

Military Law Task Force Bylaws

I. The National Lawyers Guild (NLG) Military Law Task Force (TF) Meetings.

The TF shall meet annually. It shall:

- A. Elect the members of the Steering Committee.
- B. Conduct whatever other business is deemed appropriate to the work of the TF.
- C. A quorum shall consist of 10% of the membership-in-good-standing at the end of the month prior to the meeting, with a minimum of ten (10) members.

II. Task Force Membership

A. Membership is open to all persons who: (1) subscribe to the principles and goals of the TF and the NLG, (2) either pay their annual dues to the MLTF or have them waived by the executive director or chair (see section III of these bylaws), and (3) are members in good standing of the National Lawyers Guild.

B. Members of the TF shall have all of the rights and privileges of membership, as stated in these bylaws.

C. Friends of the MLTF status is open to all persons who (1) subscribe to the principles and goals of the TF, and (2) pay their annual dues to the MLTF or have them waived by the executive director or chair, but are not members of the NLG

D. Friends of the TF shall have all of the rights and privileges of full membership, except that they may not serve on the steering committee and may not vote in the annual meeting of members.

E. If it is discovered that a full member has not maintained their NLG membership, their membership shall be converted into a Friend of the MLTF status until such time as such a person becomes a NLG member again.

III. Task Force Dues

Dues shall be set from time to time by the SC.

IV. Steering Committee Election

The TF shall elect a Steering Committee which shall lead, oversee, and administer the work and operations of the TF.

- A. The SC shall have no less than five (5) no more than fifteen (15) members who shall

support and subscribe to the goals and purposes of the TF and the NLG.

- B. In order to become a SC member an individual shall be a member of the TF and the NLG.
- C. SC members shall at all times be members in good standing of the TF and the NLG.
- D. Individuals may become a candidate by being nominated by the SC, nominated by a TF member from the floor at the time of the TF meeting, or by giving notice in advance of the meeting to the TF secretary that he or she wishes to be a candidate. An individual does not have to be present at the TF meeting in order to be a candidate.
- E. SC members shall serve three (3) year terms or until their successors are elected. They may serve for an unlimited number of terms.
- F. Elections shall take place each year at the TF meeting. Election shall be by a plurality of those votes cast, a quorum being present, with each member entitled to cast up to as many votes as there are vacancies to be filled with no more than one (1) vote going to any candidate. New SC members shall begin their term of office at the conclusion of the Membership Meeting at which they are elected.
- G. In the event that a quorum is not present, the SC shall, within forty-five (45) days of the Membership Meeting, conduct the election on-line through the MLTF Listserv or by using any other appropriate mechanism selected by the SC and under procedures adopted by the SC for this purpose.

V. Resignation from SC

A SC member may resign at any time by delivering a written or emailed resignation to the Secretary (or Chair in the event of the resignation of the Secretary) and presented to the SC. In the event of an oral resignation a copy of an acknowledgment sent by the Chair or Secretary shall be sufficient evidence of such resignation. Such resignation shall become effective upon acceptance by the SC.

VI. Removal of SC Members

- A. A SC member may be removed by the SC upon a showing of good cause. Good cause shall include, but not be limited to, a breach of fiduciary duties to the TF such as care, trust, and loyalty; or absence from three (3) consecutive meetings without cause.
- B. Notice of intent to remove must be sent to the SC member in question at least fourteen (14) days prior to the meeting at which such action is to be taken. Said notice shall include the reasons for removal. A two-thirds (2/3) vote of the SC members participating and voting shall be required for removal.

VII. Filling SC Vacancies

Any vacancies due to resignation, removal, incapacity, or death shall be filled until the next regularly scheduled election by a vote of a majority of those participating at a duly constituted meeting of the SC.

VIII. SC Duties and Responsibilities:

- A. Plan, and oversee the programmatic work of the TF;
- B. Oversee the administration and operation of the TF;
- C. Prepare and adopt an annual budget;
- D. Act for the TF in between TF meetings;
- E. Determine TF staffing needs, oversee the work of staff, regularly evaluate staff, select and/or hire and may fire staff.
- F. Members are expected to attend TF meetings if at all possible.

IX. Meetings of the SC

The SC shall meet as needed by whatever means are appropriate as determined by the SC.

X. TF Officers

The TF shall have the following officers: Chair, Vice-Chair, Secretary, Treasurer, and National Executive Committee (NEC) Representative (whenever the TF has an NEC Representative). Any office may be held by two persons working co-operatively. Any person may hold two offices at the same time except the same person cannot hold both the position of Chair and Vice-Chair simultaneously.

XI. The Chair shall:

- A. Oversee the work of the TF;
- B. Set the agenda for all TF and SC meetings;
- C. Chair or find a chair for all TF and SC meetings;
- D. Act as a spokesperson for the TF;
- E. Carry out all other duties incident to the office of Chair or prescribed by the TF or SC.

XII. The Vice-Chair shall:

- A. Assist the Chair in carrying out his/her duties;
- B. Co-ordinate the work of the committees;
- C. Carry out the duties of the Chair's absence or inability to serve;
- D. Carry out all other duties incident to the office of Vice-Chair or prescribed by the TF or SC.

XIII. The Secretary shall:

- A. Be responsible for or find someone to record all votes and keep all minutes of all TF and SC meetings in records belonging to the TF kept for this purpose;

- B. Be responsible for all TF correspondence in coordination with any Executive Director;
- C. Be responsible for the keeping of all official records, other than financial records, all minutes, bylaws, policy decisions, correspondence, and a list of TF and SC members, including addresses, phone numbers and email addresses in coordination with any Executive Director.
- D. Carry out all other duties incident to the office of Secretary or prescribed by the TF or SC.

XIV. The Treasurer shall:

- A. Be responsible for the keeping of all funds and securities and the keeping of full and accurate accounts of all receipts and disbursements in books belonging to the TF;
- B. Be responsible for the deposit of all money and other valuable effects in the name and to the credit of the TF in such depositories as may be designated by the SC in coordination with any Executive Director;
- C. Be responsible for the disbursement of TF funds as determined by the SC, taking proper vouchers for such disbursements in coordination with any Executive Director;
- D. Be responsible for regular financial reports and a yearly budget;
- E. Chair the Finance Committee;
- F. Carry out all other duties incident to the office of Treasurer or prescribed by the TF or SC.

XV. The NEC Representative shall:

- A. Represent the TF at NEC meetings;
- B. Liaise with other entities of the NLG;
- C. Report to the TF and SC on NEC activities of interest to or concerning the TF;
- D. Carry out all other duties incident to the office of NEC Representative or prescribed by the TF or SC.

XVI. Election of Officers:

- A. The Officers shall be elected by and from the SC.
- B. All officers shall serve a one-year term, or until their successors are elected, and may serve an unlimited number of terms.
- C. Election shall take place each year at the first meeting of the SC following the TF meeting.
- D. Election shall be by a simple majority vote of the SC members participating and voting.

XVII. Resignation of Officers

An Officer may resign at any time by delivering a written or emailed resignation to the Secretary (or the Chair in the event of the resignation of the Secretary) and presented to the SC. In the event of an oral resignation a copy of an acknowledgment sent by the Secretary or Chair shall be sufficient evidence of such resignation. Said resignation shall become

effective upon acceptance by the SC.

XVIII. Removal of Officers

An Officer may be removed from office upon a showing of good cause. Good cause shall include, but not be limited to, a breach of fiduciary duties to the TF such as care, trust, and loyalty; or absence from three (3) consecutive SC meetings without cause. Notice of intent to remove shall be sent to the Officer in question at least fourteen (14) days prior to the SC meeting at which such action is to be taken. Said notice shall include the reasons for removal. A two-thirds (2/3) vote of the SC members participating and voting shall be required for removal.

XIX. Filling Officer Vacancies

Vacancies in any office due to resignation, removal, incapacity or death shall be filled for the remainder of the term by a vote of a majority of those participating at a duly constituted meeting.

XX. Committees

TF committees shall be established by the SC as needed. Once established, committees shall elect their members and leadership. In consultation with the SC, they shall determine their duties and responsibilities and adopt whatever rules are needed for their operation. Committees shall report on a regular basis to the SC. Membership in committees shall not be limited to SC members, but there must be at least one SC member on each committee. Where appropriate, committees may invite non-MLTF members, including members of ally groups, to participate.

XXI. On Watch

- A. All TF members shall receive a subscription to ***On Watch*** and any other periodicals published by the TF.
- B. Non-TF members, including individuals, organizations, and libraries may subscribe to ***On Watch*** or, as determined by the SC, any other TF publication, with the payment of an annual subscription fee. Subscription rates shall be set from time to time by the SC. The Chair may, on a case -by-case basis, waive the fee.

XXII. Accessibility

All meetings and events of the TF, any of its parts, or organized by it shall be held in accessible venues, organized in a way so to provide full participation for anyone wishing to attend, and, publicized as such.

XXIII. Nondiscrimination

TF members, SC members, officers, employees, and persons participating in TF activity shall be selected and treated entirely on a nondiscriminatory basis with respect to age, ancestry, disability, ethnicity, familial status, gender, gender identification, limited English proficiency, national origin, race, religion, sexual orientation, veterans status, and all other categories providing nondiscriminatory treatment in law.

XXIV. Operating Rules

Meetings shall be governed by such rules of order as the SC shall expressly adopt.

XXV. Quorums

Unless otherwise provided for in the these Bylaws the quorum for all meetings of the TF or any of its parts shall be one-third (1/3) of the voting membership of the body in question, but shall be no less than two (2).

XXVI. Fiscal Year

The fiscal year of the TF shall begin on 1 January and end the following 31 December of each year.

XXVII. Amendments

These Bylaws may be amended by the SC upon formal notice given by any SC member at least fourteen (14) days in advance of a regularly scheduled meeting of the SC of his or her intention to propose a specific amendment. Adoption of such amendment shall be by affirmative vote of at least two-thirds (2/3) of those SC members in good standing participating and voting.

Certificate of Secretary

I, the undersigned, do hereby certify that I am the duly elected Secretary of the NLG MLTF, and that the foregoing are the Bylaws of said organization, as amended during a telephone meeting of the SC held on the 27th day of September, 2023.


* SECRETARY