

APPENDIX D

NATIONAL ACADEMY OF ARBITRATORS

CONSTITUTION AND BY-LAWS

CONSTITUTION

ARTICLE I

Section 1. The name of this association shall be National Academy of Arbitrators.

Section 2. The principal office and headquarters of the Academy shall be located in such place as shall be designated by the Board of Governors.

ARTICLE II

Section 1. The purposes for which the Academy is formed are: To establish and foster the highest standards of integrity, competence, honor, and character among those engaged in the arbitration of industrial disputes on a professional basis; to adopt and encourage the acceptance of and adherence to canons of ethics to govern the conduct of arbitrators; to promote the study and understanding of the arbitration of industrial disputes; to encourage friendly association among the members of the profession; to cooperate with other organizations, institutions, and learned societies interested in industrial relations, and to do any and all things which shall be appropriate in the furtherance of these purposes.

Section 2. The Academy shall not recommend, designate or appoint arbitrators.

ARTICLE III

Section 1. The Academy is a non-profit, professional and honorary association of arbitrators, open to membership without regard to politics, race, creed, color or sex; its membership shall be composed of those who have hereby associated themselves together in furtherance of the objects and purposes here set forth and such other persons as may from time to time be elected to membership as hereinafter provided.

ARTICLE IV

Section 1. "The government and management of the Academy shall be vested in a Board of Governors consisting of twelve (12) members in addition to the ex-officio members hereinafter provided for. At the annual meeting in January, 1957, four (4) shall be elected for a three year term, and one (1) for a two year term, and one (1) for a one year term. At each annual meeting thereafter four (4) members shall be elected for a three year term. After the election to be held January 20, 1950, no member of the Board shall be eligible for two (2) successive three year terms." (As amended February 2, 1957.)

ARTICLE V

Section 1. Members shall be participating, contributing and sustaining members.

Section 2. Members shall be elected by the Board of Governors in the manner provided in the By-Laws (As amended)

ARTICLE VI

Section 1. The officers of the Academy shall consist of a President, four Vice Presidents, an Executive Secretary, and a Treasurer, who shall be elected at the annual meeting for one year terms and who shall serve as ex officio members of the Board of Governors with the right to vote.

Section 2. The President and Vice Presidents shall be eligible for no more than 2 successive terms in the same office. Upon the expiration of his term of office the retiring President shall serve as ex officio member

of the Board of Governors for one year with the right to vote.

ARTICLE VII

"Amendments to the Constitution or By-Laws shall be made by affirmative vote of two thirds (2/3) of those voting at any membership meeting: Provided, however, that after February 2, 1957 no proposed amendment shall be adopted unless it has been (a) approved by a majority vote of the Board of Governors, or (b) signed by ten (10) members of the Academy; and thereafter filed in writing with the Secretary at least ninety (90) days prior to the membership meeting, and distributed by mail to the entire membership at least forty five (45) days prior to the meeting. (This proviso shall not be construed to prevent the making of germane amendments to such provision at the time of the membership meeting)." (As amended February 2, 1957.)

BY-LAWS**ARTICLE I***Duties of Officers***Section 1. President**

The president, or in his absence, one of the Vice Presidents, shall preside at all meetings of the Academy. At the Annual Meeting the President shall present a report of the general affairs of the Academy.

Section 2. Secretary

The Secretary, under the direction of the President and the Board of Governors, shall perform the customary duties of such office. He shall conduct the correspondence of the Academy; record the proceedings of all meetings of the Academy and the proceedings of the meetings of the

Board of Governors. He shall issue all notices and other documents requiring verification; make at each Annual Meeting a report of the membership of the Academy and all other matters pertaining to the conduct of his office; and perform such other duties as may be assigned to him by the President and by the Board of Governors.

Section 3. Treasurer

The Treasurer, under the direction of the President and the Board of Governors, shall collect and deposit all moneys due the Academy; verify all bills and pay them when approved by the President or the Board of Governors; and make at each annual meeting, or more often if required by

the Board of Governors, a report of the accounts of the Academy.

ARTICLE II

Annual Meeting

Section 1. The Annual Meeting of the Academy shall be held on the third Friday in January of each year at such place as shall be designated by the Board of Governors.

ARTICLE III

Board of Governors

Section 1. The Board of Governors shall be the governing body of this Academy.

Section 2. The Board of Governors shall be elected by the members, as provided in the Constitution, and shall hold office for the term elected or until successors are elected and qualified.

Section 3. Vacancies on the Board of Governors occasioned by death, resignation, or other reason, shall be filled by appointment by the President, and Governors so appointed shall serve until the next Annual Meeting of membership.

Section 4. The Annual Meeting of the Board of Governors shall be held immediately following the Annual Meeting of the membership for the purpose of considering such matters as may be properly brought to its attention.

Section 5. Regular meetings of the Board of Governors shall be held semi-annually at such time and place as the President shall designate.

Section 6. Special meetings of the Board of Governors of this Academy may be called by the President or upon formal request in writing by a majority of its members. Such notice shall specify the objects and pur-

poses of such special meeting and no other business shall be transacted except by unanimous consent of those present.

Section 7. Notice of all meetings of the Board of Governors stating time and place of the meetings shall be forwarded by the Secretary to each member of the Board at least ten days prior to any such meetings.

Section 8. Five or more members of the Board of Governors shall constitute a quorum.

ARTICLE IV

Committees

Section 1. The President shall appoint the following standing Committees:

- a—Membership Committee
- b—Committee on Ethics
- c—Committee on Research and Education
- d—Committee on Legislation
- e—Auditing Committee

Section 2. The President shall appoint such Special Committees as he may from time to time deem necessary and advisable in the furtherance of the objects and purposes of this Academy or as voted by the membership at any Annual Meeting. Nothing herein contained shall be so construed as to limit the power of the Board of Governors to appoint such sub-committees as it may deem necessary in the furtherance of the powers conferred upon it under the Constitution.

ARTICLE V

Dues

Section 1. The annual dues for participation membership shall be \$10 per year.

Section 2. The annual dues for contributing members shall be \$25 per year.

Section 3. The annual dues for sustaining members shall be \$100 per year.

Section 4. Each year each member shall choose the class of membership which he desires to hold during the year giving consideration to the importance of arbitration and to its importance to him as a source of income. The class of membership so adopted by each member shall not be shown in the public roster of Academy Membership.

Section 5. The dues of members elected to membership after July 1 of any year shall be one half the amount of annual dues for that year.

Section 6. Dues statements shall be distributed to the members as of the first of the month following the annual meeting and shall be paid by the tenth of the following month. Members who have not paid as of such date shall be notified that they are in arrears and unless payment is made within sixty days thereafter, they shall be subject to suspension by the Board of Governors. Any member suspended by the Board of Governors for the nonpayment of dues shall be automatically reinstated upon payment of all arrears within thirty

days of notice of such suspension. After the lapse of such thirty days, reinstatement may be made only by vote of the Board of Governors. (As amended January, 1955.)

ARTICLE VI

Membership

Section 1. Application for membership shall be filed on an approved form with the Secretary of the Membership Committee.

Section 2. At least forty-five days prior to the approval or disapproval of an application by the Membership Committee, the Committee shall send to each member a statement of the qualifications of the applicant.

Section 3. Upon completion of the review of an application and following a majority vote of those present at a meeting called for the consideration of such application, the Membership Committee shall submit its recommendations to the Board of Governors.

Section 4. The Board of Governors shall act on the recommendations of the Membership Committee at each semi-annual meeting, or at any special meeting called for that purpose, and applicants shall be admitted to membership by a two-thirds vote of those present.