

1 OPERATING ARTICLES
2 OF THE
3 OHIO ASSOCIATION FOR JUSTICE
4 (Revised April 6, 2017)
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6 ARTICLE 1- NAME

7 The name of this Association is the Ohio Association for Justice.

8 ARTICLE 2 - PURPOSE

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

16 ARTICLE 3 - MEMBERSHIP

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

- 19 A) one who is licensed to practice law in the State of Ohio;
- 20 B) one who, for the most part, based upon caseload and time, represents:
- 21 (1) the plaintiff in civil litigation,
- 22 (2) injured workers in the Workers' Compensation system, or
- 23 (3) the defendant in criminal litigation
- 24 C) one who is committed and devoted to the concept of a fair trial, the adversary
25 system, and a just result for the injured, the accused, and for those whose
26 rights are jeopardized;

- 27 D) one who pays dues in a timely manner;
- 28 E) one who adheres to the objectives of this Association;
- 29 F) one whose personal conduct adheres to the ethical rules of our profession and
30 does not impugn the honor or dignity of the profession of law.
- 31 G) one who is not primarily engaged in the defense of tort litigation or the defense of
32 workers'-compensation claims; and
- 33 H)one who is not a member of a firm primarily engaged in the
34 representation of corporations or insurance companies or in the defense of
35 civil litigation or workers' compensation claims, unless the applicant
36 provides personal recommendations from at least two current Association
37 board members in support of the application.
- 38 I)A law student, while enrolled in any accredited law school . However, law
39 student members do not have voting rights for any election of the
40 Association or any of its sections or caucuses, and do not have access to
41 any of the OAJ sponsored listservs.

42 Section 2. The Board of Trustees may establish classes of voting and non-voting
43 membership and procedures for application and admittance to all such classes of
44 membership.

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

- 47 A) a member may resign by submitting a written resignation to the President,
48 which becomes effective on the date submitted;
- 49 B) a member is deemed to have resigned upon failure to pay dues in a timely
50 manner;

- 51 C) a member who is disbarred is automatically removed from membership as
52 of the date the Supreme Court Entry disbarring that member is published
53 on the Supreme Court of Ohio website;
- 54 D) a member suspended from the practice of law is suspended from
55 membership for as long as the period of suspension from practice
56 continues, and may be returned to active membership, subject to the
57 approval of the Board of Trustees, upon the termination of the suspension
58 from practice, and satisfaction of all other membership requirements; or
- 59 E) a member is to be expelled or suspended by the Board of Trustees for
60 conduct in violation of the qualifications for membership:
- 61 (1) any complaint alleging a violation of the qualifications for membership
62 against that member will be copied to that member's business address;
- 63 (2) the notice will specify the charges and will advise the member of the
64 time and place of a hearing, at least 30 days later, which hearing will be
65 held before either the Board of Trustees or a committee of three trustees
66 appointed for that purpose by the President;
- 67 (3) if the hearing is held before a committee, that committee must report
68 its findings to the Board of Trustees, which will then decide what action is
69 to be taken; and
- 70 (4) expulsion or suspension of a member requires a two-thirds majority
71 vote of the Board of Trustees, and no further process is available under
72 these Operating Articles.
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ARTICLE 4 – OFFICERS

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

Section 2. The President is also the Chair of the Board, who presides at all meetings of the Association, the Board of Trustees, and the Executive Committee, and who directs the affairs of the Association with the advice and consent of the Board of Trustees.

Section 3. The President-Elect performs such duties as may be delegated by the President and succeeds to the office of President following the term of office of the President, or in the event of the death, resignation, incapacity, or inability of the President, fulfills the duties of that office. The President-Elect presides at meetings of the Association or the Board of Trustees in the event of the absence of the President.

The President-Elect also serves as Chair and appoints the members of the Annual Convention Committee, and he or she serves as Vice-Chair of the Public Affairs Committee.

Section 4. The Vice President serves as the Chair of the Continuing Legal Education Committee and the Publications Committee; performs such duties as may be directed by the President; and performs other services as are incident to his or her office as are required by the Board of Trustees.

Section 5. The Treasurer supervises the Chief Executive Officer in collecting, disbursing, and accounting for all funds of the Association at the direction of the Board of Trustees and cooperates with the Board of Trustees in matters relating to the fiscal affairs of the Association. The Treasurer also serves as the Chair of the Personnel &

96 Budget Committee and performs other services as are incident to his or her office as are
97 required by the Board of Trustees.

98 Section 6. The Secretary supervises the Chief Executive Officer in:

- 99 A) keeping the records of the proceedings of all membership, Board of
100 Trustees, and Executive Committee meetings;
- 101 B) keeping a roll of members;
- 102 C) attending to correspondence;
- 103 D) and issuing such notices as may be required by the Operating Articles, the
104 Bylaws or otherwise.

105 The Secretary also chairs the Membership Committee and performs other services as are
106 incidental to his or her office and as are required by the Board of Trustees.

107 Section 7. The Chief Executive Officer, subject to policies established by the Board of
108 Trustees and the Executive Committee, administers the daily affairs of the Association.

109 The Chief Executive Officer is a full-time, paid employee of the Association selected by
110 the Board of Trustees, and the Chief Executive Officer's employment may be terminated
111 by the Board of Trustees only. The Chief Executive Officer, within the budgetary limits
112 of the Association, has the responsibility of hiring, firing, and maintaining all staff
113 personnel which he or she deems necessary or appropriate to carry out the functions of
114 the Association. The Chief Executive Officer:

- 115 A) keeps the minutes of the proceedings of all membership, Board of
116 Trustees, and Executive Committee meetings;
- 117 B) keeps a roll of members; attends to the correspondence; and

118 C) issues such notices as may be required by the Operating Articles, the
119 Bylaws, or otherwise.

120 In conjunction with the duties of the Treasurer, the Chief Executive Officer collects,
121 disburses, and accounts for all funds of the Association at the direction of the Board of
122 Trustees and in accordance with the budget of the Board of Trustees, as amended from
123 time to time, and cooperates with the Board of Trustees in all matters relating to the
124 fiscal affairs of the Association and must regularly account to the Board of Trustees
125 concerning his or her actions and activities in the collection and expenditure of funds.
126 He or she performs all other services incident to his or her office as are required or
127 directed by the Board of Trustees. The Chief Executive Officer also serves as an ex
128 officio member of the Executive Committee in furtherance of his or her duties and
129 responsibilities.

130 Section 8. The Board of Trustees may create the position of Director of Government
131 Affairs, and may delegate any tasks to that position which further the professional,
132 political and operating goals of the Association, its Members and any Political Action
133 Committee(s) affiliated with the Association and duly authorized by the Board of
134 Trustees. The Board of Trustees, in its sole discretion, can hire, fire, discipline or modify
135 the employment of; and determine the compensation of the Director of Government
136 Affairs. The Director of Government Affairs also serves as an ex officio member of the
137 Executive Committee in furtherance of his or her duties and responsibilities.

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ARTICLE 5 - BOARD OF TRUSTEES

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

142 Section 2. The Board of Trustees consists of the President, President-Elect, Vice
143 President, Secretary, Treasurer, members of the Board of Governors and State Delegates
144 elected from Ohio to the American Association for Justice, the Chair of each Section of
145 the Association, all Past Presidents of the Association who are members in good
146 standing, two trustees elected from each of the Ohio Appellate Districts, and the
147 Representatives-at-Large appointed by the President with the advice and consent of the
148 Board of Trustees. Trustees representing Appellate Districts serve a two-year term; all
149 other Trustees serve a one-year term.

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

152 Section 4. All members of the Board of Trustees must satisfy all eligibility
153 requirements that may be established by the Board of Trustees from time to time, except
154 that Past Presidents and those who represent Ohio on the Board of Governors and as
155 State Delegates to the American Association for Justice, need only fulfill the minimum
156 financial responsibilities for regular Board Members. In order to vote at Board of
157 Trustees Meetings, Board members, Ohio representatives to the American Association
158 for Justice, and Past Presidents must fulfill minimum financial responsibilities for
159 Board Members.

160 Section 5. In the event of a vacancy on the Board of Trustees or in any office, the
161 President fills the vacancy, with the advice and consent of the Board of Trustees, from

162 among any member of the Association in good standing. The appointed member then
163 serves until the next annual meeting of the Association.

164 Section 6. Meetings of the Board of Trustees are held upon the order of the President
165 or the Executive Committee, or upon the written request of any five members of the
166 Board of Trustees. A quorum consists of the members of the Board of Trustees present
167 at any meeting called by the President or the Executive Committee. But if the meeting
168 of the Board of Trustees is called by the written request of any five members of the
169 Board of Trustees, then a quorum consists of a majority of the entire Board of Trustees.
170 Meetings may be held by telephone-conference call and votes may be taken by e-mail
171 when so ordered by the President or Executive Committee, with reasonable notice to the
172 members of the Board of Trustees.

173 Section 7. Except as otherwise provided by these regulations, the Board of Trustees
174 has full power and authority in the interim between the annual meetings of the
175 Association to do all acts and perform all functions which the Association itself may do
176 or perform at a membership meeting. But should the membership of the Association, by
177 vote submitted to the membership as a whole, require or forbid any act or policy, the
178 Board of Trustees must act in accord with that vote of the whole.

179 Section 8. Officers or members may expend funds or commit to expenditures only as
180 provided in the annual budget or as may be approved by the Board of Trustees. The
181 Board of Trustees, at its discretion, may authorize the expenditure of funds not provided
182 for in the budget.

183 Section 9. The Executive Committee of the Board of Trustees shall consist of the
184 Officers of the Association, the Immediate Past President, the Chair of the Workers'

185 Compensation Section selected consistent with the Bylaws of the Association, Article 10,
186 section 3, the Chair of the Women’s Caucus and two members of the Board of Trustees
187 appointed by the President. Between meetings of the Board of Trustees, the Executive
188 Committee, consistent with the Operating Articles, Bylaws, and policies of the Board of
189 Trustees, may act on behalf of the Association, as is reasonable and necessary in the best
190 interests of the Association, subject to the following:

- 191 A) the Executive Committee may not countermand actions taken by the
192 Board of Trustees or authorize the expenditure of unbudgeted funds, and
193 is bound by specific instructions given to it by the Board of Trustees;
- 194 B) five members of the Executive Committee constitute a quorum, and all
195 actions of the Executive Committee are decided by a majority of the entire
196 committee;
- 197 C) meetings may be held by telephone-conference call and votes may be taken
198 by e-mail upon the request of the President or Executive Committee, with
199 reasonable notice to the members of the Executive Committee;
- 200 D) the President, the Executive Committee, or three members of the
201 Executive Committee may request a telephone meeting or e-mail vote of
202 the Executive Committee; and
- 203 E) the Executive Committee must keep minutes of its meetings and must
204 distribute those minutes to the members of the Executive Committee and
205 the Board of Trustees in a timely fashion.

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ARTICLE 6 - ELECTIONS AND VOTING

Section 1. The President-Elect, Vice-President, Treasurer, Secretary, one Trustee from each Ohio Appellate District, and the Ohio representatives to the Board of Governors and State Delegates to the American Association for Justice are elected by a majority of the members of the Association present and voting at the annual meeting.

Section 2. The Nominating Committee, consisting of the President, the Immediate Past President, and five members appointed by the President, nominate for election at the annual meeting officers and District Trustees, as well as the members to represent Ohio on the Board of Governors and as State Delegates to the American Association for Justice. The Nominating Committee is appointed in adequate time so that its report may be circulated among the members at least 30 days before the annual meeting.

Additional nominations for each office, and for District Trustee, may be made not less than 15 days before the annual meeting by written petition of five members, provided that petitions for nominations for District Trustee are valid only if submitted by members from the same appellate district as the nominee.

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

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

- 229 A) has been a member of the Association for at least 60 days before the
230 matter submitted was distributed to the membership; has paid all required
231 dues;
- 232 B) meets all qualifications for voting membership established by the Board of
233 Trustees; and
- 234 C) with respect to the annual meeting, is a paid registrant at the annual
235 convention.
- 236 D) Not with standing any provision in these Operating Articles or in the
237 Bylaws, no law-student member may vote on any matter or in any election
238 submitted to membership.

239 ARTICLE 7 - MEETINGS AND CONVENTIONS

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

244 Section 2. Interim meetings of the Association may be called by the President, with
245 the advice and consent of the Board of Trustees.

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

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

250 Section 5. Unless otherwise provided, all actions taken by the members at the annual
251 meeting are by a majority vote of those present and voting. Robert's Rules of Order
252 govern all meetings.

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ARTICLE 8 - DUES

255 Section 1.- The dues of the Association are established by the Board of Trustees and
256 are delineated in the Bylaws.

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ARTICLE 9 - COMMITTEES

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

260 Section 2. Except as otherwise provided in the Operating Articles, the President
261 appoints a chair and the members of each standing committee to serve a one-year term.
262 In the event of a vacancy on a standing committee, the President fills the balance of the
263 term with any member of the Association in good standing.

264 Section 3. The President or Board of Trustees may establish other committees. The
265 chair and members of each such committee are appointed by the President.

266 Section 4. The one-year term for committee membership commences immediately
267 after the annual meeting.

268 Section 5. Committees may not expend unbudgeted funds, but may seek approval of
269 the Board of Trustees to expend unbudgeted funds.

270 Section 6. The Chair of the Bylaws Committee advises the President and Board of
271 Trustees on questions of the Association's Operating Articles, Bylaws, and
272 parliamentary procedure in accordance with Robert's Rules of Order.

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ARTICLE 10 - SECTIONS

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

276 Section 2. The incoming President appoints a Chair, and the incoming President-
277 Elect appoints a Vice-Chair of each section except Workers' Compensation, where the
278 Chair and Vice-Chair are selected consistent with the Bylaws of the Association, Article
279 10, section 3. In the event the Workers' Compensation Section fails to elect a Chair or
280 Vice-Chair consistent with the Bylaws of the Association, Article 10, section 3, the
281 incoming President appoints Section members to fill those positions.

282 Section 3. Each Section may establish dues for Section membership with the advice
283 and consent of the Board of Trustees. Section may not expend unbudgeted funds, but
284 may seek prior approval by the Board of Trustees for any unbudgeted expenditure.

285 Section 4. Sections do not have authority to express the official view of the
286 Association on any matter, but a Section may seek prior approval from the President or
287 the Executive Committee to make a statement on behalf of the Association or the
288 Section.

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ARTICLE 11 – CAUCUSES

290 Section 1. The Association hereby establishes the following Caucuses comprised of
291 members of the Association as provided below:

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293 a. A Minority Caucus composed of all minority lawyers who are
294 members in good standing of the Association.

295 b. A Women's Caucus composed of all female lawyers who are
296 members in good standing of the Association.

297 c. A Democratic Caucus composed of all Democratic lawyers who are
298 members in good standing of the Association.

299 d. A Republican Caucus composed of all Republican lawyers who are
300 members in good standing of the Association.

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

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

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

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

315 ARTICLE 12 – AFFILIATE STATUS

316 Section 1. The Ohio Association for Justice is an official affiliate of the American
317 Association for Justice.

318 Section 2. Membership in the Ohio Association for Justice is separate from
319 membership in the American Association for Justice.

320 ARTICLE 13 – BYLAWS

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

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ARTICLE 14 - AMENDMENTS

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325 Section 1. These Operating Articles may be amended at the annual meeting of the
326 Association by a majority vote of the members present and voting or by a majority vote
327 of the members of the Board of Trustees present and voting at a duly constituted
328 meeting.

329 Section 2. An amendment may be proposed to the President or the Secretary, but
330 must be in writing and received not less than 30 days before the annual meeting, or
331 distributed to all members of the Board of Trustees at least ten days before a Trustees'
332 meeting, whichever the case may be. Not less than 15 days before the annual meeting,
333 all proposed amendments must be circulated to the entire membership in written form
334 whenever an amendment is proposed for consideration at the annual meeting.