

CONSTITUTION OF THE ALLEN COUNTY, OHIO BAR ASSOCIATION

ARTICLE I—NAME

The Association shall be called “The Allen County, Ohio Bar Association.”

ARTICLE II—OBJECTIVE

The Association is formed to cultivate the science of jurisprudence, to promote reform in the law, to facilitate the administration of justice, to elevate the standard of integrity, honor, and courtesy in the legal profession, and to foster a spirit of mutual respect among the members thereof.

ARTICLE III—MEMBERS

Any member of the legal profession, residing or practicing in Allen County, Ohio, who has been admitted to the Bar of the State of Ohio, and whose license to practice law has not been suspended or terminated, may become a member of this Association by subscribing to this Constitution and, within the period limited by the By-Laws, paying the annual dues.

There shall be such honorary members as the Association shall designate in its By-Laws.

There shall be such associate members as the Association shall designate in its By-Laws.

ARTICLE IV—OFFICERS

The Officers of the Association shall be a President, a Vice-President, a Secretary, and a Treasurer, all of whom shall hold their offices for one year and until their successors are elected and qualified. Said officers, the latest living ex-President of the Association, and three at-large members shall comprise the executive committee. The three at-large members shall hold their offices for a term of three years; provided, however, that at the next annual meeting after the adoption of this Constitution, one member shall be elected for three years, one member shall be elected for two years, and one member shall be elected for one year. The President, Vice President, Secretary, Treasurer, and at-large members of the executive committee shall be elected in December of each year to hold office from the first day of the succeeding January for one year, except members of the executive committee whose terms of office are otherwise specified herein. No President shall be elected to successive terms. In case of a vacancy in any office, the executive committee shall fill the vacancy by appointment, except in the case of a vacancy of the office of President, which vacancy shall be filled by the Vice President succeeding to the office of President.

ARTICLE V—DUTIES OF OFFICERS

PRESIDENT. The President shall preside at all meetings of the Association and executive committee. The President shall chair the executive committee.

VICE PRESIDENT. The Vice President shall assist the President in the performance of his or her duties and perform the duties of the President in his or her absence.

SECRETARY. The Secretary shall keep a record of all proceedings of the Association, perform such other clerical duties as may be required, and shall conduct the correspondence of the Association under the direction of the executive committee.

TREASURER. The Treasurer shall collect and, by order of the executive committee, disburse the money of the Association.

ARTICLE VI—STANDING COMMITTEES

EXECUTIVE COMMITTEE. The executive committee shall vest with title to any property, which the Association may acquire and shall manage and control the same as trustee. The executive committee shall establish By-Laws for the Association subject to approval and amendment by a two-thirds vote of the members present at any regular meeting of the Association. Except as otherwise provided herein, the executive committee may vote using electronic means, including but not limited to email, on conditions that the committee ratify the electronic vote at its next meeting and the vote is memorialized in the minutes of said meeting.

ADMISSIONS COMMITTEE. The admissions committee shall consist of no less than three members who have practiced law in Allen County, Ohio at least seven years, to be appointed by the President. The committee shall review and make recommendations respecting applicants for membership to the Ohio Bar and this Association. The proceedings of this committee shall be confidential, except so far as written reports of the same shall necessarily and officially be made to the Association or the Board of Commissioners on Character and Fitness of the Ohio Supreme Court under Gov. Bar Rule I, as amended. The term of office of each member on the committee shall be three years, staggered as determined by the executive committee.

CERTIFIED GRIEVANCE COMMITTEE. The certified grievance committee shall conform to the Rules for the Government of the Bar of Ohio as directed and authorized by the Supreme Court of Ohio and, in particular, Gov. Bar Rule V, Section 5, as amended.

The Chairperson of the Committee shall be selected by the executive committee of the Association and shall serve in such capacity for no more than two consecutive years. The Committee shall consist of the Officers of the Association, being the President, Vice President, Secretary, Treasurer, and the Executive Committee Members, with the remaining vacancies to be filled annually by the Chair in conjunction with the executive committee. The terms for the remaining members of the Committee shall be for a two-year period of time running from January 1st through December 31st and staggered as required by Gov. Bar. Rule V, Section 5, as amended. The President and Executive Committee shall be responsible for naming and appointing the members of the Committee in the manner they deem fit and in their sole discretion, subject to the

limitations provided in Gov. Bar. Rule V, Section 5, as amended. The executive committee shall be responsible for appointing and filling of any vacancies in office of any members of the Committee.

This Committee shall receive and hear all grievances against any attorney who resides in, or whose alleged misconduct occurred within, Allen County, Ohio. The grievance shall be in writing, plainly specifying the matter complained of and signed by the party alleging the same. A majority of the members of the Certified Grievance Committee shall be necessary for the Committee's recommendation on any action taken, either sustaining or overruling the grievance filed. Upon completion of its investigation, if the grievance is overruled, the Committee shall send to the attorney charged a copy of the Committee's written report and a copy thereof to the Board of Professional Conduct of the Supreme Court of Ohio as required. If the grievance is sustained, counsel for the Committee shall prepare and file an appropriate complaint, certified in compliance with Gov. Bar Rule V as amended, with the Board of Professional Conduct of the Supreme Court of Ohio.

NOMINATING COMMITTEE. The Nominating Committee shall be comprised of the executive committee and three additional members of the Association appointed by the President. The committee shall nominate for election members of the Association to serve as its officers.

OTHER COMMITTEES. The Association may provide in its By-Laws for such other committees as may be needed or required but no matter shall be referred to a special committee which is relative to the function of a standing committee. The President shall make committee appointments, subject to the approval of the executive committee.

ARTICLE VII—MEETINGS

The annual meeting of the Association shall be held in December of each year at such place in Allen County, Ohio as the executive committee shall provide. Regular meetings of the Association may be provided for in the By-Laws. Special meetings of the Association may be called by the executive committee at any time and shall be called on the written request of any ten members of the Association. At every meeting, twenty-five members of the Association shall constitute a quorum. A quorum must be present to conduct voting on any Association business. A three-day written notice, including electronically-provided written notice, of each meeting shall be given to each member, setting forth the time, place, and purpose of the meeting, except as herein otherwise provided for proposed amendments to this Constitution.

ARTICLE VIII—ANNUAL DUES

The annual dues for each regular member shall be established by the executive committee. Changes in the amount of annual dues shall be passed by a resolution sponsored by the executive committee and adopted by a majority of members attending any regular meeting, provided that written notice of the proposed resolution be provided to the members at least thirty (30) days in advance of the meeting and vote on the resolution.

ARTICLE IX—SUSPENSION AND EXPULSION

Any member may be suspended or expelled for misconduct in relation to the Association or in the profession by such method of procedure as may be prescribed in the By-Laws, and all interests in the property of the Association of persons ceasing to be members by expulsion, resignation, or otherwise, shall thereon vest absolutely in the Association.

ARTICLE X—AMENDMENTS

This Constitution may be altered, amended, or repealed by a two-thirds vote of the members present at any annual meeting of the Association or any special meeting of the Association called for that purpose; provided, however, that the proposed amendments shall have been proposed by the executive committee or by ten members of the Association and that written notice of the time and place of voting thereon, together with a copy of such proposed amendments, shall have been given to all members of the Association at least thirty days prior to such meeting.

ARTICLE XI—WRITTEN NOTICE

“Written notice” is notice reduced to a writing and includes electronically-provided written notice such as, but not limited to, electronic mail.

ARTICLE XII—PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with this Constitution and any special rules of order the Association may adopt.

ARTICLE XIII—DISSOLUTION

Upon the dissolution of the Association, the Association’s Executive Committee shall, after paying or making provision for the payment of all the liabilities of the Association, distribute all of the remaining assets of the Association to such not-for-profit organization or organizations, which are engaged in activities similar to those for which the Association was established. Any such assets not so disposed of shall be disposed of as directed by the Allen County Court of Common Pleas to any such not-for-profit organization or organizations that such Court shall determine are engaged in activities similar to those for which the Association was established.

BY-LAWS

OF
THE ALLEN COUNTY, OHIO BAR ASSOCIATION

ARTICLE I—MEMBERS

Each member, other than honorary members, shall annually pay dues for the current year to the Treasurer of the Association, and if the same be not paid by April 1st of any year, the Treasurer shall provide written notice to the Secretary of those delinquent, and the Secretary shall send written notice to those delinquent members, with a copy thereof to the executive committee in care of the President of the Association, notifying such members of the delinquency and requiring payment of the dues prior to May 1st of that year, on penalty of suspension. Failure on the part of any member, so notified by the Secretary, to pay the required dues shall result in the suspension of such member effective May 1st of that year, without any further notice thereof, provided that the Association may, for good cause shown, reinstate any suspended member at any time upon the payment of all dues owing the Association prior to suspension and of the annual dues for the year in which said person is readmitted to membership.

ARTICLE II—HONORARY MEMBERS

Retired Members. Any member of this Association in good standing designated as “retired” by the Supreme Court of Ohio shall be an honorary member of this Association. Retired members shall pay no dues and shall be entitled to vote. Retired members shall pay for all meals and other events sponsored by the Association for which a fee, other than annual dues, is charged to its regular membership.

All non-resident Judges of The Ohio Court of Appeals for the Third Appellate District and the Dean of the College of Law of Ohio Northern University, during their respective terms in office, shall be honorary members of this Association and entitled to vote. No annual dues shall be assessed such honorary members, however, such honorary members shall pay for all meals and other events sponsored by the Association for which a fee, other than annual dues, is charged to its regular membership.

ARTICLE III—ASSOCIATE MEMBERS

1. The executive committee may accept legal support staff as associate members upon application and payment of annual dues in an amount and manner the executive committee establishes. “Legal Support Staff” means: (a) a paralegal, legal administrative assistant or secretary, or a court bailiff or administrator currently employed or sponsored by an attorney, judge, or magistrate who is a member of this Association; or, (b) a legal support student currently enrolled in any university, college, junior college, or other school pursuing a course of studies in paralegal/legal assistant, criminal justice, or business administration with a legal concentration. Except as provided in Article 3.4, associate

members shall continue their membership so long as they meet the criteria in (a) or (b) above and pay annual dues.

2. Associate members may attend regular Association meetings or committee meetings at the invitation of an attorney member but shall not vote on Association matters. Associate members may attend continuing legal education seminars upon application and submission of the applicable fee.
3. Associate members may form a committee with an Association attorney member serving as its advisor. The Association's president shall annually appoint an associate member committee chair and attorney member advisor. The committee's purpose is to facilitate legal education and fellowship among its members and to make recommendations to the executive committee regarding beneficial legal educational topics and procedures. The committee is not for the purpose of collective bargaining for employment purposes. Funding for the committee shall be at the discretion of the executive committee. The committee shall submit monthly financial reports to the executive committee.
4. Associate members may resign by submitting a written resignation to the executive committee, which shall be effective upon its acceptance unless another date is provided, and dues for the current year shall be forfeited. The executive committee may remove associate members for good cause, as it determines in its sole discretion, with dues for the current year forfeited.

ARTICLE IV—ADMISSION FEE

There shall be no admission fee to membership in this Association.

ARTICLE V—MEMBERSHIP TERMINATION

1. Definitions. As used in this Article, without respect to capitalization or to whether singular or plural and unless clearly meaning something else by the context in which a word or phrase is used, the following words and phrases are defined below:

A. Association. "Association" means the Allen County Bar Association located in Allen County, Ohio.

B. Supreme Court. "Supreme Court" means The Supreme Court of Ohio.

C. Member. "Member" means a member of the Allen County Bar Association.

D. Membership. "Membership" means membership in the Allen County Bar Association.

E. Suspension from the practice of law. "Suspension from the practice of law" means the suspension of an attorney from the practice of law by the Supreme Court and includes an indefinite suspension, a suspension for a fixed period, a suspension for a fixed period with a portion of such suspension stayed on the condition that the suspended attorney comply

with certain requirements, or a revocation of all or a part of the stayed portion of a suspension because of a suspended attorney's failure to comply with the conditions and requirements of such stay. "Suspension from the practice of law" does not mean a suspension for a fixed period with the entire portion of the suspension stayed on the condition that the suspended attorney comply with certain requirements.

2. Termination of membership. If the Supreme Court (1) suspends any member from the practice of law or (2) accepts the application of any member to resign from the practice of law and orders that the registration record of such member be marked as "resigned, with disciplinary action pending," or by other words or phrases which indicate that a disciplinary action is pending; then, such member shall immediately be terminated from membership in the Association and the Association's Secretary shall, without giving prior notice, remove such member's name from all Association written and electronic rolls, including but not limited to the Association's web site lawyers directory and biographical sections. The Association's Secretary shall then give such member written notice of such termination action. If the Supreme Court restores such member's license to practice law, such member may reapply for Association membership and upon such application and the payment of annual dues shall be admitted to membership in this Association in accordance with Article III of this Association's Constitution.

3. Any member of this Association shall, upon application to the executive committee, be entitled to a withdrawal certification and recommendation signed by the President and Secretary of this Association.

ARTICLE VI—MEETINGS

The Association shall hold at least quarterly meetings at the call of the executive committee unless local, state, or federal restrictions prohibit such meetings for any period of time. The Association may hold special event meetings as deemed appropriate by the executive committee. The chairs of all committees of this Association may call a meeting of their committee at any time. Meetings of the Association or any of its committees may be conducted using video or telephone conferencing or other communications equipment, which permit all persons participating in the meeting to contemporaneously communicate with each other. Participation in such a meeting constitutes presence in person at that meeting. Written minutes of all such meetings shall be taken and filed with the Association or committee records.

ARTICLE VII—COMMITTEES

The President shall appoint such committees in addition to the standing committees as he or she shall deem necessary and proper for the carrying out of the Association's functions and shall appoint such special committees for particular projects as he or she may deem advisable. All committee appointments shall be confirmed and ratified by the executive committee of the Association.

ARTICLE VIII—VOTING

If demanded, all members present shall vote on any question before the Association. On all questions requiring two-thirds or three-fourths vote, the President shall vote. All votes shall be taken by yeas and nays.

ARTICLE IX—PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Association's Constitution and Bylaws and any special rules of order the Association may adopt.

ARTICLE X—POLITICAL ACTIVITY

This Association shall not endorse or oppose any candidates for political office or endorse or oppose ballot issues and shall not solicit nor poll its membership for any such purpose.

ARTICLE XI—WRITTEN NOTICE

“Written notice” is notice reduced to a writing and includes electronically-provided written notice such as, but not limited to, electronic mail.

ARTICLE XII—SUSPENSION AND AMENDMENTS

Any of these By-Laws may be suspended by the Association, for a time not exceeding one meeting, by a two-thirds vote of the members present. These By-Laws may be altered or amended at any regular meeting called for that purpose upon a two-thirds vote of the members present and voting.