

# NOW NEW JERSEY BYLAWS

Adopted October 3, 2020

## ARTICLE I — NAME

The name of this organization shall be New Jersey NOW NJ0000, Inc, (dba National Organization for Women of New Jersey, Inc.), to be written NOW-NJ. It shall exist and operate as a unit of the National Organization for Women.

## ARTICLE II — PURPOSE

NOW-NJ's purpose is to act through intersectional, anti-racist grassroots activism to promote feminist ideals, lead societal change, eliminate discrimination, and achieve and protect the equal rights of all women and girls in all aspects of social, political, and economic life.

## ARTICLE III — MEMBERSHIP

Any person who is a member of NOW (National) and who is a member of a NOW Chapter within New Jersey or is a member-at-large residing in New Jersey, and has paid NOW dues up-to-date, shall be a member of NOW-NJ (the State Chapter). No person who subscribes to NOW's purposes shall be excluded from membership, segregated or otherwise discriminated against within the organization because of race, creed, color, sex, gender identity or expression, religion, national origin, age, economic status, marital status, parenthood, political affiliation, sexual orientation, abilities or lifestyle.

All members shall conduct themselves in a respectful manner and treat others with respect. In actions and in communications whether written or oral, members shall be inclusive, considerate, respectful, and kind. NOW-NJ shall not tolerate bullying, threats, harassment, or discrimination in actions or communications.

## ARTICLE IV — MEMBERSHIP MEETINGS

### *Section 1. State Conference*

**A.** The State Conference shall be the supreme governing body of the State Chapter. It shall meet biennially (or annually at the discretion of the State Board), with election of officers at the biennial conference, and transact such other business as may come before the members. The State Board shall approve the date, place, agenda, and accommodations for the conference.

The State Board shall post notification of the State Conference on the State Chapter website and provide not less than thirty (30) days' prior notice to all members of the organization for whom it has contact information by regular and/or electronic mail.

**B.** The State President, or a duly appointed representative, shall provide to each Chapter and Task Force, a press style announcement, indicating the date, time and place, together with any other pertinent information (including, but not limited to, a call for nominations, in the case of an election), of the State Conference and encourage each entity to publish the same through its e-mail lists, web sites, newsletters, or any other form of communication regularly used between said entity and its members.

## NEW JERSEY NOW NJ0000 BYLAWS

Calls for nominations shall include the contact information for the Nominating Committee Chair and the instructions that all nominations must be made in writing by a deadline as determined by the State Board but not less than fourteen (14) days prior to the Conference date. This shall be the only process for nominating candidates. Nominations shall not be taken from the floor.

**C.** The State Conference shall be open to credentialed members of the press. Admission of the press to the workshops shall be at the discretion of the Conference Committee.

**D.** Voting Rights at the Conference

1. All State Chapter members present, who are in good standing, as set forth in Article III, who have been a member for at least thirty (30) days prior to the Conference shall be entitled to vote. To promote greater member participation, secure voting may be conducted in-person or remotely with the approval of the State Board.
2. Eligibility shall be determined by the following methods: current membership status on the State Chapter roster run by National effective 30 days before the conference date, canceled checks, or written records of State Chapter President and/or State Treasurer.
3. There shall be no voting by proxy.

**E.** Conference Quorum

Twenty (20) members, including at least three (3) chapter presidents from three (3) different chapters, shall constitute a quorum, and the act of a majority of voting members present at a meeting at which a quorum exists shall be the act of the members.

### ***Section 2. Special Meetings***

Special meetings of the members, where any action may be taken, may be called by the State Board, or by not less than twenty-five (25) percent of the members, provided that twenty-five (25) percent of the member chapters are represented. The members calling such a special meeting shall designate, and inform the State President at least forty-five (45) days in advance thereof, the date, time, purpose, and place within the State of such special meeting. It shall be the responsibility of the State Board to post notification of the special meeting on the State Chapter website and provide not less than thirty (30) days' prior notice to all members of the organization for whom it has contact information by regular and/or electronic mail.

**A.** Voting Rights at Special Meetings

1. All State Chapter members present, who are in good standing, as set forth in Article III, who have been a member for at least thirty (30) days prior to the meeting, shall be entitled to vote.
2. Eligibility shall be determined by the following methods: current membership status on the State Chapter roster run by National effective thirty (30) days before the meeting date, canceled checks, or written records of State President and/or State Treasurer.
3. There shall be no voting by proxy.

**B.** Special Meetings Quorum - Twenty (20) members, including at least three (3) chapter presidents from three (3) different chapters, shall constitute a quorum, and the act of a majority of voting members present at a meeting at which a quorum exists shall be the act of the members.

# NEW JERSEY NOW NJ0000 BYLAWS

## ARTICLE V — STRUCTURE

The structure of the State Chapter shall be as follows:

1. State Officers
2. State Board
3. State Executive Committee
4. State Conference
5. State Task Forces
6. State Chapters

## ARTICLE VI — STATE OFFICERS

### *Section 1. Titles*

The State Chapter is required, at a minimum, to have a President and a Treasurer in order to operate. The Board may create or eliminate other officer positions from time to time as deemed necessary by a majority vote of the State Board. Ideally there should be the following officers:

- A.** State President
- B.** State Administrative Vice President
- C.** State Action Vice President
- D.** State Treasurer
- E.** State Secretary
- F.** State Membership Vice President
- G.** State Communications (formerly Technology) Vice President
- H.** State Legislative Vice President

### *Section 2. Duties*

- A.** The State President shall:
  1. Preside over meetings of the State Board, the State Conference, and the State Executive Committee;
  2. Be the official voice of the State Chapter
  3. Develop a business plan for the organization and report on its progress to the State Board;
  4. Communicate with National NOW, be an active member of the State Presidents' Caucus and attend State President meetings called by either group;
  5. Communicate with District Representatives to the National NOW Board of Directors to receive and give updates;
  6. Serve as an ex-officio member of all committees, except the following: Nominating Committee, any Grievance Committee and Self-Audit Committee;
  7. Promote and assist in the organization of Chapters within the State, and
  8. Appoint a Fundraising Committee to develop and execute a fundraising plan.
- B.** The State Administrative Vice President shall:
  1. In the absence or inability of the State President, perform the duties of the State President;
  2. Assist the State President in their duties;

## NEW JERSEY NOW NJ0000 BYLAWS

3. Be responsible for overseeing all State Board Committees, except the following: Nominating Committee, any Grievance Committee and Self-Audit Committee;
4. Be responsible for routine administration of the organization; and
5. Set the calendar for State Board Meetings after consultation with the State Board.

**C.** The State Action Vice President shall:

1. Develop, coordinate and execute actions of state-wide importance;
2. Be responsible for the coordination of the activities of all Task Forces; and
3. Assist Chapters and Task Forces in the execution of local actions.

**D.** The State Treasurer shall:

1. Receive all funds of the State Chapter and shall deposit them in such bank(s) as may be designated by the State Board;
2. Be responsible for creating an annual budget in collaboration with the State Officers and presenting it to the State Board for approval;
3. Disburse these funds in accordance with the approved budget;
4. Provide expense and income reports to the State President, State Officers and State Board at every State board meeting;
5. Be available to answer any enquiries regarding financial matters of the State Chapter;
6. Ensure that the State Chapter is compliant with all State and Federal rules regarding financial matters;-and
7. Have accounts audited yearly by the Self Audit Committee, with the results presented at the first State Board meeting of the new year.

**E.** The State Secretary shall:

1. Keep a record of the proceedings of the all meetings of the State Board, the State Conference, and the State Executive Committee, and present such minutes for approval at the next State Board Meeting;
2. Keep records of the membership of the State Board and maintain an updated leadership list;
3. Keep an active dated copy of these Bylaws and provide National with the same;
4. Conduct State Board correspondence not specifically assigned to others;
5. Send out notices of meetings of the State Board; and
6. At the direction of the State President, manage members of the state's electronic discussion boards/lists.

**F.** The State Membership Vice President shall:

1. Develop a membership plan, which includes increasing the diversity of the organization, and report on its progress to the State Board;
2. Promote and assist in the development of new NOW chapters within the state, and act to revive inactive chapters;
3. Assist chapters with accessing membership information from National NOW emphasizing considerations of data privacy; and
4. Coordinate programs for leadership development and training for new or reactivated chapters

**G.** The State Communications Vice President shall:

## NEW JERSEY NOW NJ0000 BYLAWS

1. Facilitate all the technology needs of the State Chapter and participate in an advisory role for the chapters within the state;
2. Be responsible for the maintenance of the State Chapter website;
3. Be responsible for the maintenance of any social networking sites in which the State Chapter participates;
4. Establish and maintain a comprehensive electronic data retention protocol for the State Chapter including a comprehensive inventory of all state-level account credentials and standard operating procedures for secure file sharing and storage; and
5. Facilitate email blasts to the membership with the approval of the State President.

### **H.** The State Legislative Vice President shall:

1. Monitor and coordinate actions related to pending legislation ~~pertaining to~~ that affects women and girls, and pertains to NOW's core issues or State Chapter initiatives;
2. Work with Task Forces to prepare any necessary position papers regarding legislative issues;
3. Maintain contact information and voting records of elected officials;
4. In the absence of the State President, testify at appropriate legislative hearings as to the State Chapter's positions on issues; and
5. Review the State Chapter's priority issues for relevancy to any upcoming elections, and prepare a proposed candidate interview questionnaire for presentation to the State Board.

### **I.** All State Officers shall:

1. Have all expenses for reimbursement documented (with receipts attached) and approved by the State President or State Administrative Vice President, before presenting to the State Treasurer for payment;
2. Not have authority to approve their own expenses;
3. Obtain documented approval for all non-budgeted expenses from the State Board or Executive Board before they are incurred. For emergency expenses up to \$75, prior approval from either the State President or State Treasurer may suffice; and
4. Have all expense submissions accompanied by an explanation or notation as to their purpose/usage.

### ***Section 3. Eligibility and Nomination***

Any member of the State Chapter in good standing who resides in New Jersey shall be eligible to hold state office. Nominations for state officers shall be submitted to the Nominating Committee by a deadline as stated in Article IV. Section 1 (B).

The Nominating Committee shall consist of no fewer than three (3) State Chapter members, excluding the current President and Administrative Vice President. The Committee shall not endorse individual candidates or a slate of candidates, but shall instead:

- A.** Accept nominations from members, including self-nominations;
- B.** Determine if each nominee meets the qualifications as described in these Bylaws.

There will be no nominations taken from the floor.

## NEW JERSEY NOW NJ0000 BYLAWS

### ***Section 4. Election of State Officers***

The Election Committee shall consist of no fewer than three (3) State Chapter members. No member running for office on the ballot shall be a member of the Election Committee. The Committee shall not endorse individual candidates or a slate of candidates, but shall instead:

- A.** Determine the process by which ballots shall be cast.
- B.** Be responsible for counting the votes to ensure a fair election.
- C.** Certify the results and report them to the membership.

State Officers shall be elected by a majority vote of the eligible members whose ballots have been cast. Voting shall be by ballot in accordance with election procedures as determined by the Election Committee of the State Chapter. If there is only one candidate for an office, then, by Motion and majority vote from the assembly, the State Secretary shall cast the elective ballot for the uncontested office(s). The Election Committee is responsible for counting the ballots.

### ***Section 5. Term of Office***

State Officers shall serve a two (2) year term from fourteen (14) days after the State Conference at which they were elected until fourteen (14) days after the next State Conference at which their successors shall have been duly elected.

### ***Section 6. Vacancies***

In the event of a vacancy in any of the State Offices, the State Secretary shall provide notice to all members of the State Board of the vacancy, who shall, not less than thirty (30) days or more than sixty (60) days from the occurrence of the vacancy, elect from among the membership at large, an acting officer to serve until the next election State Conference.

### ***Section 7. Suspension or Removal of State Officers***

The State Board may, by a three-fourths (3/4) vote of its members present at a regularly scheduled State Board meeting at which a quorum exists, after not less than thirty (30) days of consideration of the question, suspend or remove from office any State Officer, if the State Board determines after notice and opportunity for hearing that the actions of such Officer are contrary to the purposes of the State Chapter and injurious to the organization, or that the Officer has abandoned her/his duties.

### ***Section 8. Resignation***

An Officer may resign by submitting her/his resignation in writing, citing an effective date, to the State President and/or the State Board.

## **Article VII — State Board**

### ***Section 1. Members of the State Board***

The State Board shall consist of:

- A.** The State Officers;
- B.** The immediate past State President, in an advisory, non-voting ex officio role;

## NEW JERSEY NOW NJ0000 BYLAWS

- C. Not more than three delegates from each Chapter;
- D. One delegate from each task force which is eligible under Article IX, Section 4 of these Bylaws;
- E. Any State Chapter members who are National Board Members.

Chapters and Task Forces may elect alternates.

### ***Section 2. General Powers and Duties***

The State Board shall:

- A. Be the governing body of the State Chapter between State Conferences;
- B. Be collectively responsible for assisting the State President with all projects.

### ***Section 3. Meetings of the State Board***

The State Board shall meet at least four (4) times each calendar year. Additional meetings of the State Board may be held upon the call of the State President or upon the request of three (3) Chapter Presidents.

Meetings of the State Board shall be open to all the State Chapter members. Notice of State Board Meetings shall be made by posting to the State Chapter website and emailing the State Leadership List.

### ***Section 4. Quorum for State Board Meetings***

Voting representatives of at least twenty-five (25) percent of the existing chapters, and not less than two (2) State Officers, shall constitute a quorum.

### ***Section 5. Voting Rights***

Each State Board member present, other than the State President, is entitled to one vote on each matter submitted to a vote of the State Board. No person may exercise their right to vote in more than one voting position. Alternates may not vote when their delegates are present. In the case of a tie, the State President shall cast the deciding vote.

### ***Section 6. Delegates***

Chapter and Task Force delegates shall become voting members of the State Board upon written notice to the State Secretary of delegate names and election dates from the coordinator, president, or chair of her/his unit.

### ***Section 7. Alternates***

Each Chapter and Task Force may elect or appoint alternate delegates. Alternates shall be entitled to vote in the absence of regular delegates, provided that the State Secretary has received notice of the alternate's election or appointment from the president or chair of her/his unit.

### ***Section 8. Suspensions and Removals***

The State Board may, by a three-fourths (3/4) vote of its members present at a regularly scheduled State Board meeting, after not less than thirty (30) days of consideration of the question, suspend or remove from the State Board any member, if the State Board determines after notice and opportunity for hearing that the

## NEW JERSEY NOW NJ0000 BYLAWS

actions of such State Board member are contrary to the purposes of the State Chapter and injurious to the organization, or that the member has abandoned her/his duties.

### **Article VIII — State Executive Committee**

The State Officers, Immediate Past State President (as a non-voting member), and the Chapter Presidents shall constitute the Executive Committee. In the event there is no Chapter President, such as a chapter with an Operating Board, then a single member of the Operating Board shall be designated as the Chapter Representative for purposes of the State Executive Committee. Where action is necessary or desirable between State Board meetings, the Executive Committee may act on behalf of the State Chapter, provided that all members of the Committee have been given notice and that action is consistent with existing NOW and the State Chapter policy. In order for a decision of the Executive Committee to be valid, at least one-third (1/3) of the existing Chapter Presidents must cast a vote.

### **Article IX — State Task Forces**

#### ***Section 1. Convening Task Forces***

State Task Forces may be convened to work on a specific issue within NOW's platform at the State Conference or at any State Board meeting majority vote. All proposals from State Chapter members to form a Task Force shall be placed on the agenda for consideration.

#### ***Section 2. Goals of Task Forces***

Within ninety (90) days of convening, a Task Force shall submit for State Board approval a statement of purpose including long-term and short-term goals and objectives. Each Task Force shall work toward its adopted goals and objectives as established by the Task Force members and approved by the State Board, and work within the purview of those goals and objectives. At the time of its annual Task Force elections, each Task Force shall review its goals and objectives and update them if necessary. All changes in Task Force goals and objectives shall be presented for State Board approval at the next State Board meeting. The State Board shall have the authority to determine what is consistent with State Chapter policy and to supervise the activities of the Task Forces.

#### ***Section 3. Task Force Membership***

Any State Chapter member in good standing may serve and vote on any Task Force(s), except that no member may vote in the election of Task Force Chair for more than two Task Forces. Task Forces shall have no restrictions on minimum or maximum number of members.

#### ***Section 4. Task Force Powers and Responsibilities***

State Chapter Task Forces may join or help establish coalitions with other organizations on cooperative goals consistent with NOW policy and all State and Federal laws and regulations after securing the approval of the State Board, provided that the goals are consistent with -approved long-range and short term objectives of the Task Force. Task Forces which have a minimum of five (5) members shall be entitled to a delegate and alternate to the State Board provided:

**A.** A minimum of five (5) members voted in the Task Force elections;

## NEW JERSEY NOW NJ0000 BYLAWS

- B. The names of those members voting are submitted to the State Action Vice President;
- C. None of the voting members has voted in more than two (2) Task Force elections between State Conferences;
- D. The Task Force submits regular reports to the State Board at each State Board meeting. In the event no Task Force member can attend a State Board meeting, a written report must be submitted to the State Action-Vice President no less than five (5) days prior to the State Board Meeting or, in the event of an emergency, as soon as possible.

### ***Section 5. Task Force Budgets***

In order to receive State Chapter funds, a Task Force shall submit an annual budget consistent with its goals and objectives for approval by of the State Board. Task Forces may submit fundraising proposals for consideration by the State Board.

### ***Section 6. Task Force Elections***

Task Force Chairs shall be elected by a majority of Task Force members present and voting, within ninety (90) days of convening. Task Forces eligible for State Board delegates shall hold elections for delegate and alternate to the State Board, where applicable. The Task Force Chair may be the Task Force delegate to the State Board. All Task Force elections must be conducted according to State Chapter policy. Task Forces shall provide written notice to the State Secretary of the date, time, location, and directions in a timely manner so that the thirty (30) days' prior notice of the election is given by posting to the State Chapter website and emailing the State Leadership List.

### ***Section 7. Suspension and Dissolution of Task Forces***

The State Board shall reserve the right to rescind delegate privileges of any Task Force which, at any time, fails to comply with the regulations set forth in these Bylaws. The State Board shall reserve the right to dissolve any Task Force which has not met or submitted a report for two consecutive State Board meetings.

## **Article X — Chapters**

All Chapters in New Jersey recognized by National NOW as active chapters shall have voting privileges at meetings of the State Board and of the State Executive Committee.

## **Article XI — Committees**

### ***Section 1. Formation of Committees***

Committees may be formed by majority vote of the State Board for the purpose of planning and directing the work necessary to realize the goals of the organization in a specific area. Committees may be dissolved by majority vote of the State Board.

### ***Section 2. Committee Membership***

Any State Chapter member in good standing may serve on any Committee. Committees shall have no restrictions on minimum or maximum number of members. The Committee shall elect a Chair to coordinate activities and report back to the State Board.

## NEW JERSEY NOW NJ0000 BYLAWS

### ***Section 3. Committee Budgets***

Committees shall be entitled to receive State Chapter funds explicitly expressed in the adopted annual budget. Unbudgeted expenditures necessary to accomplish a task or objective must be presented and approved by a majority vote of the State Board prior to being incurred. The State Board may require specific committees to present a complete budget for approval.

### ***Section 4. Committee Obligations***

Committees do not have the authority to bind the State Board or Organization to any contractual or financial obligations. Only the State President (or their designee) has the authority to enter the Organization into a contract.

### ***Section 5. Suspension and Dissolution of Committees***

Once the task or objective is complete, the Committee shall dissolve. The State Board shall reserve the right to dissolve any Committee which has not met or submitted a report two consecutive State Board meetings (except for the Self-Audit Committee).

## **Article XII — Self Audit Committee**

The Self Audit Committee shall consist of a duly elected Chair and at least one other member in good standing, and approved by the State Board. Neither the State President, State Administrative Vice President, nor State Treasurer may be a member of the Self Audit Committee.

- A.** All State Chapter accounts must be reviewed and audited yearly by the Committee, according to generally accepted auditing standards.
- B.** The report of the Self Audit Committee must be signed by all members of the Committee that are present, and presented at the next State Board Meeting.
- C.** Any discrepancies or outstanding issues should be listed on an attached supplemental form to be addressed by the State Treasurer and the State Board as appropriate.

## **Article XIII — Dues and Finances**

### ***Section 1. State Chapter Dues***

There are three (3) different categories of membership dues/payments.

- A.** For new members, in the case of the State Chapter collecting the dues – the base membership amount (National NOW portion) shall be sent directly to National NOW by the State Treasurer. The remainder of the dues collected by the State Chapter, shall be retained by the State Chapter. For new members who join directly through National NOW, any rebates are at the discretion of National NOW's policy.
- B.** All active member renewals shall be processed through National NOW. If the State Chapter collects a renewal payment, the full amount shall be remitted to National NOW. The State Chapter shall receive its share of the dues in the form of rebates.
- C.** Reinstatement of inactive members shall be treated as new memberships.

## NEW JERSEY NOW NJ0000 BYLAWS

The State Board shall institute a dues system for the State organization. The amount of State Chapter dues shall be set by two-thirds (2/3) vote of the voting members present at a regularly scheduled State Board meeting at which a quorum exists after thirty (30) days' notice of consideration of the question.

### ***Section 2. Local Chapter Dues***

The State Board by two-thirds (2/3) vote of the voting members present at a regularly scheduled State Board meeting shall set the percentage of dues to be returned to the local chapters:

- A.** Thirty (30) days' notice shall be sent to all local chapter leadership that a change in the local chapter's share of dues is under consideration.
- B.** Notice of the State Board's decision shall be sent to the National Action Center and to all local chapter Presidents /Operating Boards.

### ***Section 3. Fiscal Year***

The fiscal year of the State Chapter shall be January 1 - December 31.

### ***Section 4. Dissolution of Local Chapters***

Upon dissolution of any local chapter in New Jersey, the Officers and Board (if any) of that chapter shall, after paying or making provisions for payment of all liabilities of the organization, remit all remaining assets to the State Chapter.

## **Article XIV — Grievances**

The State Chapter shall create and adopt a formal grievance policy by a majority vote of the voting members present at a regularly scheduled State Board meeting. An ad-hoc Grievance Committee shall be convened as necessary.

Grievances arising within the State Chapter or grievances that cannot be resolved at the local chapter level shall be referred to the Grievance Committee and handled according to the Grievance Policy adopted by the State Chapter.

## **Article XV — Amendments**

These Bylaws may be amended or revised by a two-thirds (2/3) vote of the State Conference, provided:

- A.** That the amendment(s) has been proposed by the State Board or a New Jersey Chapter of NOW; and
- B.** That written notice of the proposed amendment(s) has been posted to the website and sent to all members of the organization for whom it has contact information by regular and/or electronic mail not less than thirty (30) days prior to the State Conference.
- C.** Unless otherwise specified, amended Bylaws shall take effect immediately upon adoption.

## **Article XVI — Parliamentary Authority**

Except as herein provided, all proceedings of this organization shall be governed by Robert's Rules of Order, Newly Revised.

# NEW JERSEY NOW NJ0000 BYLAWS

## Article XVII — Dissolution

A petition for dissolution signed by ten percent of the members of each of a minimum of fifty percent of the chapters in the state OR ten percent of the total active membership of the State Chapter shall be submitted to the State Board. Upon the certification of the signatures on the petition a postal ballot to dissolve the organization shall be sent to all active members and shall require a two-thirds vote of those valid returned ballots to uphold the petition to dissolve. Costs for this are to be covered by those chapters that are petitioning.

Upon dissolution of the State Chapter , the State Officers and State Board shall, after paying or making provision for payment of all liabilities of the organization, remit all remaining assets to National NOW or other units of NOW exempt under the provisions of Section 501(c)(3) or 501(c)(4) of the United States Internal Revenue Code. All further matters shall be referred to National NOW.

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