CODE OF REGULATIONS OF
THE OHIO ASSOCIATION OF MAGISTRATES

Adopted
October 2, 2014

ARTICLE I NAME OF ASSOCIATION

This association shall be known as "The Ohio Association of Magistrates."

ARTICLE II MEMBERSHIP

Section 2.1 Membership

There shall be four categories of members:

A) Regular member: Any person who is a magistrate of a court of record in the state of Ohio, subject to the Code of Judicial Conduct, required to register with the Supreme Court as a magistrate, and who has paid the membership dues for the current year shall be a member of the association for that year.

B) Retired member: Any person who does not qualify as a regular member, who was a member in good standing of the association and who receives retirement benefits may become a retired member. A retired member shall pay dues fixed by the board of trustees and shall have all the privileges of a regular member.

C) Honorary member: The board of trustees may confer upon any person a non-voting, honorary membership in the association in recognition of contributions to the role of magistrates in Ohio.

D) Life member: The board of trustees may confer upon any person who has been a member in good standing of the association, the designation of life member. A life member shall not be required to pay dues but shall have all the privileges of a regular member of the association.

Section 2.2 Dues

The board shall determine the dues to be paid by each category of member.

Section 2.3 Voting Rights

A member may vote, in person or by proxy, on all matters submitted to the membership. The proxy

must be delivered to the secretary of the association before the person appointed may vote.

Section 2.4 Termination of Membership

Membership in the association may be terminated by: (a) resignation, (b) death, (c) failure to pay dues or conference fees for six months from the due date, (d) suspension, or (e) expulsion.

Section 2.5 Suspension or Expulsion

A member may be suspended or expelled from the association by the vote of two-thirds of the board for conduct detrimental to the interests and ideals of the association. The secretary shall provide written notice to the offending member by certified mail or personal service at least 30 days prior to the vote by the board. The notice shall include a statement of the reasons for the suspension or expulsion. The offending member shall have an opportunity to be heard prior to the vote of the board.

ARTICLE III MEETINGS OF THE ASSOCIATION

Section 3.1 Annual Meeting

The association shall hold an annual meeting of its members at a time and place designated by the board.

Section 3.2 Special Meetings

The president shall convene special meeting of the association upon a written request of a majority of the board or upon a written request signed by at least 50 members. No business shall be transacted at a special meeting except that specified in the notice of the meeting.

Section 3.3 Notice

Notice of each meeting shall be sent to all members of the association by mail or by electronic means at least ten days prior to the date of the meeting.

Section 3.4 Quorum

Twenty percent of the members of the association, in person or by proxy, shall constitute a quorum.

ARTICLE IV BOARD OF TRUSTEES

Section 4.1 Authority of the Board

The board shall have the power and authority necessary and appropriate for the administration of the association. The board shall have the authority to enforce the code of regulations and policies of the association and to manage its property.

Section 4.2 Composition of the Board

The board shall consist of a minimum of the following:

A) One trustee from each appellate district;

B) One trustee from each practice area; and

C) The number of at-large trustees determined by the board.

A trustee shall be a member in good standing of the association.

Section 4.3 Duties of Trustees

The board of trustees shall conduct the business of the association, for the benefit of the association, performing duties as necessary and appropriate, including but not limited to:

A) prepare and adopt the annual budget;
B) collect, deposit and manage dues, fees or other funds;
C) authorize and approve expenditures, including charitable contributions;
D) enter into contracts on behalf of the association;
E) determine questions of policy;
F) plan and conduct conferences and other association events;
G) fill vacancies and change the composition of the board, pursuant to the provisions of this code; and
H) hold meetings as it deems necessary.

Section 4.4 Election and Term

The election of trustees shall take place at the annual meeting by a majority vote of members voting.

A) District representatives shall be elected by the members of each district.
B) The practice area committee chairs shall be elected by the members of each practice area and shall serve a term of one year.
C) At-large trustees shall be elected by all of the members of the association.

The election of the district representatives and the at-large trustees shall be held on a rotating three year cycle in the following order:

A) Odd numbered appellate districts,
B) Even numbered appellate districts and
C) At-large trustees.

The term of the elected trustees shall commence at the first board meeting following the election. The term of a trustee appointed to fill a vacancy on the board shall be for the remainder of the unexpired term of that trustee.

Section 4.5 Meetings of the Board of Trustees

The board shall hold one or more board meetings each year and special meetings as may be called by the president or any two trustees. The time and place of meetings shall be established by the board. At the discretion of the board, meetings of the board may be opened to all members and invited guests. The board may limit attendance at a meeting.

Section 4.6 Notice of the Board Meetings

Notice of the time and place of all regular meetings of the board shall be given to each trustee a minimum of ten days prior to the meeting. Notice of a special meeting or a re-scheduled regular meeting shall be attempted by reasonable means, and need not be uniform. Notice may be given by the secretary, the president, or any two trustees

Section 4.7 Waiver of Notice

Notice of any meeting of the board may be waived in writing by a trustee, either before or after the meeting, and the waiver shall be included with the minutes of the meeting. The attendance of any trustee at any meeting of the board without protesting the lack of proper notice, prior to or at the commencement of the meeting, shall be deemed to be a waiver of notice of the meeting.

Section 4.8 Action by Trustees without a Meeting

Any action which may be authorized at a meeting of the board may also be taken without a meeting upon the affirmative vote, in writing, by a majority of trustees, except that removal of an officer shall require the affirmative vote of two-thirds of the trustees then on the board. The action taken by the board without a meeting shall be noted in the minutes of the next regular meeting.

Section 4.9 Quorum for Board Meetings

A majority of the trustees shall constitute a quorum for a meeting of the board. The act of a

majority of the trustees present at a meeting shall constitute the act of the entire board.

Section 4.10 Vacancies on the Board

A vacancy on the board occurring between annual meetings of the association may be filled for the balance of the term by a vote of the majority of the board, or in the discretion of the board, by special election conducted among those members entitled to vote for that trustee. The board shall set the terms and conditions of the special election.

Section 4.11 Absence of a Trustee

In the event a trustee fails to attend any three meetings of the board in a 12 month period, that trustee shall, prior to the next meeting of the board, present in writing to the president the reasons for the absences. If those reasons are not acceptable to the board or if the trustee fails to present reasons for the absences, then the board may declare the trustee's position vacant and fill the vacancy pursuant to the provisions of the code of regulations.

Section 4.12 Removal of a Trustee

Any trustee may be removed by the vote of two-thirds of the members of the association present at any meeting.

ARTICLE V OFFICERS

Section 5.1 Officers and Terms of Office

The officers of the association shall be president, first vice president, second vice president, secretary, treasurer and other officers as the board may elect. All officers must be members of the board and shall serve without compensation. The board shall elect the officers at its last meeting of the year. The terms of the officers shall be for two years. An officer may be re-elected for subsequent terms.

Section 5.2 Duties of the President

The president shall be the chief executive officer of the association and shall preside at all meetings of the members and of the board. The president shall be the official representative of the association and shall have the right to assign to other trustees and association members duties, responsibilities and authority as the president deems appropriate to carry out the purposes of the association. The president shall be an *ex officio* member of all committees, except the nominating

committee.

Section 5.3 Duties of the Vice President

The first vice president shall perform all the duties of the president in the absence or disability of the president and shall perform other duties as may be assigned by the board.

Section 5.4 Duties of the Second Vice President

The second vice president shall perform the duties of the first vice president in the absence or disability of the first vice president and perform other duties assigned by the board. The second vice president shall coordinate the publication of the newsletter of the association.

Section 5.5 Duties of the Secretary

The secretary shall be responsible for keeping the minutes of the meetings of the association and of the board. The secretary shall provide all notices required by the code and perform duties assigned by the board.

Section 5.6 Duties of the Treasurer

The treasurer shall collect and disburse the funds of the association and shall keep an accurate accounting of its finances. The treasurer shall deposit all moneys received by the association in a federally-insured financial institution approved by the board, and keep records of the financial transactions of the association.

The records of the treasurer shall be open to examination by the board and any member of the audit committee.

At the annual meeting of the association, the treasurer shall present a written report of the funds received and disbursed and shall give details of the business transacted since the previous annual meeting. The treasurer shall prepare the annual budget of the association.

Upon the expiration of the term of office, the treasurer shall deliver all funds and financial records of the association to the incoming treasurer or to the president. The treasurer shall perform other duties as may be assigned by the board.

Section 5.7 Removal of Officers

An officer may be removed by the vote of two-thirds of the members of the board at any regular meeting or special meeting called for that purpose. Any officer may also be removed by the

action of the trustees without a meeting pursuant to the provisions of the code.

ARTICLE VI COMMITTEES

Section 6.1 Executive Committee

A) Composition and authority: The executive committee shall be comprised of the officers and the immediate past president. Between meetings of the board, the executive committee shall have the authority to manage the business and affairs of the association, with the exception of filling vacancies among the trustees. A majority of the quorum may take any action, except for filling a vacancy of a trustee.

B) Quorum: A majority of the executive committee present, in person or by proxy, at any meeting of the executive committee is required to constitute a quorum.

C) Vacancy: If a vacancy occurs among the officers, the executive committee may fill the vacancy on an interim basis pending a vote of the board at the next meeting. A unanimous vote of the members of the executive committee at which a quorum is present is required to fill the position of an officer on an interim basis

Section 6.2 Practice Area Committees

There shall be six practice area committees: (A) Common Pleas/Appellate, (B) Domestic Relations, (C) Juvenile, (D) Municipal, (E) Probate and (F) Retired. Each practice area committee shall consist of those members whose professional duties are within that area of practice. Members whose duties are within more than one area shall be deemed to be a member of all appropriate committees. The members of each practice area committee shall elect a chair at the annual conference by a majority vote of those present. The chair shall serve for a one-year term commencing at the next regular board meeting following the election and may be re-elected for any number of subsequent terms. Each practice area chair shall serve as a member of the education committee. The chair of the practice area committees shall assist the education committee in planning and presenting seminars and shall promote the interests of the members of that area of practice in a timely manner.

Section 6.3. Standing Committees

All standing committees shall be subject to the control and direction of the board. The president

shall appoint a chair for each standing committee, who shall serve for a one-year term. The chair of a standing committee, if not otherwise a member of the board, shall be an ex officio member of the board.

A) Practice and Procedure Committee: The practice and procedure committee shall keep the board informed of proposed or adopted rules and legislation affecting the judicial system and shall promote the interests of magistrates.

B) The Ethics Committee: The ethics committee shall assist the members in the interpretation of the Code of Judicial Conduct and the Code of Professional Responsibility as they relate to magistrate practice and shall promote ethical conduct by the members. The chair shall keep the board informed of proposed or adopted amendments to the Codes and transmit decisions and opinions effecting magistrates.

C) The Education Committee: The education committee shall provide education for magistrates and act as liaison to the Judicial College of the Supreme Court of Ohio and other groups who share an interest in providing education for magistrates. Each practice area chair shall serve as a member of the education committee.

D) The Nominating Committee: The nominating committee shall solicit candidates and prepare the ballot for the election of trustees by the members at the annual meeting of the association. In any election, a trustee or the president may make additional nominations and may accept nominations from the floor. The committee shall conduct the elections but shall not recommend any candidate. The committee shall also solicit candidates and prepare the ballot for the election of officers by the board at the last meeting of the year.

E) The Program Committee: The program committee shall include the chairs of the conferences, the chair of the volunteer project and the hospitality committee.

Section 6.4 Special Committees

The board may create other committees whose chairs shall be appointed by the president and whose members shall be subject to the control and direction of the board.

ARTICLE VII DISTRICTS

The association shall have a district that corresponds with each appellate district in Ohio. The membership of each district shall be comprised of the members of the association who are

employed by courts located in that district.

ARTICLE VIII INDEMNIFICATION

To the extent permitted by law, the officers and other trustees shall be defended, indemnified and held harmless against all cost, damage and expense actually incurred by or imposed upon them in connection with the defense of any action, suit or proceeding, or any other matter incurred as a result of their acts or conduct as a representative of the Ohio Association of Magistrates.

ARTICLE IX FISCAL YEAR

The fiscal year of the association begins on January first and ends on December thirty-first of the year.

ARTICLE X ELECTRONIC TRANSMISSIONS

Any writing required by the regulations may be transmitted by electronic means and shall be deemed complete upon transmission. Any signature on an electronic transmission shall be considered that of the member or trustee it purports to be for all purposes.

ARTICLE XI AMENDMENT OF THE CODE OF REGULATIONS

These regulations may be amended by the affirmative vote of two-thirds of the members present at the annual meeting of the association, provided that notice of the proposed amendment is provided to all members at least thirty days prior to the meeting.

Contents

ARTICLE I NAME OF ASSOCIATION 1

ARTICLE II MEMBERSHIP 1

Section 2.1 Membership 1

Section 2.2 Dues 1

Section 2.3 Voting Rights 1

Section 2.4 Termination of Membership 2

Section 2.5 Suspension or Expulsion 2

ARTICLE III MEETINGS OF THE ASSOCIATION 2

Section 3.1 Annual Meeting 2

Section 3.2 Special Meetings 2

Section 3.3 Notice 2

Section 3.4 Quorum 2

ARTICLE IV BOARD OF TRUSTEES 3

Section 4.1 Authority of the Board 3

Section 4.2 Composition of the Board 3

Section 4.3 Duties of Trustees 3

Section 4.4. Election and Term 3

Section 4.5 Meetings of the Board of Trustees 4

Section 4.6 Notice of the Board Meetings 4

Section 4.7 Waiver of Notice 4

Section 4.8 Action by Trustees without a Meeting 4

Section 4.9 Quorum for Board Meetings 4

Section 4.10 Vacancies on the Board 5

Section 4.11 Absence of a Trustee 5

Section 4.12 Removal of a Trustee 5

ARTICLE V OFFICERS 5

Section 5.1 Officers and Terms of Office 5

Section 5.2 Duties of the President 5

Section 5.3 Duties of the Vice President 6

Section 5.4 Duties of the Second Vice President 6

Section 5.5 Duties of the Secretary 6

Section 5.6 Duties of the Treasurer 6

Section 5.7 Removal of Officers 6

ARTICLE VI COMMITTEES 7

Section 6.1 Executive Committee 7

Section 6.2 Practice Area Committees 7

Section 6.3. Standing Committees 7

Section 6.4 Special Committees 8

ARTICLE VII DISTRICTS 8

ARTICLE VIII INDEMNIFICATION 9

ARTICLE IX FISCAL YEAR 9

ARTICLE X ELECTRONIC TRANSMISSIONS 9

ARTICLE XI AMENDMENT OF THE CODE OF REGULATIONS 9