

**BYLAWS OF THE
NEW JERSEY STATE MUNICIPAL
PROSECUTORS' ASSOCIATION**

ARTICLE I

NAME AND FORMATION

The name of the Association is the **NEW JERSEY STATE MUNICIPAL PROSECUTORS' ASSOCIATION** (hereinafter referred to as "the Association").

ARTICLE II

OBJECTS AND PURPOSES

The objects and purposes of this Association are to share a common bank of knowledge among municipal prosecutors in this State, to strive for uniformity in the application of the law pertaining to municipal courts where practicable, to interface with the judiciary, the County Prosecutors and the Administrative Office of the Courts regarding items of concern, maintain the honor of the profession, to cultivate social relations among its members, to promote and to foster legal education, the due administration of justice and reform in the law and to promote good relations and understanding of the law by and with the public.

ARTICLE III

MEMBERSHIP

1. The Association shall be comprised of dues paying municipal prosecutors, in good standing. Prosecutors shall include those who have been appointed by a municipal governing body to act as municipal prosecutor, or as a substitute municipal prosecutor. Prosecutors shall not include special prosecutors who have not been appointed by a municipal governing body.

2. Persons who qualify for membership, upon payment of the required membership dues, shall become members of the Association. Members agree to adhere to the Bylaws of the Association.

ARTICLE IV

TERMINATION OF MEMBERSHIP

1. RESIGNATION

Any member may resign, in writing, upon satisfying all of his or her obligations then due the association. Any person who resigns from the practice of law in the State of New Jersey shall be deemed to have resigned from the Association.

2. EXPULSION OR SUSPENSION

Any member who has been suspended or disbarred from the practice of law by the Supreme Court of the State of New Jersey shall be deemed suspended from the Association for the corresponding time period or expelled, in the case of disbarment.

Any member may be expelled or suspended from the Association if the member has committed conduct detrimental to the stated purposes and objectives of the Association. Suspension or expulsion under these grounds shall only be accomplished by the membership after due notice and a reasonable opportunity to be heard. Following due notice and a reasonable opportunity to be heard, the member may be expelled or suspended following a vote of 75% of the those members, present and voting at any regular or special meeting of the Association.

In the event of suspension, disbarment or resignation from the practice of law, or in the event of the individual to further qualify for membership in the Association, the suspension shall continue so long as the disqualification continues.

3. DEFAULT

Any member who has not paid dues within sixty (60) days from the date on which it is due shall be considered in default of the payment of dues. Any member who is in default for the payment of dues shall not be entitled to any voting rights or privileges incident to membership in the Association until the default is cured. However, late payment of dues shall not be deemed to confer any voting rights after any duly conducted vote of the Association. Any member who shall continue in default for the period of one (1) year shall automatically be stricken from the rolls as a member unless the member shall certify to the Association that the member is financially unable to pay his or her arrearages for the preceding and current year. At least thirty (30) days prior to the automatic suspension of the member,

the Treasurer shall send a notice to him or her in writing that he or she is subject to automatic suspension under the Bylaws unless he or she shall bring his or her account current or submit a Certification of financial inability to pay. A copy of the notice shall be sent to the President. Any member who has been stricken from the rolls for non-payment of dues may be reinstated upon application and payment of the arrearage plus dues for the current year.

Revised on April 20, 2012 - All current members shall be notified by mail when their annual dues become payable. If dues are not paid within thirty (30) days of the date on which they are due, the defaulting member will be sent an email reminder notice. If dues are still not received within an additional thirty (30) days, defaulting member will receive a final notice that if dues are not received within a final thirty (30) days, all membership rights will be terminated and will no longer be a member in good standing with the Association. Defaulting member may rejoin the Association at any time provided he/she meets membership requirements.

4. **CESSATION OF PROSECUTORSHIP**

Any member whose prosecutorship shall end, voluntarily or otherwise, shall no longer be a member of the Association.

ARTICLE V

DUES

1. **AMOUNTS**

The amount of dues shall be established and modified from time to time by a two-thirds (2/3's) vote of the Association.

2. **DUES NOTICES**

The Treasurer, or its authorized agent shall notify all members by mail and/or electronic mail (e-mail) when their annual dues becomes payable. If dues are not paid within thirty (30) days of the date on which they are due, the defaulting member shall be sent a notice to that effect.

Revised on April 20, 2012: All current members shall be notified by mail when their annual dues become payable. If dues are not

paid within thirty (30) days of the date on which they are due, the defaulting member will be sent an email reminder notice. If dues are still not received within thirty (30) days, defaulting member will receive a final notice that if dues are not received within thirty (30) days, all membership rights will be terminated and will no longer be a member in good standing with the Association. Defaulting member may rejoin the Association at any time provided he/she meets membership requirements.

ARTICLE VI

MEETINGS

1. REGULAR MEETINGS

Regular meetings of the Association shall be held at such times, dates and places as may be determined by the Officers. The Association shall attempt to meet at least quarterly but is required to meet annually. There may be transacted at regular meetings any business within the power of the Association to transact.

2. SPECIAL MEETINGS

Special meetings of the Association may be called at the direction of the President or, in his or her absence, or by the direction of any three (3) Officers and may be held at such place as the Association may determine from time to time.

3. EMERGENT MATTERS

Any matter which arises in between regular meetings and which can not, in the interest of expedience, be voted upon at a regular or special meeting may be voted upon by telephone poll, e-mail and/or by facsimile. If a vote is conducted in this manner, it must be accomplished in the appropriate form (by motion, second and majority vote), and the entire Association must be contacted for the vote (except in the event that attempts have been made to contact the Association member and he is unavailable).

4. NOTICE OF REGULAR MEETINGS

At least five (5) days notice of regular meetings of the Association shall be given to each member by mailing or e-mailing

a notice to his or her address or e-mail address as same appears on the records of the Association.

5. NOTICE OF SPECIAL MEETINGS

At least three (3) days notice by mail or twenty four (24) hours notice by telephone or e-mail shall be given of any special meeting and such notice shall briefly describe the business to be transacted at such meeting.

6. NOTICE OF ADJOURNED MEETINGS

Notice of adjourned meetings need not be given if given at the meeting to be adjourned, the date, time and place of the rescheduled meeting is decided and the period of adjournment does not exceed ten (10) days. Notice shall be given to those members absent from the adjourned meeting.

7. QUORUM

Ten members shall constitute a quorum at any meeting. All actions of the Association shall be by majority vote of the members present and voting unless otherwise provided by the Bylaws.

REVISED on November 18, 2009: Five members shall constitute a quorum at any meeting.

8. ORDER OF BUSINESS AT REGULAR MEETINGS

At each regular meeting of the Association, the order of business shall be as follows:

Approval of Minutes of Preceding Meeting
Report of Officers
Report of Committees
Reading of Correspondence
Unfinished Business
Elections, if Any
New Business

This order of business may be changed by the President or the Officer conducting the meeting. Robert's Rules of Order shall govern Parliamentary procedure.

9. ANNUAL MEETING

The annual meeting shall be held after January 1st and before March 1st of each and every year at a place designated by the President or at such other time which the President may designate with the Association's consent and upon notice to the membership at least ten (10) days, but not more than sixty (60) days, before said annual meeting.

ARTICLE VII

OFFICERS

1. NUMBER

The elective officers shall be a President, President-Elect, Vice-President, Secretary and Treasurer, each of whom shall hold office for a term of one (1) year and until his or her successor shall have been elected and taken office.

REVISED on April 20, 2012: The position of President-Elect was eliminated.

2. QUALIFICATIONS

Any active member in good standing may be an Officer.

3. ELECTION OF OFFICERS

Officers shall be elected by the members, at the annual meeting of the Association, following recommendation of the Nominating Committee.

4. DUTIES

a. PRESIDENT: The President shall preside at all meetings of the Association, enforce compliance with the Bylaws and Articles of Incorporation, appoint all committees, liaisons and undertake other duties as the Association or the Association may direct. The President shall have no voting powers, except in a tie, in which case the President shall cast the tie-breaking vote.

b. PRESIDENT-ELECT: The President-Elect shall preside at all meetings of the Association in which the President is unavailable, in association with the President enforce compliance with the Bylaws and Articles of Incorporation and undertake other duties as the President or the Association may

direct. The President-Elect shall have voting powers, as any other member of the Association.

REVISED on April 20, 2012: The position of President-Elect was eliminated.

c. VICE-PRESIDENT: In the absence of the President, the Vice-President shall preside. In case of a vacancy in the office of the President, the Vice President shall fill the duties of the office of the President until the vacancy is filled by vote of the Association.

d. SECRETARY: The Secretary shall keep accurate minutes of the meetings of the Association. The Secretary shall keep a roll of the members, issue notices of all meetings and handle the general correspondence of the Association.

e. TREASURER: The Treasurer shall receive all monies of the Association, make authorized disbursements and render to the members of the Association, available for inspection at the office of the Association, a monthly written report of all receipts, disbursements, assets and liabilities.

The Officers shall manage the affairs of the Association. They shall perform all other duties required by these Bylaws.

ARTICLE VIII

BOARD OF DIRECTORS

1. BOARD COMPOSITION

The Board of Directors (hereinafter referred to as "the Board") of the Association shall be comprised of the current Officers of the Association, all active past presidents of the Association and six members of the Association, to be appointed by the then-President. All members of the Board of Directors must be dues paying prosecutors, as that term is defined in Article III.

2. TERM OF OFFICE

The appointed members of the Board of Directors shall have staggered terms of office: two of the members having a three year term, two members having a two year term and two members having a one year term.

Revised on April 20, 2012- There will be six trustees each serving a three year term. Two trustees will be elected each year.

3. FUNCTION OF THE BOARD OF DIRECTORS

The Board shall manage the affairs of the Association. It shall perform all other duties required by these Bylaws. It may employ such administrative staff (including an Executive Director) as it may deem necessary or advisable. The Board shall have full power and authority in the interval between meetings of the Association to do all acts and to perform all functions that the Association itself might do or perform, except that it shall have no power to amend the Bylaws or governing documents of the Association.

No debts shall be incurred, no contracts made and no funds appropriated or dispensed without the approval of the Board, except that the President, or if unavailable, the next available officer in the chain of command, may approve expenditures of less than \$500.00 for Association-related activities made in the normal course of operating, without prior consultation with the Board. A full accounting of such expenditures must be provided at the next regular Trustees' meeting.

4. QUORUM

Seven (7) Board members shall constitute a quorum at any meeting. All actions of the Board shall be by majority vote of the members present and voting unless otherwise provided by the Bylaws.

Revised on November 18, 2009 - Four board members shall constitute a quorum for a Board vote. All actions of the Board shall be by majority vote of the members present and voting unless otherwise provided by the Bylaws.

ARTICLE IX

ELECTIONS

1. NOTICE OF ANNUAL ELECTION

Notice shall be given to the membership of the Association at least thirty (30) days prior to the time set for the Annual Meeting in accordance with these Bylaws.

2. NOMINATION OF OFFICERS

Nominations shall be made by the Nominating Committee, which shall consist of the following: the President; the President-Elect, the Vice President, the Secretary, the Treasurer; and two (2) members to be named by the President. The nominations shall be filed with the Secretary on or before December 1 of each year. The list of such nominations shall be available at all times for inspection by any member of the Association. Notice shall be provided to the Association in advance of the meeting of the Nominating Committee, as to the availability of positions of Officers, except in the case of appointment of temporary replacement Officers, as provided for previously. The notice shall set forth the date and place of the meeting. Those interested in obtaining a position of Officer shall submit a letter of intent to the Nominating Committee, c/o the President. Nominations may also be made as to Officers from the floor on the date of election.

Revised April 20, 2012 - President-Elect position has been eliminated.

3. GENERAL ELECTION

Elections shall be held for each elective office at the annual meeting of the Association. Election shall be by ballot or by poll, or by written proxy. The nominee receiving the majority of votes shall be declared the winner. The Officers elected shall enter upon their duties on the day following their election and shall hold office until their successors are elected. The President-Elect shall assume the office of the President upon termination of the President's term of office. In the event of a vacancy in any of the elective offices, it shall be filled by election by the Officers at any regular or special meeting thereafter.

Revised April 20, 2012 - President-Elect position has been eliminated.

4. REMOVAL OF OFFICERS

Any Officer, whether elected or appointed, may be removed from office for cause, including, but not limited to those grounds which would justify suspension or expulsion of an Association member as set forth in Article III. Non-attendance and/or non-involvement in Association matters shall be an additional ground for removal of an Officer. It shall be presumed that absence from fifty (50) percent or more of the meetings of the regular Association meetings in any one fiscal year shall constitute non-attendance and/or non-involvement. Removal shall be accomplished through vote of two thirds (2/3) of the entire membership of the Association, following due notice and an opportunity to be heard.

5. RESIGNATION OF OFFICERS

An Officer or Trustee may resign by written notice to the Secretary. The resignation shall be effective upon receipt or at such later time designated in the notice of resignation.

6. VACANCIES

In the event of a vacancy in the office of the President, the Vice President shall perform the duties during the yet unexpired term without vacating his own office. In the event of a vacancy in any other office, the Nominating Committee shall convene as soon as is practicable after notice of the anticipated vacancy and provide a nomination for appointment to the vacancy. The Association shall have a special election to fill the vacancy within thirty (30) days of the nomination.

7. DISSOLUTION

Upon dissolution of this organization, its assets shall be disposed of exclusively for the purposes of the corporation or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organization under section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of this organization shall be limited to reasonable amounts.

No substantial amount of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation and

this organization shall not intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X

AMENDMENTS TO BYLAWS

VOTE

These Bylaws may be amended by a vote of 75% of the active members in good standing, present and voting at any regular or special meeting of the Association; provided, however, that notice of any proposed Amendment shall be read at the last previous regular or special meeting of the Association and provided further that each active member shall receive a copy of such proposed Amendment, with the notice of the meeting at which said Amendment is to be moved for adoption, at least twenty (20) days before such meeting.

A copy of these Bylaws shall at all times be kept and contained in the minute book of this Association and it shall be the duty of the Secretary of this Association to attach thereto any amendments which may hereafter be passed and adopted.

As Amended and Approved on April 20, 2012.