

# THE MEDINA COUNTY BAR ASSOCIATION CONSTITUTION

## **ARTICLE I**

This Association shall be known as “The Medina County Bar Association.”

## **ARTICLE II**

### Object

This Association is formed to advance the science of jurisprudence, to promote reform in the law, to facilitate administration of justice, to uphold integrity, honor and courtesy in the legal profession, to provide legal education and to cultivate cordial relations among the members of the Bar.

## **ARTICLE III**

### Membership – Qualifications

Any person admitted to the practice of law by the Supreme Court of Ohio, and in good standing, may become a member of the Association.

Any member of the Association who has been licensed to practice law by the Supreme Court of Ohio for fifty (50) years or more or is retired from the judiciary of Medina County and not practicing law full time shall be a life member of the Association and shall be exempt from the payment of dues.

Should a member of the Association be suspended or disbarred from the practice of law for any reason by a final order of the Supreme Court of Ohio, that person’s membership in the Association shall immediately be terminated. If the suspension is terminated, the member may reapply for admission to the Association.

## **ARTICLE IV**

### Membership – Application and Dues

There shall be no prescribed form of application for membership. However, any application shall include, at a minimum, the business contact information of the prospective member. Except as provided otherwise in this Article IV, all members shall pay dues on an annual basis. The Executive Committee may increase dues by up to 10% without a vote of the membership. An increase in dues in excess of 10% must be approved by a majority vote of the members of the Association attending a regular meeting. Except for good cause shown, no person shall be in good standing, be qualified to vote, or be entitled to receive any privilege of membership if that person has not paid dues by March 1st.

If any question regarding the qualifications of a new member be raised by a member of this Association, then this application shall be promptly considered by the Executive Committee which shall approve or deny any membership by majority vote of its members.

## **ARTICLE V**

### **Officers**

The officers of the Association shall be president, president-elect, vice-president, treasurer and secretary, all of whom shall be residents of Medina County, Ohio or have a full time practice in Medina County, Ohio, and be members of the Association.

The term of office for each shall be one (1) year beginning on January 1st in each year. A person who has held the office of president for a full term shall not be eligible to hold office again until five (5) years following the expiration date of his or her prior full term in office as such president.

The Association, at its annual December meeting, shall elect a secretary for the following year by a majority of the membership attending the meeting. All other officers shall assume the next higher office. Any officer may be removed for good cause by a two-thirds vote of the members present at any meeting of the Association. However, notice of the intent to remove any officer must be given in writing to the members no less than five (5) days prior to such meeting. In the event of such removal, the members present at that meeting shall elect a replacement officer by a majority vote.

One person may hold both the offices of secretary and treasurer.

Each officer shall continue to act until his successor has been elected and assumed office.

No compensation shall be paid to any officer, but the Executive Committee may authorize the payment of travel expenses or convention expense for any officer or member if in connection with matters legitimately related to Association business.

## **ARTICLE VI**

### **The President**

The President shall preside at all meetings of the Association and of the Executive Committee. All committees of the Association shall be appointed by the President. The President shall be an ex-officio member of all committees.

The President may deliver an oral or written address to the Association at the beginning of his or her term of office and may make recommendations and suggestions to the Association concerning methods of accomplishing the objectives of the Association.

The President may call and conduct conferences of the officers and any of the committees of the Association for the discussion of matters of common interest and the making of recommendations for action by this Association.

The President shall perform such duties as are commonly performed by the chief executive of a voluntary organization and such other duties as may be assigned to him or her from time to time by the Executive Committee.

**ARTICLE VII**  
President-Elect

The President-Elect shall perform all the duties of the President during the latter's absence or disability and shall automatically succeed to the office of the presidency on January 1<sup>st</sup> of the year following the term as President-Elect.

The President-Elect shall have the responsibility of planning the Law Day program, subject to the supervision of the President and the Executive Committee, and shall perform such other duties as may be assigned from time to time by the Executive Committee.

**ARTICLE VIII**  
Vice-President

The Vice-President shall have responsibility for the programs of continuing legal education, subject to the supervision of the President and the Executive Committee.

**ARTICLE IX**  
Treasurer

The Treasurer shall collect and disburse all funds of the Association, maintain the accounts of the Association, and report the income and the expenditures at every regular meeting of the Association as requested by the Executive Committee. The Treasurer shall keep a list of the names and addresses of all the members, although the Treasurer may assign that task to the Executive Secretary of the Association.

**ARTICLE X**  
Secretary

The Secretary shall keep a record of the proceedings of the Association and the Executive Committee and perform the usual duties of such office and be subjected to the orders and directions of the President and Executive Committee of the Association. The Secretary may also collect, and by the order of the Executive Committee, disburse funds of the Association and keep regular accounts, in the Treasurer's absence.

**ARTICLE XI**  
Executive Committee

There shall be an Executive Committee consisting of all the officers of the Association.

The Executive Committee shall manage the affairs of the Association subject to its Constitution; shall be vested with title to all property of the Association, and shall have full power and authority to do all acts and perform all functions of the Association in the intervals between regular meetings of its members, except that the Executive Committee shall not have power to amend the Constitution or to increase the membership dues, except as otherwise provided in Article IV.

The Executive Committee shall meet at least once every six (6) months, and, from time to time, at the call of the President, special meetings shall be on such day and at such place as may be designated by the President, and regular meetings shall be at such time and place as the Committee shall determine.

**ARTICLE XII**  
Association Meetings

At least one regular meeting of the members of the Association shall be held each year within the month of December.

At the annual December meeting the membership shall elect a Secretary for the ensuing year by a majority vote of the attending members. Additional meetings shall be held at the request of the President or the Executive Committee. The date and place for all meetings shall be fixed by the President or the Executive Committee and all members of the Association shall be given reasonable advance written or electronic notice of all meetings.

**ARTICLE XIII**  
Committees

The Executive Committee may create or dissolve Committees as it deems appropriate, in the best interests of the Association. The President may appoint members of the Association to committee assignments and shall designate a chairperson for each such committee. The President may, by and with the approval of the Executive Committee, remove a member or chairperson from a committee for failure to attend to assigned duties.

**ARTICLE XIV**  
Vacancies

The Executive Committee, by majority vote, may appoint an acting officer in the position of President-Elect, Vice-President, Secretary, or Treasurer when such offices become vacant. The acting officer shall serve until the next meeting of the Association. At that meeting, the vacancy

shall be filled for the unexpired term by the election of a successor by a majority vote of the members present. Should the office of President become vacant during the term, then the President-Elect shall automatically succeed to the presidency.

## **ARTICLE XV**

### **Amendments**

This Constitution may altered or amended by a vote of a majority of the members present at any regular meeting of the Association, provided, however, that five (5) days' notice of any proposed amendment shall be given each member, in writing, setting forth the proposed amendment of said Constitution.

This Constitution has been adopted by a majority vote of the members present at a meeting of the Association on March 15, 2019 (the "Effective Date") and shall remain in full force and effect from the Effective Date until it is amended or repealed. This constitution replaces the prior Constitution of the Association, dated August 19, 1987, as amended on September 17, 1999.

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SECRETARY – Melissa Piszczek