

NATIONAL CONSORTIUM ON RACIAL AND ETHNIC FAIRNESS IN THE COURTS AMENDED BY-LAWS (September 2018)

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 or other organization promoting racial and ethnic fairness in the courts or access to justice for all persons regardless of race or ethnicity; or an individual supporting or advocating impartial and fair treatment of all persons regardless of race or ethnicity, that has applied for and has been accepted as a member of the National Consortium by the Board of Directors of the National Consortium .

2.1 (a) Member-at-Large: an individual or organization that attends the Annual Meeting and supports the mission of the National Consortium.

2.2 Moderator: the President of the National Consortium.

2.3 Coordinator: the Secretary-Treasurer of the National Consortium.

2.4 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.

2.5 Written Notice: Written notice shall include writings delivered via electronic mail.

Purposes

3.1 The purposes of the National Consortium are:

(A) to provide members, members-at-large and the general public with similar goals with a conducive forum to discuss and share research and program activities in a safe environment relating to:

(1) their common interest in eliminating any and all forms of bias, if bias is found in the courts, and

(2) the development of actions and policies to overcome and eradicate bias and to promote racial and ethnic fairness, inclusiveness, and impartiality;

(B) to assist members, members-at-large, 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, members-at-large, 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, committees, or other organizations with similar goals) 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
 - (5) 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, commissions, and other organizations with similar goals regarding 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 and other organizations with similar goals dealing with and promoting racial and ethnic fairness and impartiality in the courts, with the legal profession, the law enforcement community, and the general public; and
- (K)** to take necessary and proper actions to promote equal, unbiased, and impartial treatment of all persons in the courts.

Membership

4.1 Membership in the National Consortium shall be open to (1) a task force, commission or other appropriate entity established by (a) a state legislature; the highest court of a state, province or territory; (b) a federal district or appellate court; (c) a state, federal, provincial or territorial bar association; (d) a state, national, provincial, or federal law society; (2) a non-profit organization or other entity; and (3) an individual, any of whom 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.

4.2 Members and members-at-large shall 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.

4.3 Any task force, commission, or other appropriate entity or member-at-large may apply to the Board of Directors for admission as a member of the National Consortium. Admission decisions shall be made by the Board of Directors of the National Consortium and shall be based upon criteria including, but not limited to, the following:

- (A)** educational training;
- (B)** professional training;
- (C)** vocational training;
- (D)** knowledge of, research into or experience with the justice system;
- (E)** significant life-experience related to the mission of the National Consortium;
- (F)** history of efforts made to secure equal justice in the justice system;
- (G)** membership on public service committees/commissions;
- (H)** honors, prizes, awards or other forms of recognition for community or professional service.

4.3 (a) All persons serving on the Board of Directors, Advisory Board or the Board of Directors Emeritus at the time of adoption of these Amended By-Law shall be members of the National Consortium.

4.4 Members of the National Consortium are entitled to the following:

- (A) attendance at and participation in the Annual Meeting of the National Consortium;
- (B) access to the materials produced by the National Consortium such as guides, training manuals, studies, etc.;
- (C) opportunities to apply for membership on the National Consortium's Board of Directors or Advisory Board;
- (D) opportunities to share ideas and experience with the National Consortium Board of Directors on novel or proven ways to address racial and ethnic bias in the courts.

4.5 Neither members nor members-at-large of the National Consortium shall be entitled to vote on matters under consideration by the National Consortium's Board of Directors, but may submit to the Board of Directors suggestions of programs or projects in furtherance of the mission of the National Consortium.

Meetings of the Board of Directors

5.1 Consistent with Robert's Rules of Order, a quorum shall consist of a majority of the members of the Board.

5.2 Meetings of the Board of Directors may be conducted in person, by telephone or through the use of electronic means, such as skype or video teleconferencing.

5.3 Thirty days advance written notice of a meeting of the Board of Directors shall be provided to all members of the Board of Directors.

5.4 All motions and resolutions offered by members of the Board of Directors shall be managed in accordance with Robert's Rules of Order.

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, subject to the availability of sufficient funding. 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 in April, May or June or at such time 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 of the Board of Directors. Special meetings of the National Consortium may be called by the Board of Directors upon thirty days' advance written notice to the Board 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, a United States Territory, Canada, or a Canadian Province or Territory.

6.2 The Moderator shall preside at all Annual 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 of the Board of Directors may move any matter; the motion shall be seconded by another Board member. A majority of the members of the Board of Directors shall be necessary to adopt a motion.

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. 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 A director shall be an individual who is or has been:

- (A) a chairperson, co-chairperson, or executive director of a task force, commission, or implementation commission on racial and ethnic fairness in the courts,
- (B) an appellate justice or judge,
- (C) a trial judge of a court of general jurisdiction,
- (D) a specialized judge or an administrative court judge,
- (E) a court manager or administrator, or
- (F) a member of the National Consortium who has demonstrated a strong interest in and commitment to racial and ethnic fairness in the courts. Not more than one-third of the Directors shall be residents of the same state. Prior service as a member of the Advisory Board of the National Consortium is not a required prerequisite for election to the Board of Directors of the National Consortium.

8.2 The Board of Directors shall consist of not less than three, but no more than twenty individuals, except that at its discretion, the Board of Directors may increase the number of seats on the Board, provided that the number of additional seats does not exceed two in any one calendar year, and that the decision to increase the number of seats is supported by a vote of two-thirds of the Board. Each member of the Board of Directors 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 Board of Directors also may elect a person to fill a vacancy on the Board or decide to eliminate the position.

8.3 A member of the Board of Directors may be removed for cause by a vote of two-thirds of the remaining members of the Board. Tabulations of the vote totals shall be made by the Coordinator, but if the Coordinator is being removed, then the Moderator shall appoint another Board member to tabulate the vote totals.

8.4 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.

8.5 Meetings of the Board of Directors shall be held in the United States, unless the meeting is held in conjunction with the Annual Meeting of the National Consortium being held in a United States Territory, Canada or a Canadian Province or Territory.

8.6 Meetings of the Board of Directors may be held by telephone or other electronic means, such as skype or video conferencing. See paragraph 5.2.

8.7 A former member of the Board of Directors, a former Moderator, or a former Coordinator who has been a member of the Board for more than five years may elect to take emeritus status ("Director Emeritus") on the Board of Directors by delivering a written communication to the Moderator and Coordinator of the Board. With the consent of the Board of Directors, a member who has served on the Board 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 be entitled to attend all meetings of the Board of Directors, be heard on matters that come before the Board, and but is not entitled to vote on matters that come before the Board, except to break a tie vote of the Board.

8.8 The Board of Directors shall conduct all business of the National Consortium.

Responsibilities of Members of the Board of Directors

9.1 The responsibilities of the members of the Board of Directors shall include, at a minimum, the following:

- (A) Educate and promote, in each Board member's home state court systems, the National Consortium's initiatives and best practices;
- (B) Actively engage in the work of the National Consortium;
- (C) Actively participate in the development of an infrastructure for the National Consortium; and
- (D) Attend at least one half of meetings of the Board of Directors annually and at least one of the Annual Meetings of the National Consortium within the next two years following their election or re-election to the Board of Directors.

Advisory Board

10.1 At its discretion, the Board of Directors may appoint individuals to the National Consortium's Advisory Board. Advisory Board members may be elected to the National Consortium's Board of Directors by a vote of two-thirds of the members of the Board of Directors and admission decisions shall be based upon criteria including, but not limited to, the following:

- (A) educational training;
- (B) professional training;
- (C) vocational training;
- (D) knowledge of, research into or experience with the justice system;
- (E) significant life-experience related to the mission of the National Consortium;
- (F) history of efforts made to secure equal justice in the justice system;
- (G) membership on public service committees/commissions;
- (H) honors, prizes, awards or other forms of recognition for community or professional service.

Responsibilities of the Advisory Board Members

11.1 The responsibilities of the members of the Advisory Board shall include, at a minimum, the following:

- (A) Share expertise with the National Consortium Board of Directors in furtherance of its mission;
- (B) Actively engage in National Consortium committee work;
- (C) Respond in a timely manner to requests from the National Consortium Board of Directors;
- (D) Promote the National Consortium's best practices in their home state court systems; and
- (E) Share ideas with the National Consortium Board of Directors on novel or proven ways to address racial and ethnic bias in the courts.

Officers of the Board of Directors

12.1 The Moderator or the Coordinator of the Board shall be elected by the Board of Directors at an Annual Meeting to serve a term of two years to commence at the end of the Annual Meeting of the Board. 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 conclusion 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.

12.2 The Nominating Committee may select a Moderator-Elect who shall be approved by the Board members and shall become the Moderator at the end of the then Moderator's term of office.

12.3 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.

12.4 The Moderator or the Coordinator may be removed by the Board of Directors for cause. The Moderator or Coordinator shall be terminated upon the written vote of two-thirds of the Board members. Tabulations of vote totals shall be made by the Coordinator, but if the Coordinator is being removed, then the Moderator shall appoint another Board member to tabulate the vote totals.

12.5 In the nomination and election of a Moderator or a Coordinator, the Board of Directors shall consider the principles of gender, race, ethnicity, and geographical diversity. A suitable process of rotation shall be utilized to ensure such diversity.

12.6 Upon a vote of two-thirds of the Board of Directors that an emergency exists, the Board of Directors may take any necessary and proper actions to effectuate the affairs and purposes of the National Consortium, including the emergency amendment of these By-Laws or the Articles of Incorporation.

Nominating Committee

13.1 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.

13.2 The Nominating Committee shall nominate all candidates for all seats on the Board of Directors and shall make all reasonable efforts to select candidates who would provide increased geographic diversity among members of the Board of Directors.

13.3 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.

13.4 Members and members-at-large may submit to the Nominating Committee the names of candidates for seats on the Board.

Funding

14.1 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 Board of Directors, in consultation with the Host Committee and the National Center for State Courts may set a reasonable fee to be paid by each individual attending an Annual Meeting of the National Consortium.

Executive Committee

15.1 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. The Executive Committee shall be composed of the Moderator, the Coordinator, and three Board members selected by the Board of Directors. The Executive Committee may adopt such resolutions and take such actions 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 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

16.1 A proposed amendment to these By-Laws or the Articles of Incorporation shall be delivered in writing to the Moderator, the Coordinator, and the members of the Board of Directors, not less than thirty days prior to the announced Annual Meeting of the National Consortium. 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. Such amendments of the By-Laws and Articles of Incorporation shall be supported by a vote of two-thirds of the Board of Directors. 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 Board members provided notice of the proposed amendment(s) has been given at least fifteen (15) days prior to the meeting. 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.