

BY-LAWS

ARTICLE I - PROCEDURE

Section 1 - Rules

Robert's Rules of Order shall govern the conduct of all meetings except as may be provided for otherwise in the Association's Constitution or By-laws.

Section 2 - Order of Business

The Order of Business shall be as follows:

- A. Roll Call of Board of Directors
- B. Approval of Minutes
- C. Introductions
- D. Reports
- E. Communications and Notices (Website)
- F. Unfinished Business
- G. New Business

ARTICLE II - MANAGEMENT

Section 1 - Administration

The administration and management of the Association shall be entrusted to and be the responsibility of the Board. The Board shall consider all matters affecting the Association and shall inform and make recommendations to Association members.

Section 2 - Board Vacancies

Vacancies on the Board shall occur in the event of the following:

- A. Death or resignation;
- B. Being declared of unsound mind by order of a court, or being convicted of a felony;
- C. Failure to attend three consecutive Board meetings without notice of absence transmitted to the Secretary and by a declaration of such vacancy by a majority of the Board present.

Section 3 - Budget

A yearly budget shall be prepared by the Treasurer and submitted no later than April 30 to the Board for approval.

Section 4 - Audit

An internal audit of the books and records shall be conducted in May of each year and an audit report submitted to the Board no later than June 30 of the same year. The President shall appoint a member to conduct the internal audit. An external audit of the books and records shall not be required unless ordered by a majority vote of the Association members present at any Association meeting.

Section 5 - Liability

The Board shall not incur or cause to be incurred any liability or obligation which could attach to other Association members.

Section 6 - Past Presidents Advisory Council

The Past Presidents Advisory Council, hereafter referred to as the Advisory Council, shall comprise all past Presidents willing to serve. The Advisory Council shall act as an advisory body to provide experience and historical background to the Association. From time to time, the Board may request this body to conduct studies relevant to the operation of the Association. The Advisory Council shall structure itself in a manner most suited to the task.

Section 7 - Implementation Review Committee - San Diego County

- A. Appointments: Prior to December 31 of every year and in sufficient time to permit the County Board of Supervisors to act on the recommendation, the Board shall select from the Association members and recommend to the County Board of Supervisors the names of persons meeting the qualifications of Article III c (beginning with Section 82.30) of the San Diego County Administrative Code for appointment to the Implementation Review Committee for terms expiring December 31 of that year.
- B. Vacancies: Upon becoming aware of a vacancy on the Implementation Review Committee, the Board shall promptly select from the Association members and recommend to the County Board of Supervisors for each vacancy the name of a person meeting the qualifications of Article III c (beginning with Section 82.30) of the San Diego County Administrative Code for appointment to the Implementation Review Committee to fill the unexpired term.
- C. Report of Nominations: The Board shall report to the Association the names of persons nominated pursuant to this section.

ARTICLE III – MEETINGS

Section 1 - Annual Meeting

The annual meeting of the Association shall be held in July at a time and place designated by the Board.

Section 2 - Board of Directors Meetings

The Board shall hold no fewer than four scheduled meetings per year at a designated time and place. Board meetings shall be open to all members. Exception: Executive Sessions.

Section 3 - Association Meetings

The Association shall hold no fewer than six scheduled meetings per year at a time and place designated by the Board.

Section 4 - Special Meetings

Special meetings may be called by the President or a majority of the Board.

Section 5 - Committee Meetings

Committee meetings shall be held at a time and place designated by the chair of the committee.

Section 6 - Voting Procedures

Voting at Association meetings may be by oral or written response. An absent member may vote on any action by proxy except election of the Board; proxy must be written, signed and given to a member in attendance. A member shall not be allowed to present more than one proxy per action voted upon. Absentee ballots shall be accepted only for election of the Board. *Revised: March 6, 2013*

Section 7 - Quorum

Twenty percent of the total membership shall constitute a quorum for all Association actions. A quorum shall be decided by physical presence: a proxy or absentee ballot shall not be counted toward a quorum. *Revised: April 5, 2000*

ARTICLE IV – DUTIES

Section 1 - President

The President shall be Chair of the Board, shall preside at all Association and Board meetings, and shall serve as an ex officio member of all Association committees. The President and the Secretary or Treasurer shall sign all written contracts and obligations of the Association. The President shall perform other duties as directed by the Board.

Section 2 - Vice President

The Vice President shall serve in lieu of the President and shall perform other duties as directed by the President.

Section 3 - Secretary

The Secretary shall keep the record of all Association and Board minutes in permanent form and shall perform other duties as directed by the President.

Section 4 - Treasurer

The Treasurer shall collect, disburse and account for all moneys of the Association according to Board policies and directives. The Treasurer shall prepare an annual Financial Statement for the year and submit it to the Board no later than June 30 of the same year. The Treasurer shall perform other duties as directed by the President.

Section 5 - Directors

The Board of Directors shall exercise general supervision of the Association and shall meet at the call of the President or a majority of the Board, but not fewer than four times a year.

Section 6 - Reports

At the annual meeting, officers shall present brief reports describing the discharge of their respective duties during the preceding year.

Section 7 - Order of Succession

If a vacancy occurs in the Office of President, the position will be filled by the Vice President. Any other Officer position will be filled by a proposal and approved by the Board.

ARTICLE V – DUES

Section 1 - Amount

Annual dues shall be an amount determined by the Board of Directors and approved by the Association members.

ARTICLE VI – APPOINTMENTS

Section 1 - Parliamentarian

Within thirty days of taking office, the President shall appoint a Parliamentarian to advise the President on procedures for Association and Board meetings.

Section 2 - Standing Committees

Within thirty days of taking office, the President shall appoint all standing committee chairs.

Standing committees shall be as follows:

- A. Constitution and By-laws
- B. Grand Jury Liaison
- C. Legislation
- D. Membership
- E. Nomination
- F. Program/ Speakers Bureau
- G. Communications & Notices (Website)

Section 3 - Special Committees

At any time, the President may appoint the chair of a special committee to handle matters not in conflict with standing committee responsibilities.

Section 4 - Term

Committee chairs shall retain their appointments until their tasks have been completed or until replacement by Presidential appointment. Committee members shall continue until their tasks have been completed or until replacement.

ARTICLE VII – AMENDMENTS

Section 1 - Procedure

Proposed amendments to the By-laws shall be approved by the Board of Directors and submitted to the Association members for adoption. A majority affirmative vote of the Association members present shall be required to adopt an amendment.

ARTICLE VIII - Stipend

Section 1 - Stipend

Amendment effective August 2012 to allow a stipend to be provided to the Association's Official Representative selected by the Board to the annual conference of the California Grand Jurors' Association (CGJA).

- A. The amount of this stipend shall not exceed the sum of the cost of registration for the CGJA Conference and the cost of lunch and dinner on the first day of the Conference.

ARTICLE IX - Webmaster

Section 1 - Webmaster

A qualified Webmaster will be appointed by the President to Chair the Communication & Notices Committee (Host for www.pgjasd.com PGJA website) with approval of the Board of Directors.

- A. The appointment will be for a period of two years, renewable at the Board's discretion.
- B. The purpose of the website will be to communicate and provide information to the public & PGJA members.
- C. Content of the website will be determined by the Board and will be periodically reviewed for updates or changes.
- D. The website will be available to the general public as well as PGJA members. (No login will be required).

These By-laws revoke and supersede all prior By-laws, Standing Rules and amendments. Bylaws adopted effective: June 2014.

ARTICLE X - Lifetime Membership

Section 1 - Lifetime Membership

Any member or former member of a California Grand Jury who has paid the PGJA Lifetime Membership Fee of \$250.00 shall be granted lifetime membership.