

BYLAWS
of the
OHIO SCHOOL RESOURCE OFFICERS ASSOCIATION
(Revised June 27, 2016 per Business/membership Meeting vote)

PREAMBLE

We, the members of the Ohio School Resource Officers Association, a nonprofit organization, recognize that law enforcement professionals can have a positive influence on the school campuses and the youth of Ohio. The Ohio School Resource Officers Association believes the School Resource Officer triad concept of Teacher, Counselor, and Law Enforcement Officer is the cornerstone from which our organization is built. We believe that school based policing does reduce crime and violence in the schools and creates a positive learning environment by which teachers feel safe to teach and students feel safe to learn. We hereby form these Bylaws for the promotion and advancement of School Resource Officer programs throughout the State of Ohio; the concept that School Based Policing is a valuable asset to Law Enforcement and the Educational Process; and that the safety and security of Ohio's most valuable resource, Our Children, is of utmost importance.

ARTICLE I: NAME

The name of this organization shall be the "Ohio School Resource Officers Association," also referred by the acronym of the OSROA.

ARTICLE II: PURPOSE

- A. To provide a forum for the exchange and coordination of programs, ideas, and concepts pertaining to school resource officers and school based policing.
- B. To establish productive working conditions for Ohio's School Resource Officers by promoting the adoption of standard operating policies and procedures for local SRO Programs, and model roles and responsibilities for the SRO Officers as a foundation for local School Resource Officer Programs.
- C. To provide effective means of determining and expressing the collective view of Ohio's professional school resource officers by representing the interests and concerns of the OSROA membership at the Local, County, and State levels of government.
- D. To provide for the continuing education and training of School Resource Officers throughout the State of Ohio in order to maintain the highest professional standards.
- E. To distribute information and technical assistance on school issues involving crime and violence prevention to citizens, law enforcement officers, government leaders, legislators, and the private sector in order to increase their awareness regarding successful school based prevention programs and initiatives, and to provide information on ways to more successfully implement these programs.
- F. To encourage maximum cooperation and participation between the Law Enforcement community, the Criminal Justice System, and the Educational System toward the goal of youth crime reduction, safe school campuses, and the School Resource Officer Program.

ARTICLE III: DEFINITIONS

- A. School Resource Officer (SRO) – a commissioned law enforcement officer who has been trained as a SRO by a recognized organization, such as OSROA, NASRO, or their equivalent. Their primary duty assignment places them in direct contact with schools, staff and/or students at least 75% of the school year

B. School Based Law Enforcement (SBLE) – any person, regardless of employment, tasked with providing school safety and security, who is not a commissioned law enforcement officer or whose primary duty assignment does not place them in direct contact with schools, staff and/or students at least 75% of the school year.

ARTICLE IV: MEMBERSHIP

A. Membership Types

1. Active members are individuals employed by, appointed by, or retired from a law enforcement agency or school district as a school resource officer whose primary duty assignment is SRO or SBLE. Active members shall have full voting rights and be eligible to hold office, serve on committees, and hold board of directors' positions. Presidents of the Ohio School Resource Officers Association automatically become Past Presidents for life at the close of the last session of their service as President, as long as they are a member in good standing and shall be exempt from paying dues.

2. Associate members are any person who has an expressed and demonstrated interest in the advancement of the Ohio school resource officer program and the concept of school based policing as a part of the Ohio education system. Associate members shall not have voting rights and cannot hold an office in the OSROA. Associate members may contribute their expertise to general and committee meetings conducted by active members. The OSROA President, with the approval of the Board of Directors, may appoint associate members to serve on OSROA committees, with only the right to vote on said committee issues.

3. Honorary members are individuals who have provided outstanding service to the Ohio School Resource Officers Association and school based policing.

B. Application for Active and Associate memberships shall be made by individually initiated petition, registration in and completion of Annual Conference, SRO Basic Training or other OSROA Training Courses, agree/or by the recommendation of members of the OSROA Board of Directors. All applications for membership shall be submitted to the OSROA Executive Director and Membership Programs Director for review as to eligibility for OSROA membership.

C. Membership Suspension or Expulsion

1. The OSROA Board of Directors shall have the power to suspend or expel any member by a 2/3rds vote of the entire Board of Directors. All OSROA Board Members must cast a vote in a suspension or expulsion proceeding.

2. The OSROA Board of Directors shall adopt procedures that will be used in the event of any member having to be considered for suspension or expulsion.

D. Membership Dues

1. The annual dues for all membership types shall be set yearly by the OSROA Board of Directors.

2. The amount for annual dues set by the OSROA Board of Directors may be amended by a 2/3rds vote of Active Members voting at the OSROA Annual Business Meeting.

3. The OSROA Board of Directors has adopted policies and procedures for the processing of applications for membership and for the billing and processing of annual dues.

E. Membership in Good Standing

1. A member of the Ohio School Resource Officers' Association will conduct his or her duties with the highest professional and ethical standards.

2. Members shall be dedicated to the highest ideas of honor and integrity to maintain the respect and confidence of the students, parents, teachers, principals, administrators, elected officials, fellow officers and all citizens we might come in contact with as a School Resource Officer.

3. Members shall conduct themselves as to maintain the highest public confidence in: the School Resource Officer profession; the Member's Police Department or Sheriff's Office; and in the Member's performance as a SRO or SBLE.
4. Members should conduct their official and personal affairs in such a manner as to give the clear impression that they cannot be improperly influenced in the performance of their official duties.
5. Members should at all times completely and accurately represent their training, credentials, prior employment, education, certification and personal history.
6. A Member is considered in violation of good standing if they engage in conduct which is against the best interest of the OSROA as prescribed by the OSROA Board of Directors or use their OSROA membership in any manner for their own personal benefit or profit.
7. Members considered in violation will be subject to membership suspension or expulsion as stated in Article IV, Section 3 of the OSROA Bylaws under "Membership Suspension or Expulsion."

ARTICLE V: MEETINGS

- A. There shall be one (1) OSROA Annual Business Meeting at which all OSROA Members will be encouraged to be present. The elections of statewide Officers will take place at the Annual Business Meeting, or by absentee ballot as provided for in Article VII.
- B. At least fourteen (14) days notice shall be given to each Member of the annual meeting. A special meeting of the Members may be held upon notice of at least five (5) days. Notice of a meeting of the Members shall specify the date, time and place of the meeting. Unless otherwise required by the Articles of Incorporation, the Bylaws, or the laws of the State of Ohio, the notice of any meeting need not specify the purpose or purposes thereof. Notice must be either delivered personally to each Member, or sent by electronic mail transmission, text message or by United States mail, express mail, or courier service, with postage or fees prepaid, to his or her address as it appears on the records of the Corporation or sent by facsimile to his or her facsimile number as it appears on the records of the Corporation. If such notice is given by electronic mail, it shall be deemed delivered when transmitted. If such notice is given by mail, it shall be deemed delivered when deposited in the United States mail properly addressed and with postage prepaid thereon or confirmation of delivery by the delivery agent of an express mail service. If such notice is given by facsimile, it shall be deemed delivered upon receipt of confirmation that the transmittal has been successful. Notwithstanding the foregoing, a Member may waive notice of any annual or special meeting of the Members by written statement filed with the Secretary, or by oral statement at any such meeting. Attendance at a meeting of the Members shall also constitute a waiver of notice, except where a Member states that he or she is attending for the purpose of objecting to the conduct of business on the grounds that the meeting was not lawfully called or convened. Notice of a meeting will be deemed to have been waived by any Member who attends such meeting either in person or by proxy, and who does not, before or at the commencement of the meeting, protest the lack of proper notice.
- C. A majority vote of the membership present at a meeting shall constitute a quorum for the transaction of business at any meeting of the Members.
- D. Except as otherwise provided by law, the Articles of Incorporation or these Bylaws, a majority of the Members present at a meeting may carry any matter at a Members' meeting.

ARTICLE VI: OSROA BOARD OF DIRECTORS

Officers of the OSROA Executive Board shall consist of President, Vice President, Secretary/Treasurer, current Past President, and Executive Director. Except for the Executive Director these Officers shall be elected by a secret ballot immediately following the close of the Annual Business Meeting, and shall serve for a period of two (2) Years or until their respective successors have been duly elected and qualified. The Executive Director shall be selected by majority vote of the OSROA Board of Directors, and will serve as an ex-officio, non-voting member of the Board of Directors.

With the exception of the Executive Director, only Active Members may serve as Officers. To be eligible to be nominated for any of the Executive Board Seats, the member shall have served at least one year on the OSROA Board of Directors.

In the event that an Officer is unable to serve out their term, a replacement will be selected by the Board of Directors, and serve until the next scheduled Annual Business Meeting. A Letter of Support is required from each candidate's chief or sheriff approving the time commitment needed to attend to OSROA Board of Directors Officer duties and meetings.

1. The President shall be a member in good standing.

As President, the length of his/her term shall be two (2) years, commencing upon the culmination of the OSROA Conference. Then after serving two (2) years as President will automatically move to the seat of immediate Past President. To hold the seat of President, a member shall have previously held a seat on the OSROA Board for at least one year. The President must be committed to the organization and must understand the scope of energy and time required to effectively fill the seat. Duties and expectations:

- Preside over Board of Directors meetings;
- Speak at Annual Conference and Business Meeting and acts as a presenter at the SRO Basic Training courses;
- Work with the Executive Director, Board, staff, law enforcement, government agencies and community to further the organization's mission;
- Act as a spokesperson to the larger community including law enforcement agencies, school districts and appropriate government agencies. Speak in public on behalf of the organization and advocates for the OSROA Mission and Goals;
- Appoint committee chairs and serves ex officio on committees;
- Perform the Executive Directors evaluation and monitor Board Member performance.
- Review and understand the OSROA by-laws, policies and procedures, financial and legal situation, and strategic plan;
- Demonstrate and set high standards for Board conduct and intervene if conflicts of interest or confidentiality issues arise;
- In partnership with the Executive Committee recruit new Board Members whose vision aligns with the organization;
- Assist in succession planning and play a crucial role in new Board Member orientation;
- Take the lead in raising funds through sponsors or donations for the Annual Conference and encourage Board Members to do the same.

2. The Vice-President shall be a member in good standing.

As Vice-President, the length of his/her term shall be two (2) years, commencing upon the culmination of the OSROA Conference. To hold the seat of Vice President, a member shall have previously held a seat on the OSROA Board for at least one year. The Vice-President shall fill the following duties:

- Assist the President in carrying out the objectives of the OSROA;
- Assist with OSROA Annual Conference each year of the Board Seat;
- Perform all the duties of the Office of President during the President's absence;
- Act as Liaison to the Regional Representatives to ensure regional meetings are held the required number of times a year and to communicate with Regional Representatives when the Regional Representative cannot attend the regular OSROA Board Meetings. The Vice-President will give the district report at the Board meeting for the absent Regional Representative.

3. The Secretary/Treasurer shall be a member in good standing. The Secretary/Treasurer shall be elected for a term of two (2) years, commencing upon the culmination of the OSROA Conference. To serve as Secretary/Treasurer a member shall have served on the OSROA Board of Directors for at least one year. The Secretary/Treasurer shall perform the following duties:

- Assist with minutes of all meetings of the OSROA;
- Assist with adherence to the Records Retention Policy and purging of files following Board of Director's approval;
- Present a membership report at the Annual Conference;
- Follow-up with Regional Representatives regarding collection of that regions dues and assessments;
- Present a financial report at each meeting of the Board of Directors and at the Annual Conference of this

Association;

- Maintain true and correct record of the Association's assets and liabilities;
- Co-Sign association checks and ensure that all checks are properly cosigned; and
- Maintain a signature on file at all banks holding OSROA accounts.

B. The Remaining OSROA Board of Directors shall consist of one (1) Regional Representative to be appointed from the five (5) Ohio Regions (Northwest, Southwest, Northeast, Southeast, and Central Regions). The Board shall appoint regional representatives in accordance with Article VII B. Said appointee must have at least a year of experience as a Certified SRO. Appointments shall be made prior to the OSROA Conference and commence upon its culmination. The immediate Past President is to be included as a Member of the Board of Directors with the right to speak and vote on all matters acted on by the OSROA Board of Directors.

C. The Board of Directors shall meet at least quarterly during the year to conduct the business of the Association. At least fourteen (14) days notice shall be given to each Member of the Board regarding the Board of Directors' meeting. Notice of a meeting of the Board shall specify the date, time and place of the meeting. Unless otherwise required by the Articles of Incorporation, the Bylaws, or the laws of the State of Ohio, the notice of any meeting need not specify the purpose or purposes thereof. Notice must be either delivered personally to each Board Member, or sent by electronic mail transmission or by United States mail, express mail, or courier service, with postage or fees prepaid, to his or her address as it appears on the records of the Corporation or sent by facsimile to his or her facsimile number as it appears on the records of the Corporation. If such notice is given by electronic mail, it shall be deemed delivered when transmitted. If such notice is given by mail, it shall be deemed delivered when deposited in the United States mail properly addressed and with postage prepaid thereon or confirmation of delivery by the delivery agent of an express mail service. If such notice is given by facsimile, it shall be deemed delivered upon receipt of confirmation that the transmittal has been successful. Notwithstanding the foregoing, a Board Member may waive notice of any quarterly or special meeting of the Board by written statement filed with the Secretary, or by oral statement at any such meeting. Attendance at a meeting of the Board shall also constitute a waiver of notice, except where a Board Member states that he or she is attending for the purpose of objecting to the conduct of business on the grounds that the meeting was not lawfully called or convened. Notice of a meeting will be deemed to have been waived by any Board Member who attends such meeting, and who does not, before or at the commencement of the meeting, protest the lack of proper notice.

D. A majority of the number of Directors as fixed pursuant to these Bylaws shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

E. Except as otherwise provided by law, the Articles of Incorporation or these Bylaws, all matters before the Board of Directors shall be decided by a majority vote of the Directors present at a meeting at which a quorum exists. Each Director shall be entitled to one vote.

F. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if the text of the resolution or matter agreed upon is sent to all the Directors in office and all the Directors in office consent to such action in writing, setting forth the action taken. Such consent in writing shall have the same force and effect as a vote of the Board of Directors at a meeting and may be described as such in any document executed by the Corporation.

G. When a Member of the Board of Directors of the OSROA is reduced in rank or removed from his or her agency for misconduct, or when said Member conducts himself or herself in such a manner as to bring the Association into disrepute, the President or members of the Executive Board shall refer to the policies and procedures which have been developed as a result of the authority identified and provided to the Board of Directors under Article IV, Section 3 of the Bylaws.

H. Any vacancy on the Board of Directors that is not an Officer seat will be filled by the affirmative vote of a majority of the remaining directors, even though less than a quorum of the Board of Directors. A Director elected to fill any such vacancy shall hold office for the unexpired term of his or her predecessor and until a successor is elected and qualified.

I. No elected Member of the OSROA Board of Directors or OSROA Member serving on an OSROA Committee shall receive any compensation for their service.

ARTICLE VII: ELECTIONS

- A. The offices of President and Vice President are elected seats. The elections of President, Vice President and Secretary/Treasurer shall be held at the OSROA State Conference during the Annual Business Meeting, through the submission of absentee ballot, or on the OSROA Web Ballot. The election of President and Vice President will be from a slate of candidates presented by the Board of Directors to the membership. The candidate with the majority of the votes will be President and the runner up will be Vice President. To be eligible to be nominated for any of the Executive Board Seats the member shall have served at least one year on the OSROA Board of Directors.
- B. The election for Secretary/Treasurer and the appointments of Northwest and Southeast Regional Representatives will take place on even years. The election for President, Vice President and the appointments for Northeast, Central and Southwest Regional Representative will take place on odd years.
- C. The term of office for all OSROA Board of Director Members shall be two (2) consecutive years. No member shall serve more than 2 full terms as President.
- D. The Board of Directors shall submit their votes to the Executive Director who shall then select one via random selection in the event of a tie. All others not selected shall be submitted for the count.

ARTICLE VIII: COMMITTEES

- A. The OSROA President with the concurrence of the OSROA Board of Directors may create committees as needs arise. Committees shall consist of not less than (3) three persons. The President and Vice President may not serve on the same committee, and the President may not serve as committee chair.
- B. All committee members are appointed by and serve at the will and pleasure of the OSROA President with the concurrence of the OSROA Board of Directors.

ARTICLE IX: ORDER OF BUSINESS

Current Robert's Rules of Order shall prevail for parliamentary law to facilitate an orderly meeting and to solve in a civil manner disagreements over procedure.

ARTICLE X: CHIEF EXECUTIVE OFFICER

The OSROA Board of Directors shall select an OSROA Executive Director who shall serve as an ex-officio, non-voting Officer of the OSROA Board of Directors. The Executive Director's primary role shall be oversight responsibilities in conducting the ongoing operations and affairs of the OSROA. In order to expedite the fulfillment of the ED responsibilities, the OSROA ED shall have the sole authority and responsibility to hire, supervise and/or fire all OSROA Staff.

ARTICLE XI: AMENDMENTS

- A. These Bylaws and the Articles of Incorporation may be amended by a majority vote of Active Members present and voting at any OSROA Annual Business Meeting, and before a vote shall be taken on any amendments, such amendments shall be submitted to the Board of Directors in writing, at least sixty (60) days prior to said meeting for review and subsequent report to the Association.

B. All OSROA members in good standing shall be notified by mail or email at least (30) days prior to the OSROA Annual Business Meeting of any requests to amend the Bylaws.

ARTICLE XII: GRANTS, GIFTS, AND DONATIONS

A. The Board of Directors is empowered to accept grants, gifts, and donations to carry out the purpose and objectives of the OSROA.

B. None of the monies received by the Association shall be used for the private pecuniary profit of anyone connected therewith.

ARTICLE XIII: EMERGENCY ACTION

A. The OSROA Board of Directors shall be empowered to act as an emergency body on behalf of the Ohio School Resource Officers Association when time or circumstances make it impossible for every OSROA member to be called together for a business session. It shall be the primary duty of the OSROA Board of Directors to safeguard the interests of the Association and those composing its membership.

B. As soon as possible, the OSROA President will notify or cause to have notification forwarded to all OSROA members of the Emergency Action taken by the Board of Directors and the circumstances leading up to that action.

C. The OSROA Executive Board shall be empowered to act as an emergency body on behalf of the OSROA Board of Directors when time or circumstances make it impossible for every board member to be called together for a business session. It shall be the primary duty of the OSROA Executive Board to safeguard the interests of the Board of Directors and those composing its membership.

D. As soon as possible, the OSROA President will notify or cause to have notification forwarded to all OSROA Board of Directors of the Emergency Action taken by the Executive Board and the circumstances leading up to that action.

ARTICLE XIV: DISSOLUTION OF THE ASSOCIATION

Upon the dissolution of the Ohio School Resource Officers Association, its assets shall be distributed to the Ohio Peace Officers Training Council, an Ohio state government agency, an organization recognized by the Internal Revenue Service as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to a state or local government, or for a public purpose, in furtherance of the Ohio School Resource Officers and the concept of School Based Policing.