



**Ohio Patient Network**  
1620 E. Broad St. Suite 1603,  
Columbus, OH 43203  
888-647-2843

## **BYLAWS OF THE OHIO PATIENT NETWORK**

### **ARTICLE I -- NAME AND PURPOSE**

**Section 1:** The name of the organization shall be the Ohio Patient Network.

**Section 2:** The Ohio Patient Network (OPN) is organized exclusively for charitable, scientific, and educational purposes -- more specifically, to provide networking, education, and support for Ohio patients and caregivers, to promote the cause of therapeutic cannabis use through education and legislative efforts, and to engage in any other lawful purpose which the directors (trustees) may approve.

### **ARTICLE II -- MEMBERSHIP**

**Section 1:** To be considered, an individual must be at least 18 years of age, must submit a completed membership application and a membership fee, or perform an agreed upon service.

**Section 2:** Membership shall consist of members of the organization and the Board of Directors. Only individuals whose chapter dues are up-to-date or who have performed an agreed upon service by the Board are considered active chapter members. The Ohio Patient Network strictly adheres to a non-discriminatory policy.

**Section 3: Dues.** The dues shall be \$15 for individual members and \$20 for family members living at the same address.

### **ARTICLE III -- MEETINGS**

**Section 1:** Annual Meeting. The Board of Directors, who shall also set the time and place, shall set the date of the Annual Meeting.

**Section 2:** Regular Meetings. Regular business meetings may be held bi-weekly, if necessary, at a time and place specified by the Board of Directors, and are open to all members.

**Section 3:** Emergency/Special Meetings. A committee chair or two members of the Board of Directors may call emergency or special meetings. Notice of an Emergency/Special Meeting shall be given to all Board and/or Committee members by phone or email, not less than 24 hours before the meeting. Any actions taken in an Emergency/Special Meeting must be approved by a majority of the Board of Directors. As with other Board meetings, quorum is required and minutes will be kept.

**Section 4:** Board Meetings. The Board shall meet at least four times per year



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at an agreed upon time and place.

**Section 5:** Notice of Board Meeting. An official Board meeting requires that each Board member receive written notice three days in advance.

**Section 6:** Meeting Rules. Robert's Rules of Order are to be considered the basic foundation for the operation of the board.

## ARTICLE IV -- BOARD OF DIRECTORS

**Section 1:** Board Role, Size, and Compensation. The Board is responsible for overall policy and direction of the organization and delegate responsibility for day-to-day operations to the committee chairs and members. The Executive Board shall consist of the President, Vice President, Treasurer, and Secretary. The Executive Board may appoint additional board members with specified duties. The appointed board members serve at the pleasure of the executive board. The board shall receive no compensation.

**Section 2:** Terms. All Board members shall serve one-year terms and are eligible for re-election.

**Section 3:** Quorum. A quorum of over 50% percent of the Board members must be present before business can be transacted or motions made or passed.

**Section 4:** Officers and Duties. There shall be four officers of the elected Executive Board consisting of a President, Vice President, Secretary, and Treasurer. They shall constitute the Executive Committee. Their duties are as follows:

**The President** shall convene Board meetings, special/emergency meetings, and regular business meetings, set the agenda, and preside over each meeting. In the event of his or her absence, the president shall arrange for an alternate member of the Executive Committee to preside at each meeting in the following order: Vice President; Secretary; Treasurer.

**The Vice-President** shall chair the Rules Committee, assume the duties of the President when the President is not present, and chair committees on special subjects as designated by the Board.

**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, distributing copies of minutes to each Board member, and assuring that corporate records are maintained.

**The Treasurer** shall make a report at each Board meeting. Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help in developing fundraising plans, and make financial information available to Board members and the public. The Treasurer shall develop and enforce Accounting Rules by which the treasury will operate.



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**Section 5:** Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present OPN members by the Secretary seven days in advance of a regular business meeting. These nominations shall be sent out to members with the regular business-meeting announcement to be voted upon. Nominations may also be opened at the meeting. The term of interim officers shall be effective until the next regular election of Board members. Interim officers shall be eligible for re-election.

**Section 6:** Resignation, Termination, and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

**Section 7:** Executive Meetings. A meeting may be closed for executive session by a vote of a majority of the Executive Board.

### **Article V -- ELECTIONS & VOTING**

**Section 1:** Board Elections. Election of new Executive directors or re-election of current Executive directors to another term will occur as the first item of business at the Annual Meeting of the organization. Executive directors will be elected by a majority vote of the current members present, or in a manner to be prescribed by the Board of Directors prior to the annual meeting.

**Section 2:** Voting. Each member shall have and may cast at the annual election one (1) vote for each available position.

**Section 3:** Proxy Vote. Any member may at his or her discretion utilize the right of proxy to permit another member or officer to cast a valid vote on his or her behalf, provided that the board of directors is given written notification of intent prior to the meeting in question. Electronic submissions are acceptable. Any member may rescind his or her permission for proxy at any time before a proxy vote is cast. Once cast, a proxy vote shall be considered valid and may not be rescinded. Proxies may be extended to any OPN member. Proxy transfers no fiscal authority; only voting privileges are transferred for the duration of the proxy.

### **ARTICLE VI -- COMMITTEES**

**Section 1:** The Board may create and appoint committees as needed. The Board appoints all committee chairs, except the Vice President shall be the Chairperson of the Rules Committee and the Treasurer shall be Chairperson of the Finance Committee.



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**Section 2:** Finance Committee. The Treasurer is chair of the Finance Committee, which includes two other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, and an annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. The Board must approve any major change in the budget. The fiscal year shall be the calendar year. Annual reports are to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members, and the public.

## Section 3 Rules and Ethics Committee

The Vice-President is the Chair of the Rules and Ethics Committee, which shall include two other OPN members. The Rules and Ethics Committee is responsible for developing and reviewing the by-laws and suggesting modifications to the Board, The Rules and Ethics Committee shall follow the provision set forth in the Ohio Patient Network Code of Ethics,

## **ARTICLE VII-- RECORDS AND DOCUMENTS**

**Section 1:** All records and documents of the Association and documents generated in the performance of duties on behalf of the Association shall be the property of the Association and shall be MAINTAINED by the Secretary. The records shall be turned over to the new Secretary within fifteen days of the current Secretary retiring or resigning from office.

## **ARTICLE VIII -- DISSOLUTION**

**Section 1:** In the event of the dissolution of the Association, all funds and tangible assets shall be distributed at the direction of the trustees in accordance with the not-for-profit corporate statutes of the State of Ohio and the current version of the appropriate Internal Revenue Code, or the corresponding section of any future tax code.

## **ARTICLE IX AMENDMENTS**

**Section 1:** These Bylaws may be amended when necessary by a majority vote of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements. Amendments shall become effective upon adoption unless otherwise specified in the amendment(s).



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## ARTICLE X-- REGIONAL CHAPTERS

**Section 1:** In order to facilitate and carryout the mission of the Ohio Patient Network, the Board of Directors shall have the duty of authorizing regional chapters.

**Section 2:** At least one (1) person, who shall act as the regional chapter's Director of Operations, shall govern the regional chapter.

**Section 3:** The directors of regional chapters shall establish a board of directors, consisting of a minimum of three persons acting as director, treasurer, and co-chair. Once established, the board of directors shall adopt bylaws, which shall first be approved by the OPN board of Directors, establish a treasury and shall report biannually to the OPN's finance committee. Chapters shall have the same fiscal year as the OPN. All chapters shall operate on funds derived from fundraising, grants, or any other means including membership fees or dues. The OPN, at its discretion, may make funds available to chapters upon request.

**Section 4:** Each authorized chapter shall pay to the OPN the sum of one hundred dollars (\$100) per annum, or shall hold at least one fundraising event per annum and shall submit one half (50%) of the net proceeds of that fundraising event to the OPN, whichever is the greater amount. The OPN Board of Directors, at its discretion, may waive this requirement.

**Section 5:** A regional chapter's board of directors shall be responsible for obtaining an Employer Identification Number and shall make application for proper tax status with the Internal Revenue Service within ninety days (90 days) of establishment of the board of directors.

**Section 6:** All regional chapters shall operate independently from the Ohio Patient Network, and shall abide by all governing laws of the state of Ohio and the United States Code of Federal Regulations

**Section 7:** Trade name. All chapters authorized by the OPN shall be permitted to use the Ohio Patient Network trade name as part of their designated trade name.

**Section 8:** Meetings. Regional statewide meetings shall be conducted at least once per annum and may coincide with the OPN Annual Meeting. The regional meeting shall consist of at least one member from each authorized chapter. Meetings shall be presided over by the OPN president. The president may act as the OPN representative to the regional meeting.

**Section 8a:** Purpose. The purpose of the regional meeting shall be to decide statewide issues with respect to the operations of OPN and it's authorized



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chapters, including but not limited to: the direction of strategic planning, coordination, fundraising or any other issue that effects the organization on a statewide or local basis. Each chapter including the OPN shall have one vote in the regional meeting. Roberts Rules of Order shall apply to all meetings.

**Section 9: REVOCATION OF CHAPTER AUTHORIZATION:** a majority of votes at a regional meeting may revoke a chapter's authorization.

Authorization may be revoked by the OPN in the event any chapter violates state or federal law, including violations of the IRS Tax code, theft, misappropriation, or misuse of funds.

Revised: December 15th 2008