

CONSTITUTION

PUBLIC EMPLOYEE RETIREES, INC.

Adopted 1972

(Amended 9/24/75, 9/28/77, 9/27/78, 9/26/79, 9/16/81, 9/13/83, 9/11/84, 9/10/85, 9/17/87, 9/14/89, 9/18/90)

Restructured and Adopted September 23, 1995

(Amended 9/23/99, 9/25/01, 9/4/03, 9/26/06, 9/28/09)

ARTICLE I: NAME

The name of this Corporation shall be: PUBLIC EMPLOYEE RETIREES, INC.

ARTICLE II: PURPOSE

The purpose of this non-profit, non-partisan Corporation shall be: to support and protect our retirement system and its benefits; to promote educational resources and programs for public employee retirees; to study and compare O.P.E.R.S. with other retirement systems; to acquaint the members with legislation pertaining to the general welfare of Ohio's public employee retirees; and to provide a means for the fellowship of its members.

ARTICLE III: MEMBERSHIP

Section 1: The membership of the Corporation shall be limited to those who are receiving retirement pensions and/or survivor or disability benefits from the Ohio Public Employees Retirement System.

Section 2. There shall be two types of memberships: Regular and Life.

Section 3. Regular Membership shall be granted to and held by those who have paid the required dues. Regular Membership shall be on a calendar year basis. (January 1 through December 31 or any part thereof).

Section 4. Life Membership shall be granted to and held by those who have paid the, then required, one time single payment. Life Memberships do not transfer to a surviving spouse.

ARTICLE IV: GOVERNMENT

Section 1: The Corporation shall be governed by, the majority of its voting membership.

Prior to August 15, all members of record as of July 31 shall be notified in writing of all items requiring a vote. An official ballot or ballots shall be included with the notification.

Notification shall be considered satisfied by placement of the required material in the hands of the U.S. Postal Service.

The official ballots received at the Corporation's main office prior to 5 P.M. September 15 shall constitute the voting membership. Should September 15 fall on a Saturday or Sunday, the date will be extended to the ensuing Monday.

Section 2: A representative body, of elected or appointed members, shall oversee the operation of the corporation.

Section 3: The representative body shall be called: The Board of Trustees. The Board of Trustees shall be comprised of five (5) Officers and eleven (11) District Representatives.

ARTICLE V. BOARD OF TRUSTEES

Section 1: The Board is to adopt by-laws and establish operating procedures for the Corporation, and shall have supervision of the affairs of the Corporation between, its Annual Meetings. It is to fix the hour and place of special and annual meetings, make proposals to the membership; promote, authorize, and charter local Chapters; develop and adopt criteria for Chapter operations; and perform such other duties as authorized by the Constitution.

Section 2: The Board shall schedule regular meetings. Special meetings of the Board may be called by the Chairperson and shall be called by the Chairperson upon the written request of three (3) members of the Board.

Section 3: Trustees (Officers and Representatives) are required to attend all Board meetings.

Section 4: A position on the Board shall be considered vacant when the member holding that position has died, resigned, or been removed for incapacity or absenteeism (absent from three (3) consecutive Board meetings without the approval of the Board.)

Section 5: The Board may appoint a successor to fill a vacant un-expired term of any member of the Board except Chairperson, unless the Vice-Chairperson is unable or unwilling to assume the office. An appointment to fill an un-expired term does not restrict an individual's eligibility to be elected for the position's consecutive terms limit.

Section 6: In the event of a vacancy in the office of Chairperson, the Vice-Chairperson shall take over the office and duties of Chairperson through the next Annual Meeting. If the Vice-Chairperson is unable or unwilling to take over the office of Chairperson, the Board may, by majority vote, appoint any one of its members, qualified under Article VII section 2, to fill the un-expired term.

ARTICLE VI: OFFICERS

Section 1. The officers of the Corporation shall be a Chairperson of the Board, a Vice-Chairperson, a 1st Vice-Chair, a 2nd Vice-Chair, and a Secretary / Treasurer. These officers shall constitute the Executive Committee. The Executive Committee shall have supervision of the affairs of the Corporation between regularly scheduled Board meetings.

Section 2: The Chairperson shall preside at all meetings, appoint all committees, except Nominating, and, be Chairperson of the Executive Committee, and shall have such further duties as ordinarily pertain to an office of Chairperson.

Section 3: The Vice-Chairperson, 1st Vice-Chair, and 2nd Vice-Chair shall chair at least one of the Standing Committees.

Section 4: The Secretary / Treasurer shall chair the Finance Committee and be responsible for overseeing the receipt and deposit of all monies paid to the Corporation, and shall ensure they are deposited in such depositories as the Board may direct and shall ensure they are disbursed as authorized by the Board.

He or she shall oversee the keeping of the accounts and records of the Corporation and render a report at the regularly scheduled Board meetings, the organization's Annual Meeting, and at such other times as the Chairperson, Executive Committee, or Board may require.

He or she shall make all corporate records, accounts, and books available to the Board, and / or auditors named by the Board, at all times.

A bond is required for the faithful discharge of his or her duties in an amount to be fixed by the Board. The Corporation shall pay for the cost of the bond.

He or she shall ensure that no funds are distributed, except a small petty cash account, or no bills paid unless himself, or herself, and the Chairperson approve the distribution or payment.

In the case of absence or incapacity of the Secretary / Treasurer or the Chairperson, a Vice-Chair, in order of sequence, may grant his or her approval in his or her place.

Section 5. The Chairperson may receive a salary. All other Trustees serve on a volunteer basis.

Section 6: A Vice-Chair, in order of sequence, shall preside and take over the duties of Chairperson in his or her absence.

ARTICLE VII: TERMS, QUALIFICATIONS, NOMINATIONS, ELECTION, AND APPOINTMENT OF OFFICERS

Section 1: The term for the 4 Chairperson positions shall be one (1) year. The term for the Secretary / Treasurer position shall be (2) years.

All terms commence at the conclusion of the Annual Meeting, and run through the next Annual Meeting.

No person shall hold the same Chairperson position for more than three (3) terms, and the Secretary / Treasurer position for more than two (2) terms.

No person shall hold more than one position on the Board at the same time.

Section 2: Minimum qualifications for Officer positions:

A. A member of PERI.

B. Additional requirements for the office of:

1. Chairperson: Two (2) years, at least one as an officer, on the Board.
2. Vice-Chairperson and 1st Vice Chair: One (1) year on the Board.
3. 2nd Vice-Chair: A past or present Board member, or a past or present Chapter Officer.
4. Secretary / Treasurer: Approved by a two-thirds (2/3) majority of the Board, before consideration by the nominating committee.

Section 3: A Nominating Committee shall be established to solicit and receive nominations for all officer positions.

The committee shall be comprised of one (1) member who is not a member of the Board from each even numbered district during the even numbered years, or one (1) member from each odd numbered district during the odd numbered years; and three (3) members of the current Board.

A District will select its member by a majority vote of the District's Chapter Presidents, and the Board will select its nominating committee members by majority vote of the Board.

The Nominating Committee shall select one of its Board members as Chairperson.

Section 4: Names to be placed in nomination shall be submitted in writing, addressed to the Nominating Committee, in care of the Corporation's Main Office no later than June 1, and shall be accompanied with the candidate's resume and a letter stating his or her willingness to serve if elected.

The Nominating Committee shall select no more than two candidates from the pool of nominees for each office and submit their names and resumes, no later than July 1, to the Board. The Ballot(s) shall then be distributed to the membership in the manner set forth in ARTICLE IV, Section 1.

ARTICLE VIII: DISTRICT REPRESENTATIVES

Section 1: Each of the eleven (11) Districts is to elect a Representative to the Board.

Section 2: A District Representative is responsible for representing the members of his or her District at the Board meetings, for being a member of one or more of its Committees, and for providing overall leadership for the well-being of the Organization.

Section 3: A District Representative is responsible for communicating with Chapter Officers on matters that pertain to the organization's goals and actions on legislative matters.

**ARTICLE IX: TERMS, QUALIFICATIONS, NOMINATION, ELECTION,
AND APPOINTMENT OF DISTRICT REPRESENTATIVES:**

Section 1: District Representatives are elected to a two (2) year term.

District Representatives may be elected to the same office for no more than three (3) consecutive terms.

Elected Representatives shall begin their term of office at the close of the State Annual Meeting at which they are installed. Appointed Representatives shall begin their service immediately following the Board meeting at which they are installed.

Section 2: Minimum qualifications for District Representatives

- A. Member of PERI.
- B. Reside in the District they represent.

Section 3: Prior to March 15, the District Representative in each District that is required to hold an election is to establish a Representative Nominating Committee comprised of one member from each of its chapters. The District Representative is to set a time and location for the committee meeting, notify its members, and send a list of the names and member file numbers to the Corporation's main office.

Section 4: The Chairperson for the Representative Nominating Committee shall be selected by a simple majority vote, among the members of the Nominating Committee or in the case of a tie, by one flip of a coin.

Section 5: The five (5) even number Districts (2, 4, 6, 8, and 10) shall hold elections for Representatives during the even numbered years. The six (6) odd numbered Districts (1, 3, 5, 7, 9, and 11) shall hold elections for Representatives during the odd numbered years.

Section 6: No later than April 1, names to be placed in nomination shall be submitted in writing to the Nominating Committee, and shall be accompanied with the candidate's resume and a letter stating his or her willingness to serve if elected.

No later than April 5, the Nominating Committee shall select no more than two candidates and submit their names to the District Representative.

Section 7: The election shall be by ballot and held at the Annual District Meeting, during the year requiring an election. A majority vote of the members present and voting shall elect a Representative.

Section 8: No later than seven days after the election, the Chairperson of the Representative Nominating Committee shall forward the results of the election, and the successful candidate's resume, to the Corporation's main office to the attention of the Board.

Section 9: Should no candidate be nominated or elected by a District or should a vacancy occur between required elections, the Board may appoint a Representative, or call a special election to elect a Representative.

ARTICLE X: DISTRICTS

The State of Ohio shall be divided into eleven (11) Districts as follows:

District 1: Defiance, Fulton, Henry, Lucas, Ottawa, Sandusky, Williams, Wood.

District 2: Allen, Auglaize, Hardin, Mercer, Paulding, Putnam, Shelby, Van Wert.

District 3: Champaign, Clark, Darke, Greene, Logan, Miami, Montgomery, Preble.

District 4: Adams, Brown, Butler, Clermont, Clinton, Hamilton, Highland, Warren.

District 5: Crawford, Hancock, Knox, Marion, Morrow, Richland, Seneca, Wyandot.

District 6: Delaware, Fairfield, Fayette, Franklin, Licking, Madison, Pickaway, Union.

District 7: Gallia, Jackson, Lawrence, Meigs, Pike, Ross, Scioto, Vinton.

District 8: Athens, Hocking, Monroe, Morgan, Muskingum, Noble, Perry, Washington.

District 9: Belmont, Carroll, Coshocton, Guernsey, Harrison, Holmes, Jefferson, Tuscarawas.

District 10: Ashland, Cuyahoga, Erie, Huron, Lorain, Medina, Summit, Wayne.

District 11: Ashtabula, Columbiana, Geauga, Lake, Mahoning, Portage, Stark, Trumbull.

ARTICLE XI: CHAPTERS

Section 1: Any group of ten (10) or more members of the Corporation may establish a local Chapter by:

A. Adopting the Corporation's Chapter by-laws.

B. Electing, at least, three (3) of the following Chapter Officers: President, Vice-President, Secretary, and Treasurer.

C. Making application with the Board by submitting a list of the founding members names and membership numbers.

D. Receiving a Chapter Charter from the Board.

Section 2: The Board, upon a two-thirds (2/3) affirmative vote, may recall a Chapter's Charter.

ARTICLE XII: DUES

The organization shall operate on the dues and fees collected, and on the interest or dividends derived there from.

Regular Membership dues and Life Membership fees shall remain the same as in the previous year unless a change is approved by a majority of the voting membership in the manner set forth in Article IV, Section 1.

ARTICLE XIII: LIFE FEE ACCOUNT

Life Membership Fees shall be handled separately from the Regular Membership Dues. They are to be deposited in a separate savings account or accounts referred to as Life Fee Accounts. Investments shall be limited to: Certificates of Deposits in federally insured banks, and/or direct obligations of the United States Government. No investment shall carry a maturity date longer than three (3) years from its date of purchase.

Section 1. All interest or dividend income derived from Life Fees may be used for expenses by a majority action of the Board.

Section 2. Principal Funds in the Life Fee Accounts or Life Fee Investments may be used for expenses by a two-thirds (2/3) affirmative vote of the Board.

ARTICLE XIV: AMENDMENTS

The Constitution may be amended with the ballot approval of a two-thirds (2/3) majority of the voting membership in the manner set forth in Article IV, Section 1.

Section 1: Amendments to the Constitution may be proposed by:

- A. A petition signed by one (1) percent of the members of record as of April 1 with no more than one third (1/3) of the signers from the same District, or
- B. A petition from two (2) districts, signed by two-thirds (2/3) of the Chapter Presidents in each District, or
- C. A petition signed by two-thirds (2/3) of the Board.

Section 2: Petitions to amend the Constitution, in addition to the required signatures, shall include the Article and section to be amended, all articles and sections referenced, and the proposed new wording.

Section 3: Proposed Amendments must be presented to the Board for signature certification and placement on the ballot no later than June 1 of the year in which a vote is to be taken.

ARTICLE XV: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern the Corporation in all cases that are not inconsistent with this Constitution, its by-laws, or any special rules of order the Corporation may adopt.