



**AMENDED AND RESTATED
CODE OF REGULATIONS
OF THE
OHIO PROGRAM EVALUATORS' GROUP**

Originally Adopted October 27, 1980

Revised October 1984, May 1989, and May 2011

Article I: Name

1.01 The name of this organization shall be The Ohio Program Evaluators' Group, hereafter referred to as OPEG.

Article II: Purposes

- 2.01 The purposes of OPEG are:
- a. to promote program evaluation and research about program evaluation.
 - b. to facilitate the interpretation and use of program evaluation and research results;
 - c. to provide a forum for the exchange of professional ideas related to evaluation and research;
 - d. to develop a pool of professional and technical evaluation resources in Ohio;
 - e. to provide mechanisms for obtaining technical assistance in evaluation and research; and
 - f. to conduct and/or facilitate training events, workshops, conferences symposia, seminars, and so forth, in the areas of evaluation and research.

2.02 OPEG is a not for profit business league (IRS Section 501(c)6) organized exclusively for educational and charitable purposes. No Board member, officer, agent or employee shall at any time receive or be entitled to receive any compensation or pecuniary profit from the operation and policies of the Association or upon its liquidation or dissolution, except for reasonable compensation for services actually rendered to the Association in effecting one or more of its objectives or purposes, or as a direct or indirect beneficiary of its said non-profit purposes.

Article III: Membership

3.01 Members are persons who conduct or have an interest in program evaluation, research, and planning, or who have the designated responsibility for such activities. Individuals enrolled in undergraduate or graduate programs and who are interested in program evaluation may become members. The privileges of membership shall accrue only to persons who are current in the payment of dues, the amount of which shall be determined by majority vote of the Board of Directors.

- 3.02 Each member, as defined herein, shall be entitled to:
- a. a current membership list with the understanding that such list will not be used for purposes contrary to those of the organization, as specified in Article Two hereof;
 - b. an annual financial statement of the organization;
 - c. timely notice of general membership meetings;

- d. attendance at Board of Directors meetings;
- e. reports of the activities of the Board of Directors, and other formally established committees and minutes of all general meetings.
- f. voting privileges, as described in Article Four, on all issues to be decided by the general membership.

Article IV: Meetings of the General Membership

4.01 Each member as defined in Article Three shall be entitled to one vote.

4.02 The members of the organization shall hold an annual meeting each year.

4.03 Special meetings may be requested by the President or any three (3) members of the Board of Directors or 25 percent of the voting membership. Notice of special meetings shall be given in writing to each member, shall contain the time and place of the meeting, shall give a brief statement of the object and purpose of the special meeting, and shall be given at least fifteen (15) days, but not more than thirty (30) days before the date of such meeting.

4.04 A quorum for the transaction of business at a general membership meeting shall consist of not less than twenty (20) of the voting members or two-thirds (2/3) of the voting members, whichever number is less.

Article V: Board of Directors

5.01 OPEG's policy and direction shall reside with the Board of Directors.

5.02 The Board of Directors shall be composed of eleven (11) members: the President, Vice-President, Secretary and Treasurer and seven (7) members-at-large, at least one of whom shall be an undergraduate or graduate student enrolled at a college or university in Ohio. All Board of Directors members must be OPEG members in good standing. All shall be elected officials or duly appointed by the Board itself.

5.03 The term of office of members of the Board of Directors shall be two (2) years, except for the Student Board Member, whose term shall be one (1) year. Terms of office shall be staggered for all members of the Board of Directors. The newly elected Board of Directors shall take office July 1 in the year of election, except the Treasurer, who will take office September 1 in the year of election.

5.04 If Student Board Members complete their studies during their term, they may complete their term and need not relinquish their Board seats.

- 5.05 The Board of Directors shall be responsible for OPEG's administration, and shall:
- a. carry out OPEG's established policies;
 - b. solicit membership input as appropriate;
 - c. approve an annual budget, which reflects OPEG's current directions;
 - d. approve any expenditure outside of the annual budget;
 - e. set membership dues;
 - f. report its transactions and policy-implementing activities to the membership;
 - g. set dates and locations for all general membership meetings;
 - h. appoint such *ad hoc* committees as necessary to carry out the OPEG business and to accomplish its goals;
 - i. oversee operations of all OPEG standing and *ad hoc* committees; and
 - j. take such other steps as are necessary to attain OPEG's goals.

5.06 The Board of Directors shall be required to present to the general membership for vote, as per Article 4, Section 3, any petition submitted to the Board of Directors signed by fifteen (15) percent of current members.

5.07 Board of Directors Members-at-Large have the charge of assuring that OPEG business and activities are carried out in a responsible and timely manner. Members-at-Large shall:

- a. attend 2/3 of the Board meetings held each fiscal year;
- b. actively serve on at least one committee;
- c. carry out established OPEG policies;
- d. assist with conferences or other OPEG events as needed;
- e. take any steps as necessary to attain the goals of OPEG; and
- f. perform all other duties as assigned by the President.

5.08 One member-at-large shall assume the duty of Elections Committee Chair; one member-at-large shall assume the duty of the Membership Committee Chair; one member-at-large shall assume the duty of Awards Committee Chair; one member-at-large shall assume the duty of Newsletter Editor; and one member-at-large shall assume co-chairmanship of the Program Committee with the Vice President.

5.09 Any vacancy among the elected members of the Board of Directors shall be filled by a simple majority vote of the Board of Directors without undue delay. Appointed individuals shall complete the remainder of the term of the individuals they are replacing.

5.10 Board of Directors members may be removed because of failure to perform the duties required of the officer as stated herein at a regularly scheduled meeting of the Board of Directors by a vote of two-thirds of the Board of Directors members. In the case of a removal, the removed member has the right of appeal to the general membership, who will determine removal or reinstatement by a simple majority vote of those members in attendance at the meeting where this is voted upon, or those members responding to a poll.

Article VI: Meetings of the Board of Directors

6.01 The Board of Directors will hold at least four (4) meetings per year, whether it be by teleconference, in-person, or via other means. One (1) meeting will be scheduled to coincide with a regular OPEG conference.

6.02 Special meetings of the Board of Directors may be called by the President, or by a majority of the Board.

6.03 For all Board of Directors meetings, either the President or the Secretary shall notify Board members and the general membership at least one (1) week before such meeting, unless there are extenuating circumstances.

6.04 The President will send out the meeting agenda at least three (3) days before the meeting is to take place. Such agenda may, however, be modified and/or amended at the meeting.

6.05 A quorum for the official conduct of business at all Board of Directors meetings shall be six (6) members of the Board of Directors. If a quorum is present, then, unless otherwise provided by law or the regulations, a majority of the directors present may decide any question coming before any meeting of the Board of Directors but less than a quorum may adjourn a meeting.

6.06 Meetings of the Board of Directors and membership will normally be conducted using informal but business like procedures. At any time a procedural conflict arises, the provisions of the most recent edition of Robert's Rules of Order shall be used.

6.07 Minutes shall be taken at all Board of Directors meetings, and shall be distributed to all Board and general members.

Article VII: Officers

7.01 The officers of OPEG shall be President, Vice President, Treasurer, and Secretary. Officers shall serve two-year terms, and may be consecutively re-elected once by the membership to the same office.

7.02 The President shall be the administrative officer of OPEG. S/he shall call and preside over Board of Directors and general membership meetings, and shall be an *ex-officio* member of all OPEG committees. The President shall also:

- a. administer OPEG business and carry out its policies;
- b. ensure that the nominating process and elections occur in a timely fashion;
- c. notify members of their election to the Board of Directors, and notify other candidates of their election status;
- d. designate the chair of each committee as listed in Article Eight, or *ad hoc* committees as appropriate;
- e. represent or designate another to represent OPEG before the public;
- f. periodically review OPEG's legal status with the Ohio Secretary of State's Office (<http://www.sos.state.oh.us/SOS/businessServices.aspx>) and ensure that its Articles of Incorporation are current and its status remains active.
- g. bear fiscal responsibility, in conjunction with the OPEG treasurer, for the expenditure of OPEG funds and maintaining appropriate accountability for all OPEG expenditures;
- h. oversee, in coordination with the OPEG Treasurer, any contracting process and keep copies of all contracts; and
- i. perform such other functions and duties as may be appropriate to the office of President.

7.03 The Vice President shall:

- a. perform the duties of the President during the latter's temporary absence or incapacity;
- b. co-chair the Program Committee with a Board Member At-Large;
- c. assist in the development of the annual budget with coordination of the program budget section, and

- d. perform such other functions or duties as the Board of Directors and/or the President may request.

7.04 The Treasurer shall be responsible for the financial affairs of OPEG. He or she shall:

- a. keep accurate records of receipts and disbursements, and maintain such bank accounts as will utilize the funds of OPEG in as advantageous a manner as practicable;
- b. maintain all books and accounts of OPEG on a fiscal year basis, in accordance with Article Ten;
- c. report to the Board of Directors at each meeting on all receipts and expenditures of OPEG, and year-to-date figures for each category compared to the annual budget;
- d. prepare, in consultation with the President and other OPEG members, an annual financial statement and budget, and present them to the general membership;
- e. bear fiscal responsibility, in conjunction with the OPEG President, for the expenditure of OPEG funds and maintaining appropriate accountability for all OPEG expenditures;
- f. oversee, in coordination with the OPEG President, any contracting process and keeping copies of all contracts; and
- g. perform all other duties related to this office.

7.05 For all bank accounts established for OPEG, there must be at least two signatories, the Treasurer and at least one other elected Board member, or the duly-authorized Board-appointed agent.

7.06 The Secretary has the charge of assuring that OPEG business and activities are carried out in a responsible and timely manner. The Secretary shall keep accurate minutes of general membership and Board of Directors meetings, shall maintain official files, and shall assist the President with correspondence. The Secretary shall also:

- a. record, maintain, and distribute all OPEG policies;
- b. receive reports from committee chairpersons, and distribute them to OPEG members when appropriate or requested;
- c. record, maintain, and distribute minutes of OPEG and Board of Directors meetings to all members of the Board;

- d. distribute notices and announcements to the membership as are required to carry out OPEG aims and programs;
- e. maintain and distribute all materials associated with the Board of Directors Handbooks;
- f. maintain communication with the OPEG webmaster to update the web page regularly;
- g. maintain a list of current members and others interested in OPEG, with the assistance of others as appropriate; and
- h. perform all other duties related to this office.

7.07 All officers shall hold office until their successors are chosen, except, however, when vacancies are caused by death, resignation, removal from office by the Board of Directors or expulsion from membership in OPEG. All vacancies stated in the above offices shall be filled by appointment by a majority of the Board of Directors; the appointee will serve the remainder of the term of the officer who he or she is succeeding.

7.08 To ensure continuity between administrations, the immediate past President shall serve as an *ex officio* member of the Board for a period of two years commencing immediately after the President's term. The immediate past President shall have all of the rights and responsibilities of an elected Board member with the single exception that he or she may not vote.

Article VIII: Committees

8.01 The Board of Directors shall establish a Membership Committee, a Program Committee, an Awards Committee, and an Election Committee, and such other committees as are necessary to effect OPEG policy or to expedite the conduct of OPEG's business. All committees shall include a member of the Board of Directors.

8.02 The Election Committee's duty shall be to solicit and receive, in accordance with Articles Five, Seven, and Nine, nominations for a slate of officers and Board of Directors members. The slate of candidates will be drafted by members participating in the nominating process. The elections process will also include the following components:

- a. the committee may nominate additional eligible candidates for appointment to the election slate;
- b. the committee will ascertain the willingness of nominees to run for the offices for which they are nominated;
- c. the OPEG Board will review and finalize the slate;

- d. the committee will formulate and distribute ballots; and
- e. the committee will certify the election results, notify the President of election results, and publish results of the election after the President has notified all candidates.

8.03 The Membership Committee's duties shall be to:

- a. recruit new members and facilitate current members in keeping current their membership;
- b. distribute the Code of Regulations and other information to new members;
- c. distribute membership renewal notices;
- d. maintain a current membership list;
- e. periodically conduct surveys of members who do not renew their membership;
- f. provide an biennial summary description of members (membership profile) to the Board of Directors; and
- g. work with the Program Committee to communicate with members and others interested in OPEG regarding conferences and other events.

8.04 The Program Committee's duties shall be to:

- a. coordinate arrangements for OPEG conferences and other events, including setting dates, securing facilities, recruiting presenters, making preparations for the annual general membership meeting, and other arrangements as appropriate;
- b. identify programmatic interests of the membership to use as a guide for developing conferences; and
- c. work with the Membership Committee to communicate with members regarding conferences and other events.

8.05 The Awards Committee's duties shall be to:

- a. solicit nominations for OPEG's annual awards – the Roberta O'Keefe Award for Meritorious Service, which recognizes an individual OPEG member for his or her service to OPEG; and the Evaluation Recognition Award, which recognizes an Ohio-based individual for his or her contributions to the research and practice of program evaluation;

- b. coordinate the nomination and voting process;
- c. work with the President to notify award recipients; and
- d. coordinate preparation and delivery of the awards during the Spring conference.

8.06 The Board of Directors is under no obligation to present either award in any given year.

8.07 Sitting Board of Directors members are not eligible for either award unless they are completing their terms within six months of the award being given.

Article IX: Elections

9.01 The election process shall consist of soliciting nominations, formulating and distributing ballots, counting ballots and publishing election results to the membership.

9.02 Nominations for the officers and at-large members of the Board of Directors shall be solicited by the Elections Committee, as per Article Eight. Following the nominations process, the Elections Committee shall distribute ballots to the general membership. The Elections Committee may choose to limit the number of candidates placed on the ballot. Elections shall be held by secret ballot, which shall have provisions for write-in votes.

9.03 Results of the election will be announced in the next published Newsletter and officers and other Board members will be introduced at the following OPEG conference or event. The Elections Committee, with the advice of the Board of Directors, will set dates each year for the nomination and election processes.

9.04 In the event of any tie vote, a two-thirds majority vote by the current Board of Directors shall constitute the deciding vote.

Article X: Fiscal Year

10.01 OPEG shall have a fiscal year which begins with the 1st day of September and ends the 31st day of August.

Article XI: Construction and Severability

11.01 This amended Code of Regulations supercedes and replaces any prior Code of Regulations or Bylaws.

11.02 No clause, phrase, section, or article of this Code of Regulations shall be contrary to Federal or Ohio State Law. In the event of conflict(s), the clause(s), phrase(s), paragraph(s), and/or article(s) which is (are) determined to be contrary to any such law shall be deemed null and void and shall be superseded by such law. Such supersedure, however, shall not in any way be construed to invalidate any clause, phrase, paragraph, and/or article which is thereby unaffected.

Article XII: Amendments

12.01 Amendments to this Code may be initiated by the Board of Directors or by petition signed by ten (10) percent of OPEG membership.

12.02 The membership may adopt amendments to this Code by a vote to that effect by two-thirds majority of votes cast by secret ballot. Copies of proposed amendments shall be made a part of the agenda of the membership meeting in which their adoption is to be considered, and shall be distributed to the membership at least seven (7) days in advance of such meeting.

12.03 Unless otherwise specified, approved amendments to this Code shall be effective immediately upon their adoption by the membership.

Article XIII: Permanent Address

13.01 The permanent address of OPEG shall be the address stated in the current Articles of Incorporation filed with the Ohio Secretary of State (see Article 7, section 2(f)).

Article XIV: Dissolution

14.01 Upon the dissolution of OPEG, the Board of Directors shall, after paying or making a provision for payment for all the liabilities of the organization, dispose all of the assets of the organization exclusively for the purpose of OPEG in such organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time, as the Board of Directors shall determine. Any of such assets not so disposed shall be disposed by the court of common pleas of the county in which the principal place of business of the organization is then located, exclusively for such purposes, or to such organization(s) as said court shall determine is (are) organized and operated exclusively for such purposes.