



**NASC**

**NATIONAL ASSOCIATION OF SENTENCING COMMISSIONS  
BYLAWS**

**Adopted with Revisions on August 4, 2009**

**ARTICLE I**

**OFFICIAL TITLE AND ORGANIZATIONAL STATUS**

**SECTION 1.**

The name of the Association shall be the National Association of Sentencing Commissions (NASC) and shall be referred to hereinafter as “the Association.”

**SECTION 2.**

The Association shall be chartered and incorporated as a nonprofit organization under the laws of the State of Delaware. The Association shall not have as its purpose pecuniary gain or profit, incidental or otherwise, for any of its members.

**SECTION 3.**

The duration of the Association shall be perpetual.

**SECTION 4.**

The Association may solicit and receive funds and grants to aid in carrying out its aims and purposes. No funds shall be received without the expressed authorization of the Executive Committee.

**ARTICLE II**

**ASSOCIATION MISSION**

The mission of the Association is to facilitate the exchange and sharing of information, ideas, data, expertise, and experiences and to educate on issues related to sentencing policies, sentencing guidelines, and sentencing commissions.

### **ARTICLE III**

#### **MEMBERSHIP**

Membership is open to any individual who works or serves on a sentencing commission or similar governmental body charged with sentencing policy responsibilities, or works for any other government agency directly involved in the development of state or federal policy, and any other academic, public or private employee, student, or other individual interested in sentencing. Any individual who attends a NASC annual meeting is considered a member for one year beginning on the first day of the meeting for which registration is paid. Each member of NASC shall have a vote on all matters before the membership.

### **ARTICLE IV**

#### **MEMBERSHIP DUES**

##### **SECTION 1.**

Annual membership dues shall consist of the registration fee for the NASC annual meeting preceding the year of membership. The Executive Committee may designate dues for all categories of membership payable on the anniversary date of membership each year. The amount of dues and the method of payment shall be determined by the Executive Committee and may be changed from time to time as necessary.

##### **SECTION 2.**

Any member in arrears for non-payment of dues in excess of six months shall be removed from the membership.

##### **SECTION 3.**

The Treasurer shall be responsible for the collection of dues and for the accounting of all monies received and expended.

### **ARTICLE V**

#### **MEETINGS**

##### **SECTION 1. ANNUAL MEMBERSHIP MEETING**

There shall be a meeting of the full membership each year. Any matters requiring a vote of the entire membership shall be presented at the annual member meeting.

## **SECTION 2. EXECUTIVE COMMITTEE MEETINGS**

The NASC Executive Committee meets at least once per calendar month. This meeting may take place via conference call. During this meeting, the Executive Committee discusses progress and actions taken in preparation for the annual meeting, as well as any other necessary organizational business.

## **SECTION 3. COMMITTEE MEETINGS**

Committees are established by the President, as necessary for conducting the business of the Association. Committees shall set their own meeting schedule.

## **ARTICLE VI**

### **EXECUTIVE COMMITTEE**

#### **SECTION 1.**

The Executive Committee of the Association shall consist of seven voting members elected from the membership at each annual meeting. The Executive Committee shall include a President, Vice-President, Treasurer, Secretary and members at large. The United States Sentencing Commission (USSC) shall select a representative of the USSC to serve as a nonvoting ex-officio member of the Executive Committee when one is not on the Executive Committee. Each state and the United States Sentencing Commission shall have no more than a single member serving on the Executive Committee.

#### **SECTION 2.**

Nominations for the Executive Committee shall be made by the voting membership Election shall be by written ballot and voting members may vote for as many nominees as there are vacancies. Nominees receiving the most votes shall serve on the Committee.

#### **SECTION 3.**

All Executive Committee terms will be three years. No member of the Executive Committee shall be elected to serve more than two consecutive terms. Vacancies occurring other than by expiration of a term shall be filled by the President, with the approval of the Executive Committee, for the remainder of the existing term.

#### **SECTION 4.**

The Executive Committee shall elect a President and Vice-President, to serve in a leadership capacity. The Executive Committee shall elect a treasurer to manage the Association's finances. The Executive Committee shall elect a secretary to maintain records of the Association's business.

**SECTION 5.**

The Executive Committee shall conduct the business of the Association. The principal duties of the Committee will be to manage the budget and finances of the Association, establish committees as needed, determine the location and date of the annual membership meeting, and appoint a Program Committee to plan the annual membership meeting.

**SECTION 6.**

When a vacancy occurs in the Presidency, the Vice-President, shall assume the capacity of the President for the balance of the term. The President of the Executive Committee will preside at all Executive Committee meetings.

**SECTION 7.**

The Executive Committee shall act on behalf of the Association and shall have such powers as are authorized in the bylaws.

**SECTION 8.**

The Executive Committee shall meet at least once per calendar month. One meeting will be at the annual membership meeting. Additional meetings shall be held between annual membership meetings to review the preceding year and to prepare for the next annual membership meeting. The President of the Executive Committee may call additional meetings as needed. Meetings may be held via conference call.

**SECTION 9.**

The Executive Committee shall approve an annual organizational budget no later than the first meeting of the calendar year. The Executive Committee shall approve an annual meeting budget no later than 60 days before the annual meeting. The fiscal year shall be established as January 1 through December 31 of each year.

**SECTION 10.**

The Executive Committee may expend such funds within the approved budget as are necessary for the operations of the Association including the hiring of staff and/or the contracting of outside services.

**SECTION 11.**

Quorums for the Executive Committee meeting require a majority of the voting Executive Committee members to be present and all actions taken by the Executive Committee must be approved by a majority of the members constituting a quorum. For purposes of this section, members participating by telecommunications conference are considered to be present.

## **ARTICLE VII**

### **DUTIES OF OFFICERS**

#### **SECTION 1.**

The President of the Executive Committee shall:

- a. plan the agenda for and preside at all meetings of the Association and the Executive Committee;
- b. create, with the approval of the Executive Committee, additional committees as necessary;
- c. serve, or designate the Vice-President to serve, as a member of all committees;
- d. approve, in conjunction with the Treasurer, all vouchers for disbursements from any fund of the Association;
- e. appoint, with the approval of the Executive Committee, any vacancies occurring in the Executive Committee or other committees;
- f. appoint the chairs of all committees;
- g. have the power to initiate additional meetings of the Executive Committee; and
- h. plan the agenda for all Executive Committee meetings in consultation with the Vice-President.

#### **SECTION 2.**

The Vice-President shall:

- a. preside at Association meetings in the absence of the President;
- b. chair the Executive Committee in the absence of the President;
- c. serve as a member of the Executive Committee;
- d. serve as the acting President; if the Presidency should become vacant, for the balance of the term of the President;
- e. serve as a member of all committees if designated to do so by the President or in the absence of the President; and
- f. plan the agenda for all regularly scheduled Executive Committee meetings in consultation with the President.

#### **SECTION 3.**

The Treasurer shall:

- a. collect dues and account for all monies received and expended;
- b. receive, maintain accurate records of, and bank all monies due the Association;
- c. notify all members when their dues are in arrears;

- d. submit a written financial report to the Executive Committee at every regularly scheduled meeting and shall make a financial report to the full membership at the annual meeting;
- e. expend Association funds as prescribed in the bylaws and by specific Executive Committee actions;
- f. develop a yearly budget for the Association;
- g. prepare an annual financial summary statement, which will be forwarded with all relevant records to the Executive Committee member representing the United States Sentencing Commission for archiving.; and
- h. prepare and submit all financial reports as required by law.

#### **SECTION 4.**

The Secretary shall:

- a. record and maintain the minutes of all Executive Committee meetings and the Association's annual membership meeting;
- b. maintain a current membership list; and
- c. annually provide all Executive Committee minutes, to the Executive Committee member representing the United States Sentencing Commission for archiving.

### **ARTICLE VIII**

#### **DISCRIMINATION AND HARASSMENT**

##### **SECTION 1.**

The National Association of Sentencing Commissions does not discriminate on the basis of race, color, religion (creed), gender, age, national origin (ancestry), disability, marital status, sexual orientation, or military status in any of its activities or operations. These activities include, but are not limited to, selection of volunteers, selection of vendors, and provision of services.

##### **SECTION 2.**

The National Association of Sentencing Commissions is committed in all areas to providing an environment that is free from harassment. Harassment based upon an individual's sex, race, ethnicity, national origin, age, religion, sexual orientation or any other legally protected characteristics will not be tolerated and is strictly prohibited.

## **ARTICLE IX**

### **INDEMNIFICATION**

Every member of the Executive Committee may be indemnified by NASC against all expenses and liabilities, including attorney's fees, reasonably incurred or imposed upon such members of the Executive Committee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Executive Committee, or any settlement thereof, unless adjudged therein to be liable for recklessness or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Executive Committee approves such settlement and reimbursement as being in the best interest of NASC. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Executive Committee is entitled.

## **ARTICLE X**

### **CONFLICTS OF INTEREST**

Whenever a director or officer has a financial or personal interest in any matter coming before the Executive Committee, the affected person shall (a) fully disclose the nature of the interest and (b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Executive Committee members determine that it is in the best interest of the Association to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

## **ARTICLE XI**

### **DOCUMENT RETENTION AND DESTRUCTION**

#### **SECTION 1.**

When applicable, the following documents will be maintained in a document archive to be housed at the United States Sentencing Commission, on a permanent basis:

- Articles of Incorporation
- Association Bylaws
- IRS Form 1023 to file for tax-exempt status
- Letter of Determination granting tax-exempt status
- Written Executive Committee Policies and Resolutions
- Tax Identification Number designation
- Annual Corporate Filings
- Audits

- Executive Committee Minutes (to be submitted annually)
- Financial statements (to be submitted annually)
- Annual tax filing
- Directors and Officers Insurance policy
- General Liability Insurance policy
- Insurance claims applications
- Insurance disbursements/denials

**SECTION 2.**

The association bylaws will be maintained by the Vice-President in office, on a permanent basis.

**SECTION 3.**

When applicable, the following documents will be maintained by the Treasurer in office, for the period specified:

- Chart or list of accounts – 7 years
- Fiscal policies or procedures – 7 years
- Financial statements – 7 years
- General Ledger – 7 years
- Check registers/books – 7 years
- Business expense documents – 7 years
- Bank deposit slips – 7 years
- Cancelled checks – 7 years
- Invoices – 7 years
- Investment records (deposits, earnings, withdrawals) – 7 years
- Property/Asset inventory – 7 years
- Petty cash receipts – 3 years
- Credit card receipts – 3 years

**SECTION 4.**

The following documents will be maintained by the Secretary in office: a current association membership list; all relevant meeting planning documents; list of current officers and terms.



**ARTICLE XII**

**AMENDMENTS**

These bylaws may be amended by a two-thirds vote of the voting membership present at the time of the vote.