

**Bylaws
of the
Ohio Association of Child and Youth Care Professionals, Inc.**

ARTICLE I: NAME AND OFFICE

- A. Organization and Corporate Name
 - 1. The name of this organization shall be the Ohio Association of Child and Youth Care Professionals, Inc., as appears on the articles of incorporation.
 - 2. The abbreviation OACYCP when used herein and/or in official communications of this organization shall be considered synonymous with Ohio Association of Child and Youth Care Professionals, Inc.
 - 3. The organization is also to be known as the association within the bylaws of the organization.
- B. Corporation Offices
 - 1. The head office shall be in the county of Lucas in the state of Ohio, U.S.A.
 - 2. The regional offices locations will be determined by the Board of Directors.

ARTICLE II: IDEOLOGY

- A. Purpose
 - 1. To improve services to meet the needs of the whole child --physical, emotional, spiritual, moral and intellectual.
 - 2. To promote, improve and maintain an enlightened and a progressive standard of child and youth care professionals and to encourage an active public interest in the profession.
 - 3. To promote child advocacy through working in cooperation with other groups in the establishment of sound and

constructive child welfare legislation.

4. To promote the professional growth and development of individuals in the child and youth care field.
5. To further the training and opportunity for specialization for child and youth care professionals through educational programs and to establish uniform training programs of the highest possible standards.

B. Goals

1. To carry out the above-stated purpose through the utilization of all appropriate means, including but not limited to conferences, workshops, institutes and other meetings; standing and special committees; and public relations programs.
2. To provide a certification program for child and youth care professionals in Ohio and provide input for the development of a national certification program.

ARTICLE III: MEMBERSHIP

A. Definition

1. Membership shall consist of the applicants for the association and such other individuals as are admitted by the Board of Directors.
2. The membership of the association shall consist of full and honorary members.
3. Each member shall be notified in writing by the membership committee of the association of their admission to membership. Membership cards, which are not transferable, shall be issued to members.

B. Eligibility

1. Full Membership

- a. Full members are those persons whose primary profession is that of child and youth care, who are employed, or who have been employed in the field of child welfare and/or are interested in and supportive of the goals and purposes of the Ohio Association of Child and Youth Care Professionals, Inc., as stated in Article II of the by-laws. Child and youth care concerns itself with the preventative, the therapeutic, the developmental, and the remedial aspects of children. It is concerned with the nurturing, management and guidance of any child from birth through adolescence, healthy or handicapped, through services by licensed child and youth service agencies, public or private, day or residential.
- b. A child and youth care professional is anyone who is employed by a licensed child caring agency for the purpose of child and youth care as defined above, and who is entrusted with the responsibility for the therapeutic care and management of children or adolescents.

2. Honorary Membership

- a. Honorary members may be those who have made a special contribution to the field of child and youth care and/or the association.
- b. Any full association member may nominate, in writing, any individual for honorary membership to the Board of Directors.

C. Fees and Dues

1. Dues shall be set by the Board of Directors and are non-refundable.
2. Membership shall be valid for twelve or twenty-four months, commencing the month during which the application is approved by the Board of Directors.
3. Honorary members shall be exempt from paying dues.

D. Rights and Privileges

1. Full members have the right to vote or to hold an elected office.

E. Termination of Membership

1. Termination

- a. Members may resign by written communication to an officer of the association.

2. Expulsion

- a. A majority of the Board of Directors may expel the membership of any member who has:

-- Failed to maintain the eligibility requirements as set out in Article III, Section B.

--Failed to pay dues within thirty days of notice.

-- Acted in a manner that does not conform to the goals and purposes of the association.

- b. Members shall be notified of expulsion in writing by the Board of Directors.

ARTICLE IV: BOARD OF DIRECTORS

A. Definition

1. The Board of Directors shall consist of up to a maximum of sixteen directors, representing diverse geographical locations within the state if possible.
2. The affairs of the association shall be managed by the Board of Directors.

B. Election

1. Directors shall be elected by a majority vote of the existing Board of Directors.

2. Each of the directors at the time of their election, and throughout their term of office, shall be a full member of the association.
3. Each director shall be elected to hold office until their successors shall have been duly elected and qualified.
4. Four officers and a President Elect shall be selected from the Board of Directors, if possible.

C. Removal

1. Any member of the Board of Directors may be removed with cause at a meeting called expressly for that purpose or at a regular meeting as defined in Article IV.
2. Board members will be removed from the Board automatically upon the third consecutively missed Board meeting unless the Board rules otherwise.

D. Authority

1. The Board of Directors shall administer the affairs of the association in all things and make or cause to be made for the association, in its name, any kind of contract which the association may lawfully enter into and generally may exercise all such powers and all such other acts and things as the association is by its Articles of Incorporation.

E. Duties

1. The Board of Directors shall have and exercise full power in the management of business and affairs of the association and shall have the power to authorize the seal of the association to be affixed to all papers which may require it.
2. The Board of Directors shall have the authority to fill vacancies in offices until such positions may be filled at the next annual meeting.

F. Meetings of the Board of Directors

1. The Board of Directors shall meet a minimum of three time annually at places and times designated by the President. These meetings shall be termed regular meetings.

2. A simple majority of the membership of the Board of Directors shall constitute a quorum.
3. All questions arising at any meeting of directors shall be decided by a majority of votes. In case of an equality of votes, the President shall have a casting vote.

ARTICLE V: OFFICERS

A. Description

1. The officers of the association shall be President, Vice President, Treasurer, Secretary, and President-Elect and shall constitute the Executive Committee.
2. The term of office for each officer shall be two years.
 - a. The Board of Directors may select a replacement for the unexpired term in case an officer is unable to fulfill a term.
3. Officers shall be selected from the Board of Directors.
4. Nominating committee shall submit a slate of officers to the Board of Directors prior to the Annual Meeting.
5. At the Annual Meeting, a slate of officers will be elected by the association.
6. The Board of Directors may create such subordinate offices and employ such subordinate officers or agents as it may from time to time deem expedient.

B. Duties

1. President
 - a. The President shall preside at all meetings of the members and over the Executive Committee.
 - b. The President shall be responsible for the general management and supervision of the affairs and

operation of the corporation.

- c. The President, with the Secretary and or other officer appointed by the Board of Directors for the purpose, shall sign all bylaws and membership certificates.
- d. The President shall be the chairperson of the Executive Committee and Board of Directors.
- e. The President shall act as ex-officio member of all committees.
- f. The President shall chair the annual meeting.
- g. The President shall have the authority to call member meetings.

2. Vice President

- a. The Vice President shall perform the duties pertaining to the President in the absence of the President, or in the case of his/her inability to act,
- b. The Vice President shall be the chairperson of the Membership Committee.

3. Treasurer

- a. The Treasurer shall have charge of all funds belonging to the association and shall oversee the same for and on behalf of the association in a bank or banks to be designated by the Board of Directors,
- b. All checks must be signed by two persons designated by the Board of Directors.
- c. The Treasurer shall surrender all books and records to the Board of Directors for audit upon request.
- d. The Treasurer shall prepare a financial statement for distribution to the members at the annual meeting.

4. Secretary

- a. The Secretary shall record minutes of the annual meeting of the members, Board of Directors meetings, and meetings of the Executive Committee.
- b. The Secretary shall provide a notice of the holding of any meeting as prescribed by these bylaws to all members.
- c. The Secretary shall be custodian of the seal of the association and shall affix such seal to such instruments executed upon behalf of the association as may be required.
- d. The Secretary shall be custodian of other books and records required by law to be maintained by the association.
- e. The Secretary shall have authority to call member meetings.

5. President-Elect

- a. Works with the President in preparation to assume elected duties.

ARTICLE VI: COMMITTEES

A. Standing

- 1. Standing committees shall consist of at least one member of the Board of Directors and association members appointed by the President of the association, unless otherwise stated that committee chairperson will select remaining members.
- 2. Standing committees shall be:
 - a. Conference Committee
 - 1. The Conference Committee shall be responsible for planning, implementing and evaluating the annual conference.

b. Membership Committee

1. The Vice President of the association shall be the chairperson of the Membership Committee.
2. The Membership Committee shall process, maintain, promote, and analyze the membership roster, qualifications, fees and coordinate membership renewals.
3. The committee will also act as the nominating committee and shall nominate for each vacant position on the Board of Directors and for each officer.

B. Appointed.

1. The definition of an appointed committee shall be: a temporary committee the President so deems necessary to carry out the goals and purposes of the association.
2. The President of the association shall select the chairperson and the members of any appointed committee.

ARTICLE VII: MEETING OF MEMBERS

A. Structure

1. Meetings of the members shall be held at the head office unless previously specified as elsewhere by the Board of Directors.
2. At the annual meeting, to be held at the annual conference, the following business shall be included:

Report from the President on behalf of the Board of Directors.

Presentation of the financial report.
Election of officers.

Officers elected shall take office at the annual meeting when elected.

3. Roberts Rules of Order Revised, shall be adopted and applied in all situations not specified in these laws.

B. Special Meetings

1. Special meetings of the members may be called by the President or Secretary.
2. Three members of the Board of Directors may call a special meeting.
3. Special meetings may also be called by a proportion of members having 10% of the votes entitled to be cast at such a meeting.
4. The request for and the notice of a special meeting shall include the purpose thereof, and only the pre-announced agenda may be acted upon at the meeting.

C. Notice of Meetings

1. Written or printed notice stating the place, day and hour of a meeting and, in case of a special meeting, the purpose/purposes for which that meeting is called, shall be delivered not less than seven nor more than fifty days before the date of the meeting, either personally or by mail, by or at the direction of the President, Secretary, or persons calling the meeting, to each member entitled to vote at such a meeting.
2. If mail, such notice shall be deemed delivered when deposited in the U.S. Mail, with postage fully prepaid, addressed to the member at their most recent address as it appears on the records of the association.

D. Voting

1. Every full member shall be entitled to one vote.
2. All voting must be done in person.
3. Proxy not permitted at meetings of members.

E. Quorum

1. One-twentieth of the members entitled to vote must be present at any annual or special meeting of members to constitute a quorum.
2. The majority vote of a quorum shall be necessary for the adoption of any matter voted upon by the members.

ARTICLE VIII: MISCELLANEOUS

A. Bylaws

1. These bylaws contain all provisions for the regulation and management of the business and affairs of the association which shall not be inconsistent with law or the Articles of Incorporation. In the absence of state provisions, the Ohio Nonprofit Corporation Law shall preside.
2. The bylaws of the association shall be repealed or amended by a majority of the directors at a meeting of the Board of Directors and sanctioned by an affirmative vote of at least two-thirds of the voting members present at a meeting duly called for the purpose of considering the said bylaws, provided that all members shall have at least fourteen days written notice of the meeting and the text of the amendment to be voted upon.

B, Dissolution

1. In the event of termination or dissolution of the association, in any member or for any reason whatsoever, the remaining assets, real or personal, shall be distributed only at one or more of the organization of the type described in Section 501 (c) (3) of the Internal Revenue Code of the 1954 Internal Revenue Law (or corresponding provisions of any future United States Internal Revenue Law).
2. No member shall have any claim upon any properties or money of the corporation.

Enacted and passed by the Directors and sealed with the

corporate seal the day of

,

President

Secretary

Unanimously confirmed by all the members at a special general meeting of the members of the Ohio Association of Child and Youth Care Professionals, Inc., duly held on the

day of _____,

President

Secretary

(Updated 1187: LT) (Updated 1190: MM) (Updated 1/95: MM)(Updated 3/10: KB)