

August 2021

CONSTITUTION  
AND  
BY-LAWS

OHIO TROOPERS COALITION,  
INC.

## **Constitution and By-laws Ohio Troopers Coalition, Inc.**

### **Article 1 Name**

The name of the association shall be the OHIO TROOPERS COALITION, INCORPORATED (Hereinafter called the Coalition or the Ohio Troopers Coalition, Inc.)

### **Article 2 Place of Business**

The principal office of the Coalition shall be in the County of Franklin, State of Ohio. The Coalition may have such other offices as may from time to time be designated by its members or the Executive Board.

### **Article 3 Purpose**

The purpose of the Coalition shall be:

- a) to promote a spirit of cooperation, mutual support and fraternalism among its members;
- b) to strive to upgrade the salaries, working conditions, retirement benefits and other incidents and aspects of employment of the Ohio State Highway Patrol personnel;
- c) to promote pride and enhance morale among Ohio State Highway Patrol personnel and to increase public knowledge and recognition of members as dedicated, highly skilled law enforcement professionals;
- d) to work with the Department of Public Safety and the Superintendent of the State Highway Patrol in furthering the above purposes;
- e) to do all lawful things consistent with the purposes of the organization and helpful to it and its membership;
- f) to otherwise be organized and operated exclusively for such non-profit purposes as shall be consistent with exemption from federal tax under the relevant subdivisions of Section 501C of the Internal Revenue Code of 1954, as now in force or hereafter amended;
- g) to financially and spiritually support the Ohio Trooper Lodges;
- h) to financially and spiritually assist members who have sustained a loss of pay, property, or life, and promulgate the rules therefore;
- i) to act on behalf of all dues paying members in the association with the elected labor representative in labor related issues that may arise;
- j) to collect and disseminate statistics and other information;

- k) to engage in various fundraising activities;
- l) to circulate news and information to its members in periodical form;
- m) do all such further acts as are necessary and convenient or expedient to accomplish the foregoing purposes or as are incidental thereto;
- n) to do everything and anything reasonable and lawfully necessary, proper, suitable and convenient for the achievement of the purposes above stated to the extent that such power are granted by and consistent with the State and Federal Law; and
- o) engage in any other lawful act or activity for which corporations may be formed under Sections 1702.01 and 1702.99, inclusive, of the Ohio Revised Code.

Each purpose specified in any clause or paragraph contained in this Article shall be deemed to be independent of all other purposes herein specified and shall not be limited or restricted by reference to or inference from the terms of any other clause or paragraph.

#### **Article 4 Definitions**

The following words and phrases as used in this Constitution, unless a different meaning is plainly required by context, shall have the following meanings:

1. *Lodge* - The Ohio Trooper Lodges recognized by the Executive Board of the Ohio Troopers Coalition, Inc.
2. *Members* – Dues Paying Troopers, Sergeants, Dispatchers, CAD Specialists, Communication and Electronic Technicians of the Department of Public Safety, Division of the Highway Patrol as appointed under Section 5503.01 of the Ohio Revised Code, and represented by the Ohio State Troopers Association, and retired dues paying members of the Ohio State Troopers Retirees Association, who belong to and are in good standing with the Lodge, as defined in Article 7.
3. *Affiliate Members* - Other members in good standing of the Ohio Trooper Lodges who do not qualify as members as defined above, namely exempt employees, who are members of the Division.
4. *Honorary Members* – Individuals, who by three-fourths (3/4) affirmative vote by the Executive Board, grant honorary membership to the Coalition.
5. *Division* - The Ohio State Highway Patrol.
6. *Officer* - Member of the Coalition elected by members for the transaction of Coalition business.

7. *Trustees* - District Lodge Presidents, Vice-Presidents and Directors and two elected representatives from the Ohio State Troopers Retirees Association (“OSTRA”).
8. *Executive Officers* – President, Vice-President, Secretary and Treasurer.
9. *Executive Board* - Chairperson of the Executive Board, Coalition President, Vice President, Secretary, Treasurer, the Ohio Trooper Lodge Presidents, and the Ohio Trooper Lodge District Directors.
10. *Combined Board* – Chairperson of the Executive Board, Executive Officers of the Coalition, Ohio State Troopers Association, Troopers for a Safer Ohio, Ohio Troopers Caring and the Ohio State Troopers Retirees Association, the Ohio Trooper Lodge Presidents, Ohio Trooper Lodge Vice-Presidents, Ohio Trooper Lodge District Directors, the O.S.T.A. Legal Committee Chairperson and the Chairpersons of the O.S.T.A. Bargaining Units.
11. *Day* - Calendar day from 00:00 to 23:59 hours. In all cases the day of the event, or filing shall not be counted. The day of the meeting, election, or other scheduled event shall be counted.
12. *Lodge Officers* - President, Director, Vice President, Secretary, Treasurer and any other officers the Lodge deems necessary to conduct its business.
13. *Voting Eligibility* – Only members in good standing as defined in Article VII, Section 1, shall be eligible to vote on Coalition business.

**Article 5**  
**Lodge Areas**

Section 1. Active members of the Coalition shall be assigned to District Lodges according to the county of their work facility or residence. Members may only be a voting member of one (1) lodge.

District One (1) -- Comprises the counties of Williams, Fulton, Lucas, Henry, Defiance, Paulding, Van Wert, Putnam, Allen, Harden, Hancock and Wood.

District Two (2) -- Comprises the counties of Marion, Wyandot, Crawford, Richland, Huron, Seneca, Sandusky, Ottawa and Erie.

- District Three (3) -- Comprises the counties of Lorain, Ashland, Holmes, Wayne, Medina, Cuyahoga, Summit and Stark.
- District Four (4) -- Comprises the counties of Lake, Ashtabula, Geauga, Trumbull, Portage, Mahoning and Columbiana.
- District Five (5) -- Comprises the counties of Union, Mercer, Darke, Preble, Auglaize, Shelby, Miami, Montgomery, Logan, Champaign, Greene and Clark.
- District Six (6) -- Comprises the counties of Madison, Morrow, Delaware, Franklin, Pickaway, Fairfield, Perry, Licking, and Knox.
- District Seven (7) -- Comprises the counties of Coshocton, Muskingum, Morgan, Washington, Noble, Guernsey, Tuscarawas, Carroll, Harrison, Belmont, Monroe and Jefferson.
- District Eight (8) -- Comprises the counties of Butler, Hamilton, Warren, Clermont, Brown, Clinton, Adams, Highland and Fayette.
- District Nine (9) -- Comprises the counties of Hocking, Ross, Pike, Scioto, Lawrence, Jackson, Vinton, Athens, Meigs and Gallia.

Section 2. Retired members of the Coalition may choose to become members of a District Lodge closest to their residence or he/she may remain members of the Lodge from which he/she retired.

### **Article 6 Indemnification**

The Ohio Troopers Coalition, Inc. shall indemnify its Executive Board, Officers, and Employees as follows:

- a) Every Executive Board Member, Officer, Agent or Employee of the Ohio Troopers Coalition, Inc., shall be indemnified by the Coalition against all expenses, liabilities, or claims made against said person as a result of his/her performance of said duties. This indemnification shall include reasonable attorney fees and cost of litigation. This indemnification shall not apply to any such persons guilty of wilful misfeasance, malfeasance or

other fraudulent conduct in the performance of said duties, however, the Executive Board may vote to indemnify said acts if said indemnification is in the best interest of the Ohio Troopers Coalition, Inc.

- b) This indemnification shall extend to all current Executive Board Members, Officers, or Employees as of the date of the approval of this provision, for past, present, or future performance of duties.
- c) The Executive Board may, at its discretion, direct the purchase of liability insurance to implement the provisions of this Article.

## **Article 7 Membership**

Section 1. *Members* - Members in the Coalition shall be entitled to all rights and privileges of the organization. Elective office shall only be open to members of the Coalition in good standing. To be considered a member in good standing, a member must attend a minimum of at least three (3) lodge or Coalition events during the previous twelve (12) month period. **Attendance at a lodge meeting via an approved virtual platform (i.e. Zoom) shall be considered valid attendance for good standing consideration, provided the member is present the entire meeting.** Members who are in an on-duty status during the lodge event(s), shall be considered members in good standing. It is the member's responsibility to provide such documentation.

Section 2. *Affiliate Members* - An affiliate member in good standing shall be entitled to the same rights and privileges of members, except that affiliate members shall not have the right to hold office, vote, or be selected as a delegate to the annual meeting.

Section 3. *Honorary Membership* - The Executive Board may, by a three-fourths affirmative vote, grant honorary membership in the Coalition to any individual. Such honorary membership may be terminated by three-fourths vote of the Executive Board. Honorary members may attend meetings, but, shall have no other privileges of membership.

## **Article 8 Meetings**

Section 1. Except as otherwise provided in the Constitution or By-Laws, the Ohio Troopers Coalition shall conduct business in accordance with the standing rules of the Coalition.

- Section 2. *Annual Meeting* - An annual meeting of the members of the Coalition shall be held each year. The Executive Board shall determine and fix the date, time and the place of each annual meeting. Notice of the date, time and place of each annual meeting shall be provided to each Lodge of the Coalition at least one hundred and twenty (120) days prior to such meeting.
- Section 3. The Executive Board will meet at a date, time, and place determined by the Chairperson.
- a) One-half of the Executive Board members will be necessary to have a quorum.
    - 1) a majority of the members present will be necessary for the passage of any issue, except as provided specifically herein.
  - b) Special votes may be taken by conference call or telephone poll. A majority of the entire Executive Board must vote in the affirmative for the passage of any issue. The results of the vote shall be documented and become a part of the minutes of the next Executive Board meeting.
- Section 4. *Special Meetings* - Special meetings of the members may be called by the Executive Board, the President, the Chairperson or a Lodge President (for their respective lodge) at any time and be held at such times and places as it or he/she may designate for the purposes of transacting any particular business which requires the vote of the membership, and such business cannot be delayed until the next regular annual meeting or the monthly meeting in case of the Lodge President. Notice of such meeting may be provided in the manner designated by the Executive Board or in accordance with Article 11, Section 6 for lodge notification. Proxy votes will be accepted according to the rules of the Executive Board.
- Section 5. Twenty (20%) percent of members in good standing of the Coalition entitled to vote may at any time file with the Executive Board, the President, or the Chairperson, a petition demanding a special meeting and stating the specific business to be brought before the Coalition at such meeting. It shall thereupon become the duty of the Executive Board, President, or the Chairperson, as the case may be, to call such special meeting within twenty (20) days following the receipt of said petition. Notice of such special meeting, together with a statement of the purpose thereof, shall be provided to each member in the manner set forth by the Executive Board.
- Section 6. At all annual and special meetings, each delegate selected shall be entitled to one vote. Cumulative voting shall not be permitted. A quorum of one-

half of the eligible delegates need to be present to constitute a quorum for the conduction of business at any annual or special meeting.

**Article 9  
Dues**

- Section 1. Dues for members and/or affiliate members may be established and reviewed at the annual meeting of the Ohio Troopers Coalition.
- Section 2. Honorary Members shall be exempt for the payment of dues.
- Section 3. Dues shall be paid to the Ohio Trooper Coalition's Treasurer during January of each year.

**Article 10  
Executive Board**

- Section 1. a) The elective executive officers of the Coalition shall be the Chairperson of the Executive Board, Coalition President, Vice President, Secretary, Treasurer, the Ohio Trooper Lodge Presidents, and the Ohio Trooper Lodge District Directors.
- b) The Executive Board shall establish committees make recommendations to the Combined for the purposes of to purchase property, make investments and any other function necessary to meet the purposes of the Ohio Troopers Coalition, Inc.
- c) The Executive Board shall delegate authority to hire and fire employees and purchase equipment to the Personnel Committee established by Article 17, Section 1.
- Section 2. The Chairperson of the Combined Board shall be the Chief Combined Board of the Executive Board and shall not hold the position of President for any other Ohio Trooper Organizations, the duties of said office shall include:
- a) calling for and presiding over all meetings of the Executive Board;
- b) performing all acts and duties usually performed by a presiding officer;
- c) signing all such papers or contracts as authorized or directed by the Executive Board;
- d) coordinating all programs and affairs of the Executive Board;
- e) performing such other duties as may be prescribed by the Executive Board by a majority vote; and,
- f) serving as an ex-officio member on all committees.



- g) attending at least three lodge meetings a year.

Section 3. *President* - The President shall:

- a) preside over all meetings of the members of the Coalition;
- b) attend the meetings of the members of the Executive Board as provided by these By-Laws;
- c) sign all membership certificates and such other papers of the Coalition as may be authorized or directed to be signed by the Executive Board; provided, however that the Executive Board may authorize any person to sign any and all contracts and other instruments in writing on behalf of the Coalition;
- d) serve as the Chief Executive Officer of the Executive Board in the absence of the Chairperson of the Executive Board; and
- e) otherwise perform such duties as may be prescribed by the Executive Board.
- f) attend at least three lodge meetings a year.

Section 4. *Vice President* - The Vice President shall:

- a) in case of the absence or disability of the President perform the duties of the President required before and during such absence or disability;
- b) be a member of the Executive Board;
- c) in the event of a vacancy in the office of President, assume that position; and
- d) perform such duties as the President or Executive Board may assign.
- e) attend at least three lodge meetings a year.

Section 5. *Secretary* - The Secretary shall:

- a) be a member of the Executive Board;
- b) oversee all books and records of the Coalition;
- c) keep a record of all the proceedings of the Executive Board, annual membership, and any meetings of the membership;
- d) distribute the minutes of all meetings to the officers and directors within ten (10) days of such meetings;
- e) issue notices of all meetings of the members and the Executive Board that are required by these By-Laws or by the Executive Board;
- f) keep a copy of the Constitution and all amendments thereto;
- g) maintain an updated mailing list of Coalition membership;
- h) prepare and maintain all membership records;

- i) discharge such other duties pertaining to that office as shall be prescribed from time to time by the President or the Executive Board; and
- j) perform such duties as the President or Executive Board may assign.
- k) attend at least three lodge meetings a year.

Section 6. *Treasurer* - The Treasurer shall:

- a) oversee the accounting of all monies received and spent by the Coalition;
- b) submit to the Executive Board, on an annual basis, the accounting of all monies;
- c) submit to the membership, at the Annual Conference, a written accounting of all monies;
- d) shall be bonded; and
- e) perform other such duties as prescribed by the President or the Executive Board.
- f) attend at least three lodge meetings a year.

Section 7. Installation of the Executive Board

Installation of the newly elected members of the Executive Board will be conducted as the last item of business at the annual meeting.

**Article 11  
District Lodges**

Section 1. *Lodge President* - The Lodge President shall:

- a) be a member of the Executive Board of the Ohio Troopers Coalition, Inc.
- b) preside over their District Lodge meetings;
- c) be the Chief Executive Officer of the District Lodge;
- d) be the Chairperson of the Lodge Executive Board;
- e) be responsible for the compliance and implementation of all lawful orders and resolutions of the Coalition's Executive Board;
- f) report the business and conditions of the Lodge to its members;
- g) have the authority to call special meetings, as defined in Article 8, Section 4, of the District Lodge;
- h) appoint members of committees not otherwise provided;
- i) serve as ex-officio member of all Lodge committees;
- j) promote interest in the Lodge and the Ohio Troopers Coalition; and

- i) serve as a Trustee on the O.S.T.A. Executive Board.

Section 2. *Lodge Vice President* - The Lodge Vice President shall:

- a) be a member of the Lodge Executive Board;
- b) perform the Presidents duties in his absence;
- c) perform such duties the President or Executive Board may assign;
- d) coordinate all legislative efforts in the district; and
- e) serve as a Troopers for a Safer Ohio, Inc. Trustee

Section 3. *Lodge Secretary* - The Lodge Secretary shall:

- a) be a member of the Lodge Executive Board;
- b) have custody of the books, records, and documents of the Lodge;
- c) keep records of all proceedings of the monthly and special meetings of the Lodge and its Executive Board;
- d) file and maintain all reports of the District Lodge;
- e) maintain a copy of the Constitution and amendments thereto;
- f) prepare all membership certificates;
- g) conduct general correspondence of the Lodge;
- h) make available for inspection all books and records of the Lodge to its members;
- k) distribute the minutes of all meetings to the facilities within the Lodge area within ten (10) days of such meetings;
- l) shall be bonded;
- m) forward minutes of all Lodge meetings to the Ohio Troopers Coalition Office within ten (10) days of such meetings; and
- n) perform other such duties as the Executive Board may direct.

Section 4. *Lodge Treasurer* - The Lodge Treasurer shall:

- a) be a member of the Lodge Executive Board;
- b) receive and take charge of all funds belonging to the Lodge;
- c) pay all vouchers drawn on the Lodge signed by the Lodge President and/or Secretary;
- d) keep an accurate account of all funds received and expended;
- e) give the auditing committee a correct account of all money in his/her possession together with books, papers, and receipts belonging to the Lodge and his/her office;
- f) have all receipts deposited as provided by Lodge vote in accounts to the credit of the Lodge;
- g) deliver to his/her successor in office all books and property in his/her possession belonging to the Lodge;
- h) shall be bonded;
- i) be the chief fiscal officer of the Lodge;

- j) keep an itemized account of all transactions and disbursements; and
- k) perform other such duties as the Lodge Executive Board and/or President may direct.

Section 5. *District Director* - The District Director shall:

- a) be a member of the Executive Board of the Ohio Troopers Coalition, Inc.
- b) oversee the Coalition's fund raising efforts in their districts;
- c) submit magazine articles and photos to the Coalition magazine;
- d) perform whatever duties the Executive Board may assign; and
- e) represent the district on the Executive Board of Ohio Troopers Caring, Inc.

Section 6. The District Lodges shall hold meetings at least every other month at a pre-determined day and time (e.g. the third Wednesday of the month at 6:30 p.m.), in accordance with the District Lodge Meeting Policy, as approved by the Combined Board. The location of the meeting may move around within the district with appropriate notice. The District Lodge President shall notify the O.T.C. office of changes to the meeting times and locations at fourteen (14) days in advance of the meeting. The District Lodges should strive to hold in person meetings and provide additional accessibility via an approved virtual platform (i.e. Zoom) to allow for greater participation. (Notice of all Lodge Meetings will be sent to and/or posted at all applicable posts at least fourteen (14) days in advance of the meeting. Failure to comply with this section may result in expulsion from office pursuant to Article 15.

## **Article 12 Term of Office**

Section 1. The term of office for the Executive Board Chairperson;

- a) The Chairperson shall be elected by a majority vote of the Executive Board immediately following the annual meeting. The term of office will be for four years commencing with the first regular meeting of the Executive Board after the annual meeting.

Section 2. *Term of Office* - The term of office for the Coalition's President, Vice President, Secretary, and Treasurer shall be four years. Such terms shall commence upon installation of the officer at the annual meeting and shall extend for a period of four years thereafter or such earlier date as a successor is duly elected and qualified. The Lodge Presidents and Directors shall serve for two years commencing on January 1<sup>st</sup> following their election.

- a) A lateral transfer from one work assignment to another within the district shall have no effect on a Lodge Officer's right to serve as a Lodge officer for that District and represent that district on the Executive Board.

### **Article 13 Combined Board**

Section 1. Each member of the Combined Board shall have the right to vote, except the Chairperson who shall only cast his/her vote in the event of a tie.

Section 2. The Combined Board shall be the governing body of the Coalition. The Combined Board has the right to create rules, directives, or edicts for the uniform governance of the District Lodges. The rule of the Combined Board supersedes all governance established by the District Lodges. The Lodges may adopt other such governance as deemed necessary on all matters not ruled on by the Combined Board.

Section 3. The Combined Board shall see that the review of the Coalition's books is completed at least once a year. A review of the Coalition's books shall be completed when a new Treasurer is elected, appointed, or at any other time the Combined Board deems necessary.

Section 4. The Combined Board may allocate Coalition resources for the furtherance of the Coalition's purposes.

Section 5. Duties of the Combined Board Members:

- 1) Each member shall be required to attend and take active part in the meeting of the Combined Board.
- 2) Each member shall pay prompt attention to any business arising from membership and keep the membership apprised of pertinent information.
- 3) Each member shall perform such duties the President or Combined Board prescribes.

Section 6. Duties of the Combined Board.

- 1) The Combined Board shall conduct itself in keeping with the powers and limitations prescribed by the Constitution and By-Laws in carrying out Coalition business.
- 2) The Combined Board shall keep a record of all formal action and decisions.
- 3) All recommendations to the Officers of the Coalition shall be written.

- 4) Each member of the Combined Board shall be required to take the Oath of Office prescribed for officers of the Coalition as set forth herein.
- 5) The Combined Board of the Coalition shall have the power to act on all matters that come before the Coalition between annual meetings and act by majority vote of the members present and voting.
- 6) A quorum shall consist of fifty (50%) percent of the Board. Each member is entitled to one vote. Proxy voting shall only be permitted upon written authorization of the duly elected Board Member. In the event of a special meeting or other electronic method of communication (e.g. email or online survey) deciding an issue, a quorum shall consist of (50%) percent of the Board Members eligible to vote.
- 7) The Combined Board shall establish policy and be responsible for the general operations of the Coalition.
- 8) The Combined Board shall meet at least three (3) times per year unless unusual circumstances require more frequent meetings.
- 9) The Combined Board may adopt, amend, or repeal any Rule or By-Law, which it deems necessary.
  - a) To adopt, amend, or repeal any Rule or By-Law, the Board must comply with the provisions herein at Article 20.
  - b) No Rule or By-Law may be adopted which is in conflict with the Coalitions Constitution or Federal or State Law.
  - c) Any Rule or By-Law adopted by the Combined Board is binding on all members and bargaining units.

#### **Article 14**

##### **Executive Director**

- Section 1. The Coalition may employ an Executive Director or designee. The Executive Director or designee of the Coalition shall serve at the pleasure and direction of the Executive Board of the Coalition. The wages, benefits, and other terms of his/her employment shall be established, updated, and reviewed by the Personnel Committee of the Coalition.
- Section 2. The Executive Director or designee shall:
- A. Be responsible for the day to day operation of the Coalition and any and all contracts authorized by the President or the Executive Board.
  - B. Recommend to the Personnel Committee to hire, with their advice and consent, employees and insure that each employee handling Coalition funds or property to be properly bonded as necessary at Coalition expense.

- C. Conduct all financial transactions of the Coalition with the approval of the Chairperson, President and/or Executive Board of the Coalition and to oversee an accurate record of all income and expenses. These records will be available for inspection by any member of the Coalition upon thirty (30) days' notice at a mutually agreed to time.
- D. Be bonded and upon specific request of the State Employment Relations Board, furnish a copy of said bond, for the faithful performance of the duties of the Executive Director. The cost of the bond shall be paid by the Coalition.
- E. Maintain all records of the Coalition.
- F. Prepare and submit an annual financial report to the Coalition at the January Combined Board meeting.
- G. Insure that the Coalition complies with all the requirements of the State and Federal Law for reporting and record keeping, and file all tax returns that may be required.
- H. Attend all board meetings; and
- I. Perform all other duties as the Chairperson, President or the Executive Board may direct.

## **Article 15**

### **Expulsion from Office and the Coalition**

- Section 1. No elected officer nor member of the Coalition shall be removed or suspended from office for alleged malfeasance except for just cause.
- A. Before any officer or member is removed or suspended from office, the member shall be:
    - 1. served with specific written charges;
    - 2. given a reasonable time to prepare a defense; and
    - 3. afforded a full and fair hearing by the Executive Board.
  - B. A vote of greater than two-thirds (2/3) of the entire Executive Board is required to remove or suspend any elected officer or member.

## **Article 16**

### **Oath of Office**

All officers shall be formally installed in their respective positions at the annual meeting, but they may enter upon their duties prior to the following oath having been given to them and sworn to by them.

“I (state your name) swear that I will support the Constitution of the State of Ohio and will perform faithfully, and to the best of my ability, the duties imposed upon me as a member or officer of the Ohio Troopers Coalition, so help me God.”

The President-elect’s oath shall be administered by the current President except when the current President is also the President-elect. In such case, the oath shall be administered by the current Secretary. After the President-elect has taken the oath, the President shall administer the oath to all other newly elected or re-elected members of the Executive Board.

## **Article 17 Committees**

The Chairperson of the Executive Board, in consultation with the President, shall appoint those members, not elected, to committees necessary for conducting the business of the Coalition and Executive Board. The Chairperson shall only vote in the event of a tie on any given committee.

The following Standing Committees shall be established:

1. Personnel Committee
  - a. The Personnel Committee shall consist of the following members:
    - i. Chairperson of the Executive Board
    - ii. President of the Ohio Troopers Coalition
    - iii. President of the Ohio State Troopers Association
    - iv. President of Troopers for a Safer Ohio
    - v. President of Ohio Troopers Caring
    - vi. President of the Ohio State Troopers Retirees Association
    - vii. Executive Director (non-voting member)
2. Budget Committee
  - a. The Budget Committee shall consist of the following members:
    - i. Chairperson of the Executive Board
    - ii. President and Treasurer of the Ohio Troopers Coalition
    - iii. President and Treasurer of the Ohio State Troopers Association
    - iv. President and Treasurer of Troopers for a Safer Ohio
    - v. President and Treasurer of Ohio Troopers Caring
    - vi. President and Treasurer of the Ohio State Troopers Retirees Association
    - vii. Executive Director (non-voting member)
3. Investment Committee
  - a. The Investment Committee shall consist of the Chairperson and Presidents of any organization having investments and the Executive Director (non-voting member).



4. Constitution Committee
  - a. The Constitution Committee shall consist of the following members:
    - i. Chairperson of the Executive Board
    - ii. President, Vice-President and Secretary of the Ohio Troopers Coalition
    - iii. President, Vice-President and Secretary of the Ohio State Troopers Association
    - iv. President, Vice-President and Secretary of Troopers for a Safer Ohio
    - v. President, Vice-President and Secretary of Ohio Troopers Caring
    - vi. President, Vice-President and Secretary of the Ohio State Troopers Retirees Association
    - vii. Executive Director (non-voting member)

### **Article 18 Coalition Elections**

- Section 1. The right to be a candidate for any elective position in the Coalition shall be limited to members in good standing. Members desirous of being elected to the office of Chairperson of the Executive Board, President, Vice President, Secretary, or Treasurer shall file such intent, in writing, with the Secretary on or before March 15th of the year in which the election is to be held. Such written notice shall include the office for which the member wishes to become a candidate.
- Section 2. The office of President, Vice President, Secretary and Treasurer shall be elected by secret ballot, prepared by the Secretary from letters of intent filed before the March 15th deadline, and cast by the delegates attending the annual meeting. Write-in candidates are not permitted. Postmarks on envelopes dated on or before March 15th shall qualify as verification of meeting the deadline for filing. The Chairperson shall be elected by a majority vote of the Executive Board immediately following the annual meeting.
- Section 3. Ballots shall contain the names of all members who have properly filed their intent to be a candidate and the office, which they seek. Candidates must attend the annual meeting unless an emergency exists preventing them from attending.
- Section 4. In the event of an uncontested position, the Secretary shall cast one vote for the candidate for office, and that person shall be deemed elected.

- Section 5. Installation of newly elected members of the Executive Board will be conducted as the last item of business at the annual meeting.
- Section 6. Members in good standing of each Lodge shall elect delegates to the annual meeting. A Lodge shall have five (5) delegates per Lodge. Such election for delegates shall take place at a regular Lodge meeting at least sixty (60) days prior to the annual meeting. A member must be in good standing and have attended three (3) of their local lodge meetings or Coalition events in the twelve (12) months prior to the election.
- Section 7. In addition to the delegates provided in Section 6 above, all members of the Executive Board shall be delegates at the annual meeting with the same voting privileges as those delegates elected by each lodge.
- Section 8 - Should the President position become vacant during the term of office, the Vice-President will ascend and complete the remaining term of office. The remaining executive officers may ascend in position. A special election will be held for any open office left vacant provided that said Annual Conference is to take place at least sixty (60) days from the vacancy. If less than sixty (60) days, the election will be held at the following Annual Conference. Should the vacancy occur less than one hundred twenty (120) days from the end of the term of such office no interim election will be undertaken.

### **Article 19 Election of Lodge Officers**

- Section 1. The election of Lodge officers of the Coalition shall be conducted in even numbered years for even numbered districts and in odd years for odd numbered districts during the month of November.
- Section 2. A candidate for office must be a member in good standing as defined in Article 7, Section 1.
- Section 3. The announcement of candidates for local lodge officers shall be made from the floor at the regular monthly meeting in the month of October by the Secretary of the Lodge.
- a) All candidates for local lodge officers shall announce, in writing, their intention to have their name placed on the ballot for election to the office they are seeking. Such notice shall be received by the Lodge Secretary after the September meeting and prior to the conclusion of the October meeting.

- b) Once the October meeting has been adjourned, no more letters may be accepted.

Section 4. Ballots will contain the names of all members who have announced as candidates and the offices they seek.

Section 5. In the event of an uncontested position, the Secretary shall cast one vote for the candidate for office, and that person shall be deemed elected.

Section 6. Elections will be by secret ballot prepared by the Secretary at the November meeting.

Section 7. Should an officer's position become vacant during the term of office, the officers may ascend in position and then have a special election conducted within sixty (60) days by nominations coming from the floor at a regular scheduled meeting of the Lodge after the vacancy has occurred and the members of the Lodge notified. Should an officer not wish to ascend and no other candidate presents him/herself for the vacancy, the O.T.C. President, or designee, may appoint a member in good standing, as defined in Article 7, Section 1, from the respective District.

Section 8. Term of all Lodge officers shall be for two years. A special elected officer shall serve the remainder of a two year term.

Section 9. The term of office in the local lodges shall begin January 1<sup>st</sup> following an election or immediately after a special election.

Section 10. Outgoing officers shall assist new officers with the orderly change of office.

### **Article 20 Fiscal Year**

The fiscal year of the Coalition shall commence on the first day of January of each year.

### **Article 21 Amendments**

These By-Laws may be amended by a two-thirds vote of the delegates present at an annual meeting of the Coalition. All proposed amendments to this Constitution and By-Laws shall be submitted in writing with a copy to the Secretary at least forty-five (45) days prior to the annual meeting.

Proposed amendments shall be distributed to all members of the Executive Board at least thirty (30) days prior to the annual meeting.

The Executive Board may make emergency changes to the Constitution by two-thirds (2/3) affirmative vote on the issue. When such a change has been adopted by the Executive Board, a special meeting shall be called of Ohio Trooper Coalition delegates that comprised the immediate preceding annual meeting within sixty (60) days. A two-thirds affirmative vote is necessary for the emergency amendments to remain as part of the Constitution.

## **Article 22 Standing Rules**

The Executive Board may adopt, suspend or amend standing rules of governance as needed. Each rule adopted by the Coalition shall be attached to the Constitution and By-Laws and shall be subject to renewal each year at the first board meeting of each year.

## **Article 23 Expenses, Compensation and Prohibitions**

- Section 1. Any member of the Executive Board or person acting as an agent of the Executive Board performing authorized duties for/or services to the Coalition by order of the Chairperson, President or the Executive Board may receive compensation and reimbursement for the expenses authorized.
- Section 2. The Executive Board shall set the reimbursement policy for all delegates to the annual conference and other rates of compensation paid to members. All expenses incurred by alternates, not acting as delegates, to the annual conference, shall be borne by the District Lodge that sends the alternate to the conference.
- Section 3. The Coalition shall not make loans to any member, officer, agent, representative, or employee. No Coalition funds may be invested in any way that they may be used to finance or secure loans to any member, officer, agent, representative, or employee. This section does not prohibit the Coalition from investing its funds as long as that deposit is not used as security for a loan to any member, officer, agent, representative or employee.
- Section 4. The Coalition may not expend its funds in any manner in furtherance of independent business or financial interests of members, officers, employees, agents, representatives, or spouses,

minor children, parents of members, agents, representatives, or employees. As a condition of employment or continuing service as an officer, agent, representative, or employee of the Coalition, or spouses, minor children or parents of an officer, agent, representative, or employee may undertake business or financial interests which will conflict with the fiduciary obligations of such officers, agents, representatives, and employees of the Coalition.

Section 5. Any Coalition official or employee who handles the funds of the Coalition or other property of the Coalition shall be bonded for the faithful performance of the duties in a bond of appropriate amount.

Section 6. No member of the Executive Board will violate his/her fiduciary obligation or enter into or vote for any business that could be considered a conflict of interest.

Section 7. No part of the net earnings of the Coalition shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Coalition shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distribution in furtherance of the purposes set forth in Article III hereof.

#### **Article 24 Dissolution of the Corporation**

Section 1. Dissolution of the Coalition may be proposed by the methods indicated in Article 19 of this Constitution.

Section 2. Dissolution must be approved by a two-thirds majority of the total voting membership for it to be binding on the Executive Board.

Section 3. Upon proper approval of dissolution by the membership, the Executive Board shall proceed to dissolve the corporation in accordance with the laws of the State of Ohio.