

Bylaws

The Ohio Association for Behavior Analysis, (OHABA) established 2008

Revised April 2014, revised January 2018 Passed by membership 3-30-18
Board Approved 4-5-18 Revised January 2020 Sent to Vote January 2020, Passed by
membership (1.20.20)

ARTICLE 1: Name

1. The name of the organization shall be The Ohio Association for Behavior Analysis. It shall be represented by the initials OHABA. It shall exist as a non-profit organization in and under the laws of the State of Ohio. OHABA currently maintains no physical address but will maintain a Post Office Box and email address for correspondence. The Executive Board of Directors (herein called the " Executive Board") is granted full power and authority to establish or change a principal office from one location to another.

ARTICLE 2: Purpose

1. The purpose of this nonprofit 501(c)(6) organization is to promote the science and theory of Behavior Analysis through the support of research, education and practice.
 - a. Supporting the certification process of Certified Ohio Behavior Analysts (herein referred to as "COBA").
 - b. Supporting the national certification process of Behavior Analysts and assistant Behavior Analysts, and Registered Behavior Technicians (herein referred to as "BCBA" and "BCaBA" and "RBT").
 - c. Advocating for Behavior Analytic services and the profession of Behavior Analysis ***practice in the state of Ohio by working with the relevant stakeholders, legislature, and boards governing practice.***
 - d. Enhancing quality assurance in behavior analytic services.
 - e. Promoting Behavior Analysis and university programs that specialize in Applied Behavior Analysis.
 - f. Providing continuing education opportunities for behavior analysts.
 - g. Providing resources and information related to behavior analysis.
 - i. Organizing an annual conference which shall serve as a forum for presentation of scientific and technological achievements as well as the discussion of the affairs of the organization.
 - ii. Maintaining a group site or website containing information about the organization and about Behavior Analysis in Ohio and elsewhere.
 - iii. Alerting Members to regional and national issues affecting the practice of Applied Behavior Analysis.
 - h. Functioning as the Ohio contact for and representative of the Association for Behavior Analysis: International (herein referred to as "ABAI").

ARTICLE 3: Membership

1. Members.

The Members of OHABA shall be the persons who have met the criteria set forth in these Bylaws for membership and who have been approved for such membership by the Board. Any person interested in or actively engaged in any area of Behavior Analysis may be a member of OHABA. Membership is not restricted to residents of the State of Ohio.

2. Memberships.

a. Qualifications and Classifications: OHABA shall have Four classes of Members: Full Members, Student Members, Behavior Technician and Affiliate Members. Members of each class are entitled to the rights and privileges of OHABA as are appropriate for their membership category. Dues for each category of membership shall be established by a simple majority vote of the Board.

1. Full Member status shall be granted to individuals who apply for membership in OHABA and currently hold membership in ABAI, are certified by the Behavior Analysis Certification Board (herein referred to as "BACB"), or are certified by the state of Ohio as a behavior analyst (e.g. COBA). Full Members are eligible to be a Board Member. Each Full Member is entitled to one vote on each matter submitted for a vote. The Student Representative is not entitled to a vote.
2. Student Member status shall be granted to individuals who apply for membership in OHABA and are classified as a student in a program of study leading to a degree in Behavior Analysis or a related discipline, and/or enrolled in a BACB-approved program to meet course requirements for BACB certification. Verification of student status must be provided by an administrator or faculty member of the program in which the student is enrolled. Student Members shall have the right to vote only for a Student Representative and shall only hold office for Student Representative.
3. Behavior Technician status shall be any person holding a credential or certificate by a national or state organization to practice applied behavior analysis in the state of Ohio. Verification of certification or credential must be provided by including their RBT certification number with the BACB. Behavior Technicians will be entitled have the right to vote only for a Student Representative. Behavior Technician status excludes the right to hold office on the Board, but includes any other privileges afforded Members (e.g., involvement on committees, conference attendance, discounts).
4. Affiliate Member status shall be granted to individuals who apply for membership in OHABA and do not meet the criteria for Full or Student Member status. Individuals should evidence interest in the discipline of Behavior Analysis. Each Affiliate Member is entitled to one vote on each matter submitted to members for a vote. Affiliate Member status excludes the right to hold office on the Board, but includes any other privileges afforded Members (e.g., involvement on committees, conference attendance, discounts).

c. Membership changes: The Board herein reserves the right to change membership offers (e.g. lifetime memberships, multiple-year memberships) at the sole discretion of the Board.

Membership categories shall be in accordance with processes established by the Board.

d. Application for Membership: A person who wishes to become a Member must submit a completed application form and pay annual membership dues according to the procedures outlined at OHABA.org or as established by the Board.

e. Dues: Each Member shall be a Member for an initial term commencing on the date such person is approved for membership and continuing until the next October 31, the date on which membership expires. Membership shall be renewed for the period November 1 through October 31 of any year.

f. Termination of Memberships: Members failing to pay dues to this Board by **November 1st** of each calendar year shall automatically forfeit their membership. Individuals who have forfeited membership because of non-payment of dues may be reinstated in accordance with policies established by the Board for application of membership.

3. Meetings.

Special meetings and Board Meetings may be called at any time by the Board in person or virtual. An annual meeting of the Members shall be held either in the first quarter of each calendar year or the day before the annual conference. The annual meeting shall include, but not be limited to, presenting reports by the Board. Notice of the annual and special full member meetings shall be made not less than thirty days to all Members in good standing. Notice will be given via email and will be sent to the last known email address on file with OHABA.

4. Elections.

Elections shall be accomplished by written and/or electronic ballot with the ballot of every Member being solicited. All solicitations of ballots shall indicate the time, date and place where the ballot must be returned to be counted. The Board may collect votes on the matters by mailing voting ballots or online polling.

5. Quorum.

Unless a greater or lesser quorum is provided in a ByLaw adopted by the Members, the presence of not less than ten percent of the total number of Full and Affiliate Members shall constitute a quorum and shall be necessary to vote on all matters brought before a meeting of the Members.

6. Removal of Board Members.

The Board may, by two-thirds vote of the entire Board, suspend or expel any Member of this organization for violation of these Bylaws, and/or any rules, procedures and policies established by this organization, BACB, Ohio Board of Psychology (i.e., the administrator of COBA) or ABAI. Before such action is taken by the Board, written notice shall be sent to the Member not less than thirty days prior to the meeting of the Board at which the matter is to be considered. Said Member shall be entitled to a hearing before the Board before any decision is rendered.

ARTICLE 4: Executive Board of Directors

1. Directors:

The Executive Board of Directors (EBoD) of OHABA shall be the President, the President-Elect, the Past President, the Secretary, and the Treasurer. The directors shall be Full Members of OHABA. All activities and affairs of OHABA shall be exercised by or under the direction of the Executive Board of Directors. At its discretion, the EBoD may invite other Board Members, Committee Members, contractors, or vendors to attend all or part of its meetings as non-voting attendees.

2. Terms of Office:

Directors elected to the EBoD shall assume office on the first day after the close of the annual meeting of the Members at which their election is announced. Directors shall hold office until their elected successors assume office in their stead. Unless otherwise identified, directors are elected for a period of two years, which may be renewed one time. Additional renewals will be reviewed by the executive board and brought to a vote. The following will be considered when approving subsequent terms: 1) director's past effectiveness in the role, 2) interest and investment of other qualified candidates, 3) current political/environment/ social factors influencing the board that may have an impact on members of the organization. A term may be decreased or lengthened as may be necessary to implement the staggering of terms by the Board.

- a. The term of office of the President shall be two years to commence at the conclusion of the meeting presided over by the current President, who shall then assume the office of Past President. The President and Past President shall not be eligible for nomination for the office of President-Elect. The President-Elect shall be **elected** for an initial term of two years on even years. Thus, once elected the term of service is outlined as follows:

two years of service as President-Elect, two years as President and two years as Past-President.

- b. The Secretary and Treasurer shall be **elected** for an initial term of two years on odd years.

3. Nominations:

Nomination ballots will be sent to each Full and Affiliate Member at least two months prior to the annual OHABA meeting of the Members. For each office that appears on the nominating ballot, each Full Member may propose up to four names and may nominate the same person for more than one office. No one may hold two offices at the same time, so if a voting member received nomination votes for two offices, the President shall request that the individual choose the office for which he or she wishes to be a candidate. The Board will ensure that all nominees meet all application guidelines for services as a director on the Board.

4. Elections:

All votes shall be made by anonymous ballot provided prior to the annual meeting. Each ballot will include the names of the candidates for each office listed in alphabetical order with a brief biographical description of each nominee. This shall be accomplished by written and/or electronic ballot with the ballot of every member being solicited from the last known address. All solicitations of ballots shall indicate the time, date, and place where the ballot must be returned to be counted.

5. Duties:

- a. The President serves as the Executive Director of the organization and shall preside at all Board and member meetings. The President shall supervise and control the affairs of the organization, the activities of Board Members, the activities of the committees, and guide and mediate board actions with respect to OHABA's purpose. The President shall plan agendas for board meetings and chair those meetings according to acceptable rules of order, as well as comply with applicable laws and Bylaws. The President shall arrange for the annual meeting. The President also is responsible for the counting of nomination and election ballots, as well as the ballots in any referenda submitted to the voting membership. The President must hold certification as a Board Certified Behavior Analyst.
- b. If the President is unable to preside over a meeting, that responsibility shall fall to the current President-Elect. The President-Elect performs the duties of the President if s/he is unable to do so. The President-Elect must hold certification as a Board Certified Behavior Analyst.
- c. The Past-President shall be available to the President for consultation and shall assume any duties delegated by the President. If both the President and President-Elect are unable to preside over a meeting, the current Past-President shall assume the responsibility. The Past-President performs the duties of the President if both s/he and the President-Elect are unable to do so. The Past-President must hold certification as a Board Certified Behavior Analyst.
- d. The Secretary shall keep all records of the chapter and the Board, conduct official correspondence with members as needed, serve ex-officio as a member of all committees as deemed necessary by the board, and issue programs of meetings. The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, and distributing copies of minutes and the agenda to each Board Member. If the Secretary is unable to be in attendance, s/he shall ensure the taking of minutes will be completed by another Board Member in attendance. The Secretary shall ensure records of meetings and board activities are permanently retained, and archive important documents. S/he shall bring to the attention of the Board and the members such matters as are deemed necessary for the appropriate operation of the organization.

The Secretary shall certify and keep the original, or a copy, of these Bylaws, as amended or otherwise altered to date, a book of minutes of all meetings of the Board, and, if applicable, meetings of committees and of members, recording therein the time and place of holding, whether annual or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof. The Secretary shall deliver all records and documents to his/her successor.

- e. The Treasurer has charge and custody of, and is responsible for all funds and securities of OHABA. S/he shall have the authority to disburse these funds for purposes authorized by the Board. The Treasurer keeps and maintains adequate and correct accounts of OHABA's business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses. The Treasurer also exhibits at all reasonable times the books of account and financial records to any director of this organization on request, and prepares the financial statements to be included in any required reports. The Treasurer shall submit an annual report of the financial status of OHABA to the members at the annual business meeting and make a finance report at the beginning of each month. Original bank statements must be submitted at each of the four quarterly meetings for review and inspection. The Treasurer will submit an annual budget to the Board for approval. S/he will maintain and have charge of OHABA's post office box. The Treasurer shall deliver all records and documents to his/her successor.
6. Meetings:

Directors shall attend four quarterly meetings per calendar year which are established by the Board and are available for review by **the second week of the first quarter** of each calendar year at www.OHABA.org. It shall meet at such other times and locations as deemed necessary by the President. Additional meetings of the Board may also be called by notification of at least fourteen days in advance of the proposed meeting.
 7. Notice of Meetings:

Notice of all board meetings, whether quarterly or special, stating the place, day and hour of the meeting and whether it is quarterly or special, and in case of a special meeting the purpose or purposes thereof, shall be given personally, by mail or by electronic mail or other form of electronic transmission, at least fourteen days before the meeting. Notice given by electronic mail shall be deemed given when directed to an electronic mail address to which a Director has consented to receive notice. Notice for an annual meeting at which any action is proposed to be taken that would require member approval, must include a description of the action to be taken that would require such member approval.
 8. Place of Meetings: Notwithstanding anything to the contrary in these Bylaws, any meeting of the Board may be held at any place within the State of Ohio which has been heretofore designated for that purpose by the Board. Meetings outside of the State of Ohio are subject to the unanimous approval of the Board.
 9. Action without Meeting:

Any action required or permitted to be taken by the Board may be taken without a meeting. All voting Members of the Board shall individually or collectively consent in writing to such action. Such consent or consents shall have the same effect as a unanimous vote of the voting members of the Board and shall be filed with the minutes of the proceedings of the Board.
 10. OHABA Sponsored Events shall not be held at a location affiliated with any current OHABA board member without Board approval.
 11. Quorum:

For purposes of the transacting business of this organization, a quorum shall consist of a majority of the Board.
 12. Parliamentary Procedures:

The parliamentary rules in "Robert's Rules of Order," as revised, shall govern all deliberations of the Board and its committees, when not in conflict with these Bylaws.

13. Fees and Compensation:

Directors shall not receive compensation for their services as directors. Directors may receive reimbursement for expenses as may be fixed or determined by the Board and may serve the organization in some other capacity for which compensation is paid.

14. Replacement and Removal:

- a. In the event of death, incapacity, or resignation of any of these directors, **the Executive Board** shall, by majority vote, appoint a successor to serve until the conclusion of the term of the replaced member or until elections occur at the annual business meeting of the chapter. The term served by the successor will not count toward the consecutive term limit.
- b. Directors who fail to maintain membership in good standing in OHABA or ABAI, or who has more than two consecutive unexcused absences from meetings of the Directors or meetings of any committees of the Board on which s/he serves shall be deemed to have resigned from the Board. A Director who has missed two consecutive meetings will be given opportunity to provide explanation for the absences. An individual who is removed from the Board shall not be eligible to serve as a Director or on a committee of this organization at any point in the future.
- c. Any Director may be removed without cause from the **Executive** Board if such removal is approved by a majority of the Directors then in office.

ARTICLE 5: Committees

1. OHABA will maintain such standing committees as provided by these Bylaws and may create committees as needed by the majority vote of the Board. Committees shall be chaired by a voting member of the Board. The chairpersons shall be non-voting affiliates of the Board and shall herein be referred to as Board Members. Committees will be comprised of two or more members of general OHABA members and do not hold voting rights. Minutes shall be kept of each meeting of each committee and committee reports shall be provided to the Board ten days prior to quarterly board meetings. Documents shall be submitted to the Secretary.
2. Meetings:
Chairpersons shall attend four quarterly meetings per calendar year which are established by the Executive Board and are available for review by **the second week of the first quarter** of each calendar year at www.OHABA.org. It shall meet at such other times and locations as deemed necessary by the President. Additional meetings of the Board may also be called by notification of at least fourteen days in advance of the proposed meeting.
3. Fees and Compensation:
Chairpersons shall not receive compensation for their services as **Chairpersons**. **Chairpersons** may receive reimbursement for expenses as may be fixed or determined by the Board and may serve the organization in some other capacity for which compensation is paid.
4. Replacement and Removal:
 - a. In the event of death, incapacity, or resignation of any of these **chairpersons, the Executive Board** shall, by majority vote, appoint a successor to serve until the conclusion of the term of the replaced member or until elections occur at the annual business meeting of the chapter. The term served by the successor will not count toward the consecutive term limit.
 - b. Chairpersons who fail to maintain membership in good standing in OHABA or ABAI, or who has more than two consecutive ~~unexcused~~ absences from **quarterly** meetings of the Directors or meetings of any committees of the Board on which s/he serves shall be deemed to have resigned from the Board. A Chairperson who has missed two consecutive meetings will be given opportunity to provide an explanation for the

absences. An individual who is removed from the Board shall not be eligible to serve as a Director or on a committee of this organization at any point in the future.

- c. Any **Chairperson** may be removed without cause from the **Executive** Board if such removal is approved by a majority of the Directors then in office.

5. Current standing committees include;

- a. Membership:

The Membership Committee shall receive and process applications for membership and give notice of all inductions into membership. This committee is responsible for maintaining a database of current members, interested parties and contacts, and seeking out opportunities to increase membership through public awareness. This committee will keep a membership book or electronic database containing the name and address of each and every member, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased. This committee shall keep membership records up to date and inform members of upcoming dues and renewals at least three months prior to the due date. All membership dues must be turned into the Treasurer.

- b. Program:

The Program Committee coordinates and oversees the planning and implementation of the annual conference, including the management of the conference budget and site selection, selection of the conference program, and on-going operations of the conference, including a final report of these activities to the Board. The committee shall also coordinate and oversee any additional programs this organization wishes to hold.

- c. Marketing and Technology:

The Marketing and Technology Committee assists this organization in increasing its visibility in the community and developing and executing strategies to enhance the image of OHABA through communications with the membership, general community, and various media sources. The committee also implements OHABA's advertising policy and coordinates advertising with other relevant committees, contractors, and vendors of the organization. The Marketing and Technology Committee works alongside the Program Committee and Membership Committee to help promote the events and activities supported by each committee.

- d. Professional Standards:

The Professional Standards Committee serves as a liaison to the Board on all topics related to issues for individuals who are certified by the BACB. In addition, the Professional Standards Committee will act as the Approved Continuing Education (ACE) provider for BCBA's/BCaBA's through the BACB to offer continuing education credits at the annual conference and any additional programs.

- e. Student:

The Student Representative Committee serves to maintain positive relations with regional colleges and universities offering coursework in Applied Behavior Analysis to promote active student involvement through recognition of student submissions to the annual conference.

- f. Education:

The Education Committee serves to provide professional education opportunities and professional networking for OHABA membership. The Education Chair mentors the Student Representative and delegates appropriate responsibilities to be completed. Additionally, the Education Committee works to disseminate Behavior Analysis research into educational settings and coordinates efforts with the Membership Committee to broaden the scope of members.

- g. *Public Policy:*

The Public Policy Committee will raise awareness of issues in the State of Ohio that

could potentially affect the practice of behavior analysis. The role of the Public Policy Committee shall be to advise and assist the board regarding matters involving behavior analysis and governmental entities.

g. Ad-hoc Committees:

Ad-hoc Committees shall be created to accomplish specific objectives and are short-term in nature. Ad-hoc committees must include two or more members of OHABA and can include non-members as well, depending on the objectives. A committee chairperson shall be appointed by the Board and must be an OHABA Member. The Ad-hoc Committee Chairpersons shall report to the Board as to the status and outcomes of the committees' objectives. Ad-hoc committee chairpersons are not voting members of the Board.

ARTICLE 6: Ethics

1. Board Members shall comply with the Behavior Analyst Certification Board's Guidelines for Responsible Conduct for Behavior Analysts. In particular, Board Members shall avoid participating in dual relationships and any activities that may compromise their ability to make objective decisions regarding OHABA.

ARTICLE 7: Program

1. Notice of the annual conference or other meetings of OHABA shall be given to all members in good standing not less than three months prior to the scheduled date.
2. The executive board reserves the right to call additional meetings as necessary.
3. Virtual meetings will occur 4 times per year, or additionally as necessary, throughout the year. These meetings will be optional and performance neutral for board members. Virtual meetings, unless Board voted as relevant, will not be publicly scheduled

ARTICLE 8: Representation of the Organization

1. Documents issued in the name of the organization shall be signed with the name of the organization and at least two Board Members, including their name and OHABA Position. Financial documents require the Treasurer's signature as one of the two signatures.
2. Notifications that are sent via postal mail or electronic mail to Members and to the Behavior Analysis community at large will be presented to the Board for review prior to dissemination. Any notifications will include a "respond by date" to ensure that all recipients are aware of time frames to provide feedback, participation in events, and voting.
3. Social media will be managed by the Marketing and Technology Chairperson, who will have the authority to make announcements, provide information, or advertise OHABA events on all Board approved accounts. ***The Executive Board can also appoint other Directors, Chairpersons, or committee members to post announcements to social media accounts.*** Announcements and social media sites will be used to inform our members and those interested in Behavior Analysis of current issues and events related to Behavior Analysis in Ohio. Acknowledgement of other organizations on these social media sites will only be done through a vote of the Board.

ARTICLE 9: Inspection of Records

1. OHABA records are kept in digital form. The Board's record of accounts and minutes of proceedings of the Board and members shall be open to inspection upon the written demand of an OHABA Member or any Board Member, at a reasonable time and place, and for a purpose reasonably related to such member's or board member's interests as a member or board member. Such inspection may be made in person or by an agent or attorney, and shall include the right to make copies. Demand for inspection must be made in writing to the President or the Secretary of the organization at least seven days before the date on which the member or board member wishes to inspect and/or copy the documents.

ARTICLE 10: Amendments to Bylaws

1. Amendments may originate through two processes:
 - a. Simple majority vote of the Executive Board.
 - b. Introduction from the floor at an OHABA Member Meeting. The proposed amendment shall have first been endorsed by a petition bearing the signatures of at least one-third of the current OHABA voting members. In the event of such a petition reaching the floor, the Board Member presiding over the meeting shall declare the issue on hold for the purpose of validating signatures.
 - i. Once signatures are validated, the presenter(s) will be notified of validation. The Board will then hold a special election where the amendment will be presented to the voting members for a vote.
 - ii. If the signatures are not able to be validated, the presenter(s) of the petition will be notified of the Board's findings and informed of the remaining signatures required to bring the petition/proposed amendment to a vote by the voting members.
3. These Bylaws may be amended or repealed by the approval of the Board, except for the amendment or repeal of membership voting rights in this corporation. These rights may only be amended or repealed by the approval of the Board and the members.

ARTICLE 11: Fiscal Year

1. The fiscal year of this organization shall close on December 31st.

ARTICLE 12: Dissolution of the Organization

1. A decision to dissolve the organization must be made by two successive votes of a two-third majority of the Full Members.
2. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Policies to discuss with the board that are recommended by ABAI

Conflict of Interest. Defines the requirements for full disclosure by chapter board members and other interested parties to ensure that decisions are free of favoritism and in the best interests of the chapter.

Whistleblower. Provides for the protection of chapter employees, independent contractors, officers, or board members who, in good faith, make confidential reports of suspected violations of law or policy.

Gift Acceptance. Describes the conditions within which gifts may be made to and accepted by the chapter.

Non-discrimination policy

1-12-18 Drafted revisions made by Bryan Droesch, Jennifer Sweeney and Elizabeth Henry.

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