



Bylaws of the Ohio Dietary Managers' Association
Revised 10/2009

ARTICLE I - NAME

Section 1. Name: This Association shall be known as Ohio Dietary Managers Association (ODMA).

Section 2. Not For Profit: Ohio Dietary Managers Association shall be organized as a not for profit organization in the State of Ohio.

ARTICLE II - PURPOSES

The purposes of this association shall be as set forth in the articles of the incorporation and to encourage and assist the development of the profession and to advance the skills of managing and/or directing of food service operations.

Our Mission: To provide optimum nutritional care through foodservice management.

ARTICLE III - MEMBERSHIP

Section 1. Active: The basic requirements shall be either educational instruction or success in passing a CREDENTIALING examination. The National Board of Directors shall establish the uniform standards, which shall be used in determining eligibility for membership.

Section 2. Associates: The basic requirements shall be interest in the activities of the Association. The Ohio Board of Directors shall establish the uniform standard, which shall be used in determining eligibility for membership.

Section 3. Student: The basic requirement is current enrollment in a Dietary Managers' training program, approved by DMA.

Section 4. Rights of Active Membership: An active member is entitled to all rights and privileges and subject to all obligations which membership implies, such as: right to one vote on all matters subject to membership vote and to hold office.

Section 5. Rights of Associates and Student Membership: An associate or student member shall not be entitled to vote on any matter subject to active membership vote nor to hold office. The Ohio Board of Directors shall establish all other rights to which these members are entitled. Exceptions can be made with a board vote should the need arise.

ARTICLE IV - DUES

Section 1. Annual Dues: Members shall pay annual dues in such amounts as shall be determined by the National DMA Board of Directors.

Section 2. Forfeiture of Membership: Members that are not in good standing with National Dietary Managers Association forfeit all rights and privileges of membership.

ARTICLE V - STATE BOARD OF DIRECTORS

Section 1. Organization: A Board of Directors shall administer this Association. The members of the board of Directors shall receive no salaries for their services.

Section 2. Duties of the State Board of Directors: The State Board of Directors shall have supervisory control and direction of the affairs of the Association; shall determine its policies or changes therein the limits of the bylaws; shall actively execute its purpose; shall have discretion of its funds; and shall correlate the program of work with that of Ohio. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may be in the execution of the powers granted, appoint such agents, as it may consider necessary.

Section 3. State Board of Directors: The State Board shall consist of the elected officers, namely, President, President-elect, Secretary/Treasurer, the Immediate Past-president, the Advisor or Business Partner member and the District Presidents.

Section 4. Start of Term of Office: All members of the State Board of Directors shall hold office from immediately following the Annual State Fall Meeting, after their election, until the end of the Annual State Fall Meeting following their elected term and their successors have been duly elected and qualified.

Section 5. State Executive Committee: The President, President-elect, Secretary, Treasurer, and immediate Past-president shall constitute the State Executive Committee within the State Board of Directors. The Executive Committee shall exercise the powers of the State Board of Directors, to the extent permitted by law, between meetings of the State Board of Directors.

Section 6. Term of Office for Officers: The President, President-Elect, Secretary, & Treasurer shall serve a term of one year.

Section 7. Duties of the President: The President shall be principle elected officer of the organization; shall preside at meetings of the association, and of the Board of Directors of and the Executive Committee; and shall be a member, ex-officio with the right to vote, of all committees except the nominating committee. The President shall also, at the Bi-Annual meetings of the Association, and at such times as shall be deemed proper, communicate to the Association or to the Board of Directors such matters and make such suggestions as may in the President's opinion tend to promote the welfare and increase the usefulness of the Association; and shall perform such other duties as are necessarily incident to the office of the President or as may be prescribed by the Board of Directors.

Section 8. Duties of the President-elect: the President-elect shall serve in the absence of the President, perform his/her duties in the event of his/her temporary disability or absence from meetings, and shall have such other duties as the President or the State Board of Directors may assign; and shall have appointed by May 15th all non-elected Standing Committee members to serve during his/her term as President.

Section 9. Duties of the Secretary: The Secretary shall give notice of and attend all meetings of the State Board of Directors and of the Association; keep a record of all proceedings; attest documents; prepare the ballots as stated in Article VI, Section 4; and perform such other duties as are usual for such official or maybe duly assigned to him/her. The secretary assists in producing the newsletters and all communications with the general membership.

Section 10. Duties of the Treasurer: The Treasurer shall keep an account of all monies received and expended for the use of the Association, and shall make disbursements authorized by the finance committee and approved by the State Board of Directors. All sums received he/she shall deposit in the bank or banks, or trust company, approved by the State Board of Directors, and shall make a report at the annual state meetings or when called upon by the President. The Treasurer shall prepare the books for audit at the close of each fiscal year. The funds, books and vouchers in his/her hands shall, at all times be subject to verification and inspection by the State Board of Directors.

Section 11. Duties of the Immediate Past-president: The Immediate Past-president shall attend all meetings of the Board of Directors and shall perform such duties as shall duly assigned by the President or the State Board of Directors. He/she shall have the right to vote on the State Board of Directors.

Section 12. Rules Governing the Officers and Directors: The Officers and Directors shall perform their duties prescribed by these bylaws and by the rules adopted by the Association and the laws of the State of Ohio.

Section 13. Absence from the Board of Director's meeting: Any member of the Board of Directors unable to attend a meeting shall notify the President or Secretary and state the reason for the absence.

Section 14. Vacancies: Any vacancy that may occur on the Board of Directors, or in any office other than the office of the President, by reason of death, resignation, or otherwise, may be filled by majority vote of the remaining members of the Board of Directors for the unexpired term in accordance with procedure adopted by the Board of Directors. In the event of a vacancy in the office of President, the President-Elect shall assume the office for the remainder of the unexpired term and shall continue as President for one year thereafter.

ARTICLE VI - ELECTION

Section 1. Duties of the State Nominating Committee: It shall be the responsibility of the State Nominating Committee to formulate the ballot for each annual election of officers in accordance with the policy adopted by the Board of Directors.

Section 2. The Nominating Committee Organization: The Nominating Committee shall consist of three (3) active members of the Association, one designated as chairman, to formulate the ballot for the following year. The President-Elect appoints and chairs the Nominating Committee. The President acts as counsel but has no vote.

Section 3. Number of Candidates: The nominating committee shall designate annually at least two (2) active member-candidates for each office needing filled where possible.

Section 4. Ballot Procedure: The nominating Committee must submit a ballot to the Secretary by the 15th day of July. The Secretary shall prepare and mail ballots to eligible voters by the 1st day of August or thirty (30) days prior to counting the ballots. Accompanying the ballots shall be instructions on the procedures to be used and voting information as to when the ballots must be returned to the Chairman of the Teller's Committee in order to be validated and counted for the election results. Ballots can be paper or done online.

Section 5. Duties of the State Teller's Committee: It shall be the responsibility of the State Teller's Committee to validate and count the ballots for each annual election of officers in accordance with the policy adopted by the Board of Directors.

Section 6. The Teller's Committee Organization: the Nominating Committee shall consist of three (3) members, one designated as Chairman, to receive and maintain the unopened ballots until the polls are closed. The president-elect appoints the Teller's Committee. No Member of the Nominating Committee should be appointed to the Teller's Committee.

Section 7. Validation and Final Results: Only DMA active members are eligible to vote in a DMA election; the Teller's Committee will examine each ballot for member's signature on the outside of envelope or assure the security of any online application used, this is a precaution to count only votes from active members. All invalid, improperly marked or duplicated copies of the ballots will be disregarded. One (1) individual is to open the ballots; another is to count the votes for the candidates on the ballot. The results are given to the Chairman of the Teller's Committee. The results are then given to the President in a report. The President informs the candidates of the results and gives the Secretary the Teller's Committee report to file. At the next membership meeting, the Teller's Committee Chairman makes a verbal report of the results. The names of the elected candidates are announced; however, the number of votes received by each candidate is not announced.

Section 8. Electronic/Mail Vote: The election of State Officers shall be conducted by either electronic or mailed ballots which shall be mailed or emailed to all those eligible to vote no less than thirty (30) days prior to counting the ballots.

Section 9. Right to Vote in State Elections: All members shall be entitled to cast one (1) vote for offices on the ballot.

ARTICLE VII - MEETINGS

Section 1. Board of Directors: The Board of Directors shall hold at least four (4) meetings each year. The President shall establish dates of these meetings. In addition to the four (4) regular meetings, the President may call special meetings.

Section 2. Membership Meetings: There shall be a minimum of one (1) membership meeting per year to transact the business of the Association and provide continuing education.

ARTICLE VIII - QUORUM

The quorum of the Association shall be a majority of the members who have registered as attending the meeting.

ARTICLE IX - COMMITTEES

Section 1. Standing: The President, subject to approval of the State Board of directors, shall from time to time designate such standing committees as may be desirable to effectuate the objectives of the Association.

Section 2. Standing Committee Organization: Membership of each of the standing committees shall be determined by the President-elect for his/her term of office as President, or by the President for standing committees as to the function of that committee and within these guidelines.

Section 3. AD-HOC: The President shall from time to time designate such ad-hoc committees as may be desirable to effectuate the objectives of the Association.

Section 4. AD-HOC Committee Organization: the President shall determine Membership of each of the-Ad-Hoc committees. The President shall instruct the Ad-Hoc committee as to the function of that committee and within these guidelines, the committee shall make its own rules and operation procedures.

ARTICLE X - AFFILIATED DISTRICT ASSOCIATION

Section 1. Membership Requirement: Members of the Association shall be a member of the National Association before they shall be a member of the State or District Association.

Section 2. Affiliated Requirements: Any District Association of ten (10) members or more DMA members may be affiliated upon approval of the State Board of Directors.

ARTICLE XI - PROCEDURE

Robert's Rules of Order, newly revised, and shall constitute the parliamentary authority for the conduct of meetings of the members and of the State Board of Directors of this Association when not in conflict with these bylaws.

ARTICLE XII - FISCAL YEAR

The fiscal year of this Association shall begin on the first (1st) day of September each year and end on the thirty- first (31st) day of August of the seceding year.

ARTICLE XIII - MAIL VOTE/ELECTRONIC VOTE

Voting on any matter, including elections, may be conducted by either mail or electronic.

ARTICLE XV - DISSOLUTION

Section 1. Association: By majority action of the Board of Directors this Association may be dissolved. In the event of such dissolution, the Board of Directors (after paying or making provision for the payment of all liabilities of the Association) shall dispose of all its assets exclusively to any organization or organizations which shall at the time qualify as an exempt organization or organization under section 501(c) (6) of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue Law as determined by the Board of Directors).

Section 2. Prohibited Activities: No part of the net earnings of the Association shall inure to the benefit of or be distributed to its members, officers, Directors, or other Private persons, except that the Association shall be authorized and empowered to make payments in furtherance of the purposes set forth in Article II thereof. The Association shall at no time take part in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of those bylaws, the Association shall engage in no activities which excluded it from qualifying under Section 501(c) (6).

ARTICLE XVI - AMENDMENTS

Any proposed amendment to these bylaws shall be presented to the board for a mail or electronic vote by majority action of the State Board of Directors. These bylaws may only be amended by the affirmation vote of the State Board of Directors.

Amendment: Representation at the DMA national conference: The DMA Ohio President is encouraged to represent the state each year at the DMA national conference where \$1,800 will be set as a cap for the president with \$500 available for each board member to also attend. If only one board member goes the remaining dollars not used by the president go to the board member also attending. The succession of passing along the scholarship if the president is unable to attend is as follows:

1. President (full scholarship (max \$1.800)) If the president is unable to attend the full scholarship is passed through the board in the following succession.
2. President elect

3. Treasurer
4. Secretary
5. Immediate past president
6. Open to board designee

Revised/approved 10/2009 Timothy L Bauman DMA Ohio President