

**AMERICAN CAMPING ASSOCIATION  
OHIO SECTION BY-LAWS  
As approved by the Board of Directors on November 12, 2003**

**PREAMBLE**

For the purpose of promoting the objectives and purposes of the American Camping Association, herein after referred to as ACA and for carrying out the special responsibilities assigned to Sections by the ACA, including the implementation of standards and for the interpretation of camping, we hereby form ourselves into the American Camping Association, Ohio Section (herein "Section") which shall be nonsectarian, nonpartisan, and nonprofit-making and shall be chartered by the ACA and governed by its rules and regulations from time to time enacted.

**ARTICLE I. NAME**

The name of this organization shall be the American Camping Association, Inc., Ohio Section.

**ARTICLE II. MISSION**

American Camping Association Mission: The American Camping Association is a community of camp professionals and is dedicated to enriching the lives of children and adults through the camp experience.

**Article III. JURISDICTION AND AUTHORITY**

- Section 1. The jurisdiction of this section shall be confined to the geographic area of the state of Ohio.
- Section 2. No provision of these Bylaws shall contravene any provision of the Constitution and Bylaws of the American Camping Association, Inc.
- Section 3. This Section shall have no authority to bind the American Camping Association to any financial or legal obligation.
- Section 4. The Section is organized and operated exclusively for charitable purposes and its activities shall be conducted in such a manner that no part of its net earnings shall inure the benefit of any member, director, or officer or other private person, except that the Section shall be authorized and empowered to pay reasonable compensation for services rendered.
- Section 5. No substantial part of the activities of the Section shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Section shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.
- Section 6. Notwithstanding any other provisions of these bylaws, no member, delegate, director, officer employee or representative of the Section shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 as amended and its regulations as they now exist or as they may hereafter be amended.

**ARTICLE IV. MEMBERSHIP**

- Section 1. Membership is open to any person interested in organized camping who gives evidence of agreement with and acceptance of the objectives, code of ethics, and purposes of the Association. The Section shall follow equal opportunity practices in membership and employment.
- Section 2. Application for membership shall be made in writing to the American Camping Association, Inc. Memberships and fees shall be processed by the American Camping Association, Inc., and sent to the Section. Types of membership shall conform to the categories set forth by the ACA.
- Section 3. The Section agrees its membership jurisdiction includes the members who have assigned their membership to the Section and excludes members who have assigned their membership to another ACA Chartered section.
- Section 4. All members in good standing are entitled to vote and hold office in the Section.

## **ARTICLE V. MEETINGS, ELECTIONS, QUOROMS**

### **A. MEETINGS**

- Section 1. There shall be an annual business meeting of the members of the Section to conduct the business of the section. This meeting shall be held within the first two months of each year. In addition there shall be at least one other meeting of the members each year to conduct the business of the Section. The Board of Directors shall determine time and place of meetings.
- Section 2. There shall be at least two education program meetings held throughout the year directed toward helping the membership achieve the purposes of the Section. These meetings may be held concurrently with the business meetings of the Section.
- Section 3. There shall be at least two (2) board meetings held throughout the year.
- Section 4. At least thirty (30) days written notice shall be given for all meetings of members.
- Section 5. Special meetings of members may be called by the Board of Directors whenever advisable or upon a written request of fifteen (15) members of the Section.
- Section 6. Meetings may be held by simultaneous communications. Any or all officers may participate in any annual or special meetings by, or through the use of any other mean communication by which all officers participating may communicate with each other during the meeting. An officer participating by this means shall deemed to be present at the meeting.

### **B. ELECTIONS**

- Section 1. Elections shall be held on a 3-year cycle, compatible with the ACA. The following will take office in the President's years of service as outlined below:  
Year 1: Secretary, SW Cluster Convener, NE Cluster Convener, Nominating Committee Members-2  
Year 2: Treasurer, At-Large Member, Nominating Committee Members-2  
Year 3: President-Elect, Vice President, Nominating Committee Members-2
- Section 2. Elections shall take place in the fall and results finalized by December 15. Elected persons shall take office at the Annual Meeting following the election. Ballots will be distributed to each voting member of the section and will be counted no earlier than 30 days after distribution.
- Section 3. The Nominating Committee shall present a multiple slate of officers in writing. Provisions shall be made for write-in candidates. Election shall be by plurality of votes received.
- Section 4. The Vice President shall appoint Tellers, who shall open and count the ballots and shall send the results to the president. The President shall declare elected those candidates receiving a plurality of votes cast. In case of a tie, the election shall be decided by the flip of a coin by the President. Ballots shall be retained for a period of thirty days following the date of the Annual Meeting.
- Section 5. Delegates to the National Council of Delegates include President, President-Elect or Past President, and other delegates according to the number allowed by ACA and shall be elected annually by the Board of Directors.

### **C. QUOROMS**

- Section 1. A majority of the Executive Committee and/or Board shall constitute a quorum of any duly called meeting of the committee and/or board and business shall be transacted by a majority of those present.
- Section 2. Ten percent (10%) of the members of the Section shall constitute a quorum for the transaction of business at any membership meeting.

## **ARTICLE VI. BOARD OF DIRECTORS**

- Section 1. The governance and direction of this Section shall be vested in a Board of Directors consisting of elected and appointed members as listed in the ACA Ohio Section By-Laws, Article VII. A two-thirds vote of the Board of Directors is necessary to add any other Board Members.

- Section 2. Any member of the Ohio Section who is a member of the National Board of Directors of ACA shall, during the time of service on the National Board, also serve as a member of the Section Board.
- Section 3. The duties of the Board of Directors shall be to adopt policies and direct the affairs of the section in accordance with the purpose of ACA and the section; hold title to any property; employ personnel in accordance with the current policies as established by ACA and the needs of the section; adopt a budget for the Section; approve and supervise the organization of clusters.
- Section 4. Any Board Member who shall have unexcused absences from two (2) consecutive regular meetings of the Board of Directors during a twelve (12) month period shall automatically vacate the seat on the Board of Directors and the vacancy shall be filled as provided by these Bylaws; however, the Board of Directors shall consider each such absence as a separate circumstance and may expressly waive such absence.
- Section 5. The Board of Directors, at its discretion, by a two-thirds vote of all members, may remove any officer from office with or without notice.
- Section 6. Vacancies occurring between elections, except that of President, shall be appointed by the President and ratified by the Board of Directors.
- Section 7. In the event that the President is unable to complete a term of office and/or resigns, the President-Elect shall immediately become President. If a President-Elect has not been elected or is unable to serve, the Board shall ask the Vice President if he/she is willing to serve as Section President. In the event that the Vice President is unable to assume the responsibilities of President, nominations from current Board Members and the immediate Past President shall be presented, with a current Board Member or Immediate Past President needing a majority vote to assume the Presidency. If a candidate does not have a majority vote and no one on the current Board is willing to run, the nominating committee shall present a slate of candidates for the membership to vote upon.
- Section 8. The Section Executive shall serve as an Ex-Officio, without vote to the Board.

## **ARTICLE VII. OFFICERS, DUTY OF OFFICES, EXECUTIVE COMMITTEE NOMINATING AND AWARDS COMMITTEE**

### **A. OFFICERS**

- Section 1. The officers of this section shall be made up of both elected and appointed individuals. At least 50% of the board positions must be elected by the membership of the Section. Cluster Conveners are considered elected officers as long as they are elected by ballot, and all ACA members affiliated with the Cluster shall have the opportunity to vote.
- Section 2. The elected officers of this Section shall be a President/President-Elect/Past President, Vice President, Secretary, Treasurer, At-Large Member and Cluster Conveners who shall hold office for three years except for President-Elect and Past President who shall serve for one year. Elected officers may be elected for a maximum of two consecutive terms in the same position.
- Section 3. The appointed officers of the Section shall be the chairpersons of Education, Membership, Public Relations and Standards committees, the Complaint Resolution and Legislative chairpersons and one at-large member. Appointed officers serve a three year term beginning with the President's term and may serve more than one consecutive term.

### **B. DUTIES OF OFFICERS:**

- Section 1. The President shall preside at all meetings of the section, serve as Chairperson of the Board of Directors, the Executive Committee, the Personnel Committee, oversee the Awards Committee, have Ex-Officio membership on all committees, and perform all other duties associated with this office. The President may create task forces and subcommittees, as needed.
- Section 2. The President-Elect shall be elected one year prior to taking office as President and shall serve as a member of the Executive Committee.
- Section 3. The Vice President shall serve as Chairperson of the Board Development/Nominating Committee. In the

absence of the President, the Vice President shall assume the duties of President as needed.

Section 4. The Secretary shall perform the duties of both recording and corresponding secretary.

Section 5. The Treasurer shall oversee and review the Section's finances in accordance with the Board's Financial Policies. The Treasurer shall serve as Chairperson of the Finance Committee.

**C. EXECUTIVE COMMITTEE**

Section 1. The Executive Committee shall consist of the President, Vice President, Treasurer and Past President/President Elect. The Section Executive shall serve as an Ex-Officio member of the Executive Committee.

Section 2. The Executive Committee shall serve as the personnel committee for any employees of the Section, including a Section Executive.

Section 3. The Executive Committee shall be authorized to act on behalf of the Board of Directors between regular meetings.

**D. NOMINATING COMMITTEE**

Section 1. There shall be six (6) members at large of the Nominating Committee elected to serve three (3) year terms. Two committee members are to be elected each year.

**ARTICLE IX. PARLIAMENTARY PROCEDURE**

Section 1. All meetings of this Section shall be governed by parliamentary law as set forth in the latest edition of "Robert's Rules of Order."

**ARTICLE X. FISCAL YEAR**

The fiscal year of the Section shall commence on January 1 and end the following December 31. The Finance Committee shall submit a complete operating budget for the fiscal year January 1 to December 31, for approval of the Board, prior to December 31 of the preceding year.

**ARTICLE XI. AMENDMENTS**

The Bylaws shall be amended by a two-thirds (2/3) vote of the members present at any regular meeting or special meeting called for this purpose, provided that the amendment shall have been approved by the Board of Directors and the American Camping Association, Inc. Amendments must be proposed at a previous meeting and distributed to the membership at least two (2) weeks prior to the date of the meeting in which such amendment is to be considered and voted upon.

**ARTICLE XII. TERMS AND DISSOLUTION**

This Section shall have continued existence as long as the Section holds a charter from the ACA. The Section shall be terminated if its charter is revoked. In such event, following an audit, the Treasurer of the Section shall issue a check payable to the American Camping Association, Inc. for the entire balance in the treasury of the Section to be held in trust and for final disposition by the Board of Directors of the ACA, according to the special rules and regulations adopted for such cases by the Association.

Amended November 13, 1997

Amended January 28, 1999 (Article VI, Section 8)

Amended December 11, 2001

**Amended November 12, 2003**