## Bylaws Committee Report Proposed Amendment Language

See separate committee report for a concise summary and rationale of the proposed amendments.

## ARTICLE VI. Board of Trustees.

Section 1. The Board of Trustees shall consist of not fewer than seven, and not more than twelve eleven, members of the OCA:

a. ten six District Trustees elected by District the membership, one residing in, or representing each OCA District as defined in the By laws Article XIII; plus the President and Vice President if they are not already district Trustees

b.

- c. any officer of the OCA (President, Vice-President, Secretary and Treasurer, see Section 7) not elected as a Trustee as described in a) or b) above, shall also serve as at-large Trustee(s).
- Section 2. If they are not already serving as district Trustees of the OCA, the President and the Vice President shall, during their tenure in those offices, be Trustees at large and be voting members of the Board of Trustees.
- Section 3 2. District Trusteeships of the OCA <u>Trustees</u> shall have terms of office of two years, with the <u>Trusteeship terms</u> all terms ending at the annual general meeting in odd-numbered years for odd numbered <u>Districts</u>, and in even numbered years for even numbered <u>Districts</u>
- Section 4. Each year at the annual general membership meeting, the members shall elect District Trustees to serve two year terms for those Districts with Trusteeship terms ending in that year. To implement this system, District 1 will be elected in 1978 and 1979; District 2 in 1977 and 1978; District 3 in 1977; District 4 in 1977 and 1978; District 5 in 1976 and 1977; District 7 in 1977; District 8 in 1976; District 9 in 1976 and 1977; and District 10 in 1977 and 1978.
- Section 5 <u>3</u>. When an election for a District Trusteeship is held at any annual general membership meeting, only OCA members residing in that any given District may annuance their candidacy for, or be nominated for that Trusteeship election be elected or appointed to represent that District as a Trustee as provided in Section 1a). that Trusteeship. If no member residing in that District becomes a candidate in accordance with the requirements of Article IV, Section 7, then nominations shall be opened to any member residing in an adjoining District, who may annuance candidacy for, or be nominated for, the Trusteeship. (Amended for terminology 9 3-12)
- Section 6.4. The term of office of any member elected as Trustee of an adjoining District shall end at the next annual general membership meeting if a resident of that District is elected at said meeting; otherwise the term of office shall be for two years. Upon expiration of their term of office, Trustees shall continue to serve until their successors are elected or appointed. (Amended for terminology 9.3.12) An OCA member must be at least 18 years of age to be elected or appointed as a Trustee.
- Section 7 5. A Trusteeship position shall be vacated if the Incumbent dies; resigns; moves from that district to a county outside Ohio; or is recalled by a majority vote of the OCA members residing in that District, voting by mail ballot or electronically. A Trustee shall be considered to have resigned when he has missed three consecutive meetings which have been called at least 14 days in advance, and the Trustees by majority vote consider the seat vacant. The resignation shall be effective with the passing of the Trustee vote declaring the seat vacant. A called meeting includes meetings without a quorum, as well as official meetings. (Amended for terminology 9-3-12)
- Section 8 6. If a vacancy occurs in any District Trusteeship position, a resident of that District may be appointed to temporarily represent that District the Board of Trustees may appoint an eligible OCA member to fill the vacancy until the next annual general membership meeting regularly scheduled election. The Board of Trustees may appoint such a temporary Trustee at any meeting of the Board of Trustees. Between meetings of the Board of Trustees, the President may appoint such a temporary Trustee subject to ratification by the Board of Trustees. (Amended for terminology 9 3 12)

Section 9 7. The Board of Trustees shall: at At a meeting as soon as possible after the end of the annual general membership meeting, the Board of Trustees shall:

- a. elect a President, and a Vice President, a Secretary and a Treasurer, each of whom must be an OCA member living in the State of Ohio and be 18 years of age or older;
  - b. set dues; and
  - c. exercise all authority of the OCA except where the law, the Articles of incorporation, or the Code of Regulations require that action be otherwise authorized or taken.

Section 10 8. A majority of the members of the Board of Trustees <u>must be</u> present in person shall to constitute a quorum at any meeting of the Board

Section 11.2. Trustees shall be permitted to <u>make motions</u>, <u>discuss issues and</u> vote by email. After a motion is <u>presented made</u> by a trustee and seconded, there shall follow a minimum one week period to <u>discuss the topic presented for discussion</u>, followed by a one week period to cast a <u>vote votes</u>. A <u>majority of trustees</u> (6 of 10) voting shall constitute a quorum., the same as for in person voting. (Added 1.8 2007) For purposes of business conducted by email, all Trustees are presumed to be "present" and constitute a quorum.

Section 12 10. All trustees shall be required to have an email address by which they may be readily contacted. (*Added 1-8-2007*) ARTICLE VII. Officers and Committees.

Section 1. Officers shall hold office for one year two years or until their successors shall be elected or appointed. There shall be no limit upon how many terms any officer may serve.

(remaining sections of Article VII are unchanged)

## Article XIII. TRUSTEE OCA DISTRICTS AND DUTIES

(a) Pursuant to Article VI of the Regulations the Trustee Districts of the OCA shall be as follows:

- The counties of Williams, Fulton, Lucas, Ottawa, Defiance, Henry, Wood, Sandusky, and-Erie, Paulding, Putnam, Hancock, Van Wert, Allen, Hardin, Mercer, Auglaize, Logan, Union, Seneca, Huron, Wyandot, Crawford, Richland, Ashland, Marion, Morrow, Knox and Delaware with a major chess center in Toledo.
- 2. The counties of Lorain, Cuyahoga, Lake, Ashtabula, and Geauga-with a major chess center in Cleveland.
- 3. The counties of Paulding, Putnam, Hancock, Van Wert, Allen, Hardln, Mercer, Auglaize, Logan and Union with a chess center in Lima. Medina, Summit, Portage, Trumbull, Wayne, Stark, Mahoning, Columbiana, Holmes, Coshocton, Tuscarawas, Carroll, Jefferson, Harrison, Muskingum, Guernsey, Belmont, Noble, Monroe, Ross, Hocking, Vinton, Perry, Morgan, Washington, Athens, Pike, Jackson, Meigs, Scioto, Lawrence and Gallia.
- 4. The counties of Seneca, Huron, Wyandot, Crawford, Richland, Ashland, Marion, Morrow, Knox and Delaware with chess eenters in Marion and Mansfield Madison, Franklin, Licking, Fayette, Pickaway and Fairfield.
- 5. The counties of Medina, Summit, Portage, Trumbull, Wayne, Stark, Mahoning, and Columbiana with chess centers in Akron, Canton and Youngstown Butler, Warren, Clinton, Hamilton, Clermont, Brown, Highland and Adams
- 6. The counties of Darke, Shelby, Champaign, Miami, Clark, Preble, Montgomery and Greene-with chess centers in Dayton and Springfield.
- 7. The counties of Madison, Franklin, Licking, Fayette, Pickaway and Fairfield with a major chess center at Columbus.
- 8. The counties of Holmes, Coshocton, Tuscarawas, Carroll, Jefferson, Harrison, Muskingum, Guernsey, Belmont, Noble and Monroe with chess centers at Steubenville and Zanesville.
- 9. The counties of Butler, Warren, Clinton, Hamilton, Clermont, Brown, Highland and Adams with chess centers at Cincinnati, Hamilton and Middletown-
- 10. The counties of Ross, Hocking, Vinton, Perry, Morgan, Washington, Athens, Pike, Jackson, Meigs, Scioto, Lawrence and Gallia with a chess center at Portsmouth.