

# CONSTITUTION AND BYLAWS

## SCHOOL EMPLOYEE RETIREES OF OHIO, INC.



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### **AS REVISED AND AMENDED:**

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## **PREAMBLE**

The SCHOOL EMPLOYEE RETIREES OF OHIO, INC, (SERO) is the only organization that works solely for the non-certified school employee who receives retirement benefits from the School Employees Retirement System (SERS).

SERO works with other organizations that have similar interests on legislative matters. SERO's purpose is to promote the interests and welfare of the retired School Employees of Ohio; to seek sponsorship and/or support of national and statewide legislation that will contribute to the economic and social welfare of Ohio's retired school employees; and to cooperate with other Ohio retiree groups with similar aims and purposes.

## **ARTICLE I – NAME AND PURPOSE**

1. NAME: The name of this Organization shall be the SCHOOL EMPLOYEE RETIREES OF OHIO, INC., hereafter referred to as SERO.
2. PURPOSE: The purpose of the Organization shall be to promote the interests and welfare of the Retired School Employees of Ohio; to educate the retired school employees of Ohio about matters of concern to them, including pending legislation, pension trends, health care costs, and to promote their interests and welfare by educating elected officials about retirees' needs; to seek sponsorship and or support of National and Statewide Legislation which will contribute to the economic and social welfare of Ohio's retired school employees; and to cooperate with other Ohio retiree groups with similar aims and purposes.

## ARTICLE II – MEMBERSHIP

### 1. VOTING MEMBERS:

“Voting Members” shall have the right to vote on matters submitted to the membership of SERO for approval. Voting Members shall also be eligible to be an Officer or member of the BOARD.

The class of Voting Members shall be comprised of Retiree Members, Honorary Retiree Members, and Lifetime Retiree Members.

Upon the payment of any required Annual Dues or other membership fees, as established by the Board, individuals may become Voting Members of SERO if they meet the qualifications for any of the following forms of membership:

#### A. Retiree Members:

- i. Any non-teaching school employee who is retired from the public schools, technical schools, joint vocational schools, or schools of higher education and who is currently receiving pension benefits through the School Employees Retirement System (SERS).

#### B. Honorary Retiree Members:

- i. Any Past President of SERO; or
- ii. Any individual that was a Retiree Member of SERO at the time he or she attained the age of one hundred years old.

#### C. Lifetime Retiree Members:

- i. Any individual meeting the qualifications of a Retiree Member that pays SERO a Lifetime Membership Fee, which is an amount, set by the BOARD.

Notwithstanding any provision to the contrary, the Annual Dues shall be waived for any individual that is an Honorary Retiree Member.

2. NON-VOTING MEMBERS:

“Non-Voting Members” shall not have the right to vote on matters submitted to the membership of SERO for approval. Non-Voting Members shall not be eligible to be an Officer of SERO, a member of the BOARD, or a member of a committee. However, Non-Voting Members shall have the right to participate in all other activities of SERO in which Voting Members may participate.

The class of Non-Voting Members shall be comprised of Associate Members and Lifetime Associate Members.

Upon the payment of any required Annual Dues or other membership fees, individuals may become Non-Voting Members of SERO if they meet the qualifications for any of the following forms of membership:

A. Associate Members

- i. Any spouse of any Retiree or Voting Member of SERO.
- ii. Any spouse of a deceased, non-teaching, school employee.
- iii. Any non-teaching school employee that is retired, is eligible or will be eligible to receive pension benefits through Ohio’s SERS, and that is not currently receiving pension benefits.
- iv. Any non-teaching school employee who is a member of SERS, but who has not yet retired; and
- v. Any person who has a vested interest in the Purpose and Mission of SERO but who does not qualify for membership under the guidelines listed above (A. i-iv) may join as an Associate Member of SERO.

B. Associate Lifetime Members

- i. Any individual meeting the qualifications of an Associate Member that pays SERO a Lifetime Membership Fee, which is an amount, set by the BOARD.

3. AFFILIATIONS:

The organization may affiliate with another organization with BOARD approval and two-thirds majority vote of Voting Members present and voting at the Annual or Special Meeting. This shall be a standing vote.

The BOARD may cooperate with other public retiree organizations in Ohio and such national organizations which have as their primary goal the economic and social welfare of the retirees. The BOARD’s cooperation with such organizations shall not require membership approval.

### **ARTICLE III - FISCAL YEAR/DUES**

1. FISCAL YEAR: The fiscal year for SERO shall be January 1 through December 31<sup>st</sup>.
2. ANNUAL DUES: Annual Dues shall become due on the “Member Expiration Date”. The dues amount, which is determined by the BOARD OF DIRECTORS, and the date that dues are received, will determine the “Member Expiration Date” for each member. Membership expiration dates may be pro-rated based on the dues amount received. Any Voting Member attending the Annual Meeting must have a current membership account on or by April 1<sup>st</sup> prior to the Annual Meeting to be eligible to vote on any SERO business.

### **ARTICLE IV – BOARD OF DIRECTORS**

1. POWER AND AFFAIRS: The powers and affairs of SERO shall be exercised and conducted by the BOARD OF DIRECTORS (TRUSTEES), hereafter known as the BOARD.
2. BOARD MEMBERS: Each person serving on the BOARD shall be a member of the Organization in good standing and shall have the right to vote. BOARD members living out of Ohio will be responsible for all BOARD travel expenditures incurred outside of Ohio. Election of the BOARD and its officers will take place at the Annual Meeting held in May. All BOARD members shall remain in office until their duly elected successors assume the duties of the office on July 1.
3. SUCCESSOR TO MEMBER: The BOARD may appoint a successor to any member of the BOARD, who is deceased or incapacitated from further service on the BOARD; or who, without the approval of the BOARD, is absent from three (3) consecutive BOARD meetings; or to fill a position not filled at the Annual Meeting. The BOARD shall appoint a successor to any member not performing the duties of their elected office.
4. REIMBURSEMENT OF EXPENSES: Authorized expenses incurred by a BOARD Member while on official SERO business will be reimbursed. BOARD Members living out of Ohio will be responsible for their BOARD expenses incurred outside of Ohio.

## ARTICLE V – OFFICERS

1. **BOARD OFFICERS:** The BOARD shall consist of the PRESIDENT, the IMMEDIATE PAST PRESIDENT, the VICE PRESIDENT, the SECRETARY and the TREASURER. There shall be elected Members-at-Large; representing Ohio geographically as designated by the BOARD. Based on the current growth of membership, the BOARD may ask for additional Members-at-Large to be elected at the next Annual Meeting. Voting shall be done by secret ballot.
2. **CANDIDATES FOR THE BOARD:** Candidates for the BOARD shall be recommended by the Nominating Committee or nominated from the floor and shall be elected by a majority of the Voting Members present and voting at the SERO Annual Meeting. Duly elected BOARD members will assume the duties of the Office to which they have been elected, to begin on the 1<sup>st</sup> of July. Officer Applications must be received by the Nominating Committee in the time frame as designated by the BOARD.
  - a. The terms for the Board Officers and Members-at-large shall be two years. Members may serve for two consecutive two-year terms within the same position.
  - b. Each candidate for the BOARD shall submit their letter of intent for an office to the BOARD in the time frame as designated by the BOARD.
  - c. All candidates shall have been a Voting Member in good standing one (1) year before submitting their letter of intent to the BOARD.
3. **BOARD MEETINGS:** The BOARD shall meet REGULARLY at such times as determined by the BOARD. Each member shall be notified in writing, and a majority of the BOARD MEMBERS shall be present to conduct business.
4. **PRESIDENT:** The President shall preside at all meetings of the BOARD and all meetings of the general membership, carry out the instructions of the organization and of the BOARD, and perform all duties, which usually pertain to the office. The President shall appoint all Committees and be ex-officio member of all committees except the Nominating Committee.
5. **VICE PRESIDENT:** The Vice President shall assume the duties of the President in the event the President is incapacitated; perform all duties which usually pertain to the office of the Vice President and any other related duties as assigned by the President.

6. SECRETARY: The Secretary, at the direction of the President, shall be assisted by the office staff for (a) recording the proceedings at all meetings of the BOARD and the GENERAL MEMBERSHIP; (b) maintain a permanent file of such proceedings; (c) prepare and distribute copies of all meeting minutes (including Annual Meeting) to BOARD Members; (d) and other related duties as assigned by the President.
7. TREASURER: The Treasurer, as directed by the President, shall be responsible for (a) maintaining accurate records of funds received by SERO; (b) maintaining an accurate record of expenditures from SERO funds; (c) requesting approval of the BOARD for expenditures in excess of \$200.00, except in the case of “fixed charges” such as rent, phone, maintenance fees, etc.; (d) deposits (by the Treasurer or designated agents, covered by bond) of all funds received shall be made regularly and in a timely manner; (e) obtaining proper bonding for Treasurer and “designated agents”; (f) preparing monthly, quarterly and annual financial reports for proper distribution; (g) preparing any other State or Federal Reports as required by law; (h) proper investment of excess funds to provide additional operating money, upon approval of the BOARD; (i) providing information assisting in the development of an Annual Budget; (j) shall provide the BOARD with monthly reports; and (k) any other related duties as assigned by the President.
8. MEMBERS-AT-LARGE: The Members-at-Large represent the State geographically as/or designated by the BOARD.

The BOARD, when deemed necessary, may use a Certified Public Accountant to keep SERO current on all financial transactions and any other items designated by the BOARD.

The BOARD, when deemed necessary, may use a law firm to keep SERO current on any legal matters.



## ARTICLE VI – COMMITTEES

1. **NOMINATING COMMITTEE:** The BOARD, at least 120 days before the Annual Meeting of SERO, shall appoint a committee of three (3) members to serve as the Nominating Committee. The Nominating Committee shall nominate one or more persons for each elective office and shall report those nominations to the BOARD no later than April 1<sup>st</sup> of the election year.
2. **LEGISLATIVE COMMITTEE:** The Legislative Committee shall be responsible for working with the members of the Ohio General Assembly to improve the economic and social welfare and the status of the Retired School Employees of Ohio. The Legislative Committee may also work with members of Congress in the implementation of SERO goals.
3. **CHAPTER COMMITTEE:** The Chapter Committee, consisting of three (3) members, shall assist groups of members who have indicated their interest in the establishment of chapters; review applications for Chapters; recommend appropriate action regarding Chapter applications and operations to the BOARD; and represent the BOARD, as directed by the BOARD, in all matters pertaining to Chapter activities.
4. **PROGRAM COMMITTEE:** A committee of five (5) members shall be appointed by the President promptly after the Annual Meeting, whose duty it shall be to plan the Annual Program of SERO. This committee's report shall be submitted to the BOARD for approval at a regular meeting as designated by the BOARD.
5. **AUDIT COMMITTEE:** An Audit Committee of three (3) members shall be appointed by the President after the Annual Meeting in May whose duty it shall be to provide an audit of SERO accounts at the close of the fiscal year and report their findings to the BOARD. A full report shall be made at the Annual Meeting.
6. Such other committees, standing, or special may be appointed by the President or the BOARD from time to time as deemed necessary to carry out the purpose of the organization. The President shall be ex-officio member of all committees except the Nominating Committee.

## **ARTICLE VII – MEETING**

1. ANNUAL MEETING: SERO shall hold a Statewide Meeting for all members ANNUALLY, during the month of May; the location will be determined by the BOARD. The meeting shall be limited to one day unless its expansion is approved by the BOARD. The written notice of the meeting, with a list of candidates seeking office shall be given to all members at least ten (10) days, but not more than 60 days before such Annual Meeting. To vote, an individual must be a Voting Member and have paid dues by April 1 of the election year. The BOARD may take into consideration the date of the Annual Meeting regarding other annual meetings scheduled in May.
2. SPECIAL MEETINGS: Special Meetings of SERO may be called by the President or by the BOARD and shall be called by the President upon the request of fifteen (15) Voting Members of the Organization. The purpose of each special meeting shall be determined by the BOARD.
3. QUORUM: Defined as two-thirds of the BOARD or, in the case of the Annual Meeting, two-thirds of the number present. In the event that a quorum is unattainable, the meeting should be adjourned, and a new date and time selected to conduct the business of the organization.
4. The AFFIRMATIVE VOTE of a majority of the Voting Members present shall be necessary for the authorization or taking of action voted upon by the members.
5. In the event that circumstances prevent the scheduling of the ANNUAL MEETING and subsequent election of officers in accordance with Article VII, Section 1 of these By-Laws/Constitution, the SERO Executive Board will determine the appropriate manner in which the business of the organization can be conducted in as timely a manner as possible, and in accordance with the circumstances causing the delay.

## **ARTICLE VIII – INCORPORATION**

1. SERO shall be a non-profit corporation, organized and existing for the sole purpose of mutually benefiting Ohio's retired school employees.
2. The Organization, and its BOARD, shall refrain from all activities, which would endanger its status as a non-profit corporation.
3. The purpose or purposes for which said corporation is formed are:

a. To promote the interest and welfare of the retired school employees of Ohio; to seek sponsorship and/or support of statewide legislation which will contribute to the economic and social welfare of Ohio's retired school employees; and to cooperate with other Ohio retiree groups with similar aims and purposes.

b. To engage in any lawful act, activity or business not contrary to and for which a charitable nonprofit corporation may be formed under the laws of the State of Ohio; and to have and exercise all powers, rights and privileges conferred by the laws of Ohio on nonprofit corporations, including, but not limited to, buying, leasing or otherwise acquiring and holding, using or otherwise enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal of whatever nature and wheresoever situated, and buying and selling stocks, bonds, or any other security of any issuer as the corporation by action of its board may, at any time and from time to time deem advisable. It is resolved that the Officers of the Corporation be, and they hereby are, authorized and directed to execute, acknowledge, file or deliver as may be appropriate any and all certificates, instruments, documents or other papers necessary or appropriate to affect the foregoing amendment to the Articles.

#### **ARTICLE IX – CHAPTERS**

1. Any group of at least ten (10) members, in good standing of SERO, may establish a Chapter of the Organization by (a) applying to the BOARD and receiving approval of the proposed Chapter; and (b) adopting By Laws for the proposed Chapter which meet all minimum standards established by the BOARD.

#### **ARTICLE X – AMENDMENTS OF BY LAWS**

1. The CONSTITUTION AND BY LAWS may be amended by a majority vote of the Voting Members present at the Annual Statewide Meeting, or at a special meeting, or by mail balloting, except Article II, Section 3. Affiliations will require two-thirds majority vote of the Voting Members present and voting at the Annual or Special Meeting and shall be a standing vote. The proposed Amendment shall have been approved by the BOARD and notice of the Amendment shall be made available to all members in advance of the vote, at least twenty (20) days prior to the Annual or Special Meetings by mail.

#### **ARTICLE XI – PARLIMENTARY AUTHORITY**

1. The rules in the current edition of ROBERTS RULES OF ORDER shall govern SERO in all cases to which they are applicable except in cases where they are inconsistent with the Constitution and By Laws and any special rules of order SERO may adopt and by rules of Ohio Revised Code concerning non-profit Organizations.

**ARTICLE XII – ADOPTION**

1. The CONSTITUTION and By Laws shall become effective upon adoption by a majority affirmative vote of the BOARD and presented at the next Annual Meeting for majority approval by the Voting Members.

**MEMBERSHIP PLEDGE**

Oath of Office – School Employee Retirees of Ohio, Inc.

On behalf of all members of this SERO State Organization, I will pledge loyalty and cooperation to our New Officers. Ensuring that every program and every activity will be a credit to this organization.

The State SERO Organization is now in session for the installation of officers for the ensuing term. It is with pleasure that I present to you the officers, who have been elected to serve your organization for \_\_\_\_\_.

Please raise your right hand as you accept the oath of office:

IT IS MY INTENTION TO SERVE THIS ORGANIZATION BY FULFILLING THE DUTIES OF MY OFFICE FURTHERING THE AIMS AND PURPOSES OF SERO AS SET FORTH IN THE CONSTITUTION AND BY LAWS TO THE BEST OF MY ABILITY.

I declare you duly installed as officers of The School Employee Retirees of Ohio, Inc. for the coming year.

APPROVED BY THE BOARD OF DIRECTORS:

Approved By:

Date:

Officer:

APPROVED BY THE SERO MEMBERSHIP:

Approved By:

Date:

Officer:

**ARTICLE XIV -**  
**LETTER OF INTENT – SERO STATE OFFICER APPLICATION**

(In accordance with the SERO Constitution and By Laws)

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

\_\_\_\_\_ PHONE \_\_\_\_\_

I wish to be considered for a nomination as a State SERO Officer for the following position: SERO Officers are elected for a two-year term and not all Officers are elected in the same year. (Please check only ONE office)

- |  |   |
|--|---|
| <input type="checkbox"/> President       | <input type="checkbox"/> Vice-President |
| <input type="checkbox"/> Secretary       | <input type="checkbox"/> Treasurer      |
| <input type="checkbox"/> Member-at-Large |   |

(Member-at-Large representatives are based on current SERO Districts)

Please mark the statement(s) below which apply and submit a brief resume or history of your experience to the address below.

Are you available to attend regular BOARD Meetings throughout the year? Meetings are scheduled as determined by the BOARD of Directors (4-6 meetings per year)       YES       NO

I understand that I must be able to verify that I am a School Employee Retiree, and a SERO member in good standing for one year prior to submitting this application. (It is important and strongly recommended that candidates for the SERO Executive Board have relevant experience and skills for the position they wish to be considered for in addition to email capability to communicate with SERO Executive Officers and the SERO state office on a regular basis.)

Please direct any questions to the SERO Office. Mail application and resume to:

SERO  
Attn: Nominating Committee Chairman  
6161 Busch, Blvd., Suite 131  
Columbus, Ohio 43229

SERO is not responsible for any lost or misdirected mail.

## **COUNTIES BY AREA**

### **DISTRICT I**

#### **Central District –**

Counties: Crawford, Coshocton, Delaware, Fairfield, Fayette, Franklin, Hardin, Holmes, Knox, Licking, Madison, Marion, Morrow, Pickaway, Richland, Ross, Union and Wyandot

### **DISTRICT II**

#### **Southeast District –**

Counties: Athens, Belmont, Gallia, Guernsey, Hocking, Jackson, Lawrence, Meigs, Monroe, Morgan, Muskingum, Noble, Perry, Pike, Scioto, Vinton and Washington

### **DISTRICT III**

#### **Northeast District -**

Counties: Ashland, Ashtabula, Carroll, Columbiana, Cuyahoga, Geauga, Harrison, Jefferson, Lake, Lorain, Mahoning, Medina, Portage, Stark, Summit, Trumbull, Tuscarawas and Wayne

### **DISTRICT IV**

#### **Southwest District -**

Counties: Adams, Brown, Butler, Champaign, Clark, Clermont, Clinton, Darke, Greene, Hamilton, Highland, Logan, Miami, Montgomery, Preble, Shelby and Warren

### **DISTRICT V**

#### **Northwest District –**

Counties: Allen, Auglaize, Defiance, Erie, Fulton, Hancock, Henry, Huron, Lucas, Mercer, Ottawa, Paulding, Putnam, Sandusky, Seneca, Van Wert, Williams and Wood