

**New Jersey Chapter of the  
Government Management Information Sciences User Group, Inc.**

**CHAPTER BY-LAWS**

July 1, 2004

**ARTICLE I. NAME AND RELATIONSHIP**

- Section 1. Name: The name of this organization shall be the Government Management Information Sciences Users Group, New Jersey Chapter, henceforth referred to as GMIS-NJ in these by-laws.
- Section 2. Chapter Definition: A GMIS Chapter is a subordinate organization of the Government Management Information Sciences Users Group, Incorporated (hereafter, GMIS International) GMIS, established by the volunteer action of five (5) or more member agencies in good standing in the international organization who seek to help one another achieve common goals and to promote GMIS at a regional level.
- Section 3. Qualification: It is necessary that at least 5 qualified agencies become members of the international organization prior to the state chapter being recognized under the GMIS International. Individual and organization qualifications for membership are discussed in Article IV Membership.
- Section 4. State Chapter Treasury: Each year, unless specifically waived by either organization, the GMIS International organization shall provide a subsidy to GMIS-NJ by transferring to the GMIS-NJ Treasury an amount of GMIS International dues per participating member or the amount designated by the GMIS International organization. The subsidy shall be used for GMIS – NJ Chapter expenses in fostering the goals of the international organization.

**ARTICLE II. PURPOSE**

The organization of GMIS-NJ is formed for the mutual benefit of all participating government entities, and their agencies.

**ARTICLE III. GOALS**

The Goals of GMIS-NJ shall be:

1. To foster a unified effort among state and local government entities to integrate and disseminate their respective research and design efforts in the area of automated information sciences.
2. . To promote standard information systems which can be shared and/or transferred among all participants.
3. Through cooperation, share systems applications and information to further cost effectiveness in members' organizations.

4. To present a unified voice as a cooperative organization to suppliers of hardware, software, and related information technologies, systems, and services.
5. To establish a group of qualified professionals who are capable of advising, lending credence to or assisting state representatives or other governmental agencies in matters concerning information technologies, systems, and services.
6. To work for the common good of all governmental agencies and their information and technology professionals, and to be representative of them should the need exist.
7. To promote educational opportunities to its members to improve their skills and resources they can provide to their agencies.

## **ARTICLE IV. MEMBERSHIP**

### Section 1. Agency membership:

- a. Agency membership shall be comprised of any member of GMIS International that is a government department or agency physically located in New Jersey, including, but not limited to:
  - i. State government;
  - ii. Municipal or county government;
  - iii. Local, regional, or county board of education; and,
  - iv. Local, regional, or county authority or commissions.

Information technology organizations that are part of larger organizations may join separately from their parent organization. GMIS – NJ Chapter encourages individual organization units to become members if they have a separate information technology budget or professional staff serving that unit.

- b. Agency membership shall be open to individual government organizations, not on an individual basis. Member organizations may have more than one individual that participates in GMIS-NJ activities.
- c. Each Agency Member shall designate an “Agency Representative” who shall represent and vote on behalf of the agency on GMIS-NJ and GMIS International matters. The Agency Representative shall be an employee of the agency and shall not be a contractor. Any other participating individual employee of an agency shall be known as an Associate Member, and shall enjoy all the privileges and benefits of members, excluding voting. No person who is an Agency Representative shall represent a Partner Member.

### Section 2. Other memberships:

#### a. Partner Membership

1. Vendor organizations that provide services and products concerning information technology to Agency Members shall be designated as Partner Members. All applications for Partner Memberships will be subject to review and approval of the GMIS-NJ Executive Board.

2. Any participating individual employee of a Partner Membership shall be known as a Partner Member. Partner Members shall enjoy all the privileges and benefits of Agency Members, excluding the right to vote and to hold local chapter elected office. A Partner Member shall not be required to join GMIS International.
  3. A Partner Member that is also a member of GMIS International shall be eligible for a membership fee discount to be established by the Executive Board.
  4. Upon approval of the Executive Board, a partner member may agree to provide services to the Association in lieu of fees.
- b. Sponsoring Member. An educational institution or non-profit organization dealing in the affairs of state, county, or local government shall be eligible for Sponsoring membership. Sponsoring members have all the privileges of member organizations, except serving on the Executive Board and voting. A Sponsoring Member shall not be required to join GMIS International.
  - c. Application for Partner and Sponsoring membership in GMIS-NJ shall be submitted to the GMIS-NJ membership chairperson indicating that the applicant meets the provisions of this section
  - d. Application for membership from Partner and Sponsoring Members shall be submitted to the GMIS-NJ Executive Board. The Executive Board will approve or disapprove Partner and Sponsoring Memberships.

Section 3. Members in good standing:

A member, who is a member in good standing with GMIS International, shall be a member of GMIS-NJ in good standing.

Section 4. Suspension of membership for non-payment of annual fee:

- a. Any member whose annual fee is ninety days past due shall be suspended and privileges of membership terminated.
- b. Any member or partner member, suspended for non-payment of the annual fee may be reinstated at any time prior to the close of that membership year upon payment of the full current year's fee.

Section 5. Termination of Membership:

- a. Membership in GMIS-NJ may be terminated for cause by the Executive Board of GMIS International or of GMIS-NJ. Sufficient cause for such termination shall be violation of these By-Laws, the GMIS International By-Laws, code of ethics, agreements, rules and practices properly adopted by the organization(s). Termination shall be only by unanimous vote of either Executive Board.
- b. All members who are under suspension for non-payment of the annual fee at the close of a membership year shall be terminated automatically.

**Section 6. Member Emeritus:**

- a. "Member Emeritus" membership may be bestowed upon an individual who has distinguished themselves through service to GMIS International or GMIS-NJ and retired from a member organization.
- b. Recommendation for this membership may be received from a representative of any member organization.
- c. Nominations for Member Emeritus will be approved by the appropriate Executive Board.
- d. A Member Emeritus has honorary status only and will be invited to attend conferences.

**ARTICLE V. FEES****Section 1. Membership Dues:**

- a. An Agency Member, as defined in Article IV, Section 1, shall, in addition to dues required for membership in GMIS International, pay annual dues to GMIS-NJ based on the schedule of annual dues established by GMIS-NJ.
- b. Partner and Sponsoring Members, as defined in Article IV, Sections 3 and 4, shall pay annual dues directly to the Treasurer of GMIS-NJ and not to GMIS International.
- c. GMIS-NJ dues for all members shall be established by resolution of the GMIS-NJ Executive Board from time-to-time.

**Section 2. Meeting Fees:**

- a. Meeting fees may be established prior to each GMIS-NJ meeting by the Executive Board, collected by the Program Chairperson and turned over to the GMIS-NJ Treasurer. Meeting fees are required of all members attending a meeting.
- b. The Executive Board shall set registration fees for special events or conferences as necessary.

**Section 3. Purpose of GMIS-NJ dues and fees:**

- a. To cover costs of collecting and disseminating information contributed and desired by members. This includes distribution by USPS mail, e-mail, maintenance of a web site, and the use of electronic communications.
- b. To cover expenses of the members of the Executive Board carrying out the mandates of the membership.
- c. To cover costs of publishing and distributing the GMIS-NJ Newsletter and other correspondence as required in the conduct of the organization.
- d. To cover costs as necessary and appropriate of conducting meetings and conferences.

## ARTICLE VI. OFFICERS

### Section 1. Executive Board

- a. The governing body of GMIS-NJ shall be an Executive Board comprised of voting and non-voting, and elected and appointed members. The voting, elected members shall be:
  - i. President
  - ii. Vice-President
  - iii. Secretary
  - iv. Treasurer
  
- b. The voting, non-elected members shall be:
  - i. Municipal section representative
  - ii. K-12 school section representative
  - iii. County section representative
  - iv. State section representative.
  - v. Representative, Special Interest Groups

The leaders of the four sections shall appoint the section representative to the Board. The Special Interest Group Representative shall be chosen by vote by the leaders of all GMIS-NJ Special Interest Groups.

- c. The non-voting, non-elected members shall be:
  - i. GMIS International Representative, appointed by President
  - ii. Executive Director, appointed by Executive Board
  - iii. Partner Representative, appointed by the Partner members
  - iv. Sponsor member representative, appointed by Sponsor members
  - v. Ad hoc members – appointed by the President as need dictates
  
- d. The officers shall serve for a period of two years or until their duly qualified successors are appointed or elected. Terms shall commence on July 1 of the year of the election.
  
- e. In the event of a vacancy in the Executive Board, the remaining members of the Executive Board shall assume the responsibility or appoint someone for the balance of the unexpired term.
  
- f. The Executive Board named as “founding officers” in Appendix A to these Bylaws shall serve until June 30, 2004, at which time they will be succeeded by a Board duly elected by the membership in June of 2004.
  
- g. The Executive Board shall meet according to a schedule adopted by the Board and at the call of the President. The Executive Board is empowered to meet in person or by using information technology, including but not limited to telephone, Internet messaging, or video conferencing or combination thereof.
  
- h. The election of officers shall be conducted in June and officers will hold office for two years.

### Section 2. Duties of Officers:

- a. Responsibilities of the President shall include, but not be limited to:

- i. To schedule, organize and conduct all executive board meetings.
  - ii. Serve as spokesperson for GMIS-NJ.
  - iii. Appoint leadership and members of standing committees, which may include the Board serving as a committee of the whole.
  - iv. Appoint special committees and individuals as GMIS-NJ representatives to organizations as required or necessary. One member shall be appointed by the President to serve as the GMIS-NJ liaison to GMIS International.
- b. Responsibilities of the Vice-President shall include, but not be limited to:
- i. Assume the responsibilities of the President in his absence.
  - ii. Perform such functions as are assigned by the President.
  - iii. Administer the Professional Recognition Award Program.
  - iv. Serve as liaison to regional groups
- c. Responsibilities of the Secretary shall include, but not be limited to:
- i. Corresponding Secretary.
  - ii. Recording Secretary.
  - iii. Chair the Membership Committee; maintain membership records.
  - iv. Receive and distribute contributed materials.
- d. Responsibilities of the Treasurer shall include, but not be limited to:
- i. Maintain all accounting records, manage banking activities, prepare all bills for the approve of the Executive Committee, and pay bill upon approval of the Executive Committee
  - ii. Make the annual written request for membership subsidy distribution to GMIS International Secretary (request must be made between July 1 and December 31).
- e. Responsibilities of the Executive Director
- i. The Executive Board may appoint an Executive Director to assist with the day-to-day management of the affairs of GMIS-NJ.
  - ii. Responsibilities may include, but not be limited to:
    - a. Coordinating conference and meetings of the Association and its units.
    - b. Promoting the association and guiding public relations
    - c. Manage GMIS-NJ web site
    - d. Develop a possibly ad-supported newsletter
    - e. Seek and administer grants (including grants to fund the office)

## **ARTICLE VII. FISCAL PROCEDURES**

Section 1. The fiscal and membership year will start on July 1 of each year and end on the following June 30.

Section 2. The Treasurer shall manage the funds of the organization subject to policies established by the Executive Board.

Section 3. The President, Secretary-Treasurer or any other person entrusted with handling of funds or property of the organization shall furnish, at the expense of NJ-GMIS, a fidelity bond, if requested by the Executive Board, in such sum as the Executive Board shall prescribe.

## ARTICLE VIII. STANDING COMMITTEES

### Section 1. Meetings, Programs and Funding Committee:

Responsibilities of this committee shall be:

1. To plan and promote meaningful programs for all meetings and to make the necessary arrangements for each meeting.
2. To carry on a continuing program of research on sources of funding for the organization and prepare an annual budget for Executive Board approval, such budget to reflect but not to exceed revenue expectations for the ensuing fiscal year.

### Section 2. Publications and Public Relations Committee:

Responsibilities of this committee shall be:

1. To encourage members to carry on a continuing program of public relation for the organizations and its goals.
2. To encourage the publication of a newsletter to maintain and promote the interest in the organization among its members and prospective members.
3. To develop and maintain an index of users and user systems applications to promote and to encourage the development of standard systems which can be shared and/or transferred among participants.
4. To promote cost effectiveness within member installations by encouraging not only the sharing of systems applications and information, but also discouraging the development of systems which “re-invent the wheel”.

### Section 3. By-Laws and Policy Committee:

Responsibilities of the Committee shall be:

- i. To promote a viable membership through By-Laws which maintain and ensure significance and responsiveness of the organization to the needs of members and prospective members.
- ii. To review the impact of proposed State legislative policies and regulatory proposals on the mission of GMIS-NJ and its members.

The Committee is authorized to represent the Association in appropriate forums to express a viewpoint that is unanimous by all members of the Committee. It shall not, however, take any position that is in conflict with an Agency Section. The Committee shall be composed of the President, Vice-President, and one representative from each Agency Section.

### Section 4. Membership Committee:

Responsibilities of this Committee shall be to seek and encourage the membership of all eligible government entities which are in accord with the goals of the organization.

### Section 5. Audit Committee:

a. Responsibilities of the Committee shall be:

- i. To conduct an annual audit of the accounting records of this organization at the close of each fiscal year, and to present a report thereon to the incoming Executive Board.

- ii. To conduct special audits of the GMIS-NJ accounts as may be required by the Executive Board.
- b. Members of the Audit Committee shall not be representatives of any agency represented on the outgoing Executive Board.

Section 6. Nominating and Elections Committee:

- a. Responsibilities of the Committee shall be to develop a slate of candidates for each office of the GMIS-NJ Executive Board, and to submit its nominations at the business meeting of the last regular meeting of the membership year.
- b. The Committee shall be appointed by the President and shall consist, when practicable, of three former members of the Executive Board.
- c. The Committee shall provide a procedure to permit members of the organization to nominate themselves or others to serve on the Executive Board.
- d. The Committee shall provide a procedure for mail-in or electronic balloting by the members for elections.

Section 7. Other committees may be appointed by the President to accomplish the general purposes or special projects of the organization.

## **ARTICLE IX: Component Groups**

### Section 1. Purpose

In order to encourage interaction of GMIS-NJ members at all levels and member interests, the organization shall provide for three overlapping types of groups: Agency Sections, Regional Groups, and Special Interest Groups. Any member of GMIS-NJ may participate in any section or group activity.

### Section 2. Agency sections

- a. To facilitate communication on matters that affect members belonging to like agencies, and to enable such members to participate in other State organizations that represent such agencies, there shall be four agency sections: Municipal, County, K-12 Education, and State. The sections are to facilitate inter-agency cooperation and the overall goals of GMIS-NJ within those areas of common interest.
- b. Each regional group shall adopt its own meeting schedule and leadership structure. The Executive Board shall resolve any dispute brought to its attention by Regional Group members. Each section shall select one member to represent the section on the Executive Board. A Section Representative may not serve as a GMIS-NJ elected officer.
- c. It is recognized that each section may have viewpoints on information technology concerns that may diverge from other sections. To the extent that a section may choose to advocate such

viewpoints on matters outside that of GMIS-NJ organizational matters, including, but not limited to, state or federal legislation, it may do so without restriction by the Executive Board, upon notice to the Executive Board of those viewpoints.

- d. Each section shall meet at least two times a year, in addition to meetings of the entire association. Each section may set its own meeting fees. Such fees shall be maintained by the GMIS-NJ Treasurer for use by the section to accomplish the section's goals.
- e. Sections are authorized to participate in statewide organizations that support the mission of their agency.
- f. The Executive Board shall provide logistical support as may be necessary

### Section 3. Regional Groups

- a. To facilitate communication on matters that cross agency lines, members are encouraged to establish geographic groups to focus on local, county-based, or regional issues related to the GMIS-NJ mission.
- b. Any group of members in a region may petition the Executive Board to establish a Regional Group. Each regional group shall adopt its own meeting schedule and leadership structure. The Executive Board shall resolve any dispute brought to its attention by Regional Group members.
- c. Each Regional Group may set its own meeting fees. Such fees shall be maintained by the GMIS-NJ Treasurer for use by the region to accomplish the Regional Group's goals.
- d. The Executive Board shall provide logistical support as may be necessary.

### Section 4 Special Interest Groups

- a. To facilitate the interest of employees of member agencies, GMIS-NJ shall support Special Interest Groups (SIG) comprised of employees of member agencies, sponsoring and partner agencies that have a focus on particular areas of government technology.
- b. Member agencies may petition the Executive Board to create a SIG. The Executive Board shall provide logistical support to assist SIG's in holding meetings.
- c. Each SIG shall adopt its own meeting schedule and leadership structure. The Executive Board shall resolve any dispute brought to its attention by Special Interest Group members.
- d. Each Regional Group may set its own meeting fees. Such fees shall be maintained by the GMIS-NJ Treasurer for use by the region to accomplish the Special Interest Group's goals.
- e. The Executive Board shall provide logistical support as may be necessary.

**ARTICLE IX. MEETINGS**

- Section 1. No less than two regular meetings shall be held each membership year for the entire organization. A time and place for the next meeting, as determined by the GMIS-NJ Executive Board, shall be announced to the membership attending a regular meeting, and shall be included in information sent to all members to be received by them at least two weeks prior to announced dates.
- Section 2. The President, with the approval of the Executive Board, may call special meetings to meet specific interests.
- Section 3. A quorum for the conduct of business meetings shall consist of five or more GMIS International members in good standing.
- Section 4. Voting:
- a. Unless otherwise provided in these By-Laws, voting shall be based upon a simple majority of the votes cast.
  - b. Only agency representatives in good standing shall be eligible to vote as provided herein.
  - c. Each eligible voter on all issues will cast no more than one vote; proxy ballots will not be accepted.
  - d. Secret balloting may be used at the discretion of the President or when requested by a member qualified to vote.
- Section 5. Nothing in these By-Laws shall prevent a GMIS-NJ meeting organizer from inviting interested persons or organizations, including agencies, vendors, consultants, or service organizations, who are not members, to participate as observers at meetings, participate in meeting sessions, or in other appropriate capacities as the Executive Board may see fit. Fees at rates different from members may be charged for such non-members to attend meetings as the Executive Board or component group may require.
- Section 6. Any body of GMIS-NJ authorized under these Bylaws may use technological means to conduct meetings in lieu of in-person meetings.

**ARTICLE X. LIMITATION OF LIABILITY**

- Section 1. Nothing herein shall constitute members as partners for any purpose. No member or officer of GMIS-NJ shall be liable for the acts or failures to act on the part of any other member, and no officer shall be liable for his acts or failures to act under By-Laws, excepting only acts or omissions to act arising out of his willful misfeasance.

**ARTICLE XI. PARLIAMENTARY AUTHORITY**

- Section 1. All meeting of the duly constituted bodies of this organization shall be governed by the rules of order as prescribed in “Roberts Rules of Order Revised”, provided the same are not superseded by these By-Laws and are applicable.
- Section 2. The By-Laws may be temporarily suspended by the affirmative vote of sixty-six and two-thirds percent (66-2/3%) of Agency Members in good standing or their designee from the same agency, in attendance at any regular or special meeting of the organization, provided a quorum is presented.
- Section 3. The Executive Board shall be the authority for the interpretation of these By-Laws.

## **ARTICLE XII. DISSOLUTION**

- Section 1. The organization shall use its funds only to accomplish the purposes and goals specified in these By-Laws. On dissolution of NJ-GMIS, any funds remaining shall be distributed in the following manner and sequence.
- a. Outstanding accounts payable shall be paid in whatever sequence designated by the Executive Board.
  - b. Restricted funds (e.g. Federal funds) shall be disseminated in accordance with procedures and restrictions accepted with the funds.
  - c. Remaining funds shall be used to pay expenses related to the dissolution of the organization.
  - d. Any remaining funds shall be returned to GMIS International.
- Section 2. Any tangible properties of the organization shall be dispensed under the supervision of the Executive Board in whatever manner it deems equitable.
- Section 3. Before distribution of funds and/or tangible properties, the President shall cause the Audit Committee to conduct a special audit of the accounts and other assets of the organization.
- Section 4. The Executive Board shall conduct the dissolution process.
- Section 5. The Executive Board shall submit a report of the dissolution process and distribution of funds and tangible properties to all members in good standing in the current and the immediate past fiscal year, to any other agency with legal interest in the funds and properties disposed.

## **ARTICLE XIII. AMENDMENTS**

- Section 1. Proposals:
- a. Amendments to these By-Laws may be proposed by any of the following:
    - i. The By-Laws Committee.
    - ii. A request signed by five or more members in good standing.

- iii. The unanimous mandate of members in good standing in attendance at a regular or special meeting of the organization, provided a quorum is present.
- b. Amendments shall be proposed in writing and submitted to the Executive Board.
- c. The Executive Board shall authorize the Secretary-Treasurer to submit proposed amendments in writing to the entire membership at least 30 days prior to the date on which the votes are to be cast.

Section 2. Voting:

- a. The balloting on a proposed amendment to these By-Laws shall be conducted at the next meeting.
- b. An affirmative vote of sixty-six and two thirds percent (66-2/3%) of the members casting ballots shall be required for the adoption of any amendment to these By-Laws.

Section 3. Amendment of Initial Bylaws:

Notwithstanding the provisions of Sections 1 and 2 of this Article XIII, the bylaws of GMIS-NJ may be amended directly by majority vote of the Executive Board present and voting at a duly called meeting of the Board. This provision shall expire on June 30, 2004.

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*Ratified May 10, 2004 by GMIS Founding Executive Board, to take affect on July 1, 2004, with authority for the Board to act in anticipation of its taking affect.*

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Michael D. Esolda, President  
Date: 5/10/04

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Ian Shore, Secretary

## **Appendix A**

### **Founding Executive Board Members**

President, Michael D. Esolda, Township of Woodbridge/Woodbridge Board of Education

1st Vice-President, F. Robert Williams, County of Monmouth

2nd Vice-President, Jack W. Longworth, N.J. Department of Education

3rd Vice-President, Marc Pfeiffer, N.J. Division of Local Government Services

4th Vice-President, Robert Klingel, County of Somerset

Secretary, Ian I. Shore, R.M.C., Borough of Paramus

Treasurer, Paul Kadri, Township Moorestown Board of Education

The Board is assisted by:

John P. Moody, former member, NJ-GMIS

Mitchell Darer, NJIT Center for Information Age Technology