

NEW JERSEY MOSQUITO CONTROL ASSOCIATION, INC

BYLAWS

Bylaws revised March 12, 2003



ARTICLE I NAME

Section 1. This organization, an incorporated association, shall be known as "**New Jersey Mosquito Control Association, Inc.**".

ARTICLE II OBJECTIVES

Section 1. The objectives and purposes of the Association shall be to promote and encourage close cooperation among those directly and indirectly concerned with, or interested in, mosquito control and related work, the stimulation of educational activities to increase the knowledge of mosquito control and the advancement of the cause of mosquito control and related environmental concerns in the State of New Jersey and elsewhere. The Association may also encourage such other insect control programs as the Association or Board of Trustees may determine.

ARTICLE III MEMBERSHIP

Section 1. The membership of the Association shall consist of three classes: Regular Member, Honorary Member and Sustaining Member.

Section 2. Any person who is employed in or involved with mosquito control and/or research and who supports the goals of the Association and desires to participate in its activities may become a Regular Member upon application to the Secretary and payment of annual dues.

Section 3. Any individual who has performed some outstanding deed or some outstanding service in the interest of mosquito control in the State of New Jersey or elsewhere shall be eligible for election to honorary membership upon recommendation of three (3) or more Regular Members. After at least ten (10) days' notice in writing to all Regular Members, such recommendation shall be presented at the annual meeting of the Association and such individual shall become an Honorary Member of the Association upon election by a majority vote of the Regular Members present at a meeting at which a quorum is present.

Section 4. Any agency, company, organization or individual interested in furthering the efforts of the Association may become a sustaining member upon annual payment to the Association of an amount set by the Board of Trustees.

ARTICLE IV MEETINGS

Section 1. There shall be an annual meeting of the Association for the election of officers and for the consideration of such other business as may properly be brought before it. Special meetings of the Association may be held as provided therein.

Section 2. The Annual Meeting shall be held at such time and at such place as the Board of Trustees shall prescribe. At least ten (10) days notice in writing shall be given to all members of the Association as to the time and place of the annual meeting.

Section 3. A Special meeting shall be held whenever the Board of Trustees deems such a meeting necessary, or whenever seven (7) Regular Members shall make a written request to the President for a meeting. Notice of such a meeting shall be given in the same manner as provided for in Section 2 of this Article with respect to the annual meeting but must be called within 48 days of receipt of request.

Section 4. Twenty (20) Regular Members shall be necessary to constitute a quorum for the transaction of business at any meeting of the Association and action taken shall be upon a majority vote of those present at any meeting at which a quorum is present, except as otherwise provided in these Bylaws. If a quorum is not present at any meeting, the presiding officer may adjourn the meeting from time to time for not more than forty-five (45) days. The adjourned meeting or meetings shall be held at such time and such place as the members present may designate

ARTICLE V OFFICERS

Section 1. The officers of the Association shall be: a President, a First Vice President, a Second Vice President, a Treasurer, and a Secretary and such other officers as the Board of Trustees shall from

time to time determine. Nominees shall, at the time of their nomination, be Regular Members of the Association.

Section 2. Each officer of the Association shall be elected at the annual meeting and shall serve until the next annual meeting following his or her election and until the election and qualification of his or her successor. A vacancy in any office may be filled until the next annual meeting, as provided in Article VII Section 4 of these Bylaws.

Section 3. The duties of the officers shall be set forth herein.

ARTICLE VI DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Association, and of the Board of Trustees. He or she shall exercise and maintain a general supervision and control over the affairs of the Association, subject to the power and authority of the Board of Trustees, and shall discharge all other duties usually pertaining to that office.

Section 2. The Vice-Presidents, in order of their seniority, shall exercise the powers and perform the duties of the President in the absence or disability of the latter or in the case of a vacancy in the office of President.

Section 3. The Secretary shall keep full and accurate minutes of all meetings of the Association and of the Board of Trustees. He or she shall be responsible for the maintenance of all membership records, conduct all correspondence, issue all notices of meetings, and perform such other duties as may be incident to that office and as may be assigned to him or her by the President or Board of Trustees. The Secretary shall be a member (ex-officio) of all committees appointed or elected by the Association and shall receive notice of all meetings in advance.

Section 4. The Treasurer shall collect and receipt for all dues, assessments, and other income. He or she shall deposit within 5 banking days all funds of the Association in such depository or depositories as shall be designated or approved by the Board of Trustees. A Committee of Purchase consisting of the President, Secretary and Treasurer must approve all financial transactions of the Association by the signature of each and authorize all payment of bills and such other disbursements as are incidental to the operation of the Association. All checks shall be signed in the manner prescribed by the Committee of Purchase. The Treasurer shall then present these transactions to the Board of Trustees at the next regular meeting of the body. If required by the Board of Trustees, he or she shall furnish bond for the faithful performance of his or her duties in such form and in such an amount as the Board of Trustees shall from time to time prescribe. The Treasurer shall furnish bond for the faithful performance of the duties of the Committee of Purchase if required by the Board of Trustees. He or she shall, within one month of the close of the fiscal year, present his or her records to the appointed Auditing Committee for audit and upon their review submit to the Association assembled a full and true report of its financial condition.

ARTICLE VII BOARD OF TRUSTEES

Section 1. There shall be a Board of Trustees (Board) consisting of

- (a) Regular Member of the Association (normally the superintendent or agency designee representing each county mosquito extermination commission or county mosquito control agency in New Jersey,
- (b) Each former President of the Association for the two years next following his or her term of office,
- (c) The President, Vice-Presidents, Secretary and Treasurer of the Association,
- (d) The Director or designated representative of the New Jersey Agricultural Experiment Station,
- (e) The Chair or designated representative of the State Mosquito Control Commission, and
- (f) One representative of the Mosquito Research and Control Unit of the New Jersey Agricultural Experiment Station,
- (g) One representative from the New Jersey Office of Mosquito Control Coordination and
- (h) Five at-large members elected by the general membership at the annual business meeting. The County Superintendent or equivalent will be the County representative unless otherwise designated by the County Commission or Agency. The Trustee or Agency may appoint an "Alternate Trustee" with full voting powers in the absence of the Trustee.

Section 2. The duties and powers of the Board of Trustees shall be as set forth herein.

Section 3. The Board of Trustees shall meet upon the call of the President or upon request in writing of three (3) or more members of the Board of Trustees directed to the Secretary, who shall acknowledge

receipt of request within ten days to those making request, and to the President. At least ten (10) days' notice in writing shall be given to all members of the Board of Trustees as to any such meeting, the time and place to be designated by the President, such meeting to take place within 45 days of receipt of request. Not less than nine (9) members of the Board of Trustees shall constitute a quorum for the transaction of business and action by the Board of Trustees shall be upon the vote of a majority of those present at any meeting of the Board of Trustees at which a quorum is present. Any member unable to attend a meeting of the Board of Trustees may designate in writing any Regular Member to act in his or her behalf.

Section 4. The Board of Trustees shall have the power to:

- a) Fill any vacancy among the offices of the Association or of the elective members of the Board of Trustees.
- b) Prescribe the duties of officers not otherwise provided for in these Bylaws; and
- c) Prescribe rules and regulations for the conduct of the affairs of the Association, as are not inconsistent with the provisions of these Bylaws.

Section 5. The Executive Committee, including the Officers, First Past President and 3 Board Representatives elected annually by the general membership, shall manage the affairs of the Association.

ARTICLE VIII NOMINATING COMMITTEE

Section 1. At least ten (10) days prior to the annual meeting of the Association, the President shall appoint a nominating committee consisting of one Regular Member from each county in New Jersey, one Regular Member from the State Mosquito Control Commission, one Regular Member from the Office of Mosquito Control Coordination, one Regular Member from the Mosquito Research and Control Unit of the New Jersey Agricultural Experiment Station, and the Secretary of the Association as an ex-officio member. Section 2. The nominating committee shall present at the annual meeting of the Association its nominations for the elective offices and for the elective members of the Board of Trustees and shall present such other names as are offered by petition signed by ten (10) Regular Members of the Association. Such nominations as are presented by petition must be in the hands of the chairman of the committee at least two (2) days prior to the date of the annual meeting, for presentation to the nominating committee in due course. Nominations may also be made from the floor at the annual meeting.

ARTICLE IX REVENUE

Section 1. The revenue of the Association may be derived from assessments, membership dues, from sale of publications, and from other sources as the Board of Trustees may from time to time determine and prescribe.

ARTICLE X FINANCIAL RESPONSIBILITY

Section 1. Except by specific direction of the Regular Members at an annual or special meeting, no debt or other financial obligation shall be incurred beyond the amount of the funds than in the hands of the Treasurer.

ARTICLE XI AMENDMENTS

Section 1. These Bylaws may be altered or amended in the manner provided in this section at any regular or special meeting of this Association. Any amendment proposed by three (3) or more Regular Members shall be submitted in writing to the Secretary, who shall acknowledge receipt of proposal within ten (10) days to 1) those presenting proposal and 2) the members of the Board of Trustees. Thereupon, the Secretary shall advise each Regular Member of the Association of the terms of the proposed amendment and the time and place within forty-five (45) days of the date of the acknowledged receipt of the proposed amendment with at least ten (10) days prior notice in writing.

Section 2. If two-thirds (2/3) of the Regular Members present at a meeting at which a quorum is present vote in favor of the adoption of a proposed amendment, these Bylaws shall be amended accordingly.