

**CONSTITUTION**  
OF THE  
**New Jersey**  
**Self Insurers'**  
**Association**

Adopted May 1, 1958  
Amended 1983

1 JOSEPH DRIVE  
LINCROFT, N.J. 07738

ARTICLE I  
**ASSOCIATION AND MEMBERSHIP**

Section 1. **Name.** The name of this organization shall be NEW JERSEY SELF INSURERS' ASSOCIATION.

Section 2. **Purpose.** The object of this Association is as follows: to extend and perpetuate the policy of sound and conservative self-insurance; to promote and protect the interests of self-insurers; to furnish opportunities for the Members of the Association to confer upon and discuss questions affecting the subject of self-insurance and the status of self-insurers; to furnish to the Members of the Association information regarding proposed laws affecting the right of self-insurance and the status of self-insurers; to keep the Members of the Association advised relative to administration of and decisions under laws which may be of interest to self-insurers.

Section 3. **Members.** (a) Any employer being a self insurer in New Jersey for Workers' Compensation shall be eligible for active membership in this Association.

(b) Any employer who, by special arrangement with its insurance carrier, in any way handles, or is responsible for the processing of Workers' Compensation claims may be eligible for active membership in this Association.

(c) Any person or employer who provides administrative services to a self insured employer as defined in (a) or (b) of this section shall be eligible for non-voting associate membership in this Association.

(d) Membership shall become effective upon approval of a suitable application by a two-thirds vote of the Board of Managers. The membership of a Member shall automatically terminate in the event such member shall cease to be a self-insurer or otherwise fail to qualify as a Member.

Section 4. **Removal or Withdrawal.** The Board of Managers by a two-thirds vote may remove or suspend any Member for cause at any time upon ten days' notice followed by a hearing. In case of removal, the Treasurer shall refund to the Member so removed the proportion of dues for the un-expired portion of the year for which same are paid. Any Member may withdraw from this Association on written notice to the Executive Secretary.

ARTICLE II  
**BOARD OF MANAGERS**

Section 1. **Number.** The Board of Managers shall be composed of not more than twenty nor less than twelve active Members.

Section 2. **Election, Term of Office and Vacancies.** Members of the Board of Managers shall be elected each year by the Members at the Annual meeting of the Association, to serve for a term of three years or until their successors shall have been elected. Vacancies in the Board of Managers may be filled by a majority vote of the remaining Members of the Board to hold office until the next Annual Meeting, at which time a successor shall be elected for the un-expired term of the vacancy.

Section 3. **Powers and Duties.** The management of this Association shall be vested in the Board of Managers. Without in any way limiting the generality of the foregoing, the Board of Managers may make such rules and by-laws not contrary to this Constitution as it may determine to be necessary or desirable; it may authorize such expenditures, salaries or allowances as in its judgment may be required to carry on the work of the Association; it may from time to time appoint such committees, agents or employees as it shall deem necessary, each of whom shall hold office for such period, have such authority and perform such duties as the Board of Managers may from time to time determine.

Section 4. **Legislative Committee.** There shall be a Legislative Committee which shall consist of no less than three members, of which the President shall be one, and which shall meet periodically during the year. It shall be the duty of this Committee to study proposed or pending legislation in the light of the object of this Association and to prepare any necessary or desirable new legislation.

Section 5. **Finance Committee.** There shall be a Finance Committee consisting of three members appointed from the Board of Managers. The Committee shall advise and consult with the Treasurer from time to time regarding the financial affairs of the Association. It shall be the duty of this Committee to audit the accounts of the Treasurer and to certify to the correctness thereof at least once a year.

### ARTICLE III OFFICERS

Section 1. **Number.** The Officers of this Association shall consist of a President, Vice President, Executive Secretary and Treasurer.

Section 2. **Election, Term of Office and Vacancies.** The Officers of the Association shall be chosen annually by the Board of Managers at their Annual meeting and shall at all times be subject to the orders, rules and regulations of said Board. Each Officer shall serve for a term of one year, or until his successor shall have been duly chosen and qualified, or until he shall resign. A vacancy in any office for any cause shall be filled for the un-expired portion of the term by a two-thirds vote of the Board of Managers.

Section 3. **President.** The President shall be the Executive Officer of the Association and Chairman of the Board of Managers. He shall preside at all meetings of the Association and Board of Managers, and perform such other duties as are usually performed by a principal Executive Officer, including the appointment of committees, subject to approval of the Board of Managers.

Section 4. **Vice President.** The Vice President, in the absence of the President, shall perform the duties of the President and in case of vacancy in the office of the President shall perform the duties of that office until a President shall have been elected.

Section 5. **Executive Secretary.** The Executive Secretary shall keep the Members of the Association informed regarding proposed laws affecting the right of self-insurance and the status of self insurers, and the administration of and decisions under laws which may be of interest to self-insurers, in accordance with the purpose of the Association as set forth in Article I, Section 2, hereof. He shall also keep the Minutes of the meetings of the Association and of the Board of Managers. He shall give all notices required to be given, and shall keep an accurate record of the proceedings and activities of the Association. The Executive Secretary shall aid the Treasurer in handling the finances of the Association. He shall perform such other duties as may be assigned to him by the Board of Managers or the President.

Section 6. **Treasurer.** The Treasurer shall have custody of and be responsible for all funds of the Association and the deposit of such funds in the name of the Association in such banks, trust companies or other depositories as the Board of Managers may direct. He shall at all reasonable times exhibit the books of account and records to the Board of Managers; he shall render a statement of the condition of the finances of the Association at the Annual Meetings of the Association and at such other times as may be required of him; he shall be responsible for the books of account and the receipt of moneys due and payable to the Association and in general perform all the duties incident to the office of Treasurer.

Section 7. **Salary.** The Executive Secretary shall receive such remuneration and expenses as the Board of Managers may direct, but all other officers of the Association shall serve without compensation.

#### ARTICLE IV MEETINGS

Section 1. **Association.** The Annual Meeting of the Association shall be held each year on a date which shall not be later than October 30 and at a place to be fixed by the Board of Managers. Special Meetings of the Association may be called at any time by the President, and upon the request of seven Members. It shall be the duty of the President to call such meeting. At least 10 days' notice of the Annual or a Special Meeting shall be mailed to each member by the Executive Secretary. Twelve or more Members shall constitute a quorum at each meeting. At all meetings, each "active" Member shall be entitled to one vote.

Section 2. **Board of Managers.** The Annual Meeting of the Board of Managers shall be held on the same day as the Annual Meeting of the Association. Other meetings of the Board of Managers shall be called by the Chairman of the Board of Managers or by the Executive Secretary at the request of three members of the Board. A majority of the Board of Managers shall constitute a quorum at its meetings.

## ARTICLE V FINANCES

Section 1. **Dues.** The annual dues shall be fixed by the Board of Managers.

Section 2. **Annual Report.** Prior to the Annual Meeting of the Association, the Treasurer shall prepare a statement of receipts and disbursements during the twelve months ending September 30 of each year, together with a balance sheet showing assets and liabilities at the end of such period. These statements shall be approved by the Finance Committee and the President, and shall be made available to the members at the Annual Meeting.

Section 3. **Limitation of Liability.** No individual, officer or member of the Board of Managers shall make or incur any debt or liability in the name of the Association or in its behalf or for its interest, except as duly authorized to do so as hereinbefore provided. No officer, committee or member of the Board of Managers shall contract or incur any liability on behalf of the Association unless and until the money to meet the same in full is in the Treasury of the Association and the liability has been duly authorized by the Board of Managers. Any person, officer or member of the Board of Managers incurring any such unauthorized debt or obligation shall be personally liable for such debt or obligation and shall hold this Association and its Members harmless from the same.

## ARTICLE VI AMENDMENTS

Section 1. **Procedure.** This Constitution may be revised or amended at any time by a two-thirds vote of the Board of Managers, but any such revision or amendment shall not become effective until it is ratified by one of the following methods: (a) by a two-thirds vote of the members present and voting at any Annual Meeting or any other meeting of the Association called for that purpose; (b) by a mail vote, in which event the affirmative vote of two-thirds of the members shall be required.