



Oklahoma Code Enforcement Association
Organization Bylaws

Revised and Adopted by the Membership
March 28, 2019

ARTICLE I. NAME

SECTION 1 **NAME** - The name of this organization is the Oklahoma Code Enforcement Association, hereinafter referred to as O.C.E.A. or the Association.

ARTICLE II. PURPOSE, OPERATION. TERRITORY AND AFFILIATION

SECTION 1 **PURPOSE** - The purpose of O.C.E.A. shall be to study and advance the science and practice of Code Enforcement through training and education leading to certification, to further the interests of the profession and to promote fellowship and understanding among its members.

SECTION 2 **OPERATION** - The Association is incorporated in the State of Oklahoma and shall operate under the guidance and direction of section 501 (c)(4) of the Internal Revenue Code, or corresponding sections of any future tax code.

SECTION 3 **TERRITORY** -The geographical area that O.C.E.A. represents shall be the participating municipal, county and state agencies within the boundaries of the State of Oklahoma.

SECTION 4 **AFFILIATION** -

A. O.C.E.A. shall maintain a state organization affiliation with the American Association of Code Enforcement.

B. A contractual secretariat affiliation shall be maintained with the Oklahoma Municipal League, or other individual or entity as deemed appropriate by a majority vote of the Board of Directors.

C. The Board of Directors may, from time to time as necessary, establish informal affiliations with individuals or entities in furtherance of the Association's missions and functions.

ARTICLE III. MEMBERS

SECTION 1

CATEGORIES - There shall be three categories of individual membership in O.C.E.A. – Active, Associate and Lifetime – and defined as follows:

A. Active - An Active Member shall be involved in the regulation of statutes, ordinances, codes or other laws, rules or regulations affecting the health, safety and/or welfare of persons or communities at the municipal, county, state, tribal and federal levels of government. The member shall reside in and be employed in the State of Oklahoma. An Active Member shall have all the privileges and benefits of the Association, provided the member remains in good standing. Annual dues shall be established by resolution of the Board of Directors.

B. Associate - An Associate Member may be a student, nonresident, or an individual who is interested in code enforcement, although not currently employed in the code enforcement profession in Oklahoma. Such person shall have all the privileges of membership, except the privileges of voting or holding elective office. Annual dues shall be established by resolution of the Board of Directors.

C. Lifetime - A Lifetime Member shall be any member who retires from code enforcement employment in Oklahoma. The member shall have all the privileges of membership. Annual dues shall be established by resolution of the Board of Directors.

SECTION 2

DUES

A. Dues for the ensuing year shall be payable on or before Dec. 31 of each year and shall be considered in default if not paid by June 30 of the following year. A member whose dues remain unpaid on July 1 shall be dropped from membership unless otherwise determined by the Board of Directors.

B. A member who is current in the payment of financial responsibilities to the Association shall be considered a member in good standing and entitled to the benefits of membership. A

member in default of financial responsibilities to O.C.E.A. shall not be entitled to vote or be eligible to hold office.

C. A non-member individual who enrolls in a code certification class with a starting date on or after July 1 of a given year, or who becomes a members of the Association on or after said date, shall be considered to have fully paid his or her regular dues through Dec. 31 of the following year.

D. Surcharges to established dues, incidental to a given year or recurring annually, shall be approved by the membership at the Annual Conference business meeting and shall become effective with all dues collected thereafter or upon a certain date resolved by a vote of the membership. Revenues accruing from the surcharge shall only be used for activities specified in the adopting resolution of the membership.

SECTION 3

CHANGE IN MEMBERSHIP STATUS -

A. Change from active membership status - An Active member who is no longer serving in a position within the Code Enforcement profession for a period exceeding 90 days shall cease to be considered as an Active Member and shall be considered as an associate member or a lifetime member. The Active member shall notify the Association's Secretary, or his or her designee, in writing of a change in status within 30 days of that change.

B. Return to active member status - If the member desires to return to active status, written notification shall be made to the Association's Secretary, or his or her designee. The member shall provide documentation of his or her employment in a position of code enforcement as applicable.

C. Dues related to change in status - Dues for the appropriate membership category shall begin with the next regular dues period.

SECTION 4

PREJUDICIAL ACTS - A member who commits an act prejudicial to the Association shall be notified of the indiscretion in writing by the Board of Directors. The member shall be requested to appear personally before the Board at a designated time, not less than thirty days after notification, and shall be allowed a hearing on the matter. By a majority vote of the Board, the person involved may be absolved of the act, informally reprimanded, censured, or their membership may be suspended or terminated.

SECTION 5

RESIGNATION AND REINSTATEMENT OF

MEMBERSHIP - A member may resign from O.C.E.A. in writing to the Association's Secretary, or his or her designee; or be subject to automatic removal if dues are not received by June 30. Membership may be reinstated upon payment of current dues, provided the member is otherwise in good standing with the Association. Members resigning from the Association are not entitled to a refund of dues.

SECTION 6

Whereas a municipality has purchased an active membership for an eligible employee and that employee resigns his or her position with the municipality, or is no longer of eligible status for active membership, that active membership shall be transferrable to another eligible employee within the municipality for the remainder of the term. The municipality shall notify the Association Secretary, or his or her designee, in writing of the transfer request. Upon completion of the transfer, the previous employee's membership in the Association shall be deemed in resignation status.

SECTION 7

FISCAL YEAR – The fiscal year of the association shall be from July 1 through June 30 of the following year.

ARTICLE IV. OFFICERS

SECTION 1

OFFICERS - There shall be eight officers of the Association: President, First Vice President/President-Elect, Second Vice President, Third Vice President, Secretary, Treasurer, Sergeant-At-Arms and President Emeritus.

SECTION 2

ELIGIBILITY -To be eligible for election as an officer, a member shall be an Active member in good standing, and must have successfully completed the Code Certification Class as provided by the Association.

SECTION 3

NOMINATION, ELECTION, and TERM OF OFFICE –

A. Nomination. At least forty-five (45) days prior to the annual Conference business meeting, the President Emeritus with approval of the Board of Directors shall select a Nominating Committee consisting of at least three active members. The Committee shall nominate at least one person for each of the offices of First Vice President-elect, Second Vice President, Third Vice President, and Sergeant-at-Arms. The Nominating Committee

shall solicit and give due consideration to any candidate who expresses an interest in serving as an officer.

B. Election. Election of officers shall take place at the Annual Conference business meeting. A ballot vote shall be required unless there be but one nominee for a position, in which case a voice vote shall elect.

C. Term of Office. The term of office shall be for one year, unless otherwise designated in these bylaws, and shall begin at the close of the Annual Conference business meeting.

SECTION 4

DUTIES - The officers shall have, but not be limited to, duties as prescribed below:

A. PRESIDENT-The President shall:

1. Be responsible for the supervision and guidance of the affairs of the Association and perform such duties commonly related to the office;
2. Preside over meetings of the Board of Directors and the membership;
3. Enforce the bylaws and rules of the Association;
4. Maintain the headquarters of the Association in the business office of the President, or at a designated location approved by the Board of Directors which shall be located in the state of Oklahoma;
5. Serve as an ex-officio member of all committees, except the Nominating Committee;
6. From time to time, establish special committees and appoint the chairs and members to such committees, unless otherwise determined by the membership or the Board of Directors; and
7. Be an authorized signatory on checks and contracts.

B. FIRST VICE PRESIDENT/PRESIDENT-ELECT -The First Vice President shall:

1. Serve as President-elect and automatically succeed to the office of President following the completion of his or her term as First Vice President/President-elect, or to fill a vacancy in the office of President;
2. Preside over meetings of the Board of Directors and the membership in the absence of the President;
3. Serve as chair of the Legislative Committee and monitor and report to the Board of Directors and the general membership on legislative activities and related matters affecting the Association.
4. Be an authorized signatory on checks and contracts.

B. SECOND VICE PRESIDENT - The Second Vice President shall:

1. Preside over meetings of the Board of Directors and the membership in the absence of the President and First Vice President;
2. Serve as chair of the Education and Certification Committee, and affirm to the Board of Directors that members have earned sufficient Continuing Education Units as applicable to remain in good standing with the Association.
3. Be an authorized signatory on contracts applicable to education materials, instructors and facilities upon review and consent of the Board of Directors.

D. THIRD VICE PRESIDENT - The Third Vice President shall:

1. Preside over meetings of the Board of Directors and the membership in the absence of the President, First Vice President, and Second Vice President;
2. Serve as chair of the membership committee.

E. SECRETARY - The Secretary shall:

1. Serve as an appointed voting position of the Board of Directors for an indefinite term at the discretion of the President.
2. Record the minutes of meetings of the Board of Directors and the Annual Conference business meeting and maintain an accurate permanent record of all minutes;
3. Maintain names of committees, their functions, and a list of committee members, to be available upon request;
4. Maintain a current and accurate roster of Association members;
5. Sign all membership cards;
6. Oversee the notification to the membership of the Annual Conference business meeting;
7. Notify each Association member of the results of the election of Officers; and
8. Oversee day-to-day secretarial duties and functions that may be performed by a secretariat individual or entity approved by the Board of Directors.

F. TREASURER - The Treasurer shall:

1. Serve as an appointed voting position of the Board of Directors for an indefinite term at the discretion of, and upon a favorable majority vote of, the other officer positions of the Board of Directors.

2. Be the custodian of all monies and financial records of the Association;
3. Prepare an annual financial report for the Association for review and adoption by the membership;
4. Present a financial report at each meeting of the Board of Directors, or as requested;
5. Compile an annual financial report for presentation at the Annual Conference business meeting and make such report available to members;
6. Prepare the financial records for audit at intervals determined by the Board of Directors.
7. Make an effort to become familiar with tax laws pertaining to the Association in order that the Association will be in compliance with applicable laws and procedures; and
8. Be an authorized signatory on Association financial accounts.
9. Oversee day-to-day financial transactions and functions that may be performed by a secretariat individual or entity approved by the Board of Directors.

G. SERGEANT-AT-ARMS - The Sergeant-at-Arms shall:

1. Assist the President in maintaining order during meetings and functions of the Association;
2. Be responsible for establishing and verifying a quorum at the Annual Conference business meeting and ensuring that only eligible members receive ballots when votes are cast;
3. Assure parliamentary authority and procedure are observed during meetings according to Roberts Rules of Order.

H. PRESIDENT EMERITUS - The President Emeritus Shall:

1. Be automatically filled by the President upon completion of his or her term of office, and shall serve a one-year term of office or until a new president is elected by the membership should the office be vacated;
2. Offer advice and counsel to the President and Board of Directors on matters affecting the Association, and shall be eligible to attend all meetings and activities of the Board of Directors;
3. Shall appoint a Nominating Committee in accordance with these bylaws and subject to approval of the Board of Directors;
4. Shall be a non-voting position unless his or her vote is necessary to break a tie vote of the Board of Directors.
5. Shall be considered an officer for quorum and super-majority vote purposes.

SECTION 5

REMOVAL AND VACANCIES -

A. REMOVAL - An elected officer may be removed from office, with or without cause, by a two-thirds vote of the remaining members of the Board of Directors.

B. VACANCIES - Vacancies in office positions shall be filled by the Board of Directors, except that the position of the President shall be filled by the First Vice-President/President-elect. Persons appointed by the Board to fill vacancies shall serve the remainder of the term for which the officer was originally elected.

ARTICLE V. MEETINGS

SECTION 1

ANNUAL CONFERENCE BUSINESS MEETING -

A. There shall be an annual membership meeting held in February/March of each calendar year during the Association's Annual Conference which shall be known as the Annual Conference business meeting. The Board of Directors shall approve the date, time, location, financial details, and matters to be presented.

B. The Annual Conference business meeting shall be held to:

1. Elect officers
2. Receive and approve reports from the Legislative, Education and Certification and Membership committees;
3. Receive and approve the annual financial report;
4. Receive reports from other officers and committees;
5. Vote on proposed amendments to the bylaws;
6. Consider and vote on such other business as may properly come before the membership.

C. A written notice of the Annual Conference business meeting shall be transmitted by electronic mail at least 30 days and no earlier than 60 days in advance of the meeting to each Association member as shown upon the membership roles as of Dec. 31 of the previous year. A copy of said notice shall also be posted upon the O.C.E.A. website, or transmitted via other means as determined by the Board of Directors.

D. One vote shall be allowed each Active member in good standing. Proxy voting is prohibited.

E. Quorum -The presence of a majority of the active members registered at the Annual Conference shall constitute a quorum for the legal transaction of business at the Annual Conference business meeting. The Sergeant-At-Arms shall determine if a quorum is present and establish a number of eligible voting members present.

SECTION 2 SPECIAL MEETINGS -

- 1.** The President may call a special meeting of the membership, and must call a special meeting within 45 days upon receipt of the written request of 30 active members in good standing with the Association.
- 2.** The President may determine the time, date and location of the special meeting.
- 3.** Written notice of a special meeting specifying the time, date, location and reason for the meeting shall be transmitted by electronic mail to each member in good standing with the Association at least 14 days prior to the date of the meeting. A copy of said notice shall also be posted upon the O.C.E.A. website, or transmitted via other means as determined by the Board of Directors.
- 4.** The presence of at least 30 Active members in good standing with the Association shall be necessary to constitute a quorum for the legal transaction of business.

ARTICLE VI. BOARD OF DIRECTORS

SECTION 1 COMPOSITION -The Board of Directors shall consist of the President, First Vice President/President-elect, Second Vice President, Third Vice President, Secretary, Treasurer, Sergeant-at-Arms, and President Emeritus. The President may appoint liaisons from time to time as necessary to serve in an inter-organizational, educational or technical capacity to the Board of Directors. Liaisons shall provide advice and counsel to the board but shall not have voting privileges.

SECTION 2 MEETINGS –

- A.** There shall be at least two in-person regular Board of Directors meetings held annually. The dates, times and locations shall be determined by the President. The meeting shall be open to any Association member in good standing. Minutes shall be taken.
- B.** The president may call an emergency meeting of the Board of Directors, with or without notice, to be conducted in-person or via

electronic means to discuss and gain consensus on a singular issue of imminent concern to the Association. No minutes or formal vote shall be taken until the next regular meeting. However, consensus action may be taken to immediately resolve the imminent concern.

SECTION 3

POWERS AND DUTIES -The Board of Directors shall have, but not be limited to, the following powers and duties.

A. POWERS. The powers of the Board of Directors shall include, but not be limited to, the following:

1. Manage the affairs of the Association between meetings of the membership. The Board may adopt rules of procedure to govern its operation;
2. The Board shall establish a schedule of regular dues and fees, and shall adjust such as necessary to maintain the solvency of the Association or of a specific activity for which a fee is charged.
3. The Board shall appoint a Treasurer to serve an indefinite term at the discretion of the voting majority of its members. The Treasurer may be an active or lifetime member of the Association, or may be an individual or entity from outside the Association. The Board shall fix restrictions upon the spending authority of the Treasurer and shall determine spending allowances and restrictions by other Board members, or other members of the Association or outside individuals or entities, as appropriate and necessary. Any individual or entity holding the treasurer's position shall be bondable.

B. DUTIES. The duties of the Board of Directors shall include, but not be limited to, the following;

1. Act upon recommendations from standing or special committees;
2. Approve the date, time, location, financial details, and programs for the Annual Conference, a second conference to be held in the fall of each year, and any other conferences, workshops, events or activities deemed necessary or beneficial to the Association;
3. Consider proposed bylaw amendments and make recommendations for their adoption;
4. Make an annual reports at the Annual Conference business meeting.
5. Establish policies, procedures and protocols for Board members, members of the Association, or other individuals or entities, in the conduct of business or activities necessary and beneficial to the Association.

SECTION 4

QUORUM -The presence of 5 members shall constitute a quorum for the legal transaction of business. Any item of business resolved to a vote for adoption shall require the approval of at least 4 voting members for adoption.

ARTICLE VII. COMMITTEES

SECTION 1

STANDING COMMITTEES –

A. There shall be the following standing committees: Legislative, Education and Certification, and Membership. Additional standing committees may be established by the membership or the Board of Directors as deemed necessary. Any additional standing committee shall remain in existence until otherwise determined by the appointing body.

B. Respective standing committee chairs shall be responsible for the committee’s formation, meetings, missions, policies, procedures and protocols. Any member in good standing with the Association may serve on a standing committee.

SECTION 2

SPECIAL COMMITTEES –

A. Special committees may be established by the President, Board of Directors or the membership, as deemed necessary. Members may be appointed to a special committee by the President, Board of Directors, or the membership. Such committees shall remain in existence until a final report is presented or until the committee is discharged by the appointing body.

B. The Nominating Committee shall be regarded as a special committee and shall be appointed annually in accordance with these bylaws.

SECTION 3

DUTIES -The standing committee shall have, but not be limited to, the following duties and such other duties as may be determined by the Board of Directors.

A. Legislative Committee - The committee shall be responsible for timely review of current and pending state legislation pertaining to code enforcement or related activities, investigate and report to the Board of Directors and membership as necessary on legislative matters, and make any recommendations or analysis of proposed legislation by the Association, or any current or pending legislation, to further the Association’s beneficial interests. The

committee shall be chaired by the First Vice President/President Elect and shall meet in-person or via electronic means at the call of the chair.

B. Education and Certification Committee - The committee shall be empowered to establish such curriculum, testing, regulations and Continuing Education Units as it deems necessary for the certification of a member as a code enforcement officer in compliance with applicable state statutes, or certification of a member in other matters related to the code enforcement profession. The goal of education and certification shall be to serve the best interests of the public and the Association. The committee shall be chaired by the Second Vice President and shall meet in-person or via electronic means at the call of the chair.

C. Membership committee - The committee shall be responsible for initiating activities and events for the recruitment of new members and the retention of present members. The committee shall be chaired by the Third Vice President and shall meet in-person or via electronic means at the call of the chair.

ARTICLE VIII. AMENDMENT

SECTION 1

SUBMISSION OF PROPOSED AMENDMENTS - Proposed amendments to these bylaws may be made by the Board of Directors as it deems necessary for the best interests of the Association, or submitted by a standing committee, a special committee charged with review and analysis of such, or by written proposal of at least 30 members in good standing with the Association.

SECTION 2

CONSIDERATION BY THE BOARD OF DIRECTORS – Upon receipt of the submitted proposed amendment, the Board of Directors shall decide upon a recommendation to the membership as to whether the amendment should be adopted, or submitted with no recommendation. The Board shall then prepare the proposed amendment for submission to the membership, along with its statement of recommendation for adoption or no recommendation, and shall transmit the proposed amendment to the membership via electronic mail or other means deemed necessary and appropriate at least 30 days prior to the Annual Conference business meeting.

SECTION 3

VOTE - Following proper submission and notification, these bylaws may be amended by the Association membership at the

Annual Conference business meeting by a two-third vote of the established quorum.

ARTICLE IX. DISSOLUTION

SECTION 1

DISSOLUTION - Upon a vote of the membership to properly dissolve the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the remaining assets of the Association to recipients reflect the established purpose of this Association, or to such organization which operated for charitable, educational, or scientific purposes and shall at the time qualify as tax-exempt, not-for-profit organization.

PROPOSED 2019

OKLAHOMA CODE ENFORCEMENT ASSOCIATION

STANDING RULES

1. ORDER OF BUSINESS FOR THE ANNUAL CONFERENCE MEETING

- A. Call to order and general announcements (introductions).
- B. Establishment of quorum and determination of the number of eligible voters in attendance.
- C. Approval of minutes from the previous year's Annual Conference business meeting.
- D. President's report.
- E. Approval of standing committee reports.
- F. Approval of the annual financial report.
- G. Discussion and simple majority voice voting on specified matters (other than bylaws amendments or election of officers) brought to the membership by the Board of Directors.
- H. Discussion of matters brought from the floor (other than bylaws amendments or election of officers) – old and new business. A resolution from the floor requiring only a simple majority voice vote shall be permitted on any old or new business requiring such, provided a procedural vote is first taken and approved by two-thirds of the meeting quorum to consider a vote on the matter being resolved.
- I. Discussion, if necessary, on amendments or revisions to the Association's bylaws.
- J. Election of officers and voting on bylaws revisions or amendments by secret ballot.
- K. Final announcements
- L. Adjournment

NOTE: The Annual Conference business meeting may be recessed and reconvened at the discretion of the President at the conclusion of any order of business agenda item, or by a two-thirds vote of the meeting quorum during an order of business agenda item.

2. FINANCIAL

- A. All claims for payment shall be submitted to the Treasurer in written form and signed by the individual who can affirm by valid written receipt, or testament in the alternative, for his or her purchase or expense incurred. Any payment without a valid written receipt is considered an assumption and may be denied, with or without cause, by the Treasurer with an appeal to the Board of Directors at its next regular meeting. The Board's determination shall be final.

B. Expenditures must be authorized by the Board of Directors, prior to purchase, or ratified following purchase, and included in the minutes of the meeting at which they were authorized.

C. Financial accounts shall be placed in legally established financial institutions located within the State of Oklahoma and must be authorized by the Board of Directors.

D. O.C.E.A. monies shall not be used for the purchase of alcoholic beverages.

E. The Board of Directors shall determine policies, procedures and protocols the issuance of credit cards, other financial instruments or encumbrances in the name of the Association, to individuals or entities as it deems necessary for the benefit of the Association. Those individuals or entities shall be responsible for proper use in the conduct of Association business. Unauthorized expenditures shall be considered an assumption and shall be reimbursed to the association forthwith. Willful unauthorized expenditures shall also result in forfeiture of such credit cards or financial instruments, or disallowances of the encumbrances made by the individual or entity. The Board, at its discretion, may pursue all civil and criminal remedies it sees fit to recover the Association's expenses.

PROPOSED