BYLAWS OF
THE NEW JERSEY SHADE TREE FEDERATION

ARTICLE I
CORPORATE TITLE AND PURPOSE

Section 1. CORPORATE TITLE: The name of the organization shall be The New Jersey Shade Tree Federation, a 501(c)(3) nonprofit organization.

Section 2. PURPOSE: The New Jersey Shade Tree Federation is a non-profit organization assisting individuals and agencies entrusted with the selection, planting, and care of trees. Our goal is to improve the status of our profession and establish liaisons between allied associations, businesses, and federal, state, municipal governments, in order to provide tree-lined streets for future generations.

ARTICLE II
OFFICERS-DUTIES

Section 1. The officers shall be composed of a President, a Vice-President, an Executive Director, a Secretary, and a Treasurer. No officer shall serve as a member of the Board of Directors. The Executive Director and the Secretary may serve on the Executive Board with no voting privileges.

Section 2. PRESIDENT shall (1) preside at all Federation meetings.
(2) Appoint committees to expedite the activities of the Federation.
(3) shall approve any expenditures from the investment account.

VICE-PRESIDENT shall assume the duties of the President during his/her absence or indisposition.

EXECUTIVE DIRECTOR shall (1) be responsible for the administration of the business of the Federation pursuant to direction from the Executive Board .
(2) Be responsible for the collection of Federation funds and for the bookkeeping of the collections and disbursements.

SECRETARY shall be responsible for the minutes and records of the board meetings.

TREASURER shall be responsible for the accuracy of financial accounting. Shall be responsible for the investment account with oversight of the Executive Board.

Section 3. The officers shall be expected to attend scheduled meetings of the Executive Board and accept assignments to committees appointed by the President.

ARTICLE III
DIRECTORS-DUTIES

Section 1. The Directors, numbering 12, shall be expected to attend scheduled meetings of the Executive Board and accept assignments to committees appointed by the Executive Board.

Section 2. COMMITTEES. The Executive Board may appoint standing and Ad Hoc committees as needed.

ARTICLE IV
EXECUTIVE BOARD

Section 1. COMPOSITION-DUTIES. This board shall be composed of the Officers and Directors. It shall have responsibility for policy, plans, activities and general management, and shall direct the enforcement thereof.

Section 2. MEETINGS. The Executive Director shall in consultation with the President, schedule meetings, with notification at least two weeks prior to meeting dates. The Executive Director may depart from this formula for scheduling a meeting in cases of urgent circumstances. No less than four (4) meetings shall be held each calendar year.

Section 3. QUORUM. The attendance of ten or more Executive Board members at a regularly scheduled meeting shall constitute a quorum.

ARTICLE V
SALARIES, WAGES AND REIMBURSEMENTS

Section 1. The Executive Board may, as funds permit, engage such services and fix the compensation and duties of an Executive Director, Outreach Coordinator, and Staff as needed for the pursuit of Federation activities. Executive Board members shall be entitled to reimbursement for authorized expenses incurred in the conduct of Federation business.

ARTICLE VI
TERMS

Section 1. The President and Vice-President shall be elected for a two-year term. The Secretary and the Treasurer shall be appointed by the Executive Board and each shall serve at its pleasure.

Section 2. The Directors shall be elected for a term of three years, so arranged that the terms of four Directors shall expire each year. No Director shall serve more than two consecutive terms. A retiring President shall be nominated as a member of the Board of Directors for one term of three years.

Section 3. Eligibility for membership on the Executive Board and to hold office shall be limited to members in good standing.

Section 4. Election for Officers and Directors shall be held in conjunction with the Federation Annual Business Meeting.

Section 5. The Executive Board is empowered to make appointments to fill interim vacancies subject to election at the next Annual Business Meeting.

ARTICLE VII
MEMBERSHIP

Section 1. GROUP: County and Municipal Shade Tree Commissions, Shade Tree Advisory Committees & Boards, Local Government Departments, Home-Owners Associations (HOAs).

Section 2. COMMERCIAL: Private organizations and individuals engaged in any phase of commercial arboriculture, tree care, NJ Licensed Tree Care Operators (LTCOs), NJ Licensed Tree Experts (LTEs), nursery management, consulting forestry, or related industry.

Section 3. INDIVIDUAL: Educators, Master Gardeners, residents, and any individuals personally engaged or interested in the practice of urban forestry and arboriculture.

Section 4. STUDENT: Students currently enrolled in university academic programs.

Section 5. INDUSTRY AFFILIATES: utility companies, contractors, suppliers, Non government organizations (NGOs).

Section 6. PARTNER: Non-profits, state agencies, university programs.

Section 7. HONORARY: Individuals so designated by virtue of public office and/or outstanding service to the field of arboriculture.

ARTICLE VIII
ANNUAL DUES

Section 1. The Executive Board sets the dues schedules for the several membership classifications

Section 2. Each membership shall be defined by the Categories listed above.

Section 3. Delinquency in dues payment shall terminate membership.

ARTICLE IX
ANNUAL FEDERATION CONFERENCE-OTHERS

Section 1. The Executive Board shall schedule an Annual Federation Conference for the purpose of:

(1) educational presentations
(2) informal discussion

(3) commercial and educational exhibits

Section 2. The Federation may sponsor, independently or in cooperation with other organizations, other meetings and demonstrations. In pursuit of the PURPOSE.

ARTICLE X
ANNUAL BUSINESS MEETING AND ELECTIONS

Section 1. The Executive Director and Outreach Coordinator shall submit administrative and financial reports covering the period since the immediately previous Annual Business Meeting.

Section 2. The Executive Director shall present a slate of candidates for the offices expiring at the close of the current Annual Business Meeting. A nominee must be a member in good standing. Additional nominations for any elected office may be made from the floor. Elections for the filling of offices are to be conducted by in-person vote; a majority vote is required for election. In the event of a tie for a single office, the President is the tie breaker.

Section 3. ELIGIBILITY TO VOTE: Each Group, Commercial, Individual, Industry Affiliate, and Partner membership in good standing shall be entitled to one representative vote.

Section 4. The terms of the newly elected Officers and Directors shall begin at the close of the vote at the Annual Business Meeting.

Section 5. Announcement by publication in "THE SHADE TREE", and posting on the Federation website of the date and place of the Annual Federation Business Meeting, at least one month prior to such meeting, shall be deemed ample notification to the membership of the scheduled business meeting and elections.

ARTICLE XI
PUBLICATIONS

Section 1. "THE SHADE TREE" shall be the official publication of the Federation, publication intervals and editorial policies to be established by the Executive Board.

Section 2. "THE SHADE TREE" shall be sent, without further charge, to members of each of the membership classes.

Section 3. Other publications may be issued as directed by the Executive Board.

ARTICLE XII
EFFECTIVE DATE-AMENDMENTS

Section 1. These Bylaws shall become effective immediately upon adoption.

Section 2. These Bylaws may be amended by a two-thirds vote (see Article X Section 3. ELIGIBILITY TO VOTE) at any Annual Business Meeting. Proposed amendments shall be

submitted to the membership at least one month prior to the date of the Annual Business Meeting.

ARTICLE XIII
CONFLICT OF INTEREST

Section 1. A Conflict of Interest policy has been established to safeguard the assets of the organization and to ensure that the organization's mission and objectives are not compromised by the actions of any Board member, employee, or volunteer.

ARTICLE XIV
DISSOLUTION

Section 1. Upon the dissolution of the corporation, the Executive Board shall, after all debts are fully satisfied, irrevocably dedicate all of the remaining assets of the corporation to a non-profit organization of the type described in section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Revised September, 2026