

# **REGULATIONS AND BYLAWS**

## **REGULATION I**

### **MEMBERSHIP**

#### **Section 1. APPLICATION AND APPROVAL**

- (a) All applications for membership shall be made on a form prescribed by the Board of Directors and submitted to the office of the association along with payment of annual dues, and shall be subject to approval by the President or the Board of Directors.
- (b) All memberships shall be on an annual basis and subject to annual payment of membership dues as hereinafter provided.

#### **Section 2. REGULAR MEMBERSHIP**

Regular Membership in the Association shall be available to attorneys of professional competency, integrity and good moral character who are actively engaged in the defense of criminal cases.

#### **Section 3. PUBLIC DEFENDER MEMBERSHIP**

Public Defender membership shall be available to any attorney who is a full time employee of a Public Defender Office or Legal Aid Society or similar agency and engaged in the defense of indigent criminal cases. A Public Defender member is conferred with all rights and privileges of a regular member.

#### **Section 4. DIRECTOR MEMBERSHIP**

The title of Director shall be conferred by the Board of Directors on a Member who, in lieu of the payment of the established Regular Membership dues or Public Defender dues, annually pays to the Association Director's dues, President's Club membership dues, or otherwise holds a lifetime membership as established by the Board of Directors.

#### **Section 5. PRESIDENT'S CLUB MEMBERSHIP**

President's Club Membership shall be conferred by the President, with the approval of the Board of Directors, on a Regular Member or Director who, in lieu of the payment of the established regular membership dues, annually pays to the Association President's Club dues as established by the Board of Directors.

#### **Section 6. LIFETIME MEMBERSHIP**

Lifetime Membership shall be conferred by the President, with the approval of the Board of Directors, on a Regular Member, Director, or President's Club Member who, in lieu of the payment of the annual established membership fee, pays to the Association a one-time sum as established by the Board of Directors.

**Section 7. ASSOCIATE MEMBERSHIP**

(a) Associate Membership in the Association shall be available to those persons of integrity and moral character who are not actively engaged in the defense of criminal cases, but whose duties and responsibilities are a part of, or contribute to, the defense of criminal cases.

(b) Application for Associate Membership shall be made on a form prescribed by the Board of Directors. Each application for Associate Membership shall be endorsed by one (1) Regular Member, Director, President's Club Member or lifetime member of the Association.

(c) The title of Associate Member shall be conferred by the President or Board of Directors upon the approval required in section (1) above, and annual payment of Associate Membership dues as established by the Board of Directors.

**Section 8. HONORARY MEMBERS**

(a) Any person who shall have made an outstanding contribution to the public welfare and aided in the achievement of the goals of this Association may be proposed for Honorary Membership by five (5) Members of the Association.

(b) The proposal of Honorary Membership shall be made in writing, subscribed by five (5) members and submitted to the President of the Association.

(c) An affirmative vote of a majority of the Board of Directors shall be required to elect any Honorary Member.

(d) Honorary Members shall pay no fee for membership in the Association.

(e) In any given year, no more than two (2) Honorary Members may be admitted to membership.

(f) In addition to sub-section (e), any Member of the Association who is elected or appointed to the Judiciary or Congress of the United States may thereafter become an Honorary Member for a period of three (3) years.

(g) Honorary Memberships other than in sub-section (f) shall extend for an indefinite period.

**Section 9. ORGANIZATIONAL MEMBERSHIP**

The Board may create an organizational membership classification. Any member or organization that wishes to become an "organizational" member must petition the board of directors for such status.

**Section 10. RETIRED PRACTITIONERS**

The Board may allow/create a membership special status to petition the board for members that are (1) at least 62 years of age; (2) hold themselves out to be retired; and (3) previously been a member of the OACDL or is an active OACDL member.

**Section 10. VOTING**

(a) Each Regular Member, Director, President’s Club Member and Lifetime Member shall be entitled to one (1) vote at the Association’s proceedings, providing such person is actually in attendance at such proceeding except as otherwise provided. Honorary and Associate Members shall not be entitled to vote.

(b) Any regular member, Director, President’s Club Member or Lifetime Member may vote in absentia in the annual election for candidates for offices of the O.A.C.D.L. by written request for an absentee ballot. Said written request shall be sent to the Executive Director of the O.A.C.D.L. who shall forward an absentee ballot to the requesting member. All absentee ballots shall be received by the Executive Director not later than the Thursday preceding the annual membership meeting.

(c) Absentee ballots shall be in a form prescribed by the Board of Directors and shall be sealed and delivered to the Executive Director and shall be opened upon the counting of ballots at the annual election.

**Section 11. REVOCATION OF MEMBERSHIP**

Membership in any classification or category may be revoked for cause and by vote calling for such revocation by three-quarters (3/4) of the members of the Board of Directors present and voting at any meeting of the Directors.

**REGULATION II**

**ELECTED OFFICERS**

**Section 1. DESIGNATION**

The elected officers of the Association shall consist of a President; a President-Elect; immediate past-President, a Secretary; and a Treasurer. In addition to the elected officers of the Association, there shall be appointed by the President-Elect at least thirty days prior to the Annual Meeting, the Committee Chairpersons of the Association’s standing Committees and substantive Law Committees as specified in Regulation X of these bylaws. Committee Chairpersons shall be confirmed by the Board of Directors by a majority vote of those board members present at the annual meeting.

**Section 2. QUALIFICATIONS**

Only Directors, President’s Club Members and Lifetime Members shall be eligible to become elected officers of the Association.

**Section 3. NOMINATIONS, ELECTIONS AND TERMS OF OFFICE**

(a) Elected Officers.

The elected officers of the Association, with the exception set forth in Paragraph (f) of this section, shall be elected at the Annual meeting of the Association to be held in the month of October of each year and shall hold office from the time of election until the election of new

officers at the next annual meeting.

(b) Nominations for Elected Offices

Nominations for the elected offices of President-Elect, Secretary and Treasurer shall be made by the nominating committee or in writing by any member qualified to vote and in good standing. To be considered by written nomination by the nominating committee written nominations shall be sent to and received by the Executive Director by the 15th day of July of each year.

(c) Nominating Committee

Membership of the nominating Committee shall consist of the President, President-Elect, immediate past President and two members selected by the President. The Nominating Committee shall meet in person or by telephonic conference on or before the 30th day of July of each year and shall review all nominations for elected office and shall make nominations for elected office. The nominating committee shall report nominations for elected office of all duly qualified candidates to the Executive Director who shall, within seven (7) days thereafter cause to be published all nominations for elected office on the association web site or in any other publication of the association.

(d) Nominating Process

Upon determination that a member is duly qualified to hold elected office, the Nominating Committee shall approve or reject said nomination by majority vote. Any nominated member not qualified to hold elected office, or if qualified, not approved by a majority vote of the nominating committee shall not be nominated by the Nominating Committee. More than one nomination for each elected office shall be allowed if a candidate is otherwise qualified and approved by majority vote of the nominating committee.

(e) In addition to the process provided for in sections 3(b) and (d) of this regulation, any member in good standing may nominate a member qualified for elected office by submission in writing and signed by a minimum of five members qualified to vote. Written nominations shall be submitted and received by the Executive Director on or before the 30th day of August of each year.

(f) The President or Executive Director shall cause the names of all nominated and duly qualified candidates to be published in one or more annual meeting notices or other publications of the Association.

(g) President-Elect.

At the end of the term of the President, the President-Elect shall become President of the Association and shall serve as President for a period of one (1) year in addition to any period of time necessary to fulfill the unexpired term of a President who is no longer able to serve or who has resigned or who has been removed from office.

#### **Section 4. REMOVAL**

An Officer may be removed for cause by a vote calling for such removal by a three-quarters (3/4) vote of the Board of Directors. The procedure to be used in removals for cause shall be that which is set out in Regulation III, Section 9.

#### **Section 5. DUTIES OF ELECTED OFFICERS**

(a) President

The President shall be the Chief Executive Officer of the Association, and it shall be the President's responsibility to oversee and coordinate the activities of the Association and to preside at its meetings. The President shall be the spokesperson for the Association and whenever practicable shall publicly appear for the Association and speak its policies. The President shall organize the agenda with the advice of the Board of Directors and preside at meetings of the Board of Directors and at the Annual Meeting of the Association at the place designated by the Board of Directors.

(b) President-Elect

The President-Elect of the Association shall become the President of the Association in accordance with Section 3(f), except in the case of the President's inability to serve, or resignation or removal from office, in which event the powers and duties of the President shall devolve upon the President-Elect who shall conclude the term of office of the President in accordance with the provisions of these Bylaws. The President-Elect shall be responsible for the organization, and coordination planning and preparation of the Annual Meeting. The President-Elect shall assist the President in the performance of the President's duties and shall also perform such other duties as may be prescribed for the President-Elect by the President or Board of Directors, and shall serve as the President's Liaison with the Committee Chairpersons. In the case of the absence of the President, the President-Elect shall act as the Chief Executive Officer of the Association.

(c) Secretary

The Secretary shall attend and keep minutes of all meetings of the Association and shall have such other powers and perform such other duties as are incident to the office of the Secretary or as may be assigned to the Secretary from time to time by the Board of Directors or by the President.

(d) Treasurer.

The duties of the Treasurer are to maintain the funds and assets and pay the obligations of the Association. Any obligation of the Association in an amount greater than \$2,000.00 must be approved by a majority of the Executive Committee.

(e) Immediate Past President

The Immediate Past President shall serve on the Executive Committee and the Nominating Committee. The Immediate Past President shall serve as Chairperson of the Board of Directors upon request of the President or President-Elect acting in the capacity of President.

**Section 6. EXECUTIVE COMMITTEE**

The purpose of the Executive Committee of the Ohio Association of Criminal Defense Lawyers shall be to act on Association business and transactions during the interim periods between Board of Directors meetings. The Executive Committee shall consist of the President, President-Elect, Secretary, Treasurer, the Immediate Past President and Legislative Director.

**Section 7. OFFICE OF THE EXECUTIVE DIRECTOR**

An Executive Director or such other person designated by the Board of Directors may be hired or appointed to assist in the daily operations of the Association upon a majority vote of the Board of Directors present and voting at a meeting of the Board of Directors. The Executive Director shall assist the President, President-Elect, Immediate Past President, Secretary, Treasurer and Directors in the operations of the Association and at their direction. The Executive Director is not an elected officer of the Association and may not vote at meetings of the Association, Board of Directors or Committees.

**REGULATION III**

**BOARD OF DIRECTORS**

**Section 1. QUALIFICATIONS**

Officers, Directors, President's Club Members, Lifetime Members and the Chairpersons of the Standing Committees and substantive law committees shall be members of and serve on the Board of Directors.

**Section 2. POWERS**

The Board of Directors shall manage the business and affairs of the O.A.C.D.L. Any act of a majority of the voting Directors present at a meeting shall be an act of the Board of Directors.

**Section 3. RESIGNATION**

Any unexpired term of a Director who has resigned shall be declared open by the President.

**Section 4. BOARD MEETINGS**

Board Meetings shall be held from time to time in various locations with the meetings open to the general membership. The President or a majority of the Executive Committee may call meetings of the Board of Directors as they deem necessary. Notice of all meetings of the Board of Directors shall be given to all Board Members at least 30 days in advance of such meeting. An annual meeting of the Board of Directors shall be held after the annual meeting of the Association.

**Section 5. QUORUM (Amended Effective 10/18/2007)**

At each meeting of the Board of Directors, a Quorum shall consist of those members of the Board of Directors present. However, in no event shall a Quorum be constituted by less than eight (8) board members.

**Section 6. DEFINITION OF “MAJORITY”**

Business of the Association, unless otherwise specified by these Regulations, shall be conducted by majority vote of the Directors present at a meeting of the Board of Directors. A majority shall consist of one greater than one-half (1/2) of those Directors voting on any issue.

**Section 7. ORGANIZATION**

The President of the Association shall serve as Chairperson of and preside at meetings of the Board of Directors. In the absence of the President, the President-Elect shall serve as Chairperson. The Secretary of the Association shall act as Secretary of the Board of Directors.

**Section 8. REMOVAL**

A Director or officer may be removed for cause by a three fourths (3/4) vote of the members of the Board of Directors calling for such removal.

**REGULATION IV**

**VOTING**

At the annual meeting held in the month of October of each year, officers shall be elected by a majority vote by secret ballot of members qualified to vote, in good standing, and present, or by members qualified to vote and in good standing and submitted by absentee ballot.

**REGULATION V**

**MEMBERSHIP MEETINGS**

**Section 1. TIME AND PLACE**

(a) The annual membership meeting of the Association shall be held in the month of October of each year.

(b) Membership meetings may be called in the following manner: By the President or in the President’s absence, or inability to serve, the President-Elect, or the Board of Directors by action at their meeting, or by a majority of the Board acting without a meeting, or by 50% of the members acting without a meeting. Meetings shall be held at such time and place as may be fixed by the President, or by Directors present at a meeting of the Board of Directors.

**Section 2. QUORUM**

Those Regular Members, Directors, President’s Club Members and Lifetime Members present at any membership meeting or annual membership meeting of the Association shall constitute a quorum for the transaction of business at said meeting.

**Section 3. PROGRAM**

The program of the annual meeting shall be devoted primarily to the furtherance of the aims, purposes and objectives of the Association.

## **REGULATION VI**

### **FISCAL YEAR**

The fiscal year of the Association shall begin on the first day of July and end on the last day of June in each year.

## **REGULATION VII**

### **FINANCES**

#### **Section 1. ANNUAL DUES**

The annual dues of all classes of membership shall be set by the Board of Directors. Notice of changes of annual dues shall be made on annual dues and membership renewal notices.

#### **Section 2. PAYMENT OF DUES**

(a) New Members. Dues are payable upon submission of an application for membership and its acceptance. New Members dues will be prorated on a monthly basis or any portion thereof as of the date a Membership Application is submitted.

(b) Existing Members. Dues are payable on or before the first day of January of each calendar year.

## **REGULATION VIII**

### **DISSOLUTION OF ASSETS**

In the event the Association should be dissolved, its physical assets shall be sold and along with its liquid assets, shall be distributed to a charitable organization whose primary objectives are the furtherance of criminal justice. Said distribution shall be determined by a majority vote of the Board of Directors then in office and at final meeting of the Association.

## **REGULATION IX**

### **AMENDMENTS**

#### **Section 1. NOTICE** (Amended Effective 10/22/2009)

These Regulations may be amended by a two-thirds (2/3) vote of the Regular Members, Directors, President's Club Members and Lifetime Members present and voting at any membership meeting of the Association, provided that either:



- (a) all proposed amendments shall have been read to the Members at a previous regular or special membership meeting, or
- (b) at least 30 days in advance of the annual or special membership meeting called pursuant to REGULATION V, Section 1 (b) at which such action is proposed to be taken, both
  - (i) a descriptive summary of all proposed amendments shall have been provided to all Regular Members, electronically or otherwise; and
  - (ii) copies of the proposed amendments shall have been available from the Executive Director, posted on the organization's website or otherwise provided to all Regular Members.

**Section 2. WAIVER**

The notice and first reading required by Section 1 of this Regulation can be waived by seventy-five percent (75%) vote of those members present and voting at any regular annual meeting.

**REGULATION X**

**VACANCIES**

In the event that an Officer or Officer-Elect is incapable of serving and will remain so for a substantial period of his or her term, said Officer shall be deemed to have vacated the office held. The determination of said vacancy shall be made by a seventy-five percent (75%) vote of the members of the Board of Directors. Upon such determination the vacancy so created shall be filled by appointment by the President and confirmed by the Board of Directors.

**REGULATION XI**

**STANDING COMMITTEES AND SUBSTANTIVE LAW COMMITTEES**

(Amended Effective 10/16/2008)

Standing Committees and Substantive Law Committees shall have a membership of no less than three (3) persons who are members in good standing and shall be appointed to such position by the President-Elect thirty (30) days before commencement of the President-Elect's term as President unless otherwise provided. Persons so appointed shall serve as Committee Chairpersons and Committee Members during the term of the President who appointed them. A Chairperson shall be appointed to chair each committee. A chairperson must be approved by a majority of the Board of Directors present at an annual Board of Directors meeting to be held after the Annual Meeting. Committee Chairpersons and Committee Members shall serve at the pleasure of the President.

- (a) Amicus/Strike Force Committee
- (b) Continuing Legal Education Committee
- (c) Ethics and Discipline Committee
- (d) Criminal Rules and Legislative Committee

- (e) Committee on Indigent Defense
- (f) Nominations Committee

**THE SUBSTANTIVE LAWS COMMITTEES SHALL BE:**

- (1) The Death Penalty and Homicide Law Committee
- (2) The D.U.I. Committee
- (3) The Drug Law Committee
- (4) Juvenile Law Committee
- (5) Personal and Property Crimes Committee
- (6) Family Violence and Sex Crimes Committee
- (7) Fourth Amendment Committee
- (8) White Collar Crimes Committee

The President or the Board of Directors shall have the discretion to form any additional ad hoc committees as the needs of the Association dictate.

**REGULATION XII**

**RULES OF ORDER**

When not in conflict with these regulations, Robert Rules of Order shall govern at all functions. The foregoing articles are the Regulations and Bylaws of the Ohio Association of Criminal Defense Lawyers.

Revised 10/2014