

**\*Date of Review - February 6, 2013**

## **ARTICLE I - NAME**

### **Section 1**

The name of the organization shall be the Ohio State Highway Patrol Retiree's Association; hereafter referred to as "The Association". For brevity, "The Association" may be officially referred to as "OSHPRA".

### **Section 2**

Motto, Seal and/or Logo: At the 1976 Annual Meeting a logo and/or seal which are used on letter head, envelopes, membership cards, lapel pins, apparel and for other non-commercial uses was adopted. A logo or slogan can also be used as the Executive Board may so desire.

## **ARTICLE II - PURPOSES**

The object, business and purpose of "The Association" are non-political, non-sectarian and non-profit. It is formed as a fraternal, patriotic and historical association, and shall be devoted to strengthening and perpetuating a stronger alliance between members of "The Association". The members of "The Association" may testify, clarify or otherwise engage in activities to further the welfare of the organization.

### **Section 1**

"The Association" will constantly strive to assist all members, their widows, widowers and orphans.

### **Section 2**

"The Association" will constantly strive to perpetuate the memory and history of the Ohio State Highway Patrol.

### **Section 3**

"The Association" will constantly strive to maintain true allegiance to the Government of the United States, the State of Ohio and all sub-divisions there under.

### **Section 4**

"The Association" will support and assist in maintaining law and order.

## **Section 5**

“The Association” will support and maintain a strong, positive relationship with the staff and active members of the Ohio State Highway Patrol.

## **Section 6**

"The Association" will give support as needed and provide Retired Trooper Reserve Auxiliary with members to assist the Ohio State Highway Patrol and the Ohio State Highway Patrol Auxiliary in times of emergency as declared by the Superintendent. This function is authorized under Section 5503.11(A) and (B) of the Ohio Revised Code. Indemnification, immunity, injury, liability and damages while acting under this section of the Ohio Revised Code are not in any way the responsibility of "The Association" or its officers.

## **Section 7**

The President of “The Association” or any member designated by him/her may offer testimony or advice before the legislature, the executive branch or any other public or private institution that advances the welfare of “The Association and/or its members. No monetary contributions, donations or use of “Association” funds shall be used to influence any individual or group in this endeavor.

“The Association” has been formed for all of the benevolent reasons as set forth in the preamble to and the preceding sections of Article II of these Bylaws. At all times “The Association” and its officers and members while representing “The Association” or acting on its behalf; will refrain from initiating or participating in activities that consist of lobbying, the carrying on of propaganda or in otherwise attempting to influence legislation. “The Association” and any of its officers or members acting on its behalf, will not participate or intervene in any political campaign, either on behalf of or in opposition to any candidates for public office or any issue on a ballot. No funds of “The Association,” monetary contributions and donations, shall be used to influence any individual or group in such endeavors.

However, “The Association” because of its unique membership and purpose may, from time-to-time, be called upon by public officials and political and private institutions to testify, to provide information, to clarify and to provide advice and expertise with regard to issues and matters that are of special interest to or which advance the welfare of the organization. When so requested, the President of “The Association,” or any member designated by the President, may appear and testify, or otherwise engage in activities that promote the purposes and welfare of the organization.

## **ARTICLE III - MEMBERSHIP AND QUALIFICATIONS FOR MEMBERSHIP**

### **Section 1 - Members**

- A. **"Member"** is defined as any person who served as a sworn or non-sworn employee of the Ohio State Highway Patrol and has retired in good standing.
- B. **"Retired in good standing"** is defined as retiring in accordance with all applicable laws and not under the color of a criminal or administrative investigation for which he/she could have potentially been removed from his/her active position had he/she not elected to retire.
- C. All questions regarding membership eligibility under the "Retired in Good Standing" rule shall be decided by the "Membership and Credentials Committee." Applicants denied membership by the committee under the "Retired in Good Standing" provision, may appeal the denial to the Executive Board.
- D. "Members" shall be afforded all the rights, benefits, and privileges of membership in "The Association," including holding office, working on committees, and voting by either attendance or by absentee ballot procedures established by the "Executive Board."
- E. Only those "Members" who retired from the uniformed ranks in accordance with sections 5505.16, 5505.17, and 5505.18 are eligible to join the Retired Trooper Reserve Auxiliary, if it is ever activated.

### **Section 2 - Associate Members**

- A. **"Associate member" is defined as:**
  - 1. Any person who was a member of the Ohio State Highway Patrol but left the Patrol in good standing before being eligible for retirement, or
  - 2. Any person who was a member of the Ohio State Highway Patrol Auxiliary and left the Auxiliary in good standing.
- B. **"Good standing"** is defined as leaving service in the Ohio State Highway Patrol or the Patrol Auxiliary under positive circumstances and not under the color of a criminal or administrative investigation for which he/she could have potentially been removed from his/her position had he/she not elected to leave.

- C. All questions regarding membership eligibility under the "Good Standing" rule shall be decided by the "Membership and Credentials Committee." Applicants denied membership by the committee under the "Good Standing" provision, may appeal the denial to the Executive Board.
- D. To become an "Associate Member", a candidate must submit correspondence requesting membership and be recommended by a member of "The Association." The candidate's request will first be subject to screening by the "Membership and Credentials Committee." The candidate must receive a majority vote of approval from the membership attending the next scheduled Association meeting.
- E. An "Associate Member" shall be entitled to receive all communications and mailing, attend social functions, and attend regularly scheduled meetings.
- F. An "Associate member" is not entitled to hold office, work on committees, or vote within "The Association."

### **Section 3 - Honorary Members**

- A. "**Honorary member**" is defined as any person, except one eligible to become a "Member" or "Associate Member," who has been nominated, screened, and accepted as having made an outstanding contribution to the welfare and betterment of the Ohio State Highway Patrol and/or "The Association.
- B. A candidate for honorary membership, other than widows, widowers, or orphans, must be nominated by a "Member" of "The Association."
- C. Honorary members shall be entitled to all rights, benefits, privileges and responsibilities normally accorded a member with the exception of becoming a member of the Retired Trooper Reserve Auxiliary.
- D. A nominee shall first be subject to screening by the "Membership and Credentials Committee." The nominee shall then be subject to approval by the "Executive Board." Finally, the nominee must receive a majority vote of approval from the membership attending the next scheduled Association meeting.
- E. An "Honorary Member" shall be entitled to receive all communications and mailings, attend social functions, and attend regularly scheduled meetings.

- F. An "Honorary Member" is not entitled to hold office, work on committees, or vote within "The Association."

## **Section 4 – Removal of Members**

Any Member, Associate Member, or Honorary Member may be removed from membership in "The Association" for cause, such as, but not limited to, treason against the Government of the United States, the Government of the State of Ohio, or conviction of a felony in a lawful court of the United States, the state of Ohio, or any other jurisdiction. The removal of a Member, Associate Member, or Honorary Member must follow the procedures adopted by the "Executive Board" of "The Association."

## **ARTICLE IV - MEMBERSHIP DUES**

Annual dues for Members and Associate Members of "The Association" shall be **\$12.00 per year**, payable either by monthly electronic payroll deduction authorized by the member or prior to January 1st of each year by full payment. The dues assessment will be set on the calendar year from January 1st through December 31st.

### **Section 1 - Spouses and Orphans of Deceased Members**

Spouses of deceased members, orphans of deceased members and/or honorary members shall not be required to pay membership dues.

## **ARTICLE V - OFFICERS AND DUTIES**

### **Section 1 - President**

The President shall serve as the Chairperson of the Executive Board. The President shall preside at all quarterly, annual and special meetings, and unless specified in the By-Laws, he/she shall appoint the Chairperson and Members of all standing and special committees. He/she shall be an Ex Officio member of all committees.

### **Section 2 - 1st Vice President**

The 1st Vice President shall preside at all quarterly, annual or special meetings in the absence of the President, and when so acting will have the same power and authority as the President, and;

- A. Shall be the Chairperson of the Membership and Credential Committee.
- B. Shall be the Chairperson of the Budget and Audit Committee.
- C. Shall perform such other duties as from time to time may be assigned to him/her by the President or the Executive Board.

### **Section 3 - 2nd Vice President**

The 2nd Vice President shall preside at all quarterly, annual and special meetings in the absence of the President and the 1st Vice President, and when so acting will have the same power and authority as the President, and

- A. Shall be the Chairperson of the Annual Meeting Committee.
- B. Shall perform such other duties as from time to time may be assigned him/her by the President or the Executive Board.

### **Section 4 - Secretary**

The Secretary shall be responsible for the maintenance of all records of "The Association", and:

- A. Shall keep, or cause to be kept, accurate and complete records of quarterly, annual and special meetings and shall authenticate same upon approval.
- B. Keep on file all committee reports.
- C. Keep organization membership roll and roll call of members present when required.
- D. Notify officers, committee members, and delegates of their election or appointments, furnish committees whatever documents are required for the performance of their duties and have on hand at each meeting a list of all existing committees and their members.
- E. Maintain records books in which By-Laws, Special Rules of Order, Standing Rules and Minutes are entered, with any amendments to these documents properly recorded, and have current books on hand at every meeting.

- F. Send out to the membership a notice of each quarterly, annual or other special meeting and conduct general correspondence which is not a function proper of other officers or committees.
- G. Prepare, prior to each meeting, an order of business for use of the presiding officer, showing the exact order of all matters known in advance that are due to come up.
- H. In the absence of the President, 1st Vice President or 2nd Vice President the Secretary shall call the meeting to order and preside over such meeting until election of a Chairperson Pro-Tem which should take place immediately.
- I. Be responsible for the forwarding of all members a resume of all quarterly, annual or special meetings and/or any publication of "The Association".
- J. The Secretary shall perform other duties as from time to time may be assigned him/her by the President or the Executive Board.

### **Section 5 - Treasurer**

The Treasurer shall be entrusted with the custody of the funds of "The Association" and shall be bonded for a sum sufficient to protect "The Association" from loss. Said bond shall be paid by "The Association", and;

- A. Shall receive and give receipts for monies due and payable to "The Association" from any source whatsoever, and deposit such monies in the name of "The Association" in such banks, trust companies or other depositories as shall be selected by the Executive Board.
- B. All funds withdrawn from the account or accounts shall be vouchers. These vouchers shall be signed by two officers of "The Association", the President and the Treasurer. In the absence of either of these officers, they shall be signed by the 1st Vice President. Facsimile signatures may be approved for use by the Executive Board as authorized by Article V, Section 6 of these By-Laws.
- C. Make a full financial report annually or as the By-Laws may prescribe, and make such interim reports as the Executive Board may direct.
- D. In general, perform all duties incident to the office of the Treasurer, and such other duties as from time to time may be assigned to him/her by the President or Executive Board.

## **Section 6 - Executive Board**

- A. The Executive Board of “The Association” shall be composed of the following sixteen members: President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, Treasurer, Immediate Past President, Superintendent of the State Highway Patrol or designated staff officer and nine members-at-large, one to represent each of the State Highway Patrol Districts and one out of state member representing all out of state members, to be appointed by the President, subject to the approval of members present at the annual business meeting or any Executive Board meeting. Three members-at-large are to be selected for a three year term annually to replace the three members-at-large whose term expires that year.
- B. The members-at-large, with the advise and approval of the President, shall select an alternate member from the represented district. The alternate member may attend in lieu of the member-at-large, or with the designated member-at-large, but each district shall be authorized to cast only one ballot on any issues before the Executive Board of “The Association”.
- C. Members of the Executive Board shall attend annual meetings, quarterly meetings and any special meeting which may be called by the President as he may deem necessary for the good of the organization.
- D. The Executive Board will have the power and authority to transact all regular business of “The Association”. Any additional authority delegated to officers of “The Association” shall be by resolution duly enacted at a regular quarterly Board Meeting adopted by not less than a two-thirds majority.
- E. The Executive Board may authorize the disposal of any records and declare designated records to be of a permanent nature.

## **Section 7 - Chaplain**

The Chaplain shall be appointed by and serve at the pleasure of the President.

## **Section 8 - Vacancy**

- A. Any vacancy in an elected office or member of the Executive Board shall be promptly filled by an appointment by the President with the advice and consent of the Executive Board.



## **ARTICLE VI - ELECTION OF OFFICERS**

### **Section 1**

At least one month prior to the annual meeting each year, the President shall appoint a nominating committee consisting of three members of the Executive Board.

### **Section 2**

The purpose of said nominating committee will be to prepare a slate of nominees to fill all offices of "The Association". The slate of nominees will be presented at the annual meeting.

### **Section 3**

The annual meeting agenda will provide that the President shall call on the chairperson of the nominating committee to present and nominate individually each person selected by the committee for each office of "The Association".

### **Section 4**

Following the receipt of a proper second to each nomination, the President shall then call for nominations from the floor for each office.

### **Section 5**

After receiving a proper second to each floor nomination, it shall then be at the discretion of the President as to whether he/she calls for a voice vote, vote by show of hands, or by a secret ballot.

### **Section 6**

A simple majority vote of members present and voting at the annual meeting shall be required to confirm election to any office.

### **Section 7**

In the event of a tie vote for any office, a secret ballot shall be conducted until such tie is broken.

### **Section 8**

Should there be no floor nominations, the President may call for a motion to accept the entire slate of nominees presented by the nominating committee by acclamation.

## ARTICLE VII - COMMITTEES AND THEIR DUTIES

### Section 1 - Standing Committees

The President shall within 30 days following installation appoint membership in accordance with these By-Laws to serve on the following Standing Committees:

- A. **Membership and Credentials Committee:** The duties shall be to screen prospective honorary members and to resolve any questions of eligibility to exercise voting rights, qualification to hold office or to attend meetings. This committee will also encourage all persons eligible to become members, and make a serious effort to encourage former members whose dues have elapsed to become members in good standing.
- B. **Annual Budget and Audit Committee:** The duties shall be that of preparing an annual budget in such form and at such time as the Executive Board may direct, and that of preparing an annual audit of all accounts of "The Association" and/or any special audit as may from time to time be directed by the Executive Board. The committee will submit all budgets prepared and reports of findings on all audits conducted to the Executive Board at such time as the Board may direct.
- C. **Annual Meeting Committee:** The duties will be that of selection of a suitable location and a suitable date, in accordance with Article X, Section 1 of these By-Laws, for holding each annual meeting of "The Association", and that of planning an agenda of social activities to be held in conjunction with annual meetings for the pleasure and entertainment of members and their guests.
- D. **Governmental Affairs and Information Committee:** The duties shall be to maintain an effective liaison with all public officials, governmental entities, and private institutions to testify, inform, and advise on matters pertaining to the welfare of all retirees, widows, widowers and orphans toward the end that the purpose defined in Article II of these By-Laws are accomplished. This committee shall also maintain a close relationship with the Ohio State Highway Patrol, federal, or other state and local police agencies in regard to the coordination of all matters of mutual interest.
- E. **Retired Trooper Reserve Auxiliary:** The duties shall be to assist the organization, training and coordination of the retired members who choose to serve in the Retired Trooper Reserve Auxiliary. The committee will be chaired by the President of the Association and will aid in the coordination of services provided to the Ohio State Highway Patrol and assist in accomplishing the mission of the unit.

## **Section 2 - Special Committees**

The President shall, during his term of office, appoint members to serve on special committees including but not limited to the following:

- A. A Nominating Committee, a Resolution Committee and any other committee pursuant to a motion duly passed by the membership in a quarterly or annual meeting, or any special committee which the President from time to time may deem necessary to accomplish the purposes of "The Association."
- B. Nominating Committee: The duties shall be as stipulated in Article 6 of these By-Laws.
- C. Resolution Committee: The committee shall assist the Executive Board in screening all resolutions presented to them as provided in Article X, Section 1 (D) of these By-Laws and shall make recommendations to the Executive Board on each resolution before it is taken before the membership. Resolutions which do not receive a two-thirds majority vote of approval by Executive Board members present will not be brought up for a vote of the membership. The President will however make an oral report to the members on all resolutions which fail to receive a favorable vote and a brief explanation of the reason
- D. All committee members, after notice of their appointment, shall render patient and diligent attention to the matters of business entrusted to them. They will present their reports as required in a manner determined by the President, the Executive Board or as out-lined elsewhere in the By-Laws.

## **ARTICLE VIII - BENEFIT FUND**

### **Section 1**

"The Association" benefit fund is established to provide financial assistance to any benefit recipient of the Highway Patrol Retirement System. Financial assistance shall be limited to the payment or partial payment or the reimbursement of such payment or partial payment of any costs incurred for health care services and supplies not otherwise covered by health care insurance.

- A. Request for financial assistance can be made by the benefit recipient or a member on his/her behalf.
- B. Requests shall be in writing on forms approved by the Executive Board.
- C. The Executive Board shall meet at the direction of the President for approval of all applications.

- D. A portion of the annual membership dues shall be designated for the benefit fund in sufficient amount to maintain a balance of \$3,000.00, including accrued interest, in a separate account.
- E. Members of the Executive Board are authorized to accept monetary gifts and donations to this fund from individuals, groups or organizations.

## **ARTICLE IX - AREA ORGANIZATION AND REPRESENTATION**

All members in good standing will be eligible to hold any elective or appointed office of "The Association" regardless of residence or area affiliation. The eight members-at-large will be appointed in accordance to Article V, Section 6(A) and will represent the State Highway Patrol Districts one through eight to assure statewide representation and one additional out of state representative.

## **ARTICLE X - MEETINGS**

### **Section 1**

"The Association" shall meet in annual meeting once each year on a date not earlier than September 15th nor later than November 15th. The actual date and location of the annual meeting will be recommended by the Annual Meeting Committee. The date, time and location of each annual meeting will not be final until approved by action of the Executive Board.

- A. Notice of date, time and location of each annual meeting shall be furnished to all members of "The Association" not less than 45 days in advance of the date selected.
- B. A general agenda, containing all known items of a business nature to come before the membership and of social activities planned, will be supplied in printed form upon request to any members in advance of the meeting date.
- C. Detailed minutes of all quarterly, Executive Board and annual meetings will be recorded by the Secretary and filed as a permanent record of "The Association". The Secretary shall distribute a copy of same to each member within a reasonable period, not to exceed 60 days, after a quarterly, Executive Board or annual meeting date.

- D. All resolutions, for consideration by members while in quarterly meetings or in business sessions at an annual meeting, shall be submitted to the Chairperson of the Executive Board not later than 30 days in advance of any meeting date. All resolutions so submitted will be referred to the Chairperson of the Resolutions Committee for screening action as provided in Article VII, Section 2 (C) of these By-Laws.

## **Section 2**

Executive Board meetings shall be held not less than one meeting each three months, on a schedule to be announced in advance by the Chairperson. The Executive Board may, in addition, hold special meetings at the call of the Chairperson. Detailed minutes shall be kept of all Executive Board meetings and are to become a permanent record of "The Association". Such minutes shall be made available upon request of any retired member of "The Association" who wishes to review same.

## **Section 3**

Other standing committees provided for in these By-Laws shall hold meeting as frequently as necessary to meet the responsibilities of the committees. The Chairperson of each committee will be responsible for giving all members advance notice of the date, time and place of each meeting. Detailed minutes of meetings shall be recorded and given to the Secretary and will become part of the permanent records of "The Association".

## **ARTICLE XI - RULES OF ORDER AND QUORUMS**

Except as otherwise provided in these By-Laws, all quarterly, annual, special and committee meetings shall be conducted in accordance with Roberts Rules of Order, latest published edition.

## **Section 1**

Presiding officers will conduct all meetings in an orderly fashion and in accordance with the following agenda format:

- A. Call to order
- B. Roll call (if required or desired)
- C. Reading and approval of minutes
- D. Reports of officers, boards and standing committees

- E. Reports of special committees
- F. Special orders and announcements
- G. Unfinished business
- H. New business
- I. Any other item for the good of “The Association”
- J. Date, time and location of the next meeting
- K. Adjournment

## **Section 2**

An Executive Board business quorum will be constituted by the seven (7) elected members, excluding the members-at-large, for the purpose of transacting business at any quarterly, special, annual or Executive Board meeting. A majority of five (5) of the seven (7) Executive Board members present will be required to pass any business transactions.

## **Section 3**

A simple majority of committee members present shall constitute a quorum for the purpose of transacting business at all meetings of standing or special (Ad Hoc) committee meetings.

# **ARTICLE XII - AMENDMENTS TO BY-LAWS**

## **Section 1**

Any retired member in good standing may submit an amendment which proposes to change or add to these By-Laws.

- A. All amendments which propose to change or to add to these By-Laws must be submitted in writing to the Chairperson of the Executive Board.
- B. The Chairperson of the Executive Board shall assign each proposed amendment to the Resolutions Committee for review and recommendation. Then each proposed amendment will be brought before the Executive Board at the next scheduled quarterly, annual or special meeting of the Executive Board with the Resolution Committee’s recommendation.

- C. The Executive Board shall discuss and evaluate each proposed amendment received. Those amendments which receive the necessary two-thirds vote from the Executive Board will be printed for distribution to all members in good standing at least 30 days prior to the next Executive Board quarterly, annual or special meeting of "The Association" and be prepared to present each proposed amendment to the membership for a vote to accept or reject.
- D. Only those retired members in good standing who are present, or those who have submitted an absentee ballot in accordance with procedures which the Executive Board may promulgate, will be eligible to vote on a proposed amendment to these By-Laws.
- E. In the case of a proposed amendment to these By-Laws a simple majority of all votes cast by members in good standing will be required for adoption.

### **ARTICLE XIII - NON INUREMENT**

Any member, officer or Executive Board member may be reimbursed for actual expenses incurred in the performance of "The Association" activities. Expenses normally would be limited to mileage costs, postage costs, telephone costs or any actual costs incurred in attending authorized meetings or awards dinners. Reimbursement will be made on written request from the member.

The President and the Treasurer shall have the authority to allow reimbursement under the circumstances listed. In the event that either the President or Treasurer is the member requesting reimbursement, the Secretary will be next in line to co-authorize the request. If the request exceeds \$50.00 it shall be brought before the Executive Board for approval. Any reimbursement that the President and/or Treasurer consider warrants a more extended review can be brought before the Executive Board prior to authorization.

### **ARTICLE XIV - DISSOLUTION**

If dissolution of "The Association" should occur, or become necessary, the Executive Board shall, after paying or making provision for the payment of all the liabilities of "The Association", dispose of all the assets of "The Association" exclusively for the purposes of "The Association". The disposal of assets shall be in such a manner, or to such an organization or organizations existing and operating exclusively for purposes similar to those set forth in Article II hereof as shall at the time qualify as an exempt organization or organization under Section 501 (C) (4) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine.

\* By-law review completed at the quarterly meeting of February 6, 2013 by President A. J. Schropp, Past President S. W. Senek, 1st Vice-President R. H. Collins, Past Treasurer J. F. Spurrier.