



OHIO PATROLMEN'S BENEVOLENT ASSOCIATION

**REPRESENTING OHIO'S FINEST**

**CONSTITUTION**

**AND**

**BY-LAWS**

**OF**

**The Ohio Patrolmen's  
Benevolent Association**



**CONSTITUTION**  
**AND**  
**BY-LAWS**  
**OF**  
**The Ohio Patrolmen's**  
**Benevolent Association**

*(A Corporation Not for Profit Under  
The General Corporation Act of Ohio)*

As Amended and Passed at the  
General Membership Meeting  
of August 24, 1974,  
and Amended October 13, 1983,  
April 18, 1987,  
April 4, 1990, April 4, 1991,  
October 24, 1991, October 10, 1996,  
December 3, 1998 and December 7, 2000

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**North Royalton, Ohio 44133**

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## TABLE OF CONTENTS

	Page
Executive Board .....	5
Attorneys .....	6
Business Agents.....	6
Purposes .....	7
Membership .....	8
Non-Affiliation.....	8
Officers .....	9
Board of Directors.....	11
Nominations and Elections .....	13
Protests of Election Results .....	15
Meetings.....	16
General Membership.....	17
Quorums.....	17
Amendments .....	17
Dues, Fees and Assessments.....	18
Non-Payment of Dues and Assessments .....	19
Discipline and Impeachment Officers .....	19
Special Funds.....	20
Defense Funds .....	20
Garrity Rights .....	21
Right to Union Representation.....	21



# OHIO PATROLMEN'S BENEVOLENT ASSOCIATION

## EXECUTIVE BOARD

**Thomas M. Austin** . . . . . *Executive Director*  
Twinsburg Police Department

**Patrick Coleman** . . . . . *Executive Secretary*  
Brecksville Police Department

**Walter C. Gould** . . . . . *Recording Secretary*  
Amherst Police Department, Retired

**Gary Jesser** . . . . . *Treasurer*  
Parma Police Department, Retired

**David Spagnolo** . . . . . *Financial Secretary*  
Bedford Heights Police Department, Retired

**Ronald G. Campbell** . . . . . *Sergeant-at-Arms*  
Cuyahoga County S.O., Retired

**Walter C. Gould** . . . . . *Director of Organization*  
Amherst Police Department, Retired

**Terry Gallagher** . . . . . *Trustee*  
Parma Heights Police Department, Retired

**Brian Johnston** . . . . . *Trustee*  
Geauga County S.O., Retired

**James Thompson** . . . . . *Trustee*  
Warrensville Heights Police Department

## **STAFF ATTORNEYS**

**S. Randall Weltman**

**Mark Volcheck (Columbus)**

**Joseph Hegedus (Columbus)**

**Daniel J. Leffler**

**Max Rieker**

## **SPECIAL COUNSELORS**

**George Argie, Jr.**

**Louis D'Amico**

**George E. Gerken**

**Dominic Vitantonio**

**Larry D. Farley (Toledo)**

**Michelle Sullivan (Toledo)**

**Jonathan J. Winters (Toledo)**

## **BUSINESS AGENT**

**Jeffrey D. Perry**

## ARTICLE I

### NAME

This Association shall be entitled "THE OHIO PATROLMEN'S BENEVOLENT ASSOCIATION, INC."

## ARTICLE II

### PRINCIPAL OFFICE

The place in this State where the principal office of the corporation is to be located is: 10147 Royalton Road, Suite J, P.O. Box 338003, North Royalton, Ohio 44133, Cuyahoga County, Ohio.

## ARTICLE III

### PURPOSES

**Section 1.** This Association shall exist for the purpose of providing aid and protection to its members, to provide for the education of its members and to provide for the general welfare of its members.

**Section 2.** The Association shall be authorized to act as bargaining agent or representative for its members in matters of policy, wages, compensation, hours and terms and conditions of employment and for the protection and welfare of its members in any matter affecting their employment status.

**Section 3.** The Association shall undertake to increase the professional status of all its members. It shall undertake and engage in such educational programs as may be appropriate including but not limited to, the holding of classes, public forums, issuing publications, engaging in community relations, and doing all other things necessary to meet the increased responsibilities of its members in a modern society.

**Section 4.** The Association may publish and distribute for general circulation an Association newspaper or magazine, and to publish and distribute other newspapers and/or written materials from time to time, all such newspapers, magazines or publications on a regular or irregular basis.

**Section 5.** The Association shall have such general powers as may be necessary to carry out all of its objec-

tives, including the holding, owning, renting, leasing and transfer of both real and personal property, maintaining bank accounts, hiring of professional assistants and payments of salaries and emoluments to officers, agents and employees.

**Section 6.** The Association shall not make loans from any Association assets to any officer, agent employee or member.

**Section 7.** No Association officer, agent and their spouses, minor children, parents and otherwise may engage in or hold any business or financial interest which is in conflict with his or her fiduciary obligations to the Association.

ARTICLE IV  
**MEMBERSHIP**

**Section 1.** Membership in this Association shall be available to duly appointed, sworn police and law enforcement officers and any other employee of a government or quasi-governmental employer, who performs law enforcement or related services or such retired employees, located within the State of Ohio.

**Section 2.** No elected or appointed office within this Association shall be held by any person who is not a member of this organization as set forth in Section 1 of this Article.

**Section 3.** The Board of Directors shall have the authority to create Associate Memberships for individuals not otherwise eligible for membership in this Association. The Board of Directors shall have the authority to determine the terms of Associate Memberships, including dues structure and all other matters related thereto.

ARTICLE V  
**NON-AFFILIATION**

This Association shall not become subordinate to any other labor association or union of any type whatsoever. However, this Association may join the National Association of Police Organizations.

## ARTICLE VI OFFICERS

The officers of this Association shall be: **Executive Director, Executive Secretary, Recording Secretary, Treasurer, Financial Secretary, Sergeant-at-Arms, Director of Organization** and three **Trustees**. They shall be known as the **Executive Board**.

The Executive Board shall give advice and counsel to the Executive Director in Association matters and assume such other duties as the Executive Director may from time to time assign. All members of the Executive Board shall be members of the Board of Directors. It shall approve or ratify all contracts entered into by the Association and authorize and approve expenditures of Association funds for purchases of equipment.

**Section 1 (a).** The *Executive Director* shall have General Supervision over the affairs of the Association. He shall be the Chief Administrative Officer of the Association, and conduct the affairs of the Association in accordance with the Constitution and subject at all times to review and approval of the Board of Directors.

**(b).** The *Executive Director* shall preside at all meetings of the Association and conduct same in conformity with this Constitution. He shall have the deciding vote in case of a tie on any question that is being decided by the General Members, Board of Directors, Executive Board or any sub-Committee thereof. He shall decide all questions of order and interpret the Constitution and By-Laws of the Association.

**(c).** The *Executive Director* shall have the authority to employ all staff and professional personnel and assistants. He shall sign all checks and orders on the Treasury for money ordered paid by the Association. His signature, or that of the Executive Secretary, acting lawfully in his stead, shall be required on said checks along with that of the Treasurer, or the Financial Secretary acting lawfully in the stead of the Treasurer. The signature of the Executive Director shall be required on all contracts and obligations incurred by the Association, along with that of the Recording Secretary.

**Section 2.** The **Executive Secretary** shall aid and assist the Executive Director and shall, during a temporary absence of the Executive Director (not exceeding thirty (30) days pursuant to the request of the Executive Director) or in the case of the Executive Director's incapacitation or inability to discharge the duties of his office, act in his place with all such powers incidental to said office.

**Section 3.** The **Recording Secretary** shall have the responsibilities for, and full charge of, keeping and maintaining the corporate minute book and other files and records of the Association, except as may be required to be held by other officers in the performance of their duties. The Recording Secretary or his designee shall attend all meetings required to be held by these Articles or Constitution and shall make true and accurate minutes of said meetings for insertion in the corporate minutes book. The signature of the Recording Secretary, along with that of the Executive Director, shall be required on all contracts and obligations incurred by the Association.

**Section 4.** The **Treasurer** shall be the custodian of all funds of the Association and shall have the power to issue checks and pay all bills and accounts. The signature of the Treasurer, or the Financial Secretary acting lawfully in the stead of the Treasurer, shall be required on all such checks, along with that of the Executive Director, or the Executive Secretary acting lawfully in the stead of the Executive Director, to properly expend the funds of the Association. The Treasurer shall maintain accurate accounts of all books and records necessary to maintain proper financial records of the Association, prepare an annual financial report and keep open for inspection by any member, all such books and records.

**Section 5.** The **Financial Secretary** shall assist the Treasurer in the performance of his duties when necessary. In the incapacity or absence of the Treasurer, the Financial Secretary shall assume and discharge the duties of the office of Treasurer, including the signing of checks.

**Section 6.** The **Sergeant-at-Arms** shall enforce order at the meetings, and shall have the responsibility of deter-

mining the rights of persons to attend and participate in all meetings of the Association.

**Section 7.** The three (3) **Trustees** of the Association shall at their pleasure, inspect all books and records of the Association, making certain that they are properly held and accounted for, and that they are in proper business order.

**Section 8.** The **Director of Organization** shall aid, assist and be responsible to the Executive Director. He will be the Chief Recruiting Officer and be in charge of all Recruitment and organizational activities.

**Section 9 (a).** Whenever any vacancy occurs within the Executive Board, the Executive Director within thirty days, and upon ratification of a majority vote of those members of the Board of Directors present at a duly constituted meeting, shall appoint an eligible member of the Association to said vacancy, and said appointee shall hold his office for the remainder of the term to which he is appointed.

**(b).** The election of the officers shall take place as provided in Article VIII.

ARTICLE VII  
**BOARD OF DIRECTORS**

**Section 1.** The **Board of Directors** of the Association shall consist of the Executive Director, who shall be chairman of the Board, all members of the Executive Board and at least one Director from each member department. Each department shall be entitled to Directors and alternate Directors based upon the following formula:

<b>Association Membership in Departments</b>	<b>Number of Directors</b>
1 through 19, inclusive	1
20 through 39, inclusive	2
40 through 59, inclusive	3
60 through 79, inclusive	4
80 through 99, inclusive	5
100 through 199, inclusive	6
Each additional 350	One additional

**Section 2 (a).** Members of the **Board of Directors** shall be elected at large by the membership of their respective departments for terms of two years.

**(b).** Elections for Director shall be by secret ballot.

**(c).** Nominations for the office of Director shall take place at a member department not later than October 31, of odd-numbered years. Elections for Director shall take place in member departments not later than November 21 and results certified to the Executive Director not later than November 25th of said odd-numbered years.

**(d).** In the election of Directors of member departments where more than one is to be elected, the candidates equal in number to the places to be filled, who receive the highest number of votes at such election shall be declared elected.

In the event there is an equal number of votes cast for two or more candidates with the highest number of votes, a run-off election shall be held within fifteen days. Each duly elected Director shall appoint and certify in writing the name of his alternate within five days after his election.

**Section 3.** If any department does not hold an election for the office of Director or the office of Director is vacant for sixty days, the Executive Director shall appoint a Director for said department with the approval of the Board of Directors.

**Section 4.** Each duly elected Director shall appoint an alternate Director. If the duly elected Director is unable to attend a properly convened Board of Directors meeting, the alternate Director may attend in his stead and said alternate shall possess the power to vote.

**Section 5 (a).** Should any Director be absent at three (3) consecutive meetings without being properly excused by the Executive Director, his office may be declared vacant and filled by the Executive Director with the approval of the Board of Directors.

**(b).** Should a majority of the members of a department petition the Executive Board desiring a removal of a Director prior to the expiration of his term, the Executive Board, after verification of the petition, shall declare that

Director's office vacant and shall either appoint a new Director or order that an election take place immediately for a successor Director whose term shall commence for the duration of the term of the removed Director.

**Section 6.** The **Board of Directors** shall act as the governing body of the Association, and shall have the power to carry out all acts necessary to further the purposes of the Association. It shall establish the policy and rules for the Association, subject only to revision by the membership at any appropriate membership meeting. It shall authorize the Executive Director to carry out any specific function or directive to further the purposes of the Association. It shall determine salaries and expenses for officers of the Association.

**Section 7.** Thirty (30) days after the Executive Director has been declared incapacitated and is unable to discharge the duties of his office, the **Board of Directors** shall have the authority to appoint an eligible member of the Executive Board to serve as Acting Executive Director until such time as the Executive Director can resume the duties of his office or his term of office expires.

**Section 8.** The **Board of Directors** shall not elect, nominate, appoint or ratify to any Executive Board office, any person who is a member of a department already having representation on the Executive Board. Nominations of the General Membership for any Executive Board office shall not be accepted when the nominated member's department is already represented on the Executive Board.

## ARTICLE VIII

### NOMINATIONS AND ELECTIONS

**Section 1.** A member is eligible for election to the office of Executive Director, Executive Secretary, Recording Secretary or Treasurer as long as he has maintained membership in the Association in good standing by paying all dues, fees and assessments required of the Association for a period of five (5) consecutive years prior to the date of nomination, and has attended at least four (4) regular general membership meetings during the twenty-four (24) months immediately prior to his nomination.

**Section 2.** A member is eligible for election to the office of Financial Secretary, Sergeant at Arms or Director of Organization as long as he has maintained membership in the Association in good standing by paying all dues, fees and assessments required of the Association for a period of four (4) consecutive years prior to the date of nomination, and has attended at least four (4) regular general membership meetings during the twenty-four (24) months immediately prior to his nomination.

**Section 3.** A member is eligible for election to the office of Trustee as long as he has maintained membership in the Association in good standing by paying all dues, fees and assessments required of the Association for a period of three (3) consecutive years prior to the date of nomination, and has attended at least four (4) regular general membership meetings during the twenty-four (24) months immediately prior to his nomination.

**Section 4.** Nominations for Executive Director, Executive Secretary, Recording Secretary, Treasurer, Financial Secretary, Sergeant at Arms and Director of the Organization shall be made at the first Board of Directors meeting in September of the odd-numbered year beginning in the year 1991 and every fourth (4th) year thereafter. The election for said offices shall be by secret ballot and conducted at the first Board of Directors meeting in November. It shall require a majority of all votes cast to elect the foregoing members of the Executive Board. In the event no candidate receives a majority, there shall be a run off between the two candidates receiving the largest number of votes. The term of office shall be four (4) years. The members of the Executive Board shall be eligible to succeed themselves. They shall assume office beginning with the first day of each year following the election and shall hold such office until a qualified successor is elected and assumes office.

**Section 5.** The Trustees shall be elected by the general membership for two (2) year terms of office, and they shall assume office beginning with the first day of the following year, or until such time as a qualified successor is selected. Any trustee who may assume his office for any reason after

the first day of the even-numbered year shall serve until that term of office would otherwise expire at the end of the odd-numbered year.

**Section 6.** Nominations for Trustees shall be made at a general membership meeting during the month of October of each odd-numbered year.

**Section 7.** The election for Trustees shall be held by secret ballot in the month of December of each odd-numbered year, and shall be held no later than December 15 of such year. The three candidates receiving the largest number of votes shall be declared the winners.

**Section 8.** No member may be nominated as a candidate for office, or appointed to any office, unless that member has maintained good standing by paying all dues, fees and assessments required of all members.

**Section 9.** No member who holds any office or position in any other organization which restricts its membership to employees of a member police department or collective group of police departments, and which purports to represent such employees in police department matters, shall be eligible to hold any office, elected or appointed, in this Association.

ARTICLE IX

**PROTESTS OF ELECTION RESULTS**

**Section 1.** Any candidate for office claiming error or irregularities in the conduct of an election, shall have three (3) days from the date of the election to file at the Association office his protest and the reasons therefor, in writing and on affidavit form.

**Section 2.** The Executive Director, upon receiving timely notice of protest, shall immediately impound all records, ballots, and tally sheets of the particular election being protested.

**Section 3.** The Executive Director, upon receiving protest of an election, shall investigate the complaint.

**Section 4.** In the event that the election being protested is that for the office of Executive Director, the

Executive Board shall designate a person, from amongst the Executive Board, to conduct such investigation.

**Section 5.** Upon the completion of the Executive Director's investigation, the matter shall be submitted to the Board of Directors. All interested parties shall have an opportunity to be heard and present their evidence and arguments. The Board of Directors shall resolve the protest. The decision of the Board of Directors, by a majority vote of the members present and voting, shall be final and binding.

**Section 6.** In the event the Board of Directors orders that a new election is to be held, it may direct the procedures and conditions of said election.

## ARTICLE X MEETINGS

**Section 1.** Meetings of the Executive Board of the Association shall be at such times and places as called by the Executive Director.

**Section 2.** The Board of Directors shall meet on the first Thursday of February, April, June, September, and November. The notice of such meetings shall be published in the Association's (Police Beat) magazine. It may hold special meetings at any time upon the call of the Executive Director and notice in writing to the Directors at least ten (10) days prior to the day of the meeting. It shall also hold special meetings at any time that not less than twenty (20) directors address a request for such meeting in writing to the Executive Director.

**Section 3.** Meetings of the General Membership shall be held on the first Thursday of March, October, and December. Notice of such meetings shall be published in the Association's ("Police Beat") magazine, or in writing to the membership at least ten (10) days prior to the day of the meeting.

Special meetings of the membership may be called at any time by the Board of Directors or the Executive Director upon his own motion. The Executive Director shall be required to call a special meeting of the membership upon

written petition of 10% or more of the membership at any time within ten (10) days after receiving such a petition.

Any member may request that any vote taken at any general membership meeting be again taken as a tabulated vote. Such a request requires that a vote in which hands are raised, or some other sign is used to indicate those for and against the proposition, be taken and the tally recorded in the minutes of the meeting.

ARTICLE XI

**GENERAL MEMBERSHIP**

The General Membership shall consist of all members in good standing and shall have the authority to exercise those rights conferred upon it under this Constitution and By-Laws.

ARTICLE XII

**QUORUMS**

**Section 1.** Executive Board meetings shall have no less than five (5) executive board members present to constitute a quorum sufficient to transact business.

**Section 2.** Board of Directors meetings shall have no less than ten (10) percent of the Directors or alternate Directors present to constitute a quorum sufficient to transact business.

**Section 3.** General Membership meetings shall have no less than ten (10) percent of the total membership present to constitute a quorum sufficient to transact business.

**Section 4.** If no quorum is present at a Board of Directors meeting or a General Membership meeting, the Executive Board, provided there are no less than five (5) executive board members present, shall have the power to transact business.

ARTICLE XIII

**AMENDMENTS**

Amendments to the Constitution and By-Laws may be proposed (a) by the Executive Board, (b) by petition signed

by a majority of the Board of Directors, or (c) by a petition, containing signatures of not less than ten (10) percent of members in good standing. Such proposed amendments shall be filed in writing with the Recording Secretary. If such proposed amendments are to be submitted to the general membership, notice of such proposed amendments shall be given to the general membership as determined by the Board of Directors. The proposed amendments must then be read at two regular general membership meetings, and voted upon at the second such regular general membership meeting. A two-thirds (2/3) vote of those members present and voting shall be required before such amendments are effective.

## ARTICLE XIV

### **DUES, FEES AND ASSESSMENTS**

**Section 1.** Membership dues shall be in the amount of thirty-three dollars (\$33.00) each month or such other amount as established pursuant to Section 2 below.

**Section 2.** The Board of Directors shall set and establish the membership dues with their action being ratified by a majority vote of the general membership at one general membership meeting. Notice of the facts that the raising of dues is on the agenda for vote shall be given to the membership by written notice sent through the United States mail to each member. Such notices shall be postmarked at least three days prior to the meeting.

**Section 3.** Retired members or those on disability pension for less than full pay, shall pay four dollars (\$4.00) dues each month. However, such members paying four dollars (\$4.00) per month dues are not eligible to hold an Executive Board office and are not entitled to legal services.

**Section 4.** Initiation fees shall be determined by the Board of Directors.

**Section 5.** In those departments where payroll deductions are available, it is mandatory that members of such departments be on a payroll deduction. Where payroll deductions are not available, members may be required to pay dues for two (2) months in advance.

**Section 6.** Assessment Clause: The Board of Directors shall have the right to assess each member a sum not to exceed one month's dues per year, if needed, to cover emergency expenditures.

## ARTICLE XV

### NON-PAYMENT OF DUES AND ASSESSMENTS

**Section 1.** Any members in arrears in payment of dues more than thirty (30) days and less than sixty (60) days, shall be deemed delinquent and not in good standing.

**Section 2.** Any member in arrears in payment of dues or assessments more than sixty (60) days is automatically suspended and declared a non-member.

**Section 3.** Any member dropping membership who seeks reinstatement, may be assessed, at the discretion of the Executive Board, all back dues and a penalty equivalent to one month's dues for each month from date of withdrawal to date of application for reinstatement in the Association.

## ARTICLE XVI

### DISCIPLINE AND IMPEACHMENT

**Section 1.** Should any member violate the articles of incorporation or the constitution and by-laws of the Association, or commit any act of disloyalty to the organization, he may be subject to discipline or expulsion. Charges specifying the member's conduct must be filed in writing with the Recording Secretary and a copy of such charges served upon the member. Whenever the Recording Secretary receives any such charges, he or his designee shall investigate such charges and determine whether there is probable cause to believe that an impeachable offense or conduct subject to discipline has occurred. If there is a finding of probable cause, the Recording Secretary shall request the Executive Director or his designee to appoint a trial Board of five (5) disinterested officers or Directors. Such Trial Board shall convene as soon thereafter as possible, and shall conduct a hearing on the charges, and shall thereafter render its decision. Any

member aggrieved by the decision of the Trial Board may appeal such decision to the Board of Directors. The determination of the Board of Directors on such appeal shall be final and binding.

ARTICLE XVII  
**SPECIAL FUNDS**

The Board of Directors shall be and is empowered to establish a building fund, defense fund, lay-off fund, and any and all other special funds under such terms and conditions as they deem necessary, for the promotion of the purposes and objectives of this Association.

ARTICLE XVIII  
**DEFENSE FUND**

**Section 1.** The Board of Directors shall establish a defense fund as provided in Article XVII.

**Section 2.** Representation by the legal staff of the Association shall be made available to any member in good standing in any matter in which the member was acting in the official capacity of and performing the duties of a police officer, deputy, corrections officer or dispatcher, provided:

**(a).** That the member desiring such representation by the legal staff shall request same, and as soon as practical, confirm said request in writing.

**(b).** In the event that a member seeks legal representation by the Association legal staff in promotional or criminal matters or any other matter or proceeding, which could adversely affect other members of the Association, the Association itself, or the law enforcement profession, the request for representation shall be considered by the Executive Board, which, in its exercise of discretion, may either grant or reject the request for legal representation.

**(c).** Any member receiving legal representation from the legal staff of the Association shall remain a member in good standing as a condition of continuing legal representation.

**Section 3.** An attorney or business agent will be provided to any department for the purpose of conducting wage negotiations and/or collective bargaining provided that:

(a). The OPBA has either been certified or recognized as exclusive bargaining agent or,

(b). The OPBA has a basis to claim the status of exclusive bargaining agent, or

(c). The OPBA has a basis to participate in an action and/or proceeding to obtain such status.

### **GARRITY RIGHTS**

**Garrity v. New Jersey**, 385 U.S. 493(1967). Public employees cannot be required to waive their constitutional rights against self-incrimination when ordered by their employers to make potentially incriminating statements. To ensure protection, employees should state in writing:

“I am submitting or making this statement under threat of discharge or suspension for insubordination and do not waive any of my constitutional rights, including my Fifth and Fourteenth Amendment Rights, against self-incrimination.”

### **RIGHT TO UNION REPRESENTATION**

**Trotwood-Madison City School District Board of Education**, SERB 89-012 (5-19-89). Public employees in Ohio have the right to have a union representative assist, accompany or speak on their behalf in discussions with management that (a) are relevant to the employer-employee relationship and (b) are not routine, supervisory, instructional or directory encounters.

## NOTES

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