

## BY-LAWS

### NATIONAL CONSORTIUM ON RACIAL AND ETHNIC FAIRNESS IN THE COURTS (revised through April 30, 2011)

#### **Name of Organization**

- 1.1 The name of this corporation is the National Consortium on Racial and Ethnic Fairness in the Courts ("National Consortium").

#### **Definitions**

- 2.1 Member: an established state, federal, provincial, or regional task force or commission committed to and participating in resolving the issues of racial and ethnic bias in the courts; an established commission of a state or state bar association promoting racial and ethnic fairness in the courts; a court organization promoting racial and ethnic fairness in the courts or access to justice for all person regardless of race or ethnicity; an individual supporting or advocating impartial and fair treatment of all persons regardless of race or ethnicity.
- 2.2 Participating group: a non-member task force, commission or other interested organization with similar organizational goals that is in attendance at an annual meeting of the National Consortium.
- 2.3 Participating person: a non-member individual supporting or advocating impartial and fair treatment of all persons regardless of race or ethnicity who is in attendance at an annual meeting of the National Consortium
- 2.4 Moderator: the President of the National Consortium.
- 2.5 Coordinator: the Secretary-Treasurer of the National Consortium.
- 2.6 Voting right: the right of a member in attendance at an annual meeting to vote.
- 2.7 State: any of the fifty states of the United States of America; the District of Columbia; any United States territory; Canada; and any Canadian province or territory.

#### **Purposes of the National Consortium**

- 3.1 The purposes of the National Consortium are: (A) to provide members, participating persons, and participating groups with a conducive forum to discuss and share research and program activities in a safe environment relating to (1) their common mandate to (i) determine if bias exists in the courts and (2) examine bias in the courts, (2) their common interest in eliminating any and all forms of bias in the courts, and (3) recommending and implementing actions and policies to overcome and eradicate bias and to promote of racial and ethnic fairness, inclusiveness, and impartiality; (B) to assist members, participating persons, participating groups, and the general public in examining court-related and legal issues relating to racial and ethnic bias and fairness in the courts; (C) to share information; (D) to provide an annual forum for the discussion of progress made in program activities and recommend reforms to members, participating persons, participating groups, and the general public; (E) to encourage all state courts to establish or cause to establish an appropriate entity or investigative body (such as a task force or commission) with the purpose of examining the treatment accorded racial and ethnic minorities (or persons of color) in the courts consistent with resolutions of the Conference of Chief Justices concerning establishment of such entities; (F) to encourage all state courts or other established bodies (such as task forces, commissions or committees) to (1) implement recommendations made as a result of a state's findings (2) monitor the progress of the court(s) and issue appropriate periodic reports, (3) promote fairness, impartial treatment,

and access to the courts by all persons regardless of race or ethnicity, (4) review and advise the court on major emerging policies and procedures, and (6) review and advise the court of proposed legislation that may adversely impact racial and ethnic minorities, women, and other low-income citizens; (G) to work with the National Center for State Courts in its role as a clearinghouse and repository for task force and commission reports on racial and ethnic fairness in the courts and other common interests, including access to the courts by all persons regardless of race or ethnicity; (H) to develop a national agenda for educating the courts, the legal profession, the law enforcement community, and the general public concerning racial and ethnic fairness in the courts; (I) to share the collective knowledge of former or existing task forces and commissions on racial and ethnic bias and fairness in the courts with all levels of court, the legal profession, the law enforcement community, and the general public; (J) to share and promote the collective knowledge of all existing implementation commissions dealing with and promoting racial and ethnic fairness and impartiality in the courts, the legal profession, the law enforcement community, and the general public; and (K) to do things necessary and proper to promote equal, unbiased, and impartial treatment of all persons in the courts.

#### **The Role of the National Consortium**

- 4.1 The role of the National Consortium is: (a) to hear and consider proposals aimed at assisting members and prospective members in carrying out the purposes of the National Consortium; (b) to receive reports from a participating group, member, and others; (c) to assist in the implementation of programs and recommendations; and (d) to serve as a central forum for the exchange of information relative to identifying and eliminating racial and ethnic bias in the courts. Membership in the National Consortium requires commitment to and participation in some of the purposes as stated in Articles 3.1, *et seq.* of these by-laws.
- 4.2 It is expected that participating groups will share a common interest in examining many of the same court-related and legal issues, conducting comparable research studies and encountering many of the same challenges, relating to racial and ethnic bias in the courts. The National Consortium therefore exists to encourage participating groups to exchange experiences among themselves.

#### **Membership**

- 5.1 Membership in the National Consortium shall be open to (1) any task force or commission or other appropriate entity established by (a) a state legislature; the highest court of a state, province or territory; (b) a federal appellate court; (c) a state, federal, provincial or territorial bar association; (d) a state, national, provincial, or federal law society and (2) any individual, which/who are committed to, participating in, and/or promoting the resolution of issues of racial and ethnic fairness in the courts, access to justice, and impartial and fair treatment of all persons regardless of race or ethnicity.
- 5.2 Any task force, commission, or other appropriate entity or individual may apply to the Board of Directors for admission as a member of the National Consortium. Admission decisions shall be within the discretion of the Board of Directors of the National Consortium.
- 5.3 Membership in the National Consortium requires a commitment to and participation in some of the purposes stated in paragraphs 3.1 and 3.2 of these by-laws.

#### **Annual Meetings of the National Consortium**

- 6.1 A meeting of the National Consortium shall be held annually with the date and location to be determined by the Board of Directors. In selecting the location, the Board of Directors may consult with the National Center for State Courts. Cost, transportation availability, convenience

to attend, and weather conditions shall be considered in determining the date and location of meetings. Annual meetings shall be held on the last consecutive Thursday, Friday, and Saturday in April or at such other consecutive Thursday, Friday, and Saturday in April or May as determined by the Board of Directors, provided, however, that a change of date for the annual meeting once selected may only be made upon forty-five days advance written notice to the members. Special meetings of the National Consortium may be called by the Board of Directors upon thirty days advance written notice to the members, but special meetings shall be limited to matters specified in the call for the special meeting. Annual and special meetings shall be held in the United States or Canada.

- 6.2 The Moderator shall preside at all meetings of the National Consortium. In the absence of the Moderator, the Coordinator shall preside at the meeting. Robert's Rules of Order shall govern parliamentary procedures of the National Consortium and its Board and committees. Except as otherwise provided by the articles of incorporation or these by-laws, an individual who is a member may move any matter; the motion shall be seconded by another member from another state. A majority of the members shall be necessary to adopt a motion, with each state entitled to one vote.

#### **Development and Implementation of Programs and Projects**

- 7.1 Development and implementation of programs and projects for the National Consortium shall be managed by the Moderator and the Coordinator in consultation with the National Center for State Courts and members. The Moderator may appoint committees to carry out the projects and initiatives consistent with the purposes of the National Consortium.

#### **Board of Directors**

- 8.1 Directors shall be individuals (A) who are or have been a chairperson, co-chairperson, or executive director of a task force, commission, or implementation commission on racial and ethnic fairness in the courts, (B) who is an appellate justice or judge, (C) who is a trial judge of a court of general jurisdiction, or (D) court manager or administrator. Not more than one-third of the directors shall be residents of the same state.
- 8.2 The Board of Directors shall consist of not less than three, but no more than twenty individuals, each of whom shall serve a term of two years and shall be eligible for re-election for additional two-year terms. The terms of directors shall be staggered on an annual basis. The number of directors shall be set by the Board of Directors or the members. If the membership fails to elect a person to fill the position of a director, the Board of Directors may elect a person to fill the vacancy or decide to eliminate the position.
- 8.3 The Moderator and the Coordinator shall be members of the Board of Directors and shall be counted within the number of members fixed by the Board. If a Moderator-Elect is selected, such individual shall participate in Board meetings as an ex-officio, non-voting member, except when the Moderator-Elect is already an existing member of the board. In the latter circumstances, the Moderator-Elect shall retain his or her voting rights as a current Board member.
- 8.4 Meetings of the Board of Directors shall be held in the United States, unless the meeting is held in conjunction with a meeting of the National Consortium being held in Canada.
- 8.5 Meetings of the Board of Directors may be held by telephone conference call.
- 8.6 The position of director emeritus is created. A director emeritus shall be a former board member of the board of directors, a former Moderator, or a former Coordinator of the National Consortium. A member of the board of directors for more than five years may choose to be a director emeritus by written communication delivered to the Moderator and Coordinator. With

the consent of the board of directors, a member of the board of directors who has been a member of the board of directors for less than five years may become a director emeritus. A director emeritus may be removed for cause. A director who becomes a director emeritus shall create a vacancy on the board of directors.

A director emeritus shall (a) be entitled to attend all meetings of the board of directors, (b) be heard on matters that come before the board, and (c) be entitled to vote on all matters that come before the board, but only to break a tie vote of the board.

- 8.7 The Board of Directors may at its discretion appoint advisory members to the Board. The advisory members shall not be entitled to vote.

#### **Officers**

- 9.1 The Moderator, Coordinator, and board members shall be elected by the members at an annual meeting to serve a term of two years to commence at the end of the annual meeting. In the event of disability or incapacity of the Moderator, the Coordinator shall serve as Moderator. In the absence or in the event of a vacancy in the office of Moderator or Coordinator, the Board of Directors shall select an individual to fill the vacancy; such individual so selected shall serve only until the end of the next annual meeting. No person shall serve as Moderator of the National Consortium for more than two consecutive two-year terms, nor more than a total of six years.
- 9.2 The nominating committee may select a Moderator-Elect who shall be approved by the members and shall become the Moderator at the end of the then Moderator's term of office.
- 9.3 No Moderator or Coordinator shall receive compensation for services performed for or on behalf of the National Consortium. The Board of Directors may reimburse from the funds of the National Consortium the reasonable expenses of the Moderator, Coordinator, or a member of the Board of Directors to attend annual or special meetings of the National Consortium, provided, however, that reimbursements are limited to coach airfare, lodging, and meals at the federal per diem rate.
- 9.4 A member of the Board of Directors may be removed by a majority of the members of the National Consortium. Such removal may also be made at an annual meeting by majority vote or by a petition signed by a majority of the members.
- 9.5 The Moderator, Coordinator, a Member, or a member of the Board of Directors may be removed by the Board of Directors for cause. The Moderator or Coordinator shall be terminated upon the written request of two-thirds of the members participating at the last annual meeting that selected the Moderator. Tabulations of vote totals shall be made by the Coordinator, but if the Coordinator is being removed, then the Moderator shall appoint another Member to tabulate the vote totals.
- 9.6 In the nomination and election of a Moderator, Coordinator, and directors, the members and the Board of Directors shall consider the principles of gender, race, ethnicity, and geographical diversity. A suitable process of rotation shall be utilized to assure such diversity.
- 9.7 A majority of the members present at the annual meeting shall be required to elect the Moderator.
- 9.8 Upon the unanimous certification by the Board of Directors that an emergency exists, the Board of Directors may do any and all things necessary and proper to affect the affairs and purposes of the National Consortium, including amendment of these by-laws or the articles of incorporation.

#### **Nominating Committee**

- 10.1 A nominating committee shall be appointed annually by the Moderator with the consent of the Board of Directors. The committee shall nominate all individuals for the office of Moderator, Coordinator, Treasurer (if such position has been split by the Board of Directors), Moderator-

Elect (if such position has been established by the Board of Directors), and any other officer-positions established by the Board of Directors as authorized by the articles of incorporation.

10.2 The nominating committee shall nominate all candidates for all seats on the Board of Directors.

10.3 The nominating committee shall be appointed by the Moderator no later than six hours before the commencement of the annual meeting and an announcement shall be made at the annual meeting of the names of the individuals appointed to the committee.

### **Funding**

11.1 The National Consortium, operating through its Moderator, Coordinator, and Board of Directors, may explore, seek and obtain funding through an appropriate process and from appropriate sources to carry out the purposes of the National Consortium. Funds obtained shall be administered under proper auditing controls by the National Center for State Courts. In addition, the Moderator may set a reasonable fee to be paid by each individual attending an annual meeting of the National Consortium. The Board of Directors may establish membership categories or classes as well as the amount of dues for each such category or class of membership in the National Consortium. Dues shall be uniform for all within a specific category or class of membership.

### **Executive Committee**

12.1 The Board of Directors may appoint an Executive Committee of the Board of not less than five board members, three of whom shall constitute a quorum, to serve only until the next annual meeting of the membership of the National Consortium held in April or May of each year. The Executive Committee shall be composed of the Moderator, Moderator-Elect (if any), the Coordinator, and two board members selected by the Board of Directors. The Executive Committee may adopt such resolutions and do such things as are necessary for the operation of the National Consortium during the period of time that the Board of Directors has no scheduled meeting. The moderator and/or Coordinator shall promptly report to the full Board of directors any action that the Executive Committee may take.

### **Amendment of By-Laws and Articles of Incorporation**

13.1 A proposed amendment to these by-laws or the articles of incorporation shall be delivered in writing to the Moderator, the Coordinator, the National Center for States Courts, and the members of the Board of Directors, not less than fifteen days prior to the announced annual meeting of the National Consortium. The amendment shall be proposed by a member who attended the prior annual meeting. The National Center for State Courts shall forward a copy of the proposed amendment to all members and shall inform them that the amendment will be considered at the next annual meeting. The proposed amendment shall be considered and voted upon in accordance with law, the articles of incorporation, and these by-laws. Relevant amendments to the proposed amendment to the articles of incorporation or by-laws may be considered at the annual meeting. Notwithstanding the foregoing, amendments to the by-laws or the articles of incorporation may be proposed by the Board of Directors at any time and may be considered at any meeting of the members.

At any time, these by-laws may be amended by the Board of Directors in order to comply with any request of the Internal Revenue Service relative to qualifying the National Consortium as a 501 (c)(3) tax-exempt entity.