

Amended Bylaws of the NW Ohio Chapter of 80-20

(Amended on 10-2010)

1. Name

The official name of this organization shall be "80-20 Northwest Ohio Chapter," abbreviated as "80-20 NW Ohio".

2. Objective

The objective of this organization is the same as that of its parent (national) organization, 80-20 Initiative, which is to win equal justice and opportunity for all Asian Pacific Americans (APAs). In addition, 80-20 NW OHIO takes politics down to the State and local levels, seeking to remove any political and institutional barriers that prevent APAs in Northwest Ohio from receiving and enjoying the full justice and equality to which all Americans are entitled.

3. Functions

In order to achieve its objective, 80-20 NW Ohio engages in political activities including the following:

- (a) Providing input to the parent organization on the selection of a presidential candidate for endorsement by 80-20, and helping the parent organization to deliver a SWING bloc-vote, ideally consisting of 80% or more of the APA community's votes, to the presidential candidates endorsed by the parent organization.
- (b) Select and endorse local (Northwest Ohio) and state (Ohio) candidates who best support the objective of 80-20. For candidates that require statewide voting, coordinate with other Chapters of 80-20 in Ohio before endorsing or censuring any candidate.
- (c) Fight prejudice and discrimination perpetrated against APAs at the State and local levels, and assist the parent organization to fight prejudice and discrimination against APAs at the national level. Bring any case of overt prejudice or discrimination against APAs to the immediate attention of the parent organization.
- (d) The parent organization 80-20 is a political action committee (PAC) legally registered with the Federal Election Commission (FEC), and makes contributions to selected political candidates in federal elections. The 80-20 NW Ohio Chapter is registered as a PAC with the State of Ohio so that the Chapter can perform functions locally parallel to those the parent 80-20 does nationally.
- (e) The Chapter will actively engage in voter registration, citizenship drives, GOTV (Get Out The Vote on election days) and civic awareness education of members and people in APA communities.

4. Organizational Structure

4.1 Membership

Members of 80-20 NW Ohio Chapter must be dues-paying members of the parent organization, 80-20 Initiative. The parent organization requires that all members to be either U.S. citizens, or U. S. Permanent Residents. Membership is not limited to those of Asian Pacific origin or ancestry; any U.S. Citizen or Permanent Resident wanting to support 80-20 is eligible

to become a Member upon paying the national dues. The national dues should be paid directly to the parent organization rather than the local Chapter. Any dues-paying member of 80-20 who resides in the NW Ohio area (within approximately 100 miles of Toledo, Ohio) may join 80-20 NW OHIO as long as the person is willing to abide by the Bylaws of the Chapter, to register as a Chapter member with the Secretary of the Chapter, and to pay the Chapter fee. Only Chapter Members are eligible to vote, or run for an elective office, in the elections of Chapter officers.

4.2 Founding Members

“*Founding Member*” is an honorary title bestowed to those who joined 80-20 NW Ohio before the Chapter was formally approved by its parent organization, 80-20 Initiative. Founding Members earned this title **by having played a historic role in forming the Chapter in 2008, and having paid the 2009 national fee.** All founding members will receive a certificate from the first elected President of 80-20 NW OHIO. The privileges and obligations of Founding Members are identical to those of all other members.

4.3 Board of Directors

The Board of Directors must be 80-20 NW Ohio Members in good standing. The Board sets policies and local dues, approves the annual budget of the Chapter, and may review actions of the Executive Committees and officers. The board shall determine the frequency and locations of membership meetings. Board Members shall not be paid any salary. The Board is composed of nine Members or Directors, eight of whom are to be elected for a 4-year term. The Ninth Director is the President of the Chapter, who serves for a two-year term. The Board may designate committees, and appoint Chairs of committees, as needed, either from the Board Members or from the general membership of the Chapter. The Chair of the Board shall be elected by the Board Members. The Chair shall be elected from the Board Members who are not the President.

Board Members (Directors) shall be elected by the membership. Each elected Director shall serve only one term-- four years. Due to the need for continuity in leadership and every-other-year elections, the first Board elected consists of six Directors of different terms, i.e., two-year term and four-year term. The 3 receiving maximum votes will serve for 4-year term and the other 3 will serve for 2-year term. No Director shall serve more than two consecutive terms. Elections for new Directors shall take place on the second Saturday of November¹ from a slate of candidates prepared by the Nomination Committee, **which is determined by the Board.** The elected Directors shall take office on January 1 of the following year. On the election year, the Nomination Committee shall encourage qualified candidates to run for the three vacancies of the Directors for the following term. For the three vacancies, the Committee shall place at least three names on the ballot, and shall also allow write-in candidates.

The Board shall meet physically at least twice a year. A quorum of at least four Directors including the President must be present in a face-to-face meeting. If an issue is discussed and voted electronically, or by mail, the total number of votes in such a balloting process must exceed a quorum. No action can be passed by the Board with fewer than three affirmative votes.

4.4 Officers

¹ In this document (Bylaws), the official election date of 80-20 NW Ohio is the deadline for Members to send in their e-mail ballots to the Secretary. Such elections are all done by e-mail, and only dues-paying Chapter Members are eligible to vote.

The officers of 80-20 NW Ohio includes President, Vice President, Secretary, Treasurer, and the immediate past-President. All the officers of 80-20 NW Ohio are volunteers and hence not compensated for the work that they perform for 80-20 NW Ohio. However, with prior approval from the Board and the Treasurer, they may be compensated or partially compensated for expenses incurred in performing certain duties.

4.5 President

The first President of the 80-20 NW Ohio was elected by the Chapter Members in 2009. After the President's term is over, the Vice President shall automatically become the President. The President may serve a two-year term, during which he or she also serves as a Director. In the event the President can no longer serve the Chapter, as in the case of relocation to a different State, the Vice President shall immediately take over. The duties of the President include:

- a. represent the Chapter externally;
- b. preside over all meetings of the Board, of the Executive Committee, and of the membership;
- c. make public statements on behalf of the Chapter;
- d. approve in advance all public statements from the Chapter including all press releases;
- e. supervise the activities of the Chapter according to the Bylaws and policies approved by the Board;
- f. present an annual budget for approval by the Board;
- g. present an annual report to the Board;
- i. communicate with Board Members
- j. appoint ad-hoc committees that shall expire with the expiration of the two-year term of the President; this differs from the more permanent committees set up by the Board,
- k. invite newly elected Directors, who have not taken office, to participate, but not vote, in board deliberations.

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4.6 Vice President

The Vice President shall be elected in the election year on the same ballot as for the new Directors. The Vice President's term is limited to two years. Normally, the Vice President shall automatically become the President for the next term. The duties of the Vice President include:

- a. be responsible for programs of voter development, membership and community outreach;
- b. assist the President in representing the Chapter;
- c. work with the President and the Treasurer on membership affairs;
- d. assist the President in organizing meetings of the Board, and the meetings of the Executive Committee and membership;
- e. act for the President when the President is unable to perform his (her) duties, or when the Presidency is vacant for any reason;

A vacancy of the Vice President shall be filled by appointment of the Board of Directors. The appointed person shall be called the Acting Vice President and shall serve in this capacity until the Vice President-Elect becomes Vice President on January 1 of his or her term..

4.7 Secretary

The Secretary is appointed by the Board to serve a 4-year term, and may be reappointed by the Board to successive terms. The Secretary is appointed by a majority votes (i.e., a minimum of

three votes) from the Board, and can be removed at any time by the Board through a majority vote. The duties of the Secretary include the following:

- a. conduct annual elections for new officers and Directors according to schedule²;
- b. record voting of the Board and of the Executive Committee;
- c. keep records of elections, meetings, and important decisions of the Board, and the Executive Committee;
- d. serve as the custodian of records of the Chapter;
- e. maintain an updated list of current members of 80-20 NW Ohio, and publish a list of members eligible to vote in the first week of October, annually.

4.8 Treasurer

The Treasurer is appointed by the Board to serve a 4-year term, and may be reappointed by the Board to additional terms as the Board sees fit. The Treasurer is appointed by a majority vote (i.e., a minimum of three votes) from the Board, and can be removed at any time by the Board through a majority vote. The duties of the Treasurer include the following:

- a. be responsible for collection of local dues of 80-20 NW Ohio, and for keeping a current record of dues payment for inspection by the Board of Directors, Officers and members of the chapter;
- b. be responsible for handling any financial matters concerning the Chapter in a responsible and professional manner, such as overseeing a bank account (if any), issuing checks (if any), making payments, etc;
- c. oversee the financial well-being of the Chapter; make sure that the Chapter does not spend more than it can pay for;
- d. advise the Board and the officers of the Chapter on spending matters, to make sure that all spending is legitimate and done according to the Bylaws and accepted accounting practices.

4.9 Executive Committee

The President, Vice President, Secretary, Treasurer, the immediate past-President, and the chairs of all the committees of 80-20 NW Ohio shall constitute the Executive Committee of the Board. The President shall serve as the Chair of the Executive Committee.

The Executive Committee is in charge of operation of the Chapter including the following:

- a. act on behalf of the Board and carry out the policies and decisions made by the board;
- b. develop and propose new policies and plans for adoption by the board;
- c. perform the wide range duties and functions pertaining to various officers specified in the Bylaws;
- d. prepare for an annual election and an annual conference of all members of the Chapter;
- e. meet physically at least semi-annually;
- f. arrange for Board meetings and report progress to the Board on various activities.

4.10 Nomination Committee

The Nomination Committee shall consist of a chair and two members appointed by the Board of Directors. All vacancies shall be filled by appointment by the Board. The chair and the members of the Committee shall serve no more than two consecutive 2-year terms of service.

² The schedule calls for the Secretary to send a ballot by e-mail to all Members by November 1—two weeks before the official election date.

Members of the Nomination Committee shall not be eligible for nomination as candidates for any elective position. The sole function of the Nomination Committee is to nominate candidates for Board Directors and Vice President. The nomination, consisting of at least one individual for each position, shall be sent to the Secretary during the first week of October, who in turn shall place them on a ballot for voting in.

The nomination Committee shall openly invite Members, Board Members, and officers of the Chapter to submit nominations to the Committee for consideration. The Committee shall meet in August or September each year to discuss the nominated candidates before making a final selection of the candidates for appearance on a ballot. Upon selection of the final candidates for the ballot, the Committee Chair shall inform the selected candidates to confirm their interest to serve if elected. Each candidate will also be asked to supply a brief statement which will be stated on the ballot. Upon confirmation of all the candidates, the Committee is to communicate the slate of final candidates together with the candidate statements to the Secretary to conduct the election, while sending a copy to the Directors of the Board for information. This must be done by October 1 in order to enable the Secretary to have adequate time to prepare for and send the e-mail ballots to Chapter Members by the November 1 deadline.

4.11 Membership and Program (M&P) Committee

The M&P Committee shall consist of a chair and three members appointed by the Board of Directors. Their duties include: recruiting, retaining and updating chapter members, and organizing mission-based programs (events or activities) of interest to most members. The chair and the members of the Committee shall serve no more than two consecutive 2-year terms of service.

4.12 Election

The 80-20 NW Ohio Chapter will elect its officers and Directors and/or vote the modifications of Bylaws and other bills on the base of every other year. The election day shall be the second Saturday of November in the even year. On the election year,

- a. one Vice President and 2 Directors shall be elected,
- b. modifications of Bylaws, if there is any, shall be voted, and
- c. other bills, if there is any, shall be voted by Chapter members.

Prior to the election, the Nomination Committee shall prepare a ballot containing a slate of candidates for Vice President and three Directors, to be presented to the Chapter Members for election. The elected officers shall take office on January 1 of the year following the election. Service as a Director shall not count towards the term limit of an officer.

5. Membership Fee (Annual Dues)

For the convenience of 80-20 NW Ohio Members, membership fees (annual dues) are paid to the parent organization according to its required rates: for instance, \$35 for Basic Members, \$50 for Family Members of two persons, and \$15 for Students. BESIDES THE NATIONAL MEMBERSHIP FEES, ordinarily \$5.00 WILL BE ADDED AS LOCAL CHAPTER FEE, subject to the approval of the board. The Chapter is responsible for sending an annual report of balance sheet to the parent organization, the same balance sheet to be e-mailed to all Chapter Members annually. The parent organization may question the appropriateness of the Chapter's yearly spending, and withdraw further support or demand reimbursement of any improper spending.

6. Modifications to Bylaws

Modification of Bylaws takes two steps to accomplish: (a) passage by the Board by a majority vote (i.e., three votes), and (b) passage by the Chapter membership by a majority of those who voted. The voting by Chapter members must be done in writing by a special ballot with accompanying documents explaining the nature of the proposed modifications and the action of the Board. Balloting may be done at any time when a justified need arises for modifying the Bylaws. Balloting on the Bylaws shall be handled by the Secretary under the auspices of the Board. Members shall have at least 30 days to respond to any proposed Bylaw modifications.

7. Protocol Regarding National and State Elections: 80-20 NW Ohio shall work with the parent organization with respect to presidential elections. The Board is authorized to develop policy for endorsements in state and local elections.

8. Automatic Resignation

Officers and Directors who have missed three consecutive Board and/or committee meetings, without a valid excuse, are considered to have submitted an automatic resignation. The resignation becomes effective 7 days after the last missed meeting. A meeting could be physical, or electronic, where at least one matter is put to a vote.

9. Robert's Rules of Order

Except as herein provided, all proceedings of the Chapter shall be governed by the current edition of Robert's Rules of Order Revised.