

## **BYLAWS OF NEW JERSEY HUMANIST NETWORK, INC.**

### **ARTICLE I: NAME**

The name of this organization is New Jersey Humanist Network, Inc. (NJHN or the organization), a New Jersey nonprofit corporation.

The name of this organization is the New Jersey Humanist Network (hereafter noted by the initials “NJHN”).

### **ARTICLE II: PURPOSE**

The purpose of NJHN is to promote Humanism: an ethical, democratic, naturalistic lifestance that prioritizes reason, scientific and critical thinking, and a system of Humanist ethics and secular values as a rational alternative to those based on religion. We promote activities that educate about Humanism, build community with fellowship and mutual support, and provide opportunities for Humanists to act on their values. We advance social wellbeing, social justice, equality, sustainability, philanthropy, and civic action.

The NJHN is a non-profit organization of non-theistic secular Humanists which promotes Humanism.

The members of the NJHN are dedicated to uphold the following principles of Humanism:

Our best guide to truth is free and rational inquiry; we should therefore not be bound by the dictates of arbitrary authority, superstition, tradition or orthodoxy.

We should be concerned with solving human problems with the best resources of human minds and hearts.

If there is to be meaning in our lives, we must supply it ourselves, relying on our own powers, observation and compassion.

It is irrational and ultimately harmful to hang our hopes on gods, the supernatural, and the hidden, which arise out of imagination and wishful thinking.

We must be committed to moral principles, which are derived from critical intelligence and human experience, and we must pursue positive ideals. This means caring for one another, being tolerant of differences and striving to overcome divisive parochial loyalties based on race, religion, gender, ethnicity, nationality, sexual orientation, creed or class.

We should strive to bring about a genuine world community and nourish an appreciation for global ethics and our planetary interdependence.

Secular humanism aims to bring out the best in people so that all can achieve fullness in life.

## **ARTICLE III: MEMBERS**

### **Section 1: General**

Membership in the organization shall be open to all persons who agree with the purposes of Article II of the Bylaws.

### **Section 2: Membership**

Application for membership must be made through completion of a membership form in writing and accompanied by the payment of dues. Dues-paying members (members or general membership) may vote for Board of Directors candidates at the Annual Membership Meeting or on any issue presented to the members by the Board of Directors. Each member is entitled to one vote.

Non-payment of dues shall result in the loss of membership.

Membership may also be terminated if a person engages in misconduct or behaves continually in a way that disrupts the functioning of the organization or clearly is not in agreement with Article II of the Bylaws. Termination shall be determined by a majority vote of the Board of Directors.

Application for membership shall be made in writing and accompanied by the payment of dues. Individual members are entitled to one vote.

Nonpayment of dues will result in the loss of membership.

Membership may also be terminated if a person behaves continually in a way that disrupts the functioning of the group, or clearly is not in agreement with Article II.

## **ARTICLE IV: THE BOARD OF DIRECTORS**

### **Section 1: Responsibilities**

The Board of Directors (Board) shall be responsible for the organization's affairs and policies.

The Board shall determine the amount of dues payable for membership.

The Board of Directors ("the Board") shall be responsible for the organization's affairs and policy.

The Board shall determine the amount of dues payable for membership and/or subscriptions.

### **Section 2: Composition**

The Board shall consist of not less than seven (7) and not more than fifteen (15) members (Board members). All Board members must be at least eighteen (18) years old and must have been an NJHN member for at least one (1) year.

Board members are elected to a two (2) year term. Half of the terms of Board members expire in any given year.

A quorum of the Board shall consist of sixty percent (60%) of the Board members.

The Board shall consist of not less than seven (7) and not more than twelve (12) members. All Officers of the NJHN are Members of the Board of Directors. Directors are elected to a two (2) year term. Half of the terms of the Directors expire in any given year.

A quorum of the Board shall consist of 60% of the Directors.

### **Section 3: Nominating Committee**

A Nominating Committee shall exist for the purpose of proposing a slate of candidates for the Board to the general membership.

The Nominating Committee shall be appointed by the Board each year for the purpose of proposing a slate of candidates for the next Board to the general membership at the next Annual Membership Meeting.

The Nominating Committee shall consist of three (3) NJHN members and shall be selected six (6) months before the Annual Membership Meeting.

At least one of the Nominating Committee members must be a currently serving Board member and one must be a non-Board member. Vacancies on the Nominating Committee shall be filled by appointment by the Board.

The Nominating Committee shall establish the process and deadline dates for announcement to the general membership that it is accepting nominations for Board candidates. This announcement shall be made via email or other digital means of communication at least three (3) months prior to the Annual Membership Meeting. Board candidates may be nominated by any NJHN member, with that candidate's written consent.

The Nominating Committee shall present a slate of proposed candidates to the Board at least six (6) weeks prior to the date of the Annual Membership Meeting. This slate must be approved by a quorum of the Board at least four (4) weeks before the Annual Membership Meeting. Candidate nominations may exceed the number of Board positions available.

Upon presentation of the Board-approved candidates to the general membership with voting instructions, the Nominating Committee shall be responsible for the counting, recording and reporting of the Board election results.

A Nominating Committee shall exist for the purpose of proposing a set of candidates to the general membership.

The Nominating Committee shall be appointed by the Board of Directors for the purpose of proposing a set of candidates for the next Board of Directors to the general membership at the next Annual Meeting. The Nominating Committee will consist of two (2) members and will be

selected 3 months before the Annual Meeting. One of the committee members will be a currently serving Board member and the other will not be a Board member.

Vacancies on the Nominating Committee shall be filled by appointment by the Board. The Committee shall present a slate of nominees to the Board five weeks prior to the date of the Annual Meeting of the Membership. Nominations may exceed the number of positions available. Director candidates may be nominated by any member and by any existing Partner organizations.

#### **Section 4: Elections**

Members shall receive the Board's slate of candidates and voting instructions via email or other digital means of communication four (4) weeks prior to the Annual Membership Meeting. Votes shall be accepted up to one (1) day prior to the Annual Membership Meeting. If the number of candidates exceeds the number of positions, the winners shall be the candidates who receive the highest number of total votes.

The newly elected Board members shall be announced at the Annual Membership Meeting.

At the annual election meeting, if the number of nominees does not exceed the number of vacancies, the nominees will be considered elected without a formal vote. If the number of nominees exceeds the number of vacancies, an election shall be held by all NJHN members present at the meeting, the winners being the nominees who receive the highest number of total votes. Votes received by mailed ballots will be included in determining the total votes for each nominee.

Members unable to attend the election meeting may register their vote in writing to the NJHN address at any time prior to the date of the election.

#### **Section 5: Removal**

Board members may be removed from the Board for misconduct, non-payment of dues within three (3) months of due date, or failure to attend two (2) consecutive Board meetings without an excused absence, by a vote of a quorum of the Board. A Board member removed for misconduct is ineligible for future election to the Board.

### **ARTICLE V: OFFICERS**

#### **Section 1: Election**

NJHN shall have the following Officers: President, Vice President, Treasurer, and Secretary (Officers or the Executive Committee).

All Officers must be at least eighteen (18) years old and must have been an NJHN member for at least one (1) year. All Officers of NJHN are Board members. Related members shall not serve as Officers at the same time.

Officers shall be elected by a simple majority of the Board members present at the Annual Board Reorganization Meeting. An Officer's term is one (1) year. If an Officer's position becomes vacant during that term, the Board shall elect a successor Officer to fill the unexpired term.

Officers shall consult the President about their activities, and two weeks before the Annual Membership Meeting they shall provide to the President a written report on their activities for the year.

An Officer may be removed from office for nonperformance of the duties of the office by a vote of a quorum of the Board.

The NJHN shall have the following officers: President, Vice-President, Treasurer and Secretary. Officers shall be at least 18 years old and shall have been members for at least six months. They shall be elected by a simple majority of the Directors present at the Annual Meeting of the Board. An officer's term of office is one year. If during the term an office becomes vacant, the Board shall elect a successor to fill the unexpired term.

An officer can be removed or suspended by a majority vote of the Board of Directors.

## **Section 2: The President**

The President shall be the Chief Executive Officer, coordinating the work of other Officers and Committees. The President shall preside at Board meetings and Annual meetings, and shall be responsible for compiling the meeting agenda.

The President shall summarize annual reports from the Officers and Committee Chairs for the purpose of informing the membership at the Annual Membership Meeting. The full report shall be available to members upon request.

The President may also pay authorized bills of the organization when the Treasurer is incapacitated or unavailable.

The President shall report regularly to the Board.

The President shall be the Chief Executive Officer, coordinating the work of other officers and committees. The President will chair Board meetings and Annual Meetings, and will be responsible for compiling the agenda. Other officers and committee chairpersons shall consult the President about their activities, and one month before the annual membership meeting they shall give the President a written report on their activities. The President may also pay authorized bills of the NJHN when the Treasurer is incapacitated or unavailable. The President shall report regularly to the Board of Directors.

## **Section 3: The Vice President**

The Vice President shall assist the President as requested and may also authorize payment of the organization's bills. The Vice President shall become the acting President if the President's office becomes vacant and assume the office temporarily if the vacancy is temporary.

The Vice-President becomes President if the President's office becomes vacant and assumes the office temporarily if the vacancy is temporary. The Vice-President shall assist the President as requested and assists in arranging the program of general meetings. The Vice-President may also pay authorized bills of the NJHN.

#### **Section 4: The Secretary**

The Secretary shall: (1) record and distribute the minutes of Board meetings; (2) prepare a annual calendar of events, such as Board meetings, the Annual Membership Meeting, and other significant dates, one month after the Annual Board Reorganization Meeting; and (3) maintain a permanent file of all NJHN corporate documents, Bylaws, minutes of Board and other meetings, and other significant information.

The Secretary shall: (1) record the minutes of the Organization and Board meetings; (2) handle the Organization and Board correspondence; (3) maintain a permanent file of the Organization and Board Bylaws and other documents including minutes of all Board meetings.

#### **Section 5: The Treasurer [previously misnumbered]**

The Treasurer shall: (1) pay authorized bills of the organization; (2) maintain financial transaction records; (3) safeguard funds; (4) submit quarterly financial reports to the Board; and (5) propose a budget for the fiscal year starting July 1 to the Board one week before the Annual Board Reorganization Meeting.

#### **Section 4: The Treasurer**

The Treasurer shall: (1) pay authorized bills of the NJHN; (2) keep records of financial transactions; (3) safeguard the Organization's funds; (4) propose an annual budget to the Board one month before the Annual Board Meeting; (5) submit reports to the Board; and (6) keep a record of membership.

### **REMOVE OLD ARTICLE VI, AND RENUMBER REMAINING ARTICLES ARTICLE VI: LOCAL PARTNERS**

#### **Section 1: Formation**

~~Any group of two or more members of NJHN in good standing may petition the Board to form a local Partner organization.~~

#### **Section 2: Board Representation**

~~Partner organizations are entitled to representation on the Board. If a Partner makes no nominations to the Board, or if a nominee from the Partner fails to be elected to the Board, the Partner may at its discretion designate a non-voting representative to the Board.~~

#### **Section 3: Details of Relationship**

~~The Board of NJHN and a delegation from the Partner organization shall mutually agree upon a Partnership Agreement which shall determine financial and other details of the relationship between NJHN and the Partner.~~

**ARTICLE VI: MEETINGS**  
**ARTICLE VII: MEETINGS**

**Section 1: Annual Membership Meeting**

The Board shall hold an Annual Membership Meeting in June.

Members shall receive at least four (4) weeks' notice of the Annual Membership Meeting, along with the approved slate of candidates for the Board election and voting instructions, via email or other digital means of communication. Any member may propose agenda items, in writing, to the Secretary, up to one (1) week in advance of the meeting.

A membership quorum shall consist of at least twenty-five percent (25%) of the general membership.

The Annual Membership Meeting may be conducted in person or via digital means of communication as determined necessary or desired by the Board.

The NJHN shall hold an Annual Membership Meeting in June. Members will receive at least one (1) week's notice of the meeting along with the proposed budget and the approved slate of candidates for officers and Board membership. Any member may propose agenda items, in writing, to the Secretary, in advance of the meeting. A quorum shall consist of at least 25% of the membership. The fiscal year of the NJHN begins July 1.

**Section 2: Special Membership Meetings**

Any member may request that the Board hold a Special Membership Meeting by presenting that request to any Board member, who shall forward that request to the Board. The Board shall decide within two (2) weeks whether, when, and where to hold a Special Membership Meeting. The Board shall announce and hold the Special Membership Meeting no later than four (4) weeks after the Board's initial receipt of the request.

A membership quorum is required for any votes to be taken at a Special Membership Meeting.

A Special Membership Meeting may be conducted in person or via digital means of communication as determined necessary or desired by the Board.

**Section 2: Special Meetings**

The President or any member with the President's approval may call a special meeting. The President shall present the request to the Board. The Board shall decide within three (3) weeks whether, when and where to hold a special meeting. The special meeting shall be held no later than six (6) weeks after the President's initial receipt of the request.

A quorum shall consist of at least 25% of the membership. The President shall announce the special meeting to all members, as soon as possible.

### **Section 3: Board of Directors Meetings**

The Board shall hold at minimum one Annual Board Reorganization Meeting and at least three (3) other regular meetings during the year to conduct business. The Board may also hold Special Board Meetings as necessary.

The Board may conduct business and meetings in person or via email or other digital means of communication as determined necessary or desired with the approval of a quorum of Board members.

The Board shall hold at minimum one annual meeting and at least one other regular meeting during the year to conduct the NJHN's business. The Board may also hold Special Meetings.

## **ARTICLE VII: COMMITTEES**

## **ARTICLE VIII: COMMITTEES**

### **Section 1: Standing Committees**

The Standing Committees of NJHN shall be those specified in these Bylaws and such others as the Board may establish.

The Standing Committees of the NJHN shall be those specified in these Bylaws and such others as the Board may establish from time to time.

### **Section 2: Special Committees**

The President, with the Board's approval, may establish and name Special Committees as needed.

The President with the Board's permission may establish and name from time to time special committees.

### **Section 3: Appointment**

The Chairs of all Standing and Special Committees shall be nominated and approved by a simple majority of the Board. All Committee members must be NJHN members. Committee vacancies shall be filled through majority approval of each Committee.

The Chairs of all Standing Committees other than the Nominating Committee shall be nominated by the President and approved by the Board. Vacancies will be filled through appointment by the President.

#### **Section 4: Terms**

All Standing Committees shall serve from their appointment at the Annual Board Reorganization Meeting through the following year's Annual Board Reorganization Meeting. Special Committees shall serve for the period any such Committee is needed. The Nominating Committee shall serve from the time of its appointment through the next Annual Membership Meeting.

The Nominating Committee shall serve from the time of its election until the next Annual Meeting of the Membership. All other Standing Committees shall serve from July 1 following their election or appointment through the following June.

#### **Section 5: Responsibilities**

Standing and Special Committees shall conduct the organization's business designated for each such Committee by the Board. Committee Chairs shall consult the President about their activities, and two (2) weeks before the Annual Membership Meeting they shall provide to the President a written report on their activities for the year.

### **ARTICLE VIII: TAX CODE PROVISIONS**

#### **ARTICLE IX: TAX CODE PROVISIONS**

#### **Section 1: Purposes**

NJHN is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The NJHN is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.

#### **Section 2: Prohibitions**

No part of the net earnings of NJHN (the corporation) shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the NJHN shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the NJHN shall not carry on any other 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, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### **Section 3: Dissolution**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Upon dissolution of the NJHN, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) federal tax code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

### **ARTICLE IX: RULES OF ORDER** **ARTICLE X: RULES OF ORDER**

The rules contained in Robert's Rules of Order Newly Revised shall be used as guidelines to govern NJHN in all cases to which they are applicable and in which they are not consistent with these Bylaws or the special rules of NJHN.

The rules contained in Robert's Rules of Order Newly Revised shall be used as guidelines to govern the NJHN in all cases to which they are applicable and in which they are not consistent with these Bylaws or the special rules of the NJHN.

### **ARTICLE X: AMENDMENTS TO THESE BYLAWS** **ARTICLE XI: AMENDMENTS TO THESE BYLAWS**

Amendments to these Bylaws must be approved by the general membership at an Annual Membership Meeting or Special Membership Meeting, in person or by digital means of communication. Amendments must first be approved by two-thirds of the Board, and the general

membership must be notified of the proposed amendments at least four (4) weeks before the meeting at which the vote on the amendments shall be taken. A two-thirds majority of the general membership voting is required for approval. If the vote is held via email or other digital means of communication, members shall be given four (4) weeks to cast their vote.

These Bylaws may be amended at an Annual Membership Meeting or special meeting by a two-thirds majority vote of those members present and voting. Amendments must be approved by two thirds of the Board, and the general membership must be notified of the proposed amendments at least 40 days before the meeting at which the vote on the amendments will be taken.

---

Rev. 6/23/04

Rev. 2/21/09

Rev. 6/27/21