

**OHIO DIVISION
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®**

BYLAWS

ARTICLE I - NAME & LOCATION

The name of this Division shall be the Ohio Division of International Association of Administrative Professionals (IAAP®), incorporated as a non-profit organization by the State of Ohio. The fiscal year of this Division shall begin on July 1 and end on June 30.

ARTICLE II - OBJECTIVES

Division objectives shall be in accordance with the International Bylaws.

ARTICLE III - MEMBERSHIP & DUES

Section 1. Dues.

A. Annual dues shall be:

1. Professional Member	\$ 8.00
2. Professional-Merited Member	2.00
3. Division Member at Large Professional	15.00
4. Division Member at Large Professional-Merited	5.00
5. Student	2.00

B. Annual dues shall be due and payable by the due date shown on the invoice. Membership shall be forfeited if dues are not paid within thirty days of due date.

C. Division dues of any member transferring in or out of the Division shall be prorated on a semiannual basis.

D. Dues for Charter Members only of a newly organized chapter and not charter members who are transferees shall be refunded to the chapter's treasury for the year in which the chapter is installed.

**ARTICLE IV - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION,
TERM & DUTIES**

Section 1. Officers.

The elected officers shall be a President, a President-Elect, a Vice President, a Recording Secretary, a Corresponding Secretary, and a Treasurer.

Section 2. Qualifications.

- A. A candidate for office shall have been a Professional member of the Division for at least two (2) years, shall have served as a chapter officer or chairman of a Division or International Committee, and shall be actively employed in accordance with the IAAP definition of an Administrative Professional.
- B. No officer may serve as a member of an International Committee or Department or hold office in any chapter for longer than two (2) months following election. No member shall hold more than one office at a time.
- C. A candidate for President-Elect shall have served as an officer of this Division for at least one term prior to the time of election.

Section 3. Nomination and Election.

A. Nomination.

- 1. The Committee on Nominations shall notify Chapter Presidents and Division Members at Large by December 1 that names and qualifications of candidates for office must be postmarked no later than March 1.
- 2. Any chapter, by vote of its membership, may nominate any one of its Professional members for office as follows:

The candidate's name shall be submitted to each member of the Committee on Nominations by letter signed by the Chapter President. The letter shall include the candidate's name, address and chapter affiliation; qualifications; educational, professional and IAAP background; employment status; and written consent to serve.

- 3. Division Members at Large may submit their names and qualifications for nomination to office to each member of the Committee on Nominations no later than March 1.
- 4. No later than 60 days prior to the Annual Meeting, the names and qualifications of all candidates shall be sent to the Board of Directors, Chapter Presidents, and Division Members at Large.
- 5. Nominations may be made from the floor provided the nominee receives two seconds and has consented to serve. Qualifications shall have been checked by the Committee on Nominations and copies furnished to the delegates prior to the session at which the election is held.

B. Election.

1. Not more than two officers shall be elected from the same chapter or from the Division Members at Large.
2. A majority vote at the Annual Meeting shall be required for election.
3. Election shall be by ballot, except when there is but one candidate for an office, the election may be by voice vote. If no candidate receives a majority vote on the first ballot, all but the two highest candidates shall be eliminated and balloting continued. If a vote remains a tie after the third ballot, the election shall be decided by lot.
4. The President shall appoint tellers to take charge of the mechanics of voting. At the close of the election the tellers shall deposit all cast ballots, in a sealed envelope, with the President. Ballots are to be destroyed after 30 days.

Section 4. Term.

- A. Officers shall assume office on July 1 and hold office through June 30 of the next year or until their successors are elected and assume office. Change in employment during the term shall not affect an officer's status.
- B. The President and President-Elect shall serve one term only, except as provided in Section 6 of this Article. Other officers shall serve no more than two consecutive terms in the same office. Any officer serving six months or more in an office shall be deemed to have served one term.

Section 5. Duties.

- A. The President shall:
 1. Preside at the Annual Meeting and meetings of the Board of Directors (Board).
 2. Appoint the Parliamentarian/Parliamentary Advisor to serve for the current term of office.
 3. Appoint standing and special committees with approval of the Board.
 4. Countersign checks with the Treasurer.
 5. Be responsible for inventory and coordination of all visual aids and educational materials.
 6. Be familiar with International and Division Bylaws and Standing Rules.
 7. Inform International Director, Great Lakes District, on pertinent matters concerning Division chapters.
 8. Perform other duties assigned by the Board

B. The President-Elect shall:

1. Assist the President and assume the duties of the office of President in the absence of the President.
2. Be responsible for annual review and revision of Division manuals.
3. Coordinate leadership training activities unless directed otherwise by the Board.
4. Countersign checks with the Treasurer in the absence of the President.
5. Issue checks, countersigned by the President, in the absence of the Treasurer.
6. Perform other duties as assigned by the Board.

C. The Vice President shall:

1. Assist the President and President-Elect.
2. Coordinate the Annual Meeting unless directed otherwise by the Board.
3. Perform other duties as assigned by the Board.

D. The Recording Secretary shall:

1. Record minutes of the Annual Meeting and meetings of the Board.
2. Distribute Annual Meeting minutes as directed by the Board.
3. Prepare and distribute updated Directory pages for the Division Handbook.
4. Maintain the Division history.
5. Perform other duties as assigned by the Board.

E. The Corresponding Secretary shall:

1. Conduct the correspondence of the Division.
2. Give at least 60 days written notice of the date and place of the Annual Meeting to Chapter Presidents and Division Members at Large.
3. Coordinate, publish and distribute the Division newsletter, *The Buckeye Broadcaster*.
4. Perform other duties as assigned by the Board.

F. The Treasurer shall:

1. Have custody of all funds.
2. Maintain Division financial records on a current basis and make a monthly report to the Board.
3. Have records available for inspection by the Board.
4. Make disbursements by check, countersigned by the President or the President-Elect in the absence of the President.
5. Maintain record of chapter membership and Division Members at Large.
6. Prepare a budget for submission to the incoming Board.
7. Perform other duties as assigned by the Board.

- G. Each officer shall submit a written report at the Annual Meeting which may be supplemented by an oral report.
- H. Officers unable to perform their duties for a period of 60 days shall submit a resignation in writing to the Board. If the Board by a two-thirds vote determines an officer failed to perform the duties of office for a period of at least 60 days, the Board shall request the resignation of that officer. If the resignation is not received within 15 days, the Board shall declare the office vacant and fill the office in accordance with the provisions of these bylaws.
- I. Records pertaining to each office are the property of IAAP and must be transferred as directed by the Board.

Section 6. Vacancy.

- A. In the event of a vacancy in the office of President, the President-Elect shall succeed to the office. In addition to serving the unexpired term, the individual shall continue in the office for the following year.
- B. In the event of a vacancy in the office of President-Elect due to the succession to the Presidency, the Board shall elect one of the current officers to serve as Acting President-Elect for the unexpired term. That individual shall be eligible to seek election as President-Elect the following year.
- C. In the event of a vacancy in the office of President-Elect for any other reason, the Board shall elect one of the current officers to serve as Acting President-Elect until the next regular election, at which time both a President and a President-Elect shall be elected. The Acting President-Elect shall be eligible to seek election to the office of President the following year.
- D. In the event of vacancies in the offices of both President and President-Elect, the Vice President shall succeed to the office of President and the Board shall elect one of the current officers to serve as Acting President-Elect. In addition to serving the unexpired term, both individuals shall be eligible to seek election to their respective offices the following year.
- E. In the event of a vacancy in any other office, the Board shall appoint from the membership of the Division a member to fill the vacancy for the unexpired term.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The Division officers shall constitute the Board of Directors (Board).

Section 2. The Board shall:

- A. Transact business in person, by mail, by conference call, or e-mail. For adoption, any

business shall require a majority vote of the Board of Directors and be supported by written record.

- B. Adopt the Division budget and approve disbursements.
- C. Delegate the duties of an officer who is absent or disabled for a period of less than 60 days to another Division officer.

Section 3. A majority of the Board shall constitute a quorum.

Section 4. At least three meetings shall be held each year. One meeting shall be held following the Annual Meeting and one meeting shall precede the next Annual Meeting. Interim meetings shall be at the call of the President or a majority of the Board.

ARTICLE VI - MEETINGS

Section 1. Annual Meeting.

- A. The Annual Meeting shall be held in June at a site selected at least two (2) years in advance by majority vote at the Annual Meeting.
- B. If an Annual Meeting cannot be held at the time and place selected, or in the event no bids are received, the Board shall designate the time and place the Annual Meeting shall be held.
- C. The voting membership of the Ohio Division shall be the Ohio Division Board members and a delegate from each chapter. Each chapter is also entitled to one alternate who may vote only in the absence of the delegate.
- D. Division Members at Large shall meet prior to the opening of the Annual Meeting and elect one of their Professional or Professional-Merited members to represent them as their delegate and one to represent them as an alternate, who is entitled to vote only in the absence of the delegate.
- E. Proxy- for those chapters who do not have a delegate or a Division Officer in attendance at the Annual Meeting.
 - 1. A proxy may be granted to a Chapter Delegate or Division Officer.
 - 2. Proxy voting shall be limited to the election of Division Officers
 - 3. A written proxy authorized by a chapter and executed by its President and Treasurer must be received by the Ohio Division Vice president 30 calendar days prior to the official start of the Annual Meeting.

- F. A member required to make a report at the Annual Meeting may move adoption of such report, but shall not have voting privileges unless serving as a delegate.
- G. Accredited delegates from 50 percent of the chapters shall constitute a quorum.
- H. The Host Chapter shall submit a written financial report to the Board within 60 days following the Annual Meeting. Any profit or deficit shall be shared equally by the Host Chapter and the Division.
- I. In the event of an emergency, the Board by a two-thirds vote may cancel an Annual Meeting. Chapter Presidents and Division Members at Large shall be notified of the cancellation and the Board shall provide for the conduct of necessary business by mail or e-mail.

Section 2. Special Meetings.

Special meetings may be called by the Division Board or by one-third of the chapters of the Division whenever deemed necessary to the welfare of the Division, provided notice specifying the principal business of the meeting is given to all members at least two (2) weeks prior to the date of the Special Meeting.

ARTICLE VII - COMMITTEES

Section 1. Standing Committees and their duties are:

- A. The Certification Committee shall promote interest in the Certification Programs, including organizing, conducting and promoting study sessions.
- B. Bylaws Committee:
 1. Shall maintain conformity in Division Bylaws and Standing Rules with the International Bylaws and Standing Rules.
 2. Shall notify chapters and Division Members at Large of the deadline for submitting proposed amendments to these Bylaws and Standing rules.
 3. May propose amendments and resolutions.
 4. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules of this Division and submit them together with the Committee's recommendations and the reasons for the recommendations to the Board of Directors, the chapters, and the Division Members at Large 60 days prior to the date of the Annual Meeting.

5. Shall submit Division Bylaws and Standing Rules and/or amendments to the District Representative and the Chairman of the International Bylaws and Standing Rules Committee for approval as amended or at least every four (4) years.
 6. Shall approve chapter Bylaws and Standing Rules as amended or at least every four (4) years. The Chairman shall notify the chapters of approval or problems within 60 days of submission.
 7. Shall assist the Board of Directors in preparing and submitting amendments to the International Bylaws and Standing Rules and resolutions to the International Bylaws and Standing Rules Committee on behalf of the Division.
- C. Image and Education Committee shall implement programs and educational projects. The committee shall provide assistance to the chapters to implement and promote programs to enhance the image of the administrative professional; to encourage member involvement in areas that affect the administrative professional occupation; and to acknowledge administrative professional achievement during Administrative Professionals Week®.
 - D. IAAP Student Chapter Program Committee shall develop and encourage student activities within the division, serve as a resource for chapters establishing new student chapters and promote scholarship awards.
 - E. Membership Committee shall assist chapters in retaining and increasing membership.
 - F. Committee on Nominations shall function in accordance with the provisions of Article IV, Section 3.
 - G. Retirement Trust Foundation shall promote interest in the IAAP Retirement Trust Foundation.
 - H. Finance Committee shall implement and promote programs with Board approval and assist the Division in underwriting the cost of special projects.
 - I. New Chapter Builder Committee shall:
 1. Identify sites for potential new chapters via mapping of the Division's existing chapters.
 2. Contact Division and International Members at Large regarding new chapter building possibilities.
 3. In cooperation with the Division Membership Committee, communicate with those individuals who inquire about membership in the Division (listing is available monthly on the website to division officers and membership chair).

4. Identify corporations of 500 or more employees for a potential corporate chapter site.
5. Identify potential chapters to serve as new chapter sponsors.
6. Assist sponsor chapter in a mentoring/new chapter orientation process for the first year with the new chapter.
7. Assist existing chapters in the building of a new chapter (as determined).
8. Serve as a clearinghouse of information on potential sites and contacts for anyone in the Division interested in building a new chapter.
9. Write promotional letters to existing Chapter Presidents to encourage new chapter building. Offer to assist, when possible.

J. Past Presidents Scholarship Committee

1. Shall be comprised of past presidents of the Ohio Division.
2. Shall, to the extent that funds are available, select recipients for scholarships with money raised through fundraising.

K. Webmaster will maintain the division website and assist chapters in developing their websites as time or experience permits.

Section 2. All committees shall be responsible to the Board with the exception of the Committee on Nominations and shall submit all plans to the Board for approval prior to execution.

Section 3. Each committee chairman shall submit an annual report as instructed by the Board.

Section 4. Each committee chairman shall transfer files at the Annual Meeting, or as directed by the Board.

Section 5. The President may replace committee members due to nonperformance, with Board approval.

Section 6. The President shall be an ex-officio member of all committees except the Committee on Nominations.

ARTICLE VIII - REPRESENTATION

Section 1. The delegate and alternate to the International Convention shall be the President and President-Elect, respectively.

Section 2. In the event the President and/or President-Elect are unable to attend any of these meetings, the Board shall select one of their members to represent the Division.

ARTICLE IX - AUDIT

Section 1. The Board shall appoint person(s) to audit the financial records. The books shall be audited within 60 days after the close of the fiscal year. The audit shall be reviewed and adopted by the Board at the September Board Meeting. The Board shall provide copies to Chapter Presidents and Division Members at Large.

Section 2. In the event of a vacancy in the office of the Treasurer, the Board shall appoint person(s) to audit the financial records. The books shall be audited within 15 days after receipt of the records. The audit shall be reviewed by the Board and records transferred as directed by the Board.

ARTICLE X - DISSOLUTION

In the event of dissolution of this Division, no assets shall inure to the benefit of any individual or non-IAAP affiliated group. All assets, after current indebtedness have been paid, shall be transferred to the IAAP affiliated group designated at the time of dissolution. All Division records shall be surrendered to IAAP Headquarters.

ARTICLE XI - AMENDMENTS

Section 1. These Bylaws may be amended at any Annual Meeting:

- A. By a two-thirds vote, provided copies of the proposed amendments have been mailed or e-mailed to Chapter Presidents and Division Members at Large no later than 60 days prior to the Annual Meeting
- B. By a four-fifths vote, provided copies of the proposed amendments have been distributed to the delegates at least one session prior to taking the vote.
- C. By a seven-eighths vote if the amendment has not been previously distributed.

Section 2. Standing Rules may be adopted by a majority vote without previous notice. They may be amended or rescinded by a two-thirds vote without previous notice, and a majority vote if notice was given at a previous session or in the call to the Annual Meeting.

Section 3. Corrections or Changes. Automatic grammatical, punctuation and correlation corrections in these Bylaws and Standing Rules which in no way alter the intent of the respective Bylaw or Standing Rule shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors. Changes in these Bylaws and Standing Rules necessitated by amendments to the International Bylaws

and Standing Rules shall be made by the Bylaws Committee, subject to Board approval.

Section 4. These Bylaws and Standing Rules and/or amendments thereto shall become effective upon adjournment of the Annual Meeting at which adopted, unless otherwise provided, subject to review and approval of the International Bylaws and Standing Rules Committee.

Bylaws Adopted: May 22, 1988

Bylaws Revised: September 2003

Bylaws Amended: June 26, 2004

Bylaws Amended: June 18, 2005

Bylaws Amended: June 24, 2006

Previous International Bylaws and Standing Rules Committee Approval: July 7, 2005

International Bylaws and Standing Rules Committee Approval: _____

STANDING RULES

1. Annual Meeting:
 - a. Officers shall be installed at the Annual Meeting.
 - b. A certificate shall be given to each chapter installing a new IAAP or IAAP Student Chapter.
 - c. Incoming President shall purchase pins for incoming officers at the division's expense.
 - d. A token of appreciation shall be presented to the outgoing President.
 - e. A Memorial Service for deceased members shall be conducted.
2. The Division shall pay the following expenses, provided funds are available:
 - a. Delegate and Alternate to International Convention:
 - (1) Registration fee.
 - (2) Hotel accommodation not to exceed single room rate.
 - (3) Transportation: Air fare, bus, cabs, etc., all at most economical rate. Auto, cost at current IRS rate per mile, but not to exceed economy air fare.
 - (4) Actual expenses, not to exceed \$40 per diem per person.
 - b. Reimbursement for mileage to Division functions for division officers shall be at the current IRS rate.
 - c. If funds are available, Division Officers shall be reimbursed for mileage and one meal for one visit per chapter as Board Contact.
3. The Division shall pay for postage and handling of Division releases and correspondence.
4. The office of Treasurer shall be bonded, amount set by Board, premium paid from Division funds.

Standing Rules Adopted: May 22, 1988

Standing Rules Revised: September 2003

Standing Rules Amended: June 26, 2004

Standing Rules Amended June 18, 2005

Standing Rules Amended: June 24, 2006

Previous International Bylaws and Standing Rules Committee Approval: June 30, 2004

International Bylaws and Standing Rules Committee Approval: July 7, 2005