

PROFESSIONALS GUILD OF OHIO BY-LAWS

ARTICLE I. Dues.

Section 1. Dues for the Professionals Guild of Ohio are fixed at \$10.00 per month until August 31, 1992.

Section 2. The Executive Board of the Professionals Guild shall increase dues each year by a percentage equal to the increase in the Consumers Price Index for the previous twelve months. Such increases shall take effect in January of each year.

Section 3. The Executive Board of the Professionals Guild shall have authority to set a lower dues rate than that prescribed herein, but shall not have authority to set a higher rate.

ARTICLE II. Financial Reporting.

Section 1. All financial records of the Professionals Guild of Ohio and its affiliated councils shall be available for inspection by any member of the Professionals Guild.

Section 2. The Treasurer shall provide or cause to be provided an annual financial report for the previous year. Such report shall be transmitted to the President and the Executive Director not later than January 15 of each year. The Executive Director shall distribute the financial report, through the Councils, to all members.

ARTICLE III. Loans.

Section 1. No loan shall be made by the Professionals Guild to any member, officer, or employee of the Professionals Guild.

ARTICLE IV. Conflict of Interest.

Section 1. No officer or employee of the Professionals Guild, their spouses, minor children, or parents shall have any business or financial interest that conflicts with his/her fiduciary obligations to the Professionals Guild.

ARTICLE V. Democratic Control of Councils.

Section 1. No council shall be permitted to affiliate with the Professionals Guild unless its constitution provides for orderly, democratic control of the council by the

membership, including regular membership meetings.

Section 2. Alleged violations of Section 1 of this Article may be appealed to the Executive Board of the Professionals Guild, pursuant to Article VII, Section 4 of the Constitution.

ARTICLE VI. Strikes by Councils.

Section 1. No strike shall be supported authorized, sanctioned, or endorsed by the Professionals Guild, unless called by a vote of the membership of the affected council.

Section 2. No strike shall be supported, authorized, sanctioned, or endorsed by the Professionals Guild without the specific, written consent of the Executive Director. Such consent shall be on those terms set by the Executive Director.

ARTICLE VII. Rules of Order.

Section 1. Except where otherwise provided in the Constitution and By-Laws of the Professionals Guild, Roberts Rules of Order, Revised, shall govern all meetings of the Professionals Guild and its councils.

ARTICLE VIII. Quorum.

Section 1. Notwithstanding Roberts Rules of Order, a quorum for all membership meetings, the Executive Board meetings, and other meetings of representative bodies in the Professionals Guild shall be defined as those members of the respective body who attend a properly called meeting.

ARTICLE IX. Officers

Section 1. Upon presentation of a grievance pursuant to Article VII, Section 4, the Executive Board or its designee exercising its discretion in the best interests of the entire PGO organization shall have authority to immediately and temporarily remove council officers from office after notice of the charges, an explanation of the reasons and an abbreviated opportunity to present the officer's response to the charges.

Section 2. In the event that the council officer is immediately removed pursuant to this Article, the Executive Board or its designee shall within five (5) business days deliver to the removed officer written charges which include a statement of the offense and request a written response. Should the officer fail to answer and deny the charges within seven (7) calendar days, the removal shall become permanent. If the officer denies the charges with explanation within that time, the Executive Board or its designee shall promptly select a date for

the hearing, notify the parties and hear the case as expeditiously as possible.

Section 3. At the hearing, the removed officer may be represented by counsel or other individual and all parties shall have an opportunity to present witnesses, evidence and be heard before the Executive Board or its designee. Following the hearing, the Executive Board or its designee shall make a binding ruling in the matter which may include reinstatement to office. If the ruling of the Executive Board or its designee is to remove the officer, the office shall be filled by the Executive Board until the next January membership meeting. The removed officer shall be considered as not in good standing for a period of time determined by the Executive Board or its designee.

Section 4. The removed officer may, within ten (10) calendar days of the Executive Board or designee's decision, appeal through channels provided by the Executive Board and this organization shall consider itself bound by the resulting ruling.

Section 5. Subject to the rights provided to union members by Ohio law and by the PGO Constitution and Bylaws, members shall not violate any provision of the PGO Constitution or Bylaws or act to undermine, weaken or interfere with the legitimate interests, relationships, goals or obligations of PGO and shall not actively engage in activities which support, promote or encourage any union member to join or create another labor organization competitive to PGO or the AFL-CIO. Any member who violates this provision shall be subject to fine, suspension for a specific period of time, expulsion as determined by the Executive Board or any combination thereof.

ARTICLE X. Amendment.

Section 1. The By-Laws of the Professionals Guild may be amended by a majority of the Professionals Guild's members voting on the amendment.

Section 2. Amendments to the By-Laws may be proposed by majority vote of the Executive Board or by a petition containing valid signatures of ten per cent (10%) of the membership. Unless the Executive Board determines that the amendment requires immediate action, it shall be placed on the ballot at the next regular election of the President of the Professionals Guild of Ohio.

Revised 10/18/2008