



**CONSTITUTION
AND
BYLAWS
OF
NORTH EASTERN
OHIO EDUCATION ASSOCIATION, INC.**

ADOPTED: APRIL 9, 2022

CONSTITUTION OF THE NORTH EASTERN OHIO EDUCATION ASSOCIATION

ARTICLE I NAME AND CORPORATE RESPONSIBILITIES

Section 1. Name

The Corporation shall be called the North Eastern Ohio Education Association (NEOEA), hereinafter referred to in this Constitution as the Association. The Association shall be a not-for-profit corporation.

Section 2. Corporate Responsibilities

The Association shall keep at its principal office the complete and correct records and books of account. The Association shall also keep minutes of the proceedings of the Representative Assembly, the Board of Directors, any Association committee, as well as a list or record of the names and addresses of all members.

The Association shall be affiliated with the Ohio Education Association and the National Education Association and shall have an official year concurrent with the aforesaid state and national associations.

Section 3. Governance

The Association shall be governed by this Constitution, the Bylaws, the Policy Manual/Standing Rules, and such other actions as the Representative Assembly and the Board of Directors may take consistent therewith.

ARTICLE II PURPOSES

Section 1. Purposes

The purposes of the Association shall be: to serve as the voice for public education in northeastern Ohio; to advance the cause of education for all individuals; to promote professional improvement of its members; to promote recognition of the basic importance of the public educator in the learning process; to advance members' interests and welfare; and to provide local association leaders with the tools to become more effective advocates for public education, members, and students.

ARTICLE III MEMBERSHIP

Section 1. Membership

Membership in the Association shall comprise a class of active members and such other classes as may be provided in the Bylaws.

ARTICLE IV REPRESENTATIVE ASSEMBLY

Section 1. Representative Assembly

There shall be a Representative Assembly which shall be the legislative body of the Association.

Section 2. Composition

The Representative Assembly shall consist of delegates determined by procedures as provided in the Bylaws.

Section 3. Authority

The Representative Assembly shall be the highest governing body of the Association.

ARTICLE V OFFICERS, FUNCTIONAL BODIES AND EXECUTIVE DIRECTOR

Section 1. Officers

The officers of the Association shall be: a President, a President-elect, an Immediate Past President, a Recording Secretary and Directors, and whose duties, responsibilities, and manner of election and tenure in office shall be as provided in the Bylaws. Officers shall hold active membership in the Association.

Section 2. Committees

There shall be standing committees and such other committees as may from time to time be constituted as provided in the Bylaws.

Section 3. Executive Director

There shall be an Executive Director appointed by the Board of Directors for a term of not more than three (3) years and who shall serve under the Board of Directors' direction as provided in the Bylaws.

ARTICLE VI AMENDMENT

Section 1. Proposal of Amendments

Amendments of this Constitution may be proposed by one (1) or more of the following:

- a. by a majority vote of the Board of Directors; or
- b. by petition signed by at least twenty (20) or more certified delegates to the NEOEA Representative Assembly; or
- c. by petition signed by a total of forty (40) or more active members from at least two (2) local affiliates.

Section 2. Amendment of the Constitution

The Constitution shall be amended in accordance with the following procedures:

A proposed amendment to the Constitution shall be presented in writing to the Constitution and Bylaws Committee and read by title to the Representative Assembly. Provided that the other requirements of this section have been met, it will be voted on at the following Representative Assembly.

The text of the proposed amendment shall be printed in an official publication sent to all delegates at least ten (10) days prior to its consideration.

A proposed amendment to the Constitution may be debated, refined and/or amended by the delegates at the Representative Assembly at which it is presented.

This constitution may then be amended by a three-fourths (3/4) vote of the delegates present and voting by secret ballot.

ARTICLE VII PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority

The current edition of *Robert's Rules of Order Newly Revised* shall be the authority on parliamentary procedure at any meeting of the duly constituted bodies of the Association.

BYLAWS OF THE NORTH EASTERN OHIO EDUCATION ASSOCIATION

1. NAME AND CORPORATE RESPONSIBILITIES

1-1. Name

The Corporation shall be called the North Eastern Ohio Education Association (NEOEA), hereinafter referred to in these Bylaws as the Association.

1-2. Corporate Responsibilities

The Association shall fulfill its corporate responsibilities as provided in the Constitution and other corporate responsibilities as may be provided in these Bylaws.

2. PURPOSES

2-1. Purposes

The purposes of the Association shall be as provided in the Constitution, and to provide for the needs of membership in such manner as shall from time to time be deemed appropriate by the Representative Assembly and/or the Board of Directors.

3. MEMBERSHIP: CLASSES, RIGHTS, AND DUES

3-1. Classes

There shall be six (6) classes of membership in the jurisdiction of this Association.

- a. Active Membership shall be available to any person employed in the profession of education in this District Association's jurisdiction and holding a valid teaching certificate/license issued by the state of Ohio, where required. Such members shall have the rights to vote and hold office upon payment of the prescribed dues.
- b. Active membership shall be available to any person employed as an Education Support Professional in this District Association's jurisdiction. Such members shall have the rights to vote and hold office upon payment of the prescribed dues.

- c. Student Membership shall be available to any person enrolled in college and interested in education and the goals of the Association. Such members shall have all of the rights and privileges entitled to this class of membership, except for voting, upon payment of the prescribed dues.
- d. Retired Membership shall be available to any person who has retired from a local association in NEOEA's jurisdiction. Such members shall have all of the rights and privileges entitled to this class of membership, except for voting, upon payment of the prescribed dues.
- e. Associate Membership shall be available to any person interested in education and the goals of the Association. This class of membership is only available to those who are not eligible for any of the above classes of membership. Such members shall have all of the rights and privileges entitled to this class of membership, except for voting, upon payment of the prescribed dues.
- f. Honorary Membership may be awarded to any person or organization that has made outstanding contributions to the area of education. There are no rights, privileges or prescribed dues attached to this level of membership.

3-2. Membership Dues

All active members of the Association must belong to the National Education Association, Ohio Education Association, and their local association if eligible. Dues in the Association shall be paid annually and are as follows:

- a. Active Membership (active) dues shall be 1/2 mill of the average salary of teachers in North Eastern Ohio rounded off to the nearest dollar.
- b. Dues of active members who are contracted to teach half-time or less and are not paid full time salaries, and associate members shall be one-half (1/2) the dues of active members rounded to the nearest dollar.
- c. Education Support Professional dues shall be equal to 50% of the dues for active membership.
- d. Prorated Dues shall be pro rata in classes a, b and c for persons who first become eligible for membership in the NEOEA after commencement of a membership year.
- e. Student Membership dues shall be fifty cents (\$.50).

- f. Retired Membership, as per Bylaw 3., subsection 3-1 e. shall be provided without a dues assessment.
- g. Honorary Membership, as per Bylaw 3., subsection 3-1. f. shall be awarded without a dues assessment.
- h. The NEOEA Board of Directors, on a recommendation from the Finance Committee, shall have the authority to freeze the dues for up to one year.
- i. Dues Assessment for NEOEA Grassroots Lobbying and Local Community Involvement Activities of not more than \$1.00 per Active and ESP member. The NEOEA Board of Directors will set the amount of the assessment annually.

3-3. Code of Ethics

All members shall abide by the Code of Ethics of the Education Profession.

4. REPRESENTATIVE ASSEMBLY

4-1. Representative Assembly

The Representative Assembly shall be the legislative body of the Association as provided in the Constitution, Article IV, Section 1, and shall comprise delegates who are members duly elected as prescribed by the procedures provided in the Constitution and in these Bylaws. Those NEOEA members duly elected as delegates to the Ohio Education Association Representative Assembly shall be seated as NEOEA Representative Assembly delegates. When certified as OEA delegates, members who have retired from local associations within NEOEA will be seated as NEOEA Representative Assembly delegates. Certified OEA student delegates who attend colleges and universities in NEOEA will be seated as NEOEA Representative Assembly delegates. Only local and unit delegates shall be empowered to vote in unit elections.

4-2. Units for Election

Units for the purpose of electing delegates shall be as follows:

- a. Public School Systems of cities, counties, and exempted villages within the Association's jurisdiction; and

- b. Other educational institutions in said geographic area having at least fifteen (15) members of the Association may be approved as delegate units upon petition of and certification by the Board of Directors.

Application for such approval signed by at least five (5) employees of such an institution, and who are members of the Association, shall be filed with the Executive Director at least forty-five (45) days prior to the date of the fall meeting of the Representative Assembly.

4-3. Basis of Representation

The basis of representation shall be one (1) delegate and one (1) alternate for each unit of one hundred (100) members or fraction thereof based upon association membership of the previous year. Each unit shall be entitled to at least one (1) delegate and one (1) alternate. Additional association delegate credentials will be issued upon certification by the Ohio Education Association of additional membership.

4-4. Delegate Elections

Delegates shall be elected annually in accordance with practices determined by the Constitution and/or Bylaws of the local association. Names and addresses of the regular and alternate delegates shall be certified to the Executive Director of the Association by the local association President at least two weeks prior to the Representative Assembly, except as otherwise provided in these Bylaws as regards to vacancies in delegate positions.

Only regular unified members in good standing shall be entitled to vote for delegates.

Local associations shall elect two (2) groups of delegates: NEOEA-OEA and Association (NEOEA) only, based upon the limits of membership previously described, (Bylaw 4-3.). An equal number of alternates shall be certified for each delegate position.

4-5. Delegate Vacancy

If a vacancy occurs after the election of Representative Assembly delegates and alternates that cannot be filled by an alternate before the Representative Assembly, the local association shall hold an election to fill those positions and certify the results to the Association (NEOEA). In order for a vacancy to exist, the position must first be filled as provided in section 4.4.

A vacancy will be understood to occur when a delegate or alternate position becomes open by reason of death, resignation, retirement, incapacity, recall, or disqualification.

Delegate vacancies shall be filled in the following order or priority: 1st – Association (NEOEA) delegates; 2nd – Association (NEOEA) alternates; and 3rd – NEOEA-OEA alternates.

4-6. Delegate Status Clarification

In addition to elected Association (NEOEA) delegates, current Association officers, including Directors of the Association (NEOEA), and NEOEA Past Presidents shall be delegates to the Representative Assembly. Those NEOEA members duly elected as OEA or NEA officers shall also be delegates to the NEOEA Representative Assembly.

4-7. Delegate Tenure

All delegates certified to the fall Representative Assembly shall serve as delegates to all Representative Assemblies during that school year, or until twenty (20) days prior to the date of the next fall Representative Assembly, by such time new delegates to the Association Representative Assembly should have been elected and communicated to the Association office.

4-8. Voting

Only regularly certified delegates shall have the right to vote in the Representative Assembly. Association members who are not delegates shall have the right to speak on any issue before the Representative Assembly and Chairpersons of committees who are not delegates shall have the right to make the report(s) but shall not have the right to make motions or vote.

4-9. Meetings

There shall be two regular meetings of the Representative Assembly each year, one (1) before each fall and spring Ohio Education Association Representative Assembly.

4-10. Special Meetings

Special meetings of the Representative Assembly shall be called only for the purpose of acting upon problems of an emergency nature. Such meetings may be called within twenty (20) days by the Board of Directors and shall be called upon receipt of a written petition signed by at least twenty percent (20%) of the delegates of the Representative Assembly.

4-11. Notice of Representative Assembly Meetings

Notice of Representative Assembly convening shall be given by email, or by postal mail at the delegate's request, not less than ten (10) days, nor more than ninety (90) days before the date of the meeting, to each delegate previously certified according to the rules and regulations herein set forth, and at his/her address recorded on the records of the Association as provided for in Article I, Section 2. of the Constitution.

Notice shall be deemed to have been given when deposited with postage prepaid in a post office or other official depository under the exclusive jurisdiction of the United States Post Office.

Any Representative Assembly may be adjourned from time to time under *Robert's Rules of Order, Newly Revised*. In such event, it shall not be necessary to provide further notice of the time and place of the adjourned meeting, if announcement of the time and place of the adjourned meeting is given at the meeting so adjourned. The attendance of a delegate in person at the meeting without protesting a lack of notice of a meeting, shall constitute a waiver of notice by such delegate.

4-12. Credentials and the Credentials Committee

The Credentials Committee shall meet at least five (5) days prior to the Representative Assembly, to examine and to pass upon the credentials of the delegates, and at a meeting immediately prior to the Representative Assembly shall prepare a report of certified delegates.

The Representative Assembly shall be the final authority on the validity of delegate credentials.

4-13. Order of Succession: Presiding Officer of Representative Assembly

Meetings of the Representative Assembly shall be presided over by the following officers in order of succession: The President of the Association, the President-elect; the immediate Past President, or if none of the foregoing is in office or in attendance, the recording secretary shall call the meeting to order, and a chairperson shall be chosen by a majority of delegates in attendance.

4-14. The Recording Secretary

The Secretary of the Association shall act as Secretary of every meeting. When the Secretary is not available, the Chairperson may appoint a Secretary to and from the meeting.

4-15. Order of Business

The order of business at all meetings, and at all Representative Assemblies shall include the following:

- a. Call to Order
- b. Pledge of Allegiance
- c. Invocation
- d. Greetings
- e. Introductions
- f. Report of the Committee on Credentials
- g. Adoption of the Order of Business

At each Representative Assembly, the Board of Directors may present an annual report. If such a report is issued, it shall be filed with the records of the Association, and entered into the minutes of the proceedings of such Representative Assembly in accordance with Bylaw 1., subsection 1-2.

4-16. The Elections Committee

The Association (NEOEA) Elections Committee shall conduct all elections held at Association Representative Assemblies and shall make a report(s) in writing of all matters determined by them.

4-17. Exception Clause

Except to the extent provided by law, all actions including the election of officers, shall be by a majority of the votes cast, and by secret ballot when and where required.

4-18. Ballot Retention

All ballots, marked, unmarked and voided, and all other records pertaining to the election of officers of the NEOEA and OEA Directors from NEOEA shall be preserved for one year from the date the election was held and such ballots and other records shall be made available to the OEA officers upon request for inspection and examination.

5. OFFICERS, FUNCTIONAL BODIES, AND EXECUTIVE DIRECTOR**5-1. Officers**

The officers shall comprise: a President, a President-elect, a Recording Secretary, and a Board of Directors.

5-2. The President

The President of the Association shall:

- a. preside at all meetings of the Association, of the Board of Directors, and of the Representative Assembly.
- b. appoint all committees subject to the approval of the Board of Directors unless such committees are ordered by the Representative Assembly to be constituted in some other manner.
- c. appoint a Nominating Committee as provided for later herein of these Bylaws.
- d. supervise all activities of the Association.
- e. be an ex-officio member, without vote, of all appointed committees.
- f. be responsible for the preparation of the agendas for meetings of the Board of Directors.
- g. may vote the same as any other member of the Board of Directors. On roll call votes the President shall vote last.
- h. be a delegate ex-officio, unless otherwise credentialed, to the Ohio Education Association Representative Assembly and shall represent the Association by, but not limited to, the directing of the presentation of resolutions from the Association Representative Assembly at the Ohio Education Association Representative Assembly and by supporting any Association locals who wish to present matters of business which are not in conflict with Association policy.
- i. with the aid of the Board of Directors, execute the policies of the Association.

5-3. The President-elect

The President-elect shall:

- a. preside at all meetings of the Association and of the Board of Directors in the absence of the President.
- b. perform other customary duties of that office, or other such duties as may be assigned by the President and/or Board of Directors.
- c. be elected to serve no more than two (2) years in this capacity.

- d. in the third and fourth years of election to this office serve as President, and in the fifth and sixth years, shall complete the term of office, serving on the Board of Directors as Past President.

5-4. The Recording Secretary

The Recording Secretary shall:

- a. keep complete and accurate minutes of all meetings of the Board of Directors and the Representative Assembly.
- b. turn all aforesaid records over to the succeeding Recording Secretary at the end of his/her tenure in office.
- c. have custody of the seal of the Association, which may be in such form as the Board of Directors shall from time to time prescribe.
- d. affix and attest the aforesaid seal to such documents duly authorized by the Board of Directors.
- e. hold office for a term of three (3) years.

5-5. Vacancies in the Office of President, Immediate Past President, President-elect, or Recording Secretary

Vacancies occurring by reason of death, resignation, incapacity, judgment of recall or disqualification shall be filled as follows:

- a. A vacancy in the office of President shall be filled by the President-elect who shall complete the unexpired term and then serve the term to which elected.
- b. A vacancy in the office of President-elect or Recording Secretary shall be filled by a temporary appointment of the President with a two-thirds approval of the Board of Directors.

The term of office for the temporary President-elect shall extend only until the next Representative Assembly, when a President-elect shall be elected to fill the unexpired term.

The term of office for the temporary Recording Secretary shall extend only until the next Representative Assembly when a Recording Secretary shall be elected to fill the unexpired term.

If an unforeseen action occurs that would impede the normal sequence of the election order for president-elect, the board with a 2/3

majority may call a special election. This election would be for a specific time period without the guarantee of a subsequent position.

- c. A vacancy in the office of Immediate Past President shall be filled by a temporary appointment of the President with a two-thirds approval of the Board of Directors: first by a former Past President, second by a current Director, and last by a former Director. The term of office for the temporary Past President shall extend only until the next Representative Assembly, when a Past President shall be elected to serve an unexpired term.

5-6. The Board of Directors

The Association Board of Directors shall comprise: the President; a President-elect; the immediate Past President; a Recording Secretary; Ohio Education Association Directors elected from the electoral units within the association boundaries; two NEOEA at-large representatives, one of whom shall be a minority position and the other shall be an ESP member from the NEOEA area; National Education Association Director(s) and Ohio Education Association Directors from within the Association boundaries; at-large Ohio Education Association Directors from within the association boundaries; Directors elected for the association from the electoral units at the spring Association Representative Assembly; one person selected from retired members; one person selected from student members; and other such members as the Board of Directors shall determine to appoint to secure proportional representation of administrator members.

All members of the Division of Higher Education within the Association's boundaries shall comprise an Electoral Unit for the purposes of representation on the Board of Directors. The term of office for this unit's representative on the Board of Directors shall be one (1) year until full status of the unit is achieved. By 1985, if the unit does not achieve a membership equivalent to one-half (1/2) unit, the unit shall be dissolved.

a. Electoral Unit Members

One (1) member of each electoral unit shall be elected as provided by the Ohio Education Association and shall sit on both the Board of Directors of the Ohio Education Association and of the Association (NEOEa). One (1) unit will represent the ESPs.

One other member from each electoral unit shall be elected for a three (3) year term by their electoral unit at a spring Representative Assembly in accordance with a schedule established by the Association Board of Directors, and shall sit on the Association Board of Directors. The ESP seat will be comprised of two seats on the

NEOEA Board – designated as a unit from the west area of the association boundaries and a unit from the east area of the association boundaries.

b. **Appointed Members**

Appointed ethnic-minority and administrator members shall be appointed only as long as their membership category on the Association Board of Directors is disproportionately represented.

c. **Retired Member**

The Retired Member term on the Board of Directors shall be for one (1) year.

d. **Limitation of Terms**

Directors, excluding President, President-elect and Past President, may be elected to no more than two consecutive terms of three years in the same position.

5-7. Board of Directors Responsibilities

The responsibilities of the Board of Directors shall include, but not be limited to:

- a. The Board of Directors shall be the agency through which the policies of the Association shall be put into effect, shall direct the Executive Director in the preparation of the annual budget; shall order an annual certified public accountant audit; shall arrange the programs for meetings of the Association; and shall implement the services offered by the Association.
- b. The NEOEA Board of Directors shall have the authority to create all standing and other committees as needed by the Association. All committee appointments shall be approved by the Board of Directors, except as otherwise provided by the Constitution or these Bylaws.
- c. The Board of Directors shall receive the reports of Committees established by the Representative Assembly, unless otherwise ordered by the Representative Assembly. Such Committees shall report to the Representative Assembly.
- d. The Board of Directors shall approve payment of all bills and must authorize payment of those ordered by the Representative Assembly.

- e. The Board of Directors shall be responsible for the form of the Association seal.
- f. The Board of Directors shall establish the fiscal year of the Association.
- g. The Board of Directors shall recommend the appointment of members to Ohio Education Association Commissions and Committees in accordance with procedures established by the Board of Directors.
- h. The Board of Directors shall transact its business with a quorum present, a majority of the voting members of the Board of Directors constituting a quorum, except as otherwise provided in these Bylaws regarding the filling of vacancies on the Board of Directors. Directors shall not vote by proxy or absentee ballot.
- i. The Board of Directors shall determine the date(s) of the annual meeting(s). It shall have the authority in case of emergency to postpone or to cancel the regular annual meeting(s) or sessions of the Representative Assembly, or call off any other committee or functional body of the Association.
- j. The Board of Directors may pass such rules and regulations not inconsistent with the Constitution or these Bylaws so as to provide for orderly elections.
- k. The Board of Directors shall be involved with the question(s) regarding the transfer(s) of any local unit(s) from or to the Association (NEOEA) in the following manner.

Any local unit(s) petitioning to transfer from or to the Association (NEOEA), shall request in writing the approval of the Association (NEOEA) Board of Directors before presenting their petition to the Ohio Education Association Board of Directors. The petition must be signed by a majority of Ohio Education Association members in the local unit(s) of representation; public school systems, county cities, or exempted villages within the Association's geographic jurisdiction. The Association (NEOEA) Board of Directors shall reply in writing of its action(s), favorable or unfavorable. Said decision shall be attached or noted in the petition of the local unit(s) to the Ohio Education Association Board of Directors.

- l. The Board of Directors may adopt for its operation(s), rules and regulations not inconsistent with the rules and regulations approved by the Representative Assembly and not in conflict with the Constitution and these Bylaws.

- m. The Board of Directors shall discharge all other duties and responsibilities assigned it by the Representative Assembly, or provided or inherent herein of the Constitution and these Bylaws.

5-8. Numbers and Qualifications of Board of Directors

The number and membership qualifications of the Board of Directors members may be fixed from time to time by action(s) of the Representative Assembly. No decrease in numbers shall shorten the term of any Director then in office.

5-9. Board of Directors Tenure in Office

A Director shall hold office until the expiration of the term for which the officer was elected, or until the officer's resignation or removal as hereinafter provided.

5-10. Board of Directors Member Resignation

A Director may resign at any time by giving written notice to the Board of Directors or to an officer of the Association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Directors or such officer. Acceptance of such a notice of resignation shall not be necessary to make it effective.

5-11. Removal of Board of Directors from Office

Directors, any and/or all, may be removed from office by a two-thirds (2/3) majority vote of the members of the NEOEA Representative Assembly for a) misfeasance, malfeasance, or nonfeasance in duty, b) flagrant or continued violation of recognized professional standards, including the provisions of the *Code of Ethics of the Education Profession*, c) personal advocacy of, or membership in, an organization which advocates changing the form of government of the United States by unconstitutional means, d) conviction of a felony, or e) actively engaging, or actively supporting, activities directed against the constitutional purposes of the Association by means other than those that are consistent with the NEOEA Constitution.

5-12. Vacancies, and the Filling Thereof

Vacancies on the Board of Directors may occur by reason of new positions being created, by reason of resignation, removal, or by virtue of a change in eligibility due to location of employment or representation, or a violation of a Constitution and/or Bylaw provision such as that contained herein under, and as follows:

- a. A vacancy shall exist of any elected office heretofore provided for, if the person holding such office changes eligibility, as aforementioned, or is absent from three (3) consecutive regular meetings of the Board of Directors without good cause.
- b. Such vacancies shall be filled in the following manner(s):
 - 1) Newly created seats which constitute a vacancy, and vacancies created by reason of resignation or death, shall be filled by a vote of the Board of Directors, subject to such procedures as shall be hereinafter provided. The vote shall be a majority vote of the Directors then in office, although, and in the event, even less than a quorum, as herein before provided for in the Bylaws.
 - 2) Vacancies occurring by reason of removal of Directors under Bylaw 5-11 shall be filled by a vote of certified delegates to the NEOEA Representative Assembly that created the vacancy.
 - 3) A Director elected to fill a vacancy caused by the addition of positions, resignation, removal, change in eligibility, and/or other cause; shall be elected to hold office until the next meeting of the Representative Assembly, at which time a special election shall be conducted in the prescribed manner of normal/regular elections, with the purpose of filling the position for the length of the unexpired term.

5-13. The Nomination and Election of Officers

Nominations for the offices of President-elect, Recording Secretary, and Director as provided for in Bylaw 5-6, subsection a., paragraph two (2), shall be made in either of the following ways:

- a. By a letter of intent submitted to the chairperson of a Nomination Committee appointed by the President and approved by the Board of Directors prior to the appropriate Representative Assembly. The membership on this committee shall be comprised of a Chairperson, and one (1) representative from each of the Ohio Education Association electoral units within the association's district boundary lines. This committee shall attempt to provide at least two (2) nominees for each office to be filled, and shall submit its report to the Board of Directors, not later than thirty (30) days prior to the spring Representative Assembly each year, except for special elections as provided for in Bylaw 5-12, in accordance with the directives of the Constitution and these Bylaws.

- 1) In the case of changes in eligibility, or withdrawal, or other manner of disqualification of a candidate, the Nominating Committee shall attempt to provide a replacement nominee(s), and shall submit the replacement name(s) to the Association Board of Directors prior to the appropriate Representative Assembly, usually the spring Representative Assembly. After receiving the report of the Nominating Committee, the Board of Directors shall announce the nominee(s) to the delegates at least ten (10) days prior to the appropriate Representative Assembly.
- b. By petition, in writing, signed by at least fifty (50) members and filed with the Executive Director, 75 days prior to the appropriate NEOEA Representative Assembly. Said petition must be approved in writing by the candidate so nominated.
- c. The nominees submitted to the Board of Directors by the Nomination Committee and those by petition as herein before provided, shall be the tentative list of candidates for election. The Board of Directors shall publish the tentative list of nominees to the delegates in the delegate handbook.
- d. An opportunity for nominations from the floor shall be provided at the Representative Assembly.
- e. **The Election of Officers**

The election of officers shall be as provided in the NEOEA Constitution, these Bylaws, and the OEA Elections Manual.

- 1) Officers shall be elected by certified delegates at the spring Representative Assembly, except as special elections are required. All elections shall be conducted by an Elections Committee appointed by the President and approved by the Board of Directors.
- 2) If the spring Representative Assembly is postponed, per Bylaw 5-7., subsection i., the regular election shall be conducted by the Association office at the direction of the Elections Committee, by mail ballot to the certified delegates during the month of May.
- 3) The Association (NEOEA) Elections Committee shall conduct all elections held at the meetings of the Representative Assembly and shall make a report in writing of all matters determined by them.

- 4) Except to the extent provided by law, all actions, including the election of officers from within the Association's boundaries, and within its jurisdiction, all elections shall be by a majority of votes cast, and shall be by secret ballot, when and where required.
- 5) All newly elected officers shall take office as of July 15 except as otherwise provided herein of this Constitution and these Bylaws.
- 6) The NEOEA President shall upon election be declared elected first alternate to the unit member(s) of the OEA Board of Directors. The NEOEA President-elect shall upon election be declared elected second alternate to the unit member(s) of the OEA Board of Directors. The NEOEA Past President shall upon taking office be elected third alternate to the unit member(s) of the OEA Board of Directors. The alternate shall serve for temporary absences only and not for more than three consecutive meetings.

5-14. The Executive Director

There shall be an Executive Director as provided in Article V, Section 3, of the Constitution, who shall serve under the direction of the Board of Directors. The Executive Director shall:

- a. receive all money, pay authorized bills, and keep a record of all receipts and expenditures.
- b. make periodic financial reports and an annual financial report to the Board of Directors and Representative Assembly as provided earlier herein of these Bylaws.
- c. assist the President in preparing the agenda for meetings, and in preparing newsletters and other reports and papers.
- d. give notice or arrangements for meetings of the Board of Directors and of the Association.
- e. provide bond as determined by the Board of Directors, the cost of said bond to be paid from Association funds.
- f. under direction of the Board of Directors, prepare and submit an annual budget to the Representative Assembly.
- g. perform such other duties as are provided by or inherent of this Constitution and these Bylaws.

- h. perform such other duties as the Board of Directors may direct, as the Representative Assembly may prescribe, or either and/or both may agree to.

6. AMENDMENT

6-1. Proposal of Amendments

Amendments to these Bylaws may be proposed by written petition signed by five (5) or more members of the Association, sent with rationale, to the Association office, postmarked no later than sixty (60) days preceding the Representative Assembly.

6-2. Amendment of the Bylaws

These Bylaws shall be amended in accordance with the following procedures:

- a. The Bylaws Amendment proposal shall be submitted as per section 6-1.
- b. The text and rationale of such proposals shall be sent to local Association Presidents and delegates prior to the Representative Assembly.
- c. A proposed amendment to these Bylaws may be debated, refined, and/or amended on the floor by the delegates at the Representative Assembly at which it is presented.
- d. These Bylaws may then be amended by a majority vote of the delegates present and voting by secret ballot.

7. PARLIAMENTARY AUTHORITY

7-1. Parliamentary Authority

Robert's Rules of Order Newly Revised shall be the authority on parliamentary procedure at any meeting of the duly constituted bodies of the Association.