

NEW YORK STATE MAGISTRATES ASSOCIATION
BYLAWS [As amended 4/13/19, 9/16/19, 3/27/21, 6/19/21]

ARTICLE I: NAME

Section 1. The name of the organization shall be THE NEW YORK STATE MAGISTRATES ASSOCIATION.

ARTICLE II: PURPOSE

Section 1. The New York State Magistrates Association exists to develop better methods and desirable improvements in the administration of the Magistrates courts: to promote education and interchange of ideas and experiences of magistrates to that end; and to promote appropriate legislation for these purposes.

ARTICLE III: MEMBERSHIP

Section 1. All town, village or associate village justices of the State of New York who have been duly elected or appointed shall be eligible for membership and must be a sitting justice at the time of acceptance into membership of this Association.

Section 2. Only members of the Association in good standing shall be entitled to vote.

Section 3. Any person who is a member of the Association may continue his/her membership although his/her term of office as town justice, village justice or associate justice shall have expired, except those under suspension pursuant to Article XII or those who have been expelled from membership pursuant to Article XVI hereof.

ARTICLE IV: DUES

Section 1. The dues shall be set by the Executive Committee.

ARTICLE V: OFFICERS

Section 1. There shall be a President, a President-elect, a First Vice-president, a Second Vice-president, a Third Vice-president, and a Treasurer who shall be elected by the membership at the Annual Meeting and shall serve along with the President until the next Annual Meeting. The President-elect shall automatically succeed to the office of the President upon the expiration of the President's term of office and shall perform the duties of the President in the event of the death or during the disability of the President. The duties of the President-elect and Vice Presidents shall be those specifically delegated to such officers by the President and the duties of the other officers shall be those generally required of such officers.

ARTICLE VI: DIRECTORS

Section 1. There shall be twelve (12) Directors of the Association. The term of office of a Director shall be three (3) years. The terms shall be staggered to allow four (4) Directors to be elected each year at the Annual Meeting. No Director who has served a full term can be elected to succeed himself/herself, but may be elected again after a lapse of one or more years from his/her previous term. In the election of candidates for Directors, consideration should be given to securing representatives from each judicial district of the State outside the city of New York.

ARTICLE VII: EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of the elected officers and directors and all past Presidents of the Association. The President shall be the Chairperson of the Executive Committee. The Executive Committee shall have the power and authority to conduct all business of the Association.

Section 2. The Executive Committee shall meet five (5) times a year at least quarterly with two (2) meetings being held at the site of the Annual Meeting, one meeting immediately prior to and one meeting immediately subsequent to the Annual Meeting. All regular meetings shall be at times and places set by the President on at least three (3) weeks written notice to members of the Executive Committee.

Section 3. A special meeting of the Executive Committee may be called by the President or any five (5) members thereof on at least five (5) days written notice by overnight mail service, email, or FAX transmission to the members designating the time and place of the special meeting which shall be held within twenty-five (25) miles of the city of Albany, New York. Such meeting may be conducted virtually/electronically and in such instances a particular place for the meeting is not relevant.

Section 4. At all meetings of the Executive Committee, the quorum necessary for the transaction of business shall consist of at least a majority of the eligible voting officers and directors of the Association.

Section 5. Whenever it is deemed by the President that it is necessary to act on a matter and time limitations are such that action must be taken immediately, a virtual/electronic meeting may be called or a vote on such emergency action may be taken by overnight mail, fax, and e-mail, whatever is appropriate for the individual member of the Executive Committee. The Secretary shall, by overnight mail, email, or FAX transmit a copy of the proposed resolution together with the request for the vote to each member of the Executive Committee with a notice that the vote will be counted within three (3) days. A vote on such emergency action may be taken virtually/electronically, by overnight mail, electronic facsimile or e-mail, whatever is appropriate for the individual member of the Executive Committee and that a majority of those voting shall control as long as the number of members voting would be sufficient for a quorum as set forth in section 4 of this Article.

Section 6. The Executive Committee will employ an Executive Director who shall be the chief operating officer of the SMA performing the duties as detailed in the job description and taking instruction on matters of policy from the Executive Committee. He or she shall hold the position at the pleasure of the Executive Committee and shall act as the Secretary of the Annual Meeting

and any and all Executive Committee, Special or Interim Meetings and shall record proper minutes of all such meetings. The Executive Director shall prepare such reports as are pertinent to the effective operation of the Association or which the Executive Committee in regular session may direct.

ARTICLE VIII: COMMITTEES

Section 1. The President shall be an ex-officio member of all committees.

Section 2. Nominating Committee: The Nominating Committee shall consist of all past Presidents, the incumbent President of the Association, the President-elect of the Association, and four association members appointed by the President. Those appointed shall not be members of the Executive Committee and shall be selected from geographically diverse areas to represent different Judicial Districts; they shall not be a candidate for an elected position of the Association. The immediate past President shall be the Chairperson of the Nominating Committee. The Nominating Committee shall meet following the first Executive Committee meeting at the time of the Annual Meeting to interview prospective candidates and decide upon nominations. A majority of the members present shall be sufficient to nominate a candidate. The Nominating Committee shall present to the membership at the Annual Meeting a slate of candidates nominated for officer and director positions to be considered for election by the members attending such Annual Meeting.

Section 3. Legislative Committee. The President shall designate the Chairperson and members of the Legislative Committee. The Legislative Committee shall review, propose, and make recommendations with respect to proposed legislation that will effect the town and village courts, magistrates, or the administration of the justice system.

Section 4. Audit Committee: The President shall designate a Chairperson and members of the Audit Committee. The Audit Committee shall meet at least once a year at least sixty (60) days prior to the Annual Meeting and its duties shall be to review the financial records of the Association.

Section 5. The Site Selection Committee: The President shall designate the Chairperson and Members of the Site Selection Committee. The Site Selection Committee shall consider and recommend location of sites for the holding of the Annual Meeting of the membership.

Section 6. Judicial Training and Education Committee: The President shall designate a Chairperson and members of the Judicial Training and Education Committee. The Judicial Training and Education Committee should confer with the Office of Court Administration concerning responsibility for the training sessions and make recommendation and suggestions to said agency pertaining to the training and education of the justices serving the town and village courts.

Section 7. Albany Office Committee: The President shall be the Chairperson, the President-elect shall be the Vice-Chairperson. The President shall also appoint other members to the Albany Office Committee. The Albany Office Committee shall report and make recommendations to the Executive Committee regarding all activities, including office space, of the Office.

Section 8. Bylaws Committee: The President shall designate a Chairperson and members of the Bylaws Committee who shall review amendments submitted to it by the members and make recommendations on the same to the Executive Committee for its approval.

Section 9. Finance Committee: The Chairperson shall be the Treasurer of the Association, other members shall include the President-elect, Executive Director and others as designated by the President of the Association. The duties of the Finance Committee shall include, but are not limited to, preparing and submitting the annual budget to the Executive Committee for approval, preparation of various forms required of the Association and plans for investment of Association moneys pursuant to a plan approved by the Executive Committee.

Section 10. Appointment of Committees: The President shall appoint all members of committees and designate the chairperson of each committee except as otherwise provided in these bylaws. The President shall designate any other committees and the duties thereof as the President shall deem appropriate.

ARTICLE IX: QUALIFICATIONS, VACANCIES AND ELECTIONS

Section 1. Qualifications: All officers and directors must be sitting justices of a town or village court at the time of their election or appointment and throughout their term of office; and if any officer or director shall cease to be either a sitting justice or a member of the Association in good standing, his or her office shall be declared immediately vacant.

Section 2. Vacancies among the officers, directors, members of the Executive Committee or the Chairperson of the Nominating Committee occurring by reason of resignation, death, suspension or expulsion shall be filled by majority vote of the Executive Committee and such person shall hold office until the next annual meeting, at which time the unexpired term, if any, will be filled by election of the Association.

Section 3. In addition to the candidates nominated by the Nominating Committee, other candidates may be nominated at the Annual Meeting by motion duly made and seconded by members in good standing. The candidate(s) must first provide written notice of intent to do so to the Nominating Committee. Said notice must be filed at the Association's conference registration desk between 9:00am and 12:00 noon of the day of the annual business meeting. For an uncontested election, i.e.: only one candidate for an open officer position or only one candidate for each open director position, voting shall be by show of hands. For a contested election, i.e.; more than one candidate for an open officer position or more candidates for director positions than the number of open director positions, voting shall be by written, secret ballot. In a contested election for an officer position, if the ballot does not result in one candidate receiving a majority of the votes cast, the candidate receiving the fewest votes shall be eliminated and another ballot shall be taken until a candidate receiving a majority of the votes is elected. In a contested election for director positions, the candidates receiving the highest number of votes shall be elected. If one of the open director positions is for an unexpired term, the elected candidate with the lowest number of votes shall fill that unexpired term. If there is a tie between two or more candidates for a position not filled pursuant to the foregoing provisions, another

ballot shall be taken. If the tie is not broken on the second ballot, the candidate elected shall be decided by coin toss.

Section 4. Each of the candidates for officer and director positions may address the membership at the Annual Meeting for up to three (3) minutes about his or her background and qualifications. Other speakers and questions shall not be permitted; except that, if a candidate cannot be present at the Annual Meeting for good cause as determined by the President, such candidate may designate another member who is not a member of the Nominating Committee to speak for him or her. Absentee and proxy ballots are not allowed. Cumulative voting is not allowed. A ballot shall not be disallowed if the votes on it are fewer than the number of officer and director positions to be filled. The Executive Director and his or her designees shall count the votes (by a show of hands or written ballot, as the case may be), and the Executive Director shall certify the election results to the Executive Committee. In a contested election, the candidates for contested positions may each appoint a representative to observe the counting of the ballots.

ARTICLE X: VOTING BY MAIL

Section 1. Whenever it is deemed by the Executive Committee that is necessary to take a vote on any subject by mail between meetings of the members of the Association, the Executive Director shall mail a copy of the proposed resolution, together with a request for a vote, to each member at least twenty (20) days before the votes are to be counted, and a majority of those voting shall control the vote. This Section shall be deemed complied with by printing the same in the Association's publication and notifying the members in such publication of the date when votes will be counted, providing such be placed in the mail at least thirty (30) days before the votes are to be counted.

ARTICLE XI: RULES OF ORDER

Section 1. Robert's Rules of Order shall be the parliamentary authority in conducting the meetings of the Association and the Executive Committee.

ARTICLE XII: SUSPENSION OF MEMBERS

Section 1. The Executive Committee shall have power to suspend from membership in the Association any member whose dues shall be two (2) years in default, upon giving notice to such member that such action will be taken thirty (30) days after mailing such a notice to the member, unless such delinquent dues shall have been paid.

ARTICLE XIII: HONORARY MEMBERS

Section 1. The Executive Committee, by unanimous secret ballot, may, at any meeting, elect as Honorary Members of this Association such members, distinguished Jurists, or other persons who have rendered extraordinary services to the Association. Such Honorary Members shall not be required to pay any dues nor shall they have any vote. Provided, however, that any member of the Executive Committee desiring to propose a person for Honorary Membership shall so advise the Executive Director of the Association, who shall include such proposed nomination in the notice calling the meeting of Executive Committee.

ARTICLE XIV: AMENDMENTS TO BYLAWS

Section 1. These Bylaws may be amended by a majority vote of all the members present at an Annual Meeting, provided notice of the amendment shall have been published in the Association's publication mailed to the members at least thirty (30) days prior to such Annual Meeting. The proposed amendment may be amended at the Annual Meeting provided such proposed amendment shall have been submitted to the Executive Committee prior to its first meeting at the Annual Meeting.

Section 2. Any member desiring to submit an amendment to the Bylaws may submit the same to the Executive Committee at any time for their consideration and, if approved by the Executive Committee such amendment will be submitted to the general membership as herein provided.

Section 3. These Bylaws may also be amended, repealed or new Bylaws adopted by the members of the Association at any special meeting, called by the Executive Committee upon thirty (30) days notice to the membership with the reason therefor being stated including the wording of the proposed amendment.

Section 4. These Bylaws may also be amended, repealed or new Bylaws adopted by the affirmative vote of a majority of the whole Executive Committee given any meeting, upon thirty (30) days notice thereof to the Committee that such amendment, or repeal or the adoption of new Bylaws is one of the purposes of such meeting with the actual wording included in the notice.

ARTICLE XV: DISSOLUTION OF THE ASSOCIATION

Section 1. The Association is irrevocably dedicated to and operated exclusively for the purpose of promoting the ends of Justice in this State through the Justice Court System and no part of the income or assets of the Association shall be distributed to nor inure to the benefit of any individual; it is (an Educational association) a Business league within the provisions of Section 501(c)(6) of the Internal Revenue Code of 1954 or provisions amendatory thereto; in the event of the dissolution of the Association or the winding up of its affairs, its property shall not be conveyed nor distributed to any individual or organization created or operated for profit, but shall be conveyed and distributed only to an organization created and operated for purposes similar to those of the Association.

ARTICLE XVI: EXPULSION FROM MEMBERSHIP

Section 1. Mandatory Expulsion: A member of this Association shall no longer be eligible for membership and shall be expelled from membership automatically in the event of any of the following occurrences:

- (a) When such member has been removed from office.
- (b) Where such member has been convicted of a felony.

(c) Where such member has resigned his or her office as town justice, village justice or associate village justice pursuant to a stipulation of resignation entered into with the New York State Commission on Judicial Conduct.

(d) Where such member has had a sanction imposed by the New York State Commission on Judicial Conduct and that decision contained a stipulation that the Justice will neither seek nor accept judicial office in the future.

Section 2. Discretionary Expulsion: In addition, a member may be expelled from membership by a two-thirds (2/3) vote of those present of the voting members of the Executive Committee of this Association at a meeting called for the purpose of considering charges against said members, subject to the following:

(a) When a motion for expulsion pursuant to this section is brought before the Executive Committee, notice of the charges against such member shall be served in writing at least thirty (30) days prior to the meeting called for the purpose of considering the charges.

(b) Such member may be represented by counsel.

(c) On the date specified for consideration of the motion of expulsion, the Executive Committee shall conduct a hearing at which evidence will be presented to support the charges and such evidence as may be produced by the member charged will be heard.

(d) Notice of the meeting to consider a motion of expulsion shall be given to the members of the Executive Committee and the charged member at least thirty (30) days prior to the date of the meeting and hearing.

(e) At the conclusion of all evidence or on default of the member charged to answer the charges, the Executive Committee shall consider all matters before it having to do with the charge(s) and render a decision therein finding the charges substantiated and expelling the member or finding that the charges are without merit.

(f) The Secretary of the Association shall cause a record of the proceedings to be made including the determination of the Executive Committee which record and determination shall be sealed and held in confidence by the Association, to be disclosed only to officers of the Association requiring information concerning the determination and the appropriate disciplinary agency of the Judicial System, upon request there from.

(g) In the event of a decision to expel the member, such matter will be brought before the Executive Committee at its next regularly scheduled meeting with the notification of removal being as per the direction of the Executive Committee.

ARTICLE XVII: OFFICES

Section 1. Principal Office: The principal office of the Association shall be at such a place in the State of New York as the Executive Committee shall from time to time determine.

Section 2. Other Offices: The Association may also have an office or offices other than said Principal Office or place/places either within or without the State of New York, as the Executive Committee shall from time to time determine or the business of the Association may require.

ARTICLE XVIII: FISCAL YEAR

Section 1. The fiscal year of the Association shall end on the thirty-first (31) day of December in each year.

ARTICLE XIX: ANNUAL AUDIT

Section 1. The Executive Director shall insure that an independent auditor performs an annual audit of the Associations Financial Records.

ARTICLE XX: ELECTRONIC MEETINGS

Section 1. Association meetings may be conducted electronically within the limitations of the current electronic technology available and subject to applicable rules.

Section 2. The Annual Business Meeting, Nominating Committee Meeting, and five regularly scheduled Executive Committee meetings may be held electronically in the event a public emergency, a pandemic, or a natural or man-made disaster renders the holding of an in-person meeting of the Executive Committee unlawful or unadvisable for health and safety concerns. The President of this Association, or if unavailable, the next available ranking person shall have the authority to elect to conduct the above-listed meetings electronically with the consent of the Executive Committee.

Section 3. Where time is of the essence under **Article VII: EXECUTIVE COMMITTEE**, a Special Executive Committee Meeting authorized under Section 3 and an emergency vote authorized under Section 5 may be conducted virtually. The President of this Association, or if unavailable, the next available ranking person shall have the authority to elect to conduct the above-listed meetings electronically.

Section 4. All other meetings not referenced in Section 2 or 3 may be held electronically at the discretion of the Committee Chair or Liaison.

Section 5. Electronic meetings, where practical and possible, shall be subject to the rules and procedures applicable to in-person meetings. For example, electronic meetings of the Executive Committee are subject to the quorum specified in **ARTICLE VII: EXECUTIVE COMMITTEE**, Section 4. of these bylaws. In such cases, the number of members in good standing attending an electronic meeting are those who are logged into the meeting at the time the vote is taken. The physical meeting location requirements are waived when a meeting is held electronically. An anonymous vote conducted through electronic means shall be deemed a ballot vote, fulfilling any provision in the bylaws or rules that a vote be conducted by ballot. Approved guests attending electronic meetings shall not be allowed to vote in electronic meetings.

Section 6. Members' participation in an electronic meeting shall constitute their attendance at the meeting. Attendance in electronic meetings shall be limited to those members in good standing who would otherwise attend if it were held in person unless specific people are approved by the President or person presiding over said meeting. All members and others approved to attend an electronic meeting shall be required to advance register for said meeting and provide their names and other requested information.

Section 7. The Executive Committee shall select the platform used to conduct electronic meetings of the Association. The platform should provide members attending a meeting by computer or cellphone with the ability to visually display and confirm all members participating, the ability to seek recognition and make motions from the floor, and the ability to provide members with anonymous voting capability where required by the bylaws.

Section 8. The notice of an electronic meeting should include an explanation on how to participate in it, the type of equipment or computer software required for participation, and contingencies for technical difficulties or malfunctions. The notice should also explain conditions under which a member may raise a point of order, methods for seeking recognition and obtaining the floor, means by which motions may be submitted in writing, and methods for taking and verifying votes.

Section 9. The Executive Committee shall determine who is authorized to record the video, audio, and the dissemination of any said recordings from a NYSMA selected platform used to conduct an electronic meeting.