

GARDEN STATE EMPLOYMENT & TRAINING ASSOCIATION BY-LAWS

ARTICLE I - NAME

The name of this organization shall be the Garden State Employment and Training Association, Inc., hereinafter referred to as GSETA or the Association.

ARTICLE II—STATEMENT OF PURPOSE

The purpose of this Association is:

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| Section 1 | To provide a forum for the advancement of the workforce development profession. |
| Section 2 | To effectively improve the leadership and expertise of the collective membership, as well as all appropriate public and private agencies, organizations and institutions, in order to achieve the highest degree of collaboration in the development and execution of state, regional and national workforce development policy; |
| Section 3 | To serve as a clearinghouse on workforce development matters and issues; |
| Section 4 | To issue workforce development publications at appropriate intervals |
| Section 5 | To carry out research and evaluation studies and demonstration projects and professional development in the field of workforce development and related services; |
| Section 6 | To exercise all other corporate powers granted to non-stock corporations by virtue of the provisions of the General Statutes of the State of New Jersey in order to achieve the foregoing purposes. |

ARTICLE III—MEMBERSHIP

Section 1 Reserved Membership Seats

Each of New Jersey’s designated local Workforce Development Areas are entitled to hold a Reserved Membership Seat in the Garden State Employment and Training Association.

In order to fully participate in the business of the Association, all Reserved Members must be in good standing. Good standing is defined as being current with all financial obligations, and in attendance for a minimum of sixty percent (60%) of the Association meetings each year which includes participation via conference call.

- A One (1) seat for the Director/Coordinator of the Workforce Development Board.
- B One (1) seat for the Administrator/Director, or a representative of the Administrator/Director, of the agency that has been designated as the Grant Recipient of Workforce Innovation and Opportunity

Act funding. If not the Administrator/Director, the designated individual shall be a senior administrator with substantial management and/or policy-making authority.

- C Two (2) seats for the Manager/Director, or representative of the Manager/Director, of the agency designated to administer Federal and State workforce funding, by the Grant Recipient of Workforce Innovation and Opportunity Act funding. If not the Manager/Director, the designated individual shall be a senior administrator with substantial management and/or policy-making authority.
- D In a multi-jurisdictional local Workforce Development Area where more than one duly designated agency serves as the designated One-Stop System Administrator/Director one seat shall be reserved, in addition to the reserved seat described in section Article III Section 1 C of these By-Laws, for a representative of said entity providing that such representative is a senior administrator with substantial management and/or policy making authority.

Section 2.

Affiliate Membership Seats

One (1) representative of any legally incorporated entity as defined by the Internal Revenue Service Code or any other statewide professional organization that demonstrates a vested interest in workforce development shall be eligible to hold an Affiliate Membership Seat in the Garden State Employment & Training Association. Such membership must be approved by a majority of the Executive Committee, and such membership must be approved by two-thirds of the total Reserved membership seats, as reflected by the Secretary's roster, through a ballot vote.

Section 3.

Alternates

- A Any GSETA Member in good standing may designate an official Alternate to represent him or her at GSETA meetings and other events of the Association.
- B In designating an Alternate, the GSETA member transfers all rights and privileges of his or her GSETA membership to the Alternate, and the Alternate shall enjoy the same rights and privileges of the member he or she represents.
- C The Secretary of the Association must receive written notification from the GSETA member that specifically names the Alternate.
- D An individual designated as an Alternate must be affiliated with the same agency as the Member he or she represents, and must have substantial management and/or policy-making authority in that agency.
- E GSETA Members are not eligible to serve as Alternates.
- F An individual is not permitted to serve simultaneously as an Alternate for more than one GSETA Member.

- G Any GSETA Member who designates an Alternate has the right to release said Alternate, thereby transferring the rights and privileges of a GSETA Member from the Alternate back to the Member. The GSETA member must notify the Secretary of the Association, in writing, of this change and must also advise the Alternate.

Section 4.

Partnership Level of Membership

- A Any Workforce Development Organization is welcome to become a member of GSETA at a Partnership Level. Within this, Partnership level of membership is described as the following
- B In order to fully participate in the business of the Association, all Reserved Members must be in good standing. Good standing is defined as being current with all financial obligations, and in attendance for a minimum of sixty percent (60%) of the Association meetings each year which includes participation via conference call.
- C. No voting rights will be granted to those at a partnership level of membership.
- D. Those at a partnership level of membership are permitted to attend any and all GSETA membership meetings and committee meetings.
- E. During the designated program year of Partnership level of membership, members of this level will NOT be eligible to run for Office of an Executive Member of the Board.

ARTICLE IV—MEETINGS

Section 1

Annual Meeting

In May of each year, the Association shall hold its Annual Meeting to conduct the following, and other appropriate business:

- A Bi-annually, the nomination and election of officers, each for a two (2) year term beginning July 1 of that year and ending June 30 of the second year thereafter.
- B Discussion of a preliminary budget, subject to final approval at the regular July meeting of the Association.
- C Discussion of annual dues schedule, subject to final approval at the regular July meeting of the Association.
- D Discussion of policies for billing members and alternates for costs incurred for meetings and other events for which members or alternates reserve places, but do not attend.

Section 2

Regular Meetings

Meetings of the Association will be held at least quarterly, on dates determined by the Executive Committee. Notice of all meetings will be provided to the membership at least one (1) week prior to the planned meeting date.

Section 3

Electronic Meetings

Teleconference meetings may be held as long as special rules of order and standing rules are adopted to ensure participants are heard and recognized.

- Section 4 Agenda Items
Items for discussion and/or action may be submitted to the President by any Member of the Association holding a Reserved Seat, or that Member's duly designated Alternate, for consideration as agenda items in advance of meetings.
- Section 5 Quorum Requirements
A quorum shall consist of one-third of the Members in good standing holding Reserved Membership Seats, or their duly authorized Alternates.
- Section 6 Special Meetings
Special meetings may be called by the President of the Association, or by two-thirds of the Members holding Reserved Membership Seats, providing that a minimum of one (1) week's notice is circulated to all members prior to the proposed meeting date.
- Section 7 Meeting Attendance
A Members of the Association holding Reserved Membership Seats, or their designated Alternates, have the right to attend all meetings of the Association.
B Members of the Association holding Affiliate Membership Seats, or their designated Alternates, have the right to attend any GSETA meetings held in conjunction with the Annual GSETA Conference.

ARTICLE V - VOTING

- Section 1 Eligibility to Vote
A Members of the Association in good standing holding Reserved Membership Seats, or their designated Alternates, shall have the right to vote on any matters before the Association.
B Members of the Association holding Affiliate Membership Seats, or their certified Alternates, shall not have the right to vote on any matters before the Association.
C Vote by email shall be acceptable unless explicitly disallowed.

ARTICLE VI—PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the procedural rules of the Association.

ARTICLE VII—OFFICERS OF THE ASSOCIATION

- Section 1 Number

The officers of the Association shall be one (1) President, one (1) First Vice-President, one (1) Second Vice-President, one (1) Secretary, one (1) Treasurer and three (3) Trustees.

Section 2

Eligibility

Only Members of the Association in good standing holding Reserved Membership Seats for a minimum of one (1) year prior to an election, and as described in Article III Section 1 of these By-Laws, are permitted to serve as officers of the Association.

Section 3

Term

The officers shall take office on the first day of July following their election in May and shall hold office for a two-year term through June of the succeeding year.

The President of the Association may not serve consecutive terms.

Section 4

Removal

Officers may be removed by two-thirds vote of the Reserved Members in good standing if any of the following occurs:

- a. An Officer fails to perform his or her duties as outlined in Article VII Sections 4 through 7
- b. If an Officer is absent and unexcused from more than two meetings in a twelve month period. The President is empowered to excuse Officers from attendance for a reason deemed adequate and the 1st Vice President is empowered to excuse the President for a reason deemed adequate.

Section 5

Executive Committee Composition and Representation

The Executive Committee shall include equal representation of Workforce Development Board (WDB) Directors and One Stop Operations Representatives. Equal Representation shall be defined as have a numerical equal number of members from each group, or as close to equal as is reasonably possible based on eligible officers.

Section 6

Powers and Duties of the President

The President shall preside at all meetings of the Association and its Executive Committee. The President shall give a written Annual Report to the General Membership. He/she shall perform all duties incident to the Office of the President of the Association and such other duties as may be prescribed by the Association from time to time. The President shall appoint liaisons to appropriate organizations such as, but not limited to, the New Jersey State Employment and Training Commission, the New Jersey Association of Counties and the New Jersey Conference of Mayors.

Section 7

Powers and Duties of the Vice Presidents

The President will designate the areas of responsibility for each Vice President.

- A **The First Vice President** shall preside at meetings in the absence of the President. In the event of a vacancy in the office of President, the First Vice President shall assume the duties of the President until a successor is appointed in accordance with Article VIII, Section 4 of these By-Laws.
- B **The Second Vice President** shall preside at meetings during the absence of the President and First Vice President. In the event of a vacancy in the office of First Vice President, the Second Vice President shall assume the duties of the First Vice President until a successor is appointed in accordance with Article VIII, Section 4 of these By-Laws. The Second Vice President shall be responsible to oversee all professional development initiatives of the Association.

Section 8

Powers and Duties of the Secretary

- A. The Secretary shall keep the minutes of the Association and the Executive Committee meetings
- B. Ensure that all notices are duly given in accordance with the provisions of these By-Law
- C. Be custodian of the records of the Association
- D. Keep the current register of the mailing address and telephone number of each Association Member and Alternate, and in general perform all other duties incident to the office.

Section 9

Power and Duties of the Treasurer

- A The Treasurer shall exercise such care and custody of all funds and management and control thereof as the Association may direct. The Treasurer shall maintain an accounting system in such a manner as to be able to present a financial statement as directed by the Association.
- B The Treasurer shall prepare a preliminary annual budget and annual dues schedule for submission at the Annual meeting, subject to final approval at the July regular meeting.
- C The Treasurer shall prepare an annual report for submission to the Association's membership at its July regular meeting.
- D The Treasurer shall be responsible for the receipt of all funds due the Association and disbursement of funds to pay obligations of the Association when authorized.
- E The Treasurer shall be covered by a Fidelity Bond, which shall be held by the President.
- F The Treasurer, the Treasurer's records, and the Association shall be subject to an independent audit at least once a year and a report of such audit shall be provided to the membership.

Section 10

Powers and Duties of the Trustees

- A The Trustees shall be the custodians of any items of value or other assets of the organization and/or exercise a general supervision over the affairs of the organization.
- B Upon authorization by the President, Trustee(s) may act as the President's representative(s) for the organization on any occasion upon which the President may deem necessary, except preside at meetings of the organization, and when such representation shall conflict with the powers and duties of another elected officer who is able to perform.
- C Nothing in this Section that describes the powers and duties of the Trustees shall be construed as a conflict with the power and duties of other elected officers. Each trustee shall facilitate and/or be an active participant in at least one Standing Committee, or the Annual Conference Committee. Active participant is defined as attending at least 60% of the committee meetings as further described in Article III, Section 1.

ARTICLE VIII—ELECTION OF OFFICERS

Section 1

Nomination Procedures

The President of the Association shall appoint an Ad Hoc Nominating/Elections Committee which, by majority vote, shall prepare a slate of one or more nominees for each elective office. The slate of nominees shall be presented at the Annual Meeting of the Association. Additional candidates for office are permitted to be nominated from the floor when elections are held.

Section 2

Only those Members of the Association in good standing holding Reserved Membership Seats, as described in Article III Section 1 of these By-Laws, are eligible to be nominated to serve as officers of the Association.

Section 3

Election Procedures

- A The election of officers of the Association shall be held bi-annually at the Annual Meeting, and only those members of the Association holding Reserved Membership Seats, or their duly authorized Alternates, shall be permitted to vote in any such elections.
- B In the event that there are two (2) or more candidates for either the President, the First Vice President, the Second Vice President, the Secretary, or the Treasurer, voting shall be conducted by secret ballot for that office and the candidate receiving the most votes shall be declared the winner.
- C In the event that there are four (4) or more candidates for the Trustee positions, voting shall be conducted by secret ballot and the three (3) candidates receiving the most votes shall be declared the winners.

- D. The term of office begins on the first day of July following their election in May and shall hold office for a 2-year term through June of the succeeding year.

Section 4

Vacancies

In the event of a vacancy of any elected office, the remaining members of the Executive Committee shall appoint a member in good standing of the Association, who holds a Reserved Membership Seat, to fill the vacancy. The newly appointed officer will complete the term of the officer that he or she replaces.

ARTICLE IX—COMMITTEES

Section 1

Executive Committee

- A The Executive Committee shall consist of all elected officers of the Association, as well as the immediate past president.
- B The Executive Committee shall meet a minimum of four (4) times per year and is subject to call by the President or by request of two-thirds vote of the active membership of the Association.
- C The Executive Committee shall have the power to act for the Association between regular meetings.

Section 2

Standing Committees

- A Membership on a Standing Committee shall be voluntary and open to all Members of the Association holding Reserved Membership Seats, or their duly authorized Alternates.
- B The Chairperson of each Standing Committee shall be a Member of the Association holding a Reserved Membership Seat, and shall be appointed by the President.
- C If deemed appropriate by the Executive Committee, Standing Committees shall be established to address workforce development matters that include, but are not limited to, the areas of Planning, Financial Management/Evaluation, One-Stop Operations, MIS/Technology, Professional Development, Monitoring and Public Relations.

Section 3

Other Committees and Workgroups

- A The Executive Committee may establish such other Committees and workgroups as may be appropriate to fulfill the goals of the organization.
- B Members of the Association holding Reserved Membership Seats, or their duly authorized Alternates, may serve on Special Committees and Workgroups.
- C Any Member of the Association holding an Affiliate Membership Seat, or his or her duly authorized Alternate, may serve as a resource to any Special Committees or Workgroups, at the invitation of the Executive Committee.
- D Any member of the Association serving on a State, regional, and federal workgroup or committee, has the responsibility as a representative of the Association to keep the Association informed

of discussions and outcomes from such workgroups and/or committees.

ARTICLE X—ANNUAL DUES

The levying of Annual Dues shall be discussed at the Annual Meeting and shall be payable no later than ninety (90) days after the Association votes to approve any dues schedule. Those desiring membership in the Association must make payment of the required dues to the appropriate officer in order to exercise the privileges of membership.

ARTICLE XI—PROGRAM YEAR

The Program Year of the Association shall be from July 1 through June 30.

ARTICLE XII—AMENDMENTS OF BY-LAWS

The By-Laws of the Association may be changed, altered or amended at any monthly meeting of the Association by a majority of two-thirds of the members present and voting, provided notification of such proposed amendment is sent to all members a minimum of thirty (30) days prior to the meeting date.

ARTICLE XIII - DISTRIBUTION OF ASSETS IN THE EVENT OF DISSOLUTION

In the event the organization is dissolved, all assets then belonging to it shall be distributed to such institutions qualifying for tax exempt status as the Association shall select, or shall be distributed to the federal government, or to a state or local government for a public purpose as required for corporations exempt from Federal Income Tax under Section 501©(3) of the Internal Revenue Act of 1954, its supplements and amendments, or corresponding sections of any future tax codes.

ARTICLE XIV—OTHER CONSIDERATIONS

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| Section 1 | The Corporation is organized exclusively for charitable and educational purposes, including the making of distributions to organizations under Section 501©(3) of the Internal Revenue Code (or the corresponding Section of any future Federal Tax Code) for such purposes. |
| Section 2 | No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501©(3) purposes. The corporation 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. |
| Section 3 | Notwithstanding any other provision of these By-Laws, the corporation shall not carry out any other activities not permitted to be carried out: |

- A By a corporation exempt from Federal income tax under Section 501©(3) of the Internal Revenue Code (or corresponding Section of any future Federal Tax Code) or;
- B By a corporation, contributions to which are deductible under Section 170(e)©(2) of the Internal Revenue Code (or corresponding Section of any future Federal Tax Code).

Section 4

Anti-Discrimination and Equal Opportunity

It is the policy of the Association to fully comply with the spirit and letter of all applicable laws and regulations pertaining to equal opportunity and anti-discrimination, and no one will be excluded from membership or employment due to race, gender, color, sexual orientation, creed, religion, disability, age, marital status, national origin or political affiliation or belief.

ARTICLE XV—ADOPTION OF BY-LAWS AND AMENDMENTS

The By-Laws are effective, given passage by a majority of the Association on September 22, 1983.

AMENDED:

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| November 14, 1984 | ARTICLE V, Section 2 ARTICLE VII, Section 1 and Section 7 ARTICLE VIII, Section 3 |
| January 8, 1986 | ARTICLE III, Section 1 and Section 3 ARTICLE V, Section 2 ARTICLE X ARTICLE XI ARTICLE XII |
| September 30, 1987 | ARTICLE VII, Section 1 ARTICLE IX, Section 1 |
| March 18, 1988 | ARTICLE VII, Section 2 |
| July 12, 1989 | ARTICLE VII, Section 2 and Section 4 |
| March 11, 1992 | ARTICLE IV, Section 6 |
| May 10, 1995 | ARTICLE IV, Section 1 ARTICLE VII, Section 6 |
| October 11, 1996 | ARTICLE III, Section 1 |
| October 11, 2000 | ARTICLE I through XIV |
| August 14, 2002 | ARTICLE I through IX |
| January 14, 2004 | ARTICLE III through IX |
| April 12, 2008 | ARTICLE VIII, Section 3 |
| April 20, 2016 | ARTICLES II, III, IV, V, VII, VIII, IX |
| July 1, 2024 | ARTICLE III, Section 1C ARTICLE III, Section 4 |
| January 27, 2026 | ARTICLE III, Section 1 Article VII, Section 5 |

(Signed)

Francis F. Kuhn
Francis F. Kuhn (Jan 28, 2026 08:58:49 EST)

Francis Kuhn, President

(Signed)

Jeffrey Swartz
Jeffrey Swartz (Jan 27, 2026 15:31:27 EST)

Jeffrey S. Swartz, 1st Vice President