

By-Laws Of the National Association of Blacks in Criminal Justice, Inc.

ARTICLE I

NAME AND STATUS

SECTION 1. NAME

The name of the Association shall be The National Association of Blacks in Criminal Justice, Inc. (hereinafter referred to as NABCJ).

SECTION 2. STATUS

This Association shall be a non-profit corporation pursuant to and in accordance with the laws of the State of Georgia. This Association is a 501(c)(3) organization pursuant to the rules and certification of the United States Internal Revenue Service.

ARTICLE II

PURPOSE

SECTION 1. PURPOSE

NABCJ is a non-partisan and non-profit service organization whose purpose is to examine and act upon the needs of people of color employed in both the public and private sectors of the criminal, juvenile and social justice systems, and to participate in the eradication of injustice in the American justice process.

SECTION 2. OBJECTIVES

1. To increase the number of people of color as policy-makers in the criminal and social justice system.
2. To increase the number of people of color as employees in the criminal and social justice system.
3. To contribute to the enactment of legislation and public policy which will have a developmental and fair impact on the criminal and social justice system.
4. To achieve equal justice for people of color in the criminal and social justice system.
5. To provide annual training for public and private criminal and social justice professionals.

ARTICLE III

MEMBERSHIP

SECTION 1. MEMBERSHIP

Any person or organization subscribing to the purpose and objectives that meet the financial requirements of NABCJ shall be eligible for membership. The Board of Directors, herein after referred to as Board, shall establish categories of membership and a corresponding schedule of membership fees. Membership shall be available to anyone regardless of age, race, religion, color, national origin, marital status, disabilities, or sex. However, individuals currently under and/or pending criminal/juvenile supervision are not entitled to membership until supervision has been successfully completed. NABCJ doesn't recognize dual memberships.

The categories of membership are:

- a. Life Member - Open to any individual. Life Members have completed the financial requirements and are voting members of the association.
- b. Agency Affiliates - Open to public and private organizations and institutions. The Agency Affiliates are entitled one vote.
- c. Active Member - Open to any individual except those listed above and entitled to one vote per member.
- d. Student Member - Open to any full-time college and high school students. The Student Member is entitled to one vote per member.
- e. Associate Members – are members who are only active with local chapters. The associate member is not entitled to vote on national issues/elections.

SECTION 2. MEMBERSHIP FEES

There shall be a fee approved by the Board each calendar year for each categories of membership. These fees shall provide dual membership and privileges in NABCJ and a local chapter to NABCJ or in the absence of a local affiliate chapter, the fees shall provide sole membership to NABCJ.

ARTICLE IV

MEMBERSHIP MEETINGS

SECTION 1. ANNUAL MEETING

NABCJ shall hold an Annual Meeting of its membership.

SECTION 2. NOTICE OF ANNUAL MEETING

Written notice of each Annual Meeting, stating the date and time, shall be communicated to each member.

SECTION 3. QUORUM

At the Annual Meeting of the membership, equal to the number of active chapters at the time of the Annual Meeting shall constitute a quorum for the transaction of any business. In the absence of a quorum, the meeting may be held, however, the meeting shall be unofficial and no voting may take place.

SECTION 4. VOTING

Each voting member present at a National Meeting will be entitled to only one (1) vote in accordance with Article III Section 1. Action taken may be approved by a majority vote of the members present.

SECTION 5. AGENDA

The President in consultation with the Board shall prepare the agenda for the Annual Meeting. Members may submit agenda items to the Secretary not less than sixty (60) calendar days prior to the meeting. New business items may be received at the request of the President.

SECTION 6. ANNUAL REPORTS

The President, Treasurer, Chief of Conference Planning and Operations shall each prepare an Annual Report.

ARTICLE V

BOARD OF DIRECTORS

SECTION 1. BOARD MEMBERSHIP

1. Every member of the Board of Directors shall be a member of the Association.
2. The property and affairs of NABCJ shall be managed and controlled by the Board and shall consist of not less than twelve (12) or more than thirty-three (33) members.
3. The Board membership shall consist of three (3) representatives of each of the following regions of the United States: Northwest, Northeast, South, Southeast, Southwest and Midwest.
4. The Board shall also include four Specialized Positions:

- a. President of the Presidents Council - shall serve as a voting member of the Board of Directors and shall be elected every two years by members of the Presidents Council. The President of the Presidents Council shall be a current president or immediate past president of a local chapter and will represent the Chapter Presidents on the Board.
 - b. Federal Employee Representative - shall serve as a voting member of the Board of Directors and shall be appointed by the President and are also full time employees of the Federal Government. The term of the Federal Employee Representative will run concurrently with the term of the President they are appointed by.
 - c. Student Representative shall serve as a voting member of the Board of Directors and appointed by the President. The term of the Student Representative will run concurrently with the term of the President they are appointed by.
 - d. International Representative - shall serve as a voting member of the Board of Directors and shall be appointed by the President. The term of the International Representative will run concurrently with the term of the President they are appointed by.
 - e. All appointed representatives must be approved by the Board of Directors and they are not eligible to run for Executive Board positions while serving in their appointed positions.
5. The Board shall also include the following appointed positions:
- A. General Position at Large – this representative shall be a member of the Association and is appointed annually by the President and approved by the Board. The term of this position is for one year and is a voting member of the Board.
 - B. A Member who represents the National Alliance of Faith and Justice (NAFJ).
6. The Immediate Past President - shall be an ex-officio member of the Board. The Immediate Past President shall remain in position until replaced by the next Immediate Past President.

SECTION 2. ELECTION OF REGIONAL BOARD MEMBERS AND TERMS OF OFFICE

1. A Board Representative shall be elected to a three (3) year term. No Representative shall be elected for more than two (2) consecutive three (3) year terms. No Representative shall be elected or re-elected during the same election year as another Representative for that region. Each region shall have three representative positions. The Representative positions shall be identified by region.
2. New members of the Board shall be installed at the Annual Meeting and shall assume their respective duties effective August 1 each year.
3. The election of the Regional Board Members shall take place annually during or prior to the Annual Meeting.

SECTION 3. MEETING OF THE BOARD

The Board shall meet no less than twice a year including the Annual Meeting. Special meetings of the Board may be called by the President of the Board or by a majority vote of the Representatives. All such meetings, except closed meetings of the Board shall be open to any member in good standing. Any member wishing to address the Board shall make a written request to the Secretary at least fourteen (14) calendar days before the meeting. Minutes of the meeting shall be taken, maintained, and distributed to each member of the Board thirty (30) calendar days before the next meeting.

SECTION 4. NOTICE OF MEETING

Notice of all meetings shall be made to each Board Member specifying the time and location of the meeting. Face to Face Meetings notifications shall be given at least sixty (60) calendar days prior to the meeting. Non Face to Face Meetings shall be given at least five (5) calendar day's prior notice.

SECTION 5. QUORUM

A quorum shall be constituted by one-third (1/3) of the total Board Members. Meetings with less than a quorum shall be unofficial and no voting may take place.

SECTION 6. DUTIES OF THE BOARD MEMBERS

The duties of the Board Members shall be such as are implied in their respective titles and as specified in official position descriptions, developed and formally approved by the Board. Each Board Member shall keep accurate records of their work and turn them over to their successor. However, it shall be the duty of each Board Member to further the purpose and objectives of NABCJ in his or her region as well as nationally. To this end, each Board Member shall: (1) work to develop new chapters; (2) serve as liaison between the membership of his or her region and the National Officers and Board Members; (3) communicate on a regular basis with the President and other Board Members; (4) Provide Regional Activity Reports quarterly and at the Annual Meetings; (5) promote NABCJ as a professional organization striving to be a change agent in the field of criminal justice; and (6) Comply with the Board Contractual Agreement, Bylaws, Articles of Incorporation, Code of Ethics, Parliamentary Procedures and Policy Manual.

SECTION 7. BOARD VACANCIES

Any vacancy on the Board may be filled by appointment of the President and confirmation by the Board. In the event that a Representative relocates to another region, the Representative shall serve until the end of their term. The Representative, if eligible, may be nominated as a Representative for the Board position in the new region, but is not eligible to seek election to another term in the former region.

ARTICLE VI

OFFICERS OF THE BOARD/ EXECUTIVE OFFICE

SECTION 1. ELECTION OF EXECUTIVE/OFFICERS BOARD

1. The President, Vice President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer shall be the elected Executive Officer positions of the Board and any Board Member present at the meeting may make nominations. A majority vote of the Board Members shall elect Executive Officers of the Board.
2. The Immediate Past President shall automatically assume the position of Executive Board Member at the conclusion of their term as President of the association until he/she is replaced by the next Immediate Past President.
3. The election of the Executive Officers of the Board shall take place at the site of and during the Annual Meeting at the Annual Conference and Training Institute. The election of the Executive Board Officers shall take place annually.
4. Each Executive Board Officer shall hold their elected position for a two year term.
5. The Executive Board Officer can only serve two consecutive two year terms in their elected positions.

SECTION 2. INSTALLATION OF NEW BOARD OFFICERS

The newly elected Board Officers shall be installed at the Annual Meeting. The newly elected Board Officers shall assume their respective duties effective August 1st of each year.

SECTION 4. BOARD OFFICERS

1. The President of the Board shall also be the Chair of the Executive Committee. A quorum of the Executive Committee shall be by a majority of its members.
2. The Executive Committee shall regularly report its proceedings to the Board at subsequent meetings.
3. Powers. The Executive Committee may exercise all the powers of the Board during the intervals between meetings of the Board. Except that it shall not have authority to change the Bylaws or submit to the Association any action requiring the approval of the Board or prohibited under the 501(c)(3) Corporation Law. The Executive Committee shall fix the compensation of any paid staff of NABCJ and evaluate staff performance. The Executive Committee shall recommend to the Board action on policy proposals and make office and conference purchases as allowed under a current and approved budget.

4. Meetings. The Executive Committee shall meet at least quarterly and shall be responsible for the affairs of the Association between meetings of the Board.

5. Other Meetings. The President as needed may convene other meetings, including by telephone conferencing.

ARTICLE VII

DUTIES OF BOARD OFFICERS

SECTION 1. PRESIDENT

The President of the Board shall have general charge of the affairs of NABCJ, and shall; insure the implementation of the Purpose and Objectives of NABCJ and is the official spokesperson for the Association. The President shall preside at the meetings of the Membership, Board, and the Executive Officers. All appointments made by the President shall be confirmed by the Board of Directors. The President may assign other duties as needed.

SECTION 2. VICE PRESIDENT

The Vice President may perform all duties of the President upon request of the President, or in the event of their absence or disability. The Vice President provides general oversight for all Committees of the Board and may assume other duties as assigned by the President or the Board. The Vice President shall have general oversight responsibility for committee work and shall serve as the liaison from the Board to the Committee Chairs.

SECTION 3. SECRETARY

The Secretary shall attend and keep the minutes of all meetings of the Board and the minutes of the Annual Meeting; keep alphabetical records of all current NABCJ members and Chapters arranged by region. The records shall also contain the most current e-mail, work, home addresses and home telephone numbers of the members and Chapters. The Secretary may also assume other duties as assigned by the President or the Board.

SECTION 4. ASSISTANT SECRETARY

The Assistant Secretary may perform all duties of the Secretary at the request of the Secretary, or in their absence or disability. The Assistant Secretary may perform other duties as assigned by the President or the Board.

SECTION 5. TREASURER

The Treasurer shall ensure that records of the Association's investments, properties, etc., are properly maintained and appropriately reported. The Treasurer shall submit annual budget and financial reports to the Board, monitor the Association's annual audit and ensure that the result

of such are reported and disclosed to the Board. The Treasurer will also make recommendations regarding the Association's fiscal policies, spending trends, and practices.

SECTION 6. ASSISTANT TREASURER

The Assistant Treasurer may perform all duties of the Treasurer at the request of the Treasurer, or in their absence or disability. The Assistant Treasurer may perform other duties as assigned by the President or the Board.

SECTION 7. PARLIAMENTARIAN

The Parliamentarian is appointed by the President and acts as a consultant to the President. The Duty of the Parliamentarian shall be to advise the President and board by ruling on the validity of the conduct of business at each meeting in accordance with Robert's Rules of Order. The Parliamentarian is not a Board Member, nor does this position have voting privileges.

SECTION 8. IMMEDIATE PAST PRESIDENT

The Immediate Past President shall have general administrative duties. The President or the Board that assists in the administration of the organization may assign other duties as needed.

SECTION 9. COMPENSATION

No Officer or Representative of the Board shall receive any compensation for his or her services except for approved reimbursements.

ARTICLE VIII

COMMITTEES

SECTION 1. STANDING COMMITTEES

1. Budget and Finance
2. Membership
3. Nominating
4. Communications and Public Relations
5. Bylaws
6. History and Research
7. Conference Planning

SECTION 2. COMMITTEE CHAIRS

All Standing Committee Chairs shall be members of the Board.

SECTION 3. BUDGET AND FINANCE COMMITTEE

The Budget and Finance Committee shall consist of not less than three (3) persons including the Treasurer, Chief of Conference Planning and Operations and Assistant Treasurer. The Treasurer shall be appointed as Chair of the Budget and Finance Committee. This Committee shall be responsible for the following activities:

1. Provide technical assistance to members and Chapters with financial questions or issues;
2. Develop the annual operating budget;
3. Assist in arranging and ensuring that the annual audit occurs;
4. Ensures that activities approved by the Board which requires funding conforms to budget restrictions;
5. The Treasurer will prepare the Financial Annual Report; and
6. Develop a budget for the Association for approval by the Board which includes the Officers and Standing Committees individual budgets.

SECTION 4. MEMBERSHIP COMMITTEE

The Membership Committee shall consist of not less than four (4) members, two (2) of whom shall be Regional Representatives. The National Office Manager will serve as an ex-officio member of this Committee. The President shall appoint the Chair of the Membership Committee with confirmation by the Board.

This Committee shall be responsible for the recruitment of new members, making recommendations to the Board regarding membership categories and corresponding fee structures, the retention of members, and the affiliation requirements for new chapters or affiliates.

The Membership Committee shall submit a line item budget for approval to the Budget and Finance Committee.

SECTION 5. NOMINATING COMMITTEE

The President shall appoint the Nominating Committee Chair with confirmation by the Board and shall appoint one Representative from each of the six regions as a member of the Committee. The Committee Chair shall select three additional Non-Board members.

This Committee shall be responsible for reviewing nomination and election strategies, procedures, and making recommendations for improvements. This Committee shall also be

responsible for designing and distributing ballots for election and designating a method of receiving and counting ballots. The

Nominating Committee shall submit a line item budget for approval to the Budget and Finance Committee.

SECTION 6. COMMUNICATIONS AND PUBLIC RELATIONS COMMITTEE

The Communication and Public Relations Committee shall consist of not less than three (3) members with two (2) being Regional Representatives. The President shall appoint the Chair of this Committee with confirmation of the Board.

This Committee shall be responsible for promoting NABCJ, working with the Conference and Training Institute Planners to promote this annual event, publishing the Conference Daily Newsletter during the Conference and developing promotional materials including press releases.

The Communications and Public Relations Committee shall submit a line item budget for approval to the Budget and Finance Committee.

SECTION 7. BYLAWS COMMITTEE

The Bylaws Committee shall consist of at least three (3) Regional Representatives and three (3) Non-Board members. The President shall appoint the Chair of this Committee with confirmation by the Board.

The Bylaws Committee shall be responsible for reviewing and preparing amendments to the Bylaws. The Bylaws Committee shall also assist the Board regarding the interpretation of the Bylaws and update the Bylaws annually, as needed.

The Bylaws Committee shall submit a line item budget for approval to the Budget and Finance Committee.

The Bylaws Committee shall submit in writing to the Board any proposed amendments. The Board shall approve or disapprove the amendments to be introduced to the membership for vote.

Members of the Association can submit proposed amendments to the Bylaws through their designated Regional Representative during the timeframes designated by the Association.

The Regional Representative will submit all proposed Amendments to the Chairperson of the National Bylaws Committee who will then share and discuss all submissions with the Bylaws Committee. The Committee will submit all proposed Amendments along with Committee recommendations to the national Board of Directors.

SECTION 8. HISTORY AND RESEARCH COMMITTEE

The History and Research Committee shall consist of not less than three (3) members, and at least one (1) shall be a Regional Representative. The President shall appoint the Chair of this Committee with confirmation by the Board.

The Chair of this Committee shall be responsible for selecting other members as appropriate for the accomplishments and attainment of the goals and objectives of this Committee. The Committee shall act as a Council on research and history. It shall be the purpose of this Committee to obtain, maintain and preserve the history of the Association through archiving records, publication and dissemination of such records. The purpose of this Committee also is to manage the research and survey information of the Association that may or may not be initiated by the Committee.

The History and Research Committee shall submit a line item budget for approval to the Budget and Finance Committee.

SECTION 9. CONFERENCE PLANNING

The President shall appoint the Chief of Conference Planning and Operations with confirmation by the Board. The Committee shall be responsible for planning, organizing, and implementation of the Conference and Training Institute.

The Conference Planning Committee shall submit a line item budget for approval to the Budget and Finance Committee. The Committee shall adhere to the conference budget that was approved by the Board. The Budget and Finance Committee must approve any variance and request for line item changes.

The Chief of Conference Planning shall appoint a Chair of Conference Workshops with confirmation by the Board. The Chair will report to and work with the Chief of Conference Planning and Operations in developing workshops for the Conference and Training Institute.

ARTICLE IX

MISCELLANEOUS

SECTION 1. PARLIAMENTARY

Except as otherwise provided by these Bylaws, the rules of procedure contained in Robert's Rules of Order Newly Revised, shall govern.

SECTION 2. FISCAL YEAR

The fiscal year of the NABCJ shall be from January 1st to December 31st.

SECTION 3. AUDIT

A Certified Public Accountant as approved by the Board on an annual basis shall audit financial transactions of the NABCJ and its accounts.

SECTION 4. CHECKS

The Treasurer, Assistant Treasurer, President of the Board along with the National Office Manager shall be the only authorized signees on all checks, drafts and orders for payment for the Association. All checks over \$500 shall require two signatures.

SECTION 5. BOND

The Board shall require the Treasurer, Assistant Treasurer, President and National Office Manager to be bonded, at the expense of the Association, for the faithful discharge of his or her duties in such amount and with such surety or sureties, as it shall determine.

Only the Association President, the National Office Manager and the Treasurer are authorized to possess an Association Credit Card.

SECTION 6. BYLAWS

These Bylaws supersede all other Bylaws, resolutions, memoranda, policies or other writing heretofore promulgated by NABCJ.

SECTION 7. AD HOC COMMITTEES

The President shall from time to time establish Ad Hoc Committees. The creation of such committees shall be approved by the Board.

SECTION 8. OPERATIONS AND PROCEDURES MANUAL

The President shall appoint a Chair with confirmation by the Board annually to review and update as needed the Association's Operations and Procedures Manual. The Committee will submit for approval any recommended updates to the Board annually, as received.

The Operations and Procedures Manual Committee shall submit a line item budget for approval to the Budget and Finance Committee.

ARTICLE X
EXPULSION, SUSPENSION OR REMOVAL OF
MEMBERS AND OFFICERS

SECTION 1. GROUNDS FOR DISCIPLINARY ACTION

The NABCJ Board, upon satisfactory evidence that an Officer, Representative or member of the Association is guilty of conduct, since the inception of his/her NABCJ membership, not in accord with the principles, aims and purposes of NABCJ as set out in the Bylaws and/or is guilty of conduct adverse to the best interests of NABCJ, may be ordered expulsion, suspension or pursue other actions against such Officer, Representative or member, after a full hearing in accordance with the provisions of these Bylaws.

SECTION 2. COMPLAINTS

A complaint against an Officer, Representative or member may be initiated by any member of NABCJ and must be signed by such member in a sworn affidavit and forwarded to the National Office via certified mail.

SECTION 3. NOTICE OF COMPLAINT AND RIGHT TO ANSWER

Upon receipt of a complaint or charge, the National Office will notify the National President. The National President shall then notify the Officer, Representative or member involved by certified mail of the complaint at his or her last address on file with the National Office.

Such Officer, Representative or member shall have ten (10) calendar days from the date of receipt of charges to file with the National Office his or her answer in writing to said charges.

The ten (10) calendar day period shall commence to run from the time a copy of the charges is received by the said Officer, Representative or member. The National President will ensure such complaint is appropriately addressed.

SECTION 4. HEARING PROCEDURES

The Board reserves the right to hear and act upon stated charges. The accused Officer, Representative or member is entitled to a hearing before the Board if he or she so desires, or he or she may elect to have the matter decided by the Board ex-parte based on the complaint and answer affidavit(s).

Whether an oral hearing is requested or an ex-parte hearing takes place, such hearing shall be conducted by the Board unless the Board designates a special committee. A Board appointee shall act as counsel for the Board or Committee, and the Officer, Representative or member may

be represented by counsel and present oral or documentary evidence in his or her behalf relevant to the charges made.

In the event that the President is the accused then the Vice President shall stand in the place of the President regarding the hearing.

SECTION 5. NOTICE OF FINDINGS AND ACTIONS OF THE BOARD

Notice of the findings and actions of the Board shall be sent by the President of the Board to the Officer, Representative or member via certified mail at his or her last address on file within fourteen (14) calendar days.

ARTICLE XI

REVOCATION AND SUSPENSION OF CHAPTERS

SECTION 1. CHAPTER FAILING TO REPORT STATUS AND/OR TO PAY AFFILIATION DUES

If a Chapter fails to report to the National Office their status for a period of two consecutive years, the Board may declare any or the entire Chapter vacant and order a new election, or expel, or suspend the Chapter. Notice of removal shall be sent to the local chapter address on file via certified mail. Additionally the Chapter President, Secretary and Treasurer shall be forwarded a copy of the letter via certified mail at their address of record.

Immediately upon the service of notice by NABCJ, the officer(s) shall perform no official act and shall hold all records and monies of the Chapter, subject to disposition by the Board. If an affiliate fails to report to the National Office their status for a period of two consecutive years, NABCJ may disassociate and make null and void the affiliate relationship.

SECTION 2. NOTICE OF FINDINGS AND ACTIONS OF THE BOARD

The Charter received by the Chapter upon its admission to NABCJ may be revoked or suspended by the Board, if the Board shall deem it is in the best interest of the Association, provided, however, that a due process hearing on charges be held before the Board or before a special appointed committee, at which the Chapter may be represented by person or persons of its choice.

Such Chapter suspension or revocation shall not invalidate the membership of any member of the Chapter in the Association.

SECTION 3. NOTICE OF FINDINGS

The President shall send notice of findings and action of the Board via certified mail, to the President and Secretary of the Chapter. Upon receipt of the notice by the President or Secretary by mail, the Chapter shall cease to function and the officer shall forthwith forward all records, property and funds of the Chapter to the National Office where the same may be applied in its discretion for the benefit of the community wherein the Chapter was located.

ARTICLE XII

TERMS OF AFFILIATION/DISAFFILIATION

Terms of Affiliation and Disaffiliation shall be governed by rules contained in the document:
TERMS OF AFFILIATION/DISAFFILIATION BETWEEN THE NATIONAL ASSOCIATION OF BLACKS IN CRIMINAL JUSTICE AND AFFILIATE/CHAPTERS.

Carlyle Holder, President

Date

Gerard R. Lowe, Chairperson, National Bylaws Committee

Date