will be determined by simple majority of votes of members present plus valid proxy votes. A run-off election between the two nominees receiving the highest number of votes will be held if there is no simple majority. In case of a tie after two (2) additional voting procedures, the outcome of the election will be decided by the flip of a coin.

**Section 3** The President, President-Elect and Vice President shall serve one year terms with automatic succession from Vice President to President-Elect to President. The Secretary and Treasurer shall serve 2-year terms. The immediate Past President shall serve a one-year term as a non-voting member of the Board. The Regional Directors shall serve two-year terms and their terms shall be staggered. To accomplish this, at the 1994 Annual Meeting the terms of office of the Regional Director from the Northeastern and Western Regions shall be for one year and the term of office for the Southeast and Midwest Regions shall be for two years.

**Section 4** The officers of the Association shall be: President, President-Elect, Vice President, Secretary and Treasurer. One Regional Director shall be elected from each of the following regions: Northeastern Region consisting of Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island and Vermont, Southeastern Region consisting of Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, Virgin Islands, Virginia, West Virginia, Midwestern Region consisting of Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, Oklahoma, South Dakota, Texas and Wisconsin, and the Western Region consisting of Alaska, American Samoa, Arizona, California, Colorado, Guam, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington and Wyoming.

**Section 5** Vacancies which arise during the term of office of any member of the Board, unless otherwise provided for in the Constitution or Bylaws, shall be filled by the President in accordance with the guidelines referenced in Article VII, Section 5. The President shall appoint the new member for a term that will not exceed the term of the original member.

**Section 6** The Association, upon recommendation of the Board, may be incorporated as a non-profit organization if such is deemed to be in the best interests of the Association.

**Section 7** In order to be effective, all contracts and grants must be approved by a majority vote of the Board.

**Section 8** Consistent with this Association's purposes, any member of the Association's Board of Directors may unilaterally approach potential grantors, foundations or other funding sources for the purpose of advancing this Association's purposes, including but not limited to seeking contributions, grants or otherwise improving this Association's fiscal position. Consistent with Article III, Section 7, no such contribution or grant shall be accepted by any Board member acting on behalf of this Association without first receiving the Board's formal approval.

## ARTICLE IV

### Officer Power and Duties

**Section 1** The President, or in the President's absence, President-Elect, shall preside over all meetings of the Association and the Board and shall exercise a general supervision over all its affairs.

The President shall serve as a member ex officio of all committees. The President shall appoint the chairperson and members of all standing committees and the nominating committee. The President, upon notice to the Board, may create and appoint members to such additional committees as is deemed necessary to further the interests and objectives of the Association, unless otherwise ordered by said Board.

Any non-standing committees appointed by the President in accordance with the Bylaws shall be reviewed annually and shall continue only upon approval by a majority vote of the Board.

The President shall appoint a Nominating Committee in accordance with Article VII, Section 1 of the Constitution and Bylaws.

The President shall be the official representative of the Association on all occasions except when another member of the Board has been designated by the President to be an authorized representative for the purpose of speaking for the Association. No member shall purport to speak on behalf of the Association without prior authorization by the President.

The President shall make semi-annual business reports to the Board and annual reports to the members. Such reports shall include the status of current projects and any new developments that are related to the purposes of the Association.

The President may appoint official NASJE representatives or liaisons to outside organizations for three year terms; provided that no such representative or liaison shall serve for more than two successive full three-year terms, not including any such service performed prior to the adoption of this bylaw. [this bylaw adopted October 1995]

The President generally supervises the work of the Secretariat regarding all business matters within the Secretariat's purview. The President works to assure that all contracted services of the Secretariat are performed in an expeditious and adequate manner.

**Section 2** The President-Elect shall serve for a term of one year prior to taking office as President of the Association. The President-Elect shall be informed of the business of the Association and shall assist the President or members of the Board upon request. The President-Elect shall have the powers of the President when, for any cause, the President is unable to act.

**Section 3** The Vice President shall perform the duties of the President when both the President and President-Elect are absent. Other duties may be delegated to the Vice President by the President or the Board.

If the President, President-Elect, and Vice President are absent or unable to act, the Board shall designate one of its members as acting President.

**Section 4** The Secretary shall have the following duties:

1. Keep a complete record of all proceedings and official correspondence to the Board and the Association by coordinating an informal quarterly review of current year's minutes with Secretariat.
2. Ensure the membership list is maintained with the current addresses and telephone numbers of each member.
3. Send notices of meetings to members of the Association and perform all other duties generally appertaining to the office of Secretary;
4. Direct and coordinate the activities of any secretariat to the extent such activities are those normally associated with the office of a Secretary or are required by the Constitution and Bylaws.

**Section 5** The Treasurer shall have the following duties:

1. Keep general charge of financial records and accounts of the Association and make them available for an audit upon request by the Board;
2. Receive and disburse all monies of the Association;
3. Deposit and maintain funds in a bank account approved by the Board.
4. Collect membership charges and notify delinquent members of their status, or coordinate such notification with the Secretariat.

5. Issue a Treasurer's report of all financial transactions to the membership at each annual meeting of the Association and to the Board six months thereafter or at the end of a business year;
6. Report to the Board and membership at the annual meeting the list of delinquent members as of that date;
7. Maintain books of account showing all receipts and disbursements of the Association and an account of its cash and assets;
8. Coordinate the activities of any secretariat to the extent such activities are those normally associated with the office of Treasurer or are required by the Constitution or Bylaws.

The Board may delegate the foregoing duties or any other responsibilities normally associated with the office of Treasurer to a Secretariat duly retained and authorized by the Board, in which case the Secretariat will act under the President's direction and the Board's supervision.

The Secretariat or Treasurer shall make payments only for expenses properly authorized by the Board and all checks in excess of \$500 shall bear the co-signature of the President. No co-signature is required if the Secretariat or Treasurer is bonded in an amount determined by the Board. If the signature of the President is difficult to obtain, the President-Elect may sign such check, but shall provide the President with notice of its issuance.

The Secretariat shall seek approval from the President or Treasurer for non-routine expenses and any expenses over \$1,500. Electronic approval via e-mail or text message shall constitute approval.

**Section 6** The Regional Directors shall have the following duties:

1. Actively recruit potential new members, committee members and officers;
2. Make regular contact with the members of their region, to update members on Board decisions, to solicit comments and suggestions regarding Board or Regional business;
3. Perform additional duties as may be assigned by the Board or the President.

**Section 7** Immediate Past President

The Immediate Past President shall serve for a term of one year after serving as President. The Immediate Past President automatically takes office after elections at the membership meeting of the next annual conference following the Immediate Past President's term as President.

The Immediate Past President shall represent the members and Board of NASJE according to the highest standards of professional responsibility. It is essential that the Immediate Past President uphold the Constitution and Bylaws, administer the work of NASJE through its Board of Directors and the business of each committee, and represent NASJE's interests in all of its dealings with external bodies. The Immediate Past President is a non-voting member of the Board according to Article III, Section 3 of the Constitution and Bylaws. [this bylaw adopted August 2010]

## ARTICLE V

### Vacancies

- Section 1** If any vacancy arises during a term of office of the President, or President-Elect, the officer next in line in order of succession shall assume the vacant position.
- Section 2** If the position of President, or President-Elect becomes vacant and is filled as set forth in Section 1 of this Article, such position shall not be filled by election at the next annual meeting.

## ARTICLE VI

### Standing Committees

- Section 1** The Association shall have five standing committees: the Membership Committee, the Education Committee, the Mentor Committee, the Nominating Committee and the Diversity Committee.

Members of all standing committees shall serve a term of three years except as otherwise provided in this paragraph. As soon as possible after the 1995 annual meeting, the President shall, as nearly as possible, randomly appoint one-third of the members of each standing committee to a term of three years, one-third to a term of two years, and one-third to a term of one year. Thereafter, all standing committee appointments shall be made for full three-year terms as vacancies occur. No member shall be appointed to serve on the same committee for longer than two successive full three-year terms; provided that no period of committee service prior to the effective date of this bylaw amendment shall be counted against the two term limit. [this bylaw adopted October 1995]

- Section 2** The Membership Committee shall be responsible for the following:
1. Propose to the Board and the membership any changes to the requirements for membership.
  2. Support new and continuing members of NAJSE and ensure that they are aware of and have access to the resources and services of the Association; and
  3. Actively promote the value of membership and recruit new members to the Association.
  4. Promote diversity of membership.

The Membership Committee shall be composed of a minimum of five members appointed by the President. The Diversity Committee shall recommend a member to serve for each 3 year term.

**Section 3** The Education Committee is charged with the planning, development and execution of the educational content of the Annual Meeting of the Association. This includes continuously reviewing the methods and techniques currently employed in the education of adults, and performing needs assessment, planning, content development, faculty selection, formatting, evaluation, budgeting and conducting preconference registration. The committee shall be composed of a minimum of five members and must include the Regional Director from the region in which the annual meeting is scheduled. Total membership must be an odd number to assure a majority vote on matters of business.

**Section 4** The Mentor Committee is charged with the recruitment and selection of mentors; maintaining a current list of mentors and making such list available to regional directors; establishment of criteria for regional directors to use in selecting appropriate mentors; training of mentors; evaluation of the mentoring program; preparation and distribution of materials to mentors; and development of evaluation and reporting forms to be used by mentors and proteges. The committee shall be composed of a minimum of five members appointed by the President, at least one of whom shall be a member of the NASJE board.

**Section 5** The Diversity Committee is charged with effecting greater diversity in NASJE, its projects, and products, through its own initiatives and by making recommendations to the Board. The committee shall be composed of a minimum of five members, providing that the total membership is an odd number to assure a majority vote on matters of business. The President shall consider diversity in appointing members of the committee.

**Section 6** The President of the Association shall be responsible for the appropriate delegation of duties to the standing committees and to ensure that they are involved in any matters which are relevant to their function as described above.

## ARTICLE VII

### Nominating Committee

**Section 1** The Nominating Committee is chaired by the immediate past president and shall consist of seven (7) members, including one (1) former president, if available, one (1) representative from the current Board who shall serve a one year term, and five (5) active members who are not members of the Board of which two (2) shall be current or past committee chairs and three (3) shall be at-large members. Each Region shall have at least one (1) member on the Nominating Committee. Members of the Nominating Committee shall serve three (3) year terms except for the representative from the current Board. Vacancies shall be filled by the President.

**Section 2** At the conclusion of each annual meeting, the President shall send a letter of inquiry or electronic communication that is verifiable to all members concerning

their willingness to serve on a committee and/or on the Board. The data may be used by the President when making committee appointments, and will be shared with the nominating committee.

- Section 3** No later than ninety (90) days prior to the annual meeting, the nominating committee shall send a letter or electronic communication that is verifiable to all members requesting suggestions of candidates for nomination of officers and directors.
- Section 4** No later than sixty (60) days prior to election, the nominating committee shall research and obtain information referenced in Section 5 of this Article, as related to nomination criteria on each potential nominee.
- Section 5** After obtaining consent from each potential nominee, the nominating committee shall meet by conference call and prepare a slate of all qualified candidates for each position, in accordance with the guidelines established by Board resolution, which shall be provided to all voting members at each annual meeting with a copy of the Constitution and Bylaws. In the event no qualified candidates come forward for a position, the Nominating Committee may seek qualified candidates from those candidates for other positions or the membership. If the Nominating Committee is unable to obtain a qualified candidate under the criteria set forth in Board Resolution I, the Committee may seek other candidates and add them to the slate of nominees, with notice to the membership of the candidates' qualifications.
- Section 6** No later than thirty (30) days prior to election, the nominating committee shall distribute to all members the slate of nominees accompanied by pertinent biographical information for each nominee.

## ARTICLE VIII

### Meetings

- Section 1** Annual Meetings of the Association shall be held at a time and place designated by the Board. Special meetings may be held when deemed necessary by the majority of the Board. All Association members shall be notified at least 30 days in advance of special meetings.
- Section 2** The date of the annual meeting shall be approximately one year from the date of the last annual meeting unless a majority of the members present at an annual meeting or voting by mail ballot or electronic communication that is verifiable change such date.
- Section 3** Unless otherwise specified in the Constitution and Bylaws, one-third of the members shall constitute a quorum for the transaction of business.
- Section 4** All meetings shall be conducted in accordance with usual parliamentary rules of order or procedure when the Constitution and Bylaws do not prescribe other courses of action.

The other order of business at all meetings shall be as follows:

- a. Minutes of preceding meeting
- b. Report of the Treasurer

- c. Report of the President
- d. Special reports by any officer or member of the Board
- e. Reports of Standing Committees
- f. Reports of Non-Standing Committees and Nominating Committee
- g. Election of Officers and Board
- h. Unfinished business
- i. New Business

## **ARTICLE IX**

### **Amendments**

Amendments to the Constitution and Bylaws may be adopted upon approval by a two-thirds vote of the members in good standing at an annual or special meeting, provided notice of the proposed amendments has been mailed or sent by electronic communication that is verifiable to members at least 45 days prior to the meeting and provided that a majority of members are present at the meeting, or vote by proxy.

Proxy voting will be allowed if the voting member present provides a valid authorization letter or electronic communication that is verifiable from the absent member to the Bylaws committee chairperson. Verifiable: that can be proved to be true, authentic, accurate and real. Verification includes the use of signatures, electronic signatures, as well as discrete online identifiers and password controls. Each member present is limited to casting (2) proxy votes. A member designating his/her proxy to a member in attendance may designate approval/disapproval of one or more of the amendments under consideration or may indicate that the vote will be at the discretion of the proxy holder.

## **ARTICLE X**

### **Mail Vote**

When, in the judgment of the Board, any questions shall arise that should be put to a vote of the active membership, and when it deems it inexpedient to call a special meeting, it may, unless otherwise required by the Constitution and Bylaws, submit the matter to the membership for mail vote or electronic communication that is verifiable and decision.

A majority vote of approval will be effective, if at least 50% of the membership has responded within three weeks following submission to the membership.

## **ARTICLE XI**

### **Ratification**

The Constitution and Bylaws will be considered as adopted, in whole or in part, when a majority of the voting members present at the annual meeting vote in favor of these documents.

### **History**

Originally Adopted 1975

Modified 2009

Modified 2010

Last Revised August 2010