

ANNUAL BUSINESS MEETING OF THE  
MUNICIPAL CLERKS' ASSOCIATION OF NEW JERSEY  
MONDAY, APRIL 25, 2016  
Tropicana Hotel & Casino, Atlantic City, NJ

President Keith Kazmark called the meeting to order at 10:20AM.  
President Keith Kazmark led the attendees in the Salute to the Flag.

ROLL CALL OF OFFICERS

Keith Kazmark, President; Denise Szabo, 1<sup>st</sup> Vice President; Dina Zawadski, 2<sup>nd</sup> Vice President; Kevin Galland, Treasurer; Diane M Pflugfelder, Secretary; John Mitch, Immediate Past President

Also Present: Joel Popkin, Executive Director; Steven P Goodell, Legal Counsel

INVOCATION

Past President Andrew Pavlica presented an invocation and requested a moment of silence for Jim Doherty

Past President Drew Pavlica offered the following remarks:

"I have been asked to keep the Invocation extremely short, and I will explain why at the end of it.

Those of you who would like to join me, kindly bow your heads and place yourself in God's presence. Heavenly Father and Almighty God, as we join together in education and networking and fellowship, we humbly ask you to bless us and look with favor on our efforts, that we may be useful to your people, whom we serve. We ask this in your holy name. Amen.

I will explain why the Invocation was so short, if everyone can please be seated at this time.

A little later today, we will have a Resolution in honor of those Municipal Clerks who have passed away during the past year. All have made contributions during their lives as Municipal Clerks, and none are greater than any other, but I've been asked to make a few short comments about Jim Doherty of Wantage Township and my experiences with him. So please forgive me if I make mention of myself in what I'm about to say about Jim.

As many of you know, earlier this month, Jim Doherty passed away from Hodgkin's Lymphoma, at age 57.

As time has gone by in my 29 year career as a Municipal Clerk, I worked more and more with Jim in regard to MCANJ activities, and our appreciation of each other grew and grew and we became good Municipal Clerk friends.

Jim was a professional friend to just about everyone up here on the dais and Jim was friends with so many of you in the audience. If you did not know Jim, Jim was a friend you just hadn't met, yet.

Jim was a relatively quiet and unassuming man who liked to work behind the scenes. He was a capable and patient and kind man and a very helpful man. Past President Sharon Brienza may have described Jim best when she said that when you looked up the word "gentleman" in the dictionary, Jim's picture should be next to it.

Many of you might know Jim best as the Editor of the Quill for the past 10 years or so, until he gave it up last July. Or, you might have known Jim best as the guy at our annual meetings, who so efficiently, but politely, called every County up to vote for the candidates for the Executive Board, whenever we had Elections.

When I was President of the MCANJ, four years ago, I was grateful for so many people who stepped up and helped. But the one guy I turned to time and time again to help me serve each and every one of you, was Jim Doherty.

When it was time for me, as your President, to point out problematic issues with proposed changes to OPRA and OPMA, it was Jim who volunteered to do it.

Jim's amazing, well thought-out, logical written response to the proposed OPRA Legislation, and to unkind comments about Municipal Clerks, made by the Senator who sponsored the Legislation, dazzled all of us on the MCANJ Executive Board, with his directness, statistics and facts - we were all glad that he was on our side!

When it came time to testify on our behalf, in regard to the OPRA Legislation, it was Jim who personally took the long drive to Trenton from Wantage, and whose recorded testimony went viral among Municipal Officials throughout the State because of its excellence.

It was Jim Doherty who invited me into his home in 2012, so he and I could put the finishing touches on the creation of the MCANJ Facebook Page that so many of us rely as a resource.

It was Jim Doherty, the "Elections Guru", who was a Rutgers Instructor, who educated so many Clerks for their RMC, and inspired so many of us as our teacher.

It was Jim Doherty, who was working with me until his last days to update the History of the MCANJ, for our 90th Anniversary, next year.

It was Jim Doherty who was Clerk of the Year in 2011.

Jim Doherty did so many things for this Association and for all of you and he was admired; and many people had great affection and even love for him.

Jim Doherty was our friend and he served us well.

Rest in peace, Jim. Your job is done.

At this time, I would kindly ask for a moment of silent reflection in his memory.

Thank you."

#### APPROVAL OF MINUTES

A motion by Sharon Brienza, Municipal Clerk, Branchburg Township, to adopt the MCANJ Annual Business Meeting Minutes of 27 April 2015 carried by voice vote by the membership.

#### TREASURER'S REPORT

A motion by Dina Zawadski to adopt the following Treasurer's Report carried.

Account Name	4/21/2016 Balance
Scholarship	13,870.50
Raffle	\$1,763.00
Operating	\$117,741.09

#### PROPOSED CONSTITUTION AND BYLAWS AMENDMENTS

A motion by Michelle Seigfried, Municipal Clerk, Township of Robbinsville, to adopt the proposed amendments to the by-laws carried.

**MUNICIPAL CLERKS' ASSOCIATION OF NEW JERSEY, INC.**  
**CONSTITUTION AND BYLAWS**

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**CONSTITUTION**  
**ARTICLE I**

**Section 1. General**

This corporation shall be known as the Municipal Clerks' Association of the State of New Jersey, hereinafter referred to as the Association.

**Section 2. Objectives**

This Association is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code), specifically:

1. Promoting education and training in the Municipal Clerks' industry.
2. Promote a better understanding of the official duties and obligations of its members.
3. Insofar as possible, set up uniform methods of procedure in the municipalities of New Jersey.

**Section 3. Compensation**

1. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers or other private persons. The Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
2. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on:
  - A. By an organization exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or
  - B. By an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

**Section 4. Fiscal Year**

The fiscal year of the Corporation shall be July 1 – June 30.

## **Section 5. Dissolution**

Upon the dissolution of this Association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a State or local government, for a public purpose.

## **ARTICLE II - MEMBERSHIP**

### **Section 1. Class of Membership**

1. Regular Members
  - A. Any person holding the office of Municipal Clerk, Acting Municipal Clerk, County Clerk, or Clerk of the Board of Chosen Freeholders of any municipality or county of the State of New Jersey, may become a Regular Member by making application therefor and by paying the dues recited in Bylaws, Article III, Section 1.
  - B. Only tenured Municipal Clerks shall be eligible to hold office in the Association, subject to the provisions of Article VI, Section 1.3 of the Constitution.
  
2. Associate Members
  - A. Any person holding the office of Deputy or Assistant Municipal Clerk, Deputy County Clerk, or Deputy Clerk of the Board of Chosen Freeholders, may become an Associate Member by making application therefor and by paying the dues as recited in Bylaws, Article III, Section 3.
  - B. An Associate Member may take part in the general discussion at meetings of the Association and may vote on matters to be voted upon by the Regular Members as herein provided in Section 2.
  - C. An Associate Member shall not be eligible to hold office in the Association.
  
3. Affiliate Members
  - A. Any person holding any governmental or education office of employment, or any other person interested in promoting the objectives of this Association who is not eligible for Regular, Associate or Honorary membership may become an Affiliate Member by making application therefor and by paying the dues as recited in Bylaws, Article III, Section 1.
  - B. An Affiliate Member may take part in the general discussion at meetings, but may not vote or hold office.
  
4. Honorary Members
  - A. Any Regular, Associate or Affiliate Member in good standing may, upon retirement, continue attendance at meetings as an Honorary Member. In addition, any person may be granted Honorary membership by resolution adopted at the Annual Meeting or at any special meeting. Such Honorary Member need not pay dues, but shall pay the cost of the luncheon or dinner provided such Honorary Member at any meeting attended.
  - B. An Honorary Member may take part in the general discussion at meetings, but may not vote or hold office.

## **Section 2. Membership Voting**

A Regular Member in good standing, or in his/her absence, his/her counterpart Associate Member in good standing, may vote at meetings. A member in good standing is one who has paid dues for the current year or no later than 4 months (November 1) after the start of the fiscal year (July 1 – June 30).

## **ARTICLE III - OFFICERS**

### **Section 1. Classes**

1. The officers shall consist of a President, First Vice-President, Second Vice-President, Treasurer, Secretary, Immediate Past President, in order as presented, and such other officers as occasion may require.
2. Officers must be members in good standing as defined in Article II, Section 2.
3. Officers may be reimbursed for out-of-pocket expenses, as approved by the Executive Board.
4. Officers shall serve for a period of one year to commence July 1 through June 30.
5. All incumbent officers shall be required to file with the secretary, by December 15, a Notice of Intent which shall stand to serve as their intention to either continue to ascend to the next highest office on the Executive Board or vacate their eligibility to do so. The Secretary shall distribute such Notice of Intent forms to each officer no later than December 1 of year. An incumbent officer's failure to file the complete Notice of Intent shall require the office to be filled in the manner prescribed in Article VII.
6. The incumbent President, Vice President, Second Vice-President, Treasurer and Secretary shall ascend automatically to next highest office following the completion of their current term so long as each individual shall continue to meet the qualifications prescribed in Article II and Article III, Section 1.3. The order of the office ascension shall be as follows:

First- Vice President to President  
Second Vice President to First-Vice President  
Treasurer to Second-Vice President  
Secretary to Treasurer  
President to Immediate Past President

7. The incoming Secretary shall be elected by ballot annually or as otherwise provided in Article VI.
8. All officers shall be duly sworn into office at the Annual Business Meeting.

### **Section 2. President**

1. The President shall preside at all meetings and shall supervise all activities of the Association.
2. The President shall appoint the members of all Standing Committees and such other committees as the President deems necessary.
3. The President shall each year appoint a member from each County Municipal Clerks' Association as a member of the Advisory Board. Before making such appointment, the President may confer with such County Association.
4. Each County Association shall designate one of its members to serve as Alternate Advisory Board Member from that county who, in the absence of the Board Member, shall be empowered to act on behalf of such absent member. Notice of such designation by each County Association should be forwarded to the President-Elect in June of each year.
5. The President shall, ex-officio, be a member of all Committees and shall be entitled to vote at committee meetings.
6. The President may Establish Ad Hoc Committees and appoint members thereto, for special short term projects not covered by the functions and responsibilities of the existing Standing Committees.

### **Section 3. Vice-Presidents**

**First Vice-President** - The First Vice-President shall assist the President in the discharge of the duties of that office, and, in the absence or inability of the President, perform the duties of that office and such other duties as the President shall direct. The First Vice-President shall be responsible for the Annual Meeting program and the education program during the Annual Education Conference.

**Second Vice-President** - The Second Vice-President shall assist the First Vice-President and the President, and in the absence or inability of either or both, shall perform such other duties as the President shall direct. The Second Vice-President shall also be responsible for the Annual Education Conference registrations.

#### **Section 4. Treasurer**

1. The Treasurer shall be responsible for the compliance of procedures for the issuance, receipt, and disbursement of the Association's funds and records as authorized by the Executive Board.
2. The Treasurer shall maintain a record of membership.
3. In consultation with the Executive Director, the Treasurer shall prepare the annual budget for presentation to the Executive Board at the Transition Meeting.
4. The Treasurer shall render a report at each Executive and Advisory Board meeting of the financial status of the Association, and with the approval of the Executive Board, be responsible for the investment of Association funds.
5. The Treasurer shall be bonded in an amount deemed adequate by the Executive Board, and shall render a final and complete financial report at the Annual Meeting.
6. The Treasurer's accounts shall be audited annually by the appointed auditor and a report rendered to the Association at the Annual Meeting.
7. The Treasurer shall transmit all reports and accounts of the Association to the successor of that office not later than August 15<sup>th</sup> following the expiration of the term of that office.

#### **Section 5. Secretary**

1. The Secretary shall keep a record of the attendance of the members of the Executive and Advisory Board attending all Executive and Advisory Board meetings.
2. The Secretary shall keep a book of minutes in which shall be recorded the business proceedings of the Association, and said minutes will be available at the Advisory Board meetings for review and approval. Once approved, said minutes shall be placed on the Association's website.
3. The Secretary shall be responsible for ensuring that mailing of notices of Executive and Advisory Committee meetings, amendments to the Constitution and By-Laws, and any other correspondence or special notices as necessary (the mailing can be electronic or by US mail as applicable) and perform such other duties as the President may assign as required. The Secretary shall be the keeper of the seal of the Association.
4. The Secretary shall transmit all records and accounts of the Association to the successor of that office not later than July 1st following the expiration of the term of that office.

#### **Section 6. Indemnification of Officers**

1. Every officer, when acting within the scope of the duties set forth in Article III of this Constitution, shall be provided legal representation at the expense of the Association and have all reasonable costs of suit and disbursements paid for any claims of any nature whatsoever arising out of the lawful exercise of the duties and responsibilities of that officer, provided that:
  - A. The officer acted in good faith and in a manner which the officer reasonably believes to be in or not opposed to the best interests of the Association; and
  - B. With respect to any criminal proceedings, the officer has no reasonable cause to believe the conduct was unlawful.The determination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the officer did not meet the applicable standards of conduct set forth in paragraphs 1.A and 1.B above.
2. The Association shall indemnify an officer against liability for any settlement, judgment, fines or penalties to the extent that the officer has been successful on the merits of the matter or otherwise in any proceeding which in the judgment of the Association, the officer has met the standards set forth in subsection 1.A and 1.B above, or in defense of any claim, issue or matter therein.

Indemnification for liability for any settlement, judgment, fines or penalties in any case not described in paragraphs 1.A or 1.B hereof, may be made by the Association only as authorized in a specific case upon a determination that indemnification is appropriate in the circumstances because the officer met the applicable standard of conduct set forth in

subsections 1.A and 1.B above. Said determination shall be made by the Executive Board as constituted under Article IV, Section 1. of this Constitution, except that no officer seeking indemnification shall participate in any manner whatsoever.

3. Counsel fees, costs of suit and disbursement incurred by an officer in connection with a proceeding may be paid by the Association in advance of the final disposition of the proceeding if authorized in the manner set forth above only upon receipt of a written undertaking or security from the officer acceptable to the Association's legal counsel to repay the amount unless it shall be ultimately determined that the agent is entitled to be indemnified as provided in paragraph 2.A.
4. No action to enforce an officer's right to indemnification under this section shall be brought prior to six months next following any final judgment, order or settlement in order to provide for the Executive Board to make a determination as provided for under subsection 2 hereof.
5. In the event that any provision of this section is judged to be invalid by a Court of competent jurisdiction, it is in the intent of the Association in adopting this section that the effect of such judgment be specifically limited only to that portion so found to be invalid.

## **ARTICLE IV - COMMITTEES**

### **Section 1. Executive Board**

1. The Executive Board shall consist of the President, First Vice-President, Second Vice-President, Treasurer, Secretary, and Immediate Past President.
  - A. The Executive Board shall have general supervision over the affairs of the Association, and have power to accept resignations from Officers, and have power to fill vacancies as may become necessary. See Article VII: Vacancy on Executive Board.
  - B. The Executive Board shall have power and authority to decide matters relating to the business of the Association, and shall report all action taken to the Advisory Committee.
    - 1) The Executive Board may execute contracts annually for the following positions:
      - a) Executive Director
      - b) Auditor
      - c) Legal Counsel
    - 2) All actions taken by the Executive Board shall be by majority vote of the full Board.

### **Section 2. Advisory Board**

1. The Advisory Board, consisting of the Executive Board, MCANJ President's designated County Association representatives (or Alternates as stated in Article III, Section 2 above) and the Past President's Council, together with the Chairpersons of each standing Committee, shall meet with the Executive Board for periodic updates of all matters of business relating to the Association as follows:
  - A. The Annual Meeting shall be held during the Annual Education Conference (March or April), at the call of the President. There shall be no fewer than three (3) Advisory Board Meetings held during the fiscal year for which the date and location shall be determined by the President.
  - B. If a member of the Advisory Board vacates his/her position as a Municipal Clerk in good standing during the term of his/her appointment on the Advisory Board, he/she may complete his term on the Advisory Board through June 30 of that year, at the President's discretion.

### **Section 3. Past Presidents' Council**

1. All Past Presidents of this Association and all Past Presidents of the International Institute of Municipal Clerks, who are still active members of this Association, shall constitute the Past Presidents' Council.
2. The Past Presidents' Council shall meet with and advise the Executive Board.

### **Section 4. Standing Committees**

1. The following shall be a list of the Standing Committees:
  - A. Constitution and Bylaws

- B. Education
- C. Education Conference(s)
- D. Elections
- E. Fundraising
- F. Information Technology
- G. Legislative Committee for Laws Pertaining to the Municipal Clerks' Profession
- H. Legal Defense Fund
- I. Manual Review
- J. Membership/Peer Alliance for Learning (PAL)
- K. Professional Development/Mini Conferences
- L. Public Relations
- M. QUILL
- N. Raffles
- O. Records
- P. Resolutions
- Q. Scholarship

2. Functions and Responsibilities of Standing Committees.

- A. The Constitution and Bylaws Committee shall recommend to the Executive Board any amendments to the Constitution and Bylaws.
- B. The Education Committee, in cooperation with Rutgers University, shall provide the educational opportunities required to achieve the certification and recertification as Registered Municipal Clerks. The Conference Committee, in conjunction with the Education Committee, shall prepare the education program for the Annual Education Conference.
- C. The Education Conference(s) Committee shall, in conjunction with the Executive Board, coordinate the programs and events at the Education Conference, or Conferences as the case may be, and shall contact the appropriate committees in such effort.
- D. The Elections Committee shall examine and evaluate the statutory requirements governing elections as well as any proposed changes in election law and make appropriate recommendations to the Executive Board regarding same.
- E. The Fundraising Committee shall plan and implement fundraising programs for the benefit of the MCANJ. The use of these funds will be used at the discretion of the Executive Board. By vote of the Executive Board, the MCANJ may advance funds to the Fundraising Committee for fundraising activities with reimbursement to the MCANJ Treasury from the fundraising proceeds, with primary consideration given to the Legal Defense Fund and the Scholarship Fund.
- F. The Information Technology Committee shall provide and review information shown on the MCANJ Web Page and other Association authorized social media. In addition, the Information Technology Committee shall advise the Executive Board of other means of technology useful to the Municipal Clerk. This may include, but not be limited to, an Annual Information Technology Expo and/or assisting with soliciting persons versed in technological hardware, software, peripherals, and other technological devices useful to the Municipal Clerk for the Education Conferences.
- G. The Legislative Committee for Laws Pertaining to the Municipal Clerks' Profession shall monitor and review all proposed legislation that may directly affect the Municipal Clerks' profession.
- H. The Legal Defense Fund is available by private subscription of the membership for their benefit and is established for financial and legal assistance to its participating members. The LDF Committee shall solicit membership and through its own Constitution and Bylaws oversee the operation of said Fund. The financial records of said Fund are maintained by the Executive Director. The Executive Board shall hear appeals sent to it by the LDF pursuant to the LDF bylaws and the Executive Board shall establish rules and procedures for same.
- I. The Manual Review Committee shall be charged with the annual review and publication of updates for the Municipal Clerks' Desk Reference Manual.
- J. The Membership/Peer Alliance for Learning Committee shall be charged with the duty of securing and maintaining the enrollment of all Municipal Clerks, County Clerks and the Clerks of the Boards of Chosen Freeholders in the State of New Jersey. It may be designated further as Membership-North, Membership-Central and Membership-South, at the discretion of the President and shall be responsible for promoting a mentoring program between newly appointed Municipal Clerks and experienced Registered Municipal Clerks to facilitate the training and education of new members.
- K. The Professional Development/Mini Conference Committee shall prepare and implement programs addressing the managerial and administrative skills necessary to



- meet the professional image of Municipal Clerks.
- L. The Public Relations Committee shall plan and organize the Booth at the Annual League of Municipalities Conference, as well as the information Booth at the Spring Education Conference. Additional duties include hospitality at all MCANJ events.
  - M. The QUILL Committee shall publish four (4) times a fiscal year, the official newsletter of the MCANJ.
  - N. The Raffles Committee shall conduct such appropriate events, as determined by the Executive Board. At the Transition Meeting of each year, the Executive Board will determine where the proceeds from the raffles should be directed.
  - O. The Records Committee shall review pertinent decisions of the Government Records Council regarding the Municipal Clerk's responsibility in complying with the Open Public Records act and amendments and supplements subsequently enacted thereto, and report back to the Executive Board with their findings and recommendations on a regular basis. The Records Committee shall, in addition thereto, offer any practical recommendations to the Executive Board regarding problems that have been encountered or other foreseeable problems that may be expected in order for Municipal Clerks to comply with OPRA, as well as any pertinent issues dealing with records management. The Chairman of the Records Committee shall be the MCANJ representative to the Government Records Council.
  - P. The Resolutions Committee shall prepare and present at the Annual Meeting, resolutions recognizing those Municipal Clerks who have retired or passed away since the last Annual Meeting, as well as present any resolutions passed by the County Associations requiring action by the membership. It shall also present appropriate resolutions of recognition and service to Associations or individuals. Resolutions shall be provided to the Secretary for inclusion in the minutes of the Annual Meeting.
  - Q. The Scholarship Committee shall award financial assistance to deserving member Municipal Clerks and Deputy Municipal Clerks for courses required for certification and recertification as Registered Municipal Clerks. The Executive Board may award stipends to any Committee Chairs, as deemed appropriate. These stipends shall be approved by Resolution of the Executive Board and stipulated in the Budget for the year.

## **ARTICLE V - AMENDMENTS**

### **Section 1. Procedure**

1. Amendment to this Constitution and Bylaws may be adopted at the Annual Meeting or any Special Meeting duly called, by a two-thirds vote of the members present, provided notice of such amendment was given to the members at least two weeks prior to the meeting at which such action is to take place.

## **ARTICLE VI - ELECTIONS**

### **Section 1. Nominations**

1. Any individual seeking to be a candidate for Secretary must file with the Secretary not later than January 15<sup>th</sup> of the year of the Annual Business Meeting. No additional applications shall be accepted after this date.
2. On February 15<sup>th</sup> of the year of the Annual Business Meeting all candidates shall receive verification of their candidacy from the Secretary.
3. All candidates shall have tenure of office, shall have experience and training for that office, shall have received the certification of Registered Municipal Clerk (RMC), and shall be actively employed as a Municipal Clerk.
4. If after the January 15<sup>th</sup> filing date for receipt of applications for candidates for the office of Secretary expires and no qualified applications have been received by the current Secretary, the office of Secretary shall be filled in the manner provided in paragraph 5 of this Section. Within 30 days after the filing date, the Executive Board shall choose a nominee from the qualified general membership for the office of Secretary for the ensuing year. The Executive Board shall notify the general membership that interested persons will be considered based on resumes and personal interviews. Interested persons must submit their resumes to the current Secretary by the deadline established in the notice distributed to the general membership. The Immediate Past President shall not vote to fill any vacancy on the

Executive Board. In the event of a vacancy during the term, the same procedure shall be followed.

5. In the case of a vacancy in the office of Secretary caused by virtue of the fact that the filing date for receipt of applications for candidates for the office of Secretary expires and no qualified applications have been received by the current Secretary, the Executive Board, within 30 days of said filing date, shall notify the general membership of such vacancy and that any qualified, as defined by Section 3, interested persons for the office will be considered. The Executive Board shall thereafter fill the vacancy with a qualified person, with the affirmative vote of the majority of the full membership thereof. In the event that a vacancy in the office of Secretary occurs due to any other reason, the provisions for filling such vacancy shall be as set forth in Article VII, Section 6.
6. If no applications are received in accordance with Section E, the Executive Board shall have the power to fill the vacancy with an individual who does not meet the tenure requirement as set forth in Section C for the position of Secretary. However, it shall be required that the applicant seek and receive the written consent of his/her entire governing body of the municipality where he/she is employed on a full time basis setting forth that there are no objections to the individual seeking said position and that it is acknowledged that the position will require the individual to be absent from the office from time to time.

## **Section 2. Elections**

1. If only one candidate has filed for the position of Secretary, then such candidate may be elected to office by means of a motion duly adopted at the Annual Business Meeting.
2. A contested election for the office of Secretary shall be held by printed ballot listing the names of the nominees. There shall be no nominations from the floor, nor shall write-in votes be counted.
3. The election shall be presided over by the officers and such other members as the President deems necessary. A plurality of the votes cast shall be required to elect. In the event of a tie, the two nominees receiving the highest number of votes shall be selected by lot drawn by the President, if he or she is present; or the First Vice-President, if present; or the Chair of the Annual Business Meeting.

## **Section 3. Campaigning for Office**

1. Following certification by the Secretary of a candidate's application, only the following practices shall be permitted for the purpose of campaigning for office:
  - A. No candidate or supporters may electioneer or distribute campaign literature at the Annual Education Conference or Annual Business Meeting.
  - B. MCANJ Campaign literature shall be financed solely by the candidate or his/her supporters. The candidate shall not utilize any MCANJ services for the distribution of campaign literature.
  - C. All verified candidates shall be required to furnish a basic biography/resume of their MCANJ and/or County Association activities, together with a headshot photograph, to the editor of the Quill by a date specified by the editor for a subsequent issue for publication.
  - D. Each candidate shall be required to present a narrative of no more than three minutes in length at the Annual Business Meeting prior to the Election.

# **ARTICLE VII - VACANCY ON EXECUTIVE BOARD**

## **Section 1. President**

If a vacancy occurs in the office of President, the First Vice-President shall become the Acting President and retain the duties of the First Vice-President for the remainder of the term. At the Annual Business Meeting, the First Vice-President shall succeed to the office of President without election.

## **Section 2. First Vice-President**

If a vacancy occurs in the office of First Vice President, all succeeding officers will ascend to the next office, thereby creating a vacancy in the office of Secretary. The Executive Board shall follow the procedure outlined under Article VI Section 1.4 to fill the position of Secretary from the qualified general membership.

### **Section 3. Second Vice-President and Treasurer**

If a vacancy occurs in the office of either the Second Vice President or the Treasurer, the person holding the office not vacant shall assume the duties of the vacant office until the end of the term.

### **Section 4. Secretary**

If a vacancy occurs in the office of Secretary prior to February 1st, the Executive Board shall follow the procedure outlined under Article VI Section 1 .4 to fill the position of Secretary from the qualified general membership. If a vacancy occurs in the office of Secretary after February 1st, the Executive Board may appoint the Executive Director for a stipend to be determined by the Executive Board, to fulfill the duties of the office until the end of the term.

### **Section 5. Employment Change**

If any member of MCANJ's Executive Board terminates his/her tenured employment, said officer must obtain a letter of support from the governing body of the new municipality and submit same to the Executive Board within ten (10) business days of commencement of the new employment position. Failure to comply with this section will cause a vacancy in this position on the Executive Board, to be filled as set forth in this Article.

### **Section 6. Other Vacancies/Removal**

**Vacancy:** In the event that an Officer is unable to attend all or part of a regular Executive Board meeting, an explanation, in writing, must be submitted in advance of the meeting to the President of the Executive Board providing the reason for the absence. Failure to submit a written explanation shall deem the absence to be unexcused. The Executive Board, at the next regular Executive Board meeting following the meeting at which an Executive Board Member is absent, as the first order of business, vote on the validity of the reason for the absence. For the absence to be considered excused, 2/3 of the full membership of the Executive Board must vote in the affirmative to excuse the absence. The responsibility for deciding what is a valid reason for an absence from a regular Executive Board meeting shall be as the sole discretion of the Executive Board. If an Officer is absent without an approved excuse by the Executive Board as provided for herein from two or more regular Executive Board meetings in one calendar year and/or has neglected or is unable to perform his or her duties of the office as set forth in Article II hereof, his or her office shall thereupon be declared vacant and the vacancy filled by the Executive Board in the manner provided here. Such a vacancy shall be declared by the affirmative vote of 2/3 of the full membership of the Executive Board, with the reasons for declaring the vacancy being set forth in writing at the time of the vote to fill the vacancy and shall be recorded in the minutes.

Such vacancy as heretofore described shall be filled by the Executive Board by informing the membership, within 30 days of the vacancy, that a vacancy exists, and that all interested qualified persons shall be considered to fill the vacancy based upon an application of the Executive Board, and any further information as may be required by the Executive Board. The Executive Board, by a majority affirmative vote of the full membership thereof, shall thereafter fill the vacancy. Should no qualified applicant apply, then the person serving as the Executive Director shall fill the vacancy for the balance of the term of office at a stipend to be set by the affirmative vote of the full membership of the Executive Board.

In the event that the vacancy still exists at the end of the current term, refer to Sections 1 through 4.

**Removal:** Officers may be removed by two-thirds majority vote of the Executive Board at a regular or special meeting for the following reasons; neglect of duty, malfeasance in office or other just cause. Prior to removal, the officer shall be given an opportunity to address the Executive Board at a regular or special meeting to be determined by the MCANJ President. At the conclusion of the meeting, any and all actions shall be recorded in the minutes of the Executive Board and shall be accompanied by a statement specifying the action taken.

## **BYLAWS**

### **ARTICLE I - MEETINGS**

#### **Section 1.**

The Annual Business Meeting shall be held in conjunction with the Annual Education Conference (March or April) at the call of the President. There shall be no fewer than three (3) Advisory Board Meetings held during the fiscal year for which the date and location shall be determined by the President.

**Section 2.**

Special meetings may be called by the President, either when deemed expedient, or upon the written request of fifteen members in good standing. Notice of special meetings shall be given to all members at least two (2) weeks in advance of such meeting.

**Section 3.**

Fifteen (15) of the members defined in this Section shall constitute a quorum for the transaction of business at Advisory Board meetings. For the purposes of a quorum and voting, members of the Advisory Board participating in Advisory Board meetings via conference call or other telecommunication devices will be considered present. Executive Board Members, Advisory Board Members, Alternate Advisory Board Members, if Advisory Board Members are not present, Chairpersons of Standing Committees, and Past Presidents will be eligible to vote. A majority vote shall determine all questions.

**Section 4.**

The discussion of partisan politics is prohibited.

**ARTICLE II - COMMITTEES**

**Section 1.**

Directly after taking office, the President shall appoint the Committees as listed in Article IV of the Constitution.

**Section 2.**

The President shall have the authority to appoint such other special committees as may be required as the occasion arises.

**ARTICLE III - DUES**

**Section 1.**

Annual Dues are established as follows:

Regular Members	\$100.00
Associate Members	\$ 75.00
Affiliate Members	\$ 75.00

The fiscal year for dues shall commence on July 1<sup>st</sup> of each year.

**ARTICLE IV - ORDER OF BUSINESS**

**Section 1.**

At all meetings, except Special Meetings and Advisory Committee meetings, the order of business shall be:

1. Roll Call
2. Reading of Minutes

3. Reports of Officers
4. Reports of Standing Committees
5. Reports of Special Committees
6. Communications
7. Unfinished Business
8. Election of Officers
9. New Business
10. General Discussion

## **ARTICLE V - RULES OF ORDER**

### **Section 1.**

*Robert's Rules of Order* shall govern all proceedings insofar as they are not inconsistent with the Constitution and Bylaws.

## **EFFECTIVE DATE**

### **Section 1.**

These Bylaws, as amended, shall become effective April 25, 2016.

#### RECOGNITION OF 2015-2016 COMMITTEE CHAIRS

President Keith Kazmark recognized the following Committee Chairs and thanked them for their efforts and service to the Association.

Constitution and Bylaws: Eileen Gore, Chair, Municipal Clerk, Township of Hamilton

Education: Joanne Kwasniewski, Chair, Municipal Clerk, Borough of Fair Lawn

Education Conference: Sharon Brienza, Co-Chair, Municipal Clerk, Township of Branchburg and, Heather Mailander, Co-Chair, Municipal Clerk, Village of Ridgewood

Elections: Linda Wanat, Chair, Municipal Clerk, Township of Montclair

Fundraising: Doreen Cali, Chair, Municipal Clerk, Borough of Roselle Park

Information Technology/Web Page: Daina Dale, Chair, Municipal Clerk, Borough of Harvey Cedars

Legal Defense Fund: Sharon Brienza, Chair, Municipal Clerk, Township of Branchburg

Legislative Committee for Laws Pertaining to the Municipal Clerk's Profession: Kim-Marie White, Chair, Municipal Clerk, Township of Eastampton

Manual Review: Joel Popkin, Coordinator, Executive Director, MCANJ; and, Deanna Bennett, Editor, Municipal Clerk, Borough of Haddonfield

Membership North: Andrew J. Pavlica, Chair, Municipal Clerk, City of Garfield

Membership Central: Cecilia Covino, Chair, Municipal Clerk, Town of Clinton

Membership South: Denise Brouse, Chair, Municipal Clerk, Borough of Merchantville

Past Presidents' Council: Andrew J. Pavlica, Chair, Municipal Clerk, City of Garfield

Public Relations – MCANJ Booth: Cecilia Covino, Co-Chair, Municipal Clerk, Town of Clinton

Quill: Joseph Kostecki, Editor, Municipal Clerk, Borough of S. Toms River

Raffles: Patty Hunt, Chair, Municipal Clerk, Township of Moorsetown

Records: Harold Wiener, Chair, Municipal Clerk, Township of Irvington

Resolutions: Sandra Bohinski, Co-Chair, Municipal Clerk, Borough of Helmetta and Marie Elena Macari, Co-Chair, Municipal Clerk, Borough of Saddle River

Scholarship: Cynthia Brown, Chair, Municipal Clerk, City of East Orange

Historical Report Committee: Andrew J. Pavlica, Municipal Clerk, City of Garfield and, James Doherty, Municipal Clerk, Township of Wantage

#### ANNOUNCEMENT OF SCHOLARSHIP WINNERS

Cynthia Brown, Municipal Clerk, City of East Orange, announced the following scholarship recipients:

- RMC Ashley S Wyatt, Township of Hillside  
Patricia W Donahue, Berkeley Heights  
Denise Kohan, Borough of Hillside  
Sonia Alves-Viveiros, City of Summit  
Lorraine Messiah, Township of Bergenfield  
Cassie Capparelli, Township of Branchburg  
Cindy Kilpatrick, Borough of Oradell
- CMC Paula Geletei, City of Atlantic City
- MMC Nikima S Muller, Township of Mount Holly

**TRIBUTE TO RETIRED MEMBERS**

A motion by John Mitch to adopt the following Resolution of Commendation for Retired Municipal Clerks carried.

*WHEREAS*, service to others is the best work of life; and

*WHEREAS*, continued, unselfish service is the backbone of our society and is to be commended and exemplified; and

*WHEREAS*, as a Municipal Clerk, knowing that you have shared in the growth and success of your community and this organization is a purpose fulfilled.

*NOW, THEREFORE, BE IT RESOLVED*, by the Municipal Clerks' Association of New Jersey, Inc., that we commend your dedication to the residents of your community and this organization, and point to it as an example to be exemplified and emulated; and

*BE IT FURTHER RESOLVED*, that honorary membership is bestowed upon the below-named retired Municipal Clerks in accordance with the MCANJ Constitution and ByLaws; and

*BE IT FURTHER RESOLVED*, that we extend to you, upon the occasion of your retirement, our gratitude and best wishes for good health, success and prosperity for many years to come to those Municipal Clerks named herein:

Atlantic County

- Joan Anderson, Township of Hamilton
- Rosemarie Freed, City of Margate

Bergen County

- Marie Elena Macari, Borough of Saddle River
- Helen Polito, Township of Lyndhurst

Burlington

- Mary Longbottom, Borough of Riverton

Essex County

- Dwight Mitchell, City of Orange

Cape May County

- Linda MacIntyre, Ocean City

Middlesex County

- Michael Januszka, Borough of Milltown
- Margaret Pemberton, Borough of Freehold

Monmouth County

- Jane Marban, Borough of Spring Lake
- Karen Siano, Borough of Eatontown

Morris County

- Lorenza Bly, Borough of Victory Gardens
- Lisa Lashaway, Township of Mount Olive

Somerset County

- Donald Kazar, Borough of South Bound Brook

Warren County

- Brenda Kleber, Township of Frelinghuysen

TRIBUTE TO DECEASED MEMBERS

A motion by Richard Phoenix to adopt the following Resolution of Commendation for Retired Municipal Clerks carried.

*WHEREAS*, the strength and spirit of a community are often reflected in the activities and successes of its employees; and

*WHEREAS*, throughout their tenure, Municipal Clerks serve their communities with complete professionalism and at all times demonstrate an extraordinary dedication, enthusiasm and community spirit; and

*WHEREAS*, as a Municipal Clerk, knowing that you have shared in the growth and success of our community and this organization is a purpose fulfilled.

*NOW THEREFORE, BE IT RESOLVED*, by the Municipal Clerks' Association of New Jersey, Inc., that we commend their dedication to the residents of their respective communities and this organization, and point to it as an example to be exemplified and emulated; and

*BE IT FURTHER RESOLVED*, that we extend to these individuals a moment of silence, dedicated to the memories of those who have left us for a greater service:

Bergen County

Judy Odo, Former Borough Clerk of Ho-Ho-Kus

Burlington County

Michael Chiaccio, Retired, Township of Riverside

Camden County

Dorothy Carlson, Retired, Borough of Stratford  
(1982 Clerk of the Year)

Lee C. Daniels, Retired, Borough of Audubon Park

Cape May County

Barbara Camp, Retired, Upper Township  
(2002 MCANJ President/1995 Clerk of the Year)

Peter P. Yecco, Retired, City of Wildwood  
(1989 Clerk of the Year)

Gloucester County

Shawn Menzies, Retired, Township of Mantua

Hunterdon County

Patricia Cregar, Retired, Township of East Amwell

Monmouth County

Judy Poling, Retired, Borough of Keyport  
Deborah Usalowicz, Deputy Clerk, Township of Marlboro

Ocean County

Betty Jane "Bettsey" Arnold, Retired, Borough of Seaside Heights

Salem County

Isabel McAllister, Retired, Borough of Woodstown  
Barbara Wright, Retired, City of Salem

Somerset County

Dorothy (Dot) Wilkie, Retired, Township of Bedminster

Union County

Doris Polidore, Retired, City of Garwood  
(1996 Clerk of the Year)

#### FRIEND OF THE MUNICIPAL CLERK AWARD

President Kazmark announced that the 2015-2016 recipients of the Friend of the Municipal Clerk Awards are Daniel J Kaminski and Richard Lustgarten, Esq. Mr. Kaminski for all his years of support to the MCANJ as the DCA Certification Unit Manager and Mr. Lustgarten for his contributions to MCANJ as legal counsel.

#### L. MANUEL HIRSHBLOND DISTINGUISHED SERVICE AWARD

President Kazmark announced that the 2015-2016 recipient of the L. Manuel Hirshblond Distinguished Service Award was Brian Borri of Cit-Net for his coordination with First Vice President Szabo in maintaining MCANJ website and software programs.

#### STATE OF THE ASSOCIATION ADDRESS

Keith Kazmark, 2015-2016 President, MCANJ, Municipal Clerk, and Borough of Elmwood Park reported that MCANJ has a membership of over 700 members and is in strong financial condition. He reported visiting 17 of the 22 County Associations within the State to listen to concerns and interests of the members. President Kazmark thanked Immediate Past President Mitch for his patience, respect and leadership implementing changes in MCANJ during his tenure as President. President Kazmark expressed his gratitude to First Vice-President Szabo for moving MCANJ into the 21<sup>st</sup> Century with electronic programming.

President Kazmark continued his State of the Association Address by informing the membership on the status of OPRA/OPMA legislature, MCANJ Scholarship opportunities and communication to the membership through Facebook and e-blasts. He thanked Richard Lustgarten for having served as legal counsel to the MCANJ and wished him well in his retirement. The appreciation continued onto Laura Flagg, Rutgers Senior Program Coordinator, for her work with MCANJ on education sessions as well as the IIMC 2016 Region II Conference that was held in New Jersey. President Kazmark welcomes Steven P Goodell as the newly appointed Legal Counsel for MCANJ.

President Kazmark reminded everyone that Vincent Buttiglieri of Ocean Township, Monmouth County, Past President of MCANJ, would be sworn in as IIMC President at the Annual IIMC Education Conference in Omaha, Nebraska in May 2016.

In closing, President Kazmark thanked the Executive Board for their efforts to make this a productive year. He thanked the MCANJ membership for allowing him this honor of representing them as MCANJ President.

#### RECOGNITION OF INSTRUCTORS OF MUNICIPAL CLERKS COURSES

Laura Flagg, Associate Program Specialist, Rutgers University recognized the following instructors:

- Amy Antonides, Borough of South Plainfield
- Jennica Bileci, Township of Mantua
- Kathrine Coviello, Township of Mahwah
- James Doherty, Township of Wantage
- Mary P. Madonna, Borough of Surf City
- J. Mark Mutter, Township of Toms River
- Lucy Samuelson, City of Somers Point
- Robert Sloan, City of Bayonne
- Kim-Marie White, Township of Eastampton
- Elaine B. Kennedy, Retired

#### ANNOUNCEMENT OF 2013/2014 REGISTERED MUNICIPAL CLERKS CERTIFICATION RECIPIENTS

Joanne Kwasniewski, Chair, Education Committee; Municipal Clerk, Borough of Fair Lawn acknowledged the following recipients for their achievement.

#### April 2015 Registered Municipal Clerks

Susan A. Anastasio-Quinones	Lisa H. Hand	Katherine T. Martin
Regina L. Angelo	Patricia A. Harbora	Nikima S. Muller
Johanna M. Casey	Kevin D. Harris	Sandra F. Pirozzi
Debra J. Chandler	Jimmy Homsj	Lori T. Reibrich
Charlet Cheeseman	Janice F. Hughes	Jennifer L. Rocco
Deborah A. Dakin	Susan D. Jackson	Cheryl Russomanno
Patricia J. DeClesis	Antoinette Jones	Debra L. Shaw-Blemings
Lois M Elder	Margot G. Kaye	Suzanne M. Stocker
Elaine Erlewein	Ann M. Kilduff	Christine M. VonOesen
Lisa M. Fania	Victoria L. Kleiner	Stephanie J. Wehmann
Valerie L. Galizia	Catherine D. LaPorta	Angela White
Coleen A. Goddel	Michele M. Levine	Lauren M. Zyriek



October 2015 Registered Municipal Clerks

Norma I. Carbin	Melissa A. Hesler	Denean Probasco
Eric M Colvin	Beverly A. Konopada	Margaret M. Riggio
Carla Conner	Monica A. Kyle	Gail M. Rulli
Kristen L. DeNorchia	Holly Locandro	Patricia A. Seger
Christopher W. Eilert	Roger R Locandro	Gabriella Siboni
Daneen D. Fuss	Carla C Mecionis	Marilyn L. Simons
Teri L. Giercyk	Kathleen L. Moore	Cordelia M. Staton
John A. Gregory	Christine Pfeiffer	Tara L. Ventola

RECOGNITION OF 2015-2016 CMC AND MMC AWARDS

Vincent Buttiglieri, IIMC First Vice-President, Municipal Clerk, Township of Ocean (Monmouth) and Andrew Pavlica, IIMC Region II Director, Municipal Clerk, City of Garfield acknowledged the following recipients;

Master Municipal Clerks

Patricia A. Frontino, Borough of Glassboro  
Kathy Norcia, Township of Lawrence

Certified Municipal Clerks

Gay M. Huber, Township of West Windsor  
Beth Kara, Township of Colts Neck

PRESENTATION OF THE 2016-2017 MUNICIPAL CLERK OF THE YEAR AWARD

Joanne Kwasniewski, 2015-2016 Municipal Clerk of the Year, Municipal Clerk, Township of Fairlawn, presented the 2016-2017 Municipal Clerk of the Year award to Sharon Young, Municipal Clerk, Township of West Windsor.

MCANJ 2016-2017 Clerk of the Year  
Sharon Young

Like so many of our outstanding MCANJ members, Sharon Young, the West Windsor Municipal Clerk, started her career in municipal government coming up through the ranks while accumulating valuable institutional knowledge which helped develop her skills as a Municipal Clerk.

In 1998, she began her career in Municipal Government in the Code Enforcement Office and then was hired by the Engineering Department. Eighteen years later she continues to serve in the same municipality.

In June 1999 she accepted the Deputy Clerk position until she attained her RMC, when she was appointed Municipal Clerk in April 2002. In June 2005 she attained her CMC, and in April 2010 her MMC.

Prior to her career in municipal government, Sharon accumulated twenty years of employment experience with several companies in managerial positions that operated in the business of microfilm processing, laser printing, and computer programming for overall data management—another skill set which was a perfect fit for a municipal clerk.

Sharon has been an active participant of MCANJ for many years, always available to lend a hand. She has been a member of many MCANJ Committees over her career. She currently serves as the Mercer County Advisory Board Member to MCANJ, on the Rutgers University Education Committee, and on the MCANJ Education & Professional Development Committee.

She has been a speaker at various MCANJ and County-sponsored seminars and offers her assistance in every way possible for service to both the MCANJ organization and to individual clerks as a mentor.

She loves the Jersey Shore, riding her bike through all the unique beach towns from Spring Lake to Asbury Park, and gardening. She serves as a deacon in the Newtown Presbyterian Church and participates in numerous charitable organizations.

When asked what she loves about her job the most, Sharon states: “The diversity of the duties of a Municipal Clerk and the fundamental role of the Clerk has in local government from Elections to Licensing to managing the responsibilities as the Secretary to the Governing Body.”

#### 2016-2017 SLATE OF OFFICERS

Secretary Diane M Pflugfelder presented the slate of officers for 2016-2017.

President	Denise Szabo, Township of Bernards
1st Vice President	Dina Zawadski, Township of Deptford
2nd Vice President	Kevin Galland, Borough of Woodland Park
Treasurer	Diane M Pflugfelder, Township of Liberty
Secretary	Eileen Gore, Township of Hamilton
Immediate Past President:	Keith Kazmark, Borough of Elmwood Park

Motion made by Heather Mailander, Municipal Clerk, Village of Ridgewood, to approve the 2016-2017 Slate of Officers carried by voice vote by the membership.

#### LEGISLATIVE UPDATE

Lori Buckelew, Legislative Analyst NJSLM, presented new and pending legislation impacting the duties of the Municipal Clerk.

#### 2016-2017 CONFERENCE REGISTRATION DRAWING

President Kazmark announced that the 2016-2017 Conference Registration Drawing would be conducted on Wednesday, 27 April 2016 following the conclusion of the last education session, ABC licensing and Permits.

#### ADJOURNMENT

A motion by John Mitch, Municipal Clerk, Township of Woodbridge, carried by voice vote by the membership at 11:47 AM.

Diane M Pflugfelder, MCANJ Secretary

#### APPENDIX

Business cards were drawn to select nine winners for a free 2016-2017 Conference Registration at the end of the conference.

Kathleen D Hoffman, Municipal Clerk, Township of Southampton  
Cathy Drummond, Municipal Clerk, Borough of Hampton  
Annamarie O’Connor, Municipal Clerk, Borough of Edgewater  
Sandra Bohinski, Municipal Clerk, Borough of Helmetta  
Michelle L DeRocco, Municipal Clerk, Borough of Watchung  
Kathryn Circulli, Municipal Clerk, Township of Lakewood  
Teresa Ann Oswin, Deputy Municipal Clerk, Town of Newton  
Michele D Miller, Municipal Clerk, Borough of Somerdale  
Laurie E Gompf, Municipal Clerk, Township of Hopewell

Business cards were drawn to select Alternate Winners for a free 2016-2017 Conference Registration at the end of the conference.

Alternate #1 – Julie Martin, Municipal Clerk, Borough of Eatontown  
Alternate #2 – Carla Conner, Municipal Clerk, Township of Clinton  
Alternate #3 – Valerie Tornick-Heilweil, Municipal Clerk, Borough of Keyport  
Alternate #4 – Jaime L Evelina (only phone number provided)