

BYLAWS
OF THE TUSCARAWAS COUNTY BAR ASSOCIATION

PREAMBLE

To further common purposes, the members of the Tuscarawas County Bar Association ("Association") agree to organize under these purposes and regulations and these bylaws shall supersede any and all previously enacted articles and regulations.

The purposes for which this Association is formed are to operate and maintain an association exclusively for licensed attorneys who practice in Tuscarawas County, Ohio, for the betterment of the practice of law, and for the education, entertainment and recreation of its members, and for other nonprofit purposes. No part of any net earnings shall inure to the benefit of any private member.

1. GENERAL

The mailing address of the Association shall be P. O. Box 102, New Philadelphia, Ohio 44663. The Association may have such offices or other addresses as may, from time to time, be designated by a majority of its presiding officers.

In furtherance of the objectives described above, but not in limitation thereof, the Association shall have the power, insofar as such power is conferred, or is not limited by law, to make and perform contracts for any lawful purpose, to engage in various funding and fund-raising activities and to acquire, own, hold, operate and maintain such property as to effectuate its purposes.

2. MEETINGS

A. Regular Meetings. Eight regular meetings of the Association shall be held on the last Wednesday of every month, unless such day falls on a legal holiday, in which event the regular meeting for that month shall be held at such time and place as may be designated by the President. The President in his/her sole discretion may decide to cancel any monthly meeting.

B. Special Meetings. The President may call a special meeting of the Association at any time. A special meeting must be called on the written request of any two members of the Association. At least ten calendar days' notice, by mail, email, fax or telephone of such meeting must be given to the members of the Association by the Secretary or President. The notice must state the business to be addressed at the meeting, and the meeting shall be limited to that business.

C. Quorum. Eight members shall constitute a quorum at meetings.

D. Order of Business. The following shall be the order of business:

1. Minutes of the preceding meeting and action thereon;
2. Reports of officers and committees;
3. Old business;
4. New business;
5. Program.

3. OFFICERS

A. Officers. The powers of the Association shall be exercised and its property controlled by four officers. The officers of this Association shall be a President, Vice President, Secretary, and Treasurer. The qualifications of, the time and manner of electing, and the terms and duties of the officers shall be set forth in the Regulations. These officers shall be elected each December by the Association from among its members, and each officer shall hold office for a period of one calendar year beginning the following January 1. Any member of the Association shall be qualified to be an officer of the Association. Any contested election shall be conducted by secret ballot.

B. Duties of President. The president, or in the absence of the president, the vice president, shall preside over all meetings of the Association. In the absence of both, a temporary presiding officer shall be elected from among the members present at a monthly meeting. The president may incur expenses up to \$100.00 without prior approval of the Association and shall report any such activity at the next regular meeting. The president shall appoint all committees of the Association. The president shall exercise a general supervision over all of the affairs of the Association. The president shall be a member, *ex officio*, of all committees, but shall not be counted in determining a quorum. In the absence of the president, the vice president may so serve.

C. Duties of Vice President. In the absence or disabilities of the president, the vice president shall perform all duties of the president, and in so acting shall have all powers of, and be subject to all restrictions on, the president.

D. Duties of Secretary. The secretary shall keep a complete written record of all proceedings of the Association and shall perform such other duties usually related to the office of secretary or as may be assigned by the president.

E. Duties of Treasurer. The treasurer shall keep the books and accounts of the Association, and shall perform such other duties usually assigned to a treasurer, or as may be assigned by the president. The treasurer shall invoice members for dues on or before March 1 and keep a membership roster containing the names and current addresses of each member of the Association, and the date each member paid his/her annual dues. The treasurer shall make payments only for bills properly approved by the Association. The treasurer shall sign all checks drawn on the

accounts of the Association. In the absence or incapacity of the treasurer, the treasurer's power to sign checks may be delegated by the president to another member.

4. COMMITTEES

The following shall be committees of the Association, subject to additions or deletions by the president:

- Bar Admissions
- Continuing Legal Education
- Court Liaison
- Family Law
- Law Day
- Mock Trial
- Scholarships/Philanthropic
- Social
- Website

5. MEMBERSHIP

A. Membership. The Association shall have one class of members only. All voting rights and other rights, interests and privileges of each member shall be equal. An attorney who is licensed to practice law in the State of Ohio, and who timely pays his/her annual dues shall be considered a "member" of the Association. Only members and their guest(s) in certain circumstances, shall be eligible to participate in the social activities of the Association.

B. Annual Dues. The annual membership dues shall be \$40.00. Members who have not paid dues by April 1 are not members and may not vote.

C. Waiver of Dues. In a special case, the Association is empowered to waive the annual dues of a member should a majority vote of a quorum of the members of the Association present at the monthly meeting at which such action is considered deem such action to be in the best interest of the Association.

6. AMENDMENTS

These bylaws may be amended, in whole or in part, only by a majority vote of a quorum of members present at two successive meetings. Notice by mail, email, fax or telephone of such amendment(s), and the nature thereof, shall be provided to the members of the Association by the President at least ten calendar days prior to the first meeting at which such amendment(s) are to be presented by consideration.

7. DISSOLUTION

This Association shall be dissolved and its affairs wound up by a majority vote of a quorum of this Association's members present at two successive meetings. Notice by mail, email, fax or telephone of the intention to dissolve shall be provided to the members of the Association by the President at least ten calendar days prior to the first meeting at which time the dissolution is to be considered.

These bylaws are adopted on the ____ day of _____, 2008.

Attested:

Kristen Finzel Lewis, President

Secretary