

ABATE OF OHIO, INC.
CONSTITUTION

(Updated September of 2021)

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ABATE OF OHIO, INC.

CONSTITUTION

(Updated September of 2021)

ARTICLE I: NAME

This organization shall be known as ABATE OF OHIO, INC. ABATE is an acronym for American Bikers Aimed Toward Education, formerly known as A Brotherhood Against Totalitarian Enactments.

ARTICLE II: PURPOSE

- A.) ABATE of Ohio, Inc. (herein referred to as ABATE), a state motorcyclist rights organization (herein referred to as SMRO), is a not-for-profit organization dedicated to preserving the rights, improving the image and promoting the safe operating practices of motorcyclists in Ohio. It is the intent for the purposes to be consistent with the Articles of Incorporation and not inconsistent there with.
- B.) Activities of ABATE to promote the purposes are:
- 1.) Maintain a constant vigil against all discriminatory laws or administrative regulations which infringe on the motorcyclist's rights, basic freedoms or way of life.
 - 2.) Assist in the education of its members and the public about motorcycle safety practices and activities.
 - 3.) Create opportunities for motorcyclists to unite at state, region and county levels in order to promote and further the purposes of ABATE.
 - 4.) Contribute monies raised to national, state and local charitable organizations that qualify under U.S. Tax Code Section 501(c)(3).
- C.) ABATE of Ohio, Inc. is organized as a not-for-profit corporation, Section 501(c)(4), under the laws of the State of Ohio. The intention is for ABATE to follow the guidelines provided by that Section's provisions and regulations.

- D.) ABATE of Ohio, Inc. operates under the guidelines established by the ABATE of Ohio, Inc. Operations Manual (herein referred to as ABATE Manual). The ABATE Manual consists of four sections: Constitution, Bylaws, Policies & Procedures (herein referred to as P&P) and Forms & Directions (herein referred to as F&D).
- E.) Upon dissolution of ABATE of Ohio, Inc., any monies will be contributed to a charitable organization and will not accrue to any individual person.

ARTICLE III: MEMBERSHIP

Section 1: Membership Requirements.

- A.) Any person 18 years of age or older,
- B.) Current on annual dues,
- C.) Remaining in good standing, and
- D.) With an interest in preserving personal freedoms and sharing the goals of ABATE.
- E.) Owning a motorcycle or a particular brand of motorcycle is not required.
- F.) ABATE of Ohio, Inc. will not discriminate based on race, creed, nationality, religion, sexual preference, gender, veteran status, disability or other status contrary to the laws of the United States or of the State of Ohio.

Section 2: Types of Membership.

- A.) Annual Single.
- B.) Annual Couple (with single point of contact).
- C.) Lifetime Single.

Section 3: Transfer of Membership.

Membership in ABATE is not transferable or assignable from person to person.

Section 4: Termination of Membership.

- A.) Membership in ABATE shall be terminated upon:
 - 1.) Non-payment of annual dues.
 - 2.) Death of member.
 - 3.) Written request from member and delivered to the Membership Secretary (herein referred to as MEMSEC) by U.S. Mail, in person or from email address of record. Copy to be forwarded to COB and EXEC.
 - 4.) When member desires to be placed on the No Contact list.
 - 5.) When the State Board of Directors terminates membership due to misconduct.
- B.) Termination of membership due to misconduct will result in a permanent denial of membership, unless so specified by the State Board of Directors at a regularly scheduled meeting.

ARTICLE IV: CORPORATE ORGANIZATION

Section 1: Direction, Policy and Procedure.

The State Board of Directors, as the governing body of ABATE of Ohio, Inc., is responsible for determining the direction of ABATE and for setting all policy and procedure for ABATE. These responsibilities are governed by the ABATE Constitution and Bylaws and by laws established by federal, state and local governments.

Section 2: The Corporate Officers.

The Corporate Officers of ABATE shall be: Chairman of the Board (herein referred to as COB), Executive Director (herein referred to as EXEC), State Secretary and State Treasurer. See Organization Chart (F004).

Section 3: The State Board of Directors.

- A.) The State Board of Directors (herein referred to as BOD) shall be comprised of both voting and non-voting officers.

- B.) Voting BOD officers include: COB, EXEC, State Secretary, State Treasurer, State Government Relations Director, State Safety and Education Director, State Security Director, State Events Director, State Newsletter Director, State Technology Director and Region Directors of organized regions.
- C.) Non-voting BOD officers include: State Products Coordinator, Ohio MRF Representative, NCOM Regional Co-Director, ABATE of Ohio Foundation Board Seats A & B and ABATE of Ohio PAC Fund Chairman.
- D.) No BOD officer shall hold more than two voting BOD offices.
- E.) BOD officers shall be Ohio residents.

Section 4: The Region Board of Officers.

- A.) The Region Board of Officers (herein referred to as RBO) shall be comprised of the following required voting officers: Region Director, Region Secretary, Region Treasurer (COB or EXEC or State Treasurer may act as Region Treasurer) and County Coordinators of organized counties.
- B.) Regions may opt to add the following voting officers to the RBO: Region Deputy Director, Region Government Relations Officer, Region Safety and Education Officer, Region Security Officer (formerly Sergeant at Arms), Region Events Officer, Region Products Officer, Region Newsletter Officer, Region Technology Officer, Region Road Captain and Region Membership Officer.
- C.) No RBO officer shall hold more than two voting RBO offices. The RBO shall not be considered organized by the BOD until all required offices are filled.
- D.) RBO officers shall be Ohio residents and shall have their membership region of record assigned to the region in which they serve for their entire term of office.
- E.) Regions may opt to add additional officers not described above.

Section 5: The County Board of Officers.

- A.) The County Board of Officers (herein referred to as CBO) shall be comprised of the following required voting officers: County Coordinator and County Secretary.

- B.) Counties may opt to add the following voting officers to the CBO: County Treasurer, County Deputy Coordinator, County Government Relations Officer, County Safety and Education Officer, County Security Officer (formerly Sergeant at Arms), County Events Officer, County Products Officer, County Newsletter Officer, County Technology Officer, County Road Captain and County Membership Officer.
- C.) No CBO officer shall hold more than two voting CBO offices. The CBO shall not be considered organized by the RBO until all required offices are filled. Counties may join together within the same region to create a joint CBO.
- D.) CBO officers shall be Ohio residents and shall have their membership region of record assigned to the county in which they serve for their entire term of office.
- E.) Counties may opt to add additional officers not described above.

Section 6: Personal Liability of the BOD, all RBOs and all CBOs.

- A.) Officers of the BOD, all RBOs and all CBOs shall not be held personally liable for acts of the Corporation. Liability of the Corporation shall be limited to the extent of the assets of the Corporation.
- B.) Any officer acting outside of the ABATE Manual shall be held personally liable for his/her actions.

ARTICLE V: BOD ORGANIZATION

Section 1: Duties.

- A.) Having and maintaining general control over ABATE affairs.
 - 1.) Having and maintaining general control over region affairs is the duty of an RBO.
 - 2.) Having and maintaining general control over county affairs, except finances, is the duty of a CBO.
- B.) Investigating any written complaint against an officer or member and make final resolution.
- C.) Investigating any written allegation of misconduct by an officer or member and make final resolution.

Section 2: Attendance.

- A.) All BOD officers must attend BOD meetings. If attendance is not possible, the BOD officer must ensure that a replacement attends the meeting with a proxy. This is especially important for Region Directors in order to ensure that the members of that region have representation on the BOD.
- B.) All voting BOD officers are expected to arrive at BOD meetings in a timely manner and to remain until the meeting has been officially adjourned.
- C.) All non-voting BOD officers are expected to arrive at BOD meetings in a timely manner and to remain until their report to the BOD has been completed and they have been excused by the BOD.
- D.) Voting BOD officers missing two consecutive or three total BOD meetings without a proxy within a calendar year will be notified by the BOD to present good cause for the absences at the next regularly scheduled BOD meeting. Failure to appear at such meeting or failure to give good cause will result in the absent BOD officer's office being declared vacant. See BOD Notice to Appear (F022).
- E.) In such cases where good cause is shown but absences will be of a prolonged or continuing nature, the officer should consider voluntarily relinquishing their office or the BOD may ask the officer to resign in good standing. Failure to resign or correct inability to attend BOD meetings regularly could result in the officer being charged with misconduct. See BOD Notice to Appear (F022).

Section 3: Decisions.

The act of a majority of the voting BOD officers present at a BOD meeting at which a quorum is present shall be the act of the BOD, unless a greater number is required by federal, state or local law or by the ABATE Constitution or Bylaws. See Sample Motion Sheet (F026).

Section 4: Quorum and Voting.

- A.) A simple majority of the total number of voting BOD officers shall constitute a quorum for the transaction of business at any BOD meeting.
- B.) A voting BOD officer who holds more than one voting BOD office or proxy will be counted only once for quorum but may vote one time for each voting BOD office or proxy held.

Section 5: Proxy Requirements and Voting.

- A.) The EXEC, who may vote only as a tiebreaker, may hold no full voting proxies. The vote will only be cast when specified by the proxy.
- B.) Proxies must name a member in good standing as proxy holder. The proxy holder must be physically present at the BOD meeting and the proxy may only be valid for one BOD meeting.
- C.) Proxies are acceptable when: done in writing; from email address of record; or by phone only on the day of the BOD meeting and only if the voice is identified by two current BOD officers.
- D.) Proxies must include: the name of the voting BOD officer; the office held by the voting BOD officer; the name of the proxy holder; the date the proxy was written; the date of the BOD meeting to which the proxy pertains; the reason the voting BOD officer is unable to attend; direction on how the proxy holder is to vote on items on the agenda or items introduced during the meeting; and specific issues to be introduced to the BOD. See Meeting Proxy (F001).
- E.) The proxy holder may either be a current BOD officer or be a member in good standing, not on the current BOD. The proxy holder must be present at the designated BOD meeting.
- F.) Voting BOD officers, especially Region Directors, are encouraged to name as proxy holder a non-current BOD officer to attend the BOD meeting. Naming a current BOD officer is allowed, although it is not preferred because of quorum.
- G.) When a proxy holder is a current BOD officer, the proxy will not be counted toward determining quorum. When a proxy holder is not a current BOD officer, the proxy will be counted toward quorum.
- H.) The proxy holder must vote as directed, unless new information unknown by the voting BOD officer at the time the proxy was issued is presented and the proxy holder believes the information, had it been known, would have changed the voting BOD officer's direction. Then, the proxy holder must "abstain due to new information" for the vote.
- I.) A proxy is not transferrable by a proxy holder.

Section 6: Electronic Voting.

- A.) Electronic voting (herein referred to as e-voting) is considered a roll call vote.

- B.) E-voting is a valid form of voting at all ABATE board levels and committees.

ARTICLE VI: ELECTIONS OF OFFICERS

- A.) Elections for all BOD officers, with the exception of the Region Directors, will be held on a biennial basis.
- B.) The election for the office of COB will be held during December each even-numbered year. This office is filled by a vote of the general membership and the two-year term will commence in January of odd-numbered years.
- C.) Elections for the offices of State Government Relations Director, State Safety and Education Director, State Security Director, State Newsletter Director, State Products Coordinator, Ohio MRF Representative and ABATE of Ohio Foundation Board Seat A will be held during the final BOD meeting each even-numbered calendar year. These offices are filled by a vote of the BOD and two-year terms will commence in January of odd-numbered years.
- D.) Elections for the offices of EXEC, State Secretary, State Treasurer, State Events Director, State Technology Director, NCOM Regional Co-Director and ABATE of Ohio Foundation Board Seat B will be held during the final BOD meeting each odd-numbered calendar year. These offices are filled by a vote of the BOD and two-year terms will commence in January of even-numbered years.
- E.) Elections for all RBO and CBO offices will be held during November or December of each year. One-year terms will commence in January of following year.
- F.) The appointment of an officer to a vacant BOD, RBO or CBO office is on an interim basis. The service of the appointed officer is at the convenience of the appropriate level ABATE board.
- G.) Election policies and procedures are defined in the ABATE Bylaws.

ARTICLE VII: DUTIES OF OFFICERS

Section 1: Duties of all Officers of ABATE.

The duties of all officers of ABATE shall include but are not limited to:

- A.) Following and supporting the ABATE Manual and the principles of ABATE.
- B.) Ensuring that all meetings, events and endeavors of ABATE meet all requirements of the ABATE Manual as well as federal, state and local laws.
- C.) Promoting a positive image of ABATE.
- D.) Promoting membership in ABATE of Ohio, Inc.
- E.) Storing safely any ABATE property in officer's possession.
- F.) Assisting the COB, the EXEC and the BOD with ABATE business when requested.
- G.) Participating in projects or committees as appointed.
- H.) Attending, participating and assisting in all events within Ohio at their appropriate office level.
- I.) Establishing and coordinating communications with necessary BOD, RBO and CBO officers as needed.
- J.) Establishing and coordinating training and organizational improvement efforts with necessary members, officers and non-members.
- K.) Establishing and maintaining resources to aid current and future officers in the execution of their positions.
- L.) Recognizing and developing the strengths of individuals as members and officers.
- M.) Recommending changes to the ABATE Manual necessary to provide accurate financial accountability, protect corporate liability and meet all requirements established by federal, state and local laws.
- N.) Any member or officer, who receives financial support from ABATE to attend any conference, training, meeting or event, is required to attend all sessions possible and report to the appropriate level ABATE board. Officers will submit a report in writing to the appropriate level ABATE board for review and for possible submission to the State Newsletter and State Website. See Earmarked Fund (F020) and see Expense Reimbursement (F023).
- O.) When applicable, preparing a written report for BOD, RBO, CBO meetings.
- P.) When applicable, preparing an article for every issue of the State Newsletter.
- Q.) When applicable, preparing information for publication on the State Website.
- R.) When not specified, performing all other duties that generally pertain to his/her office as per the current edition of Robert's Rules of Order.

- S.) If unable to meet any or all duties assigned to an office, the officer must notify the COB and EXEC in writing at the earliest possible time.

Section 2: Duties of the Corporate Officers.

The duties of the Corporate Officers shall include but are not limited to:

- A.) Developing goals and coordinating the work of ABATE.
- B.) Attending all BOD meetings.
- C.) Attending any region or county level meeting or event by request as available.

Section 3: Duties of the Chairman of the Board.

The duties of the Chairman of the Board shall include but are not limited to:

- A.) Presiding at all state level meetings.
- B.) Acting as the registered corporate agent in the State of Ohio for ABATE of Ohio, Inc. using the BOD-approved mailing address for the agent's registered address and completing all corporate filings as required.
- C.) At any sanctioned event attended by the COB, he/she is presumed to be present in an official capacity.
- D.) Serving as chair of the State Officer Election Committee in odd-numbered years.

Section 4: Duties of the Executive Director.

The duties of the Executive Director shall include but are not limited to:

- A.) Assisting in presiding at all state level meetings. Presiding at state level meetings where the COB is unavailable.
- B.) Acting as the registered legislative and executive agent with the State of Ohio Joint Legislative Ethics Committee and completing all legislative filings as required.
- C.) Serving as the ABATE of Ohio PAC Fund Chairman.
- D.) Ensuring proper publication of all proposed and enacted changes to the ABATE Constitution and Bylaws.
- E.) Voting only when necessary to break a tie.

- F.) At any sanctioned event attended by the EXEC, he/she is presumed to be present in an official capacity.
- G.) Serving as chair of the State Officer Election Committee in even-numbered years.

Section 5: Shared Duties of the Chairman of the Board and the Executive Director.

The shared duties of the Chairman of the Board and the Executive Director shall include but are not limited to:

- A.) Having general direction of the affairs of ABATE of Ohio, Inc.
- B.) Overseeing all state level programs of ABATE of Ohio, Inc.
- C.) Overseeing all official correspondence for ABATE.
- D.) Overseeing operations of the State Office.
- E.) Appointing any persons or committees to special tasks.
- F.) Assisting all other officers of ABATE and handling problems, in general, as they arise.
- G.) Forwarding all state level financial records to the State Treasurer for oversight and reporting purposes.
- H.) Entering into contracts on behalf of ABATE, within the requirements of the ABATE Manual as well as federal, state and local laws.
- I.) Personally representing ABATE on proper occasions.
- J.) Networking with other motorcycling organizations in order to achieve mutual goals.

Section 6: Duties of the State Secretary.

The duties of the State Secretary shall include but are not limited to:

- A.) Attending and recording the proceedings of all BOD meetings. Transcripts of minutes are to be sent to the COB and the EXEC within fourteen days of the BOD meeting.
- B.) Maintaining a master copy of all changes to the ABATE Manual and preparing an annual written report for distribution at the first BOD meeting of the subsequent year to all BOD officers.
- C.) Annually preparing and publishing amended and inserted pages to the ABATE Manual.

- D.) Archiving prior versions of the ABATE Manual, the Annual List of Changes, copies of all versions of the Articles of Incorporation, copies of all Ohio Secretary of State filings and minutes of all BOD meetings in an official ABATE Corporate Notebook, to be stored at a BOD-approved location.
- E.) Attending and recording the proceedings of any other meeting requiring an official record.
- F.) Notifying the appropriate officer(s) at any level of any BOD decisions or discussions that may affect the day-to-day operation of ABATE. See State Officer Directory (F005).

Section 7: Duties of the State Treasurer.

The duties of the State Treasurer shall include but are not limited to:

- A.) Overseeing and recording all financial transactions of ABATE of Ohio, Inc.
- B.) Preparing and presenting a written financial report at every BOD meeting.
- C.) Providing, in a timely manner, all necessary reports and documents to the COB, the EXEC and the designated accountant for tax preparation purposes.
- D.) Recommending changes to ABATE P&P and F&D necessary to provide financial accountability at all organizational levels.
- E.) Serving as chair of the Finance Committee.

Section 8: Duties of the State Government Relations Director.

The duties of the State Government Relations Director shall include but are not limited to:

- A.) Pursuing legislative and political agenda at all governmental levels as directed by the EXEC and the BOD.
- B.) Pursuing legislation and legislative and political activities to promote the interests of ABATE at all governmental levels as directed by the EXEC and the BOD.
- C.) Recommending legislative and political agenda to the BOD.
- D.) Coordinating meetings and trips of members to meet with their legislators about current legislative issues and activities.

- E.) Coordinating member volunteer efforts for aiding and assisting motorcycle-friendly candidates at election time.
- F.) Keeping the EXEC, the BOD, the Region Government Relations Officers and the ABATE membership informed of any legislative issues or activities.
- G.) Preparing and presenting a written report on legislative and political activity at every BOD meeting.
- H.) Serving on the Awareness Rally Committee.
- I.) Serving as chair of the Government Relations Committee.

Section 9: Duties of the State Safety and Education Director.

The duties of the State Safety and Education Director shall include but are not limited to:

- A.) Establishing, coordinating, implementing and evaluating a series of short and long term motorcycle safety and education programs and initiatives that further ABATE's objective of promoting safe operating practices for the benefit of all Ohio motorcyclists.
- B.) Increasing public awareness of ABATE's safety and education programs and activities.
- C.) Establishing a cooperative effort with public and privatized drivers' education programs, providing students with exposure to motorcyclists and motorcyclist awareness programs.
- D.) Coordinating safety and awareness activities at the state, region and county levels.
- E.) Coordinating grant applications and funding requests to promote ABATE's safety and education programs and activities.
- F.) Keeping the BOD, the Region Safety and Education Officers and the ABATE membership informed of any safety and education issues or activities.
- G.) Preparing and presenting a written report on safety and education activity at every BOD meeting.
- H.) Serving on the Awareness Rally Committee.
- I.) Serving as chair of the Safety and Education Committee.

Section 10: Duties of the State Security Director.

The duties of the State Security Director shall include but are not limited to:

- A.) Maintaining order during BOD meetings.
- B.) Heading security at all ABATE state level meetings and events.
- C.) Determining and organizing security requirements for all ABATE state level meetings and events.
- D.) Providing a security workforce for all ABATE state level meetings and events by coordinating with Region Directors.
- E.) Preparing and presenting a written report on all potential liability exposures that occurred during an ABATE state level meeting or event at the next BOD meeting.

Section 11: Duties of the State Events Director.

The duties of the State Events Director shall include but are not limited to:

- A.) Maintaining oversight over all state level events.
- B.) Reviewing, amending and approving all event flyers for ABATE sanctioned events.
- C.) Distributing approved event flyers to the State Newsletter Director, State Technology Director, Region Directors and other necessary recipients.
- D.) Advising and assisting in planning events at the state, region and county levels as needed.
- E.) Serving as chair of the State Fund Raiser Committee.

Section 12: Duties of the State Newsletter Director.

The duties of the State Newsletter Director shall include but are not limited to:

- A.) Maintaining the design and content of the State Newsletter to meet needs and requirements set by the BOD.
- B.) Receiving, editing and publishing submissions to the State Newsletter.
- C.) Approving advertisements in the State Newsletter.
- D.) Monitoring advertiser payments in a timely manner, including billing, accounts receivable and follow-up.
- E.) Formatting each issue of the State Newsletter.

- F.) Transferring the State Newsletter documents to the publishers.
- G.) Coordinating with the MEMSEC the transfer of mailing lists to the mailing services.
- H.) Serving as chair of the Newsletter Committee.

Section 13: Duties of the State Technology Director.

The duties of the State Technology Director shall include but are not limited to:

- A.) Maintaining the design and content of the State Website to meet needs and requirements set by the BOD.
- B.) Receiving, editing and publishing submissions to the State Website.
- C.) Approving advertisements on the State Website.
- D.) Monitoring advertiser payments in a timely manner, including billing, accounts receivable and follow-up.
- E.) Developing the State Website and portal.
- F.) Overseeing and maintaining web presence on the state, region and county level.
- G.) Optimizing site graphics and programs to minimize load time.
- H.) Maintaining the State Website and portal.
- I.) Coordinating necessary backups to protect the digital integrity of ABATE and State Website data integrity.
- J.) Optimizing user accessibility to the State Website.
- K.) Monitoring site traffic and scaling site capacity to meet traffic demands and performance requirements.
- L.) Developing and maintaining links to motorcycle, legislative and safety and education websites.
- M.) Overseeing the ABATE of Ohio, Inc. email system.
- N.) Overseeing the ABATE of Ohio, Inc. online shopping system.
- O.) Advising the BOD on technology-related issues.
- P.) Maintaining a list of user logins to any and all ABATE digital media. User logins to be available to appropriate level officers. (See unpublished form.)
- Q.) Serving as chair of the Technology Committee.

Section 14: Duties of the State Products Coordinator.

The duties of the State Products Coordinator shall include but are not limited to:

- A.) Overseeing product purchases and sales for ABATE.
- B.) Coordinate all financial transactions related to product with State Treasurer.
- C.) Maintaining the approved supplier list.
- D.) Maintaining the state level product inventory list.
- E.) Supplying approved state level product to and properly invoicing regions.
- F.) Attending and coordinating product sales at state level meetings and events, supported by the state products trailer when necessary.
- G.) Processing retail product orders and payments in a timely manner.
- H.) Serving as chair of the Products Committee.

Section 15: Duties of the Ohio MRF Representative.

The duties of the Ohio MRF Representative shall include but are not limited to:

- A.) Performing the responsibilities and duties as specified in the current MRF State Representative Operations Manual.
- B.) Providing a copy of the MRF State Representative Operations Manual and any updates to that document to the BOD.
- C.) All approved expenses will be shared equally by all MRF-recognized SMROs in Ohio.

Section 16: Duties of the NCOM Regional Co-Director.

The duties of the NCOM Regional Co-Director shall include but are not limited to:

- A.) Performing the responsibilities and duties as specified in the current NCOM Procedures.
- B.) Providing a copy of the NCOM Procedures and any updates to that document to the BOD.

Section 17: Duties of the ABATE of Ohio Foundation Board Seats A & B.

The duties of the ABATE of Ohio Foundation Board Seats A & B shall include but are not limited to:

- A.) Performing the responsibilities and duties as specified by the ABATE of Ohio Foundation Constitution and Bylaws.
- B.) Providing a copy of the ABATE of Ohio Foundation Constitution and Bylaws and any updates to that document to the BOD.

Section 18: Duties of the ABATE of Ohio PAC Fund Chairman.

The duties of the ABATE of Ohio PAC Fund Chairman shall include but are not limited to:

- A.) Performing the responsibilities and duties as specified by the laws of the State of Ohio.

Section 19: Duties of a Region Director.

The duties of a Region Director shall include but are not limited to:

- A.) Having general oversight over region and county level meetings, events, legislative activities, finances and membership.
- B.) Representing their region's membership to the BOD by providing information, recommendations, ideas and issues from their membership to the BOD.
- C.) Encouraging interest and participation at the region and county levels.
- D.) Appointing special committees to handle region and county level tasks.
- E.) Monitoring local ordinances, laws and legislative activities.
- F.) Informing the COB and/or EXEC of any unresolved region or county level concerns or problems.
- G.) Scheduling, holding and chairing regular RBO meetings.
- H.) Disseminating information from the BOD to the region and county levels.
- I.) Obtaining BOD approval for all region and county level events and planned expenditures.

J.) Entering into contracts on behalf of ABATE, within the requirements of the ABATE Manual as well as federal, state and local laws.

K.) Providing the BOD with a list of all RBO and CBO officers by January 10th.

Section 20: Duties of a Region Secretary.

The duties of a Region Secretary shall include but are not limited to:

- A.) Attending and recording the proceedings of all RBO meetings. Transcripts of minutes are to be sent to the Region Director within fourteen days of the RBO meeting.
- B.) Maintaining minutes of all RBO meetings in an official Region Notebook.
- C.) Providing the BOD with a copy of the prior year Region Notebook by January 10th.
- D.) Attending and recording the proceedings of any other meeting requiring an official record.
- E.) Providing a list of all RBO and CBO officers to the MEMSEC within seven days of the last election in the region. See Region Officer Directory (F006).
- F.) Notifying the MEMSEC of any changes to the RBO or CBO officer list within seven days.

Section 21: Duties of a Region Treasurer.

The duties of a Region Treasurer shall include but are not limited to:

- A.) Overseeing and recording all financial transactions of the region.
- B.) Preparing and presenting a written financial report at every RBO meeting.
- C.) Preparing and submitting monthly reports to the State Treasurer and Region Director.

Section 22: Duties of a County Coordinator.

The duties of a County Coordinator shall include but are not limited to:

- A.) Having general oversight over county level meetings, events, legislative activities and membership.
- B.) Representing their county's membership to the RBO by providing information, recommendations, ideas and issues from their membership to the RBO.

- C.) Encouraging interest and participation at the county level.
- D.) Appointing special committees to handle county level tasks.
- E.) Monitoring local ordinances, laws and legislative activities.
- F.) Informing the Region Director of any unresolved county level concerns or problems.
- G.) Scheduling, holding and chairing regular CBO meetings, when applicable.
- H.) Disseminating information from the RBO to the county level.
- I.) Obtaining RBO approval for all county level events and planned expenditures.
- J.) Transferring any monies collected at the county level to the Region Treasurer.
- K.) Providing the RBO with a list of all CBO officers after the completion of the election cycle.

Section 23: Duties of a County Secretary.

The duties of a County Secretary shall include but are not limited to:

- A.) Attending and recording the proceedings of all CBO meetings. Transcripts of minutes are to be sent to the County Coordinator and Region Director within fourteen days of the CBO meeting.
- B.) Maintaining minutes of all CBO meetings in an official County Notebook.
- C.) Providing the RBO and BOD with a copy of the prior year County Notebook by January 10th.
- D.) Providing a list of all CBO officers to the Region Secretary within three days of the last election in the region. See County Officer Directory (F007).
- E.) Notifying Region Secretary of any changes to the CBO officer list within three days.

ARTICLE VIII: CONTRACTS

Section 1: General Restrictions.

- A.) All contracts or agreements must be written. No oral conditions or provisions will be honored by ABATE of Ohio, Inc.

- B.) Only the COB or the EXEC may enter into any contract or agreement whatsoever for ABATE of Ohio, Inc. Limited contract or agreement authority is extended to Region Directors with restrictions as specified below. Authority to enter into contracts and/or agreements may not be delegated to any other member, officer and/or non-member.
- C.) Any contracts or agreements attempting to bind ABATE of Ohio, Inc. outside of the limitations of the ABATE Constitution and/or Bylaws will not be a legal contract or agreement binding ABATE of Ohio, Inc. Such contracts or agreements will become the personal responsibility and liability of the member, officer and/or non-member who enters into such contracts or agreements. These members, officers and/or non-members, in addition to personal liability for the terms of the contract or agreement, may subject themselves to ABATE of Ohio, Inc. charges of misconduct, to civil action for damages and/or to criminal charges.
- D.) No contract may be signed or executed when the officer signing has a conflict of interest within said contract. A conflict of interest is present whenever the officer:
 - 1.) Is biased because of his/her financial, contractual, organizational or other interests which relate to the contract, or
 - 2.) Obtains any unfair competitive advantage over other parties by virtue of his/her office in ABATE of Ohio, Inc.
- E.) Dollar amounts as defined for the categories below include a total of: All specific amounts named in the contract or agreement; In-kind contributions; Estimated costs of any additional requirements of the contract or agreement that are in addition to specified amounts; Reimbursements for expenses; Amounts in any referenced addendums or attachments; Potential monetary and/or in kind payments; and/or The value of any other obligation potential.
- F.) The e-vote is an accepted method of voting on a contract in lieu of a regularly scheduled BOD or RBO meeting.
- G.) A copy of all signed contracts must be forwarded to the COB, EXEC and State Treasurer.
- H.) ABATE of Ohio, Inc. considers all purchases to be contracts. Therefore, all purchases must follow these same restrictions.

Section 2: State Level Restrictions.

- A.) Three thousand dollars or more:
 - 1.) A copy of the contract or agreement is provided to the BOD and the original to the COB and the EXEC. Then contract must be approved in advance of signing by the BOD at a regularly scheduled meeting and recorded in the minutes.
 - 2.) Contract is signed by the COB or the EXEC.
- B.) Five hundred dollars or more and under three thousand dollars:
 - 1.) A copy of the contract or agreement is provided to the COB, the EXEC and the State Treasurer. Then contract must be approved in advance of signing by all three officers. If no agreement is reached, the contract must be presented to the BOD at the next regularly scheduled meeting and recorded in the minutes.
 - 2.) Contract is signed by the COB or the EXEC.
- C.) Under five hundred dollars:
 - 1.) The contract or agreement is discussed by the COB, the EXEC and the State Treasurer.
 - 2.) Contract is signed by the COB or the EXEC.

Section 3: Region Level Restrictions.

- A.) Three thousand dollars or more:
 - 1.) Approved by the RBO at a regularly scheduled meeting and recorded in the minutes.
 - 2.) A copy of the contract or agreement is provided to the BOD and the original to the COB and the EXEC. Then contract must be approved in advance of signing by the BOD at a regularly scheduled meeting and recorded in the minutes.
 - 3.) Contract is signed by the COB or the EXEC.
- B.) Five hundred dollars or more and under three thousand dollars:
 - 1.) Approved by the RBO at a regularly scheduled meeting and recorded in the minutes.
 - 2.) A copy of the contract or agreement is provided to the COB, the EXEC and the State Treasurer. Then contract must be approved in advance of signing by all three officers. If no agreement is reached, the contract must be presented to the BOD at the next regularly scheduled meeting and recorded in the minutes.

- 3.) Contract is signed by the COB, the EXEC or the Region Director after written approval from the COB or the EXEC.

- C.) Under five hundred dollars:

- 1.) Approved by the RBO at a regularly scheduled meeting and recorded in the minutes.
- 2.) Contract is signed by the Region Director.

Section 4: County Level Restrictions.

There are no county level contracts.

ARTICLE IX: ABATE PROPERTY

- A.) Usage of the corporate name, ABATE of Ohio, Inc., including but not limited to events, printed and electronic publications, advertising and products, whether by a member or non-member, is strictly forbidden without prior approval of the BOD, the COB and/or the EXEC.
- B.) ABATE logos, emblems, publications, both printed and electronic and any other designs or intellectual properties are sole property of ABATE of Ohio, Inc. and may only be reproduced by permission.
- C.) ABATE property, monies and product, whether purchased with ABATE resources or donated to ABATE, held by any officer or member, belong solely to ABATE of Ohio, Inc. and shall be used only for ABATE approved purposes.
- D.) All ABATE properties to be safely stored at a location approved by appropriate level board.
- E.) Contact lists and contact information compiled during an officer's tenure, either written or electronic, are the property of ABATE.
- F.) Any officer leaving office must surrender all appropriate ABATE assets, including but not limited to records, property and monies associated with said office. See Property Transfer (F003).
- G.) Any unauthorized usage of the corporate name, logos, emblems, designs or property may result in criminal charges and/or civil actions.

ARTICLE X: ABATE BYLAWS

The BOD may establish ABATE Bylaws that interpret the ABATE Constitution and otherwise detail the operating policies and procedures necessary for the advancement of ABATE of Ohio, Inc.

ARTICLE XI: CHANGES IN THE ABATE CONSTITUTION AND BYLAWS

- A.) The ABATE Constitution and Bylaws are subject to change after thorough discussion by the BOD, three readings during scheduled BOD meetings where quorum is met and approval by a majority vote of the BOD after the third reading. The second reading may be done via e-mail.
- B.) When the BOD establishes a committee to review the ABATE Constitution and/or Bylaws, either the COB or the EXEC shall chair said committee.
- C.) All proposed changes to the ABATE Constitution and Bylaws must include a statement directing specific placement with reference to article, section and paragraph identifiers.
- D.) All proposed changes to the ABATE Constitution and Bylaws must be prominently placed in the State Newsletter and State Website, within an article prepared by the COB or the EXEC for a minimum period of ninety days prior to final vote.
- E.) All results of voting on changes to the ABATE Constitution and Bylaws must be prominently placed in the State Newsletter and State Website, within an article prepared by the COB or the EXEC for a minimum period of thirty days subsequent to final vote.
- F.) At the end of each calendar year, a list of all changes to the ABATE Constitution and Bylaws that have been approved by the BOD during that year will be prepared by the State Secretary and known as the “(year) Annual List of Changes” as an addendum to the ABATE Constitution and Bylaws.

- G.) The State Secretary will provide all BOD officers with a copy of the Annual List of Changes from the previous year at the first regularly scheduled BOD meeting of the calendar year.
- H.) Region Directors and County Coordinators are responsible for providing copies of the Annual List of Changes to their RBO or CBO officers and any member of their region or county requesting a copy.
- I.) At the direction of the BOD, a new dated version of the ABATE Constitution and/or Bylaws will be published with all changes incorporated that have been approved since the last printing.

ARTICLE XII: MISCELLANEOUS

- A.) No individual, member or officer may in action, deed, writing or comment present or represent themselves directly or indirectly as a representative of or speaking for ABATE of Ohio, Inc. in any capacity including but not limited to policy, position, procedure or contract authority to any person or organization including but not limited to the media, legislators, vendors, outside organizations, businesses, etc. unless that individual, member or officer has gained prior approval by the BOD, the COB and/or the EXEC or such representation is within the specific responsibilities of their ABATE office as described by the ABATE Constitution and Bylaws.
- B.) Any and all issues not addressed directly by the ABATE Manual will be governed by the current edition of Robert’s Rules of Order.
- C.) The ABATE Constitution and Bylaws shall not be superseded by any other document adopted by any RBO or any CBO of ABATE of Ohio, Inc.
- D.) Any change made to the ABATE Manual approved by the BOD supersedes any previous version or document.