

## **BYLAWS OF CENTRAL NEW JERSEY MENSA**

### **Proposed 2026 Edition**

EFFECTIVE (DATE)

#### **ARTICLE I. NAME AND AFFILIATION**

1. The name of this organization shall be Central New Jersey Mensa.
2. Central New Jersey Mensa is a Local Group of American Mensa, Ltd. and is subject to the Constitution of Mensa, the Bylaws of American Mensa, Ltd., and the resolutions adopted by the American Mensa Committee. American Mensa, Ltd. is abbreviated in these bylaws as "AML," Central New Jersey Mensa as "CNJM," and the American Mensa Committee as "AMC."

#### **ARTICLE II. MEMBERSHIP**

1. Membership of Central New Jersey Mensa shall be open to all members of AML in good standing in the geographic areas assigned to Central New Jersey Mensa by the AMC, or as otherwise assigned by AML.
2. Members of Central New Jersey Mensa residing outside this area but who are assigned to Central New Jersey Mensa by AML are full members in Central New Jersey Mensa for all purposes, including, but not limited to, voting and holding elected or appointed office.
3. American Mensa and Mensa International members in good standing, including those who are not also members of Central New Jersey Mensa, are welcome to participate in the social activities of the local group at the discretion of the host(s).
4. The National Ombudsperson (or designee), the Regional Ombudsperson (or designee), and members of the AMC shall be permitted to participate in the business affairs of the local group in the discharge of their official duties.

#### **ARTICLE III. OFFICERS AND DUTIES**

1. An officer is defined as any person whose position is specified in these bylaws or who is appointed by the Local Secretary or the Executive Committee to a position with a title and specific responsibilities. All local group officers, whether elected or appointed, must be current members in good standing of AML.
2. Executive Committee
  - a. The governing body of Central New Jersey Mensa shall be an Executive Committee (ExComm), which conducts the business of the local group. The ExComm consists of the following voting members: two elected officer positions (Local Secretary, and Deputy Local Secretary), plus seven additional elected officer Members at Large. The ExComm shall appoint a Treasurer from the officer Members at Large.
  - b. The ExComm may appoint various officers which may include, but are not limited to, a Recording Secretary, Program Chair, Recruitment & Testing Chair, and Publications Officer. All officers other than the Local Secretary,

Deputy Local Secretary, and Members at Large are non-voting. Non-voting appointed officers may be ExComm members or chapter members in good standing.

- c. No member of the ExComm shall hold more than one vote, no matter how many positions the member holds, and no member of the ExComm may hold more than one elected position simultaneously.
  - d. All voting members of the ExComm must also be current members in good standing of Central New Jersey Mensa.
  - e. The conflict of interest rules stated in the Bylaws of American Mensa for the AMC shall also be applicable to the local group and the members of the ExComm.
3. The Local Secretary (LocSec, or President) shall be the chief executive officer of Central New Jersey Mensa and the liaison with other local groups. The LocSec shall preside at ExComm meetings and shall be the chief point of contact between AML and the local group. The LocSec shall endeavor to pass information to and from the local group in a timely fashion, and shall notify AML (through the National Office) and the Regional Vice Chairman (RVC) for the local group within two weeks of the results of elections and of changes in the officers of the group.
4. The Deputy Local Secretary (Deputy LocSec, or Vice President) shall assist the LocSec, be responsible for maintaining a list of ExComm Actions Still in Effect (Standing Orders), preside over meetings in the absence of the LocSec, and immediately and automatically succeed to the office of LocSec if that office becomes vacant. If a Recording Secretary has not been appointed or is unavailable, the Deputy LocSec shall take and maintain minutes at ExComm meetings.
5. Treasurer
- a. The Treasurer shall be responsible for financial matters of Central New Jersey Mensa, including the finances of the newsletter, and shall submit to the ExComm a semi-annual financial report that shall also be published in the newsletter. The financial report shall contain schedules of income, expenses, and balances of all funds under the control of the local group, including Regional Gathering, scholarship, and other special funds. The Treasurer shall ensure that the local group complies with all federal financial reporting requirements, including preparing and submitting an annual financial report to AML.
  - b. At least quarterly, the Treasurer shall submit to the LocSec, or the LocSec's designee (who must also be a voting member of the ExComm), statements from banks and any other institutions where the group's money is deposited, or shall cause a statement to be sent directly to the LocSec, or the LocSec's designee. All accounts must be separate accounts in the name of the local group, and shall have more than one signatory so that funds can be accessed in the temporary absence of the Treasurer. The Treasurer shall be one of the signatories on all accounts.

- c. The Treasurer shall, if necessary, assist the Editor in the preparation and submission of any postal forms that might be required. The Treasurer shall also maintain a listing of all equipment owned by the local group.
6. The Members at Large shall perform such duties as are assigned by the ExComm.
7. The Recording Secretary shall take and maintain minutes at ExComm meetings.
8. The Program Chair shall be responsible for arranging the monthly meeting (gathering), coordinating local group activities, and shall coordinate with and advise the Editor and other officers of these activities.
9. The Recruitment & Testing Chair shall be responsible for publicity, public relations, testing, and recruitment programs.
10. The Publications Officer shall be responsible for the newsletter, website, social media, and all publications of the chapter and may, with the consent of the ExComm, appoint an Editor, Circulation Director, Webmaster, Social Media Coordinator, or other roles as needed. The Publications Officer may also serve in any of these capacities, and will be assumed to hold such roles unless another appointee is confirmed by the ExComm.
11. The Editor shall edit the newsletter and shall prepare and publish Post Office forms if required. The outgoing Editor must turn over all Mensa property, including but not limited to files, materials, computer software, user IDs, passwords, and equipment in good order to the Publications Officer no later than 15 days after the outgoing Editor leaves office.
12. The ExComm shall appoint an Ombudsperson, who shall pursue local resolution of disputes and shall also perform such other duties as may be required for all local group ombudspersons by AML. The Ombudsperson may not be a member of the ExComm.
13. Appointed positions of the local group may include, but are not limited to, Area Coordinators for outlying groups of members and coordinators for other activities as deemed necessary.
14. The terms of office of elected officers shall be 2 years from April 1st to March 31st, or until installation of a properly qualified successor, except in the case of resignation; succession to higher office as provided in Article III, section 4; failure to maintain membership; or removal from office as provided in Article III, sections 15 or 16, or vacancies arising out of any other cause. Elections shall occur in even numbered years.
15. The term of office for all locally appointed officers and positions expires at the end of the term of office of the current elected officers, unless stated otherwise in these bylaws. Appointed officers, positions, and committees, including the position of committee chair, are appointed by the ExComm and may be removed from office by majority vote of the ExComm unless otherwise stated in these bylaws. No person who is the subject of a removal motion is eligible to vote on that motion.
16. Elected members of the ExComm may be removed from office for cause by unanimous vote of all other members of the ExComm or by recall election. A recall election may be called by a petition citing the reason for such action, signed by at

- least 10% of the membership of the local group as listed on the most recent membership roster available from AML, and presented at a regular or special meeting of the ExComm. The balloting provisions of a regular election shall apply, except that a recall election must be held within 60 days of presentation of the petition, and the dates set forth in Article VI shall be adjusted accordingly.
17. Any voting member of the ExComm may be removed from office for three consecutive unexcused absences at ExComm meetings, by a majority vote of the remaining members. A majority of the remaining members may excuse an absence.
  18. The ExComm shall select a replacement for any ExComm member, other than the LocSec, who resigns, is removed, is recalled, moves up to the position of LocSec in accordance with Article III, section 4, or vacates their position in any other way. A replacement for an elected officer is considered to be an elected officer whose term of office ends with the seating of elected members of the ExComm following the next regular elections.
  19. All elected and appointed officers shall turn over all Mensa property, including but not limited to files, equipment, computer software, user IDs, passwords, and materials pertaining to their offices to either their successor(s), to the current LocSec, or to another member of the ExComm no later than four weeks after leaving office unless otherwise stated in these bylaws. The sole exception is that the Ombudsperson may redact false, misleading, or otherwise unusually sensitive information when passing records along to the next Ombudsperson.
  20. An annual financial review shall be conducted each year at approximately twelve-month intervals. The ExComm shall appoint someone to conduct the review who was not involved in the issuing or collecting of money during the period being reviewed. The review shall include sampling receipts and viewing statements from banks and any other institutions where the group's money was held during the period being reviewed.

#### ARTICLE IV. PUBLICATION

1. The ExComm shall publish, at least quarterly, a newsletter that shall be the official publication of Central New Jersey Mensa. If an electronic version of the newsletter is created, the local group shall, if required by AML, observe the preferences of members regarding how their newsletters are to be delivered (electronically or printed), as filed with AML. The ExComm may, at its discretion, send printed copies of the newsletter in addition to the electronic version to members who would otherwise get only the electronic version.
2. The newsletter shall contain, at a minimum, notices of meetings and programs, required ballots, results of ExComm meetings and elections, amendments to the bylaws and related discussions and ballots, the semi-annual financial reports, and official communications to the membership from AML, the RVC, and the National, Regional, and local Ombudspersons.
3. The National, Regional, and local Ombudspersons, or their designees, may submit material to the Editor marked "for publication" that relates to official ombudsperson

duties. Anything so marked shall be given the highest practicable priority for publication in the newsletter.

4. Central New Jersey Mensa shall observe the preferences of members for data suppression and publication, as filed with AML, when publishing a local group roster or membership directory/register.

#### ARTICLE V. MEETINGS AND ACTIVITIES

1. Regular meetings or activities may be held at such times as may be appropriate; however, a regularly scheduled meeting of the ExComm and a membership activity must be held at least once a quarter. Notice of meetings and activities shall be published in the newsletter or otherwise sent to each member, the RVC, and the National Office. If remote electronic access to the meeting is allowed for the membership and others, notice of the technical requirements for such access is to be provided at least 48 hours in advance.
2. Special ExComm meetings may be called at any time by the LocSec or by a majority of the ExComm, and shall be called upon receipt by any member of the ExComm of a petition made in writing signed by at least 10% of the membership of the local group as listed on the most recent membership roster available from AML. The date, time, place, and purpose of the special meeting shall be announced in the newsletter, or by direct mail, to each member, the RVC, and the National Office, including technical requirements for remote access, if practicable, and shall be reported in the newsletter afterward. Advance notification is waived in case of an emergency, but reporting afterward in the newsletter is still required. No business other than that indicated in the notice calling the meeting may be acted on.
3. For both regularly scheduled and special meetings of the ExComm, a simple majority of all voting members of the ExComm constitutes a quorum to transact business, and tied votes are considered not passed.
4. Remote participation during meetings of the ExComm and of committees established by these bylaws is allowed. Any one or more members of the ExComm or committee may participate in such meeting by means of telephone, online conference, or similar communications equipment allowing all persons participating in the meeting to communicate with each other simultaneously; participation by such means constitutes presence in person at the meeting.
5. All physical meetings of the ExComm shall be held in a location within the geographical limits of the local group as assigned by the AMC.

#### ARTICLE VI. ELECTIONS

1. No later than October 1st before the general election, the ExComm shall appoint an Election Overseer who shall be responsible for conducting the election, creating the ballot, receiving and counting the returned ballots, and certifying the results. The Election Overseer may, in their sole discretion, form a committee to assist in performance of their duties. Committee members must meet the same eligibility requirements of as the Election Overseer. The term of the Election Overseer expires on May 1<sup>st</sup> following the election. The Election Overseer shall determine those

- election rules and regulations not covered in these bylaws, and shall cause them to be either (a) published in the November issue of the newsletter, or (b) mailed by post or electronically to all members of the local group no later than December 1st. In so doing, the Election Overseer shall strive to maintain the anonymity of voters.
2. The Election Overseer may not be a voting member of the ExComm or a candidate in the upcoming election.
  3. In the case of a recall or bylaws election, the ExComm shall appoint an Election Overseer who shall be responsible for conducting the election, creating the ballot in a timely manner, setting a date to count ballots, receiving and counting the returned ballots, and certifying the results. The Election Overseer shall remain in office until the election results are certified and all challenges, if any, are resolved.
  4. No later than December 31st before the general election, nominations may be made by petition signed by at least five (5) members of the local group and delivered to the Election Overseer. Candidates may submit a candidate statement, portrait photo, and/or other materials pursuant to rules prescribed by the Election Overseer.
  5. The Election Overseer shall create the ballot no later than the submission deadline for the February newsletter. Ballots shall contain the names of all nominated candidates in random order. No person's name may appear in more than one race on the same ballot. Ballots and voting instructions shall be printed in the February issue of the newsletter, including in the electronic version of the newsletter if such is available, or mailed by post or electronically to all members of the local group, contemporaneously with the publication of the February newsletter. Ballots shall contain all necessary instructions regarding return of ballots, including a description of the method(s) of voting and the deadline for receipt of ballots.
  6. Ballots must be returned to the Election Overseer and received no later than the deadline date shown on the ballot, which shall be March 15th in the case of a general election. Ballots received after that date shall not be counted. Ballots may be returned by mail, electronically if such option is available, or in person, but all members must be allowed to participate by postal mail at all stages of the election process if they so choose.
  7. The Election Overseer shall meet in public, or via virtual meeting, no later than March 25th to count the ballots. If a voter does not follow the rules for submitting ballots in such a way as to compromise confidentiality, but the ballot is otherwise acceptable, the ballot shall be accepted, and the voter shall be deemed to have waived confidentiality.
  8. A plurality of valid votes cast for each ExComm position shall constitute election. Votes that are tied shall be determined by the Election Overseer by a flip of a coin. The Election Overseer shall certify the results of the election to the LocSec and shall have the election results published in the next possible issue of the newsletter. The Election Overseer shall preserve the ballots for inspection by any member of Central New Jersey Mensa until May 1<sup>st</sup> following the election.
  9. Any challenges to the election must be made in writing to the Election Overseer and received within 30 days following the election. Any such challenges must be ruled

on within 14 days after the Election Overseer receives the challenge. Any actions by the ExComm while a challenge is pending are not affected by the outcome of any such challenge.

10. All elections, including but not limited to officers, bylaws changes, or referendums, may be conducted electronically in conformance with the requirements of this Article and as established by the Election Overseer.

#### **ARTICLE VII. AMENDMENTS**

1. Amendments to these bylaws may be proposed by the ExComm or by a written petition signed by at least twenty (20) members of the local group and received by any member of the ExComm. Such proposals shall be submitted first to the National Bylaws Committee for its approval to ballot. After approval to ballot has been received, the proposed amendment(s) shall be published in the next issue of the newsletter.
2. Ballots shall then be sent to every member of the local group using the election process described in Article VI. The balloting deadline shall be no less than 90 days following the first publication of the proposed amendment(s) in the newsletter. All dates shall be adjusted accordingly.
3. To become effective, an amendment to these bylaws shall require an affirmative vote of a majority of those casting valid ballots, as well as final approval by the AMC and filing of revised bylaws with the National Bylaws Committee. The National Bylaws Committee will tell the local group the effective date of the bylaws as amended.

#### **ARTICLE VIII. MENSA NAME AND LOGO**

1. American Mensa, Ltd. (AML) has granted a royalty free, nonexclusive license to Central New Jersey Mensa for the use of the mark “Mensa” and a logo, consisting of a globe over a stylized “M” within a border, in conjunction with the non-commercial uses of Central New Jersey Mensa. AML retains full ownership of the mark and logo and all statutory and common law rights in the mark and logo.

#### **ARTICLE IX. AUTHORITIES**

1. The Minimum Standard Bylaws for Local Groups of AML are implicitly included in these bylaws. The minimum requirements are enforceable even if they are not explicitly contained in these bylaws. If there is a conflict between these bylaws and the Minimum Standards, the Minimum Standards take precedence.
2. The rules contained in Robert’s Rules of Order, Newly Revised, latest edition, shall govern the local group in all cases to which they are applicable and not inconsistent with these bylaws.