



## **By-Laws**

# THE OHIO HEAD START ASSOCIATION BY-LAWS

Revised/updated/Approved 2021

## ARTICLE I – NAME

The name of the Association shall be The Ohio Head Start Association, Inc., hereinafter referred to as OHSAI.

## ARTICLE II – PURPOSE

Our mission is, as a professional organization, we are dedicated to advocacy, training, and providing support which enhances and fosters the growth of our individual members, member agencies and others who impact the lives of children and families.

### Our values are:

**Developing Leadership** – We recognize that strong and effective leadership requires reciprocal, interactive, positive partnerships with all members of the community who touch the lives of children and families. We encourage continual personal and professional growth

**Achieving Quality** – The quality and performance of our efforts in all areas are guided by high standards and a strong sense of responsibility. We encourage personal responsibility and growth while supporting innovative approaches and solutions

**Establishing Relationships** – We promote inclusion and diversity in all aspects of our lives. We foster an environment of honesty, integrity, respect, teamwork and trust

## ARTICLE III – MEMBERSHIP

### Section 1. Program Membership

A program membership shall be granted to a Grantee operated or a Delegate operated program or a contract partner program upon payment of annual dues. Each program shall be entitled then, to five voting members. Voting members include the following: The Head Start Director; one staff person, two parents and one friend. Eligibility for these voting members is as follows:

- a. Director Eligibility – the current Director of the member Head Start program shall be the Director voting representative.
- b. Staff Eligibility – the member Head Start program shall name a current staff person to serve as the voting representative.

- c. Parent Eligibility – the member Head Start program shall name two parents to serve as their voting representatives.
- d. Friend Eligibility – the member Head Start program shall name a Friend to serve as a voting representative. A friend is a person who supports the purpose of OHSAI, but not a person who is eligible as a staff or Director representative.

## **Section 2. Associate Membership**

An Associate membership shall be a non-voting membership and will be granted upon payment of annual dues. An Associate Membership may be granted to an Individual, an Agency an/or a Corporation but not an organization that would otherwise qualify as a voting member organization.

## **Section 3. Dues**

The amount of Association dues will be determined by the OHSAI Board of Directors.

## **Section 4. Voting Rights**

Voting Rights are limited to the Head Start Director, the staff member, the two parents and the friend, listed on the program membership, submitted to the OHSAI office at the time dues are paid.

# **ARTICLE IV – BOARD OF DIRECTORS**

## **Section 1. Composition**

The composition of the board of Directors, all of whom shall be voting members, shall be as follows:

- Eight District Representatives – two from each District, who may be staff, directors, parents or friends
- Two Director Affiliate Representatives
- Two Staff Affiliate Representatives
- Six Parent Affiliate Representatives
- Two Friends Affiliate Representatives
- Six elected officers
- The immediate Past President

In addition, non-voting board seats may be established by the Board of Directors. See the Standing Rules, # 2, for further reference.

## **Section 2. Eligibility**

Director, Staff, Parent and Friend representatives to the Board of Directors shall be considered eligible to stand for election to the Board of Directors, if they meet the following conditions:

- Their names were submitted on the membership form at the time the dues were paid, naming them as the voting member.
- The Director, Staff or Friend representative has attended at least one of the general meetings in the twelve months prior to the election. Those meetings would be – February, April, October and/or December of the year prior to the annual meeting in the current year; not applicable to Parent representative.

## **Section 3. Term of Office**

The term of office for the Board of Directors shall be for one year or until their successors are elected. Members shall assume office immediately following the annual meeting.

## **Section 4. Elections**

Board of Director members are elected by the District and Affiliate groups at the Annual Meeting as described in Article VIII, Section 2 and Article IX, Section 2. Officers are elected by electronic ballot prior to the Annual Meeting as described in Article V, Section 3.

## **Section 5. Meetings**

The Board of Directors shall meet four times per year, with meetings taking place in February, April, October and December. The Annual meeting of the Association shall be the February meeting. Special meetings may be called by the President or by a majority of the Board of Directors upon ten days written/electronic notice to all members.

## **Section 6. Quorum**

A simple majority of the members of the Board shall constitute a quorum for any meeting of the Board of Directors.

## **Section 7. Vacancies**

A vacancy in any elected office shall be filled in the following way: The President will recommend a candidate and that candidate then must be ratified by a simple majority vote of the Board and shall serve the remainder of the term of the office vacated.

## **Section 8. Resignation or Removal from Office**

***Change in Status:*** In the event a member has a change in status that makes them ineligible for their district or affiliate designation, he or she must resign their elected position (e.g. – a Parent Representative who becomes staff, staff that become Director).

***Resignation:*** Any member of the Board may resign by presenting a written resignation to the President, with a copy to the Secretary.

***Removal from Office:*** A Board member will be removed from office if – 1) the member has two consecutive, unexcused absences or 2) for behavior that is detrimental to the general welfare and best interests of the organization. See Standing Rules, #3, for details of removal from office.

## **ARTICLE IV – BOARD MEMBERS**

### **Section 9. Executive Committee**

The Executive Committee shall be composed of the elected officers and the Immediate Past President of the Association. The President shall serve as the chair of the Executive Committee.

#### **Authority:**

The Executive Committee shall be empowered to review the business of the Association and prepare recommendations to the Board of Directors for approval and make appropriate decisions for the full board when necessary.

The Executive Committee shall have the authority to conduct necessary business between meetings of the board of Directors, but shall not have the power to modify any action taken by the Board.

#### **Meetings:**

Meetings of the Executive Committee may occur when needed, time and place determined by OHSAI office. Meetings may be called by the President or by any three members of the committee, provided that no less than ten (10) days notice is given. An emergency meeting may be called on a 24 hour notice to all members of the committee.

## **Quorum**

Four members of the Executive Committee shall constitute a quorum.

## **ARTICLE V – OFFICERS**

The Officers of OHSAI shall be a President, Vice President, Secretary, Assistant Secretary, Treasurer and Financial Secretary. This group, along with the Immediate Past President constitutes the Executive Committee. All officers shall be bonded.

### **Section 1. Term of Office**

Officers shall be elected at the annual meeting and shall serve for a term of two years or until their successors are elected by electronic process and announced at the annual meeting. No elected officer shall serve more than two consecutive terms in the same office.

### **Section 2. Eligibility**

Only voting members are eligible to be nominated to be an officer. Officers should have served on the Board of Directors for at least one year prior to being considered for such a position. In addition, nominees must meet the same eligibility requirements as listed in Article IV, Section 2.

### **Section 3. Election**

#### **Nominating Committee Selection**

A nominating committee of five (5) members shall consist of one member from each District and one member at large, recommended by the President and approved by the Board of Directors. The at large member shall serve as the chair of the committee. See the Standing Rules, #4 for the details of the Nominating Committee selection process.

#### **Nominating Committee Duties**

The duties of the nominating committee are found in the Standing Rules, #5.

#### **Election of Officers**

The Election of OHSAI Officers shall be done by ~~mail-in~~ or electronic ballot each year. The President, Secretary and Treasurer shall be elected in odd numbered years and the Vice-President, Assistant Secretary and Financial Secretary shall be elected in the even numbered years.

See Standing Rules, #6 for details of the electronic process.

## **Section 4. Duties of Officers**

Details of the duties of each officer position shall be found in the Standing Rules, #8.

## **Section 5. Vacancies in Office**

A vacancy in any OHSAI (Executive Committee) office shall be filled by a simple majority vote of the remaining members of the Board.

# **ARTICLE VI – MEETINGS**

## **Section 1. General Meetings**

General meetings shall be held in February, April, October and December.

## **Section 2. Annual Meeting**

The February meeting shall be determined as the Annual Meeting for the purpose of announcing the elected officers; electing Board members, Affiliate and District officers and installing same. See Standing Rules, #6-7 for voting processes.

## **Section 3. Special Meetings**

Special meetings may be called by the President or by a majority of the Board of Directors upon fifteen (15) days notification to all members.

# **ARTICLE VII - COMMITTEES**

## **Section 1. Bylaws Committee**

The Bylaws committee conducts a review of the bylaws at the request of the President of the Board and recommends proposed changes to the Board of Directors for submission to the membership for approval. See Standing Rules, #9a for further detail.

Removed Professional Development Committee – will be incorporated into IACET procedures

## **Section 2. Additional Standing and Ad-Hoc Committees**

Additional standing or special committees may be established as the membership or the Board of Directors deems necessary to carry on the work of the Association, and the OHSAl President may, from time to time name an Ad-Hoc committee to conduct necessary OHSAl business.

## **Section 3. Chairs and Membership**

The President shall name the chairperson of all committees. Committee Chairperson shall appoint committee members from the general membership, subject to the approval of the Board of Directors. See Standing Rules, #9 for further detail.

# **ARTICLE VIII – AFFILIATE GROUPS**

The following affiliate groups shall be established as a part of the OHSAl structure.

*Directors      Staff      Parents      Friends*

## **Section 1. Purpose**

The purpose of affiliate groups is to:

Elect the following representatives to the Board of Directors

Two (2) Directors

Two (2) Staff

Six (6) Parents

Two (2) Friends

## **Section 2. Members**

**Voting rights for elections in the Director's, Staff, Parent and Friend Affiliates for Representatives to the Board of Directors are limited to voting members as described in Article III Section I.**

# **ARTICLE IX – DISTRICTS**

There shall be four districts – Northeast, Northwest, Southeast and Southwest as defined by the current OHSAl map noting the divisions.



## **Section 1. Purpose**

The purpose of the districts is to:

- Elect two(2) representatives to the board (each district)

## **Section 2. Members**

Only those grantee and delegate agencies who are current with their OHSAl dues are considered district members in good standing and shall be authorized to participate in District elections.

- Voting Rights: For the purpose of election of Representatives to the OHSAl Board, only those Directors, Staff and parents as described in Article III, Section 1 are eligible to stand for election. See Standing Rules, #6, 10 and 11 for voting processes.

# **ARTICLE X - REGION V HEAD START ASSOCIATION REPRESENTATION**

OHSAl is entitled to four representatives (one Director, one Staff, one Parent and one Friend) to the Region V Head Start Association Board of Directors who shall be elected by the Board of Directors in odd numbered years, at the next meeting following the Annual meeting.

## **Section 1. Eligibility**

Only members of the OHSAl Board are eligible to be elected to the Region V Head Start Association Board. Any elected representative should have the full support of their agency as they assume this role. Normally, the President of the Association serves as a representative from whatever Affiliate group that individual represents.

## **Section 2. Nominations and Election of Regional Representatives**

The remaining Representatives shall be recommended by the President and confirmed by the board in odd numbered years at the next Board meeting following the annual meeting.

## **Section 3. Term of Office**

The term of office shall be for two years. Any vacancy shall be filled by a vote of the Board of Directors at the meeting as soon after a vacancy is announced as possible.

## **Section 4. Duties**

The duties of the Region V Representative shall be:

- Attend all meetings of the Region V Head Start Association Board of Directors
- Exchange information about activities, events, problems, issues, state to region and region to state
- Carry out any responsibilities accepted or assigned by the Region V Board
- Provide reports back to the OHSAI Board

## **ARTICLE XI – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert’s Rules of Order, Newly Revised, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order which the Association might adopt.

## **ARTICLE XII – AMENDMENT OF BYLAWS**

These bylaws may be amended at the request of the bylaws committee when there are recommended changes. The following requirements must be met in order for bylaws changes to be enacted:

1. The amendment shall have been presented in writing to the bylaws committee for review and
2. The bylaws committee has presented the proposed amendment(s) to the Board of Directors in a regular meeting and
3. At least thirty days notice has been given of the proposed amendment(s) to the voting membership.

A majority vote of regular voting members is necessary to enact bylaws changes.

These bylaws may also be amended at any general or special meeting called for the express purpose of amending the bylaws. The three requirements listed above must also apply in this instance, and in the case where a bylaws change which is not initiated by the bylaws committee, a two-thirds majority vote is required. During times of declared State or National Emergency, such as a natural disaster or public health crisis, the board may temporarily suspend bylaws by a 75% vote to prevent interruption in Association business.

Revised, 2021

# **OHSAI Standing Rules**

## **1. Dues Structure**

The OHSAI annual dues structure, as approved by the Board of Directors at the December meeting will be forwarded to each member agency by December 30th each year. The OHSAI dues structure is based on the size of individual agency grants, unless otherwise determined by the Board of Directors

Payment of annual dues entitles each member agency to five (5) voting members:

- Director
- Staff person
- Friend
- 2 Parents

Dues must be paid by January 31 of each year in order for an agency to be considered "in good standing".

Additional non-voting membership categories are established as follows:

- Staff
- Parents
- Friends
- Associate Agencies (not for profits/government)
- Corporate

Membership in the Association for non-voting categories can be attained by payment of individual dues, the structure of which will be included in the general dues structure.

Each year's dues structure will be published for member agencies as approved by the Board of Directors.

## **2. BOARD OF DIRECTORS, Composition Non-voting Board Seats**

The OHSAI Board of Directors may, from time to time, request representatives from various partnering organizations to be seated on the Board. Such representation may come from the private or public sector. Such positions are non-voting. Full participation in all other aspects of the OHSAI Board business, however, is allowed.

### **3. BOARD OF DIRECTORS, Resignation or Removal from Office**

*A Board member will be removed from office:*

*A Board member will resign:*

- a. If the member has a change in status.

The Board member must notify the OHSAl office of any change in status that makes them ineligible for their district or affiliate designation which will serve as their resignation from their board position.

*A Board member will be removed from office:*

- a. If the member has two consecutive unexcused absences.

The Board member must notify the OHSAl office or the OHSAl President of a pending or unavoidable absence, with a reason for the absence. In the event of two unexcused absences, the Executive Committee will review and may recommend removal from office to the full Board. A majority vote of the board membership present shall be required for removal from office for unexcused absences.

- b. For behavior that is detrimental to the general welfare and best interests of the organization. Charges for removal may be brought by a member in good standing and shall be presented in writing to the President, who shall arrange for a hearing to be conducted within thirty (30) days. The Board member being charged shall have the opportunity to present his/her defense. Recommendations resulting from the hearing shall be presented to the Board of Directors within ten days of the next general meeting. A two-thirds affirmative vote of the board membership present and voting shall be required for removal of an elected Board member

### **4. Nominating Committee Selection Process**

The nominating committee shall consist of five (5) members, one member from each district and one at large member recommended by the President and approved by the Board of Directors at the April meeting following the annual meeting. The at large member may be a board member or an individual from the general membership. The at large member shall serve as the chairperson of the nominating committee. Members of the nominating committee shall serve for one year, or until they are replaced.

### **5. Duties of the Nominating Committee:**

- a. The Nominating Committee shall be convened by the chair at the October meeting each year. They shall review positions scheduled for election at the next annual meeting. Positions to be elected are: – President, Secretary and Treasurer in odd numbered years; Vice-President, Assistant Secretary and Financial Secretary in the even numbered years.

- b. The Nominating Committee chair will announce to the general membership, at the October Meeting, the positions which are to be elected, and request that interested applicants forward a statement of interest and resume, including a current photograph, to the OHSAl office by the 31<sup>st</sup> of October of each year. No nominations will be accepted after that date. The OHSAl office will forward those applications to the Nominating Committee chairperson and each committee member, and will retain a copy.
- c. The Nominating Committee shall confer prior to the December meeting and determine the slate of officers to be nominated from the applications received, assuring that all nominees meet the eligibility requirements as stated in the by-laws. OHSAl leadership needs will be considered when applications are reviewed. There shall be a minimum of one nominee per office. The slate of officers recommended by the Nominating Committee shall be presented on the ballots for the electronic voting process.
- d. The nominating committee chair person will announce the slate of officers at the December meeting, and will provide the OHSAl office with the slate of officers recommended immediately following the December meeting. See Election Procedures below for additional information. Also, see By-laws, Article V, Section 3

## 6. Election of Officers

Election of OHSAl Officers shall be done by electronic ballot in the following manner, with OHSAl staff making provision for alternate procedure if a voting member does not have the ability to vote electronically.

- a. The nominating committee shall present a slate of officer nominees at the December meeting (see 6 d. above).
- b. That slate shall be put on a ballot. The ballot shall also contain space for write in candidate(s).
- c. The OHSAl office will email the electronic ballots link to all identified OHSAl voting members on the first working Monday in January of each year. Voting safeguards (attendance at least one meeting, etc.) will be checked prior to the mailing of the ballots. Each voting member will receive and email link to a secure site for the electronic ballot.
- d. Electronic Ballots shall be completed and emailed back to the OHSAl office no later than January 30. Electronic ballots are submitted through electronic survey format.
- e. During the third week in January, contact will be made to remind agencies of the voting deadline.
- f. Voting results will be downloaded just prior to the Board meeting at the February meeting. Two members of the OHSAl staff, and the chairperson of the nominating committee shall review and verify the results and report results to the Board of Directors.
- g. The Nominating Committee chair shall announce the results of the election at the general session at the February meeting.

## 7. Other Voting

For the purposes of electing Board Representatives, voting members will be identified with a designation on their name tag.

**Eligibility:** Only voting members are eligible to be nominated as an OHSAl officer or a Board representative. Exceptions for Staff Affiliate officers are noted under Affiliates.

**Term:** Elections shall be held at the annual meeting and the term for all but OHSAl Officers shall be for one year or until their successors are elected.

**Nominations and Elections:** Nominations for all but OHSAl Officers shall be from the floor. If there is but one nominee for each office, voting may be by voice vote. If there is more than one nominee, voting shall be by ballot.

**Vacancy:** A vacancy in any elected office other than the Executive Committee shall be filled by the recommendation of the President with ratification by the Board at the next regular meeting. A vacancy in the position of President/Chairperson is filled by the Vice-President and a new Vice-President shall be elected to fill the vacancy.

## 8. Duties of Officers

The elected OHSAl Officers, along with the Immediate Past President, shall serve as the Executive Committee. Duties of the OHSAl Officers are as follows:

### **President**

Major responsibilities of this position include, but are not necessarily limited to the following:

1. Preside at all general, executive and special meetings of the Association
2. Provide leadership and guidance to the organization in its general business operations
3. Serve as ex-officio member of all Association committees except the nominating committee
4. Serve as the primary point of contact of the Executive Director
5. Serve as representative of the Association at state and national meetings and events
6. Serve as an official representative of the Association to the Regional Board
7. Ensure that Region V board reports are presented to the Board and general membership in a timely manner
8. Ensure that vacant board positions are filled in a timely manner.

## **Vice-President**

Major responsibilities of this position include, but are not necessarily limited to the following:

1. Preside in the absence of the President at all general, executive and special meetings of the Association
2. Serve as official representative of the Association at state, regional and national levels as requested by the President
3. Ensure the appropriate, annual evaluation process for the staff of the Association
4. Coordinate and monitor the efforts of all Association Standing Committees
5. Work with the President and the Association Executive Director, where necessary, to ensure the smooth business operation of the Association
6. Perform other duties as a representative of the Association as requested by the President

## **Secretary**

Major responsibilities of this position include, but are not necessarily limited to the following

1. Ensure that the minutes of regular Board meetings are recorded and distributed to all Board members
2. In the case that official business occurs, record and disseminate minutes of Executive Committee meetings to OHSAl Board members
3. Ensure that a complete set of Association records, including Association by-laws, meeting agendas, minutes and a record of attendance at Executive Committee and Board Meetings both regular and special, are kept by Staff and available for review when needed.
5. Perform other duties as requested by the Association President

## **Treasurer**

Major responsibilities of this position include, but are not necessarily limited to the following:

1. Ensure that the OHSAl Executive Director and the OHSAl Fiscal Manager complete the annual budget in a timely manner and work with staff to present the budget to the Executive Committee and the Board of Directors
2. Ensure that OHSAl fiscal procedures are followed and all systems guarantee OHSAl accountability
3. Review monthly budget reports prepared by the Fiscal Manager and monitor for adherence to the budget
4. Ensure the annual audit is completed in a timely manner by working with the Fiscal Manager and the Executive Director
5. Perform other duties as necessary to ensure the smooth functioning of the OHSAl fiscal operation

## **Assistant Secretary**

Major responsibilities of this position include, but are not limited to the following:

1. Assist the Secretary in all necessary duties
2. Act in the place of the Secretary as needed
3. Ensure maintenance of a current membership list by the OHSAl staff
4. Ensure maintenance of attendance documentation for all regular OHSAl events
5. Ensure verification of membership rosters for voting purposes within the Association
6. Perform other duties as requested by the Association President

## **Financial Secretary**

Major responsibilities of this position include, but are not necessarily limited to the following:

1. Ensure the completion of the listing of agencies who have paid their dues
2. Ensure reporting of the registrations numbers for all regular OHSAl sessions regularly at board meetings.
3. Assist in the registration process at each OHSAl meeting
4. Receive data relative to billings, dues, registrations, etc.
5. Perform other duties as requested by the Association President

## **9. Committee Structure**

OHSAl has two (2) standing committees. 1. By-laws; 2. Professional Development

Chairs for these committees are appointed by the President of the Association. They are appointed for one year, or until replaced. Committee Chairs, then, identify members of their committees and present those names to the Board of Directors. Committee membership may include individuals from the general membership. Committee Chairs will be identified by the President.

### **Committees:**

#### **A. By-Laws Committee**

**Purpose:** To ensure that the OHSAl by-laws are current; reflect all organizational needs; address statewide changes in organizational and/or programmatic structure; and are written in such a way to support the work of the organization.

**Works With:** The OHSAl Board of Directors; the Affiliate Groups and the Executive Director

**Responsible to:** The OHSAl Board of Directors and the general membership

Duties include:

1. Work with the Board and membership to identify potential by-law changes, updates, additions, deletions. ~~2-~~
2. Meet on a regular basis to discuss and draft changes.
3. Work with the OHSAl Executive Director to ensure recommended changes are developed and distributed to membership in the prescribed manner.
4. Conduct the general session(s) during which by-law changes will be considered.



5. Ensure correct changes are submitted to the OHSAl office for data entry.
6. Ensure that copies of by-laws are distributed to paid membership, following the approval of changes and
7. Work on any other task requested by the OHSAl Executive Committee and/or Board of Directors.

#### **B. Additional Standing Committees**

Additional standing committees may be established as the membership or Board of Directors deems necessary to carry on the work of the Association.

#### **C. Ad-Hoc Committees**

The OHSAl President may, from time to time name an Ad-Hoc committee to conduct necessary OHSAl business.

### **10. Affiliate Groups**

OHSAl structure includes four (4) affiliate groups. Those affiliate groups include: 1. Directors; 2. Staff; 3. Parents and 4. Friends

**Purpose:** To elect representatives to the Board of Directors

**Election Procedures for Affiliate Groups:** (see also, Article VIII, Section 3)

Elections for Board Representatives will take place at the Affiliate meeting during the OHSAl annual meeting. Each affiliate will also elect Board Representatives: Directors (2) Staff (2) Parents (6) and Friends (2).

In the case of the Friends Board Representatives, one representative must not be an agency staff person. Association Officers and Board Representatives must be chosen from the voting members, and by the voting members.

**Selection of Board Representatives:** In the selection of the Board Representatives from all affiliate groups, only identified OHSAl voting members as defined in Article III, section 1 are eligible to *run for representative and to vote for representative*.

### **11. Districts**

OHSAl has divided the state into four (4) districts (map included)  
**Northeast; Northwest; Southeast; Southwest.**

**Purpose:** To elect representatives to the Board of Directors

**Election Procedures for District Groups:**

Elections for Board Representatives will take place at the District meeting during the OHSAl annual meeting.