OHIO ASSOCIATION OF THE DEAF, INC.
Newly Revised As Adopted
August 9, 2003 – Toledo, Ohio

CONSTITUTION

ARTICLE I – NAME

The name of this organization shall be known as the Ohio Association of the Deaf, Incorporated (OAD), hereafter referred to as the Association.

ARTICLE II – INCORPORATION

This Association shall be incorporated under the laws of the State of Ohio. The incorporation document shall be kept in the office of the statutory agent and copies with the Secretary of the Association. The Ohio Association of the Deaf, Inc., is a non-profit organization existing under the laws of the State of Ohio.

ARTICLE III – OBJECTIVES

The Association shall be organized and operated mainly to promote the welfare of the people who are deaf, hard of hearing, and deaf-blind, and to assist them in obtaining education, economic, security, social equality, and to protect their rights and privileges as citizens of the State of Ohio and the United States of America.

ARTICLE IV – MEMBERSHIP

Section 1 – INDIVIDUAL MEMBERSHIP

The Association shall be an organization of, by and for people who are deaf, hard of hearing and deaf-blind in working towards its objectives. The Association shall offer categories of membership.

1.1 Regular Member shall be open to any resident of Ohio and to anyone wishes to take an active part in the Association. Membership shall be open to anyone who wishes to serve and support the missions and goals of the Association. Regular members who are bona fide residents of Ohio having attended at least one Conference and State Meeting may be nominated for office in the Association.

1.1.1. Residents of Neighboring States, who live near Ohio border and are not members of other state association, may become a member and shall have all rights of regular membership, with the exception that they may not serve on the Board of Directors.

1.1.2. Senior Citizens Members of the Association, who are 60 years of age or older, shall pay reduced annual dues and have full privileges as any regular members of the Association.

1.2 Honorary status shall be conferred by Conference resolution to individuals in recognition of distinguished service to the Association. Honorary members shall have full privileges as any regular members of the Association.
1.3 **Student** status shall be conferred to individuals enrolled full-time in secondary or post-secondary programs, upon payment of reduced annual dues. Student members shall have full privileges as any regular members of the Association.

1.4 **Junior NAD/OAD** status shall be conferred to individuals who are Junior OAD chapter members, upon payment of annual dues. Junior NAD/OAD members shall have full privileges as any regular members of the Association.

Section 2 – OTHER MEMBERSHIP

2.1 **Organization Membership or Affiliation of the Association** shall include categories of which such membership and privileges shall be further defined by future amendment(s) to this section.

2.2 **Professional Organizations.** The Association within its corporate structure and criteria shall allow for the formation of Professional Organizations consistent with the overall aims of the Association.

Section 3 – MEMBERSHIP FEES

3.1 Membership Fees shall be determined by the Board of Directors for the Regular, Associate, and Organization Memberships.

3.2 Dues and Contributions. State members shall receive notification of cumulative dues and contributions paid to the Association as follows: Contributing - $100; Sustaining - $250; Patron - $500; and Benefactor - $1,000. Benefactor contributing $1,000 or above shall be designated with roman numerals indicating their contribution in thousands.

**ARTICLE V – GOVERNANCE OF THE ASSOCIATION**

The Association shall be governed by the Board of Directors as duly elected by membership at the Association’s biennial State Conference or by the process as set forth by this Constitution and its respective By-Laws.

**ARTICLE VI – CONSTITUTION AMENDMENTS**

Section 1
This Constitution may be amended (items changed, added, or deleted) by three-fourths (3/4) vote cast at the Conference with quorum present.

Section 2
Proposed Constitutional amendments shall be submitted in writing to the Law Committee not less than sixty (60) days before the date of a Conference.

**ARTICLE VII – DISSOLUTION**

In the event that the Association is dissolved, after payment of all debts and liabilities, remaining assets shall be distributed to charitable, educational, or scientific organizations dedicated to the welfare of people who are deaf, hard of hearing, and/or deaf-blind.
OHIO ASSOCIATION OF THE DEAF, INC.
BYLAWS

ARTICLE I – OFFICERS

1.1 **Section 1 – Officers of the Association** shall consist of the following positions:
   - President
   - Vice President
   - Secretary
   - Treasurer

1.2 **Power of the Officers** shall be the entire charge and general supervision of all the property, business and affairs of the Association, the creation of such committees as it may deem necessary and desirable, and the determination of their membership and powers; the prescription of the form and manner of application for membership; direct investment and expenditures of the funds of the Association, subject to the provisions of these regulations, and all activities necessary or appropriate for the carrying out of the objects and purposes of the Association.

1.3 **Eligibility of Election for the Office** shall be that no person may be eligible to hold office if he/she has not been a member of the Association for the two years immediately preceding the election. All officers must have the ability to communicate through sign language. At least a majority of the Officers must be deaf, hard of hearing, and/or deaf-blind.

**Section 2 – DUTIES OF OFFICERS**

2.1 **President** shall be the chief spokesperson for the Association and chair all business meetings. The President shall have full discretionary power on all matters developed spontaneously outside of board meetings. The President shall appoint such committees as deemed necessary and serve as an ex-officio member on all committees.

2.2 **Vice President** shall serve at any time the President is unable to serve, or when the office of the President becomes vacant.

2.3 **Secretary** shall be responsible for the minutes of all the meetings.

2.4 **Treasurer** shall have charge of vested funds of the Association and shall serve as a member of the Finance committee.

**Section 3 – TERMS OF OFFICE**

3.1 **Elected Officers** shall hold the office for which they have been elected:

3.1.1. The President, Vice President, Secretary, and Treasurer of the Association shall hold the office for which they have been elected from Conference to Conference, and/or until their successors have been elected and installed.

3.1.2. Installation and swearing of the oath shall take place at the Conference.
ARTICLE II – BOARD OF DIRECTORS

Section 1 – BOARD OF DIRECTORS OF THE ASSOCIATION shall be composed of all Officers of the Association, eight (8) Regional Representatives, and three (3) At-Large Members.

Section 2 – DUTIES of the Board of Directors shall be the general control of the affairs of the Association between State Conferences. The Board shall be responsible for carrying out the mandates of the membership. The Board shall have the power to approve the President’s appointments to fill Board vacancies as they may occur between Conferences; to appropriate money from the Operating Fund; to authorize expenditures not expressly authorized by the Conference; and to ensure that current expenditures of the Association shall not at any time exceed the regular income for each fiscal year. The Board shall have the power to change policy and procedure recommended from bills and mandates received during Conference/General Assembly, or Caucus.

Section 3 – REGIONAL REPRESENTATIVES shall represent their geographical regions in the State of Ohio. The said geographical regions shall be established and defined by membership at time of Conference. Regardless how the regional boundaries may be defined, there shall be four (4) regions and eight (8) regional representatives, two (2) for each region. Each representative shall serve a four (4) year term and both representatives from each same region shall be elected alternatively at every another biennium State Conference.

Section 4 – AT-LARGE MEMBERS shall be appointed by the Board of Directors whenever it deemed necessary to fill these positions. Each at-large member’s roles and duties shall be defined in a written resolution adopted by the Board of Directors at time of appointment. Each at-large member appointed for each term shall have full privileges and vote as a member of the Board of Directors.

Section 5 – MEETINGS of the Board of Directors shall be at least twice each year, or upon the request of the President or at least five (5) Board members.

Section 6 – WAIVER OF LIABILITY
The Association shall indemnify any officer, regional and appointed board members and employees of the Ohio Association of the Deaf against expenses actually incurred by such person in connection with the defense of any civil action, suit, or proceeding. Such officer, board member, or employee made a party by reason of being or having been such officer, board member, or employee, found not liable, such indemnification shall not be deemed exclusive or any other rights to which such officer, board member or employee maybe entitled under any bylaw, agreement, vote of the Board of Directors, or otherwise.
ARTICLE III - MEETINGS

Section 1 – CONFERENCE shall be held during the odd numbered year by the Association.

1.1 **State Conference Committees** shall perform such additional duties as are assigned to them by the Board of Directors, and that relate to their particular responsibilities:

1.1.1. **Resolutions** shall keep in touch with affairs pertaining to people who are deaf/hard of hearing and make such recommendations to the Association as it deems proper in form of resolutions at the Conference following their appointment.

1.1.2. **Necrology** shall keep a list of deaths among the members and make a report at the Conference following their appointment.

1.1.3. **Ways and Means** assist other existing committees in whatever manner may be deemed necessary to bring about accomplishments of specific objectives of the Association. The committee is to serve in advisory capacity to the Board of Directors on matters relating to organization, education, finance, government, and the general welfare brought before meetings of the Board of Directors, or at Conference/General Assembly, and/or Caucus. The chairperson shall be appointed by the President with the approval of the board of Directors. The chairperson may choose as many members as he/she feels necessary to serve on this committee.

1.2 **Open Session** shall be conducted throughout the Conference, including all general business proceedings of the Association and election of officers and any other designated positions requiring election. Every paid member in attendance has the full floor and vote privileges during any open session.

Section 2 – GENERAL ASSEMBLY shall meet in Columbus, Ohio in the even numbered year by the members of the Association.

Section 3 - SPECIAL MEETINGS

3.1.1. **Special Meetings of the Association** shall be called by the President and/or the Secretary upon the request of a majority of the Board of Directors, or upon a written request of at least fifty (50) members in good standing of the Association. The location and time of such meeting shall be designated in the notice.

3.1.2. **Notice of Special Association Meeting** of the Association shall state the object and purpose thereof, and shall be given in writing to each member of the Board of Directors not less than fifteen days prior to the dates set for such meeting.

3.1.3. **Quorum** at any special meeting of the members of the Association shall consist of a majority of the Board of Directors and at least fifty (50) members of the Association. The affirmative vote of a majority of the members present at any duly convened special meeting of the members of the Association shall be necessary for any of action to be taken, unless otherwise provided in these regulations.
3.2.1. **Special Meetings of the Board of Directors** may be held at such time and place, pursuant to a written call by the President and Secretary or any two members of the board; or may be held at such time and place without previous notice by the unanimous written consent of the Board Members. The agenda for any special meeting of the Board of Directors shall be limited to one or two topics. Secondary issues or general orders of business shall be deferred until the next regular meeting is held.

3.2.2. **Notice of Special Board Meeting** via written, printed notice or by convenient method of communication shall be given for every meeting, stating the time, place, and objective thereof, at least five (5) days before such meeting. **Waiver of Notice** is required to be given to the Board of Directors for a meeting hereinafter may be waived by an officer.

**Section 4 - CAUCUS** may be called upon by the President or the Board of Directors for purposes of gathering together the members of the Association and all interested individuals for an open forum, special program, or a series of workshops and/or educational activities. A special consideration of designating locations by alternating the regions in the State of Ohio for each caucus or a series of several caucuses every year shall be given to maintain geographical balance of the Association.

**ARTICLE IV – COMMITTEES**

**Section 1 – STANDING COMMITTEES** of the Association shall consist of the following:

1) Finance
2) Public Relations
3) Membership
4) Law
5) Legislative
6) Miss Deaf Ohio Pageant

**Section 2 – SPECIAL COMMITTEE** or any ad hoc committee may be established anytime as deemed necessary by the President or the Board of Directors. The commission term of each special or ad hoc committee shall expire at conclusion of the next State Conference unless otherwise extended by the Board of Directors.

**Section 3 - COMMITTEE CHAIR** shall be appointed by the President for each committee with approval of the Board of Directors. Each committee chair’s term shall expire at conclusion of the next State Conference, if not otherwise terminated earlier or reappointed by the President.

**ARTICLE V – PARLIAMENTARY AUTHORITY**

**Roberts' Rules of Order**, unless otherwise provided for in these Bylaws, of the most current edition shall be the parliamentary authority of the Association.
ARTICLE VI – AMENDMENTS

Section 1 – AMENDMENTS to these by-laws shall occur by a two-thirds (2/3) vote of membership present at the Conference, provided that amendments are submitted to the Law Chairperson three (3) months prior to the Conference, and copies of the proposed amendments with the Board’s recommendations shall be available for membership’s review at least 30 days prior to the Conference by whichever means as prescribed appropriately by the Board of Directors.

Section 2 – REFERENDUM are amendments submitted in writing from the floor at any time during the Conference and approved by a two thirds (2/3) vote of the membership present at the Conference.

Section 3 – SUSPENSIONS of these bylaws for a specific purpose shall occur by a fourth-fifths (4/5) vote of the members present during Board of Directors meeting or at the Conference.

ARTICLE VII – PUBLICATION

Section 1 – OFFICIAL PUBLICATION known as BUCKEYE STATE BULLETIN shall be published at least (4) times per year by the Association. The Board of Directors shall govern and authorize any online publication of the Association on its official website.

Section 2 – SUBSCRIPTIONS of the BUCKEYE STATE BULLETIN shall be delivered free to all members in good standing of the Association.

2.1 Non-Members of the Association who lives out of state may subscribe to the BUCKEYE STATE BULLETIN for such a price as shall be determined by the Board of Directors.

Section 3 – EXPENSES which are reasonable pertaining to the printing of the BUCKEYE STATE BULLETIN shall be met by the Association.

ARTICLE VIII – TRANSFER OF PROPERTIES

Transfer of properties upon all officers of the Association retiring or leaving for any reason, from office, shall be required to turn in to a committee appointed by the Board of Directors, all books, communications, supplies, etc., belonging to the Association, and held by them during their tenure of office. Said officer shall have copies showing a list of the articles transferred. The transfer shall be witnessed and attested to at the time of change. One copy duly attested to by the parties concerned shall be handed to the Secretary of the Association, who shall keep a record of all such copies.

ARTICLE IX – USE AND MISUSE OF THE ASSOCIATION’S NAME

Section 1 – NAME OF ASSOCIATION shall not be used except on the official papers, stationery and membership card. Any literature, special books, buttons, badges, charms, or any form pertaining to the use of the Association’s name requires a written permission from the Board of Directors.
Section 2 – NO INDIVIDUAL may use the name “Ohio Association of the Deaf, Inc.” to secure a personal loan or to raise funds for any purpose whatever, without written permission of the Association, from any individual, firm, or corporation, under penalty of suspension or expulsion by the Board of Directors or prosecution in the public courts for obtaining money under false pretenses.

ARTICLE X - MISCELLANEOUS

Section 1 – ASSUMPTION OF OFFICE
Elected Board members shall assume their respective duties immediately following the Conference.

Section 2 – RESIGNATION
A Board member wishing to resign shall submit his/her resignation in writing to the Board of Directors. An officer or Board member must resign upon moving out of state.

Section 3 – REMOVAL FROM OFFICE
A Board member may be removed for malicious conduct, negligence of duty, and/or any actions deemed to be against interest of the Association by a two-thirds (2/3) vote of the Board of Directors.

Section 4 – CONFLICT OF INTEREST
All members of the Board of Directors must follow the established guideline or policy on the Conflict of Interest and declare disclosure of any possible personal or financial interest of a material nature in the affairs of the Association as required by the guideline or policy.

Section 5 – COMPENSATION
Members of the Board of Directors shall serve without compensation except for standard expense reimbursement for costs incurred in discharge of duties. All approved delegates attending the National Association of the Deaf (NAD) Conference, and NAD Regional Conferences shall be reimbursed for expenses on an equal basis.

Section 6 - OATH OF OFFICE
“I hereby promise to observe and uphold the Constitution and Bylaws of the Ohio Association of the Deaf, Inc. To promote its welfare, and to protect it from those who would willfully harm it. I will, at all times, discharge the duties of my office to the best of my ability-so help me GOD!”