

1 OPERATING ARTICLES
2 OF THE
3 OHIO ASSOCIATION FOR JUSTICE
4 (Revised February 2021)
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6 ARTICLE 1- NAME

7 The name of this Association is the Ohio Association for Justice, hereinafter referred to
8 as the Association. The Association will be operating under the laws of the State of
9 Ohio.

10 ARTICLE 2 - PURPOSE

11 The objectives of this Association are to uphold and defend the Constitution of the
12 United States; to advance the science of jurisprudence; to educate the bar and general
13 public in all fields and phases of advocacy; to promote the administration of justice for
14 the public good; to uphold the honor and dignity of the profession of the law; to
15 encourage fellowship among the members of the bar; to uphold and improve the
16 adversary system and trial by jury; and to advance the cause of those who are damaged
17 in person or property and who must seek redress therefore; and provide an environment
18 for our members to uphold the civil justice system.

19 The Association's mission statement is to protect and promote Ohioans' right to a fair
20 and impartial civil justice system, including their constitutional right to trial by jury,
21 through advocacy, education and training.

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23 ARTICLE 3 - MEMBERSHIP

24 Section 1. Any person who meets the following criteria may be a
25 member of the Association:

- 26 A) one who is licensed to practice law in the State of Ohio;
- 27 B) one who, for the most part, based upon caseload and time, represents:
- 28 (1) the plaintiff in civil litigation,
- 29 (2) injured workers in the Workers' Compensation system, or
- 30 (3) the defendant in criminal litigation.
- 31 C) one who is committed and devoted to the concept of a fair trial, the adversary
- 32 system, and a just result for the injured, the accused, and for those whose
- 33 rights are jeopardized;
- 34 D) one who adheres to the objectives of this Association;
- 35 E) one whose personal conduct adheres to the ethical rules of our profession and
- 36 does not impugn the honor or dignity of the profession of law; and
- 37 F) one who is not a member of a firm substantially engaged in the
- 38 representation of corporations or insurance companies or in the defense of civil
- 39 litigation or workers' compensation claims, unless the applicant provides
- 40 personal recommendations from at least two current Association board
- 41 members in support of the application.
- 42 G) A law student, while enrolled in any accredited law school. However, law
- 43 student members do not have voting rights for any election of the
- 44 Association or any of its sections or caucuses, and do not have access to
- 45 any of the OAJ sponsored listservs.
- 46 H) A paralegal or legal assistant who:
- 47 (1) is actively engaged as an auxiliary to the practice of law;

48 (2) is employed by an attorney member of the Association who sponsors
49 the paralegal or legal assistant; and

50 (3) does not contribute any time or work to the representation of
51 insurance defense in civil litigation or defendants in the Worker's Compensation
52 system;

53 (4) adheres to the objectives of this Association and to the qualifications of
54 such membership, and

55 (5) is of good moral character and adheres to the ethical rules of the legal
56 profession and does not impugn the honor or dignity of the profession of law.

57 Paralegal and legal assistant members shall not:

58 (a) have the right to hold office or be a member of the Board of
59 Trustees within the Association;

60 (b) have voting rights for any election of the Association;

61 (c) be permitted to participate within any of the Association's
62 other sections or caucuses; or

63 (d) have access to the same listservs as attorney members.

64 The Board of Trustees may establish policies and procedures for Paralegal
65 and Legal Assistant members to select their own leadership for the membership
66 category. This membership category must use a firm-owned or firm-managed
67 email address for the membership category's listserv access.

68 Sponsorship shall be the continual responsibility of the individual attorney
69 member, and such sponsoring attorney member shall be ultimately responsible
70 for the good standing of his/her sponsored paralegal/legal assistant member,

71 including but not limited to the payment of membership dues. Should a member
72 of the Paralegal & Legal Assistant membership category no longer meet the
73 criteria within Section 1, subsection H, that person shall be removed from
74 membership, effective immediately.

75 Section 2. The Board of Trustees may establish classes of voting and non-voting
76 membership and procedures for application and admittance to all such classes of
77 membership.

78 Section 3. A member may resign or may be expelled or suspended in any of the
79 following ways:

- 80 A) a member may resign by submitting a written resignation to the President,
81 which becomes effective on the date submitted;
- 82 B) a member is deemed to have resigned upon failure to pay dues in a timely
83 manner;
- 84 C) a member who is disbarred is automatically removed from membership as
85 of the date the Supreme Court Entry disbaring that member is published
86 on the Supreme Court of Ohio website;
- 87 D) a member suspended from the practice of law is suspended from
88 membership for as long as the period of suspension from practice
89 continues, and may be returned to active membership, subject to the
90 approval of the Board of Trustees, upon the termination of the suspension
91 from practice, and satisfaction of all other membership requirements; or
- 92 E) a member is to be expelled or suspended by the Board of Trustees for
93 conduct in violation of the qualifications for membership:

- 94 (1) any complaint alleging a violation of the qualifications for membership
95 against that member will be copied to that member's business address;
- 96 (2) the notice will specify the charges and will advise the member of the
97 time and place of a hearing, at least 30 days later, which hearing will be
98 held before either the Board of Trustees or a committee of three trustees
99 appointed for that purpose by the President;
- 100 (3) if the hearing is held before a committee, that committee must report
101 its findings to the Board of Trustees, which will then decide what action is
102 to be taken; and
- 103 (4) expulsion or suspension of a member requires a two-thirds majority
104 vote of the Board of Trustees, and no further process is available under
105 these Operating Articles.

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ARTICLE 4 – OFFICERS

108 Section 1. The officers of the Association are the President, President-Elect, Vice
109 President, Treasurer, Secretary, and Chief Executive Officer.

110 Section 2. President

- 111 1. The President is also the Chair of the Board, who presides at all meetings
112 of the Association, the Board of Trustees, and the Executive Committee,
- 113 2. The President directs the affairs of the Association with the advice and
114 consent of the Board of Trustees.

115 Section 3. President-Elect

- 116 1. The President- Elect performs such duties as may be delegated by the
117 President and succeeds to the office of President following the term of
118 office of the President, or in the event of the death, resignation, incapacity,
119 or inability of the President, fulfills the duties of that office.
- 120 2. The President-Elect presides at meetings of the Association or the Board of
121 Trustees in the event of the absence of the President.
- 122 3. The President-Elect also serves as Chair and appoints the members of the
123 Annual Convention Committee.

124 Section 4. Vice-President

- 125 1. The Vice-President serves as the Chair of the Continuing Legal Education
126 Committee and the Publications Committee.
- 127 2. The Vice-President performs such duties as may be directed by the
128 President and performs other services as are incident to his or her office as
129 are required by the Board of Trustees.

130 Section 5. Treasurer

- 131 1. The Treasurer supervises the Chief Executive Officer in collecting,
132 disbursing, and accounting for all funds of the Association at the direction
133 of the Board of Trustees and cooperates with the Board of Trustees in
134 matters relating to the fiscal affairs of the Association.
- 135 2. The Treasurer also serves as the Chair of the Finance Committee and
136 performs other services as are incident to his or her office as are required
137 by the Board of Trustees.

138 Section 6. Secretary

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1. The Secretary supervises the Chief Executive Officer in keeping the records of the proceedings of all membership, Board of Trustees, and Executive Committee meetings.
 2. The Secretary keeps a current directory of members and issues such notices as may be required by the Operating Articles, the Bylaws or otherwise.
 3. The Secretary also chairs the Membership Committee and performs other services as are incidental to his or her office and as are required by the Board of Trustees.

148 Section 7. Chief Executive Officer

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1. The Chief Executive Officer subject to policies established by the Board of Trustees and the Executive Committee, administers the daily affairs of the Association.
 2. The Chief Executive Officer is a full-time, paid employee of the Association selected by the Board of Trustees, and the Chief Executive Officer's employment may be terminated by the Board of Trustees only.
 3. The Chief Executive Officer, within the budgetary limits of the Association, has the responsibility of hiring, firing, and maintaining all staff personnel which he or she deems necessary or appropriate to carry out the functions of the Association.
 4. The Chief Executive Officer:
 - A) keeps the minutes of the proceedings of all membership, Board of Trustees, and Executive Committee meetings;

- 162 B) keeps a roll of members; attends to the correspondence; and
163 C) issues such notices as may be required by the Operating Articles,
164 the Bylaws, or otherwise.
- 165 5. In conjunction with the duties of the Treasurer, the Chief Executive Officer
166 collects, disburses, and accounts for all funds of the Association at the
167 direction of the Board of Trustees and in accordance with the budget of the
168 Board of Trustees, as amended from time to time, and cooperates with the
169 Board of Trustees in all matters relating to the fiscal affairs of the
170 Association and must regularly account to the Board of Trustees
171 concerning his or her actions and activities in the collection and
172 expenditure of funds.
- 173 6. He or she performs all other services incident to his or her office as are
174 required or directed by the Board of Trustees.
- 175 7. The Chief Executive Officer also serves as an ex officio non-voting member
176 of the Executive and Nominating Committees in furtherance of his or her
177 duties and responsibilities.
- 178 8. The job performance of the CEO shall be reviewed annually by the
179 President and Immediate Past President of the Association, with input and
180 advisement from the Executive Committee.
- 181 9. The Board of Trustees shall approve any change in salary and/or bonus
182 paid to the CEO.

- 184 1. The Board of Trustees may create the position of Director of Government
185 Affairs. That position shall perform any tasks reasonably necessary to
186 further the professional, political and operating goals of the Association,
187 its Members and any Political Action Committee(s) affiliated with the
188 Association and duly authorized by the Board of Trustees.
- 189 2. The Board of Trustees, in its sole discretion and with input and
190 advisement from the CEO, can hire, fire, discipline or modify the
191 employment of, and determine the compensation of the Director of
192 Government Affairs.
- 193 3. The Director of Government Affairs also serves as an ex officio member of
194 the Executive Committee in furtherance of his or her duties and
195 responsibilities.
- 196 4. The job performance of the Director of Government Affairs shall be
197 reviewed annually by the CEO, the President and Immediate Past
198 President of the Association.

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ARTICLE 5 - BOARD OF TRUSTEES

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The Board of Trustees is the managing body of the Association and directs its
202 affairs.

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Section 2. The Board of Trustees consists of the President, President-Elect, Vice
President, Secretary, Treasurer, members of the Board of Governors and State Delegates
elected from Ohio to the American Association for Justice, the Chair of each Section of
the Association, all Past Presidents of the Association who are members in good

207 standing, two trustees elected from each of the Ohio Appellate Districts, and the
208 Representatives-at-Large appointed by the President with the advice and consent of the
209 Board of Trustees. Trustees representing Appellate Districts serve a two-year term; all
210 other Trustees serve a one-year term.

211 Section 3. The President, with the advice and consent of the Board of Trustees, may
212 appoint no more than 21 Representatives-at-Large to serve on the Board of Trustees.

213 Section 4. All members of the Board of Trustees must satisfy all eligibility
214 requirements that may be established by the Board of Trustees from time to time, except
215 that Past Presidents and those who represent Ohio on the Board of Governors and as
216 State Delegates to the American Association for Justice, need only fulfill the minimum
217 financial responsibilities for regular Board Members. In order to vote at Board of
218 Trustees Meetings, Board members, Ohio representatives to the American Association
219 for Justice, and Past Presidents must fulfill minimum financial responsibilities for
220 Board Members.

221 Section 5. In the event of a vacancy on the Board of Trustees or in any office, the
222 President fills the vacancy, with the advice and consent of the Board of Trustees, from
223 among any member of the Association in good standing. The appointed member then
224 serves for the remainder of the term.

225 Section 6. Meetings of the Board of Trustees are held upon the order of the President
226 or the Executive Committee, or upon the written request of any five members of the
227 Board of Trustees. A quorum consists of the members of the Board of Trustees present
228 at any meeting called by the President or the Executive Committee. But if the meeting
229 of the Board of Trustees is called by the written request of any five members of the

230 Board of Trustees, then a quorum consists of a majority of the entire Board of Trustees.

231 Meetings may be held by telephone-conference call, video-conference call, or by any

232 other audio or video means that will allow adequate methods of communication and

233 votes may be taken electronically when so ordered by the President or Executive

234 Committee, with reasonable notice to the members of the Board of Trustees.

235 Section 7. Except as otherwise provided by these regulations, the Board of Trustees

236 has full power and authority in the interim between the annual meetings of the

237 Association to do all acts and perform all functions which the Association itself may do

238 or perform at a membership meeting. But should the membership of the Association, by

239 vote submitted to the membership as a whole, require or forbid any act or policy, the

240 Board of Trustees must act in accord with that vote of the whole.

241 Section 8. Officers or members may expend funds or commit to expenditures only as

242 provided in the annual budget or as may be approved by the Board of Trustees. The

243 Board of Trustees, at its discretion, may authorize the expenditure of funds not provided

244 for in the budget.

245 Section 9. The Executive Committee of the Board of Trustees shall consist of the

246 Officers of the Association, the Immediate Past President, the Chair of the Workers'

247 Compensation Section selected consistent with the Bylaws of the Association, Article 10,

248 section 3, the Chair of the Women's Caucus, Chair of the Public Affairs (Legislative)

249 Committee and two members of the Board of Trustees appointed by the President.

250 Between meetings of the Board of Trustees, the Executive Committee, consistent with

251 the Operating Articles, Bylaws, and policies of the Board of Trustees, may act on behalf

252 of the Association, as is reasonable and necessary in the best interests of the Association,
253 subject to the following:

- 254 A) the Executive Committee may not countermand actions taken by the
255 Board of Trustees or authorize the expenditure of unbudgeted funds, and
256 is bound by specific instructions given to it by the Board of Trustees;
- 257 B) five members of the Executive Committee constitute a quorum, and all
258 actions of the Executive Committee are decided by a majority of the entire
259 committee;
- 260 C) meetings may be held by any means in which adequate communication
261 can be achieved, such as video or telephone conference and votes may be
262 taken electronically upon the request of the President or Executive
263 Committee, with reasonable notice to the members of the Executive
264 Committee;
- 265 D) the President or at least three members of the Executive Committee may
266 request a video or telephone conference or electronic vote of the Executive
267 Committee; and
- 268 E) the Executive Committee must keep minutes of its meetings and must
269 distribute those minutes to the members of the Executive Committee and
270 the Board of Trustees in a timely fashion.

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272 ARTICLE 6 - ELECTIONS AND VOTING

273 Section 1. The President-Elect, Vice-President, Treasurer, Secretary, one Trustee
274 from each Ohio Appellate District, and the Ohio representatives to the Board of

275 Governors and State Delegates to the American Association for Justice are elected by a
276 majority of the members of the Association present and voting at the annual meeting.

277 Section 2. The Nominating Committee, consisting of the President, the Immediate
278 Past President, the Secretary and four members appointed by the President, nominate
279 for election at the annual meeting officers and District Trustees, as well as the members
280 to represent Ohio on the Board of Governors and as State Delegates to the American
281 Association for Justice. The Nominating Committee is appointed in adequate time so
282 that its report may be circulated among the members at least 30 days before the annual
283 meeting. Additional nominations for each office, and for District Trustee, may be made
284 not less than 15 days before the annual meeting by written petition by at least five
285 members to the Nominating Committee.

286 Section 3. Officers and District Trustees are elected by a majority of the qualified
287 members present and voting. In the event a candidate does not receive a majority of the
288 votes, a runoff election is held between the two candidates receiving the greatest
289 number of votes.

290 Section 4. Members who meet the following criteria are eligible to vote on any matter
291 or in any election submitted to membership:

- 292 A) has been a member of the Association for at least 60 days before the
293 matter submitted was distributed to the membership; has paid all required
294 dues;
- 295 B) meets all qualifications for voting membership established by the Board of
296 Trustees; and

297 C) Notwithstanding any provision in these Operating Articles or in the
298 Bylaws, no law-student member may vote on any matter or in any election
299 submitted to membership.

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301 ARTICLE 7 - MEETINGS AND CONVENTIONS

302 Section 1. An annual meeting of the Association is held in April or May each year and
303 may be held during the annual convention. A Winter Convention is authorized under
304 these Articles and can be organized at the discretion of the President with the advice and
305 consent of the Board of Trustees.

306 Section 2. Interim meetings of the Association may be called by the President, with
307 the advice and consent of the Board of Trustees. within ten days unless declared an
308 emergency by the President of the Association.

309 Section 3. The members present at any meeting constitute a quorum of the
310 Association for that meeting.

311 Section 4. Actions taken at the annual meeting are the final authority of the
312 Association on all matters not specifically delegated to the officers or Board of Trustees.

313 Section 5. Unless otherwise provided, all actions taken by the members at the annual
314 meeting are by a majority vote of those present and voting. Robert's Rules of Order
315 govern all meetings and can be held by electronic means.

316 Section 6. Special Meetings of the Association may be called by the President, a majority
317 of the Executive Committee, or by request of a majority of the Board of Trustees, stating
318 the time, place and purpose of the meeting with a proposed agenda. Ten-days notice is
319 required by the Association unless deemed an emergency by the President.

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ARTICLE 8 - DUES

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The dues of the Association are established by the Board of Trustees and are delineated
in the Bylaws.

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ARTICLE 9 - COMMITTEES

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Section 1. The Board of Trustees may establish, abolish, consolidate, and determine
the jurisdiction of standing committees.

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Section 2. Except as otherwise provided in the Operating Articles, the President
appoints a chair and may appoint a Vice-Chair upon his or her discretion, with

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consultation from the President-Elect. The Chair appoints the members of each

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standing committee to serve a one-year term. In the event of a vacancy on a standing

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committee, the President fills the balance of the term with any member of the

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Association in good standing.

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Section 3. The President or Board of Trustees may establish other committees,

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subcommittees, and/or task forces as outlined above.

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Section 4. The one-year term for committee membership commences immediately

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after the annual meeting of the Association.

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Section 5. Committees may not expend unbudgeted funds, but may seek approval of

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the Board of Trustees to expend unbudgeted funds.

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Section 6. The Chair of the Bylaws Committee may, under the direction of the

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President, lead the committee to take review of the Association's governing documents

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and recommend changes for consideration of approval by the Board of Trustees.

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ARTICLE 10 - SECTIONS

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Section 1. The Board of Trustees may establish, abolish, consolidate, and determine the jurisdiction of Sections.

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Section 2. The incoming President appoints a Chair and Vice-Chair of each section,

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with advice and consent of President-Elect, except Workers' Compensation, where the

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Chair and Vice-Chair are selected consistent with the Bylaws of the Association, Article

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10, Section 3. In the event the Workers' Compensation Section fails to elect a Chair or

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Vice-Chair consistent with the Bylaws of the Association, Article 10, Section 3, the

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incoming President appoints Section members to fill those positions.

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Section 3. Each Section may establish dues for Section membership with the advice

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and consent of the Board of Trustees. Section may not expend unbudgeted funds, but

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may seek prior approval by the Board of Trustees for any unbudgeted expenditure.

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Section 4. Sections do not have authority to express the official view of the

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Association on any matter, but a Section may seek prior approval from the President or

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the Executive Committee to make a statement on behalf of the Association or the

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Section.

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ARTICLE 11 – CAUCUSES

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Section 1. The Association hereby establishes the following Caucuses comprised of

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members of the Association as provided below:

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a. A Minority Caucus composed of all minority lawyers who are

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members in good standing of the Association.

366 b. A Women’s Caucus composed of all female lawyers who are
367 members in good standing of the Association.

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369 Section 2. The incoming President appoints a Chair, and the incoming President-
370 Elect appoints a Vice-Chair for each of the Caucuses.

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372 Section 3. When used under this Article and the applicable Association Bylaws, the
373 term “minority” shall be defined as such term is defined under federal law.

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375 Section 4. The terms of the Caucus Chairs and Vice Chairs will commence at the
376 annual meeting and expire at the end of the next annual meeting.

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378 Section 5. Caucuses do not have authority to express the official view of the
379 Association on any matter, but a Caucus may seek prior approval from the President or
380 the Executive Committee to make a statement on behalf of the Association or the
381 Caucus.

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383 ARTICLE 12 – AFFILIATE STATUS

384 Section 1. The Ohio Association for Justice is not an official affiliate of the American
385 Association for Justice, although the Ohio Association for Justice appoints members of
386 its Board of Trustees to serve on the American Association for Justice Board of
387 Governors and as its State Delegates.

388 Section 1. Membership in the Ohio Association for Justice is separate from
389 membership in the American Association for Justice.

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391 ARTICLE 13 – BYLAWS

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392 Bylaws not inconsistent with these Operating Articles may be adopted, amended, or
393 revised by the Board of Trustees.

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ARTICLE 14 - AMENDMENTS

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397 Section 1. These Operating Articles may be amended at the annual meeting of the

398 Association by a majority vote of the members present and voting or by a majority vote

399 of the members of the Board of Trustees present and voting at a duly constituted

400 meeting.

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402 Section 2. Whenever an amendment is proposed for consideration by membership at the

403 annual meeting, the proposed amendment must be submitted to the President or

404 Secretary in writing not less than 30 days before the annual meeting. The proposed

405 amendment must be circulated to the entire membership in writing no less than 10 days

406 before the annual meeting.

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408 Section 3. Whenever an amendment is proposed for consideration of the Board of

409 Trustees, the proposed amendment must be submitted to the President or Secretary in

410 writing no less than 15 days prior to the duly constituted board meeting. The proposed

411 amendment must be circulated to all members of the Board of Trustees no less than 10

412 days before the duly constituted board meeting.

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