



Dear OEFFA Member,

Thank you for your interest in proposed changes to OEFFA's Chapter structure and the related bylaw revisions.

To give you a bit of background: when a committee comprised of OEFFA Trustees, staff, and members undertook comprehensive strategic planning in 2015, one of the major goals identified was that "OEFFA will be a financially sound and sustainable organization, with a growing base of members and other supporters," and one of the specific strategies to achieve that goal was "redefine chapter structure to encourage interest groups," with a timeline for that to happen in 2017 and 2018. So here we are in now early in 2018, and we're working to fulfill the promise made as part of our strategic plan.

Why? We know a small percentage of our members participate in any way in chapters. That got us thinking about how the organization could better serve its members through chapters and how chapters, in turn, could better serve the mission that OEFFA was founded to pursue.

So here's the new idea: let's let folks define chapters however it makes sense for them. That might be geography or it might be a common interest (say "beekeeping," or "dairy production"). We think that helping folks come together around interests that are relevant to OEFFA's broader mission in support of sustainable agriculture makes sense. We think chapters will serve the membership better when defined in this way, and that the staff will be able to serve the chapters better, too. The Board has drafted guidelines about how we envision this taking shape, which are attached to this letter.

This change requires us to revise our bylaws. If this new model is as successful as we hope it will be, we'll have many more chapters and that would mean our Board could grow without limits. Based on our own experience and research we've consulted, we think that fifteen members is about the right size for our Board. The Board is proposing that the full OEFFA membership should elect all of the Trustees as at-large members of the Board. It will be up to the Board nominations committee to ensure that we maintain solid representation from our Chapters. All of this is written into the proposed bylaw changes, which are also attached here.

Remember: we'll be voting on these bylaw changes at the OEFFA conference in Dayton during the members meeting, which will take place on Friday, February 16th at 5:15. You don't have to be registered for the conference to attend the members meeting.

Please feel free to reach out to either one of us. We really do want the chance to answer any questions you may have or just hear what you think!

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What are Chapters 2.0?

OEFFA members will have the opportunity to define new chapters based on production enterprise, lifestyle interests, etc. Some possibilities include “organic dairy,” “urban poultry,” “canning,” “beginning farmer,” “flower grower,” “homesteader.” This won’t preclude the continuation of existing geographically-based chapters or the formation of new geographic chapters, but rather will add to the way we define chapters.

- Each Chapter 2.0 will have a facilitator, which is a voluntary position (just like our existing chapter leadership).
- OEFFA members will have the opportunity to affiliate with as many chapters as they wish. To “affiliate” means to express an interest in being notified of chapter activities (i.e., be on a chapter’s mailing list).
- Annually the OEFFA Board will affirm the chapters that remain in good standing. Criteria are established by OEFFA policy (not written into the bylaws) and include having a minimum number of active members, holding at least two activities a year, and submitting an annual report. Chapters that are not in good standing will be suspended.
- Chapters defined by shared interests (as opposed to geography) will be invited to provide input to conference tracks and other educational offerings.
- Through the budget process, the OEFFA Board will designate funds that will be available to chapters by application.
- Once in a 12 month period, Chapters in good standing may request funding to support their activities.

TIMELINE

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| July 2017: | Board discussion and then, depending on outcome of that discussion: |
| Oct 2017: | Board approves proposed bylaw changes and draft chapter policies |
| Jan 2018: | Proposed bylaw changes sent to members |
| Feb 2018: | Members vote on bylaw changes; if they pass: |
| Spring 2018: | Begin planning revisions to chapter affiliation process for web and print, start creating templates for chapter reports, chapter application, chapter webpage information, etc. |
| Feb 2019: | Begin phase-in of board elections at-large |
| Spring 2019: | Chapter affiliation process, webpages, etc., go live |
| Jan 2020: | Begin operating under Chapters 2.0 structure Board affirms chapter in good standing status for existing chapters and any new ones that form |
| April 2020: | Board designates budget line item for chapter funding as part of budget process for FY21 |
| 2 nd half 2020: | First round of Chapter funding requests considered by Board |

Frequently Asked Questions

1. Q: *How will members indicate interest (and re-affirm it) in specific chapters?*

A: The plan is to have members identify their affiliation with chapters at the time of membership renewal. Ideally this will happen online with new members and renewals. Not all details have been determined but our promise is to keep it simple.

2. Q: *What is the minimum number of affiliated members in order to be a viable chapter?*

A: While OEFFA members will be able to affiliate with multiple chapters so that they can receive information about chapter activities, for purposes of chapter viability, we are focusing on "active members," (someone who attended at least one face-to-face event (farm tour, workshop, chapter meeting) or is engaged in a sustained online interaction). The minimum number of active members is ten OEFFA member households. This number reflects the ability of staff to support chapters, a number that could change (with ample notice).

3. Q: *For how long can you fall below this and still be a chapter in good standing?*

A: The annual report must demonstrate critical mass of activity by a minimum of ten households. If not the chapter will be suspended.

4. Q: *How long do you have to reach ten OEFFA member households when a chapter is beginning?*

A: By the time a chapter submits its first annual report, it must have this number of active members, as long as it was recognized by the Board at least twelve months prior.

5. Q: *For what reasons would a Chapter's good standing be revoked?*

A: The primary reasons would be:

- If the Chapter is unable to maintain ten household members
- If the Chapter fails to submit an annual report
- Failure to designate an individual who is facilitating the chapter and communicating with staff
- If the chapter is not active.

6. Q: *Will existing chapters automatically be grandfathered in?*

A: We will have to choose a point in time at which all chapters will need to apply for recognition. Existing chapters will then have twelve months to affirm their interest in continuing or disbanding and come into alignment with these new guidelines.

OEFFA Proposed By-Law Changes – To Be Voted on 2/16/17

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| | <p>Ohio Ecological Food and Farm Association ByLaws (OEFFA) Approved 11/17/2001 and Revised 03/06/2006, 02/13/2010, and 02/17/2013</p> |
| <p>Article I is unchanged.</p> | <p style="text-align: center;">ARTICLE I: Name, Purpose</p> <p>Section 1: The name of the organization shall be Ohio Ecological Food and Farm Association (OEFFA).</p> <p>Section 2: OEFFA was formed as a democratic Association of chartered grassroots chapters and unaligned members, existing within state bylaws, working together to create and promote a healthful, ecological, accountable, and sustainable system of agriculture in Ohio and elsewhere. OEFFA represents people who are interested in food grown using organic methods; preservation of family farms and farmers; greater regional food self-reliance; and the connections between healthy soil, healthy food, healthy farms, and healthy communities. OEFFA encourages everyone involved in the food industry to adopt practices and policies which are ecologically sound and which respect the resource needs of future generations.</p> <p>Section 3: OEFFA is organized exclusively for charitable and educational purposes. These purposes include:</p> <p>A. Education</p> <ul style="list-style-type: none"> (1) To actively encourage and assist all producers in making the switch to ecological management and production systems. (2) To make consumers aware of the increased value and quality of food and fiber produced under ecological and sustainable management systems. (3) To develop educational opportunities (including tours, workshops, and seminars) for OEFFA members and the public. <p>B. To support existing and promote further research on ecological management systems and techniques in both public and private sectors.</p> <p>C. To provide networking opportunities, a general sharing of resources, ideas, and information through open meetings and print and electronic media.</p> <p>D. Public policy education, monitoring legislation and policy that directly affects ecological agriculture, providing information on legislation and policy to the membership and general public. OEFFA shall promote policy in the interest of ecological agriculture</p> <p>E. To assist in product promotion and development of marketing opportunities.</p> |

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| <p>Classes of membership are eliminated.</p> | <p style="text-align: center;">ARTICLE II: Membership</p> <p>Section 1: Any person who believes in the purposes and goals of ecological agriculture regardless of race, color, nationality, creed, political or spiritual belief, gender, or sexual orientation may be a member of OEFFA.</p> <p>Section 2: OEFFA shall consist of a broad based membership of food, feed, and fiber producers and processors, growers, gardeners, consumers, and others interested in the promotion and practice of ecological and sustainable agricultural practices.</p> <p>Section 3: Classes of membership A. Unaligned: Each member in good standing shall be considered unaligned with a local chapter until such time as the member informs the OEFFA state office staff of his/her desire to be affiliated (aligned) with a particular chapter. B. Aligned: A member in good standing who has notified the OEFFA office staff of his/her desire to be considered a member of an certain OEFFA chapter shall be considered an aligned member. Members may align themselves with any chapter regardless of geography, but may be considered an active member of only one chapter at a time even if they choose to attend the meetings and activities of multiple chapters.</p> <p>Section 34: Every member shall pay annual dues to the state organization. The Board of Trustees shall establish a membership dues structure based on the needs of the organization and the annual budget.</p> <p>Section 45: Membership can be revoked for: A. Non-payment of annual dues. B. Just cause due to violation of the bylaws.</p> |
| <p>Removed aligned/unaligned language</p> | <p style="text-align: center;">ARTICLE III: Voting Rights</p> <p>Section 1: The Association sets forward that membership constitutes voting rights in any meeting where a quorum is present.</p> <p>Section 2: A quorum exists when 10% of the members or 50 members, whichever is less, is in attendance.</p> <p>Section 3: One vote shall be granted for each aligned or unaligned individual, small business, business, non-profit organization or student membership. Two votes shall be granted for each family membership if two persons holding the family membership are present.</p> |
| <p>Article IV is unchanged.</p> | <p style="text-align: center;">ARTICLE IV: Association Meetings</p> <p>Section 1: Association membership meeting(s) for the discussion of organizational direction and business shall be held annually at a time and place designated by the Board of Trustees.</p> <p>Section 2: Notice of such meetings shall be sent to all paid members of the Association, through print and electronic media and/or a special mailing, no less than thirty days prior to the meeting.</p> <p>Section 3: The agenda of Association meetings shall be set by the Board of Trustees and include matters of policy; changes in by-laws; reports on the activities of the Association; and discussion of organization goals and direction.</p> <p>Section 4: Association membership meetings shall be conducted by parliamentary procedure.</p> <p>Section 5: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.</p> |

ARTICLE V: Local Chapters

Section is reorganized for logical flow. "Local chapter" changed to "chapter" throughout.

(Moved from below.)

We no longer specify that chapters must hold four meetings per year – instead, it's two "activities.". A report on activities is required.

Members may request to be informed of activities of multiple chapters ("associate with"). A minimum of ten "active members" is needed for good standing.

Chapters much have someone who will be the point of contact and facilitator.

(Moved to Section 1)

All Trustees will be elected at-large by the membership.

Based on annual reports and a minimum of 10 active members, the Board will affirm the chapter's good standing.

Moved from earlier in the Article.

~~Section 31:~~ Each local chapter shall apply in writing to the Board of Trustees for recognition as an official chapter of the Association. The Board shall vote to accept or not accept a chapter at their first meeting following receipt of their application and shall notify said chapter, in writing, within 7 days of such voting. A letter of non-acceptance shall include the reasons for non-acceptance and state the changes necessary for the group to qualify as a chapter.

~~Section 2:~~ Any local area in which at least 10 members reside may, by calling a special meeting of these members through written notice, form a local chapter of the Association. Each chapter must shall agree to hold at least two activities four meetings of members each year, one of which takes place at the annual conference, to adopt the same fiscal year as the Association, submit an annual report to the Board, and to operate in accordance with the by-laws of the Association.

~~Section 3:~~ Members may associate themselves with more than one chapter and will be considered an active member of one or more chapters in accordance with OEFFA policy.

~~Section 24:~~ Each local chapter shall identify an individual who has primary responsibility for facilitating the chapter in accordance with OEFFA policy, elect a President, a clerk-treasurer, and any other officers it deems necessary.

~~Section 3:~~ Each local chapter shall apply in writing to the Board of Trustees for recognition as an official chapter of the Association. The Board shall vote to accept or not accept a chapter at their first meeting following receipt of their application and shall notify said chapter, in writing, within 7 days of such voting. A letter of non-acceptance shall include the reasons for non-acceptance and state the changes necessary for the group to qualify as a chapter.

~~Section 4:~~ Upon recognition as an official chapter of the Association, each local chapter shall select one of its members to sit as its official representative on the Association's Board of Trustees for a term of up to three years. Successors to the initial chapter representative will begin their terms at the first Board meeting following elections of at large representatives. Chapter representatives may serve consecutive terms.

~~Section 5:~~ Each local chapter shall keep accurate records of all financial activities of the chapter, and shall submit annual financial reports to the Treasurer of the Association or his/her designee.

~~Section 6:~~ A local chapter may be dissolved by a vote of two thirds of its members.

~~Section 76:~~ The Board of Trustees will review and affirm each chapter's status annually based on OEFFA policy. Chapters will be notified of their status within 10 days of that decision.

~~Section 67:~~ A local chapter may be dissolved by a vote of two thirds of its members.

~~Section 8:~~ A local chapter may also be dissolved by a vote of two thirds of the Board of Trustees for violation of these by-laws or for actions that are detrimental to the goals or reputation of the Association. Upon such dissolution, all assets of the chapter shall pass to the Association.

ARTICLE VI: Board of Trustees

All Trustees will be elected at-large by the full membership.

Specifies that Trustees must be OEFFA members.

Specifies that at least half the Board must be farmers.

All Trustees are at-large, so no need to specify this.

Specifies that vacancies will be filled by election rather than Board appointment.

Directs the nominations committee to recruit a slate that reflects the membership, including representation from chapters.

- Section 1: The Board of Trustees is responsible for the overall policy and direction of the Association, and delegates responsibility of day-to-day operations to the staff and committees.
- Section 2: The Board of Trustees shall consist of ~~a representative from each recognized chapter elected by the chapter;~~ and six at large 15 representatives, elected by the membership.
- Section 3: The members of the Board of Trustees must be members of the Association in good standing
- Section 4: No less than 50% of the members of the Board of Trustees shall be farmers.
- Section ~~35~~: One third of the ~~at large~~ representatives shall be elected or re-elected each year by the voting members at the annual meeting. ~~At large~~ 4 Trustees will be elected by a simple majority of members present.
- Section ~~46~~: The term of office for trustees is three years, beginning with the first board meeting after the trustee is elected. Trustees may serve consecutive terms; and an individual may fulfill more than one Board position. Vacancies shall be filled ~~by the Board until~~ at the Association's next Business meeting, to serve out the remainder of the original term, except in the case of OEFFA Chapter Representatives, for which chapters will fill vacancies as needed.
- Section ~~57~~: A board development committee shall be responsible for nominating a slate of prospective board members representing the Association's diverse constituency, considering geography, occupation, farming operation, chapter affiliations, and other factors to ensure that the Board represents OEFFA's membership. In addition, any member can nominate a candidate to the slate of nominees.
- Section ~~68~~: Resignation from the board must be in writing and received by the Secretary. A board member shall be terminated from the board due to excess absences. A trustee may be removed for other reasons by a three fourths vote of the remaining trustees
- Section ~~79~~: A quorum consists of fifty percent of the Board of Trustees.
- Section ~~810~~: The Board of Trustees shall make decisions by consensus (general agreement to the action).
- Section ~~911~~: The Board of Trustees shall meet at least four times per year at an agreed upon time and place.
- Section ~~1012~~: Special meetings of the board shall be called upon request of the President, or one-third of the board. Notices of special meetings shall be sent out to each board member at least fifteen days in advance
- Section ~~1113~~: All meetings of the Board shall be open to the membership.

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| <p>Removed language about at-large Trustees since all will be elected at-large by the membership.</p> | <p style="text-align: center;">ARTICLE VII: Officers</p> <p>Section 1: There shall be four officers of the board, consisting of a President, Vice-President, Secretary, and Treasurer. Their duties are as follows:</p> <p>A. The President shall assure that the Board of Trustees undertakes the work for which it is responsible. The President shall convene regularly scheduled board meetings and meetings of the Association and shall preside or arrange for other officers of the board to preside at each meeting in the following order: Vice-President, Secretary, Treasurer.</p> <p>B. The Vice-President shall chair the board development committee and other committees on special subjects as designated by the board.</p> <p>C. The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings and meetings of the Association’s membership.</p> <p>D. The Treasurer shall make a financial report at each board meeting. The treasurer shall assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board and the public.</p> <p>Section 2: The officers of the board shall be elected by the Board of Trustees from their members at their first meeting following election of at large representatives <u>Trustees</u>. Officers shall be elected for a term of one year and may serve consecutive terms. Officers shall serve until their successor is elected.</p> |
| <p>There are no changes to Article VIII.</p> | <p style="text-align: center;">ARTICLE VIII: Committees</p> <p>Section 1: The board may create committees as needed, such as development, finance, and program committees, with such authority as delegated to them by the board.</p> <p>Section 2: The President and four board members appointed by the board serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation, the Executive Committee shall have all the powers and authority of the Board of Trustees in the intervals between meetings of the Board of Trustees, and is subject to the direction and control of the full board.</p> |
| <p>There are no changes to Article IX.</p> | <p style="text-align: center;">ARTICLE IX: Director and Staff</p> <p>Section 1: The executive director is hired by the board. The executive director has day-to-day responsibilities for the organization, including carrying out the organization’s goals and policies.</p> <p>Section 2: The executive director will attend all board meetings, report progress of the organization, answer questions for the board members, and carry out duties described in the job description. The board can delegate other duties as necessary.</p> |
| <p>There are no changes to Article X.</p> | <p style="text-align: center;">ARTICLE X: Indemnity</p> <p>Section 1: The Association shall indemnify all trustees, officers, employees, agents, and members against any financial loss with respect to said person's position with the Association if said person acts in good faith and in a manner believed to be in the best interest of the Association or its members.</p> |

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| <p>There are no changes to Article XI.</p> | <p style="text-align: center;">ARTICLE XI: Authority</p> <p>Section 1: The members of the Association shall constitute the final authority on all actions of said Association.</p> |
| <p>There are no changes to Article XII.</p> | <p style="text-align: center;">ARTICLE XII: Bylaw Changes and Amendments</p> <p>Section 1: These regulations of the Association may be amended by a three fourths vote of the members present at any membership meeting at which a quorum is in attendance. Notice of changes in the bylaws shall be made in the last newsletter prior to the Association’s annual meeting or in a special mailing to all members at least two weeks before the meeting.</p> |
| <p>There are no changes to Article XIII.</p> | <p style="text-align: center;">ARTICLE XIII: Dissolution</p> <p>Section 1: Upon dissolution of the organization, assets shall be distributed to another Ohio organization meeting eligibility under section 501(c)(3) of the Internal Revenue Code, which shares the purposes and goals of OEFFA.</p> |

OEFFA Certification Proposed By-Law Changes – To Be Voted on 2/16/17

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| | <p>Certification ByLaws Ohio Ecological Food and Farm Association Certification (C-5) ByLaws (OEFFA Certification) Approved 11/17/2001 and Revised 03/06/2006, 02/13/2010, and 02/16/2013</p> |
| <p>Article I is unchanged.</p> | <p style="text-align: center;">ARTICLE I: Name, Purpose</p> <p>Section 1: The name of the organization shall be Ohio Ecological Food and Farm Association Certification (OEFFA Certification).</p> <p>Section 2: OEFFA Certification will be a parallel non-profit corporation to OEFFA. Its purpose is to create and promote a healthful, ecological, accountable, and sustainable agriculture in Ohio and elsewhere through the management and promotion of an organic certification program which provides timely, reliable, and accessible organic certification services in accordance with production, storage, and handling standards as outlined by the United States Department of Agriculture’s National Organic Program.</p> |
| <p>Article II is unchanged.</p> | <p style="text-align: center;">ARTICLE II: Membership</p> <p>Section 1: Any person who is a member in good standing of the parent organization OEFFA is a member of OEFFA Certification regardless of race, color, nationality, creed, political or spiritual belief, gender, or sexual orientation.</p> |
| <p>Removed aligned/unaligned language</p> | <p style="text-align: center;">Article III: Voting Rights</p> <p>Section 1: The Association sets forward that membership constitutes voting rights in any meeting where a quorum is present.</p> <p>Section 2: A quorum exists when 10% of the members or 50 members, whichever is less, is in attendance.</p> <p>Section 3: One vote shall be granted for each aligned or un-aligned individual, small business, business, non-profit organization or student membership. Two votes shall be granted for each family membership if two persons holding the family membership are present.</p> |
| <p>Article IV is unchanged.</p> | <p style="text-align: center;">ARTICLE IV: Association Meetings</p> <p>Section 1: Association membership meeting(s) for the discussion of organizational direction and business shall be held annually at a time and place designated by the Board of Trustees.</p> <p>Section 2: Notice of such meetings shall be sent to all paid members of the Association, through print and electronic media and/or a special mailing, no less than thirty days prior to the meeting.</p> <p>Section 3: The agenda of Association meetings shall be set by the Board of Trustees and include matters of policy, changes in by-laws; reports on activities of the Association; and discussion of organization goals and direction.</p> <p>Section 4: Association membership meetings shall be conducted by parliamentary procedure.</p> <p>Section 5: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.</p> |

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| <p>Deleted as redundant with Section 1.</p> | <p style="text-align: center;">ARTICLE V: Board of Trustees</p> <p>Section 1: The Board of Trustees shall consist of the OEFFA Board less any party with holdings in any entity certified under the OEFFA Certification Program.</p> <p>Section 2: Members of the OEFFA Board who are not eligible for the OEFFA Certification Board due to holdings in an entity certified under the OEFFA Certification Program shall not be granted decision making authority on the OEFFA Certification Board, and may serve the OEFFA Certification Board in an advisory capacity only.</p> <p>Section 3: The Board of Trustees is responsible for the overall policy and direction of the Association, and delegates responsibility of day-to-day operations to the staff and committees.</p> <p>Section 4: Resignation from the board must be in writing and received by the Secretary. A board member may be removed other reasons by a three fourths vote of the remaining trustees.</p> <p>Section 5: A quorum consists of fifty percent of the Board of Trustees.</p> <p>Section 6: The Board of Trustees shall make decisions by consensus (general agreement to the action).</p> <p>Section 7: The Board of Trustees shall meet at least four times per year at an agreed upon time and place.</p> <p>Section 8: Special meetings of the board shall be called upon the request of the President, or one-third of the board. Notices of special meetings shall be sent out to each board member at least fifteen days in advance.</p> <p>Section 9: All meetings of the Board shall be open to the membership.</p> |
| <p>Removed language about at-large Trustees since all will be elected at-large by the membership.</p> | <p style="text-align: center;">ARTICLE VI: Officers</p> <p>Section 1: There shall be four officers of the board, consisting of a President, Vice-President, Secretary, and Treasurer. Their duties are as follows:</p> <p>A. The President shall assure that the Board of Trustees undertakes the work for which it is responsible. The President shall convene regularly scheduled board meetings and meetings of the Association and shall preside or arrange for other officers of the board to preside at each meeting in the following order: Vice-President, Secretary, Treasurer.</p> <p>B. The Vice-President, shall chair committees on special subjects as designated by the board.</p> <p>C. The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings and meetings of the Association’s membership.</p> <p>D. The Treasurer shall make a financial report at each board meeting. The treasurer shall assist in the preparation of the budget and make financial information available to board and the public.</p> <p>Section 2: The officers of the board shall be elected by the Board of Trustees from their members at their first meeting following election of at large representatives of the OEFFA Trustees board. Officers shall be elected for a term of one year and may serve consecutive terms. Officers shall serve until their successor is elected.</p> |

OEFFA Certification Proposed By-Law Changes – To Be Voted on 2/16/17

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| <p>Article VIII is unchanged.</p> | <p style="text-align: center;">ARTICLE VIII: Director and Staff</p> <p>Section 1: The executive director is hired by the board. The executive director has day-to-day responsibilities for the organization, including carrying out the organization’s goals and policies.</p> <p>Section 2: The executive director will attend all board meetings, report progress of the organization, answer questions for the board members and carry out duties described in the job description. The board can delegate other duties as necessary.</p> |
| <p>Article IX is unchanged.</p> | <p style="text-align: center;">ARTICLE IX: Indemnity</p> <p>Section1: The Association shall indemnify all trustees, officers, and agents against financial loss with respect to said person's position with the Association if said person acts in good faith and in a manner believed to be in the best interest of the Association or its members.</p> |
| <p>Article X is unchanged.</p> | <p style="text-align: center;">ARTICLE X: Authority</p> <p>Section 1: The members of the Association shall constitute the final authority on all actions of said Association.</p> |
| <p>Article XI is unchanged.</p> | <p style="text-align: center;">ARTICLE XI: Bylaws Changes and Amendments</p> <p>Section 1: These regulations of the Association may be amended by a three fourths vote of the members present at any membership meeting at which a quorum is in attendance. Notice of changes in the bylaws shall be made in the last newsletter prior to the Association meeting or in a special mailing to all members at least two weeks before the meeting.</p> |
| <p>Article XII is unchanged.</p> | <p style="text-align: center;">ARTICLE XII: Dissolution</p> <p>Section 1: Upon dissolution of the organization, assets shall be distributed to another Ohio organization meeting eligibility under section 501(c)(3) of the Internal Revenue Code, which shares the purposes and goals of OEFFA Certification, Inc.</p> |